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September 20, 2011

Walter F. Brown, Jr.
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The Honorable Clifford B. Stearns
Chairman, Subcommittee on Oversight and Investigations
U.S. House Committee on Energy and Commerce
2175 Rayburn House Office Building
Washington, DC 20515-6115

The Honorable Diane DeGette
Ranking Minority Member, Subcommittee on Oversight and Investigations
U.S. House Committee on Energy and Commerce
2322A Rayburn House Office Building
Washington, DC 20515-6115

Re: Testimony of Brian Harrison, CEO of Solyndra, before the House Energy & Commerce Committee, Subcommittee on Oversight and Investigations

Dear Chairman Stearns and Ranking Member DeGette:

I write regarding the appearance of Mr. Brian Harrison, the current Chief Executive Officer of Solyndra, who I represent. As you know, Mr. Harrison will appear voluntarily before the House Energy and Commerce Committee's Subcommittee on Oversight and Investigations on Friday, September 23, 2011.

Mr. Harrison has great respect for the work of this Subcommittee and its oversight role. Mr. Harrison looks forward to the day when he can cooperate fully with this Subcommittee's investigation and present the facts known to him.

I have advised Mr. Harrison that he should decline to answer questions put to him by this Subcommittee based on his rights under the Fifth Amendment to the United States Constitution. Therefore, Mr. Harrison intends to invoke his Fifth Amendment rights in response to any questions asked by this Subcommittee and will not provide testimony.

This is not a decision arrived at lightly, but it is a decision dictated by current circumstances. On September 8, 2011, federal agents executed a search warrant at Solyndra's facilities. Moreover, the United States Department of Justice has initiated an investigation into Solyndra. In light of these circumstances, I had no choice but to advise Mr. Harrison to assert his Fifth Amendment rights in response to any questions posed by the Subcommittee. While I have instructed my client not to



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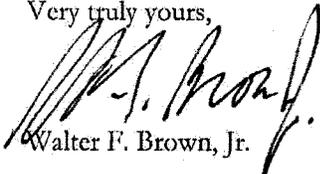
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testify at the hearing, it would be a mistake to infer anything from this other than that it is the act of a prudent lawyer who is newly engaged to represent a witness in ongoing government investigations.

Mr. Harrison regrets that these circumstances prevent him from offering full and complete answers to this Subcommittee. He respects the role that this Subcommittee plays in our Constitutional system. I know, however, that this Subcommittee understands the reasons and basis for my advice in the context of an ongoing Department of Justice investigation—even when ultimately it is found that there is no cause for charges.

Mr. Harrison hopes to have the opportunity to offer his views on the events at Solyndra. He cannot do so presently given the current circumstances.

Very truly yours,



Walter F. Brown, Jr.

cc: The Hon. Lee Terry
The Hon. John Sullivan
The Hon. Tim Murphy
The Hon. Michael Burgess
The Hon. Marsha Blackburn
The Hon. Sue Myrick
The Hon. Brian Bilbray
The Hon. Phil Gingrey
The Hon. Steve Scalise
The Hon. Cory Gardner
The Hon. Morgan Griffith
The Hon. Joe Barton
The Hon. Fred Upton
The Hon. Jan Schakowsky
The Hon. Mike Ross
The Hon. Kathy Castor
The Hon. Edward J. Markey
The Hon. Gene Green
The Hon. Donna Christensen



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The Hon. John D. Dingell
The Hon. Henry A. Waxman

Jan Nielsen Little
(415) 676-2211
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September 20, 2011

VIA FACSIMILE AND U.S. MAIL

The Honorable Clifford B. Stearns
Chairman, Subcommittee on Oversight and
Investigations
House Energy and Commerce Committee
2175 Rayburn House Office Building
Washington, DC 20515-6115
Facsimile: (202) 225-3977

The Honorable Diana DeGette
Ranking Member, Subcommittee on Oversight
and Investigations
House Energy and Commerce Committee
2322A Rayburn House Office Building
Washington, DC 20515-6115
Facsimile: (202) 225-5657

Re: Testimony of W.G. Stover, Jr. before the House Energy & Commerce Committee,
Subcommittee on Oversight and Investigations

Dear Chairman Stearns and Ranking Member DeGette:

I represent W.G. "Bill" Stover, Jr., Senior Vice President and Chief Financial Officer of Solyndra, Inc. Mr. Stover has been invited to testify before the House Energy and Commerce Committee's Subcommittee on Oversight and Investigations on Friday, September 23, 2011.

Mr. Stover agreed to appear at Friday's hearing voluntarily, and will do so. However, I have advised Mr. Stover to decline to answer any questions put to him by this or any other congressional committee or subcommittee, based on his rights under the Fifth Amendment to the United States Constitution. Acting on my advice, Mr. Stover plans to invoke his Fifth Amendment rights in response to any questions put to him during Friday's Subcommittee hearing, and he will not provide testimony.

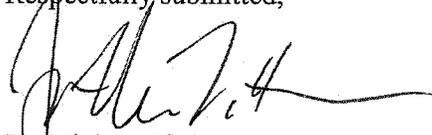
Our decision that Mr. Stover would assert his Fifth Amendment rights was taken with care and deliberation. On September 8, 2011, the Federal Bureau of Investigation executed a highly-publicized search warrant at Solyndra's offices, seizing documents, computers, and other materials. The United States Department of Justice has initiated a criminal investigation into Solyndra. Under these circumstances, Mr. Stover must invoke his rights under the Fifth Amendment of the U.S. Constitution; indeed, it would be irresponsible for anyone in his position not to do so.

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The Honorable Diana DeGette
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Nothing of substance should be read into Mr. Stover's decision to heed his counsel's advice and assert his Fifth Amendment rights. As this Subcommittee's members well know, witnesses involved in ongoing inquiries often invoke their rights under the Fifth Amendment. It is a privilege afforded every American, and it applies with equal force to testimony given at a congressional hearing, as it does in a court of law. Our United States Supreme Court has made clear that one of the Fifth Amendment's "basic functions ... is to protect innocent men" and affords them protection because "truthful responses of an innocent witness, as well as those of a wrongdoer, may provide the government with incriminating evidence from the speaker's own mouth." *Ohio v. Reiner*, 532 U.S. 17, 21 (2001).

Mr. Stover respects the important role this Subcommittee plays in performing its constitutional oversight function in service to the American people. He looks forward to a time when he can assist the Subcommittee's efforts, and make known his perspective about events at Solyndra. Unfortunately, the current circumstances do not permit it.

Respectfully submitted,



Jan Nielsen Little

JNL/csh

cc: The Hon. Lee Terry
The Hon. John Sullivan
The Hon. Tim Murphy
The Hon. Michael Burgess
The Hon. Marsha Blackburn
The Hon. Sue Myrick
The Hon. Brian Bilbray
The Hon. Phil Gingrey
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The Hon. Henry A. Waxman