

# **EXHIBIT A**

1 DATABASE MEET AND CONFER TELECONFERENCE

2 MONDAY, FEBRUARY 28, 2011 - 2:02 p.m.

3 APPEARANCES:

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16 Richard Sponseller, Esq., Assistant U.S. Attorney

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22 Experts Rich and Gail

1 still -- you still have to look at the ordering  
2 package, is that correct?

3 MR. MURRAY: Yes. The fact that there is  
4 an amount in a particular column will be an indicator  
5 in terms of underlying detail, as to why it's there,  
6 et cetera. Yes, you're still going to need to look  
7 through the order package.

8 MR. WISEMAN: You could tell which  
9 transactions are subject to price holds or  
10 migrations?

11 MR. MURRAY: Yes.

12 MR. DUNLAY: Kind of going back to when an  
13 order is entered, what information is entered from  
14 the order that would lead to a field in that column?  
15 Does that make sense? So if you have an order that's  
16 placed off of a price hold, how does the information  
17 from the order get into that field.

18 MR. YASAR: So first you have the ordering  
19 attributes, customer contact, all of the bill to,  
20 ship to, sold to. Then you have the products, once  
21 you add the products. If you have any adjustments  
22 which are then stored in the order adjustments table

1 and subsequently given to the pricing module that you  
2 would then indicate what the adjustment reason was  
3 and that's how you could -- it's basically in  
4 technical lingo, it's called a modifier, so the  
5 pricing adjustment reason or and the adjustment type.

6 MR. DUNLAY: Are those standard responses  
7 or manual?

8 MR. YASAR: It is a manual step. If  
9 you're in order admin and you pick the wrong field  
10 you might have picked price correction instead of  
11 doing price override. It's a manual field that you  
12 pick during the adjustment process.

13 MR. DUNLAY: It's from like a drop down  
14 list of options?

15 MR. YASAR: Correct. Correct.

16 MR. DUNLAY: Does it track an order where  
17 a price hold would -- or I guess maybe a migration  
18 order, where there is a migration credit and a  
19 discount on the item, it tracks those items  
20 separately?

21 MR. YASAR: It would track them separately  
22 so there are adjustment types, whether it's a price

1 correction, the price sold and even the discount or  
2 migration and then the reason for the adjustment  
3 which is again a list of values. But the validation  
4 again is in the order package. It's not in the  
5 system itself.

6 MR. DUNLAY: When an order is entered,  
7 just a standard order with a discount, is it entered  
8 as a percentage discount or is it entered as a net  
9 price?

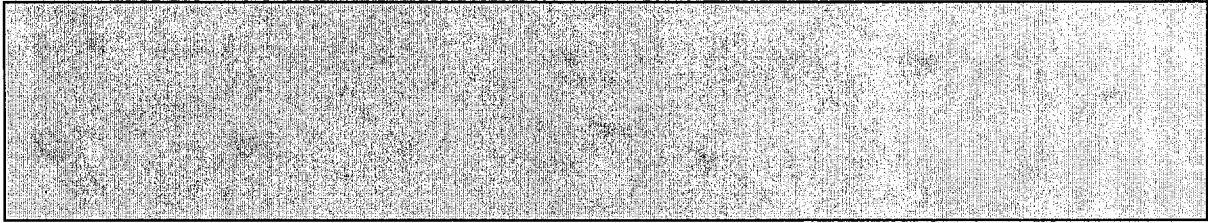
10 MR. YASAR: Really the discounts are  
11 entered as a percentage discount against list price  
12 which then results in a net price.

13 MR. MURRAY: But it also can be an amount  
14 adjustment.

15 MR. YASAR: Correct.

16 MR. DUNLAY: As far as list price, how are  
17 those entered into the system?

18 MR. YASAR: List prices are -- they always  
19 come from our pricing module and it's whatever our  
20 current commercial list price is. So it's in the  
21 system and then that's the active list price we have  
22 currently even today. That's what we call the



# ORDER MANAGEMENT

April 2002  
NAFO Operations

**Support Adjustment Type and Reason Code Combinations**

Price Correction	Price Hold	eBusiness Discount	eBusiness Discount Print	Percent Extended Discount & Amount Extended Discount	Percent Extended Discount Print & Amount Extended Discount Print	Migrated Support	Credit For Unused Support
Bucket Number 1	Bucket Number 1	Bucket Number 3	Bucket Number 3	Bucket Number 3	Bucket Number 3	Bucket Number 4	Bucket Number 5
\$	\$	%	%	% & \$	% & \$	\$	\$
Product Concession	Contractual	eBiz Standard	eBiz Standard	Above eBiz	Above eBiz	Migrated Support	Credit For Unused Support
Incorrect List Price	GSA	eBiz VAD	eBiz VAD	Volume Support Discount	Volume Support Discount		
Non Supported User Type		eBiz Partner	eBiz Partner	Assignment	Assignment		
Promotion		eBiz Higher Ed	eBiz Higher Ed	\$0 Entitlement	\$0 Entitlement		
Existing / Migrated		eBiz Oracle University	eBiz Oracle University	Membership Programs Partner	Membership Programs Partner		
Reinstatement Fees				Membership Programs Academic	Membership Programs Academic		
Royalty Support				License Correction/Deployment	License Correction/Deployment		
Exchange Rates – Indirect							

**Other Adjustment Type and Reason Code Combinations**

Price Correction
Bucket Number 1
\$
DOD Orders
Magazine Orders
Shipping and Handling
Media - CD





## **License Adjustment Type and Reason Code Definitions**

The following are adjustments that can be made to the list price that pulls up in OM. They do not all qualify as discounts to a price, but clarify why the LP has been adjusted. Adjustments are made via ATs and a corresponding RC. A definition of each AT is given below as well as RC that fall under that type.

### **License Adjustment Type and Reason Code Definitions**

The following are adjustments that can be made to the list price that pulls up in Order Management. They do not all qualify as discounts to a price, but clarify why the List Price has been adjusted. Adjustments are made via an Adjustment Type and a corresponding Reason Code. A definition of each Adjustment Type is given below as well as Reason Codes that fall under that type.

#### **PRICE CORRECTION (BUCKET 1)**

Price corrections are adjustments to the list price in Order Management. There are many reasons for this and are further explained in the various Reason Codes that are available for price corrections:

##### **Product Concession**

When a customer is not pleased with a product purchased from Oracle, an amendment might be approved to their contract to allow for a product concession. They will return the product with which they are dissatisfied and receive another one in return. When an order is entered for a product concession, this Reason Code will be used to adjust the list price to \$0.

##### **Incorrect List Price**

At times, the list price that pulls up in Order Management does not match the price for that particular product on the current price list. This can be due to error during the part set up. The Incorrect List Price Reason Code will allow the administrator to adjust the list price that pulls up in Order Management to the list price on the current price list.

##### **Non Supported User Type**

If a product's license type were not supported under the eBusiness price list (i.e. a special metric created per the customer's request) this Reason Code would be chosen under price correction. Both the non supported user type and the eBusiness license metric that is used for conversion by the Contract Specialist and the Sales Representative will be available on the OA Spreadsheet in the Incremental Licenses section.

##### **Promotion**

This Reason Code is applied when an additional discount is granted to a customer in conjunction with an active and supported Promotion.

##### **Exchange Rates – Indirect**

This Reason Code is applied when there are adjustments that need to be made to a List Price due to inaccurate Exchange Rates. For partners, standard quotes are protected for 90 days, regardless of quarters. However, non-standard quotes are only valid to the end of the quarter and in such cases this Reason Code would not be used, as it would not be a viable option.

**Note:** For any questions regarding Exchange Rate issues for Direct customers, please see the Adjustment Type / Reason Code combination of Extended Discount / Above eBiz.

### PRICE HOLD (BUCKET 1)

A price hold is used when a customer has a contractual agreement to purchase a product at a set price over a certain period of time. If a price hold is used on an order, this Adjustment Types and one of the Reason Codes below will be used on that particular product.

**Note:** Sales representatives that wish to modify the previously established price hold terms (i.e. Negotiate future discounting, change products or users types, extend expiration date) must negotiate off of the current commercial price list. The transaction should be approved and booked accordingly (The eBiz and Extended Discounts should be approved and entered in Order Management, and no Price Hold adjustment should be applied).

#### Contractual

Contractual applies to all price holds granted to customers other than those entitled to GSA pricing.

#### GSA

GSA is for use on orders of where the price hold was on a GSA (Government Services Administration) contract.

### LIST CREDIT FOR TERMINATED LICENSES (BUCKET 2)

The credit for terminated licenses - list reduces list license fees before any discounts are applied on list-to-list migrations. This is the reason why this Adjustment Types is under bucket 2, prior to bucket 3 where the eBusiness discount and the sales discount Adjustment Types are located.

#### List License Fees

In the case of a list-to-list migration, this Adjustment Type/Reason Code will be applied before any eBusiness or sales discounts.

#### License Type Upgrade

A License Type Upgrade involves changing the customer's license type. Approved License Type upgrades include the following:

- Application Read Only User to Application User
- Named User to Processor (the Named User License must have been purchased after 6/15/01)

#### Product Upgrade

A Product Upgrade involves changing the database product for which the customer is licensed. Approved

Product Upgrades include the following:

- Oracle Database Standard Edition to Oracle Database Enterprise Edition
- Rdb Standard Edition to Rdb Enterprise Edition
- Rdb Standard Edition to Oracle Database Standard Edition
- Rdb Enterprise Edition to Oracle Database Enterprise Edition
- Rdb Standard Edition to Oracle Database Enterprise Edition

### E-BUSINESS DISCOUNT (BUCKET 3)

eBusiness discounts are on the approved discount schedule published on eSource.

#### eBiz Standard

This Reason Code applies the eBusiness discount to the list price or adjusted list price (in the case of a list to list migration).

#### eBiz VAD

eBiz VAD is the eBusiness discount given to Value Added Distributors (VAD's).

#### eBiz Partner

Updated April 2002

eBiz Partner is the eBusiness discount given to Oracle Partners.

**eBiz Higher Ed**

eBiz Higher Ed is the eBusiness discount given to Higher Education customers.

**eBiz Oracle University**

eBiz Oracle University is the eBusiness discount given to Oracle University customers.

**PERCENT EXTENDED DISCOUNT & AMOUNT EXTENDED DISCOUNT (BUCKET 3)**

Extended discounts are any other discounts above the standard eBusiness discount.

**Above eBiz**

This Reason Code captures and adjusts the price to the additional discount approved over the eBusiness discount. The discount is applied to the adjusted net price after the Credit for Terminated Licenses.

**Note:** Regarding Exchange Rates for Direct Transactions. Essentially most quotes expire at the quarter end; however, there will be some exceptions (i.e. government RFPs). Quotes that have been drafted and that are not executed for sale do expire. However, this Reason Code would also be used in the event that HQAPP has approved a sales representatives request to hold a price that was originally quoted, which would result in an incremental discount if the country's exchange rate has depreciated against the dollar.

**Incremental Ratio Migration**

This Reason Code is applied when an additional discount is granted to a customer in conjunction with a ratio migration transaction. For this particular scenario, this Reason Code would be in place of the Above eBiz Reason Code. The licenses subject to the 'standard' ratio migration (based on the migration ratios published on eSource) are booked as a separate order line within Order Management using the \$0 Ratio Migration Reason Code. The Incremental Ratio Migration discount Reason Code would be applied to the order line for any incremental licenses granted to the customer as part of the approved ratio migration transaction.

**Assignment**

This Reason Code captures and adjusts the price for a License Assignment. A License Assignment is zero dollar order processed to allow a transfer of licenses from one customer to another.

**\$0 Ratio Migration**

If the customer's old license metrics convert to the current license metrics per the migration matrix provided on eSource (Migrations>Matrix>Migration Matrix), a Ratio Migration would apply. There would be one line booked in Order Management for the migrated products, which should total \$0, and another line booked in Order Management if any additional licenses are granted to the customer above the standard ratio migration (with HQAPP approval). The \$0 Ratio Migration Reason Code would be applied to the products on the first line booked in Order Management (to explain why those products were priced corrected to \$0). The Reason Code for the second line booked in Order Management is available under the Extended Discount Adjustment Type.

**\$0 Entitlement**

\$0 entitlements refer to product swaps and exchanges that occur with no charge. These orders would be a result of a contractual obligation to provide such license swap/exchange. Thus, there would only be one adjustment applied to the list price.

**Membership Programs Partner**

The Reason Code Membership Programs Partner refers to an order being placed by an Oracle Partner that is signing up (new) or renewing their current OPN membership. Per their contractual agreement, the partner is entitled to Zero dollar Development licenses at the Internet Platform level. At the E-Business suite track level they are entitled to zero dollar Demonstration licenses.

**Membership Programs Academic**

Updated April 2002

The Reason Code Membership Programs Academic refers to Education Initiatives (such as Oracle Academic Initiative or Workforce Development Program) where customers receive a 100% discount off of full use licenses, based off of a contractual agreement. The licenses are to be used for teaching purposes only.

**License Correction / Deployment**

This applies to \$0 orders. Anytime an administrator must enter an order to correct licenses that were entered incorrectly in the system (to match the customer's contract) or when he/she creates licenses in the system for licenses that were purchased outside the local territory, this Reason Code would be used on each product line.

**NET CREDIT FOR TERMINATED LICENSES (BUCKET 4)**

For net-to-net migrations the credit for terminated licenses is a reduction of the adjusted net license fees after the approved discount (eBusiness and Extended discounts) Thus, the net credit for terminated licenses is included in bucket 4, after bucket 3, where the eBusiness discount and the Extended discount Adjustment Types are located.

**Net License Fees Paid**

In the case of a net to net migration, this Reason Code will be applied to reflect the reduction in net license fees

**INDIRECT PASS THROUGH MARGINS (BUCKET 5)**

**Partner**

This Reason Code applies to a 3 signature block contract (Usually migration or price hold). In this business scenario, the Reseller secured the End User's agreement with our current OLSA. Because it's not a sub-license transaction, e-Business Discount Schedules do not apply here. Rather, a Partner margin is applied. Usually, the distribution of the margin is 14% to the Partner, based off of the End User's net license fees.

**VAD**

This Reason Code applies to a 3 signature block contract (Usually migration or price hold). In this business scenario, the Reseller secured the End User's agreement with our current OLSA. Because it's not a sub-license transaction, e-Business Discount Schedules do not apply here. Rather, a Partner/VAD margin is applied. Usually, the distribution of the margin is 14% to the Partner and 4% to the VAD, based off of the End User's net license fees.

**Promotions Partner**

When current Oracle promotions (i.e. Safe Switch, Launch Box Promotion) are extended to Partners, Partner margins will be applied. However, there are no fixed margin calculations for this business scenario. It varies from promotion to promotion.

**Promotions VAD**

When current Oracle promotions (i.e. Safe Switch, Launch Box Promotion) are extended to VADs, VAD margins will be applied. However, there are no fixed margin calculations for this business scenario. It varies from promotion to promotion.

## **Support Adjustment Type and Reason Code Definitions**

The following are adjustments that can be made to the list price that pulls up in Order Management. They do not all qualify as discounts to a price, but clarify why the List Price has been adjusted. Adjustments are made via an Adjustment Type and a corresponding Reason Code. A definition of each Adjustment Type is given below as well as Reason Code that fall under that type.

### **PRICE CORRECTION (BUCKET 1)**

Price corrections are adjustments to the list price in Order Management. There are many reasons for this and are further explained in the various Reason Codes that are available for price corrections:

#### **Product Concession**

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#### **Incorrect List Price**

At times, the list price that pulls up in Order Management does not match the price for that particular product on the current price list. This can be due to error during the part set up. The Incorrect List Price Reason Code will allow the administrator to adjust the list price that pulls up in Order Management to the list price on the current price list.

#### **Non Supported User Type**

If a product's license type were not supported under the eBusiness price list (i.e. a special metric created per the customer's request) this Reason Code would be chosen under price correction. Both the non supported user type and the eBusiness license metric that is used for conversion by the Contract Specialist and the Sales Representative will be available on the OA Spreadsheet in the Incremental Licenses section.

#### **Promotion**

This Reason Code is applied when an additional discount is granted to a customer in conjunction with an active and supported Promotion.

#### **Existing / Migrated**

This reason code can be used in multiple business scenarios, note as follows.

1. Used to adjust the price of support to 22% of the adjusted incremental list license fee for upgrades.
2. Used to adjust the price of support on (net to net or ratio) migrations to what the customer paid last year for support (increased by the Support Cap Rate or the Local Renewal Adjustment, if applicable)--provided that this fee is less than the current e-business support price.

#### **Reinstatement Fees**

This Reason Code is used when any reinstatement fees are being charged and associated with a product line for the reinstatement of support. The fee is charged to the customer for support on license sets that has lapsed or was not purchased with the initial license purchase. These fees are based on 150% of Updates.

#### **Royalty Support**

Refers to the support that is given on a royalty for zero dollars from the reporting month to the end of the calendar year to signify the support given to the end users. The partner then submits the support use annually in arrears to the support group to book.

#### **Exchange Rates – Indirect**

This Reason Code is applied when there are adjustments that need to be made to a List Price due to inaccurate Exchange Rates. For partners, standard quotes are protected for 90 days, regardless of

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quarters. However, non-standard quotes are only valid to the end of the quarter and in such cases this Reason Code would not be used, as it would not be a viable option.

**Note:** For any questions regarding Exchange Rate issues for Direct customers, please see the Adjustment Type / Reason Code combination of Extended Discount / Above eBiz.

### **PRICE HOLD (BUCKET 1)**

A price hold is used when a customer has a contractual agreement to purchase a product at a set price over a certain amount of time. If a price hold is used on an order, this Adjustment Type and one of the Reason Codes below will be used on that particular product.

**Note:** Sales representatives that wish to modify the previously established price hold terms (i.e. Negotiate future discounting, change products or users types, extend expiration date) must negotiate off of the current commercial price list. The transaction should be approved and booked accordingly (The eBiz and Extended Discounts should be approved and entered in Order Management, and no Price Hold Adjustment Type should be applied).

#### **Contractual**

Contractual applies to all price holds granted to customers other than those entitled to GSA pricing.

#### **GSA**

GSA is for use on orders of where the price hold was on a GSA (Government Services Administration) contract.

### **E-BUSINESS DISCOUNT (BUCKET 3)**

eBusiness discounts are on the approved discount schedule published on eSource.

#### **eBiz Standard**

This Reason Code applies the eBusiness discount to the list price or adjusted list price (in the case of a list to list migration).

#### **eBiz VAD**

VAD eBiz is the eBusiness discount given to Value Added Distributors (VAD's).

#### **eBiz Partner**

Partner eBiz is the eBusiness discount given to Oracle Partners.

#### **eBiz Higher Ed**

eBiz Higher Ed is the eBusiness discount given to Higher Education customers.

#### **eBiz Oracle University**

eBiz Oracle University is the eBusiness discount given to Oracle University customers.

### **PERCENT EXTENDED DISCOUNT & AMOUNT EXTENDED DISCOUNT (BUCKET 3)**

Extended discounts are any other discounts above the standard eBusiness discount.

#### **Above eBiz**

This Reason Code captures & adjusts the price to the additional discount approved over the eBusiness discount. The sales discount is applied to the adjusted net price after the Credit for Terminated Licenses.

**Note:** Regarding Exchange Rates for Direct Transactions. Essentially most quotes expire at the quarter end; however, there will be some exceptions (i.e. government RFPs). Quotes that have been drafted and that are not executed for sale do expire. However, this Reason Code would also be used in the event that HQAPP has approved a sales representatives request to hold a price that

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was originally quoted, which would result in an incremental discount if the country's exchange rate has depreciated against the dollar.

**Volume Support Discount**

This Reason Code captures the support discount for transactions where HQAPP has specifically approved support to be less than 22% of net license fees. This volume discount can only be applied when specifically approved by HQAPP.

**Assignment**

This Reason Code captures and adjusts the price for a License Assignment. A License Assignment is zero dollar order processed to allow a transfer of licenses from one customer to another.

**\$0 Entitlement**

\$0 entitlements refer to product swaps and exchanges that occur with no charge. These orders would be a result of a contractual obligation to provide such license swap/exchange. Thus, there would only be one adjustment applied to the list price.

**Membership Programs Partner**

The Reason Code Membership Programs Partner refers to an order being placed by an Oracle Partner that is signing up (new) or renewing their current OPN membership. It also refers to the discounting of the support price to zero. When support is given to a new or renewing partner at the CP (Certified Partner) or CAP (Certified Advantage Partner) level.

**Membership Programs Academic**

Refers to Education Initiatives (such as Oracle Academic Initiative or Workforce Development Program) where customers receive a 100% discount off of support, based off of a contractual agreement. The licenses and support are to be used for teaching purposes only.

**License Correction / Deployment**

This applies to \$0 orders. Anytime an administrator must enter an order to correct licenses that were entered incorrectly in the system (to match the customer's contract) or when he/she creates licenses in the system for licenses that were purchased outside the local territory, this Reason Code would be used on each product line.

**MIGRATED SUPPORT (BUCKET 4)**

**Migrated Support**

This applies to List to List Migration orders to add the fees for the existing support stream after the incremental fees are calculated.

**CREDIT FOR UNUSED SUPPORT (BUCKET 5)**

**Credit For Unused Support**

For all migrations when there are credits for unused support that need to be subtracted from the net migration support fees.



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## Other Adjustment Type and Reason Code Definitions

### PRICE CORRECTION (BUCKET 1)

#### Direct Order Desk (DOD) Orders

The DOD uses two different fee parts in order to invoice its customers for the media and freight charges related to DOD orders. The DOD Orders Reason Code will allow the DOD to adjust the default fee part pricing that pulls up in Order Management to accurately reflect the pricing for the order being invoiced.

#### Magazine Orders

This reason code is to be used for Oracle Magazine Orders.

#### Shipping and Handling

Shipping and Handling fees are waived in contractually or with the appropriate approvals. Make sure the appropriate documentation and/or approvals are included in the order package and/or Ordering Document.

#### Media -CD

Waiving of CD Pack Fees requires a tier 2 approval. Make sure all the appropriate approvals and documentation are included in the Ordering Document and order package.

## **CSI Termination Procedures**

**Below are the instructions that you should follow when terminating any CSI**