

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

EQUAL EMPLOYMENT)
OPPORTUNITY COMMISSION,)
Plaintiff,)
v.)
KEANE, INC.,)
Defendant.)

Civil Action No. 00-11989RCL

ANSWER OF DEFENDANT KEANE, INC.

Defendant Keane, Inc., by their undersigned counsel, respond to the allegations in Plaintiff Equal Employment Opportunity Commission's ("EEOC" or the "Plaintiff") Complaint as follows:

JURISDICTION AND VENUE

1. Paragraph 1 states a legal conclusion to which no response is required.
2. Defendant admits that Keane's principal office is located in Massachusetts.

Defendant further admits that employment records for each Keane employee are maintained in Massachusetts. The third sentence of Paragraph 2 states a legal conclusion to which no response is required. Except as expressly admitted, Defendant denies all other allegations, if any, contained in Paragraph 2.

PARTIES

3. Defendant admits that the Equal Employment Opportunity Commission is an agency of the United States of America. The remainder of Paragraph 3 states a legal conclusion to which no response is required.

4. Defendant admits that Keane has continuously been a Massachusetts corporation doing business in the Commonwealth of Massachusetts and the County of Suffolk, and has

11

continuously employed at least fifteen employees during the period of time relevant to this action.

5. Defendant admits that Keane has continuously been an employer engaged in an industry affecting commerce within the meaning of Section 701(b), (g) and (h) of Title VII, 42 U.S.C. §2000e-(b), (g), and (h) during the period of time relevant to this action.

STATEMENT OF CLAIMS

6. Admitted that Michael Randolph filed a charge with the EEOC more than 30 days prior to the EEOC's institution of this lawsuit. Defendant denies the allegation contained in the second sentence of Paragraph 6.

7. Defendant denies the allegations contained in Paragraph 7.

a. Defendant denies the allegations contained in Paragraph 7a.

b. Defendant denies the allegations contained in Paragraph 7b.

c. Defendant denies the allegations contained in Paragraph 7c.

d. Defendant denies the allegations contained in Paragraph 7d.

8. Defendant denies the allegations contained in Paragraph 8.

9. Defendant denies the allegations contained in Paragraph 9.

10. Defendant denies the allegations contained in Paragraph 10.

AFFIRMATIVE DEFENSES

1. The Complaint, in whole or in part, fails to state a claim upon which relief may be granted.

2. Plaintiff may not be entitled to some or all of the damages alleged in the Complaint due to a failure to mitigate alleged damages.

3. Plaintiff's claims are barred, in whole or in part, by the doctrine of waiver and/or estoppel.

4. Plaintiff's claims are barred, in whole or in part, by the failure of allegedly aggrieved individuals to follow the dispute resolution procedures set forth in applicable Keane employment policies.

5. Plaintiff's claims are barred due to the EEOC's failure to conciliate prior to bringing this action.

6. Some of Plaintiff's claims may be barred by the statute of limitations.

7. Some of Plaintiff's claims may pertain to acts or statements for which Defendant is not legally responsible.

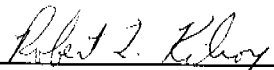
8. If, and to the extent Plaintiff suffered any damages, such damages are too speculative to be recovered.

9. Defendant reserves the right to raise additional affirmative defenses following discovery and following the time in which the EEOC identifies the "other similarly situated individuals" and the individuals comprising the "class of African American employees" referenced, but not identified by name, in the Complaint.

WHEREFORE, Defendant respectfully requests that this Court dismiss the Plaintiff's Complaint with prejudice, award Defendant its attorneys' fees and costs in defending this action, and award any other relief this Court deems just and proper.

Respectfully submitted,
KEANE, INC.,

By its attorneys,


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Martha J. Zackin, BBO #555733 (Keane
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Dated: November 27, 2000
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CERTIFICATE OF SERVICE

I hereby certify that a true copy of the above document was
served upon the attorney of record for each other party
by mail (by hand) on 11/12/00

