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UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 OAKLAND DIVISION

ORACLE USA, INC., *et al.*,

Plaintiffs,

v.

SAP AG, *et al.*,

Defendants.

Case No. 07-CV-01658 PJH (EDL)

**ORACLE'S AMENDED TRIAL
 WITNESS LIST**

Date: May 24, 2012
 Time: 1:30 pm
 Place: 3rd Floor, Courtroom 3
 Judge: Hon. Phyllis J. Hamilton

Plaintiff Oracle International Corporation (“Oracle”) respectfully submits this Amended Witness List identifying witnesses to be called either live or by deposition at trial, pursuant to the Court’s February 28, 2012 Pretrial Order re Retrial (Docket # 1110), the Court’s May 18, 2012 Order (Docket # 1164), Federal Rule of Civil Procedure 26(a), and the agreement of the parties. Pursuant to the Court’s pretrial instructions, this list identifies all witnesses Oracle expects to call at trial, in person or by deposition, other than solely for impeachment or rebuttal purposes. Oracle reserves the right to call additional witnesses for purposes of impeachment or rebuttal at trial. Oracle also reserves the right to call any witness, either live or by deposition, identified on the witness lists of Defendants SAP AG, SAP America, Inc., and TomorrowNow, Inc. (collectively “SAP”).

Oracle reserves the right to narrow or amend this Revised Witness List to account for court rulings, further proceedings, further stipulations, or further meet and confer between the Parties.

Contact information for each witness has been exchanged during the course of discovery. All Oracle affiliated witnesses must continue to be contacted through Oracle’s counsel of record.

ORACLE’S WITNESS LIST

	Witness	Affiliation	Brief Description of Substance of Testimony
1	Catz, Safra (live)	Oracle	ERP software market and competition; PeopleSoft acquisition; Siebel acquisition; Oracle customer relationships; Oracle financial information; Hypothetical license expectations; Oracle support organization metrics and reports; Oracle business structure and management; Oracle software support; Oracle maintenance revenue; Impact of SAP’s acquisition of TN on Oracle; Harm to Oracle
2	Ellison, Lawrence (live)	Oracle	History and development of Oracle; Oracle business structure and management; Oracle product development information; Oracle software support; Oracle maintenance revenue; PeopleSoft acquisition; Siebel acquisition; Impact of SAP’s acquisition of TN on Oracle; Harm to Oracle; ERP software competition/market; Hypothetical license expectations; Oracle financial results

	Witness	Affiliation	Brief Description of Substance of Testimony
3	Phillips, Charles (live)	Oracle	Oracle business structure and management; PeopleSoft acquisition; Siebel acquisition; Impact of SAP's acquisition of TN on Oracle; Harm to Oracle; Oracle financial information; Oracle customer relationships; Oracle sales and marketing; Oracle maintenance revenue; Hypothetical license expectations
4	Ransom, Buffy (live)	Oracle	Customer Connection website; Downloading investigation; Damage/harm to Oracle's data/systems; JD Edwards products, development and support; JD Edwards copyrights; Oracle licensing practices and contracts; Copyright ownership/authorship; Customer decision making
5	Screven, Edward (live)	Oracle	Oracle product development; PeopleSoft, JD Edwards, and Siebel product lines; Oracle Database Software products; Copyrights; Oracle business structure and management; Derivative works; Harm to Oracle; Oracle financial information; Oracle customer relationships; Oracle sales and marketing; Oracle copyrighted software and support materials
6	Agassi, Shai (video)	SAP	SAP's acquisition of TN; TN business case and projections; SAP's knowledge, oversight and direction of SAP TN's activities; Benefits of TN acquisition; Safe Passage and SAP TN marketing; SAP TN geographical and product expansions; ERP software competition/market; SAP corporate history and structure
7	Apotheker, Leo (video)	SAP	SAP's acquisition of TN; TN business case and projections; SAP's knowledge, oversight and direction of SAP TN's activities; Benefits of SAP TN acquisition; Safe Passage and SAP TN marketing; SAP TN geographical and product expansions; SAP and SAP TN post-litigation activities
8	Brandt, Werner (video; requested by Oracle to appear live)	SAP	SAP's acquisition of TN; TN business case and projections; SAP's knowledge, oversight and direction of SAP TN's activities; Benefits of TN acquisition; Safe Passage and SAP TN marketing; SAP and SAP TN post-litigation activities

	Witness	Affiliation	Brief Description of Substance of Testimony
9	Hurst, Terry (video; requested by Oracle to appear live)	SAP	Safe Passage program; Benefits of TN acquisition; SAP's knowledge, oversight and direction of SAP TN's activities
10	Kagermann, Henning (video; requested by Oracle to appear live)	SAP	SAP's acquisition of TN; TN business case and projections; SAP's knowledge, oversight and direction of SAP TN's activities; Benefits of TN acquisition; Safe Passage and SAP TN marketing; SAP TN geographical and product expansions; SAP/TN post- litigation activities; ERP software market; SAP TN downloading from Oracle websites
11	Mackey, James (video)	SAP	SAP's acquisition of TN
12	McDermott, Bill (live)	SAP	SAP's acquisition of TN; TN business case and projections SAP's knowledge, oversight and direction of SAP TN's activities; Benefits of TN acquisition; Safe Passage and SAP TN marketing;
13	Oswald, Gerhard (video; requested by Oracle to appear live)	SAP	SAP's acquisition of TN; TN business case and projections SAP's knowledge, oversight and direction of SAP TN's activities; Benefits of TN acquisition; Safe Passage and SAP TN marketing; SAP/TN post- litigation activities; SAP TN geographical and product expansions
14	Shenkman, Arlen (video)	SAP	SAP's acquisition of TN
15	Tseng, Stephen (video)	SAP	SAP's acquisition of TN; SAP's knowledge, oversight and direction of SAP TN's activities
16	Welz, Bernd (video)	SAP	SAP's acquisition of TN; SAP's knowledge, oversight and direction of SAP TN's activities; SAP TN geographical and product expansions
17	White, Mark (live)	SAP	SAP's acquisition of TN; SAP's knowledge, oversight and direction of SAP TN's activities; Benefits of TN acquisition; Safe Passage and SAP TN marketing; SAP/TN post-litigation activities; Oracle Database Software and SAP TN licenses

	Witness	Affiliation	Brief Description of Substance of Testimony
18	Zepecki, John (live)	SAP	SAP's acquisition of TN; TN business case and projections
19	Ziemen, Thomas (video)	SAP	SAP's acquisition of TN; SAP's knowledge, oversight and direction of SAP TN's activities; Benefits of TN acquisition; Safe Passage and SAP TN marketing; SAP and SAP TN post-litigation activities
20	Geib, Bob (video)	TomorrowNow	SAP TN business model and support services; SAP TN/Customer communications; TN sales practices and results; Safe Passage and SAP TN marketing; SAP's knowledge, oversight and direction of SAP TN's activities
21	Nelson, Andrew (video)	TomorrowNow	SAP TN history and corporate structure; SAP TN business model and support services; Third party support market; SAP TN copying, modification, distribution and use of Oracle software and support materials; Oracle Database Software and SAP TN licenses; SAP TN/Customer communications; SAP TN sales practices and results; SAP's acquisition of TN; SAP's knowledge, oversight and direction of SAP TN's activities; Safe Passage and SAP TN marketing; SAP TN geographical and product expansions; SAP and SAP TN post-litigation activities
22	O'Neil, Owen (video)	TomorrowNow	SAP TN downloading from Oracle websites; SAP TN copying, modification, distribution and use of Oracle software and support materials; SAP TN business model and support services; SAP TN post-litigation activities; SAP TN geographical and product expansions; SAP's knowledge, oversight and direction of SAP TN's activities
23	Osterloh, Eric (video)	TomorrowNow	SAP TN business model; SAP's acquisition of TN; Safe Passage and SAP TN marketing; SAP TN/Customer communications; SAP TN customer contracts and licensing; SAP TN sales practices and results; SAP's knowledge, oversight and direction of SAP TN's activities
24	Phillips, Spencer (video)	TomorrowNow	SAP TN business model; Safe Passage and SAP TN marketing; SAP TN/Customer communications; SAP TN customer contracts and licensing; SAP TN sales practices and results; SAP's knowledge, oversight and direction of SAP TN's activities

	Witness	Affiliation	Brief Description of Substance of Testimony
25	Ritchie, John (video)	TomorrowNow	SAP TN business model and support services; SAP TN downloading from Oracle websites; development and testing of SAP TN automated download tools; SAP TN spoliation and document destruction
26	Anderson, Mark (video)	Travel Centers of America	Travel Centers software licenses and software support services
27	Cooley, Paul (video)	Waste Management	Waste Management software licenses and software support services
28	Mandia, Kevin (live)	Expert	Copying, modification, distribution and use of Oracle software and support materials; nature and effect of access to Oracle websites
29	Meyer, Paul (live)	Expert	Damages
30	Oracle Custodian(s) or Declarant(s) of Records (live)	Oracle	Authentication and admission of documents, as needed

DATED: May 23, 2012

Bingham McCutchen LLP

By: /s/ Geoffrey M. Howard
Geoffrey M. Howard
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Oracle USA, Inc., Oracle International Corporation, and Siebel Systems, Inc.