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   6   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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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.

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	6	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
18:14:40	a wrap is?
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	MR. PICKETT: Okay. I'll take that as a
18:14:51	yes.
18:14:55	THE VIDEO OPERATOR: Going off the record,
18:14:57	the time -- the time now is 6:15. We're going off
18:15:07	the videotape record. This also is the conclusion
18:15:09	of Tape 5, Volume 2 of Paul Meyer.
18:15:27	(Time noted, 6:15 p.m.)
18:15:29	--o0o--
18:15:29	I declare under penalty of perjury that
18:15:29	the foregoing is true and correct. Subscribed at
18:15:29	_San Francisco_, California, this _17_ day of
18:15:29	_June_ 2010.
18:15:29	Subject to the attached errata
18:15:29	_____
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;

That said deposition was taken down in

shorthand by me, a disinterested person, at the time

and place therein state, and that the testimony of

said witness was thereafter reduced to typewriting,

by computer, under my direction and supervision;

That before completion of the deposition review

of the transcript [X] 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: _____May 25, 2010_____

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HOLLY THUMAN, CSR