

## **Exhibit 10**

**In The Matter Of:**

*In re: ADELPHIA COMMUNICATIONS CORPORATION, et al.,*

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**PAUL HEMANN**

*October 19, 2005*

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**HEMANN, PAUL - Vol. 1**



**LEGALINK**

A WORDWAVE COMPANY

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12:59:27 1 PAUL HEMANN  
 12:59:28 2 A. I would suspect Terry  
 12:59:29 3 Donovan.  
 12:59:33 4 Q. Are you aware that based upon  
 12:59:36 5 your work on the intercompany interest  
 12:59:38 6 calculation that the pre-petition books  
 12:59:42 7 of the legal entities were changed to  
 12:59:46 8 reflect the running of interest on  
 12:59:48 9 intercompany accounts?  
 12:59:49 10 MR. HOBART: Objection to  
 12:59:52 11 the form.  
 12:59:52 12 A. I guess I am not aware  
 12:59:53 13 specifically what was done with the  
 12:59:54 14 numbers that I provided on the rates.  
 13:00:00 15 Q. Would it trouble you at all  
 13:00:01 16 to find out that your methodology was  
 13:00:03 17 used in changing the pre-petition books  
 13:00:08 18 and records of the legal entities to  
 13:00:10 19 reflect running of interest on  
 13:00:11 20 intercompany accounts?  
 13:00:12 21 MR. HOBART: Objection to  
 13:00:13 22 the form.  
 13:00:18 23 A. I guess, no, it would not  
 13:00:20 24 trouble me that the rate was used -- or  
 13:00:22 25 was not -- it would not trouble me if

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13:00:22 1 PAUL HEMANN  
 13:00:24 2 the rate was applied to the  
 13:00:25 3 intercompany balances.  
 13:00:32 4 Q. Outside of the context of  
 13:00:33 5 your deposition, in the last six months  
 13:00:35 6 has anybody at the company consulted  
 13:00:36 7 with you regarding your work on Project  
 13:00:39 8 18?  
 13:00:41 9 A. I'm sorry, anybody -- restate  
 13:00:42 10 the question.  
 13:00:43 11 Q. Sure. Outside of this  
 13:00:45 12 deposition process, in the last six  
 13:00:47 13 months has anybody at the company  
 13:00:48 14 contacted you regarding your work on  
 13:00:50 15 Project 18?  
 13:00:53 16 A. Not that I can recall, no.  
 13:00:55 17 Q. Has any company  
 13:00:56 18 representative contacted you outside  
 13:00:58 19 the context of this deposition?  
 13:01:01 20 A. Not that I can recall, no.  
 13:01:03 21 Q. None of the lawyers or  
 13:01:05 22 financial advisors have come to talk to  
 13:01:07 23 you about your work on Project 18?  
 13:01:09 24 A. No. Not that I can recall.  
 13:01:22 25 Q. You were shown a document

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13:01:22 1 PAUL HEMANN  
 13:01:23 2 before regarding the transfer of  
 13:01:28 3 subscribers which I believe was Hemann  
 13:01:31 4 number 8. Let me show you the  
 13:01:33 5 documents, I think that lead up to  
 13:01:34 6 that.  
 13:01:34 7 (Hemann Exhibit 16 for  
 13:01:34 8 identification, Email String Dated  
 13:02:30 9 12/16/03, production numbers ACCIC  
 13:02:30 10 000010 through 11.)  
 13:02:30 11 Q. First of all, can you  
 13:02:31 12 identify what has been marked as Hemann  
 13:02:33 13 number 16?  
 13:02:35 14 A. Let me just finish looking at  
 13:02:37 15 it.  
 13:02:47 16 MR. McLAUGHLIN: Let me note  
 13:02:47 17 for the record an objection. The  
 13:02:51 18 bottom portion of this document appears  
 13:02:54 19 to reflect a privileged communication  
 13:02:55 20 between the company and its counsel.  
 13:03:02 21 As parties were made aware  
 13:03:03 22 when we put together the data room,  
 13:03:05 23 because of the speed with which it was  
 13:03:06 24 put together, it was not going to be  
 13:03:08 25 possible to make a full and complete

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13:03:08 1 PAUL HEMANN  
 13:03:10 2 privilege review. And for that reason  
 13:03:12 3 the order in aid of confirmation  
 13:03:14 4 provides placement of a document that  
 13:03:16 5 is privileged into the data room which  
 13:03:18 6 does not constitute a waiver of the  
 13:03:20 7 attorney-client privilege.  
 13:03:31 8 However, for that reason I  
 13:03:31 9 should say, we'll need to instruct the  
 13:03:31 10 witness in answering questions about  
 13:03:32 11 this document not to divulge the  
 13:03:34 12 substance of attorney-client privilege  
 13:03:37 13 because this is a privileged  
 13:03:38 14 communication.  
 13:03:39 15 MR. SHORE: Could you  
 13:03:39 16 identify it for the record, please,  
 13:03:41 17 what portions of Hemann number 16 you  
 13:03:43 18 consider to be privileged?  
 13:03:52 19 MR. McLAUGHLIN: There are  
 13:03:52 20 two emails reflected in Hemann 16, both  
 13:03:56 21 emails appear to be privileged.  
 13:03:59 22 MR. SHORE: Both appear to  
 13:04:00 23 be privileged?  
 13:04:05 24 MR. McLAUGHLIN: The top  
 13:04:06 25 email is an email between Patty Conroy

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13:04:06 1 PAUL HEMANN  
 13:04:09 2 and Russ Albanese, he was an attorney  
 13:04:12 3 at Willkie Farr & Gallagher. The lower  
 13:04:14 4 email is an email between Russ Albanese  
 13:04:17 5 and various people at the company. It  
 13:04:19 6 cc's to various people at Willkie Farr  
 13:04:23 7 & Gallagher. That also is a privileged  
 13:04:24 8 communication.  
 13:04:25 9 MR. SHORE: When you say  
 13:04:26 10 privileged, do you mean attorney-client  
 13:04:27 11 privilege or some other privilege?  
 13:04:28 12 MR. McLAUGHLIN: Well, it is  
 13:04:29 13 certainly an attorney-client privilege.  
 13:04:30 14 To the extent it reflects, it may also  
 13:04:33 15 be work product.  
 13:04:35 16 MR. SHORE: Just for the  
 13:04:35 17 record then are you saying that  
 13:04:37 18 December 16, 2003 there was an  
 13:04:39 19 anticipation of litigation regarding  
 13:04:41 20 the issues described in Hemann number  
 13:04:45 21 16?  
 13:04:46 22 MR. McLAUGHLIN: There may  
 13:04:46 23 have been.  
 13:04:48 24 MR. SHORE: When are you  
 13:04:49 25 going to get back to us when it is you

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13:04:49 1 PAUL HEMANN  
 13:04:54 2 determined whether or not it is  
 13:04:55 3 privileged?  
 13:04:55 4 MR. McLAUGHLIN: I am  
 13:04:55 5 telling you right now it is privileged.  
 13:04:57 6 MR. SHORE: My question is  
 13:04:58 7 are you asserting at this time a work  
 13:05:00 8 product protection?  
 13:05:01 9 MR. McLAUGHLIN: Yes.  
 13:05:01 10 MR. SHORE: So there was an  
 13:05:02 11 anticipation of litigation in December  
 13:05:06 12 2003 regarding the matters described in  
 13:05:09 13 Hemann number 16?  
 13:05:10 14 MR. McLAUGHLIN: There may  
 13:05:10 15 have been.  
 13:05:18 16 MR. SHORE: You're not  
 13:05:19 17 willing to specify whether there was or  
 13:05:21 18 not?  
 13:05:21 19 MR. McLAUGHLIN: I have to  
 13:05:22 20 preserve the privilege.  
 13:05:23 21 MR. SHORE: Whatever the  
 13:05:24 22 privilege is, it is here.  
 13:05:24 23 (Hemann Exhibit 17 for  
 13:05:24 24 identification, Email String Dated  
 13:06:17 25 12/16/03, production numbers ACC IC

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13:06:17 1 PAUL HEMANN  
 13:06:17 2 000110 through 112.)  
 13:06:17 3 MR. McLAUGHLIN: Again, for  
 13:06:18 4 the record, Exhibit Hemann 17, portions  
 13:06:24 5 of this document also appear to be  
 13:06:28 6 privileged, although the email in its  
 13:06:30 7 entirety may not be privileged. I can  
 13:06:35 8 tell that in a second the emails  
 13:06:52 9 reflected on the first page of  
 13:06:54 10 Exhibit 17 do not appear to be  
 13:07:00 11 privileged.  
 13:07:03 12 MR. SHORE: Okay. What in  
 13:07:03 13 Hemann 17 do you contend is privileged  
 13:07:05 14 and what is the basis for the  
 13:07:06 15 privilege?  
 13:07:11 16 MR. McLAUGHLIN: Starting  
 13:07:11 17 with page 2 Hemann 17 is a series of  
 13:07:14 18 emails, I think the initiating email as  
 13:07:17 19 reflected on page 2 toward the bottom  
 13:07:19 20 from Christine Morris to various  
 13:07:21 21 people, including attorneys at Willkie  
 13:07:24 22 Farr & Gallagher. It does not appear  
 13:07:26 23 to include anybody who would not be  
 13:07:28 24 within the privilege that is a  
 13:07:28 25 privileged communication

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13:07:28 1 PAUL HEMANN  
 13:07:30 2 The email above it on page 2  
 13:07:32 3 is also a communication between counsel  
 13:07:36 4 and the company or the company's  
 13:07:38 5 advisors. That would be a privileged  
 13:07:43 6 communication as well.  
 13:07:45 7 MR. SHORE: Which  
 13:07:45 8 privileges?  
 13:07:46 9 MR. McLAUGHLIN: The  
 13:07:46 10 attorney-client privilege and for now I  
 13:07:49 11 am preserving the work product  
 13:07:50 12 privilege.  
 13:07:53 13 On page 1 of the exhibit  
 13:07:54 14 there are communications between  
 13:07:56 15 business people at the company that do  
 13:07:59 16 not appear to be privileged.  
 13:08:02 17 MR. SHORE: With respect to  
 13:08:03 18 the email attachments which are  
 13:08:05 19 referenced on page 2 of 3.  
 13:08:11 20 MR. McLAUGHLIN: The memos?  
 13:08:12 21 MR. SHORE: The memos that  
 13:08:14 22 were attached to Christine Morris'  
 13:08:17 23 email what is the company's position  
 13:08:19 24 with respect to production of those  
 13:08:22 25 documents?