

1 BINGHAM McCUTCHEN LLP  
DONN P. PICKETT (SBN 72257)  
2 GEOFFREY M. HOWARD (SBN 157468)  
HOLLY A. HOUSE (SBN 136045)  
3 ZACHARY J. ALINDER (SBN 209009)  
BREE HANN (SBN 215695)  
4 Three Embarcadero Center  
San Francisco, CA 94111-4067  
5 Telephone: (415) 393-2000  
Facsimile: (415) 393-2286  
6 donn.pickett@bingham.com  
geoff.howard@bingham.com  
7 holly.house@bingham.com  
zachary.alinder@bingham.com  
8 bree.hann@bingham.com

9 BOIES, SCHILLER & FLEXNER LLP  
DAVID BOIES (Admitted *Pro Hac Vice*)  
333 Main Street  
10 Armonk, NY 10504  
Telephone: (914) 749-8200  
11 Facsimile: (914) 749-8300  
dboies@bsfllp.com

12 STEVEN C. HOLTZMAN (SBN 144177)  
13 FRED NORTON (SBN 224725)  
1999 Harrison St., Suite 900  
14 Oakland, CA 94612  
Telephone: (510) 874-1000  
15 Facsimile: (510) 874-1460  
sholtzman@bsfllp.com  
16 fnorton@bsfllp.com

17 DORIAN DALEY (SBN 129049)  
JENNIFER GLOSS (SBN 154227)  
500 Oracle Parkway, M/S 5op7  
18 Redwood City, CA 94070  
Telephone: (650) 506-4846  
19 Facsimile: (650) 506-7114  
dorian.daley@oracle.com  
20 jennifer.gloss@oracle.com

21 Attorneys for Plaintiffs  
Oracle USA, Inc., *et al.*

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

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

25 Plaintiffs,  
26 v.

27 SAP AG, *et al.*,

28 Defendants.

Robert A. Mittelstaedt (SBN 060359)  
Jason McDonell (SBN 115084)  
Elaine Wallace (SBN 197882)  
JONES DAY  
555 California Street, 26<sup>th</sup> Floor  
San Francisco, CA 94104  
Telephone: (415) 626-3939  
Facsimile: (415) 875-5700  
ramittelstaedt@jonesday.com  
jmcdonell@jonesday.com  
ewallace@jonesday.com

Tharan Gregory Lanier (SBN 138784)  
Jane L. Froyd (SBN 220776)  
JONES DAY  
1755 Embarcadero Road  
Palo Alto, CA 94303  
Telephone: (650) 739-3939  
Facsimile: (650) 739-3900  
tglanier@jonesday.com  
jfroyd@jonesday.com

Scott W. Cowan (Admitted *Pro Hac Vice*)  
Joshua L. Fuchs (Admitted *Pro Hac Vice*)  
JONES DAY  
717 Texas, Suite 3300  
Houston, TX 77002  
Telephone: (832) 239-3939  
Facsimile: (832) 239-3600  
swcowan@jonesday.com  
jlfuchs@jonesday.com

Attorneys for Defendants  
SAP AG, SAP AMERICA, INC., and  
TOMORROWNOW, INC.

NO. 07-CV-01658PJH (EDL)

**STIPULATION AND [PROPOSED]  
ORDER REGARDING INFRINGING  
MATERIALS IN DEFENDANTS'  
POSSESSION**

1 Pursuant to the Court's December 28, 2010 Order, Dkt. No. 1030, and 17 U.S.C. § 503,  
2 Plaintiffs Oracle USA, Inc., Oracle International Corporation, and Siebel Systems, Inc.  
3 (collectively, "Oracle") and Defendants SAP AG, SAP America, Inc., and TomorrowNow, Inc.  
4 (collectively, "Defendants," and together with Oracle, the "Parties"), jointly enter this Stipulation  
5 Regarding Infringing Materials in Defendants' Possession (the "Stipulation").

6 The Parties agree that infringing application software, database software, and support  
7 materials obtained by TomorrowNow (whether currently in the possession of TomorrowNow or  
8 SAP) remain in the possession, custody, and/or control of Defendants, including Oracle's  
9 confidential, proprietary, and copyrighted software and support materials and any derivative  
10 works or other partial or modified components of any Oracle Registered Work (*see* Attachment  
11 A), based on or containing in whole or in part Oracle's copyrighted materials (the "Infringing  
12 Materials").

13 The Parties agree that the Infringing Materials should be destroyed, but only after (1) the  
14 final conclusion of the above-captioned matter, including the final conclusion of all available  
15 appeals of this matter, (2) the final conclusion of any related investigation of Defendants by any  
16 governmental agency or authority, and, (3) the final conclusion, including all available appeals, of  
17 any litigation that is currently pending or that may arise and that may implicate the Infringing  
18 Materials in Defendants' possession, where Oracle or any Defendant is a party, including but not  
19 limited to Oracle's lawsuit against Rimini Street pending in the United States District Court,  
20 District of Nevada, Case No. 2:10-cv-0106-LRH-PAL (the "Other Litigation").

21 **NOW, THEREFORE, THE PARTIES HEREBY STIPULATE AS FOLLOWS:**

22 Pursuant to 17 U.S.C. § 503, Defendants shall, at their own expense, destroy all Infringing  
23 Materials within their possession, custody, and/or control within 90 days after all three of the  
24 following events have occurred: (1) the final conclusion of the above-captioned matter, including  
25 the final conclusion of all available appeals of this matter; (2) the final conclusion of any related  
26 investigation of Defendants by any governmental agency or authority; and, (3) the final  
27 conclusion of the Other Litigation, including the final conclusion of all available appeals of the  
28 Other Litigation. To ensure that all Parties have notice of the final conclusion of the second and

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1 third events, Defendants' counsel shall provide written notice to Oracle's counsel by electronic  
2 mail and U.S. mail within 7 business days following the final conclusion of any related  
3 investigation of Defendants by any governmental agency or authority or the final conclusion of  
4 any Other Litigation, and Oracle's counsel shall provide written notice to Defendants' counsel by  
5 electronic mail and U.S. mail within 7 business days following the final conclusion any Other  
6 Litigation, including the final conclusion of all available appeals of any Other Litigation. Further,  
7 Oracle shall have the right to physically monitor and attend the destruction process, in person,  
8 with any representatives it may choose, and Defendants shall provide Oracle at least 7 business  
9 days' notice with the time(s) and place(s) where such destruction shall occur. Defendants shall  
10 then certify to Oracle in writing, within 7 business days of completion of such destruction, that it  
11 is full and complete.

12 **IT IS SO STIPULATED.**

13 Dated: February 2, 2011

BINGHAM McCUTCHEN LLP

14 By: /s/ Geoffrey M. Howard

15 Geoffrey M. Howard  
16 Attorneys for Plaintiffs  
17 Oracle USA, Inc., Oracle International  
Corporation, and Siebel Systems, Inc.

18 In accordance with General Order No. 45, Rule X, the above signatory attests that  
19 concurrence in the filing of this document has been obtained from the signatory below.

20 Dated: February 2, 2011

JONES DAY

21 By: /s/ Tharan Gregory Lanier

22 Tharan Gregory Lanier  
23 Attorneys for Defendants  
24 SAP AG, SAP America, Inc. and  
TomorrowNow, Inc.

25 **PURSUANT TO STIPULATION, IT IS SO ORDERED.**

26 Dated: February \_\_\_\_, 2011

27 \_\_\_\_\_  
28 Honorable Phyllis J. Hamilton  
United States District Judge

**ATTACHMENT A – THE “REGISTERED WORKS”**

<b>Title of Work</b>	<b>Date of Registration</b>	<b>Registration Number</b>
PeopleSoft 8 Customer Relationship Management	September 27, 2001	TX-5-456-777
PeopleSoft 8.8 Customer Relationship Management	June 11, 2004	TX 6-015-317
PeopleSoft 8.8 Enterprise Performance Management	June 11, 2004	TX-5-993-616
PeopleSoft Financials, Distribution & Manufacturing 7.5	December 15, 1998	TX 4-792-574
PeopleSoft 8 Financials and Supply Chain Management: Service Pack 2	September 27, 2001	TX-5-456-780
PeopleSoft 8.4 Financials and Supply Chain Management	August 5, 2002	TX-5-586-247
PeopleSoft HRMS 7.0	December 15 1998	TX 4-792-577
PeopleSoft HRMS 7.5	December 15, 1998	TX 4-792-575
PeopleSoft 8 HRMS SP1	March 26, 2001	TX 5-501-312
PeopleSoft 8.3 HRMS	February 1, 2002	TX 5-469-032
PeopleSoft 8.8 HRMS	June 11, 2004	TX 6-093-947
PeopleSoft 8 Student Administration Solutions	November 30, 2001	TX 5-431-289
PeopleTools 7.5	November 20, 1998	TX 4-792-578
PeopleTools 8.10	September 5, 2000	TX 5-266-221
PeopleTools 8.4	August 5, 2002	TX 5-586-248
PeopleSoft 8.1 Customer Relationship Management	March 20, 2002	TX 5-493-450
PeopleSoft 8 EPM SP3	March 30, 2001	TX 5-345-698
PeopleSoft 8.3 Enterprise Performance Management	March 11, 2002	TX 5-485-839
PeopleSoft 7.0 financials, distribution & manufacturing 7.0	December 15, 1998	TX 4-792-576
PeopleSoft Financials and Supply Chain Management (FIN/SCM) 8.0	November 20, 2000	TX 5-291-439
PeopleSoft 8 FIN/SCM SP1	March 26, 2001	TX 5-501-313
PeopleSoft HRMS 8.0	November 20, 2000	TX 5-291-440
PeopleTools 8.0	September 5, 2000	TX 5-266-222
PeopleSoft Pension Administration 7	June 21, 1999	TX 3-772-290
PeopleSoft Payroll 7	June 22, 1999	TX 4-501-140
PeopleSoft Payroll Interface 7	June 22, 1999	TX 4-501-138
PeopleSoft Time and Labor 7.0	June 28, 1999	TX 4-994-866
PeopleSoft Benefits Administration 7.0	June 15, 1999	TX 4-258-824
PeopleSoft Human Resources 7	June 28, 1999	TX 4-994-865
PeopleSoft Payroll Interface 7 Higher Education	June 28, 1999	TX 5-013-124
PeopleSoft Time and Labor 7	June 28, 1999	TX 5-013-128
PeopleSoft Benefits Administration 7.50	June 14, 1999	TX 5-072-090
PeopleSoft Payroll Interface 7.50	June 21, 1999	TX 3-772-292
PeopleSoft Pension Administration 7.50	June 21, 1999	TX 3-772-291
PeopleSoft Human Resources 7.50	June 28, 1999	TX 5-013-123
PeopleSoft Payroll 7.50	June 28, 1999	TX 5-013-125
PeopleSoft Time and Labor 7.50	June 28, 1999	TX 4-994-867

**Table A-1: PeopleSoft Application Registrations**

Title of Work	Date of Registration	Registration Number
Database of Documentary Customer Support Materials for PeopleSoft Software	July 1, 2009	TXu1-607-454
PeopleTools Third Party Daylight Saving Time Required Modifications	April 26, 2007	TX 6-541-019
PeopleTools Third Party Daylight Saving Time Required Modifications (Revised)	April 26, 2007	TX 6-541-018
PeopleSoft 8.01 & 8.31 Payroll Tax Update 05-F Year-End Processing: Canada	May 2, 2008	TX 6-838-549
PeopleSoft Payroll 1200457000 - User Documentation	May 2, 2008	TX 6-838-537
PeopleSoft Application Update Installation Instructions (UPD595817)	May 2, 2008	TX 6-838-544

**Table A-2: Oracle Updates and Support Materials Registrations for Oracle's PeopleSoft-branded Products**

Title of Work	Date of Registration	Registration Number
Initial release of JD Edwards EnterpriseOne Xe	April 26, 2007	TX 6-541-033
Initial release of JD Edwards EnterpriseOne 8.0	April 26, 2007	TX 6-541-050
Initial release of JD Edwards EnterpriseOne 8.10	April 26, 2007	TX 6-541-038
Initial release of JD Edwards EnterpriseOne 8.11	April 26, 2007	TX 6-541-028
Initial release of JD Edwards EnterpriseOne 8.12	April 26, 2007	TX 6-541-041
Initial release of JD Edwards World A7.3	April 26, 2007	TX 6-541-029
Initial release of JD Edwards World A8.1	April 26, 2007	TX 6-541-047
Current development environment for JD Edwards EnterpriseOne Xe	April 26, 2007	TXu1-345-109
Current development environment for JD Edwards EnterpriseOne 8.0	April 26, 2007	TXu1-345-111
Current development environment for JD Edwards EnterpriseOne 8.9	April 26, 2007	TXu1-345-112
Current development environment for JD Edwards EnterpriseOne 8.10	April 26, 2007	TXu1-345-113
Current development environment for JD Edwards EnterpriseOne 8.11	April 26, 2007	TXu1-345-114
Current development environment for JD Edwards EnterpriseOne 8.11 SP1	April 26, 2007	TXu1-345-115
Current development environment for JD Edwards EnterpriseOne 8.12	April 26, 2007	TXu1-346-350
Current development environment for JD Edwards World A7.3	April 26, 2007	TXu1-345-110
Current development environment for JD Edwards World A8.1	May 1, 2007	TX 6-545-422
Initial release of JD Edwards EnterpriseOne 8.9	April 26, 2007	TX 6-541-049
Initial release of JD Edwards EnterpriseOne 8.11 SP1	April 26, 2007	TX 6-541-040
Initial release of JD Edwards World A9.1	April 26, 2007	TX 6-541-030
Accounts Payable program	March 7, 1995	TXu 619-320
Accounts Receivable program	March 7, 1995	TXu 619-312
Capacity Requirements Planning program	March 7, 1995	TXu 619-307
Configuration Management program	March 7, 1995	TXu 619-305

Title of Work	Date of Registration	Registration Number
EDI Interface (6) program	March 7, 1995	TXu 619-304
Enterprise Facility Planning program	March 7, 1995	TXu 619-311
Equipment Management (5) program	March 7, 1995	TXu 619-309
Financial Modeling, Budgeting & Allocations program	March 7, 1995	TXu 619-321
Financial Reporting (FASTR) program	March 7, 1995	TXu 619-318
General Ledger & Basic Financial program	March 7, 1995	TXu 619-310
Inventory Management program	March 7, 1995	TXu 619-314
Master Production Scheduling program	March 7, 1995	TXu 619-306
Product Data Management program	March 7, 1995	TXu 619-317
Purchase Order Processing program	March 7, 1995	TXu 619-316
Sales Order Processing/Sales Analysis program	March 7, 1995	TXu 619-315
Shop Floor Control program	March 7, 1995	TXu 619-303
Warehouse Management program	March 7, 1995	TXu 619-313
WorldCASE Development Environment program	March 7, 1995	TXu 619-308
WorldCASE Foundation Environment (3) program	March 7, 1995	TXu 619-319

**Table A-3: J.D. Edwards Application Registrations**

Title of Work	Date of Registration	Registration Number
Cumulative Update 8 for JD Edwards EnterpriseOne Xe	April 26, 2007	TX 6-541-048
Cumulative Update 1 for JD Edwards EnterpriseOne 8.0	April 26, 2007	TX 6-541-034
Cumulative Update 2 for JD Edwards EnterpriseOne 8.10	April 26, 2007	TX 6-541-032
Cumulative Update 1 for JD Edwards EnterpriseOne 8.12	April 26, 2007	TX 6-541-042
Cumulative Update 16 for JD Edwards World A7.3	April 26, 2007	TX 6-541-031
Cumulative Update 6 for JD Edwards World A8.1	May 1, 2007	TX 6-545-421
Cumulative Update 1 for JD Edwards EnterpriseOne 8.11 SP1	April 26, 2007	TX 6-541-039

**Table A-4: J.D. Edwards Cumulative Update Registrations**

Title of Work	Date of Registration	Registration Number
Database of Documentary Customer Support Materials for J.D. Edwards Software	July 1, 2009	TXu1-607-455
Changes to Daylight Savings Time for 2007 (DST)	April 26, 2007	TX 6-541-025
ESU for JD Edwards EnterpriseOne Xe	May 3, 2007	TX 6-541-051
ESU for JD Edwards EnterpriseOne 8.0	April 26, 2007	TX 6-541-046
ESU for JD Edwards EnterpriseOne 8.9	April 26, 2007	TX 6-541-036
ESU for JD Edwards EnterpriseOne 8.10	April 26, 2007	TX 6-541-037
ESU for JD Edwards EnterpriseOne 8.11	April 26, 2007	TX 6-541-035
ESU for JD Edwards EnterpriseOne 8.11 SP1	April 26, 2007	TX 6-541-027
ESU for JD Edwards EnterpriseOne 8.12	April 26, 2007	TX 6-541-045
Code Change for JD Edwards World A7.3	April 26, 2007	TX 6-541-043
Code Change for JD Edwards World A8.1	April 26, 2007	TX 6-541-044
E1: 07/77: Quantum for Payroll Tax v.280	April 26, 2007	TX 6-541-022
E1: 1099: Year 2006 1099 ESUs	April 26, 2007	TX 6-541-024

Title of Work	Date of Registration	Registration Number
EAP WTHD06: 1099 IRS changes for the year 2006	April 26, 2007	TX 6-541-023
JD Edwards World -- 1099 Changes for Tax Year 2006	April 26, 2007	TX 6-541-026
ECRM89: Common Errors on Mobile Sales	April 26, 2007	TX 6-541-020
GM--Grants issues resolved by FMS ESA 8.9 Bundle #10-653723 (Oct 06)	April 26, 2007	TX 6-541-021

**Table A-5: Oracle Updates and Support Materials Registrations for Oracle's J.D. Edwards-branded Products<sup>1</sup>**

Title of Work	Date of Registration	Registration Number
Siebel 6.3 Initial Release and Documentation	June 29, 2009	TX 6-941-989
Siebel 7.0.5 Initial Release and Documentation	June 29, 2009	TX 6-941-988
Siebel 7.5.2 Initial Release and Documentation	June 29, 2009	TX 6-941-990
Siebel 7.7.1 Initial Release and Documentation	June 29, 2009	TX 6-941-993
Siebel 7.8 Initial Release and Documentation	June 29, 2009	TX 6-941-995
Siebel 8.0 Initial Release and Documentation	June 29, 2009	TX 6-942-000
Siebel 8.1.1 Initial Release and Documentation	June 29, 2009	TX 6-942-001

**Table A-6: Siebel Application Registrations**

Title of Work	Date of Registration	Registration Number
Database of Documentary Customer Support Materials for Siebel Software	July 1, 2009	TXu1-607-453

**Table A-7: Oracle Updates and Support Materials Registrations for Oracle's Siebel-branded Products**

Title of Work	Date of Registration	Registration Number
Oracle 8i Enterprise Edition, release 2 (8.1.6)	February 2, 2001	TX 5-222-106
Oracle9i Database Enterprise : Edition Release 2	June 13, 2003	TX 5-673-282
Oracle Database 10g: Release 2	June 29, 2009	TX 6-942-003
Oracle Relational Database Management System (RDBMS): Release 8.0.4	November 21, 2001	TX 5-392-842
Oracle Relational Database Management System (RDBMS), Release 8.0.5	November 21, 2001	TX 5-392-861
Oracle9i Database Enterprise : Edition Release 1	June 13, 2003	TX 5-673-281
Oracle Database 10g: Release 1	January 16, 2009	TX 6-938-648

**Table A-8: Oracle Database Registrations**

<sup>1</sup> The Cumulative Updates, separately listed in Table A-3, are also Oracle Update and Support Materials for Oracle's J.D. Edwards-branded products.