

Exhibit B

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF SOUTH CAROLINA
ANDERSON DIVISION
CIVIL ACTION NO. 8:06-cv-00373-RBH

KENNETH WALTON GEORGE, DENNIS)
REED BOWEN, CLYDE FREEMAN,)
GEORGE MOYERS, JIM MATTHEWS,)
and HENRY MILLER, on their behalf)
and on behalf of a class of)
persons similarly situated,)
)
Plaintiffs,)
)
vs.)
)
DUKE ENERGY RETIREMENT CASH)
BALANCE PLAN and DUKE ENERGY)
CORPORATION,)
)
Defendants.)

VIDEOTAPED
DEPOSITION
OF
JIM MATTHEWS

At Charlotte, North Carolina
Friday, May 4, 2007

COPY

REPORTER: VONDA L. REED, CVR
Notary Public

REED & ASSOCIATES
2401 Whirlaway Court
Matthews, NC 28105
(704) 844-6198

Mr. Matthews

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1 benefit, which would be a part A, plus a cash balance
2 conversion, for example, which would be B.

3 A. In fact, many employees said they would have
4 preferred that. Many employees liked the idea of
5 getting the cash.

6 Q. Is there anything else the company could have done
7 to, in your view, comply with ERISA?

8 A. Well, the most fair way to all employees would have
9 been just from this day forward all new employees
10 will get a cash balance plan, all current employees
11 will be grandfathered, and then no one would have had
12 any squabbles. All new employees would have had a
13 choice. If they didn't like the cash balance plan,
14 they could have went on to another company. They
15 wouldn't have been bait-and-switched. There would
16 have been no litigation, no ground for any
17 litigation.

18 (Deposition Exhibit 37 is marked.)

19 Q. Mr. Matthews, I've handed you what we have marked as
20 Exhibit 37. This is an article from the advocate
21 website, correct?

22 A. Yes.

23 Q. This is a website that you have put together and
24 maintained; is that right?

25 A. That's correct.

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1 Q. When did you first start the website?

2 A. The latter part of 1999.

3 Q. What is the purpose of the website?

4 A. The prime purpose of this website was to promote this
5 litigation.

6 Q. So you were interested in pursuing litigation against
7 Duke Energy back in 1999 for the conversion, correct?

8 A. That is correct.

9 Q. I have placed in front of you an article titled "All
10 Companies Do Not Cheat Employees." It was dated
11 September 4, 2003. Do you have that in front of you?

12 A. Yes.

13 Q. Did you author this article --

14 A. Yes.

15 Q. -- or comments on it? Okay. If you could look at
16 the bottom of the first page, there's a paragraph
17 that relates to Allmerica Financial. Do you see
18 that?

19 A. Yes.

20 Q. It says that Allmerica Financial gave employees their
21 full earned pension benefits under the old plan, plus
22 the employees received a supplement from the Cash
23 Balance Plan. Did I read that correctly?

24 A. Yes.

25 Q. And is that describing your opinion on the A-plus-B