

EXHIBIT 3

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

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

Plaintiffs,)

vs.)

No. 07-CV-1658 (PJH)

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

Defendants.)

VIDEOTAPED DEPOSITION OF
CHRISTOPHER FAYE

WEDNESDAY, OCTOBER 22, 2008

HIGHLY CONFIDENTIAL

REPORTED BY: HOLLY THUMAN, CSR No. 6834, RMR, CRR

(1-413165)

TEXT REMOVED - NOT RELEVANT TO MOTION

10:37:17 11 Q. Okay. In early -- by March 2005, the
10:37:26 12 SAP AG Executive Board issued a directive to
10:37:29 13 TomorrowNow's management to remove customer local
10:37:33 14 environments from TomorrowNow computers.
10:37:35 15 Did you work on that project?
10:37:36 16 A. Yes.
10:37:38 17 Q. And did you understand that was a
10:37:39 18 directive?
10:37:40 19 A. Yes.
10:37:41 20 Q. Now, when did that issue?
10:37:46 21 A. Shortly after the acquisition.
10:37:49 22 Q. A week?
10:37:52 23 A. Something within that kind of scope. I
10:37:54 24 don't remember exactly when.
10:38:02 25 Q. Was there only one directive from the

10:38:05 1 board?

10:38:21 2 A. Only one that I know of, yeah. I don't
10:38:23 3 know if there were others.

10:38:24 4 Q. Was Mr. Ziemen involved?

10:38:30 5 A. In that directive?

10:38:31 6 Q. Yes.

10:38:41 7 A. I don't know. He may have been on a phone
10:38:45 8 call. I just don't know.

10:38:46 9 Q. Who delivered the directive?

10:38:47 10 A. I did.

10:38:48 11 Q. You delivered the directive?

10:38:49 12 A. Yes.

10:38:50 13 Q. At whose instruction?

10:38:52 14 A. I guess ultimately at Tim's instruction,
10:38:54 15 but it was after the meeting from the board.

10:38:56 16 Q. Did you attend the board meeting?

10:39:00 17 A. I was on the phone, yeah.

10:39:07 18 Q. To whom did you deliver the directive?

10:39:13 19 A. Andrew Nelson.

10:39:14 20 Q. Orally?

10:39:15 21 A. I believe so, yes.

TEXT REMOVED - NOT RELEVANT TO MOTION

14:46:31 1 THE WITNESS: Yes.

14:46:32 2 MR. PICKETT: I believe I have nothing
14:46:33 3 further.

14:46:36 4 THE VIDEO OPERATOR: Okay. This marks the
14:46:37 5 end of Tape No. 3 in the deposition of Christopher
14:46:42 6 Faye. The time is 2:46.

14:49:03 7 (Time noted, 2:46 p.m.)

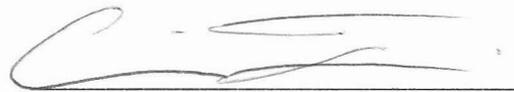
14:50:10 8 --o0o--

14:50:10 9 I declare under penalty of perjury that
14:50:10 10 the foregoing is true and correct. Subscribed at
14:50:10 11 Sau Francisco, California, this 21 day of
14:50:10 12 November 2008.

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CHRISTOPHER FAYE

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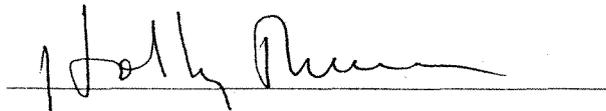
CERTIFICATE OF REPORTER

I, HOLLY THUMAN, a Certified Shorthand Reporter, hereby certify that the witness in the foregoing deposition was by me duly sworn to tell the truth, the whole truth, and nothing but the truth in the within-entitled cause; that said deposition was taken down in shorthand by me, a disinterested person, at the time and place therein stated, and that the testimony of the said witness was thereafter reduced to typewriting, by computer, under my direction and supervision;

That before completion of the deposition, review of the transcript [] was [] was not requested. If requested, any changes made by the deponent (and provided to the reporter) during the period allowed are appended hereto.

I further certify that I am not of counsel or attorney for either or any of the parties to the said deposition, nor in any way interested in the event of this cause, and that I am not related to any of the parties thereto.

DATED October 24, 2008


HOLLY THUMAN, CSR No. 6834