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February 4, 2005

By Hand

The Honorable Denise Cote
United States District Court
Southern District of New York
500 Pearl Street, Room 1040
New York, New York 10007

Re: In re WorldCom, Inc. Securities Litigation, Master File No. 02 Civ. 3288 (DLC)

Dear Judge Cote:

I write in response to Thomas Nolan's letter of yesterday evening asking that the court order a meet and confer with Defendants next week. Sean Coffey is out of the office today, but he asked me to forward a copy of his letter of February 2 to all trial counsel, which Mr. Nolan failed to include with yesterday's letter. (*See* Exhibit A, attached hereto.)

As the attached letter shows, contrary to counsel's letter, we have not refused to meet and confer before resolution of the *limine* motions (although we believe that doing so makes eminent sense). We have agreed to meet and confer before such rulings, but made the reasonable request that Defendants do what they plainly did not do before January 7, namely, limit their objections to those that are reasonable and non-obstructive. *See* PTO Exhibit B.3 (Lead Plaintiff's exhibit list) (noting Defendants' objections to all but two of Lead Plaintiff's exhibits). We believe that such a step is necessary and respectfully request that the Court direct that the Underwriter Defendants be required to take that step in advance of the meet and confer.

With regard to Defendant Andersen, it is unnecessary to order a meet and confer since Lead Plaintiff and Andersen are presently discussing a date to do so early next week with regard to the Andersen-related documents.

The issue is a bit thornier with regard to Defendant Roberts, since his exhibit list has been a "moving target." Nonetheless, we expect to be able to meet and confer with Defendant Roberts commencing late next week.

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In sum, in order to have a successful and efficient meet and confer with the Underwriter Defendants, it is imperative that they revisit the across-the-board, obstructionist position they have taken and submit a list of objections that would significantly reduce the burden to be borne by the parties in the meet and confer process.

Finally, it is unclear at this point what role the other Director Defendants' counsel may wish to play in such a meet and confer. Again, whatever that position may be, it would clearly benefit all to have the Underwriter Defendants take the requested action with regard to their objections starting immediately.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'D. Hassel', written in a cursive style.

David R. Hassel

cc: All Counsel (via fax and e-mail)

EXHIBIT A

BERNSTEIN LITOWITZ BERGER & GROSSMANN LLP
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JOHN P. COFFEY
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February 1, 2005

Via E-Mail

TO ALL TRIAL COUNSEL

Re: In re WorldCom, Inc. Securities Litigation, Master File No. 02 Civ. 3288 (DLC)

Dear Counsel:

I write to follow up on recent discussions concerning the scheduling of meet-and-confers to discuss objections to each party's exhibit lists.

As my colleague John Browne conveyed in yesterday's conference call, Lead Plaintiff's view is that the meet-and-confer process would be most efficient if held once, after the Court issues its rulings on the motions *in limine* and related matters. It is apparent that these rulings could significantly streamline the scope of potential evidence for trial and thus substantially reduce the amount of time the parties must divert to the meet-and-confer process in the limited time before trial. Nonetheless, Defendants have stated that they want to start the meet-and-confer process now and not wait for those rulings.

While we are amenable to moving the process along, there is a critical first step that Defendants must take before such discussions can commence: re-visiting their near-blanket objections to the authenticity and admissibility of Lead Plaintiff's trial exhibits.

As you know, in connection with the Pre-Trial Order, Lead Plaintiff received consolidated objection lists that showed Defendants had collectively consented to the admissibility of only two documents (both produced by Andersen), and objected to the authenticity of all but approximately 130 exhibits. Having now received and reviewed the Defendant-specific objections from the Underwriter Defendants and Mr. Roberts (which complement the list that Andersen had previously provided), we conclude that there is ample opportunity for Defendants to re-visit their objections, withdraw many of them, issue a revised list of objections, and thereby assure a much more successful and efficient meet-and-confer process.

Our review of the Underwriter Defendants list in particular confirms that a significant amount of work remains to be done before the meet-and-confer process can be productive. For example, the Underwriter Defendants have objected to the authenticity of hundreds of their own

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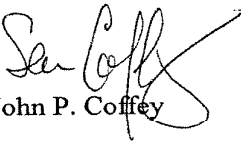
Defendants' Counsel
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documents, including internal memoranda concerning WorldCom and loans to Ebbers, as well as their own bankers' emails. The parties should not have to meet-and-confer to try to convince the Underwriter Defendants that their own documents are authentic. We also urge Defendants to take a more expansive view of admissibility of many off the documents that are indisputably relevant to the false financial statement, omissions and due diligence issues.

In addition, our ongoing review of the Underwriter Defendants' exhibit list shows a significant number of documents authored by, sent to, or referring to work performed by, one or more of the tardily disclosed "additional due diligence participants" who were the subject of the discovery dispute and Court order last summer. See, e.g., June 11, 2004 Tr. at 26; June 25, 2004 Order. Because these particular persons were not made available for deposition in accordance with the Court's order, it is improper to rely on these documents at trial and they must be withdrawn from the exhibit list. Again, taking this step before the meet-and-confer process begins will benefit that process significantly.¹

Finally, while Lead Plaintiff already has consented to the authenticity of most (and the outright admissibility of hundreds) of Defendants' exhibits (see PTO C.3), we are presently revisiting our objections to Defendants' exhibits, with an eye towards reducing our objections even further. We should be in a position to provide this revised list in the near future.

Sincerely,



John P. Coffey

Encl.

Cc (by email, w/ encl.):

Jeffrey Golan (Co-Lead Counsel for the NYSCRF and the Class)
All Counsel of Record

¹ We have attached a preliminary list of the offending documents that we have identified to date.