

objectionable, and non-privileged. No objection made herein, or lack thereof, is an admission by GSK as to the existence or non-existence of any documents.

3. The Responses made herein are based on GSK's investigation to date of those sources within its control where it reasonably believes responsive documents may exist. GSK reserves the right to amend or supplement these Responses in accordance with the applicable rules and Court orders in this action.

4. GSK reserves the right to modify these objections and responses and to present in any proceeding and at trial any further information and documents obtained during discovery and preparation for trial.

GENERAL OBJECTIONS

GSK expressly incorporates all of the General Objections set forth below into each Response to the Requests. Any Specific Objections provided below are made in addition to these General Objections and failure to reiterate a General Objection below does not constitute a waiver of that or any other objection.

GSK objects generally as follows:

1. GSK objects to Plaintiff's "Definitions" and "Instructions" to the extent that they expand upon or alter GSK's obligations under applicable law and court rules. GSK will comply with the applicable law and rules in providing its Responses and Objections to Plaintiff's Requests.

2. GSK objects to each and every Request as irrelevant, overly broad, unduly burdensome, and not reasonably calculated to lead to admissible evidence to the extent that it purports to require production of documents or information relating to pharmaceuticals not properly placed at issue in this litigation.

3. GSK objects to each and every Request to the extent that it seeks documents or information protected by the attorney-client privilege, work-product doctrine, common-interest doctrine, joint-defense privilege, or any other applicable privileges or protections, and to the extent these instructions or Requests seek trial preparation and expert materials. GSK hereby asserts these privileges to their fullest extent and no statement or answer herein shall constitute waiver thereof. Any information subject to any such privilege that is inadvertently produced by GSK shall not constitute or be deemed a waiver of such privilege or protection, and GSK reserves its rights to demand the return of any inadvertently produced information.

4. GSK objects to each and every Request to the extent that it seeks documents or information that was compiled for and presented during compromise negotiations, including the court-ordered mediation in *In re Pharmaceutical Industry Average Wholesale Price Litigation*, MDL No. 1456 (D. Mass.). GSK hereby asserts these privileges and protections to their fullest extent and no statement or answer herein shall constitute waiver thereof. Any information subject to any such privileges and protections that is inadvertently or otherwise produced by GSK shall not constitute or be deemed a waiver of such privileges or protections, and GSK reserves its rights to demand the return of any inadvertently produced information.

5. GSK objects to each and every Request to the extent that it seeks documents or information concerning a trade secret, proprietary or other confidential information that is not otherwise subject to the protective order entered by the Court in this litigation.

6. GSK objects to each and every Request to the extent that it seeks documents or information that GSK licensed from third parties and cannot disclose without prior approval of the third-parties.

7. GSK objects to each and every Request to the extent that it seeks documents or information that do not currently exist at GSK.

8. GSK objects to each and every Request to the extent that it purports to require GSK to create, compile, or develop information or documents not already in existence.

9. GSK objects to each and every Request to the extent that it seeks production of documents or information not in GSK's custody or control, publicly available documents or information, documents or information equally available to the Plaintiff, or documents or information more appropriately sought from other parties or third-parties to whom subpoenas or requests could have been directed.

10. GSK objects to each and every Request as irrelevant, overly broad, unduly burdensome, and not reasonably calculated to lead to admissible evidence to the extent that they purport to require production of documents or seeks information relating to a period of time prior to June 3, 1998 (which is outside of any applicable statute of limitations) and/or after September 6, 2002 (the date on which Plaintiffs filed the Master Consolidated Class Action Complaint in *In re Pharmaceutical Industry Average Wholesale Price Litigation*, MDL No. 1456 (D. Mass.)).

11. GSK objects to each and every Request as irrelevant, overly broad, unduly burdensome, and not reasonably calculated to lead to admissible evidence to the extent they seek documents or information concerning Kytril® after December 22, 2000, the date on which GSK's predecessor, SmithKline Beecham, sold Kytril® to Hoffman-La Roche Inc.

12. GSK objects to each and every Request, either individually or collectively, that is overly broad, unduly burdensome, expensive, embarrassing, vexatious, or oppressive to answer on the grounds that such Request exceeds the permissible scope of discovery under applicable law and Court rules.

13. GSK objects to each and every Request to the extent that it seeks information that is not relevant to this litigation or is not reasonably calculated to lead to the discovery of admissible evidence.

14. GSK objects to any implications and to any explicit or implicit characterization of facts, events, circumstances, or issues in the Requests. Any Response by GSK is not intended to indicate that GSK agrees with any implication or any explicit or implicit characterization of facts, events, circumstances, or issues in the Requests, or that such implications or characterizations are relevant to this action.

15. GSK reserves the right to withhold the production of responsive documents or information, other than what it agrees to produce through these responses and during the meet and confer process, until the Court has ruled on Defendants' Motion to Dismiss in this case.

16. Subject to and without waiving any objection set forth herein, GSK will produce non-privileged, responsive documents and make them available for review, inspection and copying at a time and place and in a manner agreed upon by the parties.

17. GSK objects to the definition of "document" and "documents" as set forth in Definition No. 2 on the grounds that it is vague, ambiguous and overbroad. GSK further objects to this definition to the extent that it seeks to impose discovery obligations that are broader than, or inconsistent with, GSK's obligations under applicable law and Court Rules. GSK further objects to this definition to the extent it requires or seeks to require GSK to: (i) produce documents or data in a particular form or format; (ii) convert documents or data into a particular or different file format; (iii) produce data, fields, records, or reports about produced documents or data; (iv) produce documents or data on any particular media; (v) search for and/or produce

any documents or data on back-up tapes; (vi) produce any proprietary software, data, programs, or databases; or (vii) violate any licensing agreement or copyright laws.

**SPECIFIC RESPONSES AND OBJECTIONS TO
REQUESTS FOR PRODUCTION OF DOCUMENTS**

REQUEST NO. 7: All documents listed in Appendix A attached hereto in unredacted form. Each of these documents is identified in the Third Amended Master Consolidated Class Action Complaint Amended to Comply With the Court's Class Certification Order on the page listed in Appendix A and with the bates number identified in Appendix A. (Those without bates numbers are otherwise identified, e.g., paragraph 290).

RESPONSE TO REQUEST NO. 7: In addition to the General Objections set forth above, GSK objects to Request No. 7 on the grounds that grounds that it is overly broad and unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. GSK objects to the request for production of documents in their "unredacted" form on the ground that any redactions were made on the basis of relevance and/or privilege. GSK objects to this Request to the extent it seeks information not relevant to the State's claims, which are limited to Wisconsin. GSK objects to this Request to the extent it seeks information subject to the attorney-client privilege, the work product doctrine, or other applicable privilege or protection from discovery. GSK objects to this Request to the extent it seeks documents containing information of, or that were previously produced by, persons or entities other than GSK, and that are covered by the protective order in *In re Pharmaceutical Industry Average Wholesale Price Litigation*, MDL No. 1456 (D. Mass.), on the grounds that it would violate that protective order for GSK to produce these documents in the present action. GSK further objects to this Request to the extent it seeks confidential business, trade secret or proprietary information that is not otherwise subject to the protective order entered by the Court in this litigation.

Subject to and without waiving these Objections and GSK's General Objections, GSK will meet and confer with Plaintiff regarding the production of certain documents GSK has

previously produced in other AWP litigation as they pertain to drugs as to which specific factual allegations are pled here, namely Kytril® and Zofran®.

REQUEST NO. 8: Documents discussing or concerning the policy and practice of each defendant concerning the disclosures providers and pharmacy benefit managers may make of the drug price information they receive from the defendant or drug wholesalers from 1993 to the present.

RESPONSE TO REQUEST NO. 8: In addition to the General Objections set forth above, GSK objects to Request No. 8 on the grounds that it is overly broad and unduly burdensome; and not reasonably calculated to lead to the discovery of admissible evidence. GSK objects to this Request on the grounds that grounds that it is vague and ambiguous with respect to the language “policy and practice,” “each defendant,” “disclosures,” “drug price information” and “drug wholesalers.” GSK objects to this Request to the extent it seeks information not relevant to the State’s claims, which are limited to Wisconsin. GSK objects to this Request to the extent it seeks information subject to the attorney-client privilege, the work product doctrine, or other applicable privilege or protection from discovery. GSK further objects to this Request to the extent it seeks confidential business, trade secret or proprietary information that is not otherwise subject to the protective order entered by the Court in this litigation.

Subject to and without waiving these Objections and GSK’s General Objections, GSK will meet and confer with Plaintiff regarding the production of certain documents GSK has previously produced in other AWP litigation as they pertain to drugs as to which specific factual allegations are pled here, namely Kytril® and Zofran®.

REQUEST NO. 9: Exemplar agreements between each defendant and providers and pharmacy benefit managers applying defendants’ policies and practices relating to the disclosures such entities may make of the drug price information they receive from defendant or wholesalers.

RESPONSE TO REQUEST NO. 9: In addition to the General Objections set forth above, GSK objects to Request No. 9 on the grounds that grounds that it is overly broad and

unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. GSK objects to this Request on the grounds that it is vague and ambiguous with respect to the language “each defendant,” “exemplar agreements,” “disclosures,” “drug price information” and “drug wholesalers.” GSK objects to this Request to the extent it seeks information not relevant to the State’s claims, which are limited to Wisconsin. GSK objects to this Request to the extent it seeks confidential business, trade secret or proprietary information that is not otherwise subject to the protective order entered by the Court in this litigation.

Subject to and without waiving these Objections and GSK’s General Objections, GSK will meet and confer with Plaintiff regarding the production of certain responsive documents which GSK has previously produced in other AWP litigation as they pertain to drugs as to which specific factual allegations are pled here, namely Kytril® and Zofran®.

REQUEST NO. 10: Any sworn statement or deposition of any current or former employee or agent relating to any claim or investigation about or connected with: a) whether the defendant’s published Average Wholesale Price (AWP) was or is inaccurate, or b) whether the defendant’s published Wholesale Acquisition Cost (WAC) was or is accurate, or c) whether the defendant misrepresented its Average Wholesale Price or Wholesale Acquisition Cost to any publication, person, entity, or official, or d) whether the defendant violated a federal “best price” law or regulation, or e) whether the defendant’s agents furnished free samples to providers for improper reasons.

RESPONSE TO REQUEST NO. 10: In addition to the General Objections set forth above, GSK objects to Request No. 10 on the grounds that it is overly broad and unduly burdensome, and not reasonably calculated to lead to the discovery of admissible evidence. GSK objects to this Request on the grounds that it is overly broad, unduly burdensome, vague and ambiguous with respect to the request for “any sworn statement or deposition,” “any claim or investigation, and “about or connected with.” GSK objects to this request to the extent it seeks documents or information related to whether GSK “violated a ‘best price’ law or regulation” on the ground that it is not reasonably calculated to lead to the discovery of admissible evidence.

GSK objects to this Request to the extent it seeks information not relevant to the State's claims, which are limited to Wisconsin. GSK objects to this Request to the extent it seeks documents or information of, or produced by, persons or entities other than GSK, and that are covered by the protective order in *In re Pharmaceutical Industry Average Wholesale Price Litigation*, MDL No. 1456 (D. Mass.), on the grounds that it would violate that protective order for GSK to produce these documents in the present action. GSK further objects to this Request to the extent it seeks confidential business, trade secret or proprietary information that is not otherwise subject to the protective order entered by the Court in this litigation.

Subject to and without waiving these Objections and GSK's General Objections, GSK will meet and confer with Plaintiff regarding the production of certain responsive documents from other AWP litigation concerning the drugs named in the Complaint and as to which specific factual allegations are pled here, namely Kytril® and Zofran®.

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By:



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