

**REQUEST FOR ADDITIONAL INFORMATION AND DOCUMENTARY MATERIAL  
ISSUED TO [COMPANY NAME]**

**FTC File No. [File Number]**

Unless modified by agreement with the staff of the Federal Trade Commission, each specification of this Request requires a complete search of "the Company" as defined in Paragraph "A" of the Definitions and Instructions, which follow. If the Company believes that the required search or any other part of the Request can be narrowed in any way that is consistent with the Commission's need for documents and information, you are encouraged to discuss such questions and possible modifications with the Commission representatives identified on the last page of this Request at the end of the Definitions and Instructions. All modifications to this Request must be agreed to in writing by those representatives. You may find it useful to provide the response to Specification 1 of this Request promptly and discuss limiting the required search with the Commission's representatives before you begin your search.

**SPECIFICATIONS**

1. Submit one copy of each organization chart and personnel directory for the Company as a whole and for each of the Company's facilities or divisions involved in any activity relating to the Relevant Product in any Relevant Area.
2. Submit one copy of each entity relationship diagram (ERD), relational database schema, or similar diagram showing all data collected, archived, maintained, and/or used by the Company relating to Company dollar sales, unit sales, pricing, costs, discounts, allowances, promotions, coupons, sales, customers, loyalty cards, products, and inventories. These diagrams should show all entities, attributes, and if applicable, interrelationships among those two elements, for relevant flat-file and relational databases. Include definitions of all elements.
3. List each store owned or operated by the Company in any Relevant Area at any time during the relevant time period, and for each store, state or provide:
  - (a) the current trade name, store number, total square footage, and full address, including zip code and county or other political subdivision, and longitude and latitude in degrees up to at least five decimal places;
  - (b) the month and year the store opened regardless of ownership; the month and year the store the Company commenced ownership or operation; if the store was purchased within the relevant time, the name of the store, the name of the previous owner and the address of its parent; if the store was sold within the relevant time period, the current name of the store, name of the new owner and the address of its parent; the month and year the store was remodeled or its square footage expanded by more than 10 percent,

and if the store was expanded, the square footage of that expansion; the month and year the Company first considered opening the store at its current location; if the store is now closed, provide the month and year of closure, former trade name, former store number, full address including zip code and county or other political subdivision, and longitude and latitude in degrees up to at least five decimal places;

- (c) for each year, list every department in that store and list the square footage of selling space (or measurement(s) routinely used by the Company, e.g., linear feet of shelf space), the average number of facings, and the average number of UPCs in each department;
- (d) for each year, for each department, provide a detailed description of the categories or types of products included in the department;
- (e) for each year, for the top 2000 UPCs, sorted in descending order by annual dollar sales, identify the UPC and exact product description including item, item number, item description, family grouping, and package configuration (number of units and size of each), costs, any and all discounts or allowances specific to that UPC, and, for each UPC, state unit and dollar sales; and
- (f) for each year, the average transaction in number of items and dollars purchased by (i) loyalty customers, (ii) non-loyalty customers, and (iii) all customers.

4. For each Company store state the frequency, duration, and schedule of regular promotions distributed via media or mail and indicate the specific means of distribution for each (e.g., 1/2/02 - 4/22/03 Wednesday to Tuesday and 4/27/03 - 2/28/04 Sunday to Saturday promotions in weekly circular in the *Laramie Daily Boomerang* newspaper; every four weeks 4/27/03 - xx/xx/04 three-day promotion accompanying weekly circular in the *Laramie Daily Boomerang* newspaper; 1/1/03 - 7/1/04 monthly circular by bulk mail). For each such promotion other than weekly, indicate the typical number of items promoted.

5. Provide the information listed below for each Company store in each Relevant Area for each week. Weeks should be defined such that the first day of the week coincides with the first day of the weekly promotion schedule given in response to specification 4.

- (a) the actual retail sales and cost of goods sold (i) in total, and (ii) for each department identified in response to specification 3(c). Specify the queries run to generate the sales provided herein;

- (b) the number of items promoted by the Company that week in the media (e.g., newspaper circular, television or radio ad) and the actual sales of those items in total;
- (c) the amount of customer loyalty discounts paid out, the percent of all shoppers who are loyalty shoppers, and the percent of all sales attributable to loyalty customers;
- (d) the percentage of sales attributable to the top 2000 UPCs provided in specification 3(e); and
- (e) prices of each of the top 2000 UPCs provided in specification 3(e).

6. For the most recent two years, describe the basis for any pricing differences across stores in a Relevant Area during the same week. Describe the pricing policy or managerial discretion that accounts for pricing differences across stores. Explain store or regional pricing flexibility, including but not limited to the degree of managerial pricing discretion as relates to the number or types of items and the degree of pricing changes permitted.

7. For each year during the relevant time period, identify and describe the types of discounts and allowances from suppliers to the Company, including but not limited to rebates, promotional allowances, merchandising discounts, and co-op advertising and the value of each at the store level. Describe the methodology for allocating each of these discounts and allowances to the cost of goods (e.g., describe whether these discounts and allowances are allocated on a UPC, brand, category, department or store level).

8. Submit separately for each Relevant Area:

- (a) a map showing the names and borders of all cities, towns and other political subdivisions, and the names of all streets and highways, on which is shown: (i) the location of each of the Company's stores (identified on the map by its store number and trade name); (ii) the trade or draw areas for each store; (iii) the methodology or other documentation used to generate such areas provided in (ii) and documents sufficient to show this methodology has been used by the Company in the normal course of business and the extent to which the methodology has changed over time; and (iv) all stores that the Company believes are in substantial competition with it (identified on the map by trade name and either a store number or map number);
- (b) for each store identified in response to subpart (a) that the Company believes is in substantial competition with it, provide on a separate table the store number or map number, trade name, full address (including zip

code, county, or other political subdivision, format of store (e.g., conventional Supermarket, club store, combination Supermarket and drug store, specialty store, gourmet store, limited assortment store, drug chain, mass merchant, and military commissary), and ultimate parent entity;

- (c) to the extent maintained by the Company, all maps or data that show the following demographic data for the trade or draw area: total population, population density, income levels, and documents explaining any other criteria used by the Company in evaluating the actual or potential sales of the Company's stores in all or any part of the trade or draw area; and
- (d) to the extent maintained by the Company, all maps that identify the trade area, draw area, or other locations from which any store located in any Relevant Area draws its customers. Provide all data underlying the maps.

9. Submit:

- (a) a list of all Company stores that the Company plans to expand, convert, or modify (if such modification has a planned or actual cost of more than \$500,000) in any Relevant Area, and for each listing provide: the trade name and full address, including zip code and county or other political subdivision, longitude and latitude in degrees up to five decimal places; the projected completion date; the projected store format; the projected total square feet and the projected square feet of selling space; the sales plans and projections for each department for the first and second years after completion of the project;
- (b) a list of all stores identified in Specification 8(b) that the Company believes will be expanded, converted or modified within the next three years in any Relevant Area, and for each listing provide: the trade name and full address, including zip code and county or other political subdivision; the projected completion date; the projected store format; the projected total square feet and the projected square feet of selling space; the sales plans and projections for each department for the first and second years after completion of the project; and the distance and direction from the nearest existing or anticipated Company store or store of the other party to the proposed acquisition;
- (c) a list of all Company stores in any Relevant Area that the Company is monitoring for under-performance and possible closing or other remedial action within the next three years, and for each store provide the trade name and full address, including zip code and county or other political subdivision;

- (d) a list of all stores in each Relevant Area owned by any person other than the Company that the Company has reason to believe may be closed within the next three years, and for each store provide the trade name and full address, including zip code and county or other political subdivision; and
- (e) all Documents (except engineering and architectural plans and blueprints) relating to any plans of the Company or any other person for the construction of new stores (including site analysis studies, lease negotiations, and property acquisitions) in any Relevant Area, the closing of any existing stores in any Relevant Area, or the expansion, conversion, or modification (if such modification has a planned or actual cost of more than \$500,000) of current stores in any Relevant Area.

10. Submit all Documents relating to the Company's or any other person's plans relating to the Relevant Product in any Relevant Area, including, but not limited to, business plans, advertising plans, short-term and long-range strategies and objectives; budgets and financial projections; expansion or retrenchment plans; research and development efforts; and presentations to management committees, executive committees, and boards of directors. For regularly prepared budgets and financial projections, the Company need only submit one copy of final year-end Documents and cumulative year to date Documents for the current year.

11. Submit all Documents relating to the Relevant Product in any Relevant Area that relate to:

- (a) market studies, forecasts and surveys relating to competition, including all documents that relate to the market share, draw or trade area, or competitive position of the Company or any of its competitors;
- (b) pricing plans, pricing policies, pricing forecasts, pricing strategies (including use of double and triple coupons and loyalty shopping cards), pricing analyses, pricing programs or models including but not limited to price optimization software, pricing decisions, price-checks (including all price-checking data), promotion plans (excluding the actual circulars), and price zones of the Company or any of its competitors;
- (c) the effects of the actual or projected opening of any competitive store on any store operated by the Company in any Relevant Area, including documents that discuss sales volumes and prices;
- (d) attempts to win sales from competitors and prevent losses of sales to competitors; and

- (e) loss of sales to competitors, including, but not limited to, the actual or estimated loss of sales.

12. Submit all Documents, surveys, data, and analyses relating to customer demographics; and customer shopping characteristics, behaviors, patterns, or preferences, including but not limited to frequency of shopping, transaction patterns, and customer types (e.g., loyalty customers, heavy shoppers), regarding the Company's and competitors' stores or format(s).

13. For every Company retail price zone in existence, established, deleted, enlarged, or consolidated in any way during the relevant period in any Relevant Area:

- (a) identify the price zone and state the trade name, store number, and full address of each Company owned or operated store located in the price zone;
- (b) state the date the price zone was established, deleted, enlarged, or consolidated in any way;
- (c) state the reason(s) that the price zone was established, deleted, enlarged, or consolidated in any way; and
- (d) for each current price zone, submit a map showing the location of each of the Company's stores.

14. For each Company store identified in response to specification 3(a);

- (a) list each competitive store identified in response to specification 8(a)(iv), that the Company monitors. Describe all aspects of competition monitored including but not limited to prices, advertising, selection, format, and the frequency of such monitoring. Submit documents related to such monitoring activities.
- (b) list each of the UPCs (by exact product description, including item, item number, item description, family grouping, and package configuration (number of units and size of each)) in the full book price checks during the most recently completed 52 weeks or for the most recent full calendar or fiscal year (and indicate the period covered); and
- (c) list the unit and dollar sales attributable to each such UPC during the most recently completed 52 weeks or for the most recent calendar or most recent fiscal year (and indicate the period covered).

15. State the name and address of each person that has opened or attempted to open, acquired, divested, or closed (and specify which), any Company store or any other store that the Company contends competes with a Company store in the Relevant Product in each Relevant Area from 1 January [Yr.-5] to the present. For each such person, identify the location (address, including county, and zip code), size (in total square feet) and format and banner of each of its stores (e.g., conventional Supermarket or combination Supermarket and drug store), and the date (month, day and year) it opened or attempted to open, acquired, divested, or closed each such store. For each entrant, state whether the entrant built a new facility, converted assets previously used for another purpose (identifying that purpose), or began using facilities that were already being used for the same purpose.

16. Submit all:

(a) Documents relating to:

- (i) requirements for entry into the Relevant Product in each Relevant Area including, but not limited to, land acquisition, construction of facilities, zoning and other permits, planning and design, distribution systems, service requirements, patents, licenses, sales and marketing activities, and any necessary governmental and customer approvals, and the time necessary to meet each such requirement;
- (ii) the total costs required for entry into the Relevant Product in each Relevant Area; the amount of such costs that would be recoverable if the entrant were unsuccessful or elected to exit the Relevant Product; the methods and amount of time necessary to recover such costs; and the total Sunk Costs entailed in satisfying the requirements for entry;
- (iii) possible new entrants into, and possible exits from, the Relevant Product in each Relevant Area; and
- (iv) programs and/or models used to analyze possible new store locations or remodelings.

17. State for any new store that the Company or any other person plans (or had plans) to open in any Relevant Area, within the next three years:

- (a) the projected trade name and full address, including zip code and county or other political subdivision, and longitude and latitude in degrees up to at least five decimal places;
- (b) the projected opening date;

- (c) the projected store format (e.g., conventional Supermarket or combination Supermarket and drug store);
- (d) the projected total square feet and the projected square feet of selling space;
- (e) the projected average weekly sales and sales for each department for the first and second years after opening; and
- (f) the name and address of any commercial developers that are likely to construct any new store.

18. Submit a list of all sites owned, leased or optioned by the Company in any Relevant Area that could be used by the Company or anyone else, to operate a store (including sites that could be used if they were combined with other properties), and for each listing provide the full address (including county or other political subdivision, longitude and latitude in degrees up to at least five decimal places and zip code), the date the site was acquired, leased or optioned by the Company, and its cost, lease payment terms, or option payment terms, as appropriate

19. Identify and submit all Documents relating to any action by the Company, any other competitor in the sale of the Relevant Product, or any other person to delay or prevent the opening or expansion of any store that sells the Relevant product in any Relevant Area, including but not limited to, imposing restrictive covenants, covenants not to compete, or lease restrictions; objecting to zoning changes; actions affecting ingress into or egress out of a site; actions affecting the granting or denying of state or local liquor licenses; financing or support for public interest or consumer groups opposed to the opening or expansion of a store that sells the Relevant Product; and securing sites desired by firms competing in the Relevant Product.

20. Identify, submit, provide the title, and describe the contents of each financial statement, budget, profit and loss statement, cost center report, profitability report, and other financial reports regularly prepared by or for the company on any periodic basis for the company as a whole, for each of the Company's: 1) manufacturing facilities; 2) district, regional and divisions sales offices; 3) individual stores; and 4) distribution facilities that relate to the manufacture and sale of any relevant product, for any product line for any relevant product, and for each such report, state how often each is prepared and the person responsible for the preparation of each such report and provide all such reports on both a quarterly and yearly bases.



21. Submit:

- (a) a timetable for the proposed acquisition, a description of all actions that must be taken prior to consummation of the proposed acquisition, and any harm that will result if the acquisition is not consummated;
- (b) a description and quantification of the reasons for the proposed acquisition and the benefits, costs, and risks anticipated as a result of the proposed acquisition;
- (c) an enumeration and detailed description of all efficiencies that the Company claims will or may arise from the proposed acquisition, and for each efficiency claimed:
  - (i) provide a complete description of the means by which the efficiency is to be accomplished, including a complete description of the steps to be taken, the investments to be made, and the timetable for achieving the efficiency;
  - (ii) state the method(s) by which the Company proposes the efficiency should be measured (e.g., cost savings, increase in output, increase in competition);
  - (iii) identify and state the amount of all cost savings the Company claims are attributable to the efficiency, stating separately and describing each one-time fixed cost saving, recurring cost saving, and variable cost saving, all in dollars per unit, and providing a detailed explanation of the Company's bases for such claims;
  - (iv) state all reasons why the Company claims that the efficiency (a) is likely to be accomplished with the acquisition, and (b) is unlikely to be accomplished without the acquisition;
  - (v) identify all alternatives to the acquisition considered by the Company as a means to achieve the claimed efficiency, state the costs of achieving the efficiency through the alternative means identified, and state any reasons why the efficiency could not be achieved by alternative means;
  - (vi) identify all costs of achieving the efficiency, stating separately and describing each one-time fixed cost, recurring fixed cost, and variable cost, all in dollars per unit;

- (vii) state whether the Company claims that achieving the efficiency will increase competition for the Relevant Product in any Relevant Area and, if the Company so claims, explain in detail the basis of the claim, identifying with particularity each Area in which the Company claims competition will increase;
- (viii) if the Company claims that the efficiency will increase competition for products or services other than the Relevant Product, or for the Relevant Product in areas other than the Relevant Areas, so state, identifying the other products, services, or areas in which the Company claims competition will be enhanced and explaining in detail the basis of the claim; and
- (ix) identify all persons: (a) knowledgeable about the statements made in subparts (i) - (viii), or (b) employed or retained by the Company and having any responsibility for achieving, analyzing, quantifying, or implementing the claimed efficiency; and
- (d) all Documents relating to contemplated efficiencies in the production, distribution, or sale of the Relevant Product that will be achieved because of the acquisition.

22. List each of the Company's prior acquisitions and describe each efficiency (including cost savings, new product or service introductions, and product or service improvements) that was derived from each such acquisition, including in the description:

- (a) the steps that the Company took to achieve the efficiency and the time and costs required to achieve it;
- (b) the dollar value of the efficiency and a detailed explanation of how that was calculated;
- (c) an explanation of how each prior acquisition helped the Company achieve the efficiency;
- (d) the reason(s) the Company could not have achieved the efficiency without the prior acquisition;
- (e) the proportion of the dollar value of the efficiency that the Company passed on to consumers and the manner and form (e.g., lower prices, better service) in which the Company passed on the efficiency;
- (f) the identity of each person (including the person's title and business address) employed or retained by the Company (including the Company's

counsel) with any responsibility for achieving, analyzing or quantifying any efficiency described; and

- (g) for each efficiency that involved cost savings, state separately (i) the one time fixed cost savings and (ii) the variable cost savings (in dollars per unit and dollars per year).

23. Submit Documents sufficient to show and, to the extent not reflected in such Documents, describe in detail the Company's policies and procedures relating to the retention and destruction of Documents.

24. Identify the person(s) responsible for preparing the response to this Request and submit a copy of all instructions prepared by the Company relating to the steps taken to respond to this Request.

## **DEFINITIONS AND INSTRUCTIONS**

For purposes of this request, the following definitions and instructions shall apply:

A. The term "the Company" or "[Abbreviated Company Name]" means [Company Name], its domestic and foreign parents, predecessors, divisions, subsidiaries, affiliates, partnerships, and joint ventures, and all directors, officers, employees, agents, and representatives of the foregoing. The terms "subsidiary," "affiliate," and "joint venture" refer to any person in which there is partial (25 percent or more) or total ownership or control between the Company and any other person.

B. The term "[Abbreviated Name of Other Party to Acquisition]" means [Name of Other Party to Acquisition], its domestic and foreign parents, predecessors, divisions, subsidiaries, affiliates, partnerships, and joint ventures, and all directors, officers, employees, agents, and representatives of the foregoing. The terms "subsidiary," "affiliate," and "joint venture" refer to any person in which there is partial (25 percent or more) or total ownership or control between [Abbreviated Name of Other Party to Acquisition] and any other person.

C. The term "documents" means all computer files and written, recorded, and graphic materials of every kind in the possession, custody or control of the Company with the full functionality of the document in tact. The term "documents" includes, without limitation: electronic mail messages; electronic correspondence and drafts of documents; metadata and other bibliographic or historical data describing or relating to documents created, revised, or distributed on computer systems; copies of documents that are not identical duplicates of the originals; and copies of documents the originals of which are not in the possession, custody or control of the Company.

(1) Unless otherwise specified, the term "documents" excludes bills of lading, invoices, purchase orders, customs declarations, and other similar documents of a purely transactional nature and also excludes architectural plans and engineering blueprints.

(2) The term "computer files" includes information stored in, or accessible through, computer or other information retrieval systems. Thus, the Company should produce documents that exist in machine-readable form, including documents stored in personal computers, portable computers, workstations, minicomputers, mainframes, servers, backup disks and tapes, archive disks and tapes, and other forms of offline storage, whether on or off Company premises. If the Company believes that the required search of backup disks and tapes and archive disks and tapes can be narrowed in any way that is consistent with the Commission's need for documents and information, you are encouraged to discuss a possible modification to this instruction with the Commission representatives identified on the last page of this Request. The Commission representative will consider modifying this instruction to:

(a) exclude the search and production of files from backup disks and tapes and archive disks and tapes unless it appears that files are missing from files that exist in personal computers, portable computers, workstations, minicomputers, mainframes, and servers searched by the Company;

(b) limit the portion of backup disks and tapes and archive disks and tapes that needs to be searched and produced to certain key individuals, or certain time periods or certain specifications identified by Commission representatives; or

(c) include other proposals consistent with Commission policy and the facts of the case.

D. The term "person" includes the Company and means any natural person, corporate entity, partnership, association, joint venture, government entity, or trust.

E. The term "relating to" means in whole or in part constituting, containing, concerning, discussing, describing, analyzing, identifying, or stating.

F. The terms "and" and "or" have both conjunctive and disjunctive meanings.

G. The term "plans" means tentative and preliminary proposals, recommendations, or considerations, whether or not finalized or authorized, as well as those that have been adopted.

H. The term "sales" means sales as used by the Company in the normal course of business before deducting discounts and returns. "Sales" includes sales of the relevant product whether manufactured by the Company itself or purchased from sources outside the Company and resold by the Company in the same manufactured form as purchased.

I. The term "store" means any individual retail outlet, including but not limited to bricks and mortar and internet sites, that sells the relevant product.

J. The term "Relevant Product" as used herein means retail sales by any store that sells multiple lines of products including but not limited to dry groceries, canned goods, nonfood items, and perishable items.

K. The term "Relevant Area" means, and information shall be provided separately for:

- (1) the area consisting of [];
- (2) the area consisting of []; and
- (3) the area consisting of [].

L. The term "sunk costs" means the acquisition costs of tangible and intangible assets necessary to sell the Relevant Product that cannot be recovered through the redeployment of these assets for other uses.

M. The term "UPC" means Uniform Product Code or the standard product identifier generally used by the Company.

N. All references to year refer to calendar year. Unless otherwise specified, each of the specifications calls for documents and information for each of the years from 1 January [Yr-3] to the present. Where information, rather than documents, is requested, provide it separately for each year; where yearly data is not yet available, provide data for the calendar year to date. If calendar year information is not available, supply fiscal year data, indicating the twelve month period covered, and provide the Company's best estimate of calendar year data.

O. This request shall be deemed continuing in nature so as to require production of all documents responsive to any specification included in this Request produced or obtained by the Company up to thirty calendar days prior to the date of the Company's full compliance with this Request, except: (1) documents responsive to Specification 14, for which the date is fourteen calendar days prior to the date of the Company's full compliance with this Request; and (2) documents that must be translated into English, for which the date is forty-five calendar days prior to the date of the Company's full compliance with this Request.

P. The response to this Request shall be submitted in the following manner:

(1) Documents provided shall be complete and, unless privileged, unredacted, submitted as found in the Company's files (e.g., documents that in their original condition were stapled, clipped or otherwise fastened together or maintained in separate file folders shall be produced in such form). Those documents written in a language other than English are to be translated into English; submit the foreign language document, with the English translation attached thereto.

(2) The Company may submit photocopies (with color photocopies where necessary to interpret the document), in lieu of original documents, provided that such copies are accompanied by an affidavit of an officer of the Company stating that the copies are true, correct and complete copies of the original documents.

(3) With the agreement of the Commission representative identified on the last page of this Request, the Company may submit electronic reproductions in lieu of photocopies or original documents, provided that such reproductions are accompanied by an affidavit of an officer of the Company stating that the reproductions are true, correct and complete reproductions of the original documents, and provided that the Commission representative approves the electronic document format and production method in advance. Electronic formats and production methods the Commission representative will consider include, without limitation, production in a common page-based format providing images combined with or linked to searchable text files, with the files provided to the Commission either through a secure online web-based or equivalent hosted document repository offering industry-standard access, security, and functionality deemed acceptable by the Commission representative in advance.

(4) Documents submitted in hard copy shall be submitted in sturdy cartons not larger than 1.5 cubic feet. Number each such box and mark each such box with corporate identification and the name(s) of the person(s) whose files are contained in that box.

(5) Documents submitted (whether in hard copy or electronic form) shall be produced in the order in which they appear in the Company's files and shall not be shuffled or otherwise rearranged. Mark each page with corporate identification and consecutive document control numbers. Place all documents produced in file folders, and mark each file folder with corporate identification, the name of the person whose documents are in the folder and how the original file was labeled; provide equivalent information for documents produced in electronic form.

(6) Provide a master list showing: (a) the name of each person from whom responsive documents are submitted; and (b) the corresponding consecutive document control number(s) used to identify that persons' documents. If the master list exists as a computer file(s), provide the master list both as a printed hard copy and in machine-readable form (provided that Commission representatives determine prior to submission that the machine-readable form would be in a format that allows the agency to use the computer files). The Commission staff representatives will provide a sample master list upon request.

Q. If any documents created prior to the Company's HSR filing are withheld from production based on a claim of privilege, provide a statement of the claim of privilege and all facts relied upon in support thereof, in the form of a log that includes each document's authors, addressees, date, a description of each document, and all recipients of the original and any

copies. Attachments to a document should be identified as such and entered separately on the log. For each author, addressee, and recipient, state the person's full name, title, and employer or firm, and denote all attorneys with an asterisk. The description of the subject matter shall describe the nature of each document in a manner that, though not revealing information itself privileged, provides sufficiently detailed information to enable the Commission to assess the applicability of the privilege claimed. For each document withheld under a claim that it constitutes or contains attorney work product, also state whether the Company asserts that the document was prepared in anticipation of litigation or for trial and, if so, identify the anticipated litigation or trial upon which the assertion is based. Submit all nonprivileged portions of any responsive document (including nonprivileged or redactable attachments) for which a claim of privilege is asserted (except where the only nonprivileged information has already been produced in response to this instruction), noting where redactions in the document have been made. Documents authored by outside lawyers representing the Company that were not directly or indirectly furnished to the Company or any third-party, such as internal law firm memoranda, may be omitted from the log.

R. If the Company is unable to answer any question fully, supply such information as is available. Explain why such answer is incomplete, the efforts made by the Company to obtain the information, and the source from which the complete answer may be obtained. If books and records that provide accurate answers are not available, enter best estimates and describe how the estimates were derived, including the sources or bases of such estimates. Estimated data should be followed by the notation "est." If there is no reasonable way for the Company to make an estimate, provide an explanation.

S. If documents responsive to a particular specification no longer exist for reasons other than the ordinary course of business or the implementation of the Company's document retention policy as disclosed or described in response to Specification 21 of this Request, but the Company has reason to believe have been in existence, state the circumstances under which they were lost or destroyed, describe the documents to the fullest extent possible, state the specification(s) to which they are responsive, and identify persons having knowledge of the content of such documents.

T. Responses to specifications identified with an asterisk (\*) are to be provided in both hard copy and electronic medium, as provided in the Definitions and Instructions.