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13 **UNITED STATES DISTRICT COURT**
 14 **NORTHERN DISTRICT OF CALIFORNIA**
 15 **SAN FRANCISCO DIVISION**

16 SECURITIES AND EXCHANGE COMMISSION,
 17 Plaintiff,
 18 vs.
 19 RAJ P. SABHLOK and MICHAEL C. PATTISON,
 20 Defendants.

Case No. C-08-4238 EMC

STIPULATION BETWEEN SECURITIES AND EXCHANGE COMMISSION AND MICHAEL PATTISON CONCERNING CERTAIN TRIAL EXHIBITS ; ORDER

Trial Date: Sept. 7, 2010

Before the Honorable Edward M. Chen

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1 Plaintiff Securities and Exchange Commission and defendant Michael C. Pattison, by and
2 through their undersigned counsel, hereby stipulate and agree to the following:

3 **A. E-mail messages and attachments**

4 The parties stipulate that exhibits reflecting printouts of e-mail messages bates labeled with
5 the prefixes EMBT, EMBPALL, ETET, ETHE, ETRADE, ETSC, ETTTCB, and GP are authentic e-
6 mail messages and require no further proof to establish their authenticity pursuant to Rule 901 of the
7 Federal Rules of Evidence. The parties agree that these exhibits are e-mail messages sent by the
8 person on the "FROM" line and to the recipients on the "TO," "CC," and "BCC" lines. The parties
9 further agree that the messages were sent on the dates and at the times reflected in the printout. The
10 parties also agree that the documents following e-mail messages in these exhibits are printouts of
11 attachments to the e-mail messages.

12 This stipulation does not apply to e-mail messages bates labeled with the prefix "RS-SEC".
13 The parties agree, however, that the "RS-SEC" e-mail messages marked as Exhibit Nos. 139, 169,
14 and 185 are authentic because the parties located duplicate e-mail messages bates labeled EMBT.

15 The parties further agree that e-mail messages marked as Exhibit Nos. 33 and 804 are
16 authentic draft e-mail messages authored by the individuals identified on the "FROM" line and
17 written on the dates identified on the exhibits. It is unknown from the face of the exhibits whether
18 the messages were sent, as no one is identified as a recipient on the "TO" lines.

19 **B. Stock Option Grants**

20 The parties stipulate that signed exhibits captioned "Embarcadero Technologies, Inc. Stock
21 Option Grant" and bates labeled with the prefix ETSC are authentic stock option agreements and
22 require no further proof to establish their authenticity pursuant to Rule 901 of the Federal Rules of
23 Evidence.

24 **C. Certain Quarterly Grant Lists**

25 The parties stipulate that the following exhibits bates labeled with the prefix ETSC are
26 authentic and require no further proof to establish their authenticity pursuant to Rule 901 of the
27 Federal Rules of Evidence: Exhs. 21; 354; 356; 470; 478; 481; 483; 494; 519; 520; 521; 549; 556;
28 563; 576; 595; 605.

1 **D. Memoranda**

2 The parties stipulate that the following exhibits reflecting memoranda bates labeled with the
3 prefixes EMBT and ETET are authentic memoranda and require no further proof to establish their
4 authenticity pursuant to Rule 901 of the Federal Rules of Evidence: Exhs. 5; 539; 546.

5 The parties agree that the memoranda were written by the authors reflected in the exhibits.
6 The parties also agree that the memoranda were written on the dates reflected in the exhibits. The
7 parties further agree that the first memorandum in Exh. 546 dated March 14, 2003, refers to the two
8 attached memoranda dated July 1, 2002, included in the exhibit.

9 **E. Printouts of Equity Edge Reports**

10 The parties stipulate that the following exhibits bates labeled with the prefixes ETSC and
11 EMBT are authentic printouts of Equity Edge stock option reports from Embarcadero Technologies,
12 Inc. and require no further proof to establish their authenticity pursuant to Rule 901 of the Federal
13 Rules of Evidence: Exhs. 651; 655; 656; 657; 658.

14 **F. Management Representation Letters**

15 The parties stipulate that the following exhibits bates labeled with the prefixes PwC-EMBT-
16 SEC and EMBT are authentic management representation letters signed by Stephen Wong, Raj
17 Sabhlok, and Michael Pattison and require no further proof to establish their authenticity pursuant to
18 Rule 901 of the Federal Rules of Evidence: Exhs. 37; 487; 498; 516; 525; 547; 551; 560; 561; 570;
19 592; 598; 601; 602; 616; 624; 626.

20 **G. Filings made by Embarcadero Technologies, Inc.**

21 The parties stipulate that the exhibits, listed below, reflecting Forms 10-K (annual reports),
22 Forms 10-Q (quarterly reports), Schedules 14A (proxy statements), and Forms 8-K (periodic reports)
23 are authentic filings made by Embarcadero Technologies, Inc. with the Securities and Exchange
24 Commission and require no further proof to establish their authenticity pursuant to Rule 901 of the
25 Federal Rules of Evidence.

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1 The parties further agree that these exhibits were filed with the Securities and Exchange
 2 Commission on the dates reflected in the following chart:

Exh.	Description	Filing Date
2	Form 10-K (fiscal year ended Dec. 31, 2003)	Mar. 12, 2004
314	Form 10-K (fiscal year ended Dec. 31, 2004)	Apr. 7, 2005
315	Schedule 14A (Preliminary Proxy Statement)	Oct. 6, 2006
316	Form 8-K (dated Nov. 10, 2006)	Nov. 13, 2006
318	Form 8-K (dated Nov. 15, 2006)	Nov. 17, 2006
319	Form 8-K (dated Nov. 30, 2006)	Nov. 30, 2006
320	Form 8-K (dated Dec. 16, 2006)	Dec. 18, 2006
321	Form 10-K (fiscal year ended Dec. 31, 2006)	May 24, 2007
358	Form 8-K (dated Sept. 6, 2006)	Sept. 8, 2006
401	Form 10-K (fiscal year ended Dec. 31, 2000)	Mar. 20, 2001
402	Form 10-Q (quarter ended Mar. 31, 2001)	May 11, 2001
403	Form 10-Q (quarter ended June 30, 2001)	Aug. 6, 2001
404	Form 10-Q (quarter ended Sept. 30, 2001)	Nov. 9, 2001
405	Form 10-K (fiscal year ended Dec. 31, 2001)	Mar. 26, 2002
406	Schedule 14A (Proxy Statement for June 5, 2002, stockholders meeting)	Apr. 26, 2002
407	Form 10-Q (quarter ended Mar. 31, 2002)	May 14, 2002
408	Form 10-Q (quarter ended June 30, 2002)	Aug. 13, 2002
409	Form 10-K (fiscal year ended Dec. 31, 2002)	Mar. 26, 2003
410	Form 8-K (dated Apr. 22, 2003)	Apr. 22, 2003
411	Schedule 14A (Proxy Statement for June 4, 2003, stockholders meeting)	Apr. 23, 2003
412	Form 10-Q (quarter ended Mar. 31, 2003)	May 12, 2003
413	Form 8-K (dated Jul. 24, 2003)	Jul. 24, 2003
414	Form 10-Q (quarter ended June 30, 2003)	Aug. 11, 2003
415	Form 8-K (dated)	Oct. 16, 2003
416	Form 10-Q (quarter ended Sept. 30, 2003)	Nov. 10, 2003
417	Form 8-K (dated Jan. 27, 2004)	Jan. 27, 2004
418	Form 10-K (fiscal year ended Dec. 31, 2003)	Mar. 12, 2004
419	Form 8-K (dated Apr. 20, 2004)	Apr. 20, 2004

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Exh.	Description	Filing Date
420	Schedule 14A (Proxy Statement for June 15, 2004, stockholders meeting)	Apr. 29, 2004
421	Form 10-Q (quarter ended Mar. 31, 2004)	May 10, 2004
422	Form 8-K (dated July 20, 2004)	Jul. 20, 2004
423	Form 10-Q (quarter ended June 30, 2004)	Aug. 9, 2004
424	Form 8-K (dated Oct. 27, 2004)	Oct. 27, 2004
425	Form 10-Q/A (quarter ended Mar. 31, 2004)	Jan. 18, 2005
426	Form 10-Q/A (quarter ended June 30, 2004)	Jan. 18, 2005
427	Form 10-Q (quarter ended Sept. 30, 2004)	Jan. 18, 2005
428	Form 8-K (quarter ended Sept. 30, 2004)	Jan. 18, 2005
429	Form 8-K (dated Mar. 1, 2005)	Mar. 7, 2005
430	Form 10-K (fiscal year ended Dec. 31, 2004)	Apr. 7, 2005
431	Form 10-K/A (fiscal year ended Dec. 31, 2004)	Apr. 25, 2005
432	Schedule 14A (Proxy Statement for July 14, 2005, stockholders meeting)	Apr. 29, 2005
433	Schedule 14A (Proxy Statement for Nov. 30, 2006, stockholders meeting)	Oct. 24, 2006
434	Form 8-K (dated Nov. 10, 2006)	Nov. 13, 2006
435	Form 8-K (dated Nov. 15, 2006)	Nov. 17, 2006
436	Form 8-K (dated Nov. 30, 2006)	Nov. 30, 2006
437	Form 8-K (dated Dec. 16, 2006)	Dec. 18, 2006
438	Form 8-K (dated Apr. 5, 2007)	Apr. 6, 2007
439	Schedule 14A (Proxy Statement for June 22, 2007, stockholders meeting)	May 24, 2007
440	Form 10-K (fiscal year ended Dec. 31, 2006)	May 24, 2007
441	Form 10-Q (quarter ended Sept. 30, 2002)	Nov. 8, 2002

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1 By entering into this stipulation, the parties agree to the authenticity of the exhibits identified
2 above and waive any objection as to the authentication of the exhibits under Rules 901 and 902 of the
3 Federal Rules of Evidence. The parties reserve their rights to object to the admission of the exhibits
4 identified above on any other appropriate ground.

5 IT IS SO STIPULATED.

6 Dated: August 6, 2010

Respectfully submitted,

8 /s/ Robert L. Tashjian

9 Susan F. LaMarca
10 Robert L. Tashjian
11 William T. Salzman
12 Attorneys for Plaintiff
13 SECURITIES AND EXCHANGE COMMISSION

14 /s/ James H. Vorhis

15 Patrick J. Richard
16 James H. Vorhis
17 Brendan F. Macaulay
18 NOSSAMAN LLP
19 Attorney for Defendant
20 MICHAEL C. PATTISON

21 IT IS SO ORDERED

22 Edward M. Chen
23 U.S. Magistrate
24 Judge

