

UNITED STATES FEDERAL TRADE COMMISSION
WASHINGTON, D.C.

Before The Honorable James P. Timony
Administrative Law Judge



In the Matter of Rambus, Incorporated

Docket No. 9302

**OBJECTIONS OF SMART MODULAR TECHNOLOGIES, INC. RE:
SUBPOENA DUCES TECUM SERVED BY RAMBUS, INCORPORATED**

TO ALL INTERESTED PARTIES: Please take notice of the following
Objections of SMART Modular Technologies, Inc. to the Subpoena Duces Tecum (the
"Subpoena") that Rambus, Incorporated ("Rambus") purported to serve upon SMART
Modular Technologies, Inc. ("SMART") on Monday, October 7, 2002.

SMART asserts the objections set forth herein in order to preserve its rights and to
protect itself from undue burden and expense in connection with this matter.
Notwithstanding these objections, SMART is willing to meet and confer with Rambus to
discuss providing reasonably relevant and appropriate documents and information, at a
reasonable and appropriate time and location, and without undue burden or expense to
SMART.

1. SMART objects to the timing of Rambus' service of the Subpoena on Monday,
October 7, 2002, which Subpoena purports to require SMART to produce
documents in fewer than six (6) business days on October 16th, at a location in
Los Angeles, California. The Administrative Law Judge issued the Subpoena on

August 20, 2002, almost seven (7) weeks earlier. Notwithstanding Rambus' extension of the date and time of production from October 16th to October 21st, which allows only two (2) additional business days, such extension does not allow SMART a reasonable period of time to comply with the Subpoena.

2. SMART objects to the Subpoena insofar as it purports to require SMART to produce documents at the specified location in southern California, on the grounds that it is unreasonable and unduly burdensome to require SMART to produce such records, which are maintained at SMART's offices in northern California.
3. SMART objects to the definitions of "company," "you," "your," and "relevant pricing period" set forth in the Subpoena on the grounds that such definitions render the requests in the Subpoena overbroad, unduly burdensome and oppressive.
4. SMART objects to the Subpoena insofar as it purports to require SMART to produce any documents or information protected by the attorney-client, work product, or any other applicable privilege.
5. SMART objects to any production of its confidential information and/or of confidential information of SMART's customers, suppliers, or other third parties, unless such information will be maintained in confidence and protected from disclosure by an appropriate protective order. Any such confidential information shall be produced only subject to the protections of such a protective order.

6. SMART objects to the documents requested in the Subpoena on the grounds that they are overbroad, irrelevant, duplicative, vague and ambiguous, confusing, and unduly burdensome.

Dated: October 16, 2002

SMART Modular Technologies, Inc.

By: Ann T. Nguyen
Ann T. Nguyen
Associate General Counsel

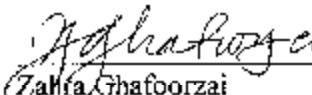
CERTIFICATE OF SERVICE

The undersigned hereby certifies that true and correct copies of the foregoing were caused to be served on October 16, 2002 via Federal Express upon the following parties:

United States of America (1 original and 10 copies)
Federal Trade Commission
Office of the Secretary of the Commission
Washington, D.C. 20580
(202) 326-2222

United States of America (1 copy)
Federal Trade Commission
The Honorable James P. Timony
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Truc-Linh N. Nguyen (1 copy)
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Zahra Ghafourzai
Executive Assistant
SMART Modular Technologies, Inc.
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(510) 624-8294

CERTIFICATE OF SERVICE

The undersigned hereby certifies that true and correct copies of the foregoing were caused to be served on October 16, 2002 via Federal Express upon the following parties:

United States of America (1 original and 10 copies)
Federal Trade Commission
Office of the Secretary of the Commission
Washington, D.C. 20580
(202) 326-2322

United States of America (1 copy)
Federal Trade Commission
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The undersigned also hereby certifies that true and correct copies of the foregoing were caused to be served on October 17, 2002 via Federal Express upon the following additional parties*:

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* Note: The Subpoena did not include a Certificate of Service.