EXHIBIT D

WERNER BRANDT October 20, 2009 HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

	Page 438			
1	IN THE UNITED STATES DISTRICT COURT FOR THE NORTHERN DISTRICT OF CALIFORNIA			
2	SAN FRANCISCO DIVISION			
3				
] -				
4	ORACLE CORPORATION, a Delaware)			
	corporation, ORACLE USA, INC.,)			
5	a Colorado corporation, and)			
	ORACLE INTERNATIONAL CORPORATION,)			
6	a California corporation,)			
)			
7	Plaintiffs,)			
)			
8	vs) Case No.			
) 07-CV-01658 PJH (EDL)			
9)			
	SAP AG, a German corporation,)			
10	SAP AMERICA, INC., a Delaware)			
i	corporation, TOMORROWNOW, INC.,)			
11	a Texas corporation, and)			
	DOES 1-50, inclusive,			
12)			
	Defendants)			
13)			
14				
15	VIDEOTAPED DEPOSITION OF MR. WERNER BRANDT			
16	VOLUME III			
17	HIGHLY CONFIDENTIAL, ATTORNEYS' EYES ONLY			
18				
	Tuesday, October 20, 2009			
19	AT: 9:06 a.m.			
20				
	Taken at:			
21				
	Bingham McCutchen (London) LLP			
22	41 Lothbury			
	London, EC2R 7HF			
23	United Kingdom			
24	Court Reporter:			
25	JUDITH WHITE			

WERNER BRANDT October 20, 2009 HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY

	Page 531	Page 533
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10		10 Q. Let's look at exhibit 1701. Exhibit 1701
1		l
11	•	I
12		12 email is from Martin Breuer to Mark White and Tom Nolan.
13		13 It is from October 30th, 2008. The subject is "AW: SAP
14		14 America, Inc., Capital Contribution Resolution".
15		15 The very bottom email, from Mr. Brubaker, has
16		16 you as a recipient, Mr. Brandt, so if you could look at
17		17 that email and tell me if you remember it.
18		18 A. Yes, I do remember it.
19		19 Q. And in this email, Mr. Brubaker is
20		20 attaching a resolution authorizing a capital
21		21 contribution by SAP America for US\$25 million for
22		22 TomorrowNow; right?
23	4	23 A. That's right.
1		24 Q. Do you know why SAP America Inc. was being
24		l
25		25 asked to contribute \$25 million to TomorrowNow?
	D F32	Page 534
1	Page 532	1 A. In order to give capital to TomorrowNow.
$\frac{1}{2}$		2 Q. Was TomorrowNow shut down on October 31,
2		i -
3		3 2008?
4		4 A. The business activities were discontinued.
5		5 Q. What was \$25 million needed for after the
6		6 business activities had been concluded?
7		7 A. To provide fresh capital for the company,
8		8 a company that had very high levels of costs but no
9		9 revenue, and some of these costs
10		10 (Translation elevisiantian between
		10 (Translation clarification between
11		· ·
1		11 Mr Junge and the interpreter.)
12		11 Mr Junge and the interpreter.) 12 THE INTERPRETER: Okay, where it said
12 13		11 Mr Junge and the interpreter.) 12 THE INTERPRETER: Okay, where it said 13 "revenue", I should say "income".
12 13 14		11 Mr Junge and the interpreter.) 12 THE INTERPRETER: Okay, where it said 13 "revenue", I should say "income". 14 THE WITNESS: Some of these costs were caused
12 13 14 15		11 Mr Junge and the interpreter.) 12 THE INTERPRETER: Okay, where it said 13 "revenue", I should say "income". 14 THE WITNESS: Some of these costs were caused 15 by the discontinuation of the business activities.
12 13 14 15 16		11 Mr Junge and the interpreter.) 12 THE INTERPRETER: Okay, where it said 13 "revenue", I should say "income". 14 THE WITNESS: Some of these costs were caused 15 by the discontinuation of the business activities. 16 BY MS. HANN:
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REPORTER'S CERTIFICATE

I, Judith White, of Merrill Legal Solutions
Pty Limited, do hereby certify that the foregoing
testimony was recorded by me stenographically and
thereafter transcribed by me, and that the foregoing
transcript constitutes a full, true and accurate record
of said examination of and testimony given by said
witness, and of all other proceedings had during the
taking of said deposition, and of the whole thereof, to
the best of my ability.

I further certify that I am not a relative, employee or counsel of any of the parties of the within cause, nor am I an employee or relative of any counsel for the parties, nor am I in any way interested in the outcome of the within cause.

Signed

(Judith White)

Dated 10/26/09