

UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

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FRANK BILELLO, individually and on behalf of all :
others similarly situated, : Via ECF
:
Plaintiff, :
:
: Case No.: 07-CV-7379 (RJS)
:
vs. :
:
:
JPMORGAN CHASE RETIREMENT PLAN, :
JPMORGAN CHASE DIRECTOR OF HUMAN :
RESOURCES, as administrator of the JPMorgan :
Chase Retirement Plan, :
:
Defendants. :
:
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AFFIDAVIT OF THOMAS C. RICE

STATE OF NEW YORK)
: ss:
COUNTY OF NEW YORK)

THOMAS C. RICE, being duly sworn, deposes and says:

1. I am an attorney and a member of the law firm of Simpson Thacher & Bartlett LLP, counsel for Defendants JPMorgan Chase Retirement Plan (the "JPMC Plan") and JPMorgan Chase & Co.'s ("JPMC") Director of Human Resources (collectively, the "Defendants") in the above-captioned action. I am fully familiar with the matters stated herein based on personal knowledge or review of files in the possession of my firm. I submit this affidavit in support of Defendants' motion (the "Motion") to dismiss the First Amended Class Action Complaint ("the Amended Complaint").

2. Count 8 of the Amended Complaint concerns the alleged inadequacy of summary plan descriptions ("SPDs") distributed by Defendants, two of which are attached to the


Amended Complaint. An additional SPD implicated by Count 8 that is relevant to the Motion — the 1992 SPD for the 1991 Chemical Bank plan — is attached at Exhibit A.

3. As referenced in the Amended Complaint (¶¶ 133, 136), in response to Plaintiff's requests, Defendants provided documents in two letters dated July 25, 2007 and September 7, 2007. Copies of these letters are annexed at Exhibits B and C.

4. Defendants' July 25, 2007 letter (Ex. B) enclosed over 700 pages of documents, including the JPMC Plan, recent SPDs, information in Plaintiff's most recent annual statement, and other documents. Because these documents are voluminous, they have not been included in Exhibit B. Complete versions of these documents will be provided upon request.

5. Defendants' September 7, 2007 letter to Plaintiff (Ex. C) enclosed a 44-page worksheet with information concerning the calculation of Plaintiff's benefits. This worksheet is included in Exhibit C (with certain personal information redacted). As indicated on the first page of the worksheet, Plaintiff was born in 1941, *see* Ex. C at JPMFJB00719, and, thus, Plaintiff is now 66 years of age.

6. Defendants' September 7, 2007 letter (Ex. C) stated that Plaintiff's counsel could share with Plaintiff over 2800 pages of documents produced in *In re JPMorgan Chase Cash Balance Litigation*. These documents are not attached because they are voluminous, but will be provided upon request. An index of these documents is attached as Exhibit D.


Thomas C. Rice (trice@stblaw.com)

Sworn to before me
this 25 day of February, 2008


Notary Public

DENISE WILSON
NOTARY PUBLIC State of New York
No. 01925000309
Qualified in Queens County
Commission Expires August 17 2010