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 22

23 UNITED STATES DISTRICT COURT  
 NORTHERN DISTRICT OF CALIFORNIA  
 OAKLAND DIVISION

24 ORACLE USA, INC., *et al.*,  
 25 Plaintiffs,  
 26 v.  
 27 SAP AG, *et al.*,  
 28 Defendants.

Case No. 07-CV-01658 PJH (EDL)

**DECLARATION OF JENNIFER GLOSS IN  
 SUPPORT OF DEFENDANTS'  
 ADMINISTRATIVE MOTION TO FILE  
 UNDER SEAL PLAINTIFFS' DOCUMENTS  
 IN SUPPORT OF OPPOSITION TO MOTION  
 NO. 1 TO EXCLUDE EXPERT TESTIMONY  
 OF STEPHEN K. CLARKE**

1 I, Jennifer Gloss, declare as follows:

2 1. I am an attorney licensed to practice law in the State of California and am Senior  
3 Corporate Counsel at Oracle America, Inc., successor to Oracle USA, Inc. ("Oracle"). I have  
4 personal knowledge of the facts stated within this Declaration and could testify competently to  
5 them if required.

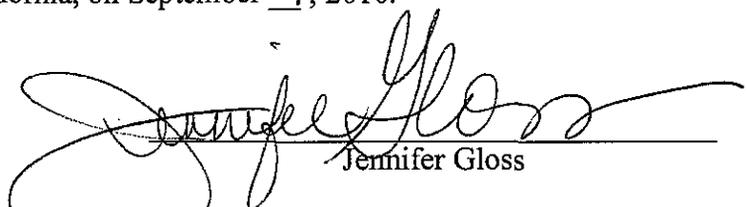
6 2. I have reviewed the September 9, 2010 Declaration of Stephen K. Clarke in  
7 Support of Defendants' Opposition to Plaintiffs Motion No. 1 to Exclude Expert Testimony of  
8 Stephen K. Clarke ("Clarke Declaration").

9 3. Portions of the Clarke Declaration at paragraph 32, and figures 1 and 4, reflect  
10 Mr. Clarke's analysis of Oracle's profit margins using non-public Oracle financial information.  
11 Further, Mr. Clarke's analysis is based on incomplete, hypothetical scenarios, and the disclosure  
12 of his analysis and the results of his analysis may cause Oracle competitive harm by misleading  
13 Oracle's customers, partners, and other interested parties such as investors and analysts, with  
14 respect to Oracle's current or future business strategy and profitability. Accordingly, the  
15 disclosure of this information would create a risk of significant competitive injury and  
16 particularized harm and prejudice to Oracle.

17 4. Oracle has continued to protect and treat the information in the specific portions  
18 of the Clarke Declaration identified in paragraph 3 above as confidential information and has  
19 previously requested that related information in the Levy Declaration in Support of Motion No. 1  
20 to Exclude Expert Testimony of Stephen K. Clarke be filed under seal.

21 5. Oracle has narrowly tailored its request by only requesting redaction or sealing of  
22 the specific portions of the Clarke Declaration that contains the most commercially sensitive,  
23 private and confidential information, as identified above.

24 I declare under penalty of perjury that the foregoing is true and correct. Executed  
25 in Redwood Shores, California, on September 14, 2010.

26  
27   
28 Jennifer Gloss