

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION

In the Matter of)	
)	
RAMBUS INC.,)	Docket No. 9302
)	
a corporation)	
)	

DECLARATION OF ROBERT DONNELLY

I, Robert Donnelly, based upon my personal knowledge concerning matters to which I am competent to testify, hereby declare as follows:

1. I am Vice President of the Computing and Consumer Group at Micron Technology, Inc. (“Micron”).
2. Micron is not a party to the captioned matter.
3. I understand that Rambus Inc. (“Rambus”) seeks to permit Rambus’s chief executive officer, three of its in-house attorneys, and two members of its board of directors to have access to particular documents that Micron has designated under the Protective Order in this matter and for which Micron sought and obtained in camera treatment.
4. I have reviewed the documents that I understand to be in dispute. Based upon my review of these documents, my knowledge of Micron’s business, and my familiarity with the confidentiality protection that Micron affords documents of this type,

it is my belief that disclosure of these documents on the terms Rambus has requested would likely cause substantial commercial harm or embarrassment to Micron.

5. Many of the documents that Rambus seeks to disclose to Rambus personnel (MFTC200502-35, MFTC10000229, MFTC211248-58, MFTC211238-44, MFTC228549-51) are highly sensitive, non-public technical, marketing, planning, and forward-looking documents concerning the Advanced DRAM Technology (or “ADT”) group. ADT is a research collaboration of which Micron is one of several members. ADT was formed to develop advanced DRAM technology. It is my understanding that ADT members are bound by agreement to maintain confidentiality of ADT’s technical information and that its members disseminate such information on a need to know basis. Information about product development, features, marketing strategies, and similar information contained in these documents is highly sensitive. If Rambus had this information, it might try to incorporate desirable features of the ADT design into its own product design. Moreover, if this information about ADT were known to Rambus, Rambus might try to use the documents to craft patent claims that cover the ADT architecture, features, and modes of operation described in these documents.

6. One of the documents that Rambus seeks to disclose to Rambus personnel is a highly sensitive, non-public e-mail to myself and others relating to Micron’s work with an important Micron customer and technology partner. (MU00049188-89). The e-mail discusses product roadmaps, business models, competitive intelligence, and possible collaboration between Micron and this customer on technical issues and product. The document discusses product roadmaps that extend to the present time. The document itself states that the customer provided information to Micron “very confidentially.” If

Rambus had this information, it likely would lead to substantial commercial harm to Micron. Armed with this information, Rambus could seek to disrupt or derail Micron's collaborative efforts with this customer. Moreover, disclosure of this type of information could undermine Micron's relationship with this or other customers. If information disclosed to Micron in confidence by its customers is disclosed to others, customers will be reluctant to share sensitive information with Micron. This would put Micron at a competitive disadvantage compared to other suppliers.

7. Four of the documents that Rambus seeks to disclose to Rambus personnel are sensitive, non-public documents concerning the licensing strategies and internal impressions that Texas Instruments employed in negotiating a license against Rambus (MR20006936-41, MR20006342-43, MR20005748, MR20007188-89). Although Texas Instruments generated the documents, they are sensitive to Micron because Micron purchased Texas Instruments' DRAM business in the late 1990's. If this information were disclosed to Rambus as requested, I believe it is likely that Micron may suffer commercial harm. Currently, Micron is a licensee of Rambus's Direct RDRAM technology. If Rambus had the information in these documents about license negotiations, Rambus could use this information against Micron in negotiating subsequent licenses or in negotiating modifications to the existing license.

8. Many of the documents that Rambus seeks to disclose to Rambus personnel are non-public documents that reflect confidential communications with the same important customer referred to in paragraph 4 above. (MR0082150-51, MR0082136-37, MR0130011-12, MR135139-42). As discussed above, disclosure of this type of information could undermine Micron's relationship with this or other customers.

If information disclosed to Micron in confidence by its customers is disclosed to others, customers will be reluctant to share sensitive information with Micron. This would put Micron at a competitive disadvantage compared to other suppliers. Moreover, because the documents were written with an understanding of confidentiality, they include embarrassing off-hand remarks.

I declare under penalty of perjury under the Laws of the United States of America that the foregoing is true and correct. Executed this 29 day of May, 2003 in Boise, Idaho.

A handwritten signature in black ink, reading "Robert Donnelly", written over a horizontal line.

Robert Donnelly

Micron Technology, Inc.
Boise, Idaho