

# **EXHIBIT B-1**

JOHN M. BAUGH            February 6, 2008  
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IN THE UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

Case No. 07-CV-01658 (MJJ)

ORACLE CORPORATION, a Delaware corporation, ORACLE  
USA, INC., a Colorado corporation, and ORACLE  
INTERNATIONAL CORPORATION, a California corporation,

Plaintiffs,

v.

SAP AG, a German corporation, SAP AMERICA, INC., a  
Delaware corporation, TOMORROWNOW, INC., a Texas  
corporation, and DOES 1-50, inclusive,

Defendants.

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VIDEOTAPE RULE 30(b)(6) DEPOSITION OF:  
JOHN M. BAUGH - February 6, 2008  
TomorrowNow, Inc.  
(Highly Confidential - Attorneys' Eyes Only)

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PURSUANT TO NOTICE, the Videotape Rule  
30(b)(6) deposition of JOHN M. BAUGH was taken on  
behalf of the Plaintiffs at 1700 Lincoln Street, Suite  
4100, Denver, Colorado 80203, on February 6, 2008, at  
1:17 p.m., before Sandra L. Bray, Registered Diplomat  
Reporter, Certified Realtime Reporter, and Notary Public  
within Colorado.

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14:16:41            16                            Q.    Was that the case in the majority of  
14:16:46            17                            environments that were built using customer software?  
14:16:57            18                            In how many instances where an environment was created  
14:17:00            19                            for a customer was it also the case that a database  
14:17:05            20                            was created to support that particular environment?  
14:17:11            21                            A.    It should be all, all cases.  
14:17:16            22                            Q.    And is it fair to say that those  
14:17:20            23                            databases were from a variety of different vendors?  
14:17:30            24                            A.    The database platform?  
14:17:31            25                            Q.    Yes.

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14:17:32 1 A. Yes.

14:17:32 2 Q. How did TomorrowNow obtain the database  
14:17:39 3 software that was used to support the individual  
14:17:46 4 application environments?

14:17:49 5 A. From the database vendor.

14:18:01 6 Q. Who were those database vendors that  
14:18:04 7 TomorrowNow obtained the database software from to  
14:18:08 8 support the individual customer application  
14:18:12 9 environments?

14:18:16 10 A. Microsoft, IBM, Sybase, Oracle, and we  
14:18:39 11 also have INFORMIX. I think INFORMIX is owned by IBM  
14:18:50 12 now, but I'm not sure.

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16:09:30            21                            Q.    And with respect to the database  
16:09:32            22                            platform, was that always obtained from the customer  
16:09:34            23                            or did it ever happen that the existing database  
16:09:37            24                            platform that you had at TomorrowNow was used to  
16:09:39            25                            support a new local environment?

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16:09:44 1 A. Yes, we did always ask the customer for  
16:09:50 2 that information, but yes, we did have to support  
16:09:54 3 clients on database platforms that we had available to  
16:09:57 4 us.

16:10:06 5 Q. And just staying on that subject for a  
16:10:10 6 second, in the extended support model, did you use  
16:10:16 7 database platforms that you had already at TomorrowNow  
16:10:20 8 to support any of the extended support local  
16:10:23 9 environments?

16:10:26 10 A. Right, we used SQL server 7.

16:10:31 11 Q. For all of the extended support  
16:10:33 12 environments?

16:10:33 13 A. Initially, yes.

16:10:35 14 Q. Were there any other database platforms  
16:10:37 15 used for extended support environments?

16:10:40 16 A. SQL server 2000 I think was used. I'm  
16:11:01 17 not sure if any of the other platforms were used for  
16:11:06 18 extended support.

16:11:06 19 Q. And in the direct support local  
16:11:09 20 environment model, which database platforms of the  
16:11:15 21 ones that were used generally to support the local  
16:11:18 22 environments did TomorrowNow use from its own existing  
16:11:25 23 software resources?

16:11:26 24 A. Could you restate that question?

16:11:30 25 Q. In the direct support model, which

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16:11:34            1            database software did TomorrowNow use that it didn't  
16:11:37            2            obtain from a customer in order to support a local  
16:11:39            3            environment?

16:11:40            4                            A.    We didn't use any -- we obtained all our  
16:11:45            5            own database software. We did not obtain database  
16:11:50            6            software -- any database software from a client.

16:11:52            7                            Q.    So you sourced that software directly  
16:11:54            8            from the vendors?

16:11:56            9                            A.    Correct.

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18:07:49            17                                    MR. HOWARD: Let's mark as Plaintiffs'  
18:07:52            18                                    Exhibit 31 a document titled PeopleSoft Demo  
18:08:02            19                                    Environments, consisting of 10 pages, which is --  
18:08:07            20                                    which was produced as Bates Number TN-OR 169315, but  
18:08:18            21                                    there's no Bates number on the hard copy because it  
18:08:20            22                                    was produced natively with the Bates number on the CD.  
18:08:23            23                                    (Deposition Exhibit 31 was marked.)  
18:08:33            24                                    MR. FUCHS: Just add on the record per  
18:08:34            25                                    party's agreements to produce all Excel files in

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18:08:41 1 native form.

18:09:03 2 Q. (BY MR. HOWARD) Mr. Baugh, are you  
18:09:05 3 familiar with the document that's been marked as  
18:09:07 4 Exhibit 31?

18:09:08 5 A. Yes.

18:09:08 6 Q. What is it?

18:09:09 7 A. This is a document that was generated  
18:09:14 8 from looking at information in our project management  
18:09:19 9 system and in SAS.

18:09:26 10 Q. The project management system is the  
18:09:28 11 dotProject?

18:09:29 12 A. DotProject, yes.

18:09:30 13 Q. And where in SAS did you look to find  
18:09:33 14 the information that's contained on Exhibit 31?

18:09:38 15 A. The SAS Environment Portal and I also  
18:09:43 16 think the SAS Enterprise. I was not the only person  
18:09:53 17 that worked on this doc.

18:09:59 18 Q. But you were one of the people that  
18:10:01 19 authored this doc by referencing dotProject and SAS?

18:10:05 20 A. Yes.

18:10:05 21 Q. And what was the purpose for which you  
18:10:09 22 participated in the creation of Exhibit 31?

18:10:10 23 A. Trying to generate a document that would  
18:10:15 24 show all the PeopleSoft -- all our current PeopleSoft  
18:10:23 25 demo support environments that we're supporting for

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18:10:29            1            our customers.

18:10:35            2                            Q.    And is it fair to say that Exhibit 31 is  
18:10:38            3            a compilation of information which is created and  
18:10:43            4            maintained in the ordinary course of business of  
18:10:45            5            TomorrowNow?

18:10:46            6                            A.    Yes.

18:10:46            7                            Q.    And is it a true and accurate reflection  
18:10:52            8            of that information as you found it in dotProject and  
18:10:56            9            in the SAS database?

18:10:59            10                          A.    Yes.

18:10:59            11                          Q.    And you're familiar with the information  
18:11:08            12            from the dotProject and SAS database as part of your  
18:11:12            13            responsibilities at TomorrowNow?

18:11:14            14                          A.    Yes.

18:11:14            15                          Q.    So how many environments does Exhibit 31  
18:11:23            16            reflect? Do you know?

18:11:28            17                          A.    I'm not sure of the number. I think  
18:11:45            18            there's -- I'd say at least a couple of hundred.

18:11:48            19                          Q.    If I said that I had counted this up to  
18:11:52            20            be 227, would that sound accurate to you?

18:11:56            21                          A.    That sounds about right, yes.

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18:26:34            11                    Q.    Were you involved at all in and was this  
18:26:40            12                    created as part of an effort to respond to Oracle's  
18:26:46            13                    discovery requests in this case?

18:26:48            14                    A.    Yes, that is my understanding.

18:26:50            15                    Q.    And did you participate in helping  
18:26:55            16                    develop the answer to an interrogatory that Oracle  
18:26:59            17                    asked about the number of PeopleSoft environments that  
18:27:02            18                    had been created and maintained at TomorrowNow?

18:27:11            19                    A.    I was asked to provide information on  
18:27:14            20                    the number of environments.

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18:29:10            24                            Q.    "TomorrowNow has maintained  
18:29:12            25                            approximately 183 PeopleSoft environments on behalf of

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18:29:15 1 approximately 122 different customers."

18:29:18 2 A. No, based on the research, that's not an  
18:29:30 3 accurate number.

18:29:32 4 Q. And, in fact, really even the  
18:29:38 5 environments reflected on Exhibit 31, the 227, that's  
18:29:43 6 not all of them either, right?

18:29:44 7 A. That's correct.

18:29:46 8 Q. To get the total number, you've got to  
18:29:49 9 look at this BakTrak reporting that you generated to  
18:29:54 10 include the backup environments and all of the total  
18:30:01 11 environments?

18:30:01 12 A. Yes.

18:30:01 13 Q. And that's the several thousand number  
18:30:04 14 that we talked about?

18:30:05 15 MR. FUCHS: Objection, form.

18:30:06 16 A. No, that would not be correct. We have  
18:30:13 17 not had several thousand environments.

18:30:15 18 Q. What's your best understanding of what  
18:30:22 19 the total number of environments that PeopleSoft has  
18:30:25 20 ever -- that TomorrowNow has ever maintained of  
18:30:28 21 PeopleSoft applications?

18:30:31 22 MR. FUCHS: Objection, form.

18:30:32 23 A. It's my understanding that TomorrowNow  
18:30:37 24 has had a little over 300 environments on our hardware  
18:30:46 25 at one time.

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1 I, JOHN M. BAUGH, do hereby certify that I  
2 have read the above and foregoing deposition and that  
3 the same is a true and accurate transcription of my  
4 testimony, except for attached amendments, if any.

5 Amendments attached ( ) Yes ( ) No

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\_\_\_\_\_  
JOHN M. BAUGH

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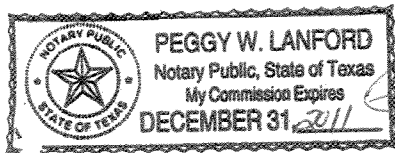
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The signature above of JOHN M. BAUGH was  
subscribed and sworn to before me in the county of  
Brazos, state of Texas,  
this 5th day of March, 2008.

18



19

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\_\_\_\_\_  
Notary Public  
My commission expires:

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22

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Oracle Corporation, et al. 2/6/08 (sb)

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REPORTER'S CERTIFICATE

STATE OF COLORADO )  
 ) ss.  
CITY AND COUNTY OF DENVER )

I, SANDRA L. BRAY, Registered Diplomate Reporter, Certified Realtime Reporter, and Notary Public, State of Colorado, do hereby certify that previous to the commencement of the examination, the said JOHN M. BAUGH was duly sworn by me to testify to the truth in relations to the matters in controversy between the parties hereto; that the said deposition was taken in machine shorthand by me at the time and place aforesaid and was thereafter reduced to typewritten form; that the foregoing is a true transcript of the questions asked, testimony given, and proceedings had.

I further certify that I am not employed by, related to, nor of counsel for any of the parties herein nor otherwise interested in the outcome of this litigation.

IN WITNESS WHEREOF, I have affixed my signature this 10th of February, 2008.

My commission expires January 16, 2012.

Reading and Signing was requested.

Reading and Signing was waived.

Reading and Signing is not required.

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