

1 Robert A. Mittelstaedt (SBN 060359)
Jason McDonell (SBN 115084)
2 Elaine Wallace (SBN 197882)
JONES DAY
3 555 California Street, 26th Floor
San Francisco, CA 94104
4 Telephone: (415) 626-3939
Facsimile: (415) 875-5700
5 ramittelstaedt@jonesday.com
jmcdonell@jonesday.com
6 ewallace@jonesday.com

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

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

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

19 UNITED STATES DISTRICT COURT
20 NORTHERN DISTRICT OF CALIFORNIA
21 SAN FRANCISCO DIVISION

22 ORACLE USA, INC., et al.,
23 Plaintiffs,
24 v.
25 SAP AG, et al.,
26 Defendants.

Case No. 07-CV-1658 PJH (EDL)

**DECLARATION OF
ANDREW NELSON IN SUPPORT OF
DEFENDANTS' OPPOSITION TO
PLAINTIFFS' MOTION TO COMPEL**

Date: N/A
Time: N/A
Courtroom: E, 15th Floor
Judge: Hon. Elizabeth D. Laporte

1 I, ANDREW NELSON, declare:

2 I am the former President and Chief Executive Officer, of TomorrowNow, Inc. ("TN"),
3 one of the Defendants in this case and a subsidiary of SAP America, Inc., which is a subsidiary of
4 SAP AG (collectively "SAP"). I make this declaration based on my personal knowledge and, if
5 called upon to do so, could testify competently thereto.

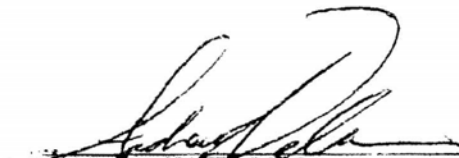
6 1. I resigned from TN in November 2007. Prior to my resignation, TN considered
7 providing third party support for each of the Hyperion, Retek, and eBusiness Suite software
8 product lines (collectively "HRE Products"). TN's consideration of servicing the HRE Products
9 involved, among other things, an analysis of the projected revenues, expenses and other logistics
10 associated with those potential new service offerings.

11 2. Ultimately, TN did not provide third party support for any of the HRE Products.
12 Those decisions were made prior to my resignation and to my knowledge, TN never provided
13 direct third party support for the HRE Products. I believe that TN never received any revenue for
14 providing such support services.

15 3. To my knowledge, other than materials that were available to the general public
16 (i.e., through the Internet or other publicly available means), no one at TN downloaded or
17 otherwise accessed any of the HRE Products' proprietary software or confidential support
18 materials for any purpose relating to TN's consideration of providing third party support for those
19 products. If any such downloads or access occurred, to my knowledge it was not sanctioned or
20 otherwise condoned by TN at any time prior to my resignation in November 2007.

21 I declare under penalty of perjury under the laws of the United States and the State of
22 California that the foregoing is true and correct. Executed this 22nd day of January, 2009 in
23 Bryan, Texas.

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ANDREW NELSON