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UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 OAKLAND DIVISION

ORACLE INTERNATIONAL CORPORATION,

Plaintiff,

v.

SAP AG, *et al.*,

Defendants.

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

**DECLARATION OF JENNIFER GLOSS IN
 SUPPORT OF DEFENDANTS'
 ADMINISTRATIVE MOTION TO FILE
 UNDER SEAL DOCUMENTS IN SUPPORT OF
 JOINT STATEMENT REGARDING
 EVIDENTIARY ISSUES**

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. At Oracle’s request, Defendants redacted or partially redacted excerpts from
6 Exhibit A-0059 from the public filing of documents in support of the Joint Statement Regarding
7 Evidentiary Issues.

8 3. I have reviewed the redacted excerpts of Exhibit A-0059.

9 4. The redacted excerpts of Exhibit A-0059 contain information that is non-public,
10 commercially sensitive, private and/or confidential to Oracle and/or non-parties.

11 5. The public disclosure of this information could result in improper use of the
12 material for scandalous or libelous purposes or infringement upon trade secrets, and would create
13 a significant risk of competitive injury and particularized harm and prejudice to Oracle and/or
14 non-parties.

15 6. The excerpts of Exhibit A-0059 are from a 228-page print-out of a January 25,
16 2008 Oracle document that has been commonly referred to as an “At-Risk report.”

17 7. Information from Exhibit A-0059 has previously been ordered filed under seal on
18 four separate occasions in this case.

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

24 9. The excerpts of Exhibit A-0059 contain information about Oracle’s response to a
25 customer who had indicated they were considering dropping Oracle support in favor of support
26 by a third party. The excerpts also contain pricing and discount information for the customer as
27 well as strategic information about Oracle’s response to customers in price negotiations. A
28 competitor, potential customer, or customer of Oracle could use this information to tailor its

1 competitive negotiation and/or sales strategies, which would result in harm to Oracle.

2 10. The excerpts of Exhibit A-0059 also contain details regarding the computer
3 systems purportedly central to the operations of a non-party customer. The disclosure of this
4 information to the competitors of the non-party customer could result in the disclosure of and
5 improper use of trade secrets for competitive purposes, and create a risk of significant
6 competitive injury and particularized harm and prejudice to non-parties.

7 11. Although there are many other documents in Defendants' filing containing
8 information designated "Confidential" or "Highly Confidential - Attorneys' Eyes Only" by
9 Oracle, Oracle has limited its request to the most commercially sensitive and confidential Oracle
10 and non-party information. Thus, the request to seal is narrowly tailored.

11 12. Oracle has protected the information described above from public disclosure
12 through the Stipulated Protective Order ("Protective Order") by designating this information as
13 "Confidential Information" and "Highly Confidential Information - Attorneys' Eyes Only."

14 I declare under penalty of perjury that the foregoing is true and correct. Executed
15 in Sacramento, California, on August 1, 2012.

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