# **EXHIBIT 10**

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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		
PAUL K. MEYER		
VOLUME 2; PAGES 332 - 647		
THURSDAY, MAY 13, 2010		
HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY		
REPORTED BY: HOLLY THUMAN, CSR No. 6834, RMR, CRR		
(1-427374)		

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### TEXT REMOVED - NOT RELEVANT TO MOTION

16:05:09	3	MR. McDONELL: Q. In coming up with your
16:05:11	4	assumed value well, let me strike that.
16:05:15	5	Do you know whether there are independent
16:05:17	б	third-party support providers that are not partners
16:05:19	7	of Oracle that are supporting Oracle products?
16:05:22	8	MS. HOUSE: Vague as to time.
16:05:26	9	THE WITNESS: And what's your time frame?
16:05:27	10	Do you have a year in mind?
16:05:29	11	MR. McDONELL: Q. Any time between 2002
16:05:32	12	and today.
16:05:34	13	A. I think you know what I know about the
16:05:36	14	record, that if you go back in time, that you'll
16:05:41	15	see small operations, small companies, under 20
16:05:46	16	employees, under 10 employees, people will
16:05:50	17	gravitate out of a PeopleSoft and set up a little
16:05:54	18	servicing shop.
16:05:55	19	And if you look at the documentation in
16:05:58	20	this case that looks at Oracle's positions, and in
16:06:00	21	the positions of SAP, there's documentation that
16:06:03	22	says, basically, those groups really don't matter
16:06:07	23	much, and the market's less than 1 percent let
16:06:11	24	me finish those little service providers. And
16:06:13	25	that's really key.

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		Page 573
16:06:14	1	And so that's the big issue is, when we
16:06:17	2	look across all of this, Mr. Clarke spends a lot of
16:06:20	3	time in his report on this issue, but the bottom
16:06:23	4	line is, those are not companies that are not just
16:06:25	5	backed by SAP, but teamed up with SAP in a
16:06:29	6	marketing program and a selling program to 4,000
16:06:31	7	customers. So we can go through all these
16:06:33	8	agreements. But the bottom line is, there's no
16:06:36	9	alternatives. There's no alternatives that are
16:06:37	10	acceptable and non-infringing.
16:06:38	11	And I'm not talking about someone that has
16:06:40	12	five customers or 20 customers or 10 employees.
16:06:45	13	I'm talking about a legitimate alternative, and
16:06:47	14	around the two thousand 2004 December time
16:06:51	15	frame, in SAP's own records, they looked for
16:06:54	16	options to TomorrowNow. And they identified a few,
16:06:57	17	and they picked TomorrowNow.
16:06:58	18	So these service providers just don't rise
16:07:01	19	up to being legitimate, third-party alternatives.
16:07:07	20	Q. Okay. Have you ever heard of
16:07:09	21	CedarCrestone?
16:07:10	22	A. Yes, I've heard of CedarCrestone.
16:07:13	23	Q. Do you know what they offer by way of
16:07:14	24	support of PeopleSoft products?
16:07:16	25	MS. HOUSE: Objection. Vague as to time.

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		Page 574
16:07:17	1	MR. McDONELL: Q. That's a yes or no
16:07:18	2	question. You don't have to go to a binder.
16:07:21	3	A. I have a whole binder
16:07:22	4	MS. HOUSE: Excuse me. Vague as to time.
16:07:24	5	Calls for speculation.
16:07:26	б	THE WITNESS: I have a whole binder, and
16:07:27	7	it's here in the room, and I can get it, that goes
16:07:29	8	through all the third-party vendors identified by
16:07:32	9	Mr. Clarke. And I look at what he looked at and
16:07:34	10	other information about whether these are actually
16:07:36	11	legitimate third-party vendors.
16:07:38	12	And I'm saying that legitimate in terms of
16:07:41	13	being something to compare in this case.
16:07:44	14	MR. McDONELL: Q. Is this a binder you
16:07:44	15	created for rebuttal purposes since you've read
16:07:47	16	Mr. Clarke's report?
16:07:48	17	A. Well, there's two levels. I had already
16:07:49	18	had an understanding that there was no
16:07:51	19	alternatives. And when Mr. Clarke spent a lot of
16:07:54	20	time analyzing the alternatives and took the
16:07:57	21	position that there were alternatives, I spent some
16:07:59	22	time going back and looking at those groups. And
16:08:02	23	on a preliminary basis, I've pulled together a
16:08:04	24	schedule, which you now have, and all the backup
16:08:06	25	that basically says, as you scan through this,

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16:08:08	1	these companies are not acceptable non-infringing
16:08:13	2	alternatives on any kind of scale.
16:08:15	3	I'm not saying they don't exist and they
16:08:17	4	don't have a little business, but a scaling
16:08:19	5	business.

### TEXT REMOVED - NOT RELEVANT TO MOTION

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18:14:29 so on the cost approach.   18:14:33 MR. McDONELL: We'll wrap for the day with   18:14:34 that.   18:14:37 MS. HOUSE: Thank you.   18:14:39 MR. McDONELL: Done. Wrap. You know what   18:14:39 MR. McDONELL: Done. Wrap. You know what   18:14:39 MR. McDONELL: Done. Wrap. You know what   18:14:40 a wrap is?   18:14:41 MS. HOUSE: Did we use all 7 hours   18:14:42 MS. HOUSE: Did we use all 7 hours   18:14:44 MS. HOUSE: Did we use all 7 hours   18:14:47 MR. PICKETT: Well, we're only going 7   18:14:49 hours tomorrow.   18:14:51 MR. McDONELL: Well, whoopdee-doo.   18:14:51 yes.   18:14:52 THE VIDEO OPERATOR: Going off the record,   18:14:53 THE VIDEO OPERATOR: Going off the record,   18:15:29 (Time noted, 6:15 p.m.)		
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18:15:29 PAUL K. MEYER	18:15:29	June 2010.
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	18:15:29	I helk Mug
	18:15:29	PAUL K. MEYER
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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;

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7 That said deposition was taken down in shorthand by me, a disinterested person, at the time 8 and place therein state, and that the testimony of 9 said witness was thereafter reduced to typewriting, 10 by computer, under my direction and supervision; 11 12 That before completion of the deposition review of the transcript  $[\lambda]$  was [] was not requested. 13 If requested, any changes made by the deponent (and 14 15 provided to the reporter) during the period allowed are appended hereto. 16

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.

may 25, 2010 DATED: 23 24 HOLLY THUMAN, CSR 25