

EXHIBIT D

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

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ORACLE CORPORATION, a Delaware
Corporation; ORACLE, USA, INC.,
a Colorado Corporation, and
ORACLE INTERNATIONAL CORPORATION,
a California Corporation,

Plaintiffs,

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

SAP AG, a German Corporation,
SAP AMERICA, INC., a Delaware
CORPORATION, TOMORROWNOW, INC.,
a Texas Corporation, and DOES
1-50, Inclusive,

Defendants.

_____ /

VIDEOTAPED RULE 30(b)(6) DEPOSITION OF

ORACLE CORPORATION

Designee: RICHARD CUMMINS

Tuesday, September 23, 2008

Volume II, Pages 256 - 436

HIGHLY CONFIDENTIAL INFORMATION - ATTORNEYS' EYES ONLY

Reported By: WENDY E. ARLEN, CSR #4355, CRR, RMR
Job 412497

1 (Defendant's Exhibit 59 marked for
2 identification.)

10:57 3 Q. MR. McDONELL: Showing you what's been marked
4 as Exhibit 59.

5 A. Okay.

6 Q. Can you identify that for the record, please?

10:57 7 A. Yes, it's a copy or a printed copy of the
8 third party at risk analysis dated January 25th,
9 2008.

10 Q. Is this a document that was prepared under
11 your general direction?

12 A. Yes.

NON-RELEVANT TEXT REMOVED

NON-RELEVANT TEXT REMOVED

23 Q. I think we covered this a little before, but
11:11 24 I want to make sure we're clear. The third party at
25 risk report was intended to capture information by

1 customers who were at risk of leaving Oracle support
2 for any reason; is that right?

NON-RELEVANT TEXT REMOVED

5 THE WITNESS: It was designed for those
6 customers that were at risk of going to a third party
7 provider, which was primarily TomorrowNow.

8 Q. MR. McDONELL: And did it also include
11:12 9 customers at risk of going to self support?

NON-RELEVANT TEXT REMOVED

11 THE WITNESS: If a customer -- yeah, as I
12 said before, if a customer indicated that they were
13 looking at a third party provider, then they would go
11:12 14 on this list. It could be that they ended up, you
15 know, in any number of situations, but the way they
16 got on this report is indicating they had talked to a
17 third party provider.

NON-RELEVANT TEXT REMOVED

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I declare under penalty of perjury that

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the foregoing is true and correct. Subscribed at

4

Denver, ^{Colorado} California, this 15th day of

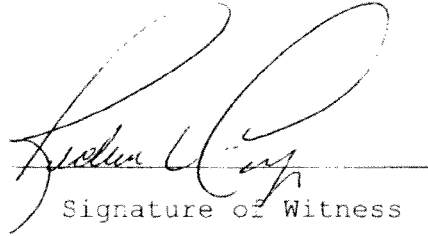
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October, 2008.

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Signature of Witness

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September 23, 2008

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INSTRUCTIONS FOR READING/CORRECTING YOUR DEPOSITION

To assist you in making corrections to your deposition testimony, please follow the directions below. If additional pages are necessary, please furnish them and attach the pages to the back of the errata sheet.

This is the final version of your deposition transcript.

Please read it carefully. If you find any errors or changes you wish to make, insert the corrections on the errata sheet beside the page and line numbers.

If you are in possession of the original transcript, do NOT make any changes directly on the transcript.

Do NOT change any of the questions.

After completing your review, please sign the last page of the errata sheet, above the designated "Signature" line and return the transcript to your attorney.

ERRATA SHEET

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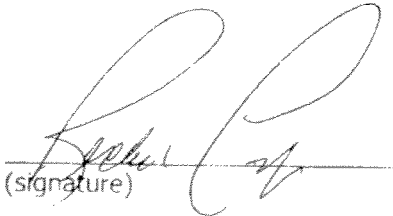
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_____ Subject to the above changes, I certify that the transcript is true and correct.

_____ No changes have been made. I certify that the transcript is true and correct.



(signature)



(date)

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CERTIFICATE OF REPORTER

I, WENDY E. ARLEN, 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 stated, and that the testimony of the said witness was thereafter reduced to typewriting, by computer, under my direction and supervision.

That before completion of the deposition, review of the transcript [] 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: October 2nd, 2008

Wendy E Arlen

WENDY E. ARLEN CSR, No. 4355