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20 UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 21 OAKLAND DIVISION

22 ORACLE INTERNATIONAL
 CORPORATION,

23 Plaintiff,

24 v.

25 SAP AG, *et al.*,

26 Defendants.

CASE NO. 07-CV-01658 PJH (EDL)

**DECLARATION OF JENNIFER GLOSS IN
 SUPPORT OF PLAINTIFF'S RESPONSE IN
 SUPPORT OF DEFENDANTS'
 ADMINISTRATIVE MOTION TO PERMIT
 DEFENDANTS TO FILE UNDER SEAL
 ORACLE'S INFORMATION IN SUPPORT OF
 THE PARTIES' JOINT STATEMENT
 REGARDING EXHIBIT OBJECTIONS**

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 ADMINISTRATIVE MOTION TO PERMIT DEFENDANTS TO FILE UNDER SEAL ORACLE'S INFORMATION IN SUPPORT OF
 THE PARTIES' JOINT STATEMENT REGARDING EXHIBIT OBJECTIONS

1 I, Jennifer Gloss, declare as follows:

2 1. I am an attorney licensed to practice law in the State of California and am
3 Managing Counsel at Oracle America, Inc. ("Oracle"). I have personal knowledge of the facts
4 stated within this Declaration and could testify competently to them if required.

5 2. I have reviewed the parties' Joint Statement Regarding Exhibit Objections
6 (Dkt. 1182) ("Joint Statement"). The Joint Statement, lodged with the Court under seal, at 9:14-
7 17; 12:6-10; 13:6-10; 14:21; 17:10-12; 18:6-9; 19:3-5; 21:11-14; 22:9-16; 25:6-8; 27:9-14;
8 32:18-27; 34:9-14; 34:25; 35:17; 35:21-27; 36:6-7; 36:28-37:4; 37:22-23; 38:6-9; 39:18-23;
9 39:28-40:2; and 40:4-6, contains excerpts and information from a document Bates-numbered
10 ORCL00033223 and Defendants' proposed trial exhibits A-0059, A-0367, A-4089, A-5002-1,
11 A-5042, A-5058, A-5193, A-5663, A-5995, A-5997, A-6042-1, A-6086, and A-6329-1.

12 3. Exhibit A-0059 is a 228-page print-out of a January 25, 2008 Oracle document
13 that has been commonly referred to as an "At-Risk report." Information from Exhibit A-0059
14 has previously been ordered filed under seal on three separate occasions in this case.

15 4. The remaining documents are Oracle documents produced in this case and
16 designated "Confidential Information" or "Highly Confidential Information – Attorneys' Eyes
17 Only." They contain information from Oracle and third-parties that is similar or identical to the
18 information contained in the At-Risk reports, because much of the information contained in these
19 documents served as the basis for the At-Risk reports.

20 5. By way of background, Oracle compiled and maintained At-Risk reports from
21 May 2005 to January 2008. These reports contained information about customers who told
22 Oracle they were considering dropping Oracle support in favor of support from a third party,
23 such as TomorrowNow. The reports were in the form of a spreadsheet that was updated and
24 modified over time and was distributed internally at Oracle.

25 6. The redacted excerpts and information in the Joint Statement constitute
26 information that is non-public, commercially sensitive, private and confidential to Oracle and/or
27 non-parties.

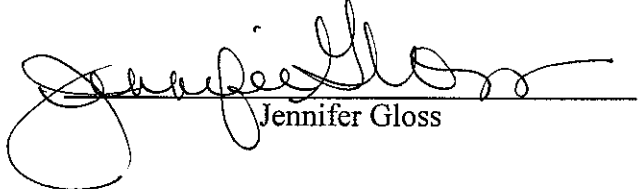
28 7. The public disclosure of this information could result in improper use of the

1 material for scandalous or libelous purposes or infringement upon trade secrets, and would create
2 a significant risk of competitive injury and particularized harm and prejudice to Oracle or to non-
3 parties who are current or former customers of Oracle and/or SAP. Specifically, some of the
4 excerpts and information contain information about Oracle's response to customers that had
5 indicated they were considering dropping Oracle support in favor of support by a third party. A
6 competitor, potential customer, or customer of Oracle could use this information to tailor its
7 competitive negotiation and/or sales strategies, which would result in harm to Oracle.

8 8. Moreover, the majority of the excerpts and information contain details regarding
9 the computer systems purportedly central to the operations of certain non-parties. The disclosure
10 of this information to the competitors of such non-parties could result in the disclosure of and
11 improper use of trade secrets for competitive purposes, and create a risk of significant
12 competitive injury and particularized harm and prejudice to non-parties. Oracle has protected the
13 information described above from public disclosure through the Stipulated Protective Order
14 ("Protective Order") by designating this information as "Confidential Information" and "Highly
15 Confidential Information — Attorneys' Eyes Only."

16 9. Although the Joint Statement contains other information designated
17 "Confidential" or "Highly Confidential – Attorneys' Eyes Only" by Oracle, Oracle has limited
18 its request to the most commercially sensitive and confidential Oracle and non-party information.
19 Thus, Oracle's request to seal is narrowly tailored.

20 I declare under penalty of perjury that the foregoing is true and correct. Executed
21 in Redwood City, California, on June 12, 2012.

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24 Jennifer Gloss

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