

ROBERT BOSCH LLC OUTSIDE COUNSEL REQUIREMENTS

These Requirements govern legal services provided by outside attorneys to Robert Bosch LLC and its affiliates ("Bosch"). If you believe deviation from these Requirements is necessary, you should discuss that in advance with the Bosch in-house attorney assigned to your case. It should be understood by all outside counsel that activities outside the scope of these Requirements will not be paid, unless specifically authorized by Bosch.

1. General Expectations

- 1.1 The Bosch in-house attorney assigned to a case will have responsibility for managing that case. All communications and correspondence with regard to the case on which you are working should be directed or copied to that attorney. If you are asked to perform legal work by a non-lawyer at Bosch, please contact the assigned Bosch in-house attorney or the Bosch General Counsel before proceeding.
- 1.2 We want our relationship with outside counsel to be a partnership where expectations and duties are mutually understood. Communications between outside counsel, in-house counsel and our employees should be open, direct and respectful of the partnering relationship necessary to a successful resolution of the case. Do not be offended if we point out instances where we believe your work has not been of the quality we expect or has not been performed on a cost effective basis. Similarly, we need to be told when we have failed to fulfill our obligations to you.
- 1.3 We expect timely notice of all pertinent dates, including court dates and depositions. No answers, motions, responses to motions or offers should be made without our prior approval. A representative of Bosch may attend trials and significant conferences, hearings, deposition preparation and depositions.
- 1.4 Do not stipulate to extensions of time, continuances, or waivers of standard procedure or facts without approval by the Bosch in-house attorney.
- 1.5 Drafts of all motions and discovery documents, and in special instances correspondence, should be sent to the Bosch attorney assigned to the case (no other Bosch copies are required) for review before filing. Final pleadings and other documents you receive from the court, plaintiff or other parties to the case, and final versions of any pleadings, discovery or other documents filed or sent on behalf of Bosch should be timely uploaded to Counsel Link as described in our retention letter.
- 1.6 All communications to Bosch regarding the case should include the full name of the opposing party in the case any and additional identifier if you are handling multiple cases against the same party.
- 1.7 At the conclusion of the case, you are responsible for contacting Bosch in-house counsel to determine the manner of handling the Bosch documents that were received by you during the case.

2. Bosch Litigation Philosophy

- 2.1 The Bosch in-house attorney will participate fully in the defense of its cases and will direct the litigation.

- 2.2 Our business is to sell products, not develop law. Time spent on a lawsuit must be commensurate with the significance of that matter to Bosch. Actions taken during every legal matter should be only those needed to protect Bosch' interest or further Bosch' position, and should be cost justifiable. If you have a question on work to be performed, consult with the Bosch in-house attorney assigned to your case.

3. **Staffing**

- 3.1 Please designate an attorney within your firm who will have primary responsibility for each legal matter. For litigation matters, it should be the attorney who will try the case. Staffing for a litigation matter should be discussed with the Bosch in-house attorney before assignments are made. Once staffing is agreed upon, it should not be changed without prior approval of the Bosch in-house attorney.

Note: Only approved attorney(s)/staff are permitted to work on the litigation. Fee billings for activities by non-approved attorneys will not be accepted for payment without the approval of Bosch in-house counsel.

- 3.2 Your firm will not be paid for the learning time of a new staff member or attorney to the litigation, related to purely legal issues. As to product issues, the learning time for additional personnel should be reviewed with and pre-approved by the assigned Bosch in-house attorney.
- 3.3 The use of paralegals is encouraged, so long as they are used properly. Proper use includes performing legal research, preparing pleadings, review of documents and non-clerical file management. Paralegals should not be used for clerical duties such as filing, indexing, date stamping, organizing, reviewing or sorting mail, etc., unless there is a demonstrated need for the use of paralegals to perform such activities. If used in this manner, paralegal time should be billed only at approved clerical rates. Use of paralegals for these activities should also be approved by the Bosch in-house attorney.
- 3.4 Intra-office conferencing of law firm staff is considered a firm management tool and is generally not compensable. All such conferences which are billed should be described in detail and your firm should charge for the time of only one attendee. Conference charges will be paid if the conference adds legal value to the case or results in cost effective management of groups of cases assigned to a firm.
- 3.5 Unless approved in advance, attendance at hearings, meetings, depositions, etc. is limited to one member of the firm or defense team.

4. **Initial Case Management and Reporting**

Within 15 days of assignment of a case from Bosch to the firm, counsel should send an acknowledgment letter or email to the assigned Bosch in-house attorney that contains the following information:

- A. Acknowledges receipt of the case, if not previously acknowledged.
- B. Ensures that all parties to whom Bosch owes a defense have been protected.
- C. Provides a statement of facts and issues as counsel preliminarily views the case.
- D. Advises Bosch in-house counsel of further needed information and investigation.
- E. Identifies proposed responsive pleadings/discovery.
- F. Includes any responsive pleadings already agreed upon.
- G. Confirms that a conflict of interest check has been conducted by the firm and that no conflicts or potential conflicts of interest are present that impair the firm's representation

of Bosch or other parties to whom Bosch owes a defense.

Note: Bosch will consider requests for waivers of potential or actual conflicts of interest on a case-by-case basis; the Company does not provide blanket waivers. Any request for waiver of a conflict must be submitted in writing.

The Bosch in-house attorney may find it necessary to impose other reporting requirements during the engagement as appropriate to effectively and efficiently manage the matter. Prior notice will be given and the matter discussed with counsel if this is deemed necessary. Please discuss the reporting requirement with the Bosch in-house attorney for each matter you are assigned.

5. Alternative Billing Discussion

Within thirty (30) days of your receipt of this case, your office should schedule a conference call with the assigned Bosch in-house attorney to review the possibility of using alternative fee arrangements for the case. In all cases, alternative compensation arrangements must be approved in advance in writing.

6. Litigation Resolution Plan

6.1 Litigation Plan:

Experience has shown that without a Litigation Resolution Plan, cases drift, incurring unnecessary expense. The goal of the Plan is to move the case to a point where we have enough information to evaluate the proper course of action to resolve the case, whether by trial, dispositive motion, settlement or ADR. If requested by Bosch, a Litigation Resolution Plan should be submitted to the Bosch in-house attorney assigned to the case within 60 days of Bosch's initial responsive pleadings in the case.

The Litigation Resolution Plan should include:

- A. The initial and ongoing strategy for defense/resolution, including factual analysis of issues related to liability and damages;
- B. A description for planned discovery and a timetable for its completion, together with a brief summary of the discovery as it is accomplished (discovery should be conducted in a way that maximizes Bosch's ability to analyze liability and resolution issues as soon as possible);
- C. Copies or a description of significant documentary evidence, testimony or other information relating to liability and/or damages and copies of any amendments to pleadings and developments relating to pleadings or the case;
- D. An analysis of the feasibility of obtaining summary judgment or other dispositive rulings, and a description of what needs to be done to prepare for it;
- E. Court dates (discovery hearings, settlement conferences, pre-trial hearings, trial settings and trial dates), if known;
- F. Your views on whether alternative dispute resolution procedures are suitable for the case. If so, explain what procedure(s) you recommend and how we should implement them; and
- G. Latest settlement demand and your opinion of the reasonable settlement value of the case.

Outside counsel should regularly review the Plan to determine its continuing usefulness. If the facts, witnesses, law or other circumstances of a case have changed so that the Plan no longer represents the best means to resolve the case, outside counsel should notify the Bosch in-house attorney of the needed change in the Plan.

In addition, your firm is expected to prepare and submit a Quarterly Litigation Report using a standard format provided by Bosch. The assigned Bosch in-house attorney or paralegal will provide the format for the Quarterly Litigation Report. Your firm should prepare the report and submit it to the assigned Bosch in-house attorney or paralegal each quarter until a final resolution of the litigation.

7. **Budget**

In conjunction with the Litigation Resolution Plan, counsel may be asked to submit a budget based on actions proposed in the Plan. You will be paid up to \$1,000 for preparation of the budget, but exceptions will be considered in particularly complex litigation matters. We expect the budget to be prepared with care, after you have familiarized yourself with the general facts (which we have either provided you or learned from the initial investigation) and applicable legal issues.

Budgets must be approved by the Bosch in-house attorney. Deviations from budgets must be discussed and explained. As the case changes, the Litigation Resolution Plan and the budget should be amended as appropriate. Outside counsel and the Bosch in-house attorney will work together on needed amendments.

8. **Discovery**

- 8.1 We are sensitive to discovery costs. Unless special circumstances arise we expect discovery to be conducted amicably and expeditiously, with discovery motions filed only as a last resort.
- 8.2 Summaries of depositions and interrogatory answers should not be prepared unless requested in advance by the assigned Bosch in-house attorney. We prefer to have results of depositions reported in a short letter (i.e. 2 pages or less), which sets forth only the relevant testimony, your impression of the witness and how the deposition affects our legal position and strategy.
- 8.3 We do not authorize payment for more than one attorney to attend a hearing or deposition, to conduct field investigations or witness interviews. If you believe a matter requires more, obtain the prior approval from the Bosch in-house attorney.
- 8.4 Unless otherwise directed by Bosch in-house counsel, the Bosch Legal Department will prepare initial drafts of responses to all interrogatories, requests to produce documents, requests to admit, etc. Draft responses will be forwarded to you for your input as to needed revisions, compliance with local rules and practices, etc. Final approval of draft responses will be by the Bosch in-house attorney assigned to each case. Bosch in-house counsel and legal staff will also have primary responsibility for coordinating, facilitating and supervising document productions in coordination with outside counsel.
- 8.5 If a deposition of a Bosch associate is requested or necessary, the Bosch legal staff will coordinate with the Bosch associate. Outside counsel should not contact a Bosch associate without prior approval. A Bosch in-house attorney will participate in any preparation session between outside counsel and the Bosch associate.

9. **Pleadings and Motions**

Advance approval from Bosch in-house counsel is required before you:

- A. Prepare or file an answer, counter-, cross-, or third party claims; or jurisdiction motion;
- B. Prepare or file pre-trial motions. We do not encourage pre-trial motions unless the litigating attorney can represent with a fair degree of certainty that the motion will be successful;

- C. Prepare discovery motions;
- D. Remove a matter to federal court or prepare a motion for change of venue;
- E. Retain expert witnesses;
- F. Prepare or file motions in limine or trial briefs;
- G. Prepare or file post-trial motions or notice of an appeal;
- H. Decide to have the case decided without a jury; or
- I. Undertake significant research.

Draft answers, cross-complaints, dispositive motions, and other pleadings should be submitted to the Bosch in-house attorney in sufficient time for review prior to filing.

10. Settlement/Dispute Resolution Mechanisms

- 10.1 Outside counsel should promptly report settlement demands, inquiries about settlement, and other settlement/dispute resolution developments, to the Bosch in-house attorney assigned to your case.
- 10.2 Your settlement authority will come from the Bosch in-house attorney. In general, we will ask that you submit, in writing, a discussion of the facts, relevant law, procedural posture of the case, likely trial outcome, summary of legal fees incurred to date and the expected legal fees for completion of the trial.
- 10.3 We support and encourage the appropriate use of alternative dispute resolution for our litigation, non-business disputes and the like. We ask for your ideas and suggestions on alternative dispute resolution mechanisms, including arbitration, mediation, mini-trials, etc.

11. Media Relations

Bosch's Communications Department is responsible for all media inquiries and comments. If you are contacted by any member of the media or any other third party regarding a Bosch matter, please provide no information and immediately contact the Bosch in-house attorney.

12. Invoices

- 12.1 If your firm is not set up to submit invoices electronically using Bosch's CounselLink software, please contact your Bosch in-house attorney who will provide you with the contact information of the Bosch administrator who will assist the firm in establishing an account to allow the firm to process invoices (DO NOT send paper copies). Instructions on how to submit invoices to CounselLink are attached hereto as Exhibit A "Invoice Submission".
- 12.2 If your firm provides services on more than one matter during a billing period, a separate invoice for each matter is required. Block billing will not be accepted. Please refer to Exhibit A "Invoice Submission" for a discussion of block billing and how to properly format your charge entries.
- 12.3 Invoices for professional fees should include the following minimum requirements:
 - Unique invoice number not to exceed 20 characters
 - Invoice date
 - Matter name
 - Bosch's matter number
 - Date services were performed
 - Timekeeper name or ID
 - Timekeeper title or level

- A narrative description of the service provided or task performed for each specific task. The description should clearly state the nature of the task performed sufficient to allow the Bosch in-house reviewer to determine why it was necessary. Incomplete or vague charge descriptions are unacceptable. Examples include, but are not limited to: 'as analysis', 'conference', 'attention to matter'; 'worked on discovery', 'work on file', 'prepare for meeting', 'miscellaneous', 'other', etc.
- Time entry to the nearest tenth (.10) of an hour
- Timekeeper rate
- Charge total
- Detail of reimbursable expenses and disbursements at actual cost.

Whenever possible, outside counsel should pay all third-party invoices (i.e. expert witnesses, court reporters, etc.) and then submit those charges as disbursements on the firm's monthly invoice to Bosch as an expense item, with supporting documentation/invoice attached using the 'Document Attachment' feature in CounselLink. Should an exception occur, contact the Bosch administrator to discuss handling.

Unless otherwise approved, invoices should be submitted monthly, the month following the date the service is provided or cost incurred. Charges for time expended or costs incurred which are greater than 90 days old at the time of invoice submission are considered untimely and may not be paid. Invoices will not be accepted for more than 180 days after a matter has been closed.

- 12.4 Each expense or disbursement shall be billed at actual out-of-pocket cost. No mark-ups or administrative fees may be added, nor will they be paid by Bosch. Expenses and Disbursements must be itemized. Each should be described in sufficient detail so that there is no question about the expense or the reason for it. Payments of court reporters, expert witnesses, outside contractors or experts must identify the recipient by name. For expert witnesses/consultants with continuing involvement, each invoice must state the total fees incurred for that particular period and the total fees incurred to date. Please see the remainder of these Requirements for identification of Expenses and Disbursements that will or will not be paid.
- 12.5 All invoices, whether for Professional Fees or for Expenses and Disbursements, should specifically identify any shared payments with co-defendants (such as the cost of an expert witness shared by Bosch and another defendant).
- 12.6 Time spent preparing invoices or in negotiating billing questions is not compensable.
- 12.7 All time increments are to be listed in tenths of hours. The MINIMUM billing increment is .10 hours. All firms are expected to bill for the time it takes to complete a task. Set time allotments for any task are not permitted, unless agreed to by the Bosch in-house attorney or as part of an agreed alternative billing arrangement.
- 12.8 All invoices for Professional Fees or Expenses and Disbursements will be reviewed for compliance with these Requirements. Charges not in compliance with these Requirements or which have not been approved as an exception by the Bosch in-house attorney will be deducted from payment of the invoice.

13. Professional Fees

- 13.1 Bosch will pay for partner, associates—and paralegal time in accordance with the budget. Bosch will not pay for time billed by other persons at the firm (such as summer law clerks) unless agreed to in advance by the Bosch in-house attorney assigned to the case.

- 13.2 Unless otherwise agreed, (i) hourly rates charged by each professional in the firm should be the same for all Bosch matters on which that professional is working, and (ii) all charges by the firm for services rendered on behalf of the Company shall be solely on the basis of hourly rates approved in advance by Bosch. Charges submitted at a rate that exceeds the approved rate for a timekeeper will be reduced to the approved rate.
- 13.3 We will pay one-half your normal hourly rate for travel time. To the extent practicable, we expect you to work on Bosch matters during travel time. If the one-half hourly rate causes substantial hardship, please contact Bosch in-house counsel. We will reimburse you for reasonable and necessary out-of-pocket expenses during authorized travel.

14. Expenses and Disbursements

14.1 Unless otherwise agreed, the Company will reimburse the firm for reasonable out of pocket expenses according to the guidelines below. Any deviations from these guidelines, or expenses not covered in 14.2, 14.3 and 14.5, must be approved in advance by the Bosch in-house attorney.

14.2 Reimbursable Expenses. The following expenses will be paid to the extent they are necessary and reasonable, at cost and with no markup.

- Pre-approved air travel, using coach class, only
- Mileage is reimbursed at the approved IRS rate per mile (actual mileage should be included on the invoice)
- Meals while traveling, will be reimbursed (including normal tipping, which is to be included with meal expenses)
- Tolls and parking (valet parking only if no reasonable alternative)
- Non-discretionary court costs
- Approved and budgeted trial exhibits and mock-ups
- Reasonable and necessary long distance telephone charges (including fax and data transmission)
- Photocopying costs below \$250.00 (Bosch will pay for photocopies at a rate not to exceed \$0.10 per page. Color photocopies will be reimbursed at a rate not to exceed \$0.50 per page)

14.3 Expenses Requiring Prior Written Approval. The following expenses will **only** be reimbursed without advance approval of the Bosch in-house counsel, in which case they will be reimbursed at cost, with no markup:

- Overnight courier services (Fed Ex, DHL, etc.) and express mail
- Messenger services
- Photocopying costs in excess of \$250.00
- Database creation costs, including extraction of information from the firm's systems
- Lexis/Westlaw research exceeding 2 hours in billable time
- Hotels and hotel services.
- ADR expenses (including mediator and arbitrator fees)
- Witness fees
- Independent medical and psychological examinations, medical records
- Photographs
- Deposition and trial transcripts
- Translators
- Investigative services, including subpoena fees, approved by the Bosch in-house

- attorney
- Fees and expenses of approved service providers

14.4 Receipts are required for reimbursement of all expenses exceeding \$25.

14.5 Non-Chargeable Time and Non-Reimbursable Expenses. The following time and expenses will not be reimbursed:

- Service, license or computer equipment fees related to electronic research (including LEXIS/WESTLAW)
- Secretarial and clerical services, including overtime
- Local telephone, cell phone and fax charges (other than long distance charges associated with transmission)
- Office supplies
- Printing, document conversion, imaging and other document processing services
- Data and word processing
- Docketing, filing and organizing documents
- Interest or late fees
- First class postage
- Federal Express, Express Mail, or other overnight messenger/courier charges unless the use of such services was necessitated by time constraints imposed by Bosch or because of the need for reliability given the nature of the items being transported. If these services must be used, and unless required for specific filing, packages must be sent for afternoon delivery, not morning delivery
- Internet service fees, data storage charges, and database administration including database maintenance
- After-hours meals and transportation costs
- Client administrative and supervisory matters, including conducting conflict checks, preparation and reconciliation of invoices and docket review
- Continuing legal education
- Subscription to publications
- Mini-bar food and beverages, except bottled water where sanitary water conditions are a concern
- Personal items such as dry cleaning, toiletries, shoe shines, reading materials, hotel movies and other personal entertainment items
- General overhead expenses
- Staff supervision
- Local mileage – 50 miles or less

15. Miscellaneous

After a lawsuit is completed, we may ask you to provide us your comments on aspects of the case that could have been handled differently and what could have been done to improve litigation strategy, enhance chances of success or reduce litigation costs. If you receive such a request, please give it your careful attention. In addition, if there were shortcomings on our part with regard to the litigation or its subject matter, we ask that you point them out. Constructive criticism of our performance on a lawsuit, or recommendations of how we can improve our operations and practices, will not affect your firm's selection for future Bosch litigation.

EXHIBIT A

INVOICE SUBMISSION

Invoice Submissions

To secure prompt and accurate payments to your firm, invoices in structured data format (LEDES) submitted via the web site www.counselink.net are preferred. When necessary, we will accept invoices, in other formats, including e-mailing a .PDF or ASCII invoice or mailing a white paper invoice.

Submission of a Structured Data File to CounselLink

- Export the invoice to the LEDES (ASCII) structured data format
- Log into www.counselink.net using your assigned login and password
- Click on the Upload Invoice link on the law firm home page
- Browse to the saved LEDES invoice, select it and click "Open"
- Complete any other necessary information on the Invoice Submission page and click "Submit File"

Creating an Invoice in CounselLink (U.S. currency only)

- Log into www.counselink.net using the provided login and password
- Click on the Matter Search link on the law firm home page
- Search for the matter on which the invoice is to be submitted
- Select "Create Invoice" from the Action bar dropdown
- Enter information on the "Edit Invoice Screen" if applicable and click on Submit
- Enter fees and expenses from the invoice screen
- Submit invoice

Alternative Forms of Submission

Email: A .PDF file or ASCII format copy of the invoice may be submitted via email to dept165@examen.com. Submit only ONE INVOICE PER .PDF file, although multiple .PDF files may be attached to a single email.

Paper: An original copy of an invoice on white paper. If submitting paper invoices, a separate invoice must be submitted for each matter. When submitting invoices for multiple matters at one time, each invoice must begin on a new sheet of paper and must have a unique numerical identifier. Unique invoice numbers for individual matters may be created by adding a suffix to the invoice number created by your system (e.g., 12345-1, 12345-2, 12345-3, etc.)

Paper invoices should be sent to [INSERT CLIENT NAME] c/o LexisNexis, a division of Reed Elsevier Inc. Attn: CounselLink Invoices, 1801 Varsity Drive, Raleigh, NC 27606.

Invoice Returns

Invoices and the charges they reflect that in all respects conform to this Policy will be promptly processed for payment. Invoices or charges that do not conform to this Policy may be returned to your firm, in whole or in part, for correction. Invoices may also be returned for the following reasons:

- Firm has not acknowledged these guidelines
- Invoice is not in the proper format
- Invoice contains a math error
- Invoice contains block billed charges
- No invoice number
- Duplicate invoice number
- Invoice date is in the future
- Charge date is in the future
- Invoice is an exact duplicate of previous invoice

- Fee charges do not contain a date
- Fee charge does not contain date, timekeeper, units and rate
- Time increments not in tenths of an hour
- Unknown timekeeper
- No approved rate
- Expense charge has no description
- Unknown or incorrect LF Matter ID
- At Client's discretion

Block Billing on Invoices

Invoices should set forth in detail the related professional, the distinct tasks and activities performed by each professional, the time expended in tenths of an hour and fees charged for that work in separate time entries. Additionally, the task description must be sufficiently descriptive in order to identify the facility, location or office involved. Descriptions of blocks, batches of activities or tasks under one charge (i.e., "block-billing") are unacceptable. Invoices that contain any "block" billing entries will be returned.

For example, an invoice containing the following entry will be returned:

<u>Hours</u>	<u>Description</u>
1.5	Reviewed plaintiff's interrogatory responses; prepared letter to opposing counsel regarding settlement options; continue drafting motion for summary judgment.

If submitting a LEDES file, or emailing a PDF, an acceptable method to enter the time entry would be:

<u>Hours</u>	<u>Description</u>
1.5	Reviewed plaintiff's interrogatory responses (.3); prepared letter to opposing counsel regarding settlement options (.4); continue drafting motion for summary judgment (.8).

CounselLink Customer Support

CounselLink technical expertise is available to our outside counsel at no cost. For technical support, please contact LexisNexis CounselLink's Customer Support Department at 800-600-2282, option 2, then 1. If outside the United States, please contact +1-919-378-2713.

EXHIBIT B

DOCUMENT ATTACHMENT

Law firms are able to attach case supporting documents such as pleadings, status reports and third-party invoices electronically to either an invoice or a matter. Outside counsel may be requested to upload specific documents to a matter or invoice. Documents will be permanently attached to the invoice or matter unless removed by the individual who attached them. Only the law firm and Client will be able to view the documents. Most document formats are accepted including PDF files.

PLEASE DO NOT USE DOCUMENT ATTACHMENT TO SUBMIT LAW FIRM INVOICES.

Attaching a document to an Invoice (e.g. expense receipts)

- Log in to <http://www.counselink.net>
- From the Home page, click on either **Created** or **Scheduled** Invoices (dependent upon the status of your invoice)
- Click on the **CounselLink Invoice Number**
- To add or search for a document, click on the **Documents** link
- To add a document, click on the **Add Document** link
- Type in the document name as you want it to appear in CounselLink
- Browse your file directory for the document to add by clicking the **Browse** button
- Select the **Category** from the drop down
- Select **“Yes”** from the **Shared** drop down
- Select **“Public”** from the **Access Level** drop down
- Enter a free form description of the document in the **Description** box
- Enter a key word to assist in future searches in the **Key Word** box
- Click on **Save**

Attaching a document to a Matter (e.g. Initial Report, pleadings, summaries)

- Log in to <http://www.counselink.net>
- From the Home page, click on **Matter Search**
- Enter the **Matter Search** criteria
- Click on the **Matter ID** or **Matter Title**
- Select **Documents** from the **Action** drop down
- Type in the document name as you want it to appear in CounselLink
- Browse your file directory for the document to add by clicking the **Browse** button
- Select the **Category** from the drop down
- Select **“Yes”** from the **Shared** drop down
- Select **“Public”** from the **Access Level** drop down
- Enter a free form description of the document in the **Description** box
- Enter a key word to assist in future searches in the **Key Word** box
- Click on **Save**