

THE COMPETITION TRIBUNAL

IN THE MATTER of the *Competition Act*, R.S.C. 1985, c. C-34, as amended; and

AND IN THE MATTER OF an application for orders pursuant to section 74.1 of the *Competition Act* for conduct reviewable pursuant to paragraph 74.01(1)(a) and subsection 74.01(3) of the *Competition Act*.

BETWEEN:

THE COMMISSIONER OF COMPETITION**Applicant**

- and -

HUDSON'S BAY COMPANY**Respondent**

COMPETITION TRIBUNAL TRIBUNAL DE LA CONCURRENCE FILED / PRODUIT Date: November 21, 2017 CT-2017-008 Bianca Zamor for / pour REGISTRAR / REGISTRAIRE	
OTTAWA, ONT.	# 20

AFFIDAVIT OF LUCY ESPOSITO
 (sworn November 21, 2017)

I, Lucy Esposito, of the Town of Ajax, in the Regional Municipality of Durham
 MAKE OATH AND SAY:

- I am the eDiscovery Case Manager in the Toronto office of Stikeman Elliott LLP (“**Stikeman**”), external counsel to Hudson’s Bay Company (“**HBC**”) in this proceeding. I have been Stikeman’s lead document management specialist on this matter since May 2017. As such, I have personal knowledge of the matters to which I hereinafter depose, except where stated to be on information and belief, in which case I have set out the source of the information and verily believe it to be true.
- Since May 2017, I have been involved in all aspects of document management in this matter, including instructing Transperfect, HBC’s third party document review service provider for this case, in connection with the preparation of HBC’s Affidavit of Documents (the “**AOD**”). Although some of the work done by Transperfect pre-dates my involvement on

this file, my work since May 2017 has required me to become familiar with all of Transperfect's prior work (including its bills) in this matter.

HBC's Substantial Costs of Document Collection, Review, and Production

3. In early 2015, HBC retained Transperfect to assist with the collection, review and production of documents in response to the Federal Court Order which the Commissioner of Competition (the "**Commissioner**") obtained pursuant to Section 11 of the *Competition Act*, R.S.C. 1985, c. C-34, dated January 30, 2015 (the "**Section 11 Order**").

4. Based on Transperfect's invoices for this matter, Transperfect expended more than 4,200 person hours over a three-month period for the collection, review and production of the approximately 27,000 documents produced in response to the Section 11 Order (all of which are also listed in Schedule 1 of HBC's AOD). Transperfect invoiced HBC approximately US\$265,000 for this work.

5. In 2017, after this proceeding was commenced, Transperfect again assisted HBC in the collection, review and production of documents for the AOD. Transperfect expended more than 2,300 person hours and invoiced HBC approximately US\$160,000 for this work, which resulted in the listing and production of approximately 10,000 additional Schedule 1 documents that were not previously produced in response to the Section 11 Order.

6. Accordingly, I conservatively estimate that HBC has already expended in excess of 6,500 person hours and US\$425,000 in gathering, reviewing and producing the 37,000 documents listed in Schedule 1 of its AOD. This estimate is very conservative and does not capture all of HBC's document review and production expenses, because it does not include any costs associated with the time spent by Stikeman for a variety of document-related tasks, including project management and quality control for the preparation of approximately 27,000 documents produced in response to the Section 11 Order and the approximately 10,000 additional documents produced along with HBC's AOD.

Length of Document Collection and Review Time Periods

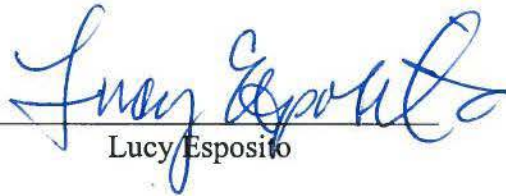
7. Following the issuance of the Section 11 Order on January 30, 2015, with the assistance of Transperfect it took HBC approximately three months to undertake and complete its document collection and review in response to that Order. HBC made its final document production in response to the Section 11 Order on April 30, 2015.

8. Following the issuance of the Scheduling Order by the Competition Tribunal in this proceeding on May 26, 2017, with the assistance of Transperfect it took HBC approximately four months to gather and review the approximately 10,000 additional documents which were produced to the Commissioner on September 29, 2017.

SWORN BEFORE ME at the City of
Toronto on November 21, 2017.



Commissioner for Taking Affidavits



Lucy Esposito

**Victoria Anne Hale, a Commissioner, etc.,
Province of Ontario, while a Student-at-Law.
Expires April 1, 2019.**