

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF ILLINOIS, EASTERN DIVISION

LAWRENCE E. JAFFE PENSION PLAN, ON
BEHALF OF ITSELF AND ALL OTHERS SIMILARLY
SITUATED,

Plaintiff,

- against -

HOUSEHOLD INTERNATIONAL, INC., ET. AL.,

Defendants.

Lead Case No. 02-C-5893
(Consolidated)

CLASS ACTION

Judge Ronald A. Guzman
Magistrate Judge Nan R. Nolan

**DECLARATION OF JANET A. BEER IN SUPPORT OF THE HOUSEHOLD
DEFENDANTS' OPPOSITION TO THE CLASS' MOTION FOR A REPORT AND
RECOMMENDATION FOR EVIDENTIARY SANCTIONS AGAINST THE
HOUSEHOLD DEFENDANTS**

(Exhibits filed under seal pursuant to Court Order)

I, JANET A. BEER, declare as follows:

1. I am a member of the bar of the State of New York, admitted to this Court *pro hac vice* in connection with the above caption matter, and associated with the firm Cahill Gordon & Reindel LLP, co-counsel for defendants Household International, Inc., Household Finance Corporation, William F. Aldinger, David A. Schoenholz, Gary Gilmer, and J.A. Vozar in this action. I submit this affidavit to place before the Court certain information and documents referenced in the Household Defendants' Memorandum of Law in Opposition to The Class' Motion For a Report and Recommendation for Evidentiary Sanctions Against the Household Defendants.

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2. Attached hereto as Exhibit 1 is a true and correct copy of the transcript of the deposition of Douglas Friedrich on January 25, 2007.

3. Attached hereto as Exhibit 2 is a true and correct copy of a memorandum prepared by Household's Internal Audit Department, dated January 27, 2000, a copy of which was produced to Plaintiffs in this litigation bearing Bates numbers HHS 02897283-02897284.

4. Attached hereto as Exhibit 3 is a true and correct copy of a memorandum prepared by Household's Internal Audit Department, dated April 7, 2000, a copy of which was produced to Plaintiffs in this litigation bearing Bates numbers HHS 02897228-02897236.

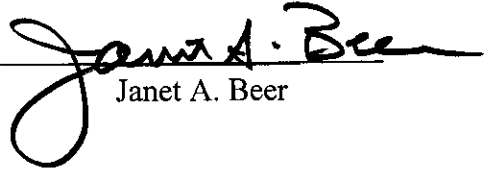
5. Attached hereto as Exhibit 4 is a true and correct copy of a monthly report addressed to Gary Gilmer, President of Household Finance Corporation, dated April 10, 2000, a copy of which was produced to Plaintiffs in this litigation bearing Bates numbers HHS 03364737-03364742.

6. Attached hereto as Exhibit 5 is a true and correct copy of an Internal Audit Activity Executive Summary, dated June 30, 2000, a copy of which was produced to Plaintiffs in this litigation bearing Bates numbers HHS 02142430-02142436.

7. Attached hereto as Exhibit 6 is a true and correct copy of excerpts from the transcript of the deposition of John Davis on December 1, 2006.

8. Attached hereto as Exhibit 7 is a true and correct copy of excerpts from the transcript of the deposition of Thomas Detelich on December 22, 2006.

I declare under penalty of perjury under the laws of the State of New York that the foregoing is true and correct. Executed this 16th day of February, 2007, in New York, New York.


Janet A. Beer

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

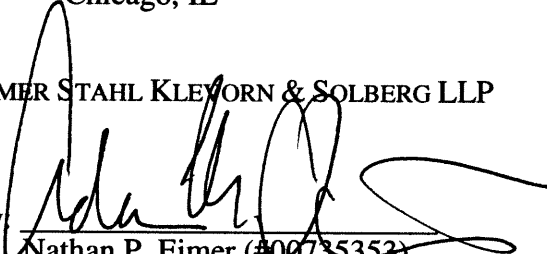
LAWRENCE E. JAFFE PENSION PLAN, on Behalf of Itself and All Others Similarly Situated,)	
)	
)	
Plaintiff,)	Lead Case No. 02-C-5893 (Consolidated)
)	
v.)	<u>CLASS ACTION</u>
)	
HOUSEHOLD INTERNATIONAL, INC., et al.,)	Judge Ronald A. Guzman Magistrate Judge Nan R. Nolan
)	
Defendants.)	
)	

**EXHIBITS TO THE DECLARATION OF JANET A. BEER
IN SUPPORT OF THE HOUSEHOLD DEFENDANTS' MEMORANDUM OF LAW IN
OPPOSITION TO THE CLASS' MOTION FOR A REPORT AND
RECOMMENDATION FOR EVIDENTIARY SANCTIONS AGAINST THE
HOUSEHOLD DEFENDANTS**

**RESTRICTED DOCUMENT PURSUANT TO L.R. 26.2 FILED UNDER SEAL
PURSUANT TO PROTECTIVE ORDER DATED NOVEMBER 5, 2004**

Dated: February 16, 2007
Chicago, IL

EIMER STAHL KLEYORN & SOLBERG LLP

By: 
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