

EXHIBIT Z

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.) CASE NO. 07-CV-01658 (MJJ)
)
SAP AG, a German corporation,)
SAP AMERICA, INC., a Delaware)
corporation, TOMORROWNOW, INC., a)
Texas corporation, and DOES 1-50,)
inclusive,)
Defendants.)

"HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY"

ORAL VIDEOTAPED DEPOSITION

KEITH SHANKLE

JUNE 16, 2009

ORAL VIDEOTAPED DEPOSITION OF KEITH SHANKLE, produced as a witness at the instance of the Plaintiffs and duly sworn, was taken in the above-styled and numbered cause on the 16th day of June, 2009, from 9:09 a.m. to 2:29 p.m., before Dana Richardson, Certified Shorthand Reporter in and for the State of Texas, reported by computerized stenotype machine at the offices of Jones Day, 717 Texas Avenue, Suite 3300, Houston, Texas 77002, pursuant to the Federal Rules of Civil Procedure and the provisions stated on the record or attached hereto.

Job No. 1601-91410

<p style="text-align: right;">Page 10</p> <p>09:12:47 09:12:49 09:12:53 09:13:00 09:13:02 5 Q. Were you employed by JD Edwards at one time, 09:13:03 6 Mr. Shankle? 09:13:04 7 A. Yes, I was. 09:13:05 8 Q. For about how long? 09:13:07 9 A. 13 years. 09:13:11 09:13:11 09:13:13 09:13:16 09:13:18 09:13:21 09:13:25 09:13:29 09:13:29 09:13:31 09:13:36 09:13:38 09:13:42 09:13:44 09:13:46</p>	<p style="text-align: right;">Page 12</p> <p>09:14:45 09:14:46 09:14:50 09:14:51 09:14:53 09:14:54 09:14:57 09:14:58 09:15:01 09:15:02 09:15:05 09:15:07 09:15:09 09:15:12 09:15:13 09:15:18 09:15:22 09:15:29 09:15:33 09:15:37 09:15:38 09:15:39 09:15:53 09:15:55</p>
<p style="text-align: right;">Page 11</p> <p>09:13:53 09:13:56 09:13:59 09:14:02 09:14:02 09:14:05 09:14:06 09:14:07 09:14:11 09:14:14 09:14:17 09:14:17 09:14:19 09:14:23 09:14:25 09:14:25 09:14:31 09:14:31 09:14:32 09:14:33 09:14:34 09:14:36 09:14:40 09:14:41</p>	<p style="text-align: right;">Page 13</p> <p>09:16:03 09:16:05 09:16:07 09:16:10 09:16:12 09:16:16 09:16:16 09:16:18 09:16:21 09:16:25 09:16:28 09:16:31 09:16:34 09:16:42 09:16:46 09:16:48 09:16:54 09:16:54 09:16:56 09:16:57 09:16:59 09:17:02 09:17:03 09:17:06</p>

<p style="text-align: right;">Page 138</p> <p>14:08:23 14:08:26 14:08:29 14:08:33 14:08:35 14:08:38 14:08:43 14:08:46 14:08:49 14:08:55 14:09:01 14:09:05 14:09:07 14:09:11 14:09:14 14:09:18 14:09:25 14:09:32 14:09:34 14:09:42 14:10:00 14:10:03 14:10:07 14:10:09</p>	<p style="text-align: right;">Page 140</p> <p>14:12:25 14:12:25 14:12:29 14:12:33 14:12:35 14:12:40 14:12:40 14:12:44 14:12:46 14:12:47 14:12:49 14:12:54 14:13:00 14:13:02 14:13:09 14:13:15 14:13:20 14:13:23 14:13:30 14:13:34 14:13:35 14:13:37 14:13:38 14:13:41</p>
<p style="text-align: right;">Page 139</p> <p>14:10:10 14:10:12 14:10:28 14:10:32 14:10:35 14:11:06 14:11:08 14:11:13 14:11:14 14:11:17 14:11:18 14:11:23 14:11:25 14:11:26 14:11:29 14:11:34 14:11:35 14:11:38 14:11:40 14:11:43 14:11:44 14:11:47 14:12:06</p>	<p style="text-align: right;">Page 141</p> <p>14:13:47 14:13:52 14:13:55 14:14:00 14:14:03 14:14:06 14:14:06 14:14:10 14:14:18 9 10 MR. POLITO: We'll mark as Exhibit 1446 a 11 document Bates numbered TN-OR00000973 through 1007. 12 (Exh.1446 marked) 14:15:00 11 14:15:03 12 Q. (By Mr. Polito) Mr. Shankle, if you turn to the page 14:15:30 13 ending in 980, it's labeled "Appendix A." Is this an 14:15:34 14 Appendix A of the type to which you were referring? 14:15:42 15 A. Yes. 14:15:46 16 Q. So, can you point me where in Appendix A you would 14:15:51 17 have looked to find the list of system codes? 14:15:58 18 A. The list of the systems are on page 981, starting in 14:16:02 19 a column labeled "Covered Product." The first one is "Human 14:16:06 20 Resources Management," second "US Payroll," et cetera. 14:16:08 21 Q. So, everything on -- in that table in that first 14:16:08 22 column? 14:16:09 23 A. Correct. 14:16:13 24 Q. And how did that get mapped to a system code? 25 MR. WILKES: Objection, form.</p>

Page 142			Page 144		
14:16:17	1	A. They were standard in the software.	14:18:30		
14:16:19	2	Q. (By Mr. Polito) Did you personally do that mapping	14:18:32		
14:16:21	3	for this customer?	14:18:35		
14:16:22	4	MR. WILKES: Objection, form.	14:18:36		
14:16:24	5	A. I'm not sure I understand the question.	14:18:37		
14:16:27	6	Q. (By Mr. Polito) Sure. So, in that same document, if	14:18:43		
14:16:38	7	you go to -- keep a finger there and look at 990.	14:18:47		
14:16:38	8	A. Okay.	14:18:51		
14:16:42	9	Q. So, it says "All System Codes"?	14:18:54		
14:16:43	10	A. Correct.	14:19:02		
14:16:46	11	Q. Did you make the determination that it should be all	14:19:06		
14:16:48	12	system codes for this customer?	14:19:09		
14:16:48	13	A. I did.	14:19:11		
14:16:53	14	Q. Did you do that by looking at page 981?	14:19:12		
14:16:58	15	A. Combination of 981, 982, 983, 984 -- and that's where	14:19:15		
14:17:02	16	it looks like it stopped.	14:19:18		
14:17:04	17	Q. And, so, you had some way to look at the text in	14:19:24		
14:17:13	18	covered product and determine that it was a system code?	14:19:25		
14:17:13	19	MR. WILKES: Objection, form.	14:19:28		
14:17:14	20	A. Ask the question again. I'm sorry.	14:19:30		
14:17:15	21	Q. (By Mr. Polito) Sure. I'm trying to figure out --	14:19:33		
14:17:16	22	there's no -- nowhere here does it say "All System Code."	14:19:34		
14:17:18	23	It's just a list.	14:19:36		
14:17:18	24	A. That's correct.	14:19:37		
	25	Q. Do you just happen to know that this is all system			
Page 143			Page 145		
14:17:22	1	codes?	14:19:40		
14:17:23	2	MR. WILKES: Objection, form.	14:19:43		
14:17:25	3	A. By looking at a compiled list of what's in that	14:19:46		
14:17:27	4	column we discussed, I know that all the system codes were	14:19:48		
14:17:29	5	involved.	14:19:48		
14:17:32	6	Q. (By Mr. Polito) Can you say that again? I don't	14:19:50		
14:17:33	7	understand.	14:19:53		
14:17:33	8	MR. WILKES: Objection, form.	14:19:54		
14:17:36	9	A. With my experience with the software, I know, for	14:20:16		
14:17:42	10	example, that System 00 is base package; 02 is e-mail system;	14:20:17		
14:17:47	11	03, accounts receivable; 04 is accounts payable.	14:20:21		
14:17:50	12	And for example, if you look on this form,	14:20:25		
14:17:53	13	about halfway down, you'll see "EDI," and then directly below	14:20:54		
14:17:56	14	that is "Accounts Payable." So, I know right off the top this	14:20:56		
14:18:00	15	client needs System 04. It's licensed to them.	14:20:59		
14:18:01	16	Q. (By Mr. Polito) So, is it common for a person of	14:21:26		
14:18:05	17	your level of experience to have this information at the tips	14:21:27		
14:18:07	18	of his or her fingertips?	14:21:32		
14:18:08	19	MR. WILKES: Objection, form.	14:21:36		
14:18:11	20	A. I can't speak for anybody else; but after 13 years of	14:21:38		
14:18:14	21	dealing directly with this, yeah, I kind of got it.	14:21:42		
14:18:15			14:22:11		
14:18:16			14:22:12		
14:18:23			14:22:16		

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STATE OF TEXAS

COUNTY OF HARRIS

REPORTER'S CERTIFICATE

I, Dana Richardson, a Certified Shorthand Reporter in and for the State of Texas, do certify that this deposition transcript is a true record of the testimony given by the witness named herein, after said witness was duly sworn by me. The witness was requested to review the deposition.

I further certify that I am neither attorney or counsel for, related, nor employed by any parties to the action in which this testimony is taken and, further, that I am not a relative or employee of any counsel employed by the parties hereto or financially interested in the action.

I further certify that the amount of time used by each party at the deposition is as follows:

Mr. John Polito - 03:41

Mr. Laurens Wilkes - 00:00

SUBSCRIBED AND SWORN TO under my hand and seal of office on this the 19 day of June, 2009.

Dana Richardson

Dana Richardson, CSR

Texas CSR 5386

Expiration: 12/31/09

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