

# **EXHIBIT HH**

# Acquisitions 2005

Meeting of the Finance & Investment  
Committee

22.12.2005

THE BEST-RUN BUSINESSES RUN SAP 

# AGENDA

**Acquisitions 2005**

**Acquisition of TIM, Callica, Churchill**

THE BEST-RUN BUSINESSES RUN SAP 

## Acquisitions 2005

Acquisition of TIM, Callica, Churchill

## Acquisitions 2005

	Acquired company/assets	Purchase price in Mio EUR (EUR/USD 1.25) <sup>1</sup>	Total employees <sup>2</sup>	Services	R&D	Sales/Marketing	G&A
1	Khimetrics	140,0	137	51	52	20	14
2	Triversity	96,0	228	95	83	27	23
3	Lighthammer	27,2	49	16	8	17	8
4	TomorrowNow	8,0	30	18	0	6	6
5	Transact in Memory	5,6	29	0	29	0	0
6	Callixa	3,7	6	0	6	0	0
7	Churchill	3,6	42	0	42	0	0
8	MSG (only acquired "policy management" IP) <sup>3</sup>	12,0	0				
9	DCS (only acquired "quantum" IP, not the company)	7,5	0 (entered into services agreement)				
		<b>303,6</b>	<b>521</b>	<b>180</b>	<b>220</b>	<b>70</b>	<b>51</b>
<sup>1</sup>	Contingent earn-outs not included						
<sup>2</sup>	Additional headcount hired after closing not included						
<sup>3</sup>	Various payments related with labor lease and partnership agreement (development and reseller) are not included						

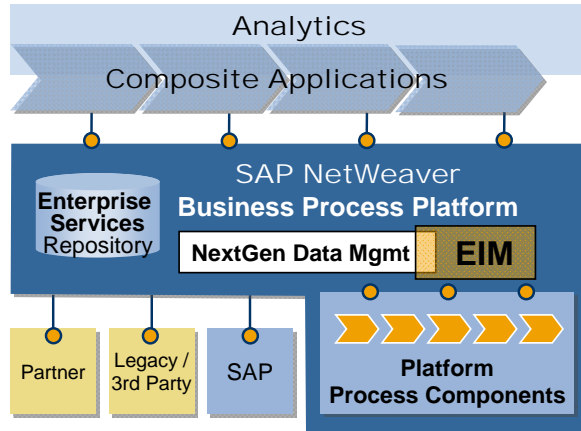
Acquisitions 2005

**Acquisition of TIM, Callica, Churchill**

## Acquisition Strategy: Transact in Memory, Callixa, Churchill

**“Enable disruptive, next generation Data Management and Enterprise Information Management inside NetWeaver”**

- Main-memory based data management within NW for A1S (TIM)
- Federated, virtual DBMS with distributed querying technology within NW (Callixa)
- Provide migration services from Oracle Forms Architecture to Java for quicker NetWeaver / BPP integration (Churchill).



**NextGen Data Mgmt (TIM) – Main memory based data mgmt within NW for A1S**

- Run our apps and eliminate database fee
- Improve performance significantly

**EIM (Callixa) - Federated, virtual DBMS with distributed querying technology within NW**

- Google style next-generation EIM solution that combines structured (BI), unstructured (Trex) and transactional (MDM) content management.

- Minimize Database footprint with virtual DB

**Migration of Oracle Forms Apps (Churchill)**

- Automatic conversion of Oracle Forms apps to NW with Visual Composer based UI

## Executive Summary – Transact in Memory

### Transaction

- Acquisition of Transact in Memory via stock acquisition to enhance SAP NetWeaver with main-memory based data management as part of Project Achilles.
- Closing occurred on the 4th of November 2005.

### Total Investment

- Total Purchase Price = USD 21.0MM
  - paid in three installments of USD 7 MM based on defined milestones within 18 months
- 29 FTEs in Seoul, Korea with a commitment to hire another 100 FTEs in Korea, India and Germany

### Rationale & Value Proposition

Provide leading edge Main-memory based data management within NetWeaver

- SAP's applications are among the heaviest transactional users of database technologies in the world
- We generate significant revenues for DB vendors and our suite represents significant innovation in data management technologies e.g. significant expertise in MaxDB and LiveCache
- SAP Basis includes buffer technologies for data mgmt in main-memory
- TREX already powers main-memory based BI e.g. Business object search
- P\*Time provides a leading transactional main-memory database
- Performance gains of >100x on transactions and >20x on access
- Run our apps and custom apps → eliminate database fees
- Work together with memory and disk vendors e.g. Intel (memory hierarchy) and EMC (disk based logging and recovery)





### Transaction

- Acquisition of Callixa via cash asset acquisition to augment and enhance SAP's Business Intelligence and Trex efforts and form a key nucleus in the new EIM strategy that SAP is laying out to compete with IBM's information integrator and Oracle's data hub and information management efforts
- Closing occurred as of September 30, 2005.

### Total Investment

- Total Purchase Price = \$4.5MM
  - SAP will be absorbing founder and CTO Dina Bitton and 6 world-class experts
  - Bitton's employment agreement provides for several development milestone payments that, if reached, would compensate her for \$1MM

### Rationale & Value Proposition

- Callixa's technology is very strong and easy to integrate; key strengths include high-performance querying, schema mapping, and modeling
- Callixa's technology also covers several identified NetWeaver "whitespaces"
  - Query optimization and modeling for Trex and Euclid, extending search/query over non-indexed data (A1S)
  - Business Intelligence migration use cases, involving moving customers to Business Warehouse from competitive products in productive landscapes
  - Dynamic querying for dashboard-style and operational reports in SAP Analytics

### Transaction

- Acquisition of Churchill via cash asset acquisition that will add key technology to assist in SAP's efforts in enabling SAP to migrate Oracle Forms Architecture applications to SAP NetWeaver Stack.
- Closing occurred as of October 1, 2005 .

### Total Investment

- Total Purchase Price = \$6.0MM
  - \$4.5MM upfront payment at closing of transaction (effective as of October 1, 2005) with an extra \$1.5MM in development milestone payments.
  - SAP will be absorbing two of the three Principals, and 40 Developers (all developers will be based in Bangalore (SAP Labs India))

### Rationale & Value Proposition

- Churchill has spent many years developing and perfecting a tool ("JAutomator") to migrate Oracle's PL/SQL proprietary code to J2EE code. Churchill focused this tool on helping Oracle customers migrate from Oracle's applications development tool – Oracle Forms - to a commercial J2EE environment. All of Churchill's principals and most of their developers have substantial Oracle Tools experience.
- SAP will extend the JAutomator tool to migrate Oracle PL/SQL stored procedures to MaxDB or Transact In Memory P\*Time.
- Churchill could not accomplish this independently because they relied on Oracle's Field support to procure leads and revenue.
- SAP does not see the JAutomator product as a standalone revenue-generator, however, we do believe that this will assist many Oracle users in migrating to SAP and integrating the Oracle Forms applications owned by the customer to the NetWeaver environment.