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22 UNITED STATES DISTRICT COURT
 23 NORTHERN DISTRICT OF CALIFORNIA
 OAKLAND DIVISION

23 ORACLE USA, INC., *et al.*,

24 Plaintiffs,

25 v.

26 SAP AG, *et al.*,

27 Defendants.

CASE NO. 07-CV-01658 PJH (EDL)
**EXHIBIT T TO THE DECLARATION OF
 CHAD RUSSELL IN SUPPORT OF
 PLAINTIFFS' OPPOSITION TO
 DEFENDANTS' MOTIONS *IN LIMINE***

Date: September 30, 2010
 Time: 2:30 pm
 Place: Courtroom 3, 3rd Floor
 Judge: Hon. Phyllis J. Hamilton
FILED PURSUANT TO DKT. NO. 915

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

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EXHIBIT T

Oracle Projected PeopleSoft/J.D. Edwards New License Revenue Losses
 Projected 3,000 Lost Support Customers / 2,000 Switch to SAP - Lost New License Revenue (Cross-Sell)

SCHEDULE 12.2.SU

	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014
Lost New License and Support Revenue (Cross-Sell)										
<u>Lost New License Revenue (Cross-Sell)</u>										
BOP Customers Lost to SAP	0	250	616	1,344	1,922	1,855	1,790	1,727	1,667	1,609
Customers Lost to SAP ⁽¹⁾	250	375	750	625	0	0	0	0	0	0
Annual Attrition Rate ⁽²⁾	3.5%	3.5%	3.5%	3.5%	3.5%	3.5%	3.5%	3.5%	3.5%	3.5%
Annual Attrition	0	(9)	(22)	(47)	(67)	(65)	(63)	(60)	(58)	(56)
EOP Customers Lost to SAP	250	616	1,344	1,922	1,855	1,790	1,727	1,667	1,609	1,553
% PeopleSoft Customers New to Oracle ⁽³⁾	42.5%	42.5%	42.5%	42.5%	42.5%	42.5%	42.5%	42.5%	42.5%	42.5%
New Oracle Customers Lost to SAP	106	262	571	817	788	761	734	708	684	660
% New Customer License Opportunity ⁽⁴⁾	30%	30%	30%	30%	30%	30%	30%	30%	30%	30%
Lost New License Customer Purchases	32	79	171	245	237	228	220	213	205	198
New License ASP per Customer ⁽⁷⁾	\$300,000	\$300,000	\$300,000	\$300,000	\$300,000	\$300,000	\$300,000	\$300,000	\$300,000	\$300,000
Lost New License Revenue (Cross-Sell)	\$9,600,000	\$23,700,000	\$51,300,000	\$73,500,000	\$71,100,000	\$68,400,000	\$66,000,000	\$63,900,000	\$61,500,000	\$59,400,000
Margin ⁽⁵⁾	50%	50%	50%	50%	50%	50%	50%	50%	50%	50%
Lost New License Revenue (Cross-Sell)	\$4,800,000	\$11,850,000	\$25,650,000	\$36,750,000	\$35,550,000	\$34,200,000	\$33,000,000	\$31,950,000	\$30,750,000	\$29,700,000
<u>Lost New Support Revenue</u>										
BOP Support Customers Lost to SAP	0	32	110	277	512	731	933	1,120	1,294	1,454
Support Customers Lost to SAP ⁽¹⁾	32	79	171	245	237	228	220	213	205	198
Annual Attrition Rate ⁽²⁾	3.5%	3.5%	3.5%	3.5%	3.5%	3.5%	3.5%	3.5%	3.5%	3.5%
Annual Attrition	0	(1)	(4)	(10)	(18)	(26)	(33)	(39)	(45)	(51)
EOP Lost New License Customer Purchases	32	110	277	512	731	933	1,120	1,294	1,454	1,601
Average New License Customers	16	71	194	395	622	832	1,027	1,207	1,374	1,528
New License ASP per Customer ⁽⁴⁾	\$300,000	\$300,000	\$300,000	\$300,000	\$300,000	\$300,000	\$300,000	\$300,000	\$300,000	\$300,000
Support- % of License ⁽⁷⁾	22%	22%	22%	22%	22%	22%	22%	22%	22%	22%
Average Annual Support Fee	\$66,000	\$66,000	\$66,000	\$66,000	\$66,000	\$66,000	\$66,000	\$66,000	\$66,000	\$66,000
Lost Support on New License Revenue	\$1,056,000	\$4,686,000	\$12,804,000	\$26,070,000	\$41,052,000	\$54,912,000	\$67,782,000	\$79,662,000	\$90,684,000	\$100,848,000
Margin ⁽⁸⁾	80%	80%	80%	80%	80%	80%	80%	80%	80%	80%
Lost Support on New License Revenue	\$844,800	\$3,748,800	\$10,243,200	\$20,856,000	\$32,841,600	\$43,929,600	\$54,225,600	\$63,729,600	\$72,547,200	\$80,678,400

Oracle Projected PeopleSoft/J.D. Edwards New License Revenue Losses
Projected 3,000 Lost Support Customers / 2,000 Switch to SAP - Lost New License Revenue (Cross-Sell)

SCHEDULE 12.2.SU

	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	
TOTAL LOST REVENUE - NEW LICENSES											
Lost New License Revenue (Cross-Sell)	\$ 9,600,000	\$ 23,700,000	\$ 51,300,000	\$ 73,500,000	\$ 71,100,000	\$ 68,400,000	\$ 66,000,000	\$ 63,900,000	\$ 61,500,000	\$ 59,400,000	Total
Lost Support on New License Revenue	1,056,000	4,686,000	12,804,000	26,070,000	41,052,000	54,912,000	67,782,000	79,662,000	90,684,000	100,848,000	\$ 548,400,000
Total Lost New License Revenue	\$ 10,656,000	\$ 28,386,000	\$ 64,104,000	\$ 99,570,000	\$ 112,152,000	\$ 123,312,000	\$ 133,782,000	\$ 143,562,000	\$ 152,184,000	\$ 160,248,000	\$ 1,027,956,000
TOTAL LOSSES - NEW LICENSES											
Lost New License Revenue (Cross-Sell)	\$ 4,800,000	\$ 11,850,000	\$ 25,650,000	\$ 36,750,000	\$ 35,550,000	\$ 34,200,000	\$ 33,000,000	\$ 31,950,000	\$ 30,750,000	\$ 29,700,000	Total
Lost Support on New License Revenue	844,800	3,748,800	10,243,200	20,856,000	32,841,600	43,929,600	54,225,600	63,729,600	72,547,200	80,678,400	\$ 274,200,000
Total Losses on New License Revenue	\$ 5,644,800	\$ 15,598,800	\$ 35,893,200	\$ 57,606,000	\$ 68,391,600	\$ 78,129,600	\$ 87,225,600	\$ 95,679,600	\$ 103,297,200	\$ 110,378,400	\$ 383,644,800
Discount Factor (10%) ^[9] (Mid-year Convention)	0.9535	0.8668	0.7880	0.7164	0.6512	0.5920	0.5382	0.4893	0.4448	0.4044	
PV of Total Losses on New License Revenue	\$ 5,382,317	\$ 13,521,040	\$ 28,283,842	\$ 41,268,938	\$ 44,536,610	\$ 46,252,723	\$ 46,944,818	\$ 46,816,028	\$ 45,946,595	\$ 44,637,025	\$ 363,589,935
Losses as of January 2005	\$ 363,589,935										

Notes:

- [1] Schedule 12.3.SU
- [2] S&P FAS 141 Valuation report of PeopleSoft as of December 28, 2004 (ORCL 00313160-253 at 189, 229)
- [3] S&P FAS 141 Valuation report indicates that 57.5% of PeopleSoft customers overlapped with Oracle's customer base at the time of the acquisition (ORCL 00313160-253, at 233).
- [4] NCI estimate. PeopleSoft, Inc. 2004 Forecast/2005 Planning Model (ORCL00312843-868 at 849).
- [5] NCI Estimate. Oracle Form 10-K data for 2004 through 2008 shows a gross margin on "New Software Licenses" ranging from 43% to 51% (Schedule 1.1).
- [6] The partial year adjustment for FY 2005 reflects January - May 2005 [5 ÷ 12 = 0.42]. Where applicable, the adjustment for FY 2009 reflects June through October 2008 (date of the shutdown of SAP TomorrowNow) [5 ÷ 12 = 0.42].
- [7] 2005 through 2008 data from Oracle "Project Spice" Operating Model for PSFT [ORCL00313255 Sheets - Oracle - 2004.12.12 (v1.08 - New Sources and Users).xlk]. 2009 and forward data I have assumed to remain the same as the 2008 value.
- [8] NCI estimate. "Oracle Corporation Estimation of the Fair Market Value of Certain Assets and Liabilities of PeopleSoft, Inc.," December 28, 2004, ORCL00313160-253 at 230.
- [9] S&P FAS 141 Valuation used a discount rate of 10% for "Existing Technology" and "Maintenance Agreements and Related Customer Relationships," which represent similar cash flows ("Oracle Corporation Estimation of the Fair Market Value of Certain Assets and Liabilities of PeopleSoft, Inc.," December 28, 2004, ORCL00313160-253 at 177).

Notes:

- [1] Schedule 12.3.SU
- [2] S&P FAS 141 Valuation report of PeopleSoft as of December 28, 2004 (ORCL 00313160-253 at 189, 229)
- [3] S&P FAS 141 Valuation report indicates that 57.5% of PeopleSoft customers overlapped with Oracle's customer base at the time of the acquisition (ORCL 00313160-253, at 233).
- [4] NCI estimate. PeopleSoft, Inc. 2004 Forecast/2005 Planning Model (ORCL00312843-868 at 849).
- [5] NCI Estimate. Oracle Form 10-K data for 2004 through 2008 shows a gross margin on "New Software Licenses" ranging from 43% to 51%
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