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20 UNITED STATES DISTRICT COURT
 21 NORTHERN DISTRICT OF CALIFORNIA
 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 KEVIN M. PAPAY
 IN SUPPORT OF ORACLE'S OFFER OF
 PROOF REGARDING ORACLE'S
 HYPOTHETICAL LICENSE DAMAGES**

1 I, Kevin M. Papay, declare that I am an attorney licensed to practice law in the State of
2 California and am an associate at Bingham McCutchen LLP, counsel of record for plaintiff
3 Oracle International Corporation (“Oracle” or “Plaintiff”). I have personal knowledge of the
4 facts stated below and could testify competently to them if required.

5 1. The following index of exhibits is intended to aid the Court’s reference to
6 materials cited in Oracle’s offer of proof. The details for each exhibit follow the index. Any
7 boxes and highlighting in the attached exhibits have been added to further assist the Court in
8 identifying the information cited in Oracle’s offer of proof.

9 **EXHIBIT INDEX**

10	A	Trial Transcript Excerpts
11	B	Plaintiff’s Trial Exhibit 680
12	C	Tim Crean Deposition Transcript Excerpts
13	D	Plaintiff’s Trial Exhibit 4809 (excerpts)
14	E	Plaintiff’s Trial Exhibit 294 (excerpts)
15	F	Plaintiff’s Trial Exhibit 2
16	G	Plaintiff’s Trial Exhibit 3
17	H	Plaintiff’s Trial Exhibit 24
18	I	Plaintiff’s Trial Exhibit 193
19	J	Plaintiff’s Trial Exhibit 129
20	K	Plaintiff’s Trial Exhibit 10
21	L	Plaintiff’s Trial Exhibit 23
22	M	Plaintiff’s Trial Exhibit 148
23	N	Gerhard Oswald Deposition Transcript Excerpts
24	O	Plaintiff’s Trial Exhibit 948
25	P	Plaintiff’s Trial Exhibit 5
26	Q	Arlen Shenkman Deposition Transcript
27	R	Jeffrey Word Rule 30(b)(6) Deposition Transcript Excerpts
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1	S	Christopher Faye Deposition Transcript Excerpts
2	T	Plaintiff's Trial Exhibit 154
3	U	Plaintiff's Trial Exhibit 4850
4	V	Plaintiff's Trial Exhibit 151
5	W	Shai Agassi Deposition Transcript Excerpts
6	X	Plaintiff's Trial Exhibit 15
7	Y	Plaintiff's Trial Exhibit 19
8	Z	James Mackey Deposition Transcript Excerpts
9	AA	Plaintiff's Trial Exhibit 171
10	BB	Plaintiff's Trial Exhibit 18
11	CC	Plaintiff's Trial Exhibit 28
12	DD	Joint Trial Exhibit 3
13	EE	John Ritchie Deposition Transcript Excerpts
14	FF	Plaintiff's Trial Exhibit 53
15	GG	Hasso Plattner Deposition Transcript Excerpts
16	HH	Plaintiff's Trial Exhibit 266
17	II	Plaintiff's Trial Exhibit 20
18	JJ	Plaintiff's Trial Exhibit 133
19	KK	Plaintiff's Trial Exhibit 4824
20	LL	Plaintiff's Trial Exhibit 373
21	MM	Plaintiff's Trial Exhibit 295
22	NN	Plaintiff's Deposition Exhibit 155
23	OO	Plaintiff's Trial Exhibit 222 (redacted)
24	PP	Plaintiff's Trial Exhibit 333
25	QQ	Plaintiff's Trial Exhibit 371
26	RR	Plaintiff's Trial Exhibit 381
27	SS	Plaintiff's Trial Exhibit 953

1	TT	Plaintiff's Trial Exhibit 8001
2	UU	Plaintiff's Trial Exhibit 8010
3	VV	Plaintiff's Trial Exhibit 533 (excerpts)
4	WW	Plaintiff's Trial Exhibit 1760
5	XX	Plaintiff's Trial Exhibit 1761
6	YY	Plaintiff's Trial Exhibit 1762
7	ZZ	Clarke Trial Demonstrative 53
8	AAA	Thomas Ziemer Deposition Transcript Excerpts
9	BBB	Plaintiff's Trial Exhibit 13
10	CCC	Plaintiff's Trial Exhibit 658
11	DDD	Plaintiff's Trial Exhibit 996
12	EEE	Plaintiff's Trial Exhibit 583
13	FFF	Plaintiff's Trial Exhibit 602
14	GGG	Plaintiff's Trial Exhibit 2822
15	HHH	Plaintiff's Trial Exhibit 2827
16	III	Paul Meyer Deposition Transcript Excerpts
17	JJJ	Plaintiff's Trial Exhibit 1008
18	KKK	Plaintiff's Trial Exhibit 1003
19	LLL	Historical Market Cap Screenshot
20		

21 **I. EXHIBIT DETAILS**

22 2. Attached as **Exhibit A** are true and correct copies of excerpts of the trial transcript
 23 in this matter. The following portions of the trial transcript comprise **Exhibit A**:

24	Date(s)	Trial Transcript Pages	Description of Event
25	11/5/10	742	Testimony of Werner Brandt
26	11/12/10	1332-1333	Testimony of Paul Meyer
27	11/16/10 11/18/10	1679-1680, 1745	Testimony of Stephen Clarke
28	11/19/10	1891, 1892, 1894-1895, 1913-1914	Testimony of Safra Catz

1 3. Attached as **Exhibit B** is a true and correct copy of Plaintiff's Trial Ex. 680,
2 admitted into evidence on November 8, 2010.

3 4. Attached as **Exhibit C** is a true and correct copy of relevant excerpts of the
4 February 19, 2009 Deposition of Tim Crean.

5 5. Attached as **Exhibit D** is a true and correct copy of relevant excerpts of Plaintiff's
6 Trial Ex. 4809, admitted into evidence on November 8, 2010.

7 6. Attached as **Exhibit E** is a true and correct copy of relevant excerpts of Plaintiff's
8 Trial Ex. 294, admitted into evidence on November 12, 2010.

9 7. Attached as **Exhibit F** is a true and correct copy of Plaintiff's Trial Ex. 2,
10 admitted into evidence on November 5, 2010.

11 8. Attached as **Exhibit G** is a true and correct copy of Plaintiff's Trial Ex. 3,
12 admitted into evidence on November 4, 2010.

13 9. Attached as **Exhibit H** is a true and correct copy of Plaintiff's Trial Ex. 24,
14 admitted into evidence on November 4, 2010.

15 10. Attached as **Exhibit I** is a true and correct copy of Plaintiff's Trial Ex. 193,
16 admitted into evidence on November 8, 2010.

17 11. Attached as **Exhibit J** is a true and correct copy of Plaintiff's Trial Ex. 129.

18 12. Attached as **Exhibit K** is a true and correct copy of Plaintiff's Trial Ex. 10,
19 admitted into evidence on November 4, 2010.

20 13. Attached as **Exhibit L** is a true and correct copy of Plaintiff's Trial Ex. 23,
21 admitted into evidence on November 8, 2010.

22 14. Attached as **Exhibit M** is a true and correct copy of Plaintiff's Trial Ex. 148,
23 admitted into evidence on November 15, 2010.

24 15. Attached as **Exhibit N** is a true and correct copy of relevant excerpts of the
25 December 10, 2008 and December 11, 2008 Depositions of Gerhard Oswald.

26 16. Attached as **Exhibit O** is a true and correct copy of Plaintiff's Trial Ex. 948,
27 admitted into evidence on November 12, 2010.

28

1 17. Attached as **Exhibit P** is a true and correct copy of Plaintiff's Trial Ex. 5,
2 admitted into evidence on November 5, 2010.

3 18. Attached as **Exhibit Q** is a true and correct copy of relevant excerpts of the June
4 4, 2008 Deposition of Arlen Shenkman.

5 19. Attached as **Exhibit R** is a true and correct copy of relevant excerpts of the
6 December 11, 2008 Deposition of Jeffrey Word.

7 20. Attached as **Exhibit S** is a true and correct copy of relevant excerpts of the March
8 18, 2009 Rule 30(b)(6) Deposition of Christopher Faye.

9 21. Attached as **Exhibit T** is a true and correct copy of Plaintiff's Trial Ex. 154,
10 admitted into evidence on November 4, 2010.

11 22. Attached as **Exhibit U** is a true and correct copy of Plaintiff's Trial Ex. 4850,
12 admitted into evidence on November 15, 2010.

13 23. Attached as **Exhibit V** is a true and correct copy of Plaintiff's Trial Ex. 151,
14 admitted into evidence on November 4, 2010.

15 24. Attached as **Exhibit W** is a true and correct copy of relevant excerpts of the
16 January 5, 2009 Deposition of Shai Agassi.

17 25. Attached as **Exhibit X** is a true and correct copy of Plaintiff's Trial Ex. 15,
18 admitted into evidence on November 4, 2010.

19 26. Attached as **Exhibit Y** is a true and correct copy of Plaintiff's Trial Ex. 19,
20 admitted into evidence on November 4, 2010.

21 27. Attached as **Exhibit Z** is a true and correct copy of relevant excerpts of the July
22 15, 2008 Deposition of James Mackey.

23 28. Attached as **Exhibit AA** is a true and correct copy of Plaintiff's Trial Ex. 171,
24 admitted into evidence on November 5, 2010.

25 29. Attached as **Exhibit BB** is a true and correct copy of Plaintiff's Trial Ex. 18,
26 admitted into evidence on November 4, 2010.

27

28

- 1 30. Attached as **Exhibit CC** is a true and correct copy of Plaintiff's Trial Ex. 28,
2 admitted into evidence on November 9, 2010.
- 3 31. Attached as **Exhibit DD** is a true and correct copy of Joint Trial Ex. 3, admitted
4 into evidence on November 9, 2010.
- 5 32. Attached as **Exhibit EE** is a true and correct copy of relevant excerpts of the
6 December 2, 2009 Deposition of John Ritchie.
- 7 33. Attached as **Exhibit FF** is a true and correct copy of Plaintiff's Trial Ex. 53,
8 admitted into evidence on November 5, 2010.
- 9 34. Attached as **Exhibit GG** is a true and correct copy of relevant excerpts of the
10 June 2, 2009 Deposition of Hasso Plattner.
- 11 35. Attached as **Exhibit HH** is a true and correct copy of Plaintiff's Trial Ex. 266,
12 admitted into evidence on November 5, 2010.
- 13 36. Attached as **Exhibit II** is a true and correct copy of Plaintiff's Trial Ex. 20,
14 admitted into evidence on November 5, 2010.
- 15 37. Attached as **Exhibit JJ** is a true and correct copy of Plaintiff's Trial Ex. 133,
16 admitted into evidence on November 4, 2010.
- 17 38. Attached as **Exhibit KK** is a true and correct copy of Plaintiff's Trial Ex. 4824,
18 admitted into evidence on November 9, 2010.
- 19 39. Attached as **Exhibit LL** is a true and correct copy of Plaintiff's Trial Ex. 373,
20 admitted into evidence on November 18, 2010.
- 21 40. Attached as **Exhibit MM** is a true and correct copy of Plaintiff's Trial Ex. 295.
- 22 41. Attached as **Exhibit NN** is a true and correct copy of Plaintiff's Depo. Ex. 155.
- 23 42. Attached as **Exhibit OO** is a true and correct (redacted) copy of Plaintiff's Trial
24 Ex. 222.
- 25 43. Attached as **Exhibit PP** is a true and correct copy of Plaintiff's Trial Ex. 333,
26 admitted into evidence on November 15, 2010.
- 27 44. Attached as **Exhibit QQ** is a true and correct copy of Plaintiff's Trial Ex. 371.
- 28 45. Attached as **Exhibit RR** is a true and correct copy of Plaintiff's Trial Ex. 381.

- 1 46. Attached as **Exhibit SS** is a true and correct copy of Plaintiff's Trial Ex. 953.
- 2 47. Attached as **Exhibit TT** is a true and correct copy of Plaintiff's Trial Ex. 8001.
- 3 48. Attached as **Exhibit UU** is a true and correct copy of Plaintiff's Trial Ex. 8010.
- 4 49. Attached as **Exhibit VV** is a true and correct copy of relevant excerpts of
5 Plaintiff's Trial Ex. 533.
- 6 50. Attached as **Exhibit WW** is a true and correct copy of Plaintiff's Trial Ex. 1760.
- 7 51. Attached as **Exhibit XX** is a true and correct copy of Plaintiff's Trial Ex. 1761.
- 8 52. Attached as **Exhibit YY** is a true and correct copy of Plaintiff's Trial Ex. 1762.
- 9 53. Attached as **Exhibit ZZ** is a true and correct copy of Clarke Trial Demonstrative
10 53, shown during the trial testimony of Stephen Clarke on November 16, 2010 at 1630:22-24.
- 11 54. Attached as **Exhibit AAA** is a true and correct copy of relevant excerpts of the
12 September 30, 2009 Deposition of Thomas Ziemer.
- 13 55. Attached as **Exhibit BBB** is a true and correct copy of Plaintiff's Trial Ex. 13,
14 admitted into evidence on November 8, 2010.
- 15 56. Attached as **Exhibit CCC** is a true and correct copy of Plaintiff's Trial Ex. 658,
16 admitted into evidence on November 8, 2010.
- 17 57. Attached as **Exhibit DDD** is a true and correct copy of Plaintiff's Trial Ex. 996.
- 18 58. Attached as **Exhibit EEE** is a true and correct copy of Plaintiff's Trial Ex. 583,
19 admitted into evidence on November 8, 2010.
- 20 59. Attached as **Exhibit FFF** is a true and correct copy of Plaintiff's Trial Ex. 602,
21 admitted into evidence on November 8, 2010.
- 22 60. Attached as **Exhibit GGG** is a true and correct copy of Plaintiff's Trial Ex. 2822.
- 23 61. Attached as **Exhibit HHH** is a true and correct copy of Plaintiff's Trial Ex. 2827.
- 24 62. Attached as **Exhibit III** is a true and correct copy of relevant excerpts of the May
25 12, 2010 and May 13, 2010 Depositions of Paul Meyer.
- 26 63. Attached as **Exhibit JJJ** is a true and correct copy of Plaintiff's Trial Ex. 1008,
27 admitted into evidence on November 8, 2010.
- 28

