

# EXHIBIT B

## WITNESS LISTS

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK

UNITED STATES OF AMERICA, et al.,  
Plaintiffs

v.

AMERICAN EXPRESS CO., et al.,  
Defendants

No. 10-CV-04496 (NGG) (RER)

**PLAINTIFFS' AMENDED TRIAL WITNESS LIST**

The United States and Plaintiff States hereby submit this trial witness list pursuant to section V.A.8 of the Court's Individual Rules. The United States reserves the right to call any witness(es) needed to establish authenticity or admissibility of any trial exhibit for which authenticity or admissibility is not established by stipulation before trial. The United States also reserves the right to call any witnesses who appear on American Express's trial witness lists.

Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
Joseph Allman, Republic Airways	c/o David Carr, Esq. One American Square Suite 2900 Indianapolis, IN 46282	Direct	Mr. Allman may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Adam Aron, formerly United Airlines	1101 Washington Avenue Apt. PH5 Philadelphia, PA 19147	Direct, Impeachment, or Rebuttal	Mr. Aron may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Mark Bergsrud, formerly United Airlines	c/o Paul Yde, Esq. 701 Pennsylvania Avenue Suite 600 Washington, DC 20004	Direct	Mr. Bergsrud may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Shane Berry, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Mr. Berry may testify about American Express's business, pricing, guidelines, regulations, contracts, communications with merchants, merchant steering, competition in the relevant market, or any topics within the scope of his 30(b)(6) deposition.
Nina Biornstad,	c/o Andrew Finch, Esq.	Direct	Ms. Biornstad may testify

Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
MasterCard	1285 Avenue of the Americas New York, NY 10019		regarding competition in the relevant market or matters discussed in her declaration.
Dean Boswell, Omni	c/o Leanne Maxwell, Esq. 600 East Las Colinas Boulevard, Suite 1900 Irving, TX 75039	Direct	Mr. Boswell may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Denis Bouchard, Sears Holding Company	c/o Diana Hsu, Esq. 3333 Beverly Road Hoffman Estates, IL 60179	Direct	Mr. Bouchard may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Scott Brennan, formerly Hilton	c/o Carrie Anderson, Esq. 1300 Eye Street, NW Suite 900 Washington, DC 20005	Direct	Mr. Brennan may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Frank Bruno, Crate & Barrel	c/o Vicki Donati, Esq. 1250 Techny Road Northbrook, IL 60062	Direct	Mr. Bruno may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant

Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
			Restraints.
David Burke, Mark Travel	c/o Peter Schaefer, Esq. 8969 North Port Washington Road Bayside, WI 53217	Direct	Mr. Burke may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Vincent Campana, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Mr. Campana may testify about American Express's business, pricing, guidelines, regulations, contracts, communications with merchants, merchant steering, or competition in the relevant market.
Kenneth Chenault, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Mr. Chenault may testify about American Express's business, pricing, guidelines, regulations, contracts, communications with merchants, merchant steering, or competition in the relevant market.
Pamela Codispoti, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Ms. Codispoti may testify about American Express's business, pricing, guidelines, regulations, contracts, communications with merchants, merchant steering, or competition in the relevant market.
Patrick Corbett, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza	Direct, Impeachment, or Rebuttal	Mr. Corbett may testify about American Express's business or any topics within the scope

Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
	825 Eighth Avenue New York, NY 10019		of his 30(b)(6) deposition.
Jennifer Dale, Sprint/Nextel	c/o Mary Jean Fell, Esq. 12502 Sunrise Valley Drive Reston, VA 20191	Direct	Ms. Dale may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Susan DeVries, formerly Walgreens	c/o James Almon, Esq. 1100 Miami Center 201 South Biscayne Boulevard Miami, Florida 33131	Direct	Ms. DeVries may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Steve DiFillippo, Davio's	Davio's Northern Italian Steakhouse 75 Arlington Street Boston, MA 02116	Direct, Impeachment, or Rebuttal	Mr. DiFillippo may testify about facts relating to: "the Boston Fee Party," credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Sandy Estep, Publix	c/o Paul Slater, Esq. 55 West Monroe Street Suite 3200 Chicago, IL 60603	Rebuttal	Ms. Estep may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant

Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
			Restraints.
David Flueck, Starwood	c/o James Altman, Esq. 1290 Avenue of the Americas New York, NY 10104	Direct	Mr. Flueck may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Gary Ford, Ph.D.	c/o Craig Conrath, Esq. Department of Justice, Antitrust Division 450 Fifth Street NW Suite 4000 Washington, DC 20001	Direct, Impeachment, or Rebuttal	Dr. Ford may testify about matters discussed in his expert reports or deposition.
Jack Funda, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Mr. Funda may testify about American Express's business, pricing, guidelines, regulations, contracts, communications with merchants, merchant steering, or competition in the relevant market.
Russell Gibson, Sinclair	c/o David Stice, Esq. 550 East South Temple Salt Lake City, UT 84102	Direct	Mr. Gibson may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Edward Gilligan, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue	Direct, Impeachment, or Rebuttal	Mr. Gilligan may testify about American Express's business, pricing, guidelines, regulations, contracts,

Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
	New York, NY 10019		communications with merchants, merchant steering, or competition in the relevant market.
William Glenn, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Mr. Glenn may testify about American Express's business, pricing, guidelines, regulations, contracts, communications with merchants, merchant steering, or competition in the relevant market.
Kim Goodman, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Ms. Goodman may testify about American Express's business, pricing, guidelines, regulations, contracts, communications with merchants, merchant steering, or competition in the relevant market.
Kathy Hanna, Kroger	c/o William Blechman, Esq. 1100 Miami Center 201 South Biscayne Boulevard Miami, FL 33131	Rebuttal	Ms. Hanna may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Peter Haslam, Office Depot	c/o Robert Amicone, Esq. 6600 North Military Trail Boca Raton, FL 33496 Mail Code: C474	Direct	Mr. Haslam may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.



Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
John Hayes, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Mr. Hayes may testify about American Express's business, pricing, contracts, communications with merchants, or competition in the relevant market.
Robin Hayes, JetBlue	c/o J. Parker Erkmann, Esq. 1299 Pennsylvania Avenue, NW Suite 700 Washington, DC 20004	Direct	Mr. Hayes may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Rick Herring, Ahold	c/o William Blechman, Esq. 1100 Miami Center 201 South Biscayne Boulevard Miami, FL 33131	Rebuttal	Mr. Herring may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
David Hill, Hewlett-Packard	c/o Beatrice Nguyen, Esq. 275 Battery Street 23rd Floor San Francisco, CA 94111	Direct	Mr. Hill may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Roger Hochschild, Discover	c/o Jennifer Selendy, Esq. 601 Lexington Avenue New York, NY 10022	Direct	Mr. Hochschild may testify regarding competition in the relevant market.

Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
Steven Holtey, Solitude Ski Resort	12000 E Big Cottonwood Canyon Road Brighton, UT 84121	Direct	Mr. Holtey may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Kenneth Jones BI-LO	c/o Eric Bloom, Esq. 4400 Deer Path Road Suite 200 Harrisburg, PA 17110	Rebuttal	Mr. Jones may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Michael Katz, Ph.D.	c/o Craig Conrath, Esq. Department of Justice, Antitrust Division 450 Fifth Street NW Suite 4000 Washington, DC 20001	Direct, Impeachment, or Rebuttal	Dr. Katz may testify about matters discussed in his expert reports or deposition.
Dwayne Kimmet, Home Depot	c/o Briley Brisendine, Esq. 2455 Paces Ferry Road NW Atlanta, GA 30339	Direct	Mr. Kimmet may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Michael Landau, DryBar	c/o Jeffrey P. Williams Williams, Anderson & Ryan LLP 901 Main Street Suite 6215	Direct, Impeachment, or Rebuttal	Mr. Landau may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards,

Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
	Dallas, TX 75202		acceptance of American Express, or the effects of American Express's Merchant Restraints.
Elizabeth Langwith, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Ms. Langwith may testify about American Express's business, pricing, guidelines, regulations, contracts, communications with merchants, merchant steering, or competition in the relevant market.
Stephen McCurdy, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Mr. McCurdy may testify about American Express's business, pricing, guidelines, regulations, contracts, communications with merchants, merchant steering, competition in the relevant market, the history of American Express's Merchant Restraints, or any topics within the scope of his 30(b)(6) deposition.
Glenda McNeal, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Ms. McNeal may testify about American Express's business, pricing, guidelines, regulations, contracts, communications with merchants, merchant steering, competition in the relevant market, or any topics within the scope of her 30(b)(6) deposition.
Benjamin Mitchell, Official Payments	c/o Jeffrey Shinder, Esq. 335 Madison Avenue 9th Floor New York, NY 10017	Direct	Mr. Mitchell may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to

Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
			accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Bradford Morgan, formerly Visa	c/o Thomas Stoeber, Esq. Arnold & Porter LLP Suite 4400 370 Seventeenth Street Denver, CO 80202	Direct	Mr. Morgan may testify about Visa's marketing and advertising during the late 1980s and early 1990s, as well as American Express's responses to those activities.
Diedre O'Malley, Best Buy	c/o Anne Lockner, Esq. 800 LaSalle Avenue 2800 LaSalle Plaza Minneapolis, MN 55402	Direct	Ms. O'Malley may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Chris Phillips, Delta	c/o J. Scott McClain, Esq. 1030 Delta Boulevard Atlanta, GA 30320	Direct	Mr. Phillips may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Melissa Plaisance, Safeway	c/o William Blechman, Esq. 1100 Miami Center 201 South Biscayne Boulevard Miami, FL 33131	Direct, Impeachment, or Rebuttal	Ms. Plaisance may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.

Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
Thomas Pojero, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Mr. Pojero may testify about American Express's business, pricing, guidelines, regulations, contracts, communications with merchants, merchant steering, or competition in the relevant market.
Chris Priebe, Southwest Airlines	c/o Alden Atkins, Esq. 2200 Pennsylvania Avenue NW Suite 500 West Washington, DC 20037	Direct	Mr. Priebe may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Joseph Quagliata, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Mr. Quagliata may testify about American Express's business, pricing, guidelines, regulations, contracts, communications with merchants, merchant steering, competition in the relevant market, or any topics within the scope of his 30(b)(6) deposition.
David Rabkin, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Mr. Rabkin may testify about American Express's business, pricing, guidelines, regulations, contracts, co-brand cards, communications with merchants, merchant steering, or competition in the relevant market.
Jeff Rein, formerly Walgreens	c/o James Almon, Esq. 1100 Miami Center	Direct	Mr. Rein may testify about facts relating to: credit card

Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
	201 South Biscayne Boulevard Miami, Florida 33131		acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
John Robinson, Ikea	c/o Jeffrey Shinder, Esq. 335 Madison Avenue 9th Floor New York, NY 10017	Direct	Mr. Robinson may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Adam Rothschild, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Mr. Rothschild may testify about American Express's business, pricing, contracts, communications with merchants, merchant steering, or competition in the relevant market.
Stephen Samoy, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Rebuttal	Mr. Samoy may testify about American Express's business, pricing, guidelines, regulations, contracts, communications with merchants, merchant steering, or competition in the relevant market.
George Satkowski, Enterprise Holdings	c/o Thomas Laffey, Esq. 600 Corporate Park Drive St. Louis, MO 63105	Direct	Mr. Satkowski may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of

Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
			American Express's Merchant Restraints.
Todd Schemm, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Mr. Schemm may testify about American Express's business, card issuance, or competition in the relevant market.
Ann Schmitt	c/o Craig Conrath, Esq. Department of Justice, Antitrust Division 450 Fifth Street NW Suite 4000 Washington, DC 20001	Direct, Impeachment, or Rebuttal	Ms. Schmitt may testify about matters discussed in her expert reports or deposition.
Matthew Schroeder, Rite Aid	c/o Eric Bloom, Esq. 4400 Deer Path Road Suite 200 Harrisburg, PA 17110	Rebuttal	Mr. Schroeder may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Daniel Schulman, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Mr. Schulman may testify about American Express's business or competition in the relevant market.
Michael Skokan, Hy-Vee	c/o William Blechman, Esq. 201 South Biscayne Boulevard, Suite 1100 Miami, FL 33131	Rebuttal	Mr. Skokan may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.

Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
Jacqueline Snyder, SuperValu	c/o Paul Slater, Esq. 55 West Monroe Street Suite 3200 Chicago, IL 60603	Rebuttal	Ms. Snyder may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Peggy Sousa, formerly American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019	Direct, Impeachment, or Rebuttal	Ms. Sousa may testify about American Express's business, pricing, guidelines, regulations, contracts, communications with merchants, merchant steering, or competition in the relevant market.
Joel Steckel, Ph.D.	c/o Craig Conrath, Esq. Department of Justice, Antitrust Division 450 Fifth Street NW Suite 4000 Washington, DC 20001	Rebuttal	Dr. Steckel may testify about matters discussed in his expert report or deposition.
Tom Sullivan, formerly Expedia	4331 SW Luana Beach Road Vashon, WA 98070	Direct	Mr. Sullivan may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Matthew Susz, Jo-Ann Stores	c/o David Goldston, Esq. 5555 Darrow Road Hudson, OH 44236	Direct	Mr. Susz may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American



Name, Employer	Address	Direct, Impeachment, or Rebuttal	Brief Statement of Expected Testimony
			Express, or the effects of American Express's Merchant Restraints.
Kevin Thiel, Alaska Airlines	c/o Jeremy Ross, Esq. 19300 International Boulevard Seattle, WA 98188	Direct	Mr. Thiel may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Fred Witt, Office Depot	c/o Robert Amicone, Esq. 6600 N. Military Trail Boca Raton, FL 33496	Direct	Mr. Witt may testify about facts relating to: credit card acceptance, whether there are competitive alternatives to accepting credit cards, acceptance of American Express, or the effects of American Express's Merchant Restraints.
Mark Zmijewski, Ph.D.	c/o Craig Conrath, Esq. Department of Justice, Antitrust Division 450 Fifth Street NW Suite 4000 Washington, DC 20001	Rebuttal	Dr. Zmijewski may testify about matters discussed in his expert reports or deposition.

Dated: June 2, 2014

Respectfully submitted,

**U.S. DEPARTMENT OF JUSTICE**

/s/ Blake W. Rushforth

Craig W. Conrath

(craig.conrath@usdoj.gov)

Blake W. Rushforth

(blake.rushforth@usdoj.gov)

U.S. Department of Justice, Antitrust Division

450 Fifth Street, NW, Suite 4000

Washington, DC 20530

Tel: (202) 532-4484

Fax: (202) 307-9952

*Counsel for Plaintiff United States of America*

**OFFICE OF THE ATTORNEY GENERAL  
State of Ohio**

/s/ Mitchell L. Gentile

Mitchell L. Gentile

(mitchell.gentile@ohioattorneygeneral.gov)

Office of the Ohio Attorney General

150 East Gay Street, 23<sup>rd</sup> Floor

Columbus, OH 43215

Tel: (614) 466-4328

Fax: (614) 995-0266

*Counsel for State of Ohio and on behalf of all  
Plaintiff States*

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK

UNITED STATES OF AMERICA, et al.,  
Plaintiffs

v.

AMERICAN EXPRESS CO., et al.,  
Defendants.

**No. 10-CV-04496 (NGG) (RER)**

**DEFENDANTS' WITNESS LIST**

In addition to the witnesses listed below, Defendants American Express Company and American Express Travel Related Services Company, Inc. ("American Express") reserve the right to call any witness(es) needed to establish admissibility of any trial exhibit for which or admissibility is not resolved by stipulation before trial. American Express also reserves the right to call any witnesses included on the Government's witness list, whether or not the witnesses are listed below.

<b>Name, Employer</b>	<b>Address</b>	<b>Direct, Impeachment or Rebuttal</b>	<b>Brief Statement of Expected Testimony</b>
<p>Pierric Beckert, American Express</p>	<p>c/o Cravath, Swaine &amp; Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019</p> <p>c/o Boies, Schiller &amp; Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022</p>	<p>Direct, Rebuttal</p>	<p>Mr. Beckert may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, experience in Australia, card issuance and competition in the relevant market.</p>
<p>Geoffrey J. Begg, American Express</p>	<p>c/o Cravath, Swaine &amp; Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019</p> <p>c/o Boies, Schiller &amp; Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022</p>	<p>Direct, Rebuttal</p>	<p>Mr. Begg may testify about subjects including American Express's experience in Australia.</p>
<p>Mark Bergsrud, United</p>	<p>c/o Paul Yde, Esq. Freshfields Bruckhaus Deringer US LLP 701 Pennsylvania Avenue Suite 600 Washington, DC 20004</p>	<p>Direct, Rebuttal</p>	<p>Mr. Bergsrud may testify about subjects including the value of American Express acceptance and negotiations with American Express.</p>

<b>Name, Employer</b>	<b>Address</b>	<b>Direct, Impeachment or Rebuttal</b>	<b>Brief Statement of Expected Testimony</b>
B. Douglas Bernheim, Ph.D.	<p>c/o Cravath, Swaine &amp; Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019</p> <p>c/o Boies, Schiller &amp; Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022</p>	Direct, Impeachment or Rebuttal	Dr. Bernheim may testify about matters discussed in his expert reports or deposition.
Shane Berry, American Express	<p>c/o Cravath, Swaine &amp; Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019</p> <p>c/o Boies, Schiller &amp; Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022</p>	Direct	Mr. Berry may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, card issuance and competition in the relevant market.
Scott Brennan, Hilton	c/o Carrie Anderson, Esq. Weil, Gotshal & Manges LLP 1300 Eye Street, NW Suite 900 Washington, DC 20005	Direct, Rebuttal	Mr. Brennan may testify about subjects including the value of American Express acceptance, co-branded relationships, and negotiations with American Express.
Frank Bruno, Crate & Barrel	c/o Vicki Donati, Esq. 250 Techny Road Northbrook, IL 60062	Direct, Rebuttal	Mr. Bruno may testify about subjects including the value of American Express acceptance and negotiations with American Express.

<b>Name, Employer</b>	<b>Address</b>	<b>Direct, Impeachment or Rebuttal</b>	<b>Brief Statement of Expected Testimony</b>
Kenneth I. Chenault, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct, Rebuttal	Mr. Chenault may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, experiences in Australia, card issuance and competition in the relevant market.
Pamela Codispoti, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct	Ms. Codispoti may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, card issuance and competition in the relevant market.
Christopher Coward, Publix	c/o David Germaine, Esq. Vanek, Vickers & Masini P.C. Suite 3500 Chicago, IL 60603	Direct, Rebuttal	Mr. Coward may testify about subjects including the value of American Express acceptance and negotiations with American Express.
Robert Creighton, Albertsons	c/o James Almon, Esq. Kenny Nachwalter, P.A. 201 South Biscayne Boulevard Suite 1100 Miami, FL 3331	Direct, Rebuttal	Mr. Creighton may testify about subjects including the value of American Express acceptance and negotiations with American Express.

<b>Name, Employer</b>	<b>Address</b>	<b>Direct, Impeachment or Rebuttal</b>	<b>Brief Statement of Expected Testimony</b>
Steve DiFillippo, Davio's	c/o James Rudolph, Esq. Rudolph Friedmann LLP 92 State Street Boston, MA 02109	Direct	Mr. DiFillippo may testify about the value of American Express acceptance.
Maureen Elworthy, Ahold	c/o James Almon, Esq. Kenny Nachwalter, P.A. 201 South Biscayne Boulevard Suite 1100 Miami, FL 3331	Direct, Rebuttal	Ms. Elworthy may testify about subjects including the value of American Express acceptance and negotiations with American Express.
David Flueck, Starwood	c/o James Altman, Esq. Bryan Cave 1290 Avenue of the Americas New York, NY 10104	Direct, Rebuttal	Mr. Flueck may testify about subjects including the value of American Express acceptance, co-branded relationships, and negotiations with American Express.
Richard J. Gilbert, Ph.D.	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct, Impeachment or Rebuttal	Dr. Gilbert may testify about matters discussed in his expert reports or deposition.

<b>Name, Employer</b>	<b>Address</b>	<b>Direct, Impeachment or Rebuttal</b>	<b>Brief Statement of Expected Testimony</b>
Edward P. Gilligan, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct, Rebuttal	Mr. Gilligan may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, experience in Australia, card issuance and competition in the relevant market.
William H. Glenn, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct, Rebuttal	Mr. Glenn may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, experience in Australia, card issuance and competition in the relevant market.
Kim Goodman, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct	Ms. Goodman may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, card issuance and competition in the relevant market.
Nelson Gutierrez, Strictly Bicycles	c/o Eric Breslin, Esq. Duane Morris One Riverfront Plaza 1037 Raymond Boulevard, Suite 1800 Newark, NJ 07102	Direct	Mr. Gutierrez may testify about the value of American Express acceptance.



<b>Name, Employer</b>	<b>Address</b>	<b>Direct, Impeachment or Rebuttal</b>	<b>Brief Statement of Expected Testimony</b>
Kathy Hanna Kroger	c/o James Almon, Esq. Kenny Nachwalter, P.A. 201 South Biscayne Boulevard Suite 1100 Miami, FL 3331	Direct, Rebuttal	Ms. Hanna may testify about subjects including the value of American Express acceptance and negotiations with American Express.
George Hay, Ph.D.	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct, Impeachment or Rebuttal	Dr. Hay may testify about matters discussed in his expert reports or deposition.
John D. Hayes, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct	Mr. Hayes may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, card issuance and competition in the relevant market.
Robin Hayes, Jet Blue	c/o J. Parker Erkmann, Esq. Cooley LLP 1299 Pennsylvania Avenue, NW Suite 700 Washington, DC 20004	Direct, Rebuttal	Mr. Hayes may testify about subjects including the value of American Express acceptance, co-branded relationships, and negotiations with American Express.

Name, Employer	Address	Direct, Impeachment or Rebuttal	Brief Statement of Expected Testimony
Scott Henderson, Kroger	c/o James Almon, Esq. Kenny Nachwalter, P.A. 201 South Biscayne Boulevard Suite 1100 Miami, FL 3331	Direct, Rebuttal	Mr. Henderson may testify about subjects including the value of American Express acceptance and negotiations with American Express.
Paul H. Hough, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct, Rebuttal	Mr. Hough may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, experience in Australia, card issuance and competition in the relevant market.
Kevin L. Keller, Ph.D.	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct, Impeachment or Rebuttal	Dr. Keller may testify about matters discussed in his expert reports or deposition.
Thomas Keller, Thomas Keller Restaurant Group	c/o Daniel Bookin O'Melveny & Myers LLP Two Embarcadero Center, 28th Floor San Francisco, CA 94111	Direct	Mr. Keller may testify about the value of American Express acceptance.

Name, Employer	Address	Direct, Impeachment or Rebuttal	Brief Statement of Expected Testimony
Doug Kirwin, HP	c/o Beatrice Nguyen, Esq. Crowell & Moring 275 Battery Street 23rd Floor San Francisco, CA 94111	Direct, Rebuttal	Mr. Kirwin may testify about subjects including the value of American Express acceptance and negotiations with American Express.
Michele Koci, Albertsons	c/o James Almon, Esq. Kenny Nachwalter, P.A. 201 South Biscayne Boulevard Suite 1100 Miami, FL 3331	Direct, Rebuttal	Ms. Koci may testify about subjects including the value of American Express acceptance and negotiations with American Express.
Samia Koulsi, Supervalu	c/o David Germaine, Esq. Vanek, Vickers & Masini P.C. 55 W. Monroe Suite 3500 Chicago, IL 60603	Direct, Rebuttal	Ms. Koulsi may testify about subjects including the value of American Express acceptance and negotiations with American Express.
Michael Landau, DryBar	c/o Jeffrey P. Williams, Esq. Williams, Anderson & Ryan LLP 901 Main Street, Suite 6215 Dallas, TX 75202	Direct	Mr. Landau may testify about the value of American Express acceptance.
Colm Lorigan, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct, Rebuttal	Mr. Lorigan may testify about subjects including American Express's experience in Australia.

Name, Employer	Address	Direct, Impeachment or Rebuttal	Brief Statement of Expected Testimony
James Madsen, Deer Valley	Deer Valley Resort 2250 Deer Valley Drive South Park City, UT 84060	Direct, Rebuttal	Mr. Madsen may testify about subjects including the value of American Express acceptance, corporate card relationships with American Express, and negotiations with American Express.
Scott Miller, Delta	c/o J. Scott McClain, Esq. 1030 Delta Boulevard Atlanta, GA 30320	Direct, Rebuttal	Mr. Miller may testify about subjects including the value of American Express acceptance, co-branded relationships, and negotiations with American Express.
Stephen B. McCurdy, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct, Rebuttal	Mr. McCurdy may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, experience in Australia, card issuance and competition in the relevant market.
Glenda McNeal, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct	Ms. McNeal may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, card issuance and competition in the relevant market.

Name, Employer	Address	Direct, Impeachment or Rebuttal	Brief Statement of Expected Testimony
Peter Nash, CVS	c/o David Germaine, Esq. Vanek, Vickers & Masini P.C. 55 W. Monroe Suite 3500 Chicago, IL 60603	Direct, Rebuttal	Mr. Nash may testify about subjects including the value of American Express acceptance and negotiations with American Express.
Janusz A. Ordovery, Ph.D.	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct, Impeachment or Rebuttal	Dr. Ordovery may testify about matters discussed in his expert reports or deposition.
Clarence Otis Jr., Darden	c/o Horace Dawson, Esq. 1000 Darden Center Dr. Orlando, FL 32837	Direct	Mr. Otis may testify about the value of American Express acceptance.
Thomas Pojero, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct	Mr. Pojero may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, card issuance and competition in the relevant market.

<b>Name, Employer</b>	<b>Address</b>	<b>Direct, Impeachment or Rebuttal</b>	<b>Brief Statement of Expected Testimony</b>
Ira Polikoff, American Express	<p>c/o Cravath, Swaine &amp; Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019</p> <p>c/o Boies, Schiller &amp; Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022</p>	Direct	Mr. Polikoff may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, card issuance and competition in the relevant market.
Joseph P. Quagliata, American Express	<p>c/o Cravath, Swaine &amp; Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019</p> <p>c/o Boies, Schiller &amp; Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022</p>	Direct	Mr. Quagliata may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, card issuance and competition in the relevant market.
Adam Rothschild, American Express	<p>c/o Cravath, Swaine &amp; Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019</p> <p>c/o Boies, Schiller &amp; Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022</p>	Direct	Mr. Rothschild may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, card issuance, market and consumer research and competition in the relevant market.

Name, Employer	Address	Direct, Impeachment or Rebuttal	Brief Statement of Expected Testimony
Todd Schemm, American Express	<p>c/o Cravath, Swaine &amp; Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019</p> <p>c/o Boies, Schiller &amp; Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022</p>	Direct	Mr. Schemm may testify about subjects including American Express's business, card issuance and competition in the relevant market.
Daniel Schulman, American Express	<p>c/o Cravath, Swaine &amp; Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019</p> <p>c/o Boies, Schiller &amp; Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022</p>	Direct	Mr. Schulman may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, card issuance and competition in the relevant market.
Ken Shachmut, Safeway	c/o James Almon, Esq. Kenny Nachwalter, P.A. 201 South Biscayne Boulevard Suite 1100 Miami, FL 3331	Direct, Rebuttal	Mr. Shachmut may testify about subjects including the value of American Express acceptance and negotiations with American Express.

Name, Employer	Address	Direct, Impeachment or Rebuttal	Brief Statement of Expected Testimony
Josh Silverman, American Express	<p>c/o Cravath, Swaine &amp; Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019</p> <p>c/o Boies, Schiller &amp; Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022</p>	Direct	Mr. Silverman may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, card issuance and competition in the relevant market.
Susan Sobott, American Express	<p>c/o Cravath, Swaine &amp; Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019</p> <p>c/o Boies, Schiller &amp; Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022</p>	Direct	Ms. Sobott may testify about subjects including American Express's business, pricing, contracts, merchant negotiations, card issuance and competition in the relevant market.
Stephanie Sperber, Universal	c/o David L. Burg, Esq. 100 Universal City Plaza Building 1280-6 Universal City, CA 91608	Direct	Ms. Sperber may testify about the value of American Express acceptance.
Marcia Steffler, Meijer	c/o David Germaine, Esq. Vanek, Vickers & Masini P.C. 55 W. Monroe Suite 3500 Chicago, IL 60603	Direct, Rebuttal	Ms. Steffler may testify about subjects including the value of American Express acceptance and negotiations with American Express.



<b>Name, Employer</b>	<b>Address</b>	<b>Direct, Impeachment or Rebuttal</b>	<b>Brief Statement of Expected Testimony</b>
Rachel Jane Stocks, American Express	c/o Cravath, Swaine & Moore LLP Worldwide Plaza 825 Eighth Avenue New York, NY 10019  c/o Boies, Schiller & Flexner LLP 575 Lexington Avenue, 7th Floor New York, NY 10022	Direct, Rebuttal	Ms. Stocks may testify about subjects including American Express's experience in Australia