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6 *Also filed on behalf of 7 Plaintiff States (see signature block)*

7 UNITED STATES DISTRICT COURT
8 NORTHERN DISTRICT OF CALIFORNIA
9 SAN FRANCISCO JUDICIAL DISTRICT

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11 UNITED STATES OF AMERICA, et al.,

12 Plaintiffs,

13 v.

14 ORACLE CORPORATION

15 Defendant.
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} CASE NO. C 04-0807 VRW

} Filed May 18, 2004

} **PLAINTIFFS' WITNESS LIST**
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Plaintiffs' Witness List, C 04-0807 VRW

PLAINTIFF'S WITNESS LIST

Witness Name	Witness Affiliation	Description of Testimony Subjects	Estimated Time of Direct
Scott Hatfield	Cox Communications, Inc.	- Cox Communications' HRM/FMS systems needs - decision/plans/experience in licensing and implementing systems and system enhancements - consideration of available options for HRM/FMS needs - competition among Oracle, PeopleSoft, and SAP - likely impact of proposed transaction	.75
Bob Bullock	CH2M Hill Inc.	- CH2M Hill's HRM/FMS systems needs - decision/plans/experience in licensing and implementing systems and system enhancements - consideration of available options for HRM/FMS systems needs - competition among Oracle, PeopleSoft, and SAP - likely impact of proposed transaction	.75
Richard A. Bergquist	PeopleSoft, Inc.	- PeopleSoft, its products and its focus on "enterprise customers"; -the requirements of "enterprise customers" -competition among PeopleSoft, Oracle and SAP for the enterprise customer -entry and repositioning conditions for mid-tier vendors -role of competition between PSFT and Oracle in new products and innovations	2
Nancy Thomas	IBM Global Services, Business Consulting Services	- software selection and implementation services provided to clients for ERP systems, including HRM and FMS - vendor characteristics, attributes of ERP systems offered by vendors and the functional needs and requirements of clients - alternatives available to clients for HRM and FMS systems needs - selection process for HRM and FMS systems, including information obtained and disclosed	1.5
Laurette Bradley	Verizon Communications Inc.	- Verizon's HRM/FMS system needs - decision/plans/experience in licensing and implementing systems and system enhancements - consideration of available options for HRM/FMS needs - competition among Oracle, PeopleSoft, and SAP - likely impact of proposed transaction	.75

Phillip Maxwell	Neiman Marcus Group	- Neiman Marcus' HRM/FMS systems needs - decision/plans/experience in licensing and implementing systems and system enhancements - consideration of available options for HRM/FMS systems needs - competition among Oracle, PeopleSoft, and SAP - likely impact of proposed transaction	.75
Ken Johnsen	Pepsi Americas	- Pepsi Americas' HRM/FMS systems needs - decision/plans/experience in licensing and implementing systems and system enhancements - consideration of available options for HRM/FMS systems needs - competition to meet systems needs - likely impact of proposed transaction	.75
Scott Wesson	Apartment Investment and Management Co.	- AIMCO's HRM/FMS system needs - decision/plans regarding licensing and implementing systems and system enhancements - consideration of available options for HRM/FMS systems needs - competition among Oracle, PeopleSoft, and SAP - likely impact of proposed transaction	.75
Perry E. Keating	BearingPoint, Inc.	- software selection and implementation services provided to clients for ERP systems, including HRM and FMS; - vendor characteristics, attributes of ERP systems offered by vendors and the functional needs and requirements of clients - alternatives available to clients for HRM and FMS systems needs; - selection process for HRM and FMS systems, including information obtained and disclosed	1.5
Douglas Burgum	Microsoft Corp.	- Microsoft business software, its competition and significance	1.25
Richard Cichanowicz	Nextel Communications	- Nextel's HRM/FMS systems needs - decision/plans/experience in licensing and implementing systems and system enhancements - consideration of available options for HRM/FMS systems needs - competition among Oracle, PeopleSoft, and SAP - likely impact of proposed transaction	.75

Leonard Disimone	Metro North, New York	- Metro North's HRM/FMS systems needs - decision/plans regarding licensing and implementing systems and system enhancements - consideration of available options for HRM/FMS systems needs - competition among Oracle, PeopleSoft, and SAP - likely impact of proposed transaction	.75
Phillip Wilmington	PeopleSoft, Inc.	- the sales process for high-function enterprise software - competition among enterprise software vendors, including competition between PeopleSoft and Oracle - the significance of other software vendors or other alternatives - conditions relevant to possible new entry or repositioning by mid-tier vendors to serve enterprise customers	2
Geoff Penney	Charles Schwab & Co., Inc.	- Charles Schwab's HRM/FMS system needs - decision/plans/experience in licensing and implementing systems and system enhancements - consideration of available options for HRM/FMS needs - competition among Oracle, PeopleSoft, and SAP - likely impact of proposed transaction	.75
Curtis Wolfe	State of North Dakota	- North Dakota's HRM/FMS systems needs - decision/plans/experience in licensing and implementing systems and system enhancements - consideration of available options for HRM/FMS systems needs - competition among Oracle, PeopleSoft, and SAP - likely impact of proposed transaction	.75
Scott Elliott	Kerr-McGee Corporation	- Kerr-McGee's HRM/FMS systems needs - decision/plans/experience in licensing and implementing systems and system enhancements - consideration of available options for HRM/FMS systems needs - competition among Oracle, PeopleSoft, and SAP - likely impact of proposed transaction	.75
Arthur Teelak, Jr.	Erie County, New York	- Erie County's HRM/FMS systems needs - decision/plans/experience in licensing and implementing systems and system enhancements - consideration of available options for HRM/FMS systems needs - competition among Oracle, PeopleSoft, and SAP - likely impact of proposed transaction	.75

Michael Gorriz	DaimlerChrysler AG	DaimlerChrysler's HRM/FMS systems needs - decision/plans/experience in licensing and implementing systems and system enhancements - consideration of available options for HRM/FMS systems needs - competition among Oracle, PeopleSoft, and SAP - likely impact of proposed transaction	.75
Mary Glover	Greyhound Lines, Inc.	- Greyhound's HRM systems needs - decision/plans/experience in licensing and implementing systems and system enhancements - consideration of available options for HRM systems needs - competition among Oracle, PeopleSoft, and SAP - likely impact of proposed transaction	.75
Lynn E. Anderson	Cap Gemini Ernst & Young U.S. LLC	- software selection and implementation services provided to clients for ERP systems, including HRM and FMS - vendor characteristics, attributes of ERP systems offered by vendors and the functional needs and requirements of clients - alternatives available to clients for HRM and FMS systems needs - selection process for HRM and FMS systems, including information obtained and disclosed	1.5
Marco Iansiti	Harvard Business School	- Enterprise requirements for FMS/HRM software, and capability and suitability of various vendors to provide applications to meet these requirements - For further detail, see expert report.	3
Richard Allen	former PeopleSoft, Inc.	- J.D. Edwards, Inc.'s unsuccessful attempt to enter the market for enterprise customers.	2
Kenneth Elzinga	University of Virginia	- Economic analysis of proposed transaction. - For further detail, see expert report.	3
Preston McAfee	California Institute of Technology	- Economic analysis of competitive effect of proposed transaction. - For further detail, see expert report.	2
REBUTTAL			
Mark Zmiejewski	University of Chicago; Chicago Partners	- Rebuttal of efficiencies evidence anticipated from Oracle. - For further detail, see expert report.	2

Plaintiff also intends to introduce witness deposition testimony, including video testimony, pursuant to the Case Management Order.

1 Dated: May 18, 2004

Respectfully submitted,

3 /s/

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