

# **EXHIBIT B**

Agassi Merged PA DC Overlap on 11-3 at 908pm

Designation	Source	Tx Duration	Elapsed	Remains
7:18 -7:19	Agassi, Shai 2009-01-05	00:00:01	00:00:00	00:34:14
	7:18 MR. PICKETT: Q. Good morning, Mr. Agassi.			
	7:19 A. Good morning.			
27:4 -27:12	Agassi, Shai 2009-01-05	00:00:19	00:00:01	00:34:13
	27:4 Q. You're also quoted as having said, quote:			
	27:5 "I work for an IP company, and we believe			
	27:6 in the importance of investors owning the IP			
	27:7 they create. At SAP, we believe that without			
	27:8 the ability to protect IP, most companies			
	27:9 will no longer invest so much of their			
	27:10 current revenues in future product			
	27:11 innovation."			
	27:12 Do you recall saying that?			
27:15 -27:15	Agassi, Shai 2009-01-05	00:00:00	00:00:20	00:33:54
	27:15 A. Yes.			
39:18 -40:2	Agassi, Shai 2009-01-05	00:00:15	00:00:20	00:33:54
	39:18 Q. Now, you were on the board for 5 years, the			
	39:19 Executive Board --			
	39:20 A. Yes.			
	39:21 Q. -- for 5 years?			
	39:22 To whom did you report while you worked at			
	39:23 SAP?			
	39:24 A. The entire board reports to the chairman of			
	39:25 the Supervisory Board.			
	40:1 Q. Mr. Plattner.			
	40:2 A. Yes.			
52:16 -52:21	Agassi, Shai 2009-01-05	00:00:15	00:00:35	00:33:39
	52:16 Q. When did you first hear that Oracle had			
	52:17 sued SAP in this lawsuit?			
	52:18 A. I don't know. It was published some --			
	52:19 sometime during March, I think. I don't --			
	52:20 Q. March '07 is when the lawsuit was filed.			
	52:21 A. That's right.			
53:11 -53:13	Agassi, Shai 2009-01-05	00:00:03	00:00:50	00:33:24
	53:11 Q. Was anyone surprised that Oracle had sued			
	53:12 them?			
	53:13 A. Yes.			
53:14 -53:17	Agassi, Shai 2009-01-05	00:00:06	00:00:53	00:33:21
	53:14 Q. Didn't you acquire TomorrowNow with the			
	53:15 knowledge that there was a risk that Oracle would			

53:16 sue?  
53:17 A. Yes.

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**53:18 -53:19** Agassi, Shai 2009-01-05 00:00:02 00:00:59 00:33:15  
53:18 Q. So the surprise was over the timing, not  
53:19 over the fact?

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**53:21 -54:9** Agassi, Shai 2009-01-05 00:00:54 00:01:01 00:33:13  
53:21 THE WITNESS: No, I -- there's always a  
53:22 risk that Oracle would sue. Oracle can sue over the  
53:23 way we dripped sandwich sauce over its lawn.  
53:24 They -- the fact that we've gone for quite  
53:25 some time from a -- from my position, which was very  
54:1 far away from the topic, but from my position, we  
54:2 have not changed much in the overall conditions  
54:3 between us and Oracle, or this specific topic. And  
54:4 then out of the blue, there was a lawsuit,  
54:5 surprises.  
54:6 Had we changed something, we would expect  
54:7 something to change, but nothing has changed in the  
54:8 process between the acquisition of TomorrowNow and  
54:9 the date of the suit, as far as what I knew.

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**55:8 -55:10** Agassi, Shai 2009-01-05 00:00:06 00:01:55 00:32:19  
55:8 Q. You didn't read the business case for  
55:9 purchasing TomorrowNow?  
55:10 A. I -- I have read the case, yes.

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**55:13 -55:15** Agassi, Shai 2009-01-05 00:00:06 00:02:01 00:32:13  
55:13 Q. Do you know the board issued a directive to  
55:14 TomorrowNow to stop that practice?  
55:15 A. I might have. I don't know.

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**60:10 -61:13** Agassi, Shai 2009-01-05 00:01:09 00:02:07 00:32:07  
60:10 Did SAP consider  
60:11 Oracle its chief competitor? (Edited)  
60:12 A. Yes.  
60:13 Q. And so there was a discussion on a day --  
60:14 on a weekly if not daily basis about how to compete  
60:15 against Oracle?  
60:16 A. No, it's how to compete in the market and,  
60:17 you know, if you're competing with the market and  
60:18 you have a major competitor called Oracle, then  
60:19 every discussion vis-a-vis how do we position,  
60:20 compete, and strengthen our position, trial and gain  
60:21 more market share, is a competition-related  
60:22 discussion. So --  
60:23 Q. And competition with Oracle specifically?  
60:24 A. With Oracle and Microsoft and whoever is in

62:20 we've had a number of these -- of these discussions.  
 62:21 They were around anything from, you know, how do we  
 62:22 deal with software that both sides need in order to  
 62:23 test our stuff to how to behave in each other's  
 62:24 users conferences.  
 62:25 Q. Was that successful in any way?  
 63:1 A. No.

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**66:20 -66:24** Agassi, Shai 2009-01-05 00:00:09 00:05:10 00:29:04  
 66:20 Oracle's acquisition of PeopleSoft was an  
 66:21 opportunity for SAP to try and grab as many  
 66:22 customers as possible during the transition time.  
 66:23 Correct?  
 66:24 A. Yes.

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**69:20 -70:17** Agassi, Shai 2009-01-05 00:01:04 00:05:19 00:28:55  
 69:20 Q. Focusing, however, on what my question was  
 69:21 there, are 12,000 customers with PeopleSoft or  
 69:22 J.D. Edwards applications. Correct?  
 69:23 A. Yes.  
 69:24 Q. And those 12,000 customers represent  
 69:25 opportunities for SAP. Correct?  
 70:1 A. Yes.  
 70:2 Q. Upon the acquisition of TomorrowNow, they  
 70:3 have opportunities for maintenance revenues. Right?  
 70:4 A. TomorrowNow represented an opportunity to  
 70:5 take a certain share of maintenance revenue, yes.  
 70:6 Q. And in addition to that, SAP had  
 70:7 opportunities to gain some of those 12,000 customers  
 70:8 and ultimately persuade them to purchase new Oracle  
 70:9 application -- I'm sorry, new SAP applications.  
 70:10 A. Yes.  
 70:11 Q. And that would include not just the license  
 70:12 to the applications, but a certain percentage of  
 70:13 maintenance revenues directly from SAP.  
 70:14 A. Yes.  
 70:15 Q. Did anyone quantify, in terms of dollars or  
 70:16 euros, what the opportunity was?  
 70:17 A. I'm sure somebody did.

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**70:22 -71:1** Agassi, Shai 2009-01-05 00:00:16 00:06:23 00:27:51  
 70:22 Q. Do you have any sense of whether the better  
 70:23 opportunity for SAP was in the TomorrowNow  
 70:24 maintenance or in the persuasion to have PeopleSoft  
 70:25 or J.D. Edwards customers transfer over to SAP  
 71:1 applications?

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**71:3 -71:9** Agassi, Shai 2009-01-05 00:00:17 00:06:39 00:27:35

71:3 THE WITNESS: Ultimately, the main line of  
 71:4 business for SAP is to get customers to use SAP  
 71:5 software. And that's the mainstream business that  
 71:6 SAP did. It's -- it has done so for years, for  
 71:7 decades, and will continue to do so. It's not --  
 71:8 TomorrowNow did not become a main line of business  
 71:9 for SAP.

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**71:18 -71:22** Agassi, Shai 2009-01-05 00:00:12 00:06:56 00:27:18  
 71:18 Q. Sure. Did the ability to offer maintenance  
 71:19 once TomorrowNow was acquired, did that help SAP in  
 71:20 its efforts to persuade customers to purchase SAP  
 71:21 applications?  
 71:22 A. We thought so at the time.

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**74:18 -74:21** Agassi, Shai 2009-01-05 00:00:10 00:07:08 00:27:06  
 74:18 MR. PICKETT: Q. So SAP wanted to provide  
 74:19 those customers an immediate option for maintenance,  
 74:20 and a longer-range option for SAP applications?  
 74:21 A. Yes.

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**75:1 -75:11** Agassi, Shai 2009-01-05 00:00:34 00:07:18 00:26:56  
 75:1 Q. Do you have any view as to how its  
 75:2 acquisition has affected -- how its acquisition of  
 75:3 PeopleSoft has affected competition?  
 75:4 A. Look, I think that when you look at the  
 75:5 outcome in the market and the fact that Oracle went  
 75:6 out and didn't just end up buying PeopleSoft, they  
 75:7 ended up acquiring a large number of companies, I  
 75:8 think that what you're seeing today is that there's  
 75:9 a significantly less -- lesser field of competitors  
 75:10 in the market, as a result of -- as a result of that  
 75:11 acquisition.

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**78:13 -80:7** Agassi, Shai 2009-01-05 00:02:05 00:07:52 00:26:22  
 78:13 Did you have an opinion in 2007?  
 78:14 A. As to what?  
 78:15 Q. As to whether customers of Oracle, SAP, and  
 78:16 others were better served or not?  
 78:17 A. I think in general, customers of Oracle and  
 78:18 PeopleSoft didn't get well served by this  
 78:19 proposition. I think that what you saw as an  
 78:20 outcome -- and if you go back to the day of the  
 78:21 announcement of the acquisition, if you looked at  
 78:22 what Mr. Ellison and what Mr. Phillips have actually  
 78:23 said they're going to do and what Mr. Wookey, who  
 78:24 now works at SAP, said they were going to do and  
 78:25 what was actually done, the outcome does not

79:1 resemble the original announcements.  
 79:2 The original announcement talked about a  
 79:3 Project Fusion that would converge all the benefits  
 79:4 of PeopleSoft and J.D. Edwards and later Siebel into  
 79:5 the benefits of what happened at Oracle. There was  
 79:6 a timeline that was laid out for these customers  
 79:7 that was supposed to be done by 2008.  
 79:8 We're already in 2009. Fusion looks more  
 79:9 like cold fusion right now. There's none of that  
 79:10 promise that was made to customers under which they  
 79:11 kept on paying 25 percent or so a year to get that  
 79:12 promise.  
 79:13 Now, they're captive. So during that  
 79:14 period of 4 years, they've paid again the entire  
 79:15 cost of their software, they came out without that  
 79:16 promised version, and they don't have a lot of  
 79:17 choices as to where to go.  
 79:18 So if you tell me that that's good for the  
 79:19 customer and that spurred competition, I -- you  
 79:20 know, I don't know how that happened. So my opinion  
 79:21 remains the same. I think it was a very negative  
 79:22 thing, very negative effect on the market.  
 79:23 Now, was it good for Oracle's shareholders?  
 79:24 Maybe. I don't know. I'm not a shareholder. Is it  
 79:25 good for PeopleSoft shareholders? Maybe. And maybe  
 80:1 they would have died, and maybe today in this market  
 80:2 it would have been worse for Duffield to not get the  
 80:3 10 1/2 billion dollars that he got.  
 80:4 I can't tell you, because we don't have a  
 80:5 time machine that takes us back and says, let's try  
 80:6 it a different way. But was it good for the  
 80:7 customers, absolutely not.

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**81:4 -81:7** Agassi, Shai 2009-01-05 00:00:10 00:09:57 00:24:17

81:4 Q. So this acquisition in your view created an  
 81:5 opportunity for SAP to acquire a significant portion  
 81:6 of those 12,000 customers. Right?  
 81:7 A. That's right.

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**83:1 -83:5** Agassi, Shai 2009-01-05 00:00:14 00:10:07 00:24:07

83:1 Q. One of your immediate reactions to Oracle's  
 83:2 pending acquisition of PeopleSoft was to have SAP go  
 83:3 out and look for a third-party maintenance provider.  
 83:4 Right?  
 83:5 A. No.

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**84:3 -84:8** Agassi, Shai 2009-01-05 00:00:10 00:10:21 00:23:53

84:3 Q. So you thought it would be to SAP's  
 84:4 advantage to offer maintenance to the  
 84:5 PeopleSoft/J.D. Edwards customers and the Siebel  
 84:6 customers?  
 84:7 A. Yeah. They were a broad, horizontal large  
 84:8 number.

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88:6-88:12 Agassi, Shai 2009-01-05 00:00:13 00:10:31 00:23:43

88:6 Q. One reaction to  
 88:7 Oracle's acquisition of PeopleSoft was to acquire  
 88:8 TomorrowNow. True?  
 88:9 A. Yes.  
 88:10 Q. Another reaction was to formulate the Safe  
 88:11 Passage program?  
 88:12 A. Yes.

(Edited)

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89:15-90:1 Agassi, Shai 2009-01-05 00:00:58 00:10:44 00:23:30

89:15 Q. All right. Who was the driver of the  
 89:16 acquisition of TomorrowNow? Was there an individual  
 89:17 within SAP that drove that effort?  
 89:18 A. I -- I was the guy who led the -- the  
 89:19 evaluation, together with Werner Brandt, who managed  
 89:20 the -- sort of the acquisition teams at the time.  
 89:21 And right after the acquisition, it was moved over  
 89:22 to Gerd Oswald. The day of the acquisition, it was  
 89:23 basically moved to Gerd Oswald, and the sales effort  
 89:24 for it was moved over to Apotheker.  
 89:25 And so Safe Passage was managed by  
 90:1 Apotheker and Oswald.

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90:19-90:24 Agassi, Shai 2009-01-05 00:00:17 00:11:42 00:22:32

90:19 Q. So you would say yourself and Mr. Brandt  
 90:20 were the leaders of the acquisition effort?  
 90:21 A. At the -- at that early stage. Gerd Oswald  
 90:22 came in towards the end of that transition. Oswald  
 90:23 was already involved as the guy in charge of  
 90:24 support.

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91:16-92:9 Agassi, Shai 2009-01-05 00:01:17 00:11:59 00:22:15

91:16 Q. Can you describe for me from the initial  
 91:17 inquiry arising from the Friday night dinner,  
 91:18 perhaps this is something SAP should acquire, to the  
 91:19 acquisition, what your role was?  
 91:20 A. I brought the idea up, I met with my team  
 91:21 after they had done the evaluation, they -- I asked  
 91:22 a few other members of my team to give their  
 91:23 opinion.  
 91:24 I met with the two gentlemen running

Agassi Merged PA DC Overlap on 11-3 at 908pm

91:25 TomorrowNow. We -- I think we met a number of other  
92:1 board members. It was all done -- the meetings were  
92:2 done during our annual kickoff for the year, the  
92:3 what's called field kickoff meeting.  
92:4 I was part of the board meetings afterwards  
92:5 that decided to -- we looked at all the issues  
92:6 around the acquisition, we -- I was part of the  
92:7 decision, I was part of the first-day announcement.  
92:8 And then pretty much I'd say a day or two  
92:9 after I was out of the picture.

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93:25 -94:3 Agassi, Shai 2009-01-05 00:00:08 00:13:16 00:20:58

93:25 Q. Did you have any concerns at any time with  
94:1 the legality of TomorrowNow's operations?  
94:2 A. Yes.  
94:3 Q. When did they first arise?

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94:9 -94:11 Agassi, Shai 2009-01-05 00:00:04 00:13:24 00:20:50

94:9 THE WITNESS: It was one of the questions  
94:10 that we've asked from the first minute is, was this  
94:11 legal or not?

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96:4 -96:13 Agassi, Shai 2009-01-05 00:00:39 00:13:28 00:20:46

96:4 Q. What was your understanding as to how  
96:5 TomorrowNow created a regulatory fix?  
96:6 A. From what I understood, they would go into  
96:7 customers' software remotely through their systems  
96:8 and fix the code on customers' systems.  
96:9 Q. Same for updates?  
96:10 A. Same for updates.  
96:11 Q. And they would only go -- they would only  
96:12 access remotely? That was your understanding?  
96:13 A. I -- that was my understanding.

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97:4 -97:9 Agassi, Shai 2009-01-05 00:00:20 00:14:07 00:20:07

97:4 Q. And so you deny ever learning that  
97:5 TomorrowNow downloaded copies of software to its own  
97:6 servers?  
97:7 A. I don't know. I mean, you -- I don't  
97:8 recall today if you're -- you know, I'm -- I may or  
97:9 may not. I don't know.

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100:18 -100:21 Agassi, Shai 2009-01-05 00:00:12 00:14:27 00:19:47

100:18 Q. And you know that there was a rush to get  
100:19 the deal closed so that it could be announced to the  
100:20 public on the same date as Oracle acquired  
100:21 PeopleSoft. Right?

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100:23 -100:25 Agassi, Shai 2009-01-05 00:00:06 00:14:39 00:19:35



	100:23	THE WITNESS: There -- the deal was			
	100:24	announced what it was closed, and it was done the			
	100:25	same day as the Oracle --			
<b>102:15 -102:18</b>	Agassi, Shai	2009-01-05	00:00:07	00:14:45	00:19:29
	102:15	Q. You wanted to take advantage of the doubt			
	102:16	in the marketplace. Correct?			
	102:17	A. We wanted to serve the customers that had			
	102:18	doubt on that day, yes.			
<b>102:19 -102:22</b>	Agassi, Shai	2009-01-05	00:00:09	00:14:52	00:19:22
	102:19	Q. You wanted to take advantage of customers'			
	102:20	doubt. Correct?			
	102:21	A. We wanted to offer the customers an option			
	102:22	on the day that they would be looking for options.			
<b>104:18 -104:22</b>	Agassi, Shai	2009-01-05	00:00:11	00:15:01	00:19:13
	104:18	Q. Do you recall that the Executive Board of			
	104:19	SAP in which you were a member issued a directive to			
	104:20	TomorrowNow to remove PeopleSoft software from its			
	104:21	systems?			
	104:22	A. No.			
<b>120:20 -120:22</b>	Agassi, Shai	2009-01-05	00:00:10	00:15:12	00:19:02
<a href="#">Link &gt; 3.1.2</a>	120:20	Q. Let me show you Exhibit 423, previously			
	120:21	marked. These are minutes of an Executive Board			
	120:22	meeting on the same day, December 15, 2004.			
<b>120:23 -121:1</b>	Agassi, Shai	2009-01-05	00:00:11	00:15:22	00:18:52
	120:23	The participants listed on the first page			
	120:24	as Executive Board are in fact the entire membership			
	120:25	of the board at that time. Correct?			
<a href="#">Link &gt; Hide</a>	121:1	A. Yeah.			
<b>125:9 -125:16</b>	Agassi, Shai	2009-01-05	00:00:23	00:15:33	00:18:41
	125:9	Q. You were responsible for leading the			
	125:10	acquisition effort on this company.			
	125:11	A. No, that's not true. So if you look at			
	125:12	Gerd Oswald to take responsibility to coordinate the			
	125:13	following activities, from that point on, Gerhard			
	125:14	was put -- was put point, effectively. I was -- I			
	125:15	was effectively at that point, was starting to			
	125:16	transition my effort over to Gerd.			
<b>127:3 -127:4</b>	Agassi, Shai	2009-01-05	00:00:03	00:15:56	00:18:18
	127:3	MR. PICKETT: Q. Do you recall any issues			
	127:4	with respect to the acquisition?			
<b>127:20 -128:1</b>	Agassi, Shai	2009-01-05	00:00:34	00:15:59	00:18:15
	127:20	There were			

(Edited)

147:3 you can come to the market and say, we -- we're  
 147:4 offering a service that we know how to do, Oracle  
 147:5 has never done. Oracle has never served PeopleSoft  
 147:6 customers, and that provides a certain set of --  
 147:7 Q. Bragging rights?  
 147:8 A. Bragging rights, whatever that's worth.

[Link > Hide](#)

**150:17 -150:23** Agassi, Shai 2009-01-05 00:00:25 00:20:21 00:13:53

[Link > 6.1.1](#)

150:17 Q. Let me mark -- or let me actually show you  
 150:18 what's been previously marked as Exhibit 386. It's  
 150:19 an email from Mr. Zepecki to you dated December 20,  
 150:20 2004, attaching a document entitled,  
 150:21 Peoplesoft 1-2-3.  
 150:22 Who is Mr. Zepecki?  
 150:23 A. John worked for me.

**155:8 -155:10** Agassi, Shai 2009-01-05 00:00:05 00:20:46 00:13:28

155:8 Q. And you knew he had worked at PeopleSoft  
 155:9 after his company had been acquired?  
 155:10 A. Yes.

**157:12 -157:20** Agassi, Shai 2009-01-05 00:00:19 00:20:51 00:13:23

[Link > 6.8.1](#)

157:12 Q. Expertise and access to PeopleSoft  
 157:13 systems are significant barriers to providing  
 157:14 PeopleSoft support.  
 157:15 Do you understand what Mr. Zepecki means?  
 157:16 A. Yes.  
 157:17 Q. What do you understand that to mean?  
 157:18 A. Expertise and access to PeopleSoft systems  
 157:19 are significant barriers to providing PeopleSoft  
 157:20 support. It's fairly self-explanatory.

(Edited)

**162:11 -162:12** Agassi, Shai 2009-01-05 00:00:09 00:21:10 00:13:04

[Link > 8.1](#)

162:11 MR. PICKETT: Q. Let's turn to  
 162:12 Exhibit 210. 210, please.

**165:5 -165:8** Agassi, Shai 2009-01-05 00:00:11 00:21:19 00:12:55

[Link > 8.2.1](#)

165:5 Q. In the email response that Mr. Zepecki  
 165:6 makes to your "well thought out" email, it starts on  
 165:7 the first page. I want to refer you just to a  
 165:8 single paragraph on the second page.

**165:17 -165:25** Agassi, Shai 2009-01-05 00:00:17 00:21:30 00:12:44

[Link > 8.2.2](#)

165:17 I'm not sure how TomorrowNow gets access  
 165:18 to PeopleSoft software, but it's very likely  
 165:19 that TomorrowNow is using the software  
 165:20 outside the contractual use rights granted to  
 165:21 them, and these use rights could be  
 165:22 terminated by Oracle.

304:23 even.  
 304:24 What did you mean by, we got even?  
 304:25 A. It's a statement. Don't get upset, get  
 305:1 even.  
 305:2 Q. And how did you get even with Mr. Ellison?  
 305:3 A. He bought PeopleSoft, forced his way  
 305:4 through; we bought TomorrowNow and offered the  
 305:5 customers an option to what to do.

**306:17 -306:19** Agassi, Shai 2009-01-05 00:00:18 00:29:57 00:04:17  
[Link > 154.1.1](#) 306:17 MR. PICKETT: Let me mark as Exhibit 739  
 306:18 minutes of the January 20, 2005 Executive Board  
 306:19 meeting, Bates numbers SAP-OR00501576 through -1580.

**306:25 -307:5** Agassi, Shai 2009-01-05 00:00:20 00:30:15 00:03:59  
[Link > 154.4.1](#) 306:25 Q. The one topic that's revealed on these  
 307:1 minutes appears on page ending -579: Special  
 307:2 PeopleSoft Offer. There's a statement that the  
 307:3 announcement of the TomorrowNow acquisition was well  
 307:4 received by analysts and press. I want to ask you  
 307:5 about the analysts.

**307:6 -307:7** Agassi, Shai 2009-01-05 00:00:04 00:30:35 00:03:39  
 307:6 Was there a presentation to analysts?  
 307:7 A. We had conversations with analysts.

**310:5 -310:7** Agassi, Shai 2009-01-05 00:00:07 00:30:39 00:03:35  
[Link > 154.4.2](#) 310:5 Q. The guideline was that revenue should not  
 310:6 be the measure of success, but rather, the number of  
 310:7 converted customers. Do you recall that?

**310:10 -310:10** Agassi, Shai 2009-01-05 00:00:00 00:30:46 00:03:28  
 310:10 A. Yes.

**310:17 -311:23** Agassi, Shai 2009-01-05 00:01:11 00:30:46 00:03:28

310:17 Q. And why was the board more interested in  
 310:18 numbers of converted customers rather than revenues?  
 310:19 A. Because it was a better guidance as to  
 310:20 whether we are successful in getting the original  
 310:21 goal, which was to get customers for SAP.  
 310:22 Q. It was more important to get the customers  
 310:23 converted rather than the maintenance revenues?  
 310:24 A. Yes.  
 310:25 Q. Did you see any projections of either the  
 311:1 revenues or the numbers of customers that would be  
 311:2 converted?  
 311:3 A. It was in the original case.  
 311:4 Q. In the business proposal?  
 311:5 A. Yes.

Link > Hide

311:6 Q. And that's the only time you're aware of  
 311:7 any such calculation?  
 311:8 A. No. There was -- on a periodic basis, we  
 311:9 would see tracking numbers of where we are.  
 311:10 Q. Post acquisition?  
 311:11 A. Post acquisition.  
 311:12 Q. And did you have any reason to question  
 311:13 those projections, either the one presented in the  
 311:14 January 7, 2005 business plan or subsequently?  
 311:15 A. I thought we could -- we could do better.  
 311:16 Q. And better than the original projection,  
 311:17 January 7?  
 311:18 A. And better than the execution.  
 311:19 Q. Why did you think you could do better than  
 311:20 the original projection January 7?  
 311:21 A. Because I thought that given the disruption  
 311:22 Oracle has put on the market, there will be better  
 311:23 acceptance by PeopleSoft's customers.

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311:24-312:2 Agassi, Shai 2009-01-05 00:00:14 00:31:57 00:02:17

311:24 Q. Did you have any assessment of how many of  
 311:25 the 12,000 PeopleSoft customers might be subject to  
 312:1 conversion by SAP?  
 312:2 A. No. No exact number.

---

312:8-312:14 Agassi, Shai 2009-01-05 00:00:09 00:32:11 00:02:03

312:8 Q. And what's that ratio? You're bigger than  
 312:9 Oracle.  
 312:10 A. Yes.  
 312:11 Q. Do you know what roughly that is? 60/40?  
 312:12 A. Yeah, something like that.  
 312:13 Q. Something like that?  
 312:14 A. Yeah.

---

314:5-314:9 Agassi, Shai 2009-01-05 00:00:16 00:32:20 00:01:54

Link > 24.1

314:5 Q. Let me show you an exhibit that was marked  
 314:6 as 595.  
 314:7 This is a Power Point entitled "Safe  
 314:8 Passage," January 2004. Have you seen this before?  
 314:9 A. Yes.

---

315:14-315:16 Agassi, Shai 2009-01-05 00:00:05 00:32:36 00:01:38

Link > 24.6

315:14 Q. If you turn, please, to the page  
 315:15 ending -500.  
 315:16 A. Yes.

---

315:23-316:1 Agassi, Shai 2009-01-05 00:00:09 00:32:41 00:01:33

Link > 24.6.1

315:23 Q. And the goal was to convert approximately  
 315:24 50 percent of the PeopleSoft and J.D. Edwards

315:25 customer installations to SAP?  
 316:1 A. Yes.

316:24-317:4

[Link > 24.6.2](#)

Agassi, Shai 2009-01-05 00:00:12 00:32:50 00:01:24  
 316:24 Q. Was the goal also to disrupt Oracle's  
 316:25 ability to pay for the acquisition out of cash flow?  
 317:1 A. That would be the outcome of that goal.  
 317:2 Q. Once you converted the 50 percent, that  
 317:3 would have that result.  
 317:4 A. That's right.

317:23-318:3

[Link > 24.6.3](#)

[Link > 24.6.4](#)

[Link > Hide](#)

Agassi, Shai 2009-01-05 00:00:07 00:33:02 00:01:12  
 317:23 Q. And it would shrink their share of the  
 317:24 market?  
 317:25 A. Yes.  
 318:1 Q. And it would discredit Oracle's efforts to  
 318:2 create a next-generation application platform.  
 318:3 A. Yes.

347:13-348:2

Agassi, Shai 2009-01-05 00:00:41 00:33:09 00:01:05  
 347:13 Q. You advise that SAP should make sure they  
 347:14 have their own system in place without entering our  
 347:15 facilities or contaminating our people.  
 347:16 A. Right.  
 347:17 Q. Why?  
 347:18 A. Because my coders were -- it was important  
 347:19 for me to make sure that my coders do not see  
 347:20 PeopleSoft's code.  
 347:21 Q. So it was okay for TomorrowNow to see  
 347:22 PeopleSoft code, but not for you're people?  
 347:23 A. As a service provider. As a contractor  
 347:24 that's working within the boundary of a contract  
 347:25 with a customer, yes. But my people, as coders, I  
 348:1 didn't want to have any access to that code.  
 348:2 Two very different business points.

364:4-364:4

[Link > 183.1](#)

Agassi, Shai 2009-01-05 00:00:02 00:33:50 00:00:24  
 364:4 Q. Let me show you Exhibit 316.

364:11-364:14

Agassi, Shai 2009-01-05 00:00:16 00:33:52 00:00:22  
 364:11 This is an email from Mr. Mackey to you,  
 364:12 and this references Seth Ravin's decision to leave  
 364:13 the company?  
 364:14 A. Yes.

Play Time for this Script: 00:34:14