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16 UNITED STATES DISTRICT COURT  
17 NORTHERN DISTRICT OF CALIFORNIA  
18 OAKLAND DIVISION

19 ORACLE USA, INC., *et al.*,  
20 Plaintiffs,  
v.  
21 SAP AG, *et al.*,  
22 Defendants.  
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CASE NO. 07-CV-01658 PJH (EDL)

**DECLARATION OF JENNIFER  
GLOSS IN SUPPORT OF  
DEFENDANTS' ADMINISTRATIVE  
MOTION TO PERMIT DEFENDANTS  
TO FILE UNDER SEAL PLAINTIFFS'  
DOCUMENTS SUPPORTING REPLY  
IN SUPPORT OF DEFENDANTS'  
MOTION FOR PARTIAL SUMMARY  
JUDGMENT**

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

1 I, Jennifer Gloss, declare as follows:

2 1. I am an attorney licensed to practice law in the State of California and am Senior  
3 Corporate Counsel at Oracle America, Inc., successor to Oracle USA, Inc. (“Oracle”). I have  
4 personal knowledge of the facts stated within this Declaration and could testify competently to  
5 them if required.

6 2. I have reviewed the following document filed in support of Defendants’ Reply in  
7 Support of Defendants’ Motion for Partial Summary Judgment (“Defendants’ Reply”): Exhibit 5  
8 to the Declaration of Tharan Gregory Lanier filed in Support of Defendants’ Reply (“Lanier  
9 Declaration”). This document contains non-public, commercially sensitive, private and  
10 confidential information, the disclosure of which would create a risk of significant competitive  
11 injury and particularized harm and prejudice to Oracle.

12 3. Oracle has narrowly tailored its request by only requesting redaction or sealing of  
13 the specific passages and information that contain the most commercially sensitive, private and  
14 confidential information, as identified below.

15 4. Oracle has protected Exhibit 5 from public disclosure through the Stipulated  
16 Protective Order (“Protective Order”) by designating portions of the document “Confidential”  
17 and “Highly Confidential Information—Attorneys’ Eyes Only.”

18 5. Oracle has continued to protect and treat this information as confidential  
19 information.

20 ***Expert Report of Paul K. Meyer***

21 6. Exhibit 5 to the Lanier Declaration contains pages from the February 23, 2010  
22 Expert Report of Paul K. Meyer, Plaintiffs’ expert on damages. For the following reasons,  
23 Exhibit 5 at paragraph 20, Table 1 and paragraph 433, Table 16 contain non-public,  
24 commercially sensitive and confidential information, the disclosure of which would create a risk  
25 of significant competitive injury and particularized harm and prejudice to Oracle.

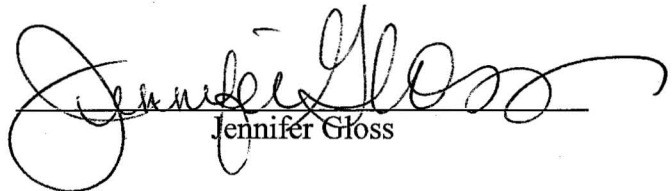
26 a. The Tables contain financial information and calculations which  
27 reference and rely on proprietary financial information from Oracle,  
28 including revenue, pricing, and cost information.

1 b. The Tables also contain proprietary and non-public details regarding  
2 certain subsets of Oracle research and development expenses, the  
3 disclosure of which might mislead investors, competitors, partners, and  
4 other interested parties about Oracle's investments. Disclosure of this  
5 information would grant Oracle competitors, partners, and other  
6 interested parties insight into the cost and personnel required for market  
7 entry.

8 7. Further, pleadings filed in this case have, from time to time, been discussed in the  
9 print media and internet news stories. As such, disclosure of this information poses a risk of  
10 unfairly prejudicing the jury pool. This risk is especially present because Defendants have filed  
11 excerpts from the report without filing the accompanying supporting sections, which would  
12 explain the basis for the conclusions presented.

13 I declare under penalty of perjury that the foregoing is true and correct. Executed  
14 in San Francisco, California, on April 21, 2010.

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Jennifer Gloss