

EXHIBIT	CX	PRODUCTION BATES NUMBERS
12	CX 1374-001	FTC-Sim-0784 to 0794
13	CX 1375-001	FTC-Sim-0812 to 0816
14	CX 1378-001	SIMSCI 003418 to 3437
15	CX 1379-001	SIMSCI 004261 to 4267
16	CX 1380-001	SIMSCI 004276 to 4303
17	CX 1381-001	SIMSCI 004636 to 4637
18	CX 1382-001	SIMSCI 004644 to 4645
19	CX 1383-001	SIMSCI 005724 to 5727

EXHIBIT	RX	PRODUCTION BATES NUMBERS
20	RX-1006	SIMSCI 002307 to 2326
21	RX-1007	SIMSCI 003151 to 3162
22	RX-1008	SIMSCI 001947 to 1997
23	RX-1013	SIMSCI 6274 to 6276
24	RX-1015	SIMSCI 004276 to 4303
25	RX-1016	ASP-SIM-0000907 to 909
26	RX-1017	ASP-SIM-0000863 to 865
27	RX-1018	ASP-SIM-0004786 to 4788
28	RX-1019	ASP-SIM-0000187 to 207
29	RX-1020	ASP-SIM-0002750 to 2753
30	RX-1021	SIMSCI 004261 to 4267
31	RX-1023	ASP-SIM-0004831
32	RX-1024	ASP-SIM-0001676 to 1683
33	RX-1025	ASP-SIM-0000080 to 105
34	RX-1026	ASP-SIM-0002773 to 2774
35	RX-1029	ASP-SIM-0000441 to 450
36	RX-1030	ASP-SIM-0003263 to 3264
37	RX-1032	SIMSCI 000950 to 988
38	RX-1033	SIMSCI 002132 to 2180
39	RX-1034	ASP-SIM-0000754 to 802
40	RX-1036	SIMSCI 004254 to 4260
41	RX-1038	SIMSCI 003418 to 3437
42	RX-1039	SIMSCI 001369 to 1381
43	RX-1040	SIMSCI 003254 to 3293
44	RX-1041	ASP-SIM-0004638 to 4642
45	RX-1042	ASP-SIM-0005089 to 5100
46	RX-1044	ASP-SIM-0004280 to 4286
47	RX-1045	SIMSCI 000815 to 827
48	RX-1046	ASP-SIM-0000823 to 824
49	RX-1048	ASP-SIM-0002767 to 2769
50	RX-1049	ASP-SIM-0004624
51	RX-1051	ASP-SIM-0000380 to 384
52	RX-1052	SIMSCI 6589 to 6591

EXHIBIT	RX	PRODUCTION BATES NUMBERS
53	RX-1053	SIMSCI 6587 to 6588
54	RX-1054	SIMSCI 6586
55	RX-1057	ASP-SIM-0000912 to 956
56	RX-1060	ASP-SIM-0003924 to 3925
57	RX-1067	SIMSCI 004734 to 4735
58	RX-1068	ASP-SIM-0000274 to 308
59	RX-1070	ASP-SIM-0000910 to 911
60	RX-1071	SIMSCI 005779 to 5780
61	RX-1072	ASP-SIM-0001784
62	RX-1075	ASP-SIM-0002052 to 2054
63	RX-1077	SIMSCI 004453 to 4472
64	RX-1078	SIMSCI 004473 to 4503
65	RX-1079	ASP-SIM-0003769 to 3774
66	RX-1081	ASP-SIM-0003072 to 3087
67	RX-1083	ASP-SIM-0001740 to 1757
68	RX-1084	ASP-SIM-0003184 to 3186
69	RX-1094	ASP-SIM-0004994 to 4996
70	RX-1095	ASP-SIM-0000496 to 502
71	RX-1096	ASP-SIM-0000896 to 899
72	RX-1098	SIMSCI 005444 to 5447
73	RX-1106	ASP-SIM-0002496 to 2500
74	RX-1107	ASP-SIM-0000175 to 181
75	RX-1109	ASP-SIM-0000733 to 746
76	RX-1113	ASP-SIM-0001886 to 1947
77	RX-1114	ASP-SIM-0001513 to 1519
78	RX-1115	ASP-SIM-0000967 to 983
79	RX-1117	ASP-SIM-0001671 to 1672
80	RX-1119	ASP-SIM-0000472 to 474
81	RX-1120	ASP-SIM-0004516 to 4518
82	RX-1123	ASP-SIM-0000993 to 1018
83	RX-1124	ASP-SIM-0000600 to 610
84	RX-1125	SIMSCI 003356 to 3380
85	RX-1126	SIMSCI 7684 to 7686
86	RX-1127	ASP-SIM-0001785 to 1800
87	RX-1128	ASP-SIM-0001673 to 1674
88	RX-1129	SIMSCI 6808 to 6809
89	RX-1130	ASP-SIM-0003954 to 3957
90	RX-1131	ASP-SIM-0003054 to 3055
91	RX-1132	SIMSCI 6764 to 6790
92	RX-1133	ASP-SIM-0001526 to 1529
93	RX-1148	SIMSCI 008311 to 8709
94	RX-1149	SimSci Sales Figures 2001 (native)
95	RX-1150	SimSci Sales Figures 2002 Q1 (native)

EXHIBIT	RX	PRODUCTION BATES NUMBERS
96	RX-1151	SimSci Sales Figures FY 2003 (native)
97	RX-1152	SimSci Sales Figures FY 2004 (native)
98	RX-1153	SimSci Pricing Spreadsheet, July 1, 2003 (native)
99	RX-1154	SimSci Spreadsheet, November 1, 2003 (native)

4. I have reviewed the documents for which SimSci is seeking *in camera* treatment. I am familiar with the type of information contained in these documents, and participated in the creation of many of them. I am also familiar with the confidentiality protection afforded this type of information by SimSci.

5. The documents in question contain current business plans, market shares and other confidential information, and/or specific comments regarding customers and pricing which, if disclosed, could be used against us by competitors or could affect our market pricing. Many of these documents contain SimSci's current and planned marketing and product development strategies, and our assessment of the strengths and weaknesses of SimSci and its competitors. Several of the documents include listings of every SimSci customer, detailing specific product utilization and pricing information for each, as well as the dates of current licenses. All these documents are maintained as confidential by SimSci. To the best of my knowledge they have not been disclosed outside of SimSci and Invensys. All were designated as Restricted Confidential when produced in this matter. Based upon my review of these documents, my knowledge of SimSci's business, and my familiarity with the confidentiality protection that SimSci affords information of this type, it is my belief that the disclosure of these documents to the public and, particularly, to competitors of SimSci would certainly cause serious competitive injury to SimSci.

Exhibits

6. Exhibit 1 (CX 1336-001 -- ASP-SIM-0000648)

is an email to me from one of my principal subordinates discussing confidential business plans and customer issues.

7. Exhibit 2 (CX 1341-001 -- ASP-SIM-0001669-1670)

is an internal email among SimSci personnel dealing with confidential customer issues arising under SimSci's ongoing global agreement with an important customer.

8. Exhibit 3 (CX 1343-001 -- ASP-SIM-0002052-2054)

is a document describing SimSci's new business programs for FY 04/05. This is highly sensitive competitive information.

9. Exhibit 4 (CX 1351-001 -- ASP-SIM-0004712-4714)

is an internal email among SimSci personnel reporting discussions with a potential customer, including the customer's view of the

relative competitive positions of SimSci and Aspen and the steps SimSci would need to take to become a “serious contender” for the customer’s business. I view this as highly sensitive competitive information.

10. Exhibit 5 (CX 1352-001 -- ASP-SIM-0004832-4833)

is an internal SimSci memo seeking Invensys senior executive level approval of a SimSci bid to a customer, and includes highly sensitive discussion of competitive positioning and strategy.

11. Exhibit 6 (CX 1353-001 -- ASP-SIM-0004834-4846)

is an internal SimSci confidential report containing historical and projected market segment revenue figures for SimSci, as well as certain revenue estimates for competitors.

12. Exhibit 7 (CX 1354-001 -- FTC-Sim-0163-0164)

is a draft of a confidential SimSci Competitive Analysis that includes discussion of potential marketing initiatives. It would be harmful to our business if our competitors were to become aware of these initiatives.

13. Exhibit 8 (CX 1358-001 -- FTC-Sim-0316-0317)

is another SimSci market share data report similar to Exhibit F. It includes confidential SimSci industry and product line revenue breakouts.

14. Exhibit 9 (CX 1360-001 -- FTC-Sim-0352)

is a “Good News/Bad News Report”. We use this type of report to assess current market conditions and trends, as well as to discuss current customer issues. Disclosure of this type of information to a competitor would seriously harm our competitive efforts.

15. Exhibit 10 (CX 1364-001 -- FTC-Sim-0648-0669)

includes a series of internal SimSci documents. Pages 648-650 are emails discussing the attached competitive analysis report. The report itself (651-668) is a Competitive Analysis of the Operator Training Simulator for Petrochemical Businesses. It is a detailed and highly confidential assessment of the market for that product and includes our assessment of our competitors and their products, and our perception of their strengths and weaknesses. Each page bears the legend “Confidential Report”.

16. Exhibit 11 (CX 1371-001 -- FTC-Sim-0746-0752)
Exhibit 12 X 1374-001 -- FTC-Sim-0784-0794)
Exhibit 13 1375-001 -- FTC-Sim-0812-0816)

Each of these exhibits consists of a series of SimSci emails that discuss customer specific issues and competitive information. We view these matters as highly confidential.

17. Exhibit 14 (CX 1378-001 -- SIMSCI003418-3437)

is the SimSci-Esscor Business Plan prepared by me as of November 10, 2003. It is a detailed, nineteen page assessment of our current long-term competitive strategy. It assesses our strengths and weaknesses, and the risks that we will not succeed. It is critical that this document be protected from disclosure to our competitors.

18. Exhibit 15 (CX 1379-001 -- SIMSCI 004261-4267)

is entitled SimSci-Esscor Strategy & Corporate Messaging. It contains a highly confidential summary of our business strategy and how that will be reflected in corporate messaging.

19. Exhibit 16 (CX 1380-001 -- SIMSCI 004276-4303)

is the SimSci-Esscor Business Plan dated 8/1/2002. This is a highly confidential 28-page report that includes, among other things, discussion of Sim-Sci's business strategy, market analysis, planning assumptions, customer analyses, financial and marketing objectives, and a product development and technology roadmap.

20. Exhibit 17 (CX 1381-001 -- SIMSCI 004636-4637)

is a memo from SimSci's agent in Korea discussing Aspen's acquisition of Hyprotech and suggesting certain measures to protect SimSci's market position. Disclosure of this document to a competitor would harm our business.

21. Exhibit 18 (CX 1382-001 -- SIMSCI 004644-4645)

is an internal SimSci communication summarizing feedback from certain customers relating to the likely market consequences of the Aspen-Hyprotech merger. Disclosure of this document to a competitor would harm our business.

22. Exhibit 19 (CX 1383-001 -- SIMSCI 005724-5727)

consists of a series of emails between me and the individual who directs the Invensys Far East sales organization, discussing ways to optimize SimSci's penetration of that market. This is sensitive and confidential competitive information.
23. Exhibit 20 (RX-1006 -- SIMSCI 002307-2326)

This is a company confidential market requirements study describing the market requirements for SimSci's HEXTRAN product.
24. Exhibit 21 (RX-1007 -- SIMSCI 003151-3162)

This is a company confidential requirements study describing the market requirements for SimSci's PR0111 product.
25. Exhibit 22 (RX-1008 -- SIMSCI 001947-1997)

This is a confidential draft of a SimSci market requirement document relating to dynamic simulation.
26. Exhibit 23 (RX-1013 -- SIMSCI 6274-6276)

This document is a confidential request for Invensys approval of SimSci's bid strategy for a potential customer.
27. Exhibit 24 (RX-1015 -- SIMSCI 004276-4303)

This document is a confidential SimSci Business Plan dated 8/1/2002. As stated on the cover, "All information in this document is Invensys confidential."
28. Exhibit 25 (RX-1016 -- ASP-SIM-0000907-909)

This is an internal email containing a confidential discussion of pricing to a customer.
29. Exhibit 26 (RX-1017 -- ASP-SIM-0000863-865)

This is a confidential internal email discussing sales strategy for a particular customer.
30. Exhibit 27 (RX-1018 -- ASP-SIM-0004786-4788)

This document is a confidential "Good News/Bad News Report" discussing market conditions and specific customer issues.

31. Exhibit 28 (RX-1019 -- ASP-SIM-0000187-207)

This document is a confidential competitive analysis of the operator training simulator for petrochemical business, and some internal comments on this analysis.

32. Exhibit 29 (RX-1020 -- ASP-SIM-0002750-2753)

This document is a confidential product positioning analysis.

33. Exhibit 30 (RX-1021 -- SIMSCI 004261-4267)

This document is a confidential SimSci strategy and corporate messaging evaluation.

34. Exhibit 31 (RX-1023 -- ASP-SIM-0004831)

This document is a confidential "Good News/Bad News Report" discussing market conditions and specific customer issues.

35. Exhibit 32 (RX-1024 -- ASP-SIM-0001676-1683)

This is a confidential internal email string discussing desired enhancements to one of SimSci's core products.

36. Exhibit 33 (RX-1025 -- ASP-SIM-0000080-105)

This document is a confidential internal SimSci report pertaining to our dynamic simulation program. It includes confidential discussion of process design and competitive strategy.

37. Exhibit 34 (RX-1026 -- ASP-SIM-0002773-2774)

This document is a confidential internal memorandum from me to the SimSci sale force relating to our dynamic simulation program.

38. Exhibit 35 (RX-1029 -- ASP-SIM-0000441-450)

This document is a confidential internal marketing analysis reviewing management of our sales channel.

39. Exhibit 36 (RX-1030 -- ASP-SIM-0003263-3264)

This document reflects confidential information regarding a specific SimSci customer.

40. Exhibit 37 (RX-1032 -- SIMSCI 000950-988)

This document is the presentation for a confidential internal SimSci core products strategy review meeting.

41. Exhibit 38 (RX-1033 -- SIMSCI 002132-2180)
Exhibit 39 (RX-1034 -- ASP-SIM-0000754-802)

These documents are the presentation for a confidential internal SimSci strategy review meeting.

42. Exhibit 40 (RX-1036 -- SIMSCI 004254-4260)

This document is a confidential internal marketing initiatives presentation.

43. Exhibit 41 (RX-1038 -- SIMSCI 003418-3437)

This document is a confidential SimSci Business Plan prepared by me.

44. Exhibit 42 (RX-1039 -- SIMSCI 001369-1381)

This document is a confidential internal program document for the Invensys IPS division (which includes SimSci). This contains highly confidential information about SimSci and other Invensys businesses.

45. Exhibit 43 (RX-1040 -- SIMSCI 003254-3293)

This document is a confidential SimSci business plan.

46. Exhibit 44 (RX-1041 -- ASP-SIM-0004638-4642)
Exhibit 45 (RX-1042 -- ASP-SIM-0005089-5100)

These documents are a confidential internal positioning evaluation discussing customer problems and solutions.

47. Exhibit 46 (RX-1044 -- ASP-SIM-0004280-4286)

This document is a confidential internal report of major sales successes and failures, and includes an analysis of the perceived reasons for the result.

48. Exhibit 47 (RX-1045 -- SIMSCI 000815-827)

This document is a confidential internal report on product development strategy.

49. Exhibit 48 (RX-1046 -- ASP-SIM-0000823-824)

This document is a confidential internal business case assessment.

50. Exhibit 49 (RX-1048 -- ASP-SIM-0002767-2769)

This is a confidential internal email discussing customer issues.

51. Exhibit 50 (RX-1049 -- ASP-SIM-0004624)

This document is a confidential sales call summary discussing customer issues.

52. Exhibit 51 (RX-1051 -- ASP-SIM-0000380-384)

This is a confidential internal exchange of emails relating to a new SimSci business relationship.

53. Exhibit 52 (RX-1052 -- SIMSCI 6589-6591)

This document is a confidential internal email discussing our relationship with a customer and pricing information.

54. Exhibit 53 (RX-1053 -- SIMSCI 6587-6588)

- Exhibit 54 (RX-1054 -- SIMSCI 6586)

These documents are confidential requests for bid approval that include customer and competitive information.

55. Exhibit 55 (RX-1057 -- ASP-SIM-0000912-956)

This exhibit is a collection of documents discussing several confidential SimSci business issues.

56. Exhibit 56 (RX-1060 -- ASP-SIM-0003924-3925)

This document is a confidential series of emails discussing SimSci's competitive position with Aspen regarding an important customer. There is also discussion of another important customer's issues with SimSci products.

57. Exhibit 57 (RX-1067 -- SIMSCI 004734-4735)

This is a confidential internal memo discussing our sales priorities in view of the Aspen merger.

58. Exhibit 58 (RX-1068 -- ASP-SIM-0000274-308)

This is a confidential internal business case report evaluating potential business strategy in response to the Aspen merger.

59. Exhibit 59 (RX-1070 -- ASP-SIM-0000910-911)

This is another confidential internal document discussing sales strategy in response to the merger.

60. Exhibit 60 (RX-1071 -- SIMSCI 005779-5780)
Exhibit 61 (RX-1072 -- ASP-SIM-0001784)
Exhibit 62 (RX-1075 -- ASP-SIM-0002052-2054)

These are additional confidential internal SimSci documents discussing our reaction to the merger and steps to take in response.

61. Exhibit 63 (RX-1077 -- SIMSCI 004453-4472)

This document is a draft of an internal confidential product line review and business plan and includes a competitive assessment of SimSci and its competitors.

62. Exhibit 64 (RX-1078 -- SIMSCI 004473-4503)

This is the completed presentation version of the previous document.

63. Exhibit 65 (RX-1079 -- ASP-SIM-0003769-3774)

This document is an internal confidential competitive analysis for the high fidelity plant simulator.

64. Exhibit 66 (RX-1081 -- ASP-SIM-0003072-3087)

This document is an internal email exchange and an attached confidential competitive analysis of SimSci's ROMEO product.

65. Exhibit 67 (RX-1083 -- ASP-SIM-0001740-1757)

This document is an internal email exchange and an attached confidential SimSci analysis of how to position and sell one of SimSci's products.

66. Exhibit 68 (RX-1084 -- ASP-SIM-0003184-3186)

This document is a 2003 series of emails discussing SimSci Market share and potential avenues for growth in the coming years. This

email evaluates SimSci and competitors' shares regarding several different markets.

67. Exhibit 69 (RX-1094 -- ASP-SIM-0004994-4996)

This document is a confidential request for approval of a SimSci competitive bid strategy that includes an evaluation of competitive positioning and strategy.

68. Exhibit 70 (RX-1095 -- ASP-SIM-0000496 - 502)

This document is a confidential proposal for a joint venture between SimSci and an important customer. The 7 page proposal details a cooperative working agreement that examines technical, commercial and financial relationships between SimSci and the customer. It also discusses ways in which the proposal will aid SimSci's competitive position with a competitor.

69. Exhibit 71 (RX-1096 -- ASP-SIM-0000896-899)

This confidential, internal SimSci document discusses specific sales strategy to a particular customer.

70. Exhibit 72 (RX-1098 -- SIMSCI 005444-5447)

This document includes a confidential discussion of competitive issues in response to the Aspen acquisition.

71. Exhibit 73 (RX-1106 -- ASP-SIM-0002496-2500)

This is a confidential internal memorandum I prepared to assess our forecast for sales and what actions were necessary to achieve our goals.

72. Exhibit 74 (RX-1107 -- ASP-SIM-0000175-181)

This document is an internal confidential sales training presentation focusing on SimSci's competitive strategy.

73. Exhibit 75 (RX-1109 -- ASP-SIM-0000733-746)

This document reflects a confidential strategy presentation I gave on May 13, 2003.

74. Exhibit 76 (RX-1113 -- ASP-SIM-0001886-1947)

This exhibit consists of a confidential market report prepared for SimSci by ARC. The first three pages of the exhibit are internal SimSci emails relating to the report.

75. Exhibit 77 (RX-1114 -- ASP-SIM-0001513-1519)

This document is a confidential SimSci analysis of a software package belonging to a third party and provided to SimSci in confidence. Disclosure of this document would reveal confidential information of the third party as well as confidential information of SimSci.

76. Exhibit 78 (RX-1115 -- ASP-SIM-0000967-983)

This document is a confidential draft of a SimSci market requirements analysis dealing with one of SimSci's product sectors.

77. Exhibit 79 (RX-1117 -- ASP-SIM-0001671-1672)

This document is an internal email exchange containing confidential information regarding a potential SimSci customer relationship.

78. Exhibit 80 (RX-1119 -- ASP-SIM-0000472-474)

This document includes a confidential internal memorandum prepared by me discussing SimSci's priorities and projections for the second half of FY 04 and the plans for FY 05.

79. Exhibit 81 (RX-1120 -- ASP-SIM-0004516-4518)

This document is a confidential email and attachment which examines the competitive positioning and capabilities of a SimSci product against one of its competitors. The document evaluates the customer benefits of both the SimSci product as well as that of the competitor.

80. Exhibit 82 (RX-1123 -- ASP-SIM-0000993-1018)

This exhibit includes a confidential internal email exchange discussing specific confidential customer information. Attached to the email is a confidential SimSci product road map presentation, describing SimSci's development plan and strategy.

81. Exhibit 83 (RX-1124 -- ASP-SIM-0000600-610)

This document includes an exchange of internal SimSci emails discussing sensitive customer specific information.

82. Exhibit 84 (RX-1125 -- SIMSCI 003356-3380)

This document is a confidential SimSci market assessment report.

83. Exhibit 85 (RX-1126 -- SIMSCI 7684-7686)

This is a series of confidential emails discussing the deal with a potential customer who currently uses a competitor brand. The emails detail SimSci's strategy for gaining the customers business.

84. Exhibit 86 (RX-1127 -- ASP-SIM-0001785-1800)

This document is a confidential internal SimSci presentation that discusses the company's sales strategy and assesses that strategy as compared to those of its competitors.

85. Exhibit 87 (RX-1128 -- ASP-SIM-0001673-1674)

This internal document contains confidential information about potential new business opportunities of SimSci.

86. Exhibit 88 (RX-1129 -- SIMSCI 6808-6809)
Exhibit 89 (RX-1130 -- ASP-SIM-0003954-3957)
Exhibit 90 (RX-1131 -- ASP-SIM-0003054-3055)
Exhibit 91 (RX-1132 -- SIMSCI 6764-6790)

These documents contain sensitive and confidential pricing information relating to specific SimSci customer relationships.

87. Exhibit 92 (RX-1133 -- ASP-SIM-0001526-1529)

This document is a confidential internal exchange of emails containing confidential competitive information relating to a specific customer.

88. Exhibit 93 (RX-1148 -- SIMSCI 008311-8709)

This document is a 399 page listing of every SimSci customer, detailing, among other things, the products purchased, the quantity of each, and the time period for each license. This is among the most sensitive and confidential competitive information SimSci generates, and its disclosure to a competitor would be extremely harmful to SimSci.

89. Exhibit 94 (RX-1149 -- SimSci Sales Figures 2001 (native))

This document is a spreadsheet detailing customer pricing information for over 900 different contract from all over the world.

The spreadsheet includes pricing figures, licensing agreements, expiration dates of contracts. This information is obviously highly confidential information and its release would cause SimSci significant competitive harm.

90. Exhibit 95 (RX-1150 -- SimSci Sales Figures 2002 Q1 (native))

This document is a spread sheet similar to RX-1149 which details confidential business figures for over 300 different contracts. Like RX-1149 this spreadsheet contains confidential pricing figures, licensing agreements, and expiration dates of contracts. This information is obviously highly confidential information and its release would cause SimSci significant competitive harm.

91. Exhibit 96 (RX-1151 -- SimSci Sales Figures FY 2003 (native))

This document is a spread sheet similar to RX-1149 which details confidential business figures for over 500 different contracts. Like RX-1149 this spreadsheet contains confidential pricing figures, licensing agreements, and expiration dates of contracts. This information is obviously highly confidential information and its release would cause SimSci significant competitive harm.

92. Exhibit 97 (RX-1152 -- SimSci Sales Figures FY 2004 (native))

This document is a spread sheet similar to RX-1149 which details confidential business figures for over 300 different contracts. Like RX-1149 this spreadsheet contains confidential pricing figures, licensing agreements, and expiration dates of contracts. This information is obviously highly confidential information and its release would cause SimSci significant competitive harm.

93. Exhibit 98 (RX-1153 -- SimSci Pricing Spreadsheet, July 1, 2003 (native))

This document is a spreadsheet which details the licensing fees for various types of SimSci Products agreements. Pricing information such as this is at the heart of SimSci's competitive business strategy. Public Disclosure of such information would cause significant competitive harm to SimSci.

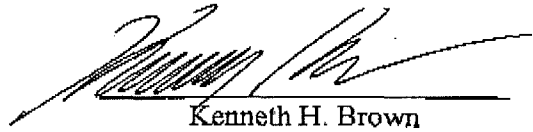
94. Exhibit 99 (RX-1154 -- SimSci Pricing Spreadsheet, November 1, 2003 (native))

This document is a spreadsheet which is similar to RX-1153, as it details the proposed licensing fees for various types of SimSci products. Pricing information such as this is at the heart of SimSci's competitive business strategy. Public Disclosure of such information would cause significant competitive harm to SimSci.

In addition, Aspen's exhibit list designates (without reference to exhibit number) "SimSci software" as a possible exhibit or exhibits. Pursuant to the protective order

entered by this Court, and an additional confidentiality agreement among the parties restricting its use, SimSci produced working copies of its relevant software products in response to Aspen's subpoena. If this software were to be placed in the public record and thereby made available for use and copying by the public, the commercial value of SimSci's software would be seriously jeopardized. Accordingly, *in camera* treatment is urgently required for this software,

I declare under the penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 2 / day of April, 2004, in Carlsbad, CA.



Kenneth H. Brown

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