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

23 ORACLE USA, INC., *et al.*,
 24 Plaintiffs,
 25 v.
 26 SAP AG, *et al.*,
 27 Defendants.

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

**DECLARATION OF ZACHARY
 ALINDER IN SUPPORT OF
 PLAINTIFFS' ADMINISTRATIVE
 MOTION TO PERMIT PLAINTIFFS
 TO FILE UNDER SEAL
 DEFENDANTS' INFORMATION
 SUPPORTING PLAINTIFFS'
 OPPOSITION TO DEFENDANTS'
 MOTION FOR PARTIAL
 SUMMARY JUDGMENT**

Case No. 07-CV-01658 PJH (EDL)

1 I, Zachary Alinder, declare:

2 1. I am a partner in the law firm of Bingham McCutchen LLP and counsel of
3 record for Plaintiffs Oracle USA, Inc., Oracle International Corporation, Oracle EMEA Limited,
4 and Siebel Systems, Inc. (collectively "Oracle") in the above-captioned action. I am a member
5 in good standing of the state bar of California and admitted to practice before this Court. I make
6 this declaration based on personal knowledge and, if called upon to do so, could testify
7 competently thereto.

8 2. Pursuant to Civil Local Rule 79-5 and the stipulated Protective Order
9 entered on June 6, 2007 in this case, I make this Declaration in support of Plaintiffs'
10 Administrative Motion to Permit Plaintiffs to File Under Seal Defendants' Information
11 Supporting Plaintiffs' Opposition to Defendants' Motion for Partial Summary Judgment.

12 3. Plaintiffs file this motion at Defendants' request. The requested relief is
13 necessary and narrowly tailored to protect the alleged confidentiality of the materials put at issue
14 by Plaintiffs' Opposition to Defendants' Motion for Partial Summary Judgment ("Plaintiffs'
15 Opposition") until such time as Defendants may submit a declaration in accordance with Civil
16 Local Rule 79-5(d), and the Court makes a final ruling as to confidentiality of the relevant
17 subject matter.

18 4. Specifically, the following documents and portions of documents lodged
19 with the Court contain information designated by Defendants as "Confidential Information":
20 (1) Excerpts from Defendants' document entitled "SAP AG, Fair Value of Certain Assets,
21 Liabilities and Legal Entities of Business Objects S.A. As of January 21, 2008," produced in this
22 litigation as Bates Numbers SAP-OR 00802513-517 and attached as Exhibit 44 to the
23 Declaration of Paul K. Meyer in Support of Plaintiffs' Opposition to Defendants' Motion for
24 Partial Summary Judgment ("Meyer Declaration"), as well as the corresponding text in
25 Paragraph 40(b) of the Meyer Declaration; and, (2) Portions of Plaintiffs' Opposition to
26 Defendants' Motion for Partial Summary Judgment Regarding Plaintiffs' Hypothetical [Fair
27 Market Value] License Damages at 22:13-14 and Portions of the Declaration of Lawrence
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1 Ellison at 3:21-23 referencing payments made pursuant to the database reseller's agreement
2 between the parties.

3 I declare under the laws of the United States and the State of California that the
4 foregoing is true and correct and that this Declaration was executed on September 23, 2009, in
5 San Francisco, California.

6 /s/ Zachary Alinder

7 Zachary Alinder
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