EXHIBIT G

GIBSON DUNN

Scott Hvidt
Associate
T: +1 214.698.3317
M: +1 650.823.5809
shvidt@gibsondunn.com

July 22, 2024

Hill Brakefield
888 16th Street NW
Suite 300
Washington, DC 20006
Hausfeld LLP
hbrakefield@hausfeld.com

Re: Dale v. Deutsche Telekom AG, Case No. 1:22-cv-03189 (N.D. Ill.)

Dear Hill:

We write in response to your correspondence dated July 1, 2024, and the parties' meet and confer held on July 18, 2024 regarding the 13 potentially disputed individuals that Plaintiffs requested as additional T-Mobile custodians beyond the 40 custodians on which the parties have already agreed. As detailed below, T-Mobile is amenable to adding 10 of those individuals as custodians, provided that Plaintiffs withdraw their request to add 3 in-house lawyers as custodians. That would bring the total number of custodians whose files T-Mobile agrees to collect, search and review to 50 individuals, in addition to numerous categories of non-custodial documents that T-Mobile has agreed to produce, and the millions of pre-closing related regulatory documents that T-Mobile has agreed to produce. We believe this proposal is fair and reasonable.

As you know, on March 18, 2024, T-Mobile proposed 29 custodians most likely to possess information responsive to Plaintiffs' discovery requests. On May 2, 2024, Plaintiffs proposed an additional 31 custodians. Following the parties' meet and confer on June 10, 2024, in a letter dated June 21, 2024, T-Mobile agreed to the addition of 11 of Plaintiffs' proposed custodians, but raised objections and questions concerning the remaining 20 individuals. In response, on July 1, 2024, Plaintiffs agreed to withdraw 8 proposed individuals, insisted on the other 12 proposed individuals, and proposed one more individual as a custodian. On July 18, 2024, the parties met and conferred concerning the remaining 13 custodians proposed by Plaintiffs.

T-Mobile continues to believe that Plaintiffs have not made a sufficient showing that the 40 custodians T-Mobile has agreed to date are not adequate or that the 13 additional custodians Plaintiffs are insisting on are likely to have unique, noncumulative, nonduplicative information relevant to the parties' claims and defenses. In particular, T-Mobile maintains that Plaintiffs have not stated a sufficient basis justifying the inclusion

of individuals who left T-Mobile before or shortly after the close of the merger in April 2020. Nonetheless, to avoid burdening the Court with disputes, T-Mobile makes the following compromise offer:

- T-Mobile will agree to add the following individuals as custodians in addition to the 40 previously agreed custodians: (41) Roger Sole Rafols, (42) Andrew Sherrard; (43) Michel Combes; (44) Kevin Crull; (45) Angela Rittgers; (46) Dara Sadri; (47) Quint Davies; (48) Mike Enberg; (49) Will Butler; and (50) Dow Draper; provided that
- Plaintiffs agree to withdraw their request for the three proposed in-house attorney custodians: Mark Nelson, Dave Miller and Kathleen Ham.

Should Plaintiffs accept this offer, that would result in 50 custodians whose files T-Mobile will collect, search and review. Importantly, that includes every non-lawyer senior executive requested in either company at the time of the merger, or since. Specifically, T-Mobile has agreed to the inclusion of 16 chief officers, 6 presidents, 8 executive vice presidents, 6 senior vice presidents, 11 directors or senior directors, and a chairman. And this is on top of the numerous categories of go-get documents that T-Mobile has agreed to search, collect and produce, including from legal custodians.

Inclusion of the three in-house lawyers that Plaintiffs requested as custodians is unduly burdensome, unlikely to lead to discovery of admissible information and disproportionate to the needs of this case. As previously explained, these individuals' roles as *lawyers* is to provide legal advice to the company. As such, their communications are predominantly privileged, and their inclusion as custodians would require T-Mobile to expend significant costs, time and resources conducting privilege review and preparing a privilege log. *See* The Sedona Conference, *The Sedona Conference Commentary on Protection of Privileged ESI*, 17 SEDONA CONF. J. 95, 162 (2016) (observing that "[t]he burden of identifying and logging privilege information can be substantially reduced by not having to identify and log privileged information from [] custodians," like inhouse counsel, who are likely to possess information that is mostly privileged). That is particularly problematic as T-Mobile has not only committed to collect any go-get documents for which its lawyers are custodians, *but has already done so with respect to over 2000 already produced documents*.

Plaintiffs have not offered any fact-based rationale to justify making individuals who hold in-house legal positions generalized ESI custodians—particularly at this stage of the litigation. During the parties' July 18 meet and confer, Plaintiffs claimed—without citation or basis—that these in-house lawyers may have been involved in evaluating, advising and talking to business people about the merger. But those are legal functions and their advice or communications—consistent with their job—would be privileged. Moreover, T-Mobile has agreed to include dozens of senior-level executives as custodians. To the

extent there are any communications involving these in-house lawyers that are not privileged and responsive, they would be captured in the files of the non-legal custodians that T-Mobile has agreed to add.

Not only that, T-Mobile has also agreed to search and collect on a go-get basis specific categories of relevant, nonprivileged external communications involving in-house attorneys. For example, T-Mobile has produced over 2,000 documents responsive to Plaintiffs' requests for communications with various governments and government agencies. As is clear, T-Mobile is not hiding behind privilege or otherwise objecting to the production of relevant documents. Rather, T-Mobile is providing a solution to minimize the costs of discovery to the benefit of both parties. *See The Sedona Conference Commentary on Protection of Privileged ESI*, 17 SEDONA CONF. J. at 159 ("Producing parties are best situated to evaluate the procedures, methodologies, and technologies appropriate for the identification and logging of ESI withheld from production on the grounds of privilege."). It is inappropriate to add in-house counsel as ESI custodians in a situation like this where (a) their files predominately consist of privileged communications, (b) non-privileged, responsive ESI would be available from other custodians or non-custodial collection and (c) adding them would dramatically increase the burden of privilege review and logging and be disproportionate to the needs of this case.

The undue burden of adding the three in-house lawyers as custodians is underscored by the positions that Plaintiffs have taken in the case. Plaintiffs have represented to T-Mobile and the Court that their case is not about re-litigating the merger clearance, but rather is about the alleged effects of the merger. *See* ECF No. 59 at 14 (Opp. to Mot. to Transfer) (arguing that "[t]he state Attorneys General case and this case also differ in a key respect. The state case was a pre-acquisition, public enforcer challenge that centered on predictions by the judge about the anticompetitive consequences of the merger. By contrast, *this case is a post-acquisition, private class action challenge that will be tried to the jury on the basis of its actual anticompetitive effects*") (emphasis added). The Court adopted Plaintiffs' representation in denying T-Mobile's motion to transfer. *See* ECF No. 63 (Mem Op. and Order at 14 (". . . the SDNY merger dispute concluded in 2020, and Plaintiffs correctly note that this case differs from the earlier controversy in material respects."). Plaintiffs reaffirmed their position during the July 18 meet and confer, stating that this case is about the prices of retail wireless mobile services after the merger. Absent a suggestion that the in-house lawyers have non-privileged communications or documents that the business people involved in those post-merger pricing decisions are not on—one Plaintiffs have not even purported is true—they are simply not relevant custodians at all, must less sufficiently relevant to outweigh the obvious burden stemming from their inclusion as ESI custodians here.

T-Mobile believes that the above proposal should resolve the parties' dispute over T-Mobile custodians as T-Mobile has gone above and beyond to agree to 50 custodians and voluminous go-get productions, and reasonably objected only to the inclusion of three

in-house counsel. Please let us know if Plaintiffs agree to T-Mobile's proposal in writing or if Plaintiffs would like to meet and confer regarding T-Mobile's proposal.

Sincerely,

GIBSON, DUNN & CRUTCHER LLP

/s/ Scott Hvidt

Scott Hvidt