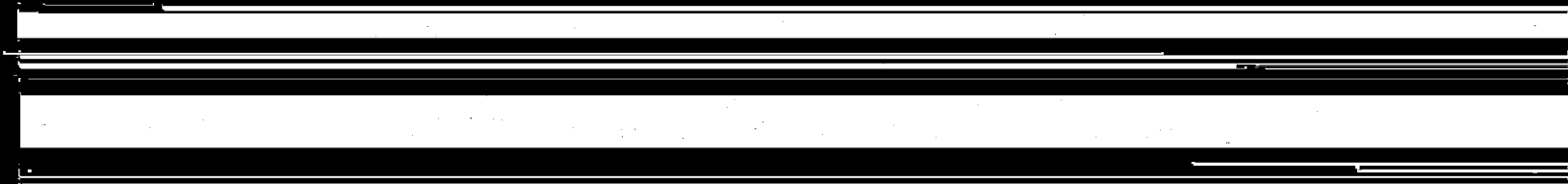


**EXHIBIT H**



UNITED STATES OF AMERICA  
BEFORE FEDERAL TRADE COMMISSION

In the Matter of

PROTECTIVE ORDER GOVERNING DISCOVERY MATERIAL

For the purpose of protecting the interests of the parties and third parties in the above-

persons retained as consultants or experts for purposes of this Matter.

"Dunham" ~~means Dunham Investment Fund, L.P.~~

and doing business under and by virtue of the laws of the State of Delaware, with  
its office and principal place of business located at 4440 El Camino Real, Los

mean the Third Party that originally provided the Restricted Confidential or Confidential Discovery Material to the FTC. Where necessary such Restricted

Third Party and the FTC shall provide the Respondent with contact information for each such Third Party. The Producing Party shall also mean the FTC for purposes of any document or material prepared by, or on behalf of, the FTC.

not limited to, every writing, letter, envelope, telegram, e-mail, meeting minute,  
memorandum, statement, affidavit, declaration, book, record, survey, map, study,  
handwritten note, working paper, chart, index, tabulation, graph, drawing, chart,  
photograph, tape, phone record, compact disc, video tape, data sheet, data



11

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proceeds thereunder. Confidential Disclosure Material shall include any

commercial information, the disclosure of which to Respondents or Third Parties  
would likely cause substantial commercial harm or personal embarrassment to the

disclosure of confidential information, including a list of names of individuals

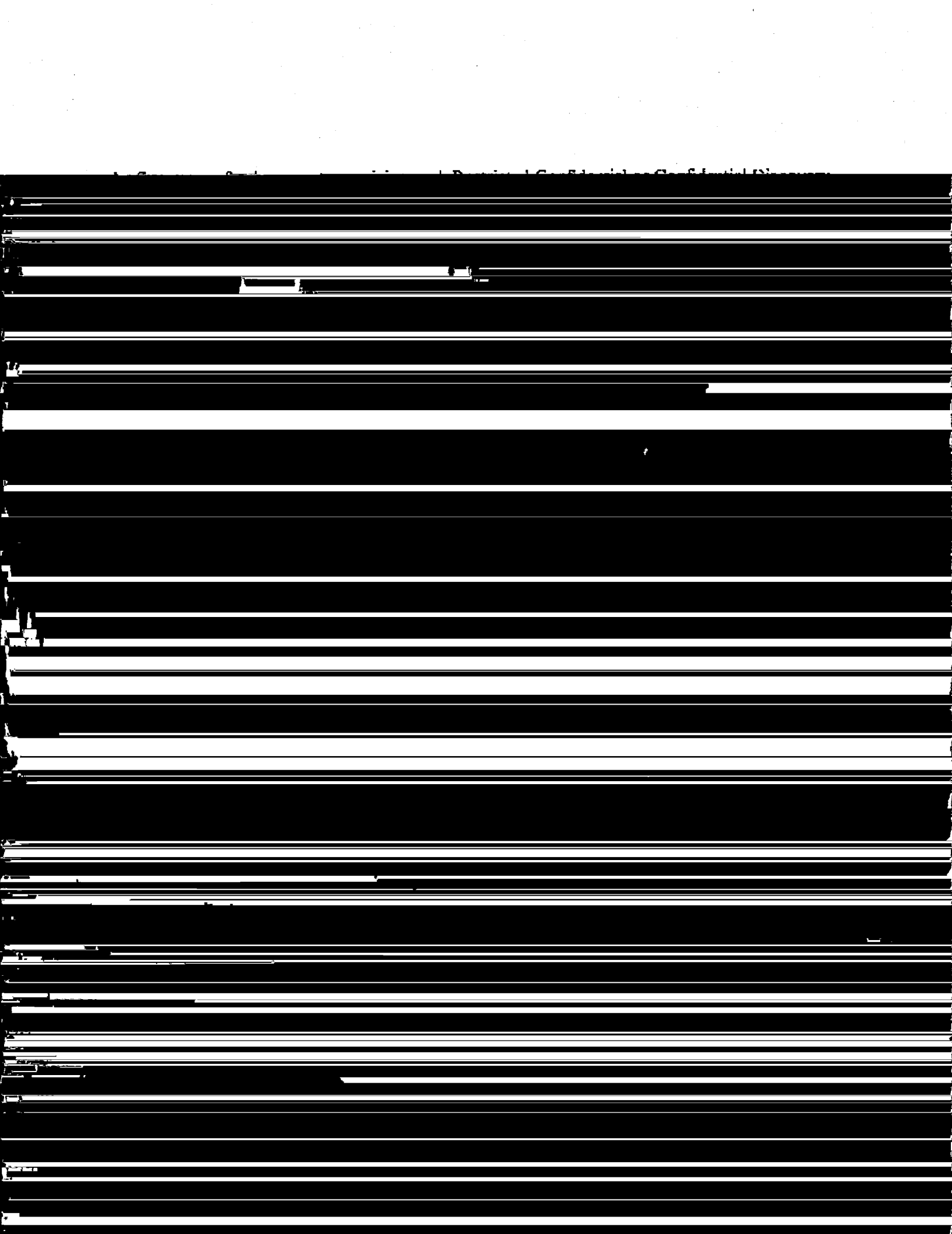
utilized for only a small number of documents. Such a designation shall constitute

a representation by counsel for the Disclosing Party that the material is properly subject to Restricted Confidential treatment under this Order.

**TERMS AND CONDITIONS OF PROTECTIVE ORDER**

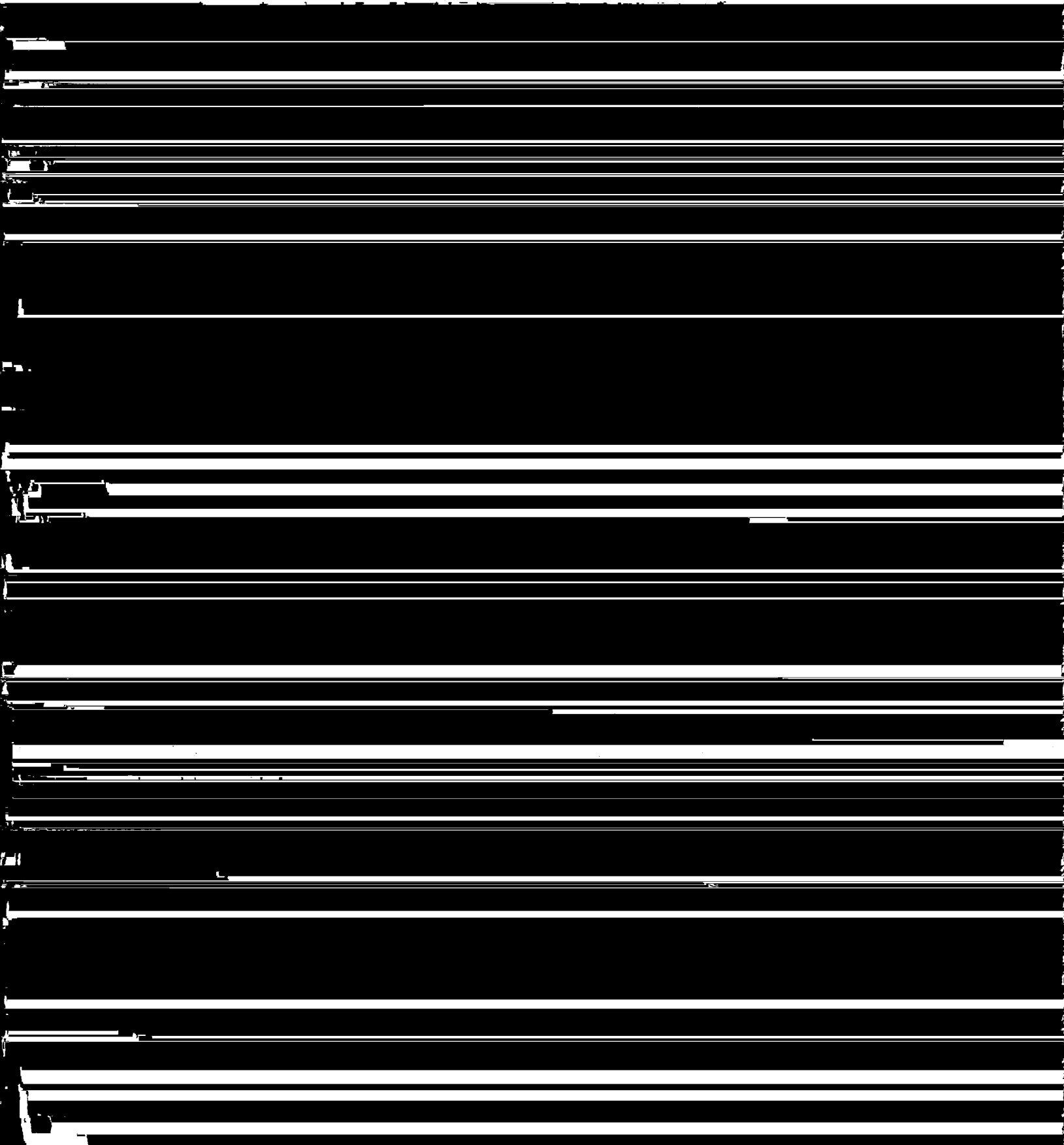
2. Discovery Material, or information derived therefrom, shall be used solely by the

Parties for purposes of this Matter, and shall not be used for any other purpose.





Confidential Discovery Material or non-confidential.



counsel for Respondent, provided that each signs a declaration in the form attached hereto as Exhibit "A," which is incorporated herein by reference. The designated in-house counsel for Respondent are John Danforth, Senior Vice President and General Counsel, and Robert Kramer, Counsel.

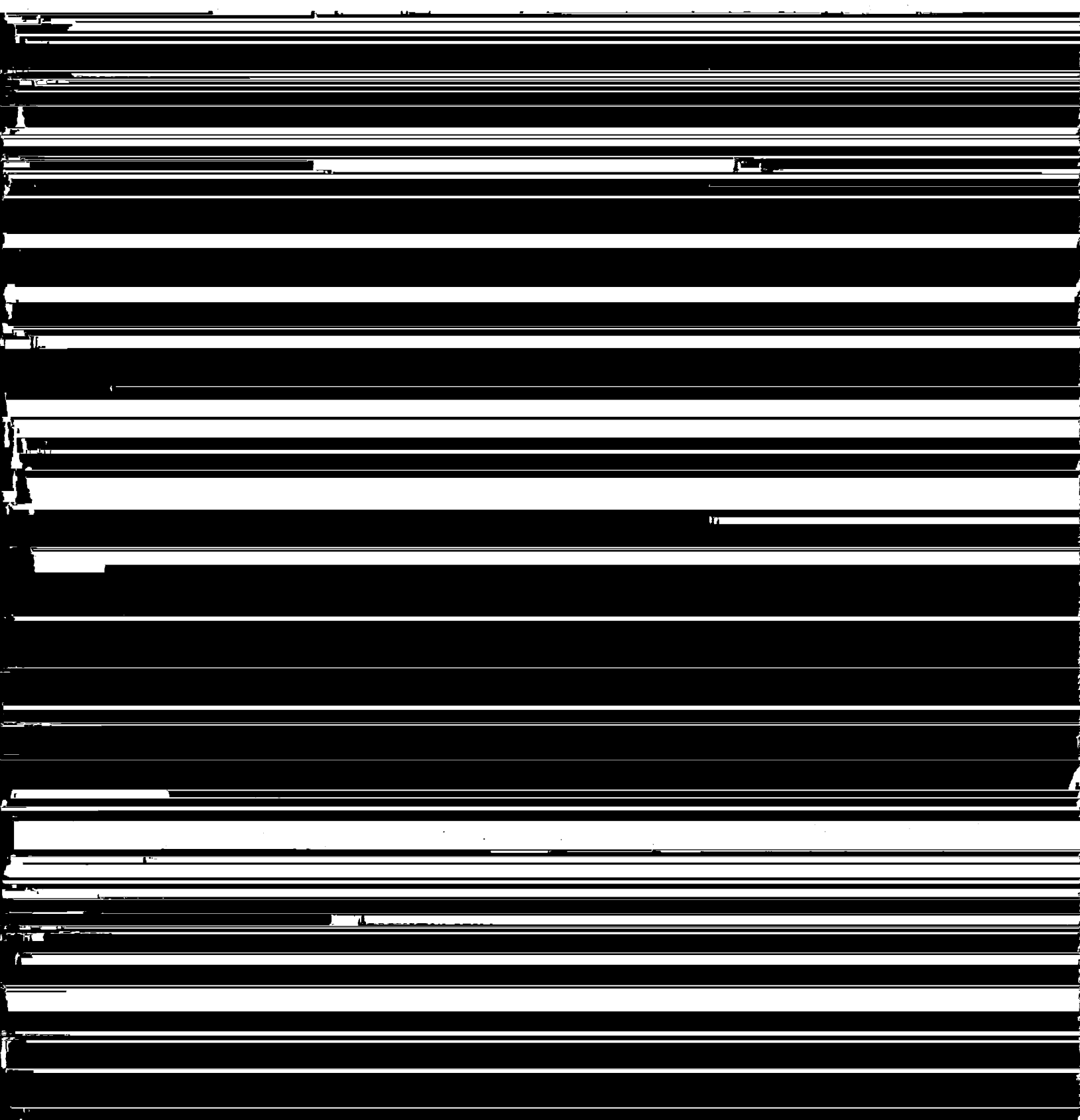
to any Expert/Consultant, who is not an FTC employee, and who, beyond his employment as an expert in this Matter, is an officer, director, or employee of any company the primary business of which is in the DRAM industry or who regularly consults with any company the primary business

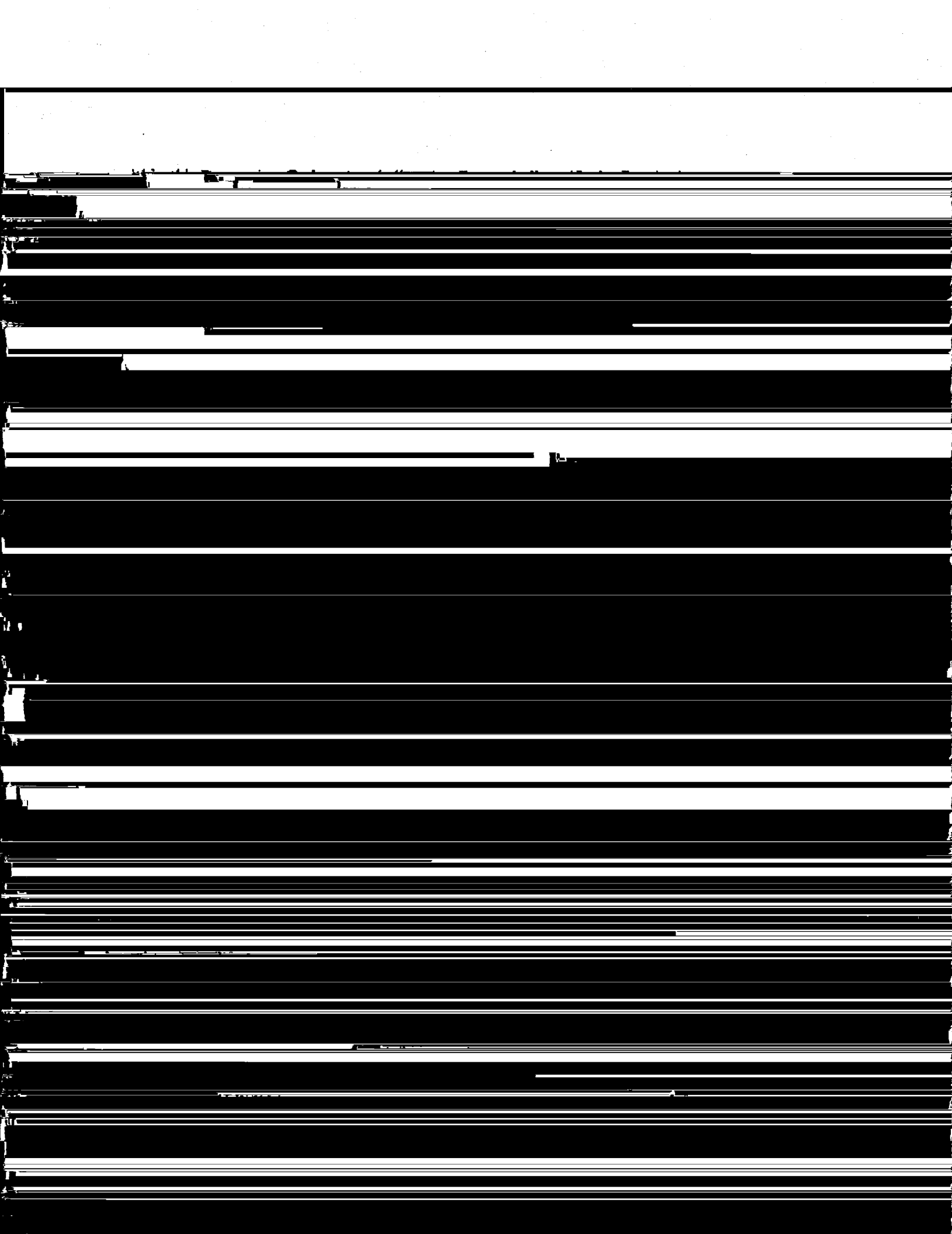
of which is in the DRAM industry regarding competitive decision making, or may otherwise have

financial or pecuniary interest, beyond that of a passive minority investment, in any company

without providing further notice.

b. Disclosure to New Persons

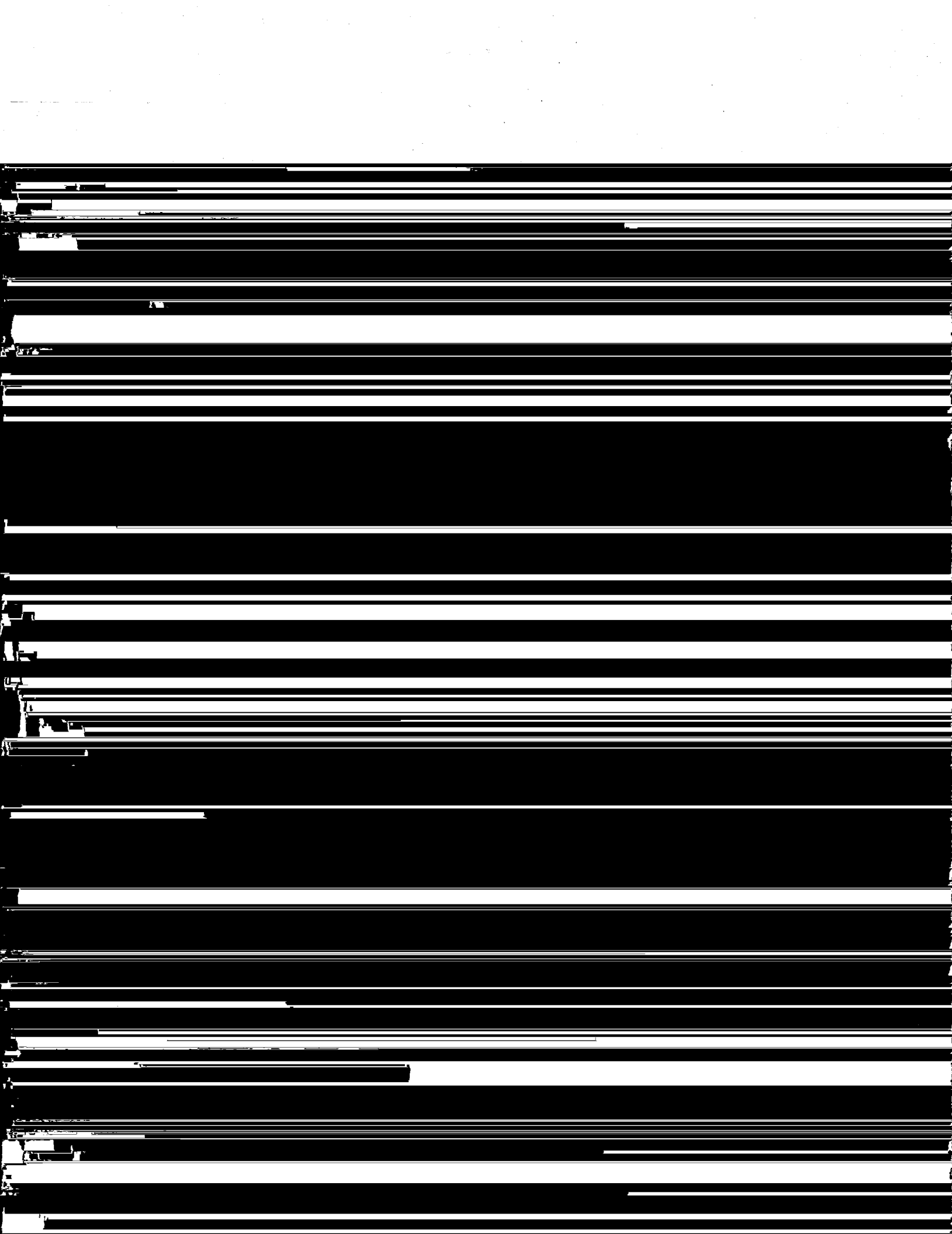




change in designation.

12 Restricted Confidential or Confidential Discovery Material shall not be disclosed to

any person described as an Expert/Consultant under this Protective Order until such person has



Discovery Material from another Party, the Party to whom the request is made

shall return immediately to the Producing Party all copies of the Discovery



request. Such notification shall be in writing and be received by the Producing Party at least ten (10) business days before production, and shall include a copy of this Protective Order and a cover letter that will apprise the Producing Party of its rights hereunder. Nothing herein shall be construed as requiring the recipient of the discovery request or anyone else covered by this Order to challenge or oppose any such order requiring production of Restricted Confidential

Confidential Discovery Material or to subject itself to any penalties for non-compliance with any

a duplicate copy of the paper with the Restricted Confidential or Confidential Discovery Material deleted pursuant to Section 3.22(h) and 3.45(e) of the Commission's Rules of Practice. Further, if the protection for any such material expires, any Party may file on the public record a duplicate copy which also contains the formerly protected material.

18. This Order governs the disclosure of material during the course of discovery and ~~does not constitute an in camera order as provided in Section 3.45 of the Commission's Rules of Practice.~~

Practice ("Rule") 16 C.F.R. § 3.45. If the Review is used to introduce evidence or material...

§ 504.1(1)

§ 504.1(2)

with the provisions of Article 17 of the ETC's Order of Practice 16 C.F.R. 2.1-10

§ 504.1(3)

UNITED STATES OF AMERICA

PLAINT

In the Matter of

Restricted Confidential or Confidential Discovery Material (as these terms are used in the Protective Order) in this action and I agree to abide by the Protective Order

3. I understand that the restrictions on my use of such Restricted Confidential or Confidential Discovery Material include:

that I will use such Restricted Confidential or Confidential Discovery

Material only for the purposes of this proceeding, and hearing(s) and any

4. I am fully aware that, pursuant to Section 3 42(h) of the Commission's Rules of

Practice, 16 C.F.R. § 3 42(h), my failure to comply with the terms of the Commission's Rules