

1 UNITED STATES DEPARTMENT OF LABOR  
 2 OFFICE OF ADMINISTRATIVE LAW JUDGES  
 3  
 4 OFFICE OF FEDERAL CONTRACT )  
 COMPLIANCE PROGRAMS, )  
 5 UNITED STATES DEPARTMENT )  
 OF LABOR, )  
 6 )  
 Plaintiff, ) OALJ Case No.  
 7 ) 2017-OFC-00006  
 v. )  
 8 ) OFCCP No.  
 ORACLE AMERICA, INC., ) R00192699  
 9 )  
 Defendant. )  
 10 \_\_\_\_\_ )  
 11  
 12  
 13 CONFIDENTIAL VIDEOTAPE RULE 30(B)(6) DEPOSITION OF:  
 14 KATE WAGGONER  
 15  
 16 PURSUANT TO NOTICE, the 30(b)(6)  
 17 videotaped deposition of KATE WAGGONER was taken on  
 18 behalf of the Plaintiff at U.S. Department of Labor,  
 19 1244 Speer Boulevard, Suite 515, Denver, Colorado, on  
 20 July 19, 2019, at 9:54 a.m., before K. Michelle Dittmer,  
 21 Registered Professional Reporter and Notary Public within  
 22 Colorado.  
 23  
 24  
 25 JOB No. 190719HGE

1

I N D E X

2 EXAMINATION OF KATE WAGGONER:	PAGE
July 19, 2019	
3	
By Mr. Song	5
4	
5	
	INITIAL
6 DEPOSITION EXHIBITS:	REFERENCE
7 Exhibit 120 OFCCP's Notice of Deposition of	61
Oracle's Agent Kate Waggoner	
8 Regarding Topics 4, 5, 11, 12, 28,	
29, and 30 on Behalf of Oracle	
9 Pursuant to 41 C.F.R. 60-30.11	
and Federal Rule of Civil	
10 Procedure 30(b)(6)	
11	
12 PRIOR MARKED EXHIBITS:	
13	
14 Exhibit 7	90
15 Exhibit 8	154
16 Exhibit 13	205
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3

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 21  
 22  
 23  
 24  
 25

2

1 WHEREUPON, the following proceedings were taken  
 2 pursuant to the Federal Rules of Civil Procedure.  
 3 \* \* \* \* \*  
 4 THE VIDEOGRAPHER: Good morning. We are  
 5 on the record. Time is 9:04 a.m. on July 19, 2019.  
 6 This is the beginning of the  
 7 video-recorded Rule 30(b)(6) deposition of Oracle  
 8 America, Incorporated, through its representative, Kate  
 9 Waggoner, in the matter of the Office of Federal Contract  
 10 Compliance Programs, United States Department of Labor  
 11 versus Oracle America, Incorporated, before the United  
 12 States Department of Labor, Office of Administrative Law  
 13 Judges, Case Number 2017-OFC-00006.  
 14 The deposition is being held at 1244 Speer  
 15 Boulevard in Denver, Colorado.  
 16 The videographer is Peter Quinn and the  
 17 court reporter is Shelly Dittmer, representing Gradillas  
 18 Court Reporters of Glendale, California.  
 19 Please note that audio and video recording  
 20 will continue until all parties have agreed to go off the  
 21 record. Microphones are sensitive and may pick up  
 22 whispers, private conversations, and cellular  
 23 interference.  
 24 Will Counsel please state their  
 25 appearances, beginning with the plaintiff's counsel.

4

1 MR. SONG: Charles Song on behalf of  
2 OFCCP.  
3 MR. GARCIA: Norm Garcia for OFCCP.  
4 MS. CONNELL: Erin Connell of Orrick  
5 Herrington & Sutcliffe on behalf of Defendant Oracle and  
6 the witness.  
7 MS. JAMES: Jessica James on behalf of  
8 Oracle.  
9 THE VIDEOGRAPHER: Will the court reporter  
10 please swear in the witness.  
11 KATE WAGGONER,  
12 having been first duly sworn, was examined and  
13 testified as follows:  
14 EXAMINATION  
15 BY MR. SONG:  
16 Q. Okay. I know you've done this a few times  
17 before.  
18 A. Yes.  
19 Q. So I won't go over all of the rules of the  
20 road, but just maybe a reminder of a couple of them  
21 because your last deposition was, what, a couple months  
22 ago --  
23 A. Yes.  
24 Q. -- I think? Okay.  
25 A. In May.

5

1 Q. -- correct?  
2 Okay. And are you still the -- I'm sorry,  
3 just, what is your -- your current title?  
4 MS. CONNELL: Just for the record, she's  
5 testifying on behalf of Oracle as to certain specified  
6 topics, but I don't --  
7 MR. SONG: Okay.  
8 MS. CONNELL: -- know what questions  
9 you're going to ask her, so I just want to make that  
10 clear.  
11 MR. SONG: Okay.  
12 Q. (By Mr. Song) But can you just give us  
13 your title, please.  
14 A. Yes. My title is senior director, global  
15 compensation.  
16 Q. Okay. And you were previously the  
17 director of global compensation --  
18 A. Yes.  
19 Q. -- at Oracle?  
20 Okay. And I know you've been through this  
21 before as well, but can you just give us a quick summary  
22 of your duties?  
23 A. Yes. So I am responsible for the -- any  
24 program that involves compensation that has a global  
25 focus, so my team runs the annual equity grant process

7

1 Q. All right. First thing I want to remind  
2 you about is, the effect of the oath that you just took  
3 is the same as you would take in a court.  
4 A. Yes.  
5 Q. Okay. And if you need to take a break,  
6 you know how to -- you know how that works?  
7 A. Yes.  
8 Q. Just if I'm in mid-sentence or  
9 mid-question, if you could just answer my question before  
10 you take a break --  
11 A. Yes.  
12 Q. -- that would be much appreciated.  
13 And if you are not sure of an answer, we  
14 certainly don't want you to speculate, especially your  
15 attorney, but we do -- we would like an estimate, your  
16 best estimate, if possible.  
17 A. Okay.  
18 Q. Okay?  
19 And is there anything that would impair  
20 your ability to testify today?  
21 A. I don't think so.  
22 Q. Okay. Great.  
23 And you're testifying on behalf of Oracle  
24 today; is that --  
25 A. Correct.

6

1 when we have a merit or we call it a focal review for  
2 base salaries.  
3 Q. Uh-huh.  
4 A. When we run a corporate bonus, my team is  
5 responsible for the administration of that, the  
6 technology behind it, and setting up the administration  
7 and the timelines and the communications around that --  
8 those programs.  
9 In addition, I have someone on my team  
10 who's responsible for M&A integration, the compensation  
11 decisions around acquiring employees and bringing them  
12 into the Oracle structure.  
13 Q. Okay.  
14 A. And I -- I'm responsible for salary survey  
15 submission, global salary survey submission for -- in  
16 order for us to do the market analysis of compensation  
17 packages.  
18 Q. Okay.  
19 A. And I have a -- a role doing -- preparing  
20 materials, compensation-related materials for the comp  
21 committee, the board of directors for our executives.  
22 What else?  
23 Q. That's --  
24 A. There is --  
25 Q. That's good.

8

1 A. Okay.  
 2 Q. Yeah, that's pretty sufficient. Thank  
 3 you.  
 4 A. Yes.  
 5 Q. And who do you report to?  
 6 A. I report to Phil Jenish.  
 7 Q. Okay. And who are your reports?  
 8 A. I have -- I actually recently just gained  
 9 a large team from Romania, so I have another 24 that I  
 10 don't even know their names yes, because I've been on  
 11 vacation the last couple of weeks.  
 12 Q. Yeah.  
 13 A. But my -- my main direct reports for the  
 14 last many years are Shannon Montgomery, Nicki Hussain,  
 15 Qwynh Phan, Kris Crawford, and Amie Santone, and they all  
 16 take care of -- they all handle one of those different  
 17 areas. They work with me on different areas; each of  
 18 them has kind of a specialty of the topics that I  
 19 discussed. They have a specialty area that they --  
 20 Q. Okay.  
 21 A. -- that they work in.  
 22 Q. Okay. And have you -- have you been  
 23 deposed in this case before?  
 24 A. I have.  
 25 Q. Okay. Do you remember when?

9

1 Q. Okay. Do you remember what those  
 2 documents were?  
 3 A. A few of the trainings that we thought  
 4 would come up.  
 5 Q. Trainings, okay.  
 6 A. The -- some of the modules, some of the  
 7 things that have already been produced in -- in this  
 8 case, and they --  
 9 Q. Okay.  
 10 A. It really was more of a -- just to point  
 11 out the areas that were -- we were thinking would be of  
 12 focus today.  
 13 Q. Uh-huh.  
 14 A. And most were already familiar to me. It  
 15 was just to kind of refresh --  
 16 Q. Okay.  
 17 A. -- what may -- what may come up, to point  
 18 out the things that may come up today.  
 19 Q. Okay. Were some of those documents used  
 20 as exhibits in depositions --  
 21 A. Yes.  
 22 Q. -- at any time?  
 23 A. Yes.  
 24 Q. Okay.  
 25 A. That's what I mean.

11

1 A. It was in May.  
 2 Q. Okay.  
 3 A. In my personal capacity.  
 4 Q. Okay. And have you also been deposed in  
 5 the Jewett matter?  
 6 A. Yes.  
 7 Q. Okay. And do you remember when that was?  
 8 A. That was July of 2018.  
 9 Q. Okay. And was that in your personal  
 10 capacity?  
 11 A. No. That --  
 12 Q. Okay.  
 13 A. -- was as a PMK as well.  
 14 Q. Okay. And did you -- did you prepare  
 15 to -- did you do anything to prepare for the deposition  
 16 today?  
 17 A. Today?  
 18 Q. Yeah.  
 19 A. Yes.  
 20 Q. Okay.  
 21 A. I met with my attorneys on Monday for one  
 22 hour over the phone, and then yesterday, we got together  
 23 for about four hours.  
 24 Q. Okay. And did you review any documents?  
 25 A. We reviewed a few things.

10

1 Q. Okay. And do you remember which  
 2 documents, which exhibits?  
 3 A. The -- some of the comp 101 trainings, the  
 4 managing pay at Oracle.  
 5 Q. Okay.  
 6 A. Setting salary ranges. There were a  
 7 couple training ones, like the accelerated hiring  
 8 experience PowerPoint. Most that I was already familiar  
 9 with.  
 10 Q. Okay.  
 11 A. But all that have been part of exhibits.  
 12 Q. Okay. And did you bring any of those  
 13 documents with you today?  
 14 A. I did not.  
 15 Q. Okay. And do you know which topics you're  
 16 testifying on today?  
 17 A. I do.  
 18 Q. Okay. And which ones are those?  
 19 A. This is a lot of pressure. I have to  
 20 memorize that? I --  
 21 Q. You actually have to do more than that.  
 22 A. Well, no, I know I have to speak to them,  
 23 but --  
 24 Q. Yeah.  
 25 A. But --

12

1 MS. CONNELL: Counsel --  
 2 A. -- could I see the --  
 3 MS. CONNELL: Yeah.  
 4 A. Could I see it --  
 5 MS. CONNELL: If you want to show her --  
 6 A. -- please.  
 7 MS. CONNELL: -- the Notice. I don't  
 8 think it's part of her responsibility to memorize the  
 9 topics.  
 10 MR. SONG: Well, if she doesn't know the  
 11 topics, then how has she prepared and prepared to testify  
 12 on the topics?  
 13 MS. CONNELL: You're not going to --  
 14 MR. SONG: She doesn't even know --  
 15 MS. CONNELL: -- show her the topics?  
 16 MR. SONG: No, I can, but I'm --  
 17 A. Yeah.  
 18 MR. SONG: -- I'm just --  
 19 A. So anything compensation related, whether  
 20 it's --  
 21 Q. (By Mr. Song) Okay.  
 22 A. -- setting compensation for new hires, or  
 23 discussing compensation for -- the compensation topics  
 24 around promotions, or the global job table. Those are  
 25 the -- I mean, those are the key things to me, the --

13

1 expert.  
 2 Q. Okay. But you can't think of any other  
 3 topics that you are prepared to testify to today?  
 4 MS. CONNELL: And again, for the record,  
 5 I -- I don't think this is a memory test, and I think  
 6 it's inappropriate to ask her to memorize the topics  
 7 word-for-word. Some of them are multiparagraph, with  
 8 several subparts.  
 9 MR. SONG: Okay. Noted.  
 10 Q. (By Mr. Song) But is there -- are there  
 11 any other topics that you can think of that you're  
 12 prepared to testify to today?  
 13 A. Compensation-related topics. That's what  
 14 I know.  
 15 Q. Okay. And have you seen a copy of the  
 16 30(b)(6) Deposition Notice?  
 17 A. I have.  
 18 Q. Okay. Which one?  
 19 A. I think the latest. I don't --  
 20 Q. The latest?  
 21 Okay. Did you see the first one?  
 22 MS. CONNELL: I'm just going to say lacks  
 23 foundation. Calls for speculation.  
 24 MR. SONG: Well, because -- well, I'm  
 25 asking her if she's seen them, so I'm trying to lay the

15

1 any -- any guidelines or practices in place for helping  
 2 managers to make those decisions. That's what I'm most  
 3 knowledgeable on.  
 4 Q. Okay.  
 5 MS. CONNELL: And for the record, Counsel,  
 6 you know the topics that she's --  
 7 MR. SONG: Yes.  
 8 MS. CONNELL: -- been testified to. So I  
 9 don't think this is a memory test, and if you can show  
 10 her the topics, she can confirm if she is the designated  
 11 witness on those topics.  
 12 MR. SONG: Okay. But I'm just trying to  
 13 make sure that we have the correct witness, that she's  
 14 prepared to testify on the topics she's supposed to  
 15 testify on today, and if she doesn't even know the  
 16 topics, then I have a question whether she's been  
 17 properly prepared --  
 18 MS. CONNELL: Okay.  
 19 MR. SONG: -- to testify.  
 20 MS. CONNELL: You can -- you can --  
 21 MR. SONG: Okay. Thank you.  
 22 MS. CONNELL: I understand your --  
 23 Q. (By Mr. Song) Okay. Anything else, other  
 24 than compensation-related topics?  
 25 A. It shouldn't be. I'm the compensation

14

1 foundation.  
 2 A. I saw a Deposition --  
 3 Q. (By Mr. Song) Okay.  
 4 A. -- Notice. I don't --  
 5 Q. Okay.  
 6 A. I'm going assuming that my attorneys  
 7 prepared me for this deposition and that I saw what I  
 8 need to testify to today.  
 9 Q. Okay. Did the --  
 10 MS. CONNELL: For the record, Counsel, we  
 11 prepared her on the Deposition Notice for today.  
 12 MR. SONG: Okay. But I'm trying to find  
 13 out what -- what she knows.  
 14 MS. CONNELL: Okay.  
 15 Q. (By Mr. Song) Okay. So you -- when did  
 16 you see this Deposition Notice?  
 17 A. I reviewed it in detail yesterday in  
 18 written, but we reviewed it over the phone on Monday.  
 19 Q. Okay. And was that the first time you've  
 20 seen this Notice?  
 21 A. Yes.  
 22 Q. Okay. And have you seen any other  
 23 Deposition Notices for today?  
 24 A. For today?  
 25 Q. Yeah, or any other -- I'm sorry. Let me

16

1 say --  
 2 **A.** No.  
 3 **Q.** -- rephrase that.  
 4 Any other 30(b)(6) Deposition Notices for  
 5 Oracle?  
 6 **A.** I saw the -- the previous Deposition  
 7 Notices from the previous cases because I reviewed those  
 8 in detail in preparation for those cases as well -- or  
 9 for those depositions.  
 10 **Q.** Okay. And I want to talk about specific  
 11 topics and your preparation for them.  
 12 So Topic~4, I don't --  
 13 **MR. SONG:** Do you have a copy of it with  
 14 you, because I --  
 15 **MS. CONNELL:** No.  
 16 **MR. SONG:** I --  
 17 **MS. CONNELL:** You didn't bring a copy of  
 18 the Deposition Notice for today?  
 19 **MR. SONG:** No. I have my copy.  
 20 **MS. CONNELL:** All right.  
 21 **MR. SONG:** But I thought you guys would  
 22 have your own copy. But --  
 23 **MS. CONNELL:** I have a copy of our  
 24 objections.  
 25 **MR. SONG:** Well, that includes our --

17

1 Oracle agreed to produce a witness to testify as to the  
 2 compensation-related portions of the topic, specifically  
 3 Oracle's processes for determining initial compensation  
 4 for transfer employees into product development, support  
 5 information, and information technology job functions at  
 6 HQCA during the time period from January 1, 2013 through  
 7 June 19 --  
 8 **MR. SONG:** Okay.  
 9 **MS. CONNELL:** -- 2019.  
 10 **MR. SONG:** That sounds -- does that  
 11 sound -- that sounds consistent with my recollection and  
 12 my understanding.  
 13 **Q.** (By Mr. Song) But back to you,  
 14 Ms. Waggoner, are you prepared to testify on Topic~4, at  
 15 least the parts that we have agreed to?  
 16 **A.** I'm prepared to testify on the -- the  
 17 compensation topics related to that. I believe you  
 18 mentioned something about the selection of the  
 19 candidates: That's not my --  
 20 **Q.** Okay.  
 21 **A.** -- area of expertise.  
 22 **Q.** But -- but compensation regarding  
 23 transfer --  
 24 **A.** Compensation --  
 25 **Q.** -- employees?

19

1 our --  
 2 **MS. CONNELL:** They do include the topics,  
 3 that's true.  
 4 **MR. SONG:** -- our topics.  
 5 **Q.** (By Mr. Song) So Topic Number 4 deals  
 6 with: "YOUR processes for hiring and assigning TRANSFER  
 7 EMPLOYEES, including recruiting, and offers of employment  
 8 and COMPENSATION to such individuals. Any person or set  
 9 of persons YOU designate as being the most knowledgeable  
 10 about such processes must be prepared to provide  
 11 testimony on the following non-exclusive list of topics,  
 12 which is provided by:"  
 13 "The process and criteria YOU use in  
 14 identifying TRANSFER EMPLOYEES to apply to positions at  
 15 HQCA; and,"  
 16 "How YOU decide on what to offer TRANSFER  
 17 EMPLOYEES as part of a compensation package, including  
 18 any offers of salary, stock, relocation allowance, and  
 19 bonuses."  
 20 Now, did you prepare to testify on this  
 21 topic, on Topic~4?  
 22 **MS. CONNELL:** Counsel, for the record, as  
 23 you know, the topic's been limited through the parties'  
 24 meet-and-confer discussions and Oracle's objections, and  
 25 Oracle -- consistent with that meet-and-confer process,

18

1 **A.** -- regarding transfers, yes.  
 2 **Q.** Okay. And then Topic~5 is: "Any training  
 3 or guidance YOU provide YOUR employees regarding  
 4 recruiting," hiring -- "hiring and making offers of  
 5 employment and COMPENSATION to TRANSFER EMPLOYEES."  
 6 Are you prepared to testify on Topic~5?  
 7 **MS. CONNELL:** Counsel, just for the  
 8 record, as you know, pursuant to the meet-and-confer  
 9 discussions, the parties agreed to limit this topic and  
 10 Oracle agreed to produce a witness as to the  
 11 compensation-related portions of this topic, specifically  
 12 Oracle's training or guidance regarding the determination  
 13 of initial compensation for transfer employees into  
 14 product development, support, and information technology  
 15 job functions at HQCA during the time period from  
 16 January 1, 2013 through June 19, 2019.  
 17 **MR. SONG:** Okay.  
 18 **Q.** (By Mr. Song) And are you -- are you  
 19 prepared to testify on Topic~5?  
 20 **A.** So -- to the compensation-related topics  
 21 on Topic~5, yes.  
 22 **Q.** Okay. Regarding training and guidance?  
 23 **A.** Regarding training and guidance on  
 24 compensation decisions.  
 25 **Q.** Okay. And then Topic 11: The

20

1 processes -- "The processes and factors affecting  
2 COMPENSATION of individuals in the Product Development,  
3 Information Technology, and Support lines of business at  
4 HQCA between January 1, 2013, and the date of the  
5 deposition, including base salary, salary increases,  
6 stock options, stock grants, and bonuses, including:"  
7 MR. SONG: Topic 11 is a little bit long,  
8 and I don't have an extra copy, but do you want to show  
9 her your version of it, or do you -- do you mind if I  
10 show her my copy of it?  
11 MS. CONNELL: Well, I think that if you're  
12 going to show it to her, we need to mark it as an  
13 exhibit, just so the record is clear.  
14 MR. SONG: Okay. This is my -- I can get  
15 a -- I can make clean copies, but this is my, like, work  
16 copy, so . . .  
17 MS. CONNELL: Yeah, I think -- why don't  
18 we do it this way: For now, why don't you show it to  
19 her, and then maybe at a break, you can make a copy and  
20 then we can mark it, just so we have a clean record.  
21 MR. SONG: Okay.  
22 MS. CONNELL: We don't have a dispute on  
23 this one. I mean, you know, we asserted our objections,  
24 and she's here to testify on Topic 11, as stated in your  
25 Notice.

21

1 A. Yes.  
2 Q. (By Mr. Song) Okay.  
3 A. Yes.  
4 Q. And so you're prepared to testify --  
5 A. Yes, I am prepared.  
6 Q. -- to Topic 11?  
7 A. Topic 11.  
8 Q. Okay. And I'm sorry, can -- hold onto  
9 this, Topic 12 is a little bit longer, too. Let's see.  
10 Topic 12 starts right there.  
11 A. Okay.  
12 MS. CONNELL: So as to Topic 12, Counsel,  
13 this is another one where the parties did agree to limit  
14 the topic pursuant to the meet-and-confer process.  
15 And specifically, we agreed to limit the  
16 topic such that Oracle would produce a witness to testify  
17 generally as to the policies, practices, and procedures  
18 regarding the determination of initial compensation and  
19 compensation changes for employees in the product  
20 development, support, and information technology job  
21 functions at HQCA between January 1, 2013 and June 19,  
22 2019, as well as to Oracle's decentralized compensation  
23 processes and the fact that Oracle does not place or  
24 assign new hires to specific jobs or products as narrowed  
25 pursuant to the court's June 19, 2019 order.

23

1 MR. SONG: Uh-huh.  
2 MS. CONNELL: Consistent with the court's  
3 June 19, 2019 order.  
4 MR. SONG: Okay. I just want to make the  
5 record clear which topics that she's --  
6 MS. CONNELL: Right, yeah.  
7 MR. SONG: -- testifying.  
8 MS. CONNELL: Right.  
9 MR. SONG: 4 --  
10 MS. CONNELL: So if you want to show it to  
11 her and then mark it.  
12 MR. SONG: Yeah.  
13 MS. CONNELL: Let me just take a look, and  
14 I'll look with you. Is this the actual --  
15 MR. SONG: Which one are we at, 120?  
16 THE WITNESS: So this -- this one, right?  
17 MS. CONNELL: Yeah --  
18 MR. SONG: Yeah, 11.  
19 MS. CONNELL: -- it's this one.  
20 THE WITNESS: This is the budgets?  
21 MS. CONNELL: Uh-huh. Well, it's got  
22 multiple subparts.  
23 THE WITNESS: Yeah, I know.  
24 MS. CONNELL: So here you go.  
25 THE WITNESS: Budgets.

22

1 Q. (By Mr. Song) Have you had a chance to  
2 finish reading Topic --  
3 A. Yeah.  
4 Q. -- 12? Okay.  
5 A. Yes.  
6 Q. And are you prepared --  
7 A. So --  
8 Q. -- to testify?  
9 A. Yes, as limited, I am prepared to testify  
10 on the compensation-related topics.  
11 Q. Okay. While you have that in front of  
12 you, can you look at Topics 28, 29, and 30. Okay.  
13 MS. CONNELL: And 28 was one that was not  
14 subject to the court's order, but the parties did agree  
15 to limit that pursuant to our meet-and-confer  
16 discussions.  
17 MR. SONG: Yes.  
18 MS. CONNELL: And that is one so that  
19 Oracle agreed to produce a witness to testify generally  
20 as to the policies, practices, and procedures regarding  
21 the determination of initial compensation for new hires  
22 into the product development, support, and information  
23 technology job functions at HQCA between January 1, 2013  
24 and June 19, 2019.  
25 MR. SONG: Okay.

24

1 Q. (By Mr. Song) And are you prepared to  
 2 talk --  
 3 A. Yes.  
 4 Q. -- to testify on behalf -- on behalf of  
 5 Oracle for Topic 11, as agreed to?  
 6 MS. CONNELL: Topic 28.  
 7 A. Topic 28 --  
 8 Q. (By Mr. Song) I'm sorry.  
 9 A. -- you mean? Yes.  
 10 Q. I'm looking at the wrong Notice.  
 11 Topic 28, yes.  
 12 A. Yes, the compensation-related topics --  
 13 Q. Okay.  
 14 A. -- on 28.  
 15 Q. All right. And have you read 29 and 30?  
 16 MS. CONNELL: 29 is another one that  
 17 pursuant to the meet-and-confer discussions, we agreed  
 18 that Oracle would produce a witness to testify generally  
 19 as to how employees may become managers in Oracle's  
 20 product development, support, and information technology  
 21 job functions at HQCA between January 1, 2013 and  
 22 June 19, 2019.  
 23 MR. SONG: Okay.  
 24 Q. (By Mr. Song) Are you prepared to testify  
 25 on Topic 29?

25

1 Q. Okay.  
 2 A. -- limited order.  
 3 Q. So regarding Topics 11, 12, and 30,  
 4 Ms. Waggoner, do you understand that these were ordered  
 5 by the court?  
 6 A. I do.  
 7 Q. Okay.  
 8 MR. SONG: And I wanted to ask you, Erin,  
 9 regarding your objections?  
 10 MS. CONNELL: Uh-huh.  
 11 MR. SONG: So we received your amended  
 12 objections --  
 13 MS. CONNELL: Uh-huh.  
 14 MR. SONG: -- to the Notice yesterday, and  
 15 then the -- you know, the initial ones --  
 16 MS. CONNELL: Uh-huh.  
 17 MR. SONG: -- I think on Wednesday.  
 18 MS. CONNELL: Uh-huh.  
 19 MR. SONG: But there were numerous ones  
 20 regarding 11, 12, and 30, which had been ordered by the  
 21 court.  
 22 MS. CONNELL: Uh-huh.  
 23 MR. SONG: So we would, at this time, like  
 24 to request Oracle to withdraw those objections because  
 25 these topics are based on a court order.

27

1 A. I am prepared to testify --  
 2 Q. Okay.  
 3 A. -- on that.  
 4 MS. CONNELL: As limited.  
 5 A. As limited.  
 6 Q. (By Mr. Song) As limited.  
 7 And have you had a chance to read Topic  
 8 30?  
 9 A. Yes.  
 10 Q. Okay. And you're prepared to testify on  
 11 Topic 30?  
 12 MS. CONNELL: Again, on this one, she's  
 13 prepared to testify on that one, but that topic is --  
 14 strike that.  
 15 We did not place limitations on this  
 16 topic, but it was subject to the court's June 19 motion  
 17 to compel order.  
 18 MR. SONG: Uh-huh.  
 19 MS. CONNELL: And so she's prepared to  
 20 talk -- to testify as limited by that order.  
 21 MR. SONG: By the court. Okay.  
 22 Q. (By Mr. Song) And is that correct --  
 23 A. That is --  
 24 Q. -- Ms. Waggoner?  
 25 A. -- correct. I am prepared on that --

26

1 MS. CONNELL: I'm not going to withdraw  
 2 those objections at this point, but I am not intending  
 3 to -- except as she just testified and as we have agreed,  
 4 I'm not intending to limit the topics substantively  
 5 pursuant to our objections, other than what we've already  
 6 put on the record here today.  
 7 MR. SONG: Okay. So you -- so Oracle is  
 8 not going to withdraw its objections, even though there's  
 9 a court order ordering these topics?  
 10 MS. CONNELL: Not at this time, no.  
 11 MR. SONG: Okay.  
 12 Q. (By Mr. Song) And Ms. Waggoner, regarding  
 13 Topic~4 -- well, let me -- let me back up a little bit.  
 14 Did you -- other than your attorneys, did  
 15 you meet with anyone else to prepare for today's  
 16 deposition?  
 17 A. For today's specific deposition?  
 18 Q. Uh-huh.  
 19 A. I -- it was just with the attorneys.  
 20 However, I have spent a lot of hours over  
 21 the course of the last year preparing for the Jewett  
 22 deposition, as well as the previous OFCCP deposition in  
 23 my personal capacity.  
 24 Q. Uh-huh.  
 25 A. And prior to the Jewett deposition, I met

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1 with five other people at Oracle, for about 30 minutes  
2 each, to kind of get a little bit more information on the  
3 specific product development, IT, and support areas.  
4 **Q.** Okay. And do you remember who those  
5 people were?  
6 **A.** Yes.  
7 **Q.** Okay.  
8 **A.** Madie Cheruvu is from the product  
9 development HR area.  
10 **Q.** Uh-huh.  
11 **A.** Michelle Hillman from the support HR area,  
12 Anna Woods from the IT HR area, and then Les Cundall from  
13 the college recruiting team.  
14 **Q.** Uh-huh.  
15 **A.** And also Kris Edwards from the U.S.  
16 compensation team.  
17 **Q.** Okay. Anyone else?  
18 **A.** No.  
19 **Q.** And when -- about when did you meet with  
20 these people, approximately?  
21 **A.** Probably June-ish, July-ish, 2018. I  
22 don't remember if my deposition was --  
23 **Q.** Okay.  
24 **A.** -- mid-to-late July or early July. I  
25 don't remember. But right in that time frame.

29

1 compensation for --  
2 **Q.** For transfer.  
3 **A.** -- for transfers.  
4 **Q.** Yes.  
5 **A.** We really -- I mean, I've been -- I've  
6 been at Oracle for 18 years at the end of this month.  
7 **Q.** Okay.  
8 **A.** So I mean, I have lived and breathed this.  
9 There -- it was conversation to go through: This is  
10 what -- this is what you'll be expected to be  
11 knowledgeable on.  
12 **Q.** Uh-huh.  
13 **A.** But nothing --  
14 MS. CONNELL: I'll just counsel the  
15 witness not to disclose the substance --  
16 THE WITNESS: Right.  
17 MS. CONNELL: -- of discussions that you  
18 had with -- with the --  
19 THE WITNESS: Right.  
20 MS. CONNELL: -- with attorneys.  
21 THE WITNESS: Yes.  
22 MS. CONNELL: So yeah.  
23 MR. SONG: Okay.  
24 **A.** Nothing real -- just discussing what's on  
25 this topic and --

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1 **Q.** Okay. Maybe summer of '18?  
2 **A.** Summer of '18, yes.  
3 **Q.** Summer of '18.  
4 Okay. And do you remember how many times  
5 you met with them?  
6 **A.** Just once each.  
7 **Q.** Once each.  
8 Okay. And you met with them for about  
9 five minutes each?  
10 **A.** About 30 minutes --  
11 **Q.** Oh.  
12 **A.** -- each.  
13 **Q.** I'm sorry, 30 minutes each?  
14 **A.** Yeah.  
15 **Q.** Okay. Okay. And did you meet with any of  
16 those people after -- after those meetings?  
17 **A.** No.  
18 **Q.** No? Just the one time? Okay.  
19 What about prior to your individual  
20 deposition, did you meet with anybody, other than your  
21 attorneys?  
22 **A.** No.  
23 **Q.** Okay. And specifically regarding Topic~4,  
24 how did you -- how did you prepare to testify on Topic~4?  
25 **A.** So on the -- this is the setting

30

1 **Q.** (By Mr. Song) Okay.  
2 **A.** -- knowing that I know this because I've  
3 worked here a long time.  
4 **Q.** Okay. But you can't think of anything  
5 specific you did, like review documents or talk to  
6 people, to prepare for 4?  
7 **A.** No. This wouldn't --  
8 **Q.** Okay. Okay.  
9 **A.** No.  
10 **Q.** All right.  
11 **A.** Not that I can think of.  
12 **Q.** Okay. What about Topic~5?  
13 **A.** Topic~5 is the --  
14 **Q.** Training?  
15 **A.** The training piece.  
16 **Q.** Uh-huh.  
17 **A.** Again, I know this stuff because I've  
18 worked here a long time.  
19 **Q.** Uh-huh.  
20 **A.** But this is the one where we looked  
21 through a couple of the exhibits on the training that --  
22 that we have published.  
23 **Q.** Okay. Do you remember which ones?  
24 **A.** That was probably the managing pay.  
25 **Q.** Okay. Anything else?

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1 A. Not that I can think of.  
 2 Q. Okay. Did you meet with anybody to  
 3 prepare for Topic 5?  
 4 A. No.  
 5 Q. Okay. Did you do anything specific to  
 6 prepare for Topic 11?  
 7 MS. CONNELL: So Counsel, just to be  
 8 clear, you're asking her to break out in her head which  
 9 of the prep was for which topic?  
 10 MR. SONG: Yes, I am.  
 11 A. Okay. I -- I don't know. I -- we  
 12 reviewed compensation-related materials that are part of  
 13 exhibits that I've testified on --  
 14 Q. (By Mr. Song) Uh-huh.  
 15 A. -- a couple of times before.  
 16 Q. Uh-huh. Okay. And do you remember which  
 17 ones those were?  
 18 A. I think I've already said -- I've already  
 19 told you --  
 20 Q. Okay. But you can't --  
 21 A. -- what we've reviewed.  
 22 Q. Okay.  
 23 A. Specific to each topic, I don't remember.  
 24 The budgets, salary ranges, the criteria we used to set  
 25 compensation for individuals, grades, ranges, that is --

33

1 properly prepared for each topic.  
 2 So anyway, I understand your -- your  
 3 objection, your concern.  
 4 Q. (By Mr. Song) Then let me short-circuit  
 5 the rest of it and just ask, do you -- do you recall  
 6 doing anything specific to prepare for Topics 28, 29, and  
 7 30?  
 8 A. Again, it would have been conversation  
 9 with my attorneys, as well as reviewing already-produced  
 10 exhibits from previous depositions.  
 11 Q. Okay. But you don't remember anything  
 12 specific for each -- each of those topics?  
 13 MS. CONNELL: Objection. Asked and  
 14 answered and misstates her testimony.  
 15 A. So for -- I think for all -- I mean, for  
 16 28 and 29, a lot of this -- these topics of setting  
 17 compensation for new hires and job movement, that also is  
 18 in some of the comp training, the comp 101 training  
 19 documents, the managing pay and -- I forget what all  
 20 they're called, but it's part of the exhibits in the  
 21 training PowerPoints.  
 22 Q. (By Mr. Song) Uh-huh.  
 23 A. Where we lay out our -- our  
 24 recommendations for how decisions are made in those  
 25 trainings.

35

1 that is compensation expertise. I've been doing this a  
 2 long time.  
 3 Q. Okay.  
 4 A. I don't remember if I reviewed any  
 5 specific exhibits on any of these topics.  
 6 Q. Okay. And did you talk to anyone specific  
 7 about Topic 11?  
 8 A. No.  
 9 Q. Okay. And then -- and obviously, I'm  
 10 going to ask the same question for each topic.  
 11 What about 12, can you remember anything  
 12 specific you did to prepare for Topic 12?  
 13 MS. CONNELL: Well, I'm going to object as  
 14 asked and answered because she's already told you what  
 15 she has done to prepare for today's deposition in total.  
 16 MR. SONG: Uh-huh.  
 17 MS. CONNELL: Including all of these  
 18 topics. So I think it's unfair for you to ask the  
 19 witness to parse out which prep was for which specific  
 20 topics when they're all compensation related.  
 21 MR. SONG: They're all compensation  
 22 related but they're different topics, and I don't think  
 23 it's unfair because if she spent 99 percent of her time  
 24 preparing for Topic 30 and 1 percent on the others, I  
 25 don't know what she did for which topic and whether she's

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1 And then for 30, I looked at another  
 2 exhibit, and it had to do with our -- the -- the FAQ on  
 3 the pay equity policy change that happened at Oracle in  
 4 October of 2017 --  
 5 Q. Okay.  
 6 A. -- also one of the exhibits that's in --  
 7 that's been produced.  
 8 Q. Okay. Thank you.  
 9 Anything else?  
 10 A. I can't think of anything else.  
 11 Q. Okay. And there weren't any specific  
 12 people you talked to about each of those topics?  
 13 MS. CONNELL: Objection. Asked --  
 14 Q. (By Mr. Song) Other than your attorneys?  
 15 MS. CONNELL: -- asked and answered and  
 16 misstates her testimony. She told you who she spoke to.  
 17 A. I -- for this specific week, I did not  
 18 talk to anybody else, but I named the five people that I  
 19 spoke to about --  
 20 Q. (By Mr. Song) Okay.  
 21 A. -- any topics --  
 22 Q. Okay.  
 23 A. -- related to these.  
 24 Q. All right. Did you talk to any of them  
 25 specifically about Topic 28?

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1 MS. CONNELL: Objection. Asked and  
 2 answered.  
 3 A. This was a year ago.  
 4 Q. (By Mr. Song) Oh, okay.  
 5 A. And this is -- like I said, I've been here  
 6 18 years. This is all -- this is what I do --  
 7 Q. Okay.  
 8 A. -- and so I don't recall one year ago --  
 9 Q. Okay.  
 10 A. -- who I talked to about which exact  
 11 topics.  
 12 Q. Okay. I apologize if there was confusion.  
 13 I am actually talking about your preparation for this  
 14 deposition.  
 15 So for Topic 28, did you talk to anybody  
 16 specifically to prepare to testify on Topic 28 today?  
 17 A. I --  
 18 MS. CONNELL: Objection --  
 19 A. -- did not.  
 20 Q. (By Mr. Song) Okay.  
 21 MS. CONNELL: -- asked and answered.  
 22 Q. (By Mr. Song) And then what about  
 23 Topic 29?  
 24 A. I did not.  
 25 Q. Okay. And Topic 30?

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1 that Oracle may have implemented some type of practice or  
 2 policy change, I think it's unfair to ask her to memorize  
 3 everything she testified to a year and a half ago.  
 4 But if you have a specific question about  
 5 something --  
 6 MR. SONG: Well, I'm not --  
 7 MS. CONNELL: -- you can ask her.  
 8 MR. SONG: -- asking her to memorize  
 9 anything. I'm just asking her if anything has changed  
 10 since that -- since the PMK deposition.  
 11 MS. CONNELL: Objection. Vague and  
 12 ambiguous.  
 13 Q. (By Mr. Song) Okay. Well, you can answer.  
 14 MS. CONNELL: Calls for --  
 15 A. I --  
 16 MS. CONNELL: -- speculation.  
 17 A. I don't know.  
 18 Q. (By Mr. Song) Okay. And did you review  
 19 your individual deposition taken in this case before --  
 20 before today's deposition?  
 21 A. I reviewed it after that deposition.  
 22 Q. Okay. And did you make any corrections to  
 23 that transcript?  
 24 A. I don't believe anything substantive was  
 25 changed, no.

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1 A. I did not.  
 2 Q. Okay. And did you review your PMK  
 3 deposition transcript from Jewett before this deposition?  
 4 A. I reviewed that after the Jewett  
 5 deposition.  
 6 Q. Okay.  
 7 A. But not --  
 8 Q. But not recently?  
 9 A. -- this week, no.  
 10 Q. Okay. And did you make any corrections to  
 11 that transcript?  
 12 A. I don't recall that there was anything  
 13 major.  
 14 Q. Okay. So as far as you know, everything  
 15 in that -- everything in that -- everything in your  
 16 testimony in that transcript is correct still?  
 17 A. Yeah, absolutely.  
 18 Q. Okay.  
 19 A. Yes.  
 20 Q. Do you know -- I know it was a while ago,  
 21 but do you recall anything that you gave -- anything you  
 22 gave testimony about in your PMK depo that's changed  
 23 since then?  
 24 MS. CONNELL: Objection, in that she was  
 25 deposed over the course of two days, and so to the extent

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1 Q. Okay.  
 2 MS. CONNELL: For the record, Counsel, you  
 3 have the errata for the transcripts, so . . .  
 4 MR. SONG: I just wanted to see what the  
 5 witness remembered.  
 6 Q. (By Mr. Song) How are compensation rules  
 7 set at Oracle?  
 8 MS. CONNELL: Objection. Assumes facts.  
 9 Vague and ambiguous. Lacks foundation.  
 10 A. What do you mean by "compensation rules"?  
 11 Q. (By Mr. Song) Okay. How about  
 12 compensation policies?  
 13 MS. CONNELL: Objection. Assumes facts.  
 14 Vague and ambiguous. Lacks foundation.  
 15 A. We don't really have compensation  
 16 policies. Our one policy related to compensation is the  
 17 prior pay policy.  
 18 Q. (By Mr. Song) Uh-huh.  
 19 A. Other than that, we do not have policies  
 20 at Oracle about compensation.  
 21 Q. Okay. So the one policy -- one  
 22 compensation policy you have at Oracle is regarding prior  
 23 pay. So can we talk about that?  
 24 A. Sure.  
 25 Q. Can you tell me what that policy is,

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1 please.  
2 **A.** Effective October of 2017, managers may no  
3 longer ask prior pay of a candidate for Oracle's -- for  
4 an Oracle job application.  
5 **Q.** Okay. And why is that?  
6 **MS. CONNELL:** Objection. Calls for  
7 speculation.  
8 But you can answer.  
9 **A.** It was a policy change that -- I know that  
10 there was a change in the law in 2018, and we got ahead  
11 of what the law was -- was going to mandate in 2018.  
12 **Q.** (By Mr. Song) Okay. And who decided that?  
13 **A.** I don't know.  
14 **Q.** You -- so you --  
15 **A.** I did not --  
16 **Q.** It was not --  
17 **A.** -- decide that.  
18 **Q.** -- your decision?  
19 **A.** No.  
20 **Q.** Well, who -- did somebody tell you to  
21 change this policy?  
22 **MS. CONNELL:** Objection. Assumes facts.  
23 Lacks foundation.  
24 **A.** I wasn't part of the change in the policy.  
25 My role at that time had moved on, already, to being

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1 **A.** -- prior pay may not be asked or  
2 considered.  
3 **Q.** Okay. Who released the policy?  
4 **A.** I don't know.  
5 **MS. CONNELL:** Objection. Assumes facts.  
6 **Q.** (By Mr. Song) So did you get an email  
7 stating this -- this new policy?  
8 **A.** Yes.  
9 **Q.** Okay. And do you remember who it was  
10 from?  
11 **A.** Oracle HR.  
12 **Q.** Okay. Anyone in particular at Oracle HR?  
13 **A.** It wasn't the -- the "From:" was "Oracle  
14 HR." We --  
15 **Q.** Okay.  
16 **A.** It was a . . .  
17 **Q.** Okay. So if you're the Oracle PMK on  
18 compensation policy and you don't know, so does that mean  
19 Oracle doesn't know?  
20 **MS. CONNELL:** Counsel, she is not the PMK  
21 on Oracle compensation policy. She is the PMK on Topic  
22 30, and this was subject to the court's order instructing  
23 OFCCP to limit this.  
24 You have the deposition transcripts of  
25 three PMK witnesses from the Jewett case, specifically on

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1 global.  
2 **Q.** (By Mr. Song) Uh-huh.  
3 **A.** And I was not involved in the policy  
4 rollout.  
5 **Q.** Okay. Well, who did decide to change that  
6 policy?  
7 **MS. CONNELL:** Objection. Assumes facts.  
8 Lacks foundation. Calls for speculation.  
9 **A.** I don't know. I -- I don't know.  
10 **Q.** (By Mr. Song) Okay. Can you tell me how  
11 that policy was changed?  
12 **MS. CONNELL:** Objection. Misstates her  
13 testimony. Assumes facts.  
14 **A.** I wouldn't say the policy was "changed."  
15 The policy was enacted.  
16 **Q.** (By Mr. Song) Okay. How was the policy  
17 enacted?  
18 **A.** It was document -- I -- I wasn't part  
19 of -- I wasn't part of it. I know there was training,  
20 and I know there was release of training for HR and  
21 training for managers.  
22 **Q.** Okay.  
23 **A.** And a -- just a release of the policy to  
24 let everybody know: Effective now --  
25 **Q.** Okay.

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1 the topic of prior pay. So I don't think that there's  
2 any argument that OFCCP has been denied sufficient  
3 testimony on this particular topic, of all the topics.  
4 **MR. SONG:** There has -- there was some --  
5 I'll admit, there's some questioning and testimony on  
6 prior pay, but what would we -- but what's not there is,  
7 how compensation policies are created, who creates them,  
8 and your P- -- so but -- you know, you have a PMK on  
9 compensation policy. She doesn't know how -- this is  
10 absolutely a compensation policy.  
11 So she should know -- or it appears that  
12 Oracle doesn't know how compensation policies are made,  
13 or she's not properly prepared.  
14 **MS. CONNELL:** No, I disagree with you.  
15 She is not the PMK on Oracle compensation policy.  
16 **MR. SONG:** Okay. There's comp- -- but  
17 compensation policy is covered by Topic 11 specifically.  
18 **MS. CONNELL:** Related to: Gathering and  
19 the use of information about prior income earned by new  
20 hires, including your use of this information to set pay  
21 for new hires. That's what the topic states.  
22 **MR. SONG:** Well, there's a number of  
23 different topics, but I'm going -- regarding  
24 compensation, but she just talked about, when we --  
25 before we started, how she's the compensation person.

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1 She's the compensation person who -- who Oracle has  
 2 presented to speak on behalf of Oracle.  
 3 MS. CONNELL: That's correct.  
 4 MR. SONG: Regarding compensation. This  
 5 is a compensation- --  
 6 A. I -- I also said we --  
 7 MR. SONG: -- related question.  
 8 A. -- that is the only policy we have. When  
 9 it went into effect, I was not in a U.S. compensation  
 10 role. I'm familiar with the policy. I know the policy.  
 11 Q. (By Mr. Song) Uh-huh.  
 12 A. But I was not responsible for rolling out  
 13 or training on said policy.  
 14 Q. Okay. What -- so what was your role in --  
 15 so you had -- you didn't have any role in enacting this  
 16 policy?  
 17 A. I did not have a role --  
 18 MS. CONNELL: Her, Kate Waggoner, you're  
 19 asking her in her --  
 20 A. Kate --  
 21 MS. CONNELL: -- personal capacity?  
 22 A. Yes.  
 23 MR. SONG: Yes.  
 24 A. Kate Waggoner had no role in enacting the  
 25 policy. My role was global by 2017.

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1 MS. CONNELL: Compound. She already told  
 2 you how it was enacted.  
 3 MR. SONG: She --  
 4 MS. CONNELL: Asked and answered.  
 5 MR. SONG: She was -- okay.  
 6 MS. CONNELL: And who sent the email.  
 7 Q. (By Mr. Song) Please, as --  
 8 A. The -- who decided? I --  
 9 Q. Yeah. The --  
 10 A. If you're --  
 11 Q. -- policy.  
 12 A. -- asking me to name somebody, I don't  
 13 know the exact name. I could assume who would say it,  
 14 but I shouldn't assume. I can say, I don't know the --  
 15 we have an EVP of HR. We have a VP of compensation.  
 16 Q. Uh-huh.  
 17 A. We have a director -- a senior director of  
 18 U.S. compensation. The individual who decided, I don't  
 19 know. I know how it was enacted. I know how managers  
 20 were informed --  
 21 Q. Okay.  
 22 A. -- and how managers were trained, but the  
 23 who, I don't know.  
 24 Q. Okay.  
 25 MS. CONNELL: I'll also insert an

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1 Q. (By Mr. Song) Okay.  
 2 A. I'm familiar with the policy.  
 3 Q. Okay.  
 4 A. And I got the email on the policy.  
 5 Q. Okay.  
 6 A. But I did not enact it or make the  
 7 decision to --  
 8 Q. Okay.  
 9 A. -- enact it.  
 10 Q. But today's deposition is very different  
 11 than your individual deposition, where you can rely on  
 12 that in your individual, like: "I don't know. It's not  
 13 my personal knowledge." This is your -- you are Oracle  
 14 today. You're speaking on behalf of Oracle, and I'm  
 15 asking Oracle because somebody has to speak for Oracle.  
 16 How do they enact -- you said there's one  
 17 compensation policy at Oracle. So I want to know how the  
 18 one policy -- compensation policy -- there's only one;  
 19 I'm not --  
 20 A. Yes.  
 21 Q. -- asking about --  
 22 A. Yes.  
 23 Q. -- 50.  
 24 How was that enacted? Who -- who decided  
 25 on this policy?

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1 objection that it assumes facts, that there was a single  
 2 individual who decided.  
 3 MR. SONG: I was asking for any number of  
 4 people that were involved in it.  
 5 Q. (By Mr. Song) So if you don't know, then  
 6 Oracle doesn't know --  
 7 MS. CONNELL: No.  
 8 Q. (By Mr. Song) -- who started --  
 9 MS. CONNELL: Objection.  
 10 Q. (By Mr. Song) -- who enacted this  
 11 policy -- or who decided?  
 12 MS. CONNELL: Objection.  
 13 MR. SONG: Well, she's here to testify on  
 14 behalf of Oracle, not herself.  
 15 Q. (By Mr. Song) Okay. So if you don't know  
 16 who, how was this policy enacted? What's the process for  
 17 enacting the one compensation policy at Oracle, what was  
 18 the process?  
 19 A. Again, I -- I wasn't involved --  
 20 Q. Okay. I'm not --  
 21 A. -- in enacting this policy.  
 22 Q. Yeah, I'm not -- that's why I asked you  
 23 earlier about how you prepared to testify today, because  
 24 you're not testifying on your behalf. You're testifying  
 25 for Oracle.

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1 So Oracle doesn't know the process for how  
2 this --  
3 MS. CONNELL: No.  
4 Q. (By Mr. Song) -- policy was enacted?  
5 MS. CONNELL: No.  
6 Q. Or you were not properly prepared for  
7 today?  
8 MS. CONNELL: You can make that argument.  
9 She -- you've asked this question multiple times. If you  
10 want to argue to the court that she wasn't properly  
11 prepared because she can't name the individual who made  
12 the decision to enact this policy, you can make that  
13 argument. But --  
14 MR. SONG: Or the --  
15 MS. CONNELL: -- I think we should --  
16 MR. SONG: Or the process.  
17 MS. CONNELL: She already testified as to  
18 the process.  
19 MR. SONG: What did she testify? It  
20 was --  
21 MS. CONNELL: The record speaks for  
22 itself.  
23 MR. SONG: She got -- she said she sent an  
24 email -- she got an email. She doesn't know or Oracle  
25 doesn't know.

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1 MS. CONNELL: Objection. Asked and  
2 answered.  
3 A. I don't recall. That was two years ago.  
4 Q. (By Mr. Song) Okay. And how was this  
5 policy implemented?  
6 MS. CONNELL: Objection. Vague.  
7 A. Could you be a little bit more specific  
8 about that?  
9 Q. (By Mr. Song) So other than -- so after  
10 they communicated that this new -- that, you know, Oracle  
11 has -- finally has a compensation policy, was there --  
12 did anything else happen; or that was it, there was just  
13 an email sent and then they were done?  
14 A. Oh, no. There were numerous trainings.  
15 There was --  
16 Q. Okay.  
17 A. -- training for HR on the new policy.  
18 There was training for our recruiters, our talent  
19 advisors on the new policy. And then there was manager  
20 training.  
21 Q. Okay. Were you -- was your compensation  
22 department involved in any of the trainings?  
23 MS. CONNELL: Are you asking her as Kate  
24 Waggoner?  
25 MR. SONG: Asking her as Oracle.

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1 MS. CONNELL: No. That's not accurate.  
2 The record speaks for itself, and you've got multiple  
3 transcripts on this topic. This is a topic that the  
4 court --  
5 MR. SONG: Not regarding --  
6 MS. CONNELL: -- ordered you --  
7 MR. SONG: -- this issue or these issues.  
8 MS. CONNELL: Yes. The court order  
9 specifically instructed you to limit this topic.  
10 MR. SONG: Yes, but they did not ask, you  
11 know, how -- how this policy was created, how it was  
12 implemented.  
13 Q. (By Mr. Song) Okay. If you don't know  
14 who -- what -- how was this communicated to the people?  
15 Through email?  
16 MS. CONNELL: Objection. Asked and  
17 answered.  
18 A. Yes, I believe I answered that. It was an  
19 email.  
20 Q. (By Mr. Song) By HR?  
21 A. It was -- the send was from Oracle HR. We  
22 don't send these --  
23 Q. Okay.  
24 A. -- kinds of emails from an individual.  
25 Q. Okay. And it wasn't signed by anybody?

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1 Q. (By Mr. Song) Was the compensation  
2 department involved?  
3 A. The U.S. compensation department --  
4 Q. Yes.  
5 A. -- was involved, yes.  
6 Q. Okay. And were any -- I'm -- okay.  
7 Did anything else happen after the  
8 trainings?  
9 MS. CONNELL: Objection. Vague.  
10 A. On -- I don't know what else I -- I don't  
11 think so. I -- once we send out a communication to say,  
12 This policy is in effect, and we train on it, that would  
13 be a rollout of the policy.  
14 Q. (By Mr. Song) Okay. If the policy -- if  
15 this policy of not using prior pay was enacted in '17,  
16 what was the prior policy on prior pay?  
17 MS. CONNELL: Objection. Assumes facts.  
18 Lacks foundation.  
19 A. I already testified to not having policy  
20 on, really, anything compensation related prior to that  
21 policy being enacted.  
22 Q. Okay. In regards to this -- in enacting  
23 or implementing this new policy, did Oracle change any of  
24 its forms that it uses?  
25 A. Yes.

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1 Q. Okay. Which ones?  
 2 A. There was a -- in our offer template, in  
 3 our iRecruit system, there was a cell for a manager to  
 4 enter current salary, and that was removed.  
 5 Q. Okay. Any other changes to forms?  
 6 MS. CONNELL: Objection. Vague.  
 7 A. Regarding prior pay?  
 8 Q. (By Mr. Song) Yes.  
 9 A. I don't believe so. I believe that was  
 10 the only place where prior pay was referenced.  
 11 Q. And was anything done to ensure that prior  
 12 pay was not considered in compensation after the change  
 13 in policy?  
 14 MS. CONNELL: Objection. Vague. Assumes  
 15 facts.  
 16 A. When we -- when -- when compensation or HR  
 17 trains to -- trains managers, trains HR, we -- the goal  
 18 is to make managers knowledgeable and to make recruiters  
 19 knowledgeable that it is no longer -- in this case, that  
 20 prior pay is no longer allowed to be -- we cannot ask  
 21 about it anymore.  
 22 Q. (By Mr. Song) Okay.  
 23 A. We have thousands of managers. We -- we  
 24 don't go out and ask every manager if they ask that  
 25 question.

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1 MS. CONNELL: -- outside the scope of  
 2 the -- of the topic.  
 3 A. It -- it wasn't -- it wasn't prohibited by  
 4 a policy or even by law prior to that -- that, but I  
 5 don't know for a fact whether it was considered or not.  
 6 I don't know that anybody would know, without asking  
 7 every single manager at the company.  
 8 Q. (By Mr. Song) But it was part of the  
 9 iRecruitment form, correct?  
 10 MS. CONNELL: Objection. Vague.  
 11 Q. (By Mr. Song) Prior --  
 12 A. It -- it was a cell --  
 13 Q. Yeah.  
 14 A. -- in the iRecruitment form, yes.  
 15 Q. Okay. And was that a mandatory cell?  
 16 MS. CONNELL: Objection. Vague.  
 17 A. The prior -- the current salary, was what  
 18 it was called, I believe. The current salary cell, it  
 19 was -- it was marked with an asterisk, appearing that it  
 20 was probably mandatory, but it absolutely was not  
 21 mandatory. You could submit without.  
 22 Q. (By Mr. Song) Okay. And how do you know  
 23 that?  
 24 A. Because I've seen numerous forms without  
 25 that cell entered with a value in there.

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1 Q. Uh-huh.  
 2 A. But once we roll out and implement the  
 3 training, we assume that our managers follow the policy.  
 4 Q. Okay. And have you heard of any instances  
 5 where managers didn't follow that policy?  
 6 A. I --  
 7 MS. CONNELL: Objection --  
 8 A. -- have not.  
 9 MS. CONNELL: -- vague.  
 10 Q. (By Mr. Song) Has Oracle received any  
 11 complaints from employees complaining that prior pay was  
 12 used in setting their salaries?  
 13 MS. CONNELL: Objection. Outside the  
 14 scope of the PMK topic.  
 15 You can answer in your personal capacity.  
 16 A. I don't know.  
 17 Q. (By Mr. Song) Okay. So prior to this --  
 18 prior to this prior pay policy, prior pay was considered  
 19 in initial salaries?  
 20 MS. CONNELL: Objection. Misstates her  
 21 testimony. Assumes facts.  
 22 A. I don't know.  
 23 Q. (By Mr. Song) So --  
 24 MS. CONNELL: Also --  
 25 A. It --

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1 Q. Okay. And they would be submitted to you?  
 2 A. No -- well, actually, at -- back in 2013,  
 3 when I was in that role, yes, I used to see some of  
 4 these.  
 5 Q. Okay. And how many -- how many, would you  
 6 say, that didn't have the -- the current salary cell  
 7 completed?  
 8 A. I -- I don't know.  
 9 Q. Okay.  
 10 A. That's been six years. I will say, even  
 11 if the cell was entered, there was a value in there --  
 12 Q. Uh-huh.  
 13 A. -- that you can't assume that that was  
 14 used to determine the new pay.  
 15 Q. Okay. An asterisk was there to denote  
 16 that it was mandatory?  
 17 MS. CONNELL: Objection. Asked and  
 18 answered.  
 19 A. The -- in general for online forms --  
 20 Q. (By Mr. Song) Uh-huh.  
 21 A. -- I am aware that the asterisk generally  
 22 tells the user that it is a -- it is something that needs  
 23 to be completed.  
 24 Q. Uh-huh.  
 25 A. Whether the form itself has a little

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1 footnote that says, "The asterisk means you must  
 2 complete," I don't recall.  
 3 **Q.** Uh-huh.  
 4 **A.** But I do know that the form could be  
 5 submitted with that cell blank.  
 6 **Q.** Were you involved in creating this form?  
 7 **A.** I was not.  
 8 **Q.** Okay. Why was it marked as required by an  
 9 asterisk in this form?  
 10 **MS. CONNELL:** Objection. Outside the  
 11 scope of the PMK topics that she's been --  
 12 **A.** I don't have any idea.  
 13 **MS. CONNELL:** -- designated on.  
 14 **MR. SONG:** Well, I think Oracle -- so  
 15 Oracle doesn't know why that --  
 16 **MS. CONNELL:** No.  
 17 **MR. SONG:** -- asterisk --  
 18 **MS. CONNELL:** It's outside the scope of  
 19 the topic.  
 20 **MR. SONG:** All right. Well, I disagree.  
 21 **MS. CONNELL:** Okay.  
 22 **Q.** (By Mr. Song) But you don't know?  
 23 **MS. CONNELL:** She, Kate Waggoner, doesn't  
 24 know.  
 25 **A.** Yeah. I do not know.

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1 it was never used?  
 2 **MS. CONNELL:** Objection. Incomplete  
 3 hypothetical.  
 4 **Q.** (By Mr. Song) Doesn't make any sense?  
 5 **MS. CONNELL:** Calls for speculation and  
 6 argumentative.  
 7 **A.** Whether specific -- again, we have  
 8 thousands of managers. It could have just been a  
 9 reference point. It may have been -- may have been used  
 10 as a reference point. It may have just been there just  
 11 because it was something on the form. It could have been  
 12 something that the candidate offered up and they entered  
 13 it in there and it made no difference to the offer  
 14 whatsoever.  
 15 It wasn't necessarily considered in  
 16 determining their comp package. I don't think we can  
 17 draw that conclusion.  
 18 **Q.** (By Mr. Song) Okay. Then why was the  
 19 enactment of the prohibition on the use of prior pay  
 20 necessary if it wasn't used?  
 21 **MS. CONNELL:** Objection. Asked and  
 22 answered and misstates her prior testimony. Calls for  
 23 speculation.  
 24 **A.** The policy was enacted to ensure that  
 25 managers knew going forward that it wasn't something they

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1 **Q.** (By Mr. Song) Okay. So if it was -- so if  
 2 it was used -- if it was included as a cell on the form  
 3 and it was -- it was completed -- you testified that it  
 4 was -- you received some forms without that cell being  
 5 completed.  
 6 But you also saw forms where it was  
 7 completed, correct?  
 8 **A.** Correct.  
 9 **Q.** Okay. And so this was -- this was -- this  
 10 was something that was considered, then, in determining  
 11 salary?  
 12 **MS. CONNELL:** Objection. Misstates her  
 13 prior testimony. Assumes facts. Lacks foundation.  
 14 **A.** Yeah, I believe I already mentioned that  
 15 just because it was on the form, doesn't mean it was  
 16 considered in determining the new pay. You can --  
 17 **Q.** (By Mr. Song) But it --  
 18 **A.** -- reference a number but not have that be  
 19 a deciding factor in your base salary.  
 20 **Q.** Okay. But it was considered in some  
 21 cases?  
 22 **MS. CONNELL:** Objection. Misstates her  
 23 testimony. Assumes facts.  
 24 **Q.** (By Mr. Song) Well, why would it -- why  
 25 would it be there if it was -- and marked as mandatory if

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1 were allowed to ask or consider. Whether they were doing  
 2 that prior, I don't believe we can say for certain, but  
 3 it wasn't prohibited prior to the policy being enacted.  
 4 **Q.** (By Mr. Song) Okay. So -- so Oracle  
 5 doesn't know why it was included in this form?  
 6 **MS. CONNELL:** Objection. Misstates her  
 7 prior testimony.  
 8 It's also 10:00, so if you want to --  
 9 **Q.** (By Mr. Song) Can you answer this?  
 10 **A.** Yes.  
 11 **Q.** And then we'll take a break.  
 12 **A.** The -- it was included -- I believe it was  
 13 included as a point of reference because it was -- and it  
 14 was not prohibited by any law or by any policy. Whether  
 15 it was used as a point to determine the comp package, we  
 16 can't be certain. Sometimes maybe, never. Some managers  
 17 maybe used it or relied on it more; some managers maybe  
 18 didn't consider it at all.  
 19 **Q.** Uh-huh.  
 20 **A.** We don't have a way of knowing that. It  
 21 is up -- it is individual managers and we have thousands  
 22 of them.  
 23 But it wasn't prohibited prior to the  
 24 policy going out.  
 25 **MR. SONG:** Okay.

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1 MS. CONNELL: Can we take a personal  
2 break?  
3 MR. SONG: We can take a break.  
4 MS. CONNELL: Great. Thank you very much.  
5 THE VIDEOGRAPHER: Going off the record.  
6 Time is 9:59 a.m.  
7 (Recess taken from 9:59 a.m. until  
8 10:23 a.m.)  
9 THE VIDEOGRAPHER: Back on the record.  
10 Time is 10:23 a.m.  
11 Q. (By Mr. Song) Ms. Waggoner, is that a copy  
12 of the Deposition Notice that I showed to you previously?  
13 A. Yes, it is.  
14 MR. SONG: Here's a copy. Do you have a  
15 copy?  
16 THE COURT REPORTER: Thank you.  
17 MR. SONG: Okay. And that's going to be  
18 marked as Exhibit 120.  
19 (Deposition Exhibit 120 was marked.)  
20 Q. (By Mr. Song) Okay.  
21 A. Okay. And then I would also like to --  
22 just regarding the preparation and what I did for  
23 preparation, I would like to add to what I've already  
24 said, additionally.  
25 Q. Uh-huh.

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1 some job table-specific documents. The -- the FAQ on the  
2 prior pay and the -- that policy, we read that -- the  
3 policy itself and then the -- the FAQ on that as well.  
4 Q. Okay.  
5 A. But, I mean, that's what I can recall.  
6 Q. Okay. I will note that we just came back  
7 from about a 20-minute recess, 20-minute break.  
8 Why didn't you tell me this before?  
9 A. I -- because I -- as I said, I've spent --  
10 I've spent 24 hours in just prep with the attorneys.  
11 Q. Uh-huh.  
12 A. And I didn't -- I didn't remember it. I  
13 reviewed the -- the depositions from Kidder and Edwards.  
14 Q. Uh-huh.  
15 A. That was just this week, in preparation  
16 for this specific deposition.  
17 Q. Okay.  
18 A. And then all of the other preparation was,  
19 what, last June, was last summer, more than a year ago,  
20 and I didn't remember the specifics of all of it. I just  
21 know that I've spent a lot of time on this case and  
22 preparing for this case.  
23 Q. Okay. I just find it interesting that you  
24 didn't -- if you reviewed the Kidder and Edward, the  
25 deposition transcripts this week?

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1 A. And specifically regarding the prior pay  
2 topic, I've read the depositions of Kris Edwards and Chad  
3 Kidder, who were PMKs in the Jewett case specifically on  
4 prior pay, so that's another area, specifically, that I  
5 was prepared in and another way that I prepared.  
6 And then in addition, prior to Jewett, the  
7 topics of Jewett overlap so much with this case, and so  
8 in preparation for Jewett, I spent 10 to 15 hours with my  
9 attorneys reviewing numerous documents of -- all of which  
10 have been produced as exhibits, in order to prepare  
11 for -- for both the Jewett and this deposition.  
12 So I just wanted to add some more  
13 specifics around my preparation.  
14 Q. Okay. And do you -- do you remember  
15 specific -- you mentioned numerous documents that you  
16 reviewed.  
17 Do you remember specifically which ones?  
18 A. The -- the -- a lot of the comp 101  
19 trainings.  
20 Q. Yeah.  
21 A. The managing pay, the salary range, to how  
22 to use salary ranges, compensation overview. We looked  
23 at the -- some of the job table document -- the job --  
24 salary -- one of the comp 101 trainings is called the  
25 global -- the job table and something or other. It was

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1 A. Yes.  
2 Q. That when I asked you about an hour ago,  
3 you didn't remember. But after you came back from a  
4 20-minute break, you did remember.  
5 A. Okay.  
6 Q. So I'm just noting that --  
7 A. The -- yes -- and I will note --  
8 Q. -- it's interesting --  
9 MS. CONNELL: I object.  
10 A. -- I just returned from more than two  
11 weeks of vacation, and I have been absolutely buried this  
12 week. So for me to not remember specifically that I  
13 reviewed those two, it is all buried in what I have been  
14 doing in order to try to get myself ready to be here  
15 today.  
16 But I just -- I did just review it. I  
17 didn't recall -- you asked me -- I felt like I was having  
18 a memory test going back to last year, and I simply  
19 forgot that just this week, I read through those two  
20 depositions.  
21 Q. (By Mr. Song) Okay. All right.  
22 A. My email in-box was busting at the seams,  
23 and that was one of the things that I did this week in  
24 order to try to get my head above water.  
25 Q. Okay. Well, thank you. We appreciate

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1 that.  
 2 Just -- just a follow-up on something you  
 3 mentioned before the break.  
 4 You said after the training -- after you  
 5 conducted the prior pay policy -- or Oracle conducted the  
 6 prior pay policy training, Oracle assumed that the  
 7 managers would follow it; is that correct?  
 8 **A.** I -- yes, I -- when we train our managers,  
 9 we --  
 10 **Q.** Okay.  
 11 **A.** -- expect that they will professionally  
 12 absorb that material and go forward with those --  
 13 **Q.** Okay.  
 14 **A.** -- policies and practices.  
 15 **Q.** Okay. And is that true for other  
 16 compensation trainings, or I guess I should just say, any  
 17 trainings for Oracle?  
 18 MS. CONNELL: Objection. Vague.  
 19 **A.** Is what true?  
 20 **Q.** (By Mr. Song) That after training, that  
 21 managers will just -- that Oracle will assume managers  
 22 will follow the training guidelines or whatever the  
 23 training provides.  
 24 MS. CONNELL: Objection. Misstates her  
 25 testimony.

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1 **Q.** (By Mr. Song) Uh-huh.  
 2 **A.** I'm not sure how we would go about  
 3 absolutely ensuring that it's enforced. We -- when we  
 4 hire our managers, we assume that they will take that  
 5 training and -- and they have HR consultants who work  
 6 with them as well and continue to enforce that: This is  
 7 the -- this is the policy. You may not -- you may not go  
 8 outside of the policy.  
 9 **Q.** Okay. So they're required to follow that  
 10 policy?  
 11 **A.** They are required to follow --  
 12 **Q.** Okay.  
 13 **A.** -- that policy.  
 14 **Q.** But since there aren't other compensation  
 15 guidelines, what if -- if you had a -- if Oracle had  
 16 another -- a different or another compensation training,  
 17 would they be required to follow what -- you know, what  
 18 the training includes?  
 19 MS. CONNELL: Objection. Misstates her  
 20 prior testimony and vague and ambiguous.  
 21 **A.** I guess, what do you -- what -- what do  
 22 you mean by other trainings? Which --  
 23 **Q.** (By Mr. Song) So if they had another --  
 24 any other training, other than -- you have other  
 25 compensation trainings --

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1 **A.** I -- I mean, in any -- in any workplace  
 2 when you train your managers on stuff, I think you should  
 3 be able to assume that they will then follow the policies  
 4 that they have been trained on.  
 5 **Q.** (By Mr. Song) Okay. But was this any  
 6 different because it's the only policy that Oracle has  
 7 regarding compensation?  
 8 **A.** What do you mean by, was it "any  
 9 different"?  
 10 **Q.** So because -- well, if you have a -- if  
 11 you have one policy versus you're just training on how  
 12 to, you know -- I don't know -- keep records of your  
 13 hours or something like that, it's not a -- because you  
 14 guys don't have any other compensation policies. Maybe  
 15 those might not be required or maybe you don't assume  
 16 that they -- well, I guess you -- maybe you assume they  
 17 follow it.  
 18 But those might be treated differently  
 19 than -- than this prior pay policy, which is a policy,  
 20 and it sounds like it's based on the change in the law?  
 21 MS. CONNELL: Objection. Compound. I'll  
 22 object to the preamble as lacks foundation and misstates  
 23 her prior testimony.  
 24 **A.** I guess if you're -- if you're asking if  
 25 we -- we removed that prior pay cell in our offers?

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1 **A.** Correct.  
 2 **Q.** -- correct?  
 3 Okay. For those trainings, are the  
 4 managers required to abide by that -- by the training?  
 5 Like as in the prior pay, they're required to follow that  
 6 training, but what about other trainings?  
 7 MS. CONNELL: Objection. Vague and  
 8 ambiguous. Compound. And calls for speculation as to  
 9 which "trainings" you're referring to.  
 10 **A.** Our compensation -- compensation 101  
 11 trainings are very educational.  
 12 **Q.** (By Mr. Song) Uh-huh.  
 13 **A.** And they're not -- I wouldn't say they're  
 14 required. We -- again, when we train our managers on  
 15 our -- our guidelines and our practices --  
 16 **Q.** Uh-huh.  
 17 **A.** -- we should be able to assume that they  
 18 will then go forward and -- and practice those. And  
 19 their compensation consultant and their HR consultant,  
 20 they're all trained and familiar.  
 21 So when we release a training, we assume  
 22 that that is the practice that goes forward.  
 23 **Q.** All right. So for those trainings, Oracle  
 24 would assume that they're followed, but they're not  
 25 required to follow?

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1 MS. CONNELL: Objection --  
2 A. I --  
3 MS. CONNELL: -- misstates her testimony.  
4 A. I would say that there's -- like I said,  
5 we're huge. There's no way for us to know whether every  
6 single manager absolutely follows everything about all of  
7 our guidelines and policies, but yes, we assume that we  
8 have trained you and you are going to go forward in your  
9 job following the trainings and the guidelines.  
10 Q. (By Mr. Song) Okay. After the initial HR  
11 email regarding this new prior -- this new policy on  
12 prior pay, were there any other communications regarding  
13 this policy?  
14 MS. CONNELL: Objection. Vague and  
15 ambiguous.  
16 A. Any other communications regarding the  
17 prior pay policy?  
18 Q. (By Mr. Song) Yeah, to managers.  
19 A. I don't believe so.  
20 Q. Okay. And then that would also be true  
21 for after the training: There weren't other  
22 communications regarding the prior pay policy sent out,  
23 correct?  
24 A. I don't believe so.  
25 Q. Okay. Are there -- so you testified

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1 practices?  
2 A. I would say best practices, and the --  
3 they kind of outline the things we want to make sure that  
4 people consider when making compensation decisions.  
5 Q. Okay. And are managers required to follow  
6 guidelines?  
7 MS. CONNELL: Objection. Vague. And  
8 compound as to which guidelines.  
9 A. Yeah. I would say it depends. There are  
10 guidelines for most situations and scenarios.  
11 Q. (By Mr. Song) Uh-huh.  
12 A. But every single situation -- every single  
13 individual situation does not necessarily -- there are  
14 exceptions to guidelines as well, for -- for valid  
15 reasons, I would say.  
16 Q. Okay.  
17 A. So we put them out there as best  
18 practices, but understand that there could be  
19 circumstances where something different is decided.  
20 Q. Okay. And what guideline -- what  
21 compensation guidelines does Oracle have?  
22 A. We have -- we have guidelines on how to  
23 determine the compensation -- how to determine new hire  
24 salary.  
25 Q. Okay.

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1 earlier that there's only one compensation policy, but  
2 are there -- does Oracle have compensation practices,  
3 guidelines, processes?  
4 A. We do. We have --  
5 Q. Okay.  
6 A. -- guidelines and we have policies -- or  
7 not -- guidelines and practices. And I will add for the  
8 policies piece, we have that policies posted internally  
9 on Manager Essentials. Managers see it when they log in  
10 to our website. We make sure it's known that that policy  
11 is -- is in effect, and it must be followed regarding  
12 prior pay.  
13 Q. Okay.  
14 A. We -- our other -- we give guidelines for  
15 how to -- for how to -- how to make pay decisions, for  
16 how to use a salary range, for how to determine our -- or  
17 on the importance of determining the correct job code  
18 when you're going to post the job --  
19 Q. Uh-huh.  
20 A. -- that applicants would apply to. We  
21 give those kinds of guidelines as well, and there are  
22 trainings and information on those guidelines and  
23 practices also available to our managers online.  
24 Q. Okay. So -- so guidelines are not  
25 policies, but are they more recommendations or best

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1 A. How to determine internal transfer salary,  
2 a rehire -- rehire guidelines. Some internal mobility  
3 guidelines. How to use a range, how to use the salary  
4 range.  
5 Q. Uh-huh.  
6 A. That's all I can think of in terms of --  
7 Q. Okay.  
8 A. -- the compensation.  
9 Q. Thank you.  
10 How many, total, do you think you have?  
11 A. Oh, goodness. I -- off the top of my  
12 head, I don't know. I -- we -- the trainings that are  
13 out there, we -- those outline our guidelines in a lot of  
14 ways, so we wouldn't necessarily have it posted as: This  
15 is our guideline.  
16 Q. Uh-huh.  
17 A. But it's: Here is the training, and  
18 within the training, the guidelines are posted.  
19 So I -- off the top of my head, I don't  
20 know how many.  
21 Q. Would you say more than five, just on  
22 the -- based on the number you've given me?  
23 A. Maybe less than ten.  
24 Q. Less than --  
25 A. Maybe --

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1 Q. -- ten?  
2 A. -- five to ten, maybe.  
3 Q. Five to ten? Okay.  
4 A. Yeah.  
5 Q. That sounds --  
6 A. Ballpark.  
7 Q. -- about right since you've given me --  
8 one, two, three, four, five, six -- seven.  
9 A. Okay.  
10 Q. You've named seven, so --  
11 A. Somewhere in there.  
12 Q. -- probably somewhere in there?  
13 A. Yes.  
14 Q. Okay. And who developed those guidelines?  
15 A. So over the course of the last many years,  
16 it's been a global team, like --  
17 Q. Okay.  
18 A. -- I've -- I've mentioned, I used to be a  
19 U.S. compensation consultant, and I started back in -- I  
20 know a lot of the comp 101 trainings are from 2011, and  
21 all of our guidelines and practices, we -- we have to  
22 take a global approach to everything that -- that we do  
23 at Oracle.  
24 Q. Sure.  
25 A. And so it was a team of regional comp

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1 Q. Uh-huh.  
2 A. I -- like I said, I don't remember off the  
3 top of my head --  
4 Q. Sure.  
5 A. -- exactly -- exactly all of them, but I  
6 had a role in either -- either a project management role  
7 that the trainings -- those trainings slides, I was the  
8 project manager for that globally, so yes.  
9 The other ones that are more recent, I  
10 absolutely -- because -- because so many of our  
11 guidelines and trainings are global in nature, I  
12 absolutely had a role, either as part of the committee or  
13 as one of the reviewers or -- yes, I played a role in  
14 that.  
15 The only one I didn't was that U.S. -- the  
16 U.S. pay -- the prior pay.  
17 Q. Okay.  
18 A. Because my role is global.  
19 Q. Okay. Then what is the process of  
20 developing these guidelines?  
21 A. We would -- we get -- determine who would  
22 like to be part -- or we -- yeah, we determine who would  
23 like to be part of this team. We say: We're going to  
24 work on, for example, a new internal transfer guideline.  
25 Q. Uh-huh.

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1 representation from all around the world that came up  
2 with -- particularly with the compensation trainings.  
3 That was a -- very much a joint effort of compensation  
4 consultants around the globe.  
5 And then, like, the internal, we have  
6 internal transfer guidelines and rehire guidelines. And  
7 as I mentioned, the internal -- the -- well, internal  
8 transfer would be internal mobility.  
9 Q. Uh-huh.  
10 A. Those -- those other ones typically are  
11 compensation -- there are compensation people involved,  
12 and then we get maybe subject matter experts from HR,  
13 maybe our HR comms team. It's usually a group of people  
14 that work to make sure that we get the guidelines and  
15 practices documented appropriately.  
16 Q. Okay. Were you personally involved in  
17 developing those?  
18 A. In -- yes, absolutely.  
19 Q. Okay.  
20 A. Going back to the 2011 comp 101 trainings  
21 that are part of our exhibits, yes.  
22 Q. Okay. Were you personally involved in  
23 developing all of them, or just some of them?  
24 A. I would say of the guidelines that are in  
25 place today.

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1 A. "Who might we need to be part of that?"  
2 And it would be, you know, someone from --  
3 someone from a couple different regions of compensation,  
4 someone from a couple different regions of HR. We try to  
5 make sure we have global representation so we don't just  
6 have a U.S. lens on everything.  
7 And then we have somebody from our  
8 internal HR comms team who's been assigned to  
9 compensation, and he helps us to kind of bring it all  
10 together and get it into a nice, presentable --  
11 presentable format.  
12 And then from there, when we have our --  
13 we come to our agreement, we get reviewed by HR  
14 leadership and also legal, our internal counsel.  
15 Q. Okay. And do you remember any of the  
16 specific people that worked on this with you?  
17 MS. CONNELL: Objection. Vague as to  
18 which guidelines.  
19 A. Yeah. Which ones? It's varied.  
20 Q. (By Mr. Song) Well, there's -- I hate to  
21 go over each one of them, but let me see the most -- how  
22 about the salary or compensation guidelines?  
23 A. Meaning the compensation 101 trainings --  
24 Q. Yeah.  
25 A. -- that are part of --

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1 Q. Yeah.  
2 A. -- the exhibits?  
3 Q. Okay. Yeah. We'll start there.  
4 A. So that -- that would be -- and can I  
5 assume you mean U.S. representation only?  
6 Q. Yes.  
7 A. That would have been -- it was, like I  
8 said, back in 2011, so it would have been Lynne Carrelli;  
9 at the time, she was Lynne Palmer.  
10 Q. Okay.  
11 A. And then from there, the rest of the  
12 people haven't been with Oracle for a while, so the rest  
13 of them were other regions.  
14 Q. Okay.  
15 A. The manager in charge of comp is not  
16 around anymore. But Emily Sullivan from Oracle legal was  
17 part of the review.  
18 And at the time, we didn't even have a  
19 marketing compen- -- a marketing communications -- or a  
20 HR communications person, sorry. So it was -- that was  
21 mostly the compensation consultants from around the  
22 world, followed by a legal review on that.  
23 Q. All right. What about the salary range  
24 guidelines?  
25 A. The same. That's --

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1 I named in the committee before.  
2 Q. Okay. And these guidelines are  
3 communicated and -- communicated to staff and managers  
4 through trainings, correct?  
5 A. Through the trainings, yes.  
6 Q. Okay. And is there any other way that  
7 they're implemented?  
8 MS. CONNELL: Objection. Vague.  
9 A. So not -- no, except that the -- I  
10 would -- I would say that the -- the -- in consultation  
11 with, the managers consult with their HR business  
12 partners often when they're making -- making decisions  
13 related to pay.  
14 Q. (By Mr. Song) Okay.  
15 A. And so as far as, you know, an official  
16 implementation, other than the trainings themselves, not  
17 really. But then when they go to consult with their HR  
18 business partner, their HR business partner would speak  
19 to what's also in the trainings as part of their guidance  
20 when they have their conversations with the managers.  
21 Q. Okay.  
22 A. So not really implemented, but how it's  
23 enforced and how it gets used --  
24 Q. Okay.  
25 A. -- would be via their consultation with HR

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1 Q. The same?  
2 A. That's all part of that training from  
3 2011.  
4 Q. All right. And who specifically needed --  
5 or approved the guidelines?  
6 MS. CONNELL: Objection. Assumes facts.  
7 A. Again, it was the -- when we say  
8 "guidelines," to me, it's more about trainings and how to  
9 make some decisions, and we documented the things that  
10 should be considered in various situations or --  
11 depending on which module you're talking about.  
12 Q. (By Mr. Song) Uh-huh.  
13 A. So, really, the -- the approval of the  
14 content within the trainings, what -- came from the  
15 compensation leader at the time. We -- like I said, it  
16 was a team of regional compensation folks that worked on  
17 it. And then we would have gotten compensation sign-off  
18 from our comp leader at the time, her name was Sue  
19 Charley, back in 2011.  
20 Q. Okay.  
21 A. And then to get our sign-off from Emily  
22 Sullivan in legal to say, "Yes, you know, what you have  
23 in here is -- is perfectly fine."  
24 So that would -- I mean, that would have  
25 been the extent of it, the people who were in the -- who

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1 or comp.  
2 Q. Okay. After these trainings, are  
3 follow-up emails or notices sent out to staff or  
4 managers?  
5 A. So we, with -- with that release in 2011,  
6 they -- the -- the links to the training are all in any  
7 websites where a manager would land, whether it's Manager  
8 Essentials or their own -- their own internal -- the  
9 compensation pages. We did not do a big marketing, a big  
10 campaign to make sure that they continued to be reminded  
11 that all of this was out there.  
12 We definitely did with line HR to make  
13 sure that they were aware that it was there and that they  
14 should, with their -- because -- because our clients are  
15 more the HR business partners, and then the business  
16 partners, their clients are the managers.  
17 Q. Okay.  
18 A. The HR business partners would have  
19 done -- had conversations, and when we were asked about  
20 trainings, we always put them -- sent them to the links  
21 where those trainings were available.  
22 More recently, we have moved from this  
23 PowerPoint platform to a different -- a different, a  
24 little more tech -- more technical and more -- just, we  
25 moved it to today's instead of 2011.

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1 Q. Uh-huh.  
 2 A. We're now up in the 2018/2019. And so in  
 3 the last year, we absolutely did another campaign,  
 4 actually, on May 1, to say: These trainings are  
 5 available. Please make sure you use them. They contain  
 6 very valuable information for you in compensation-related  
 7 topics.  
 8 Q. Okay. And what do you mean by "campaign"?  
 9 A. By campaign, I mean, like, the marketing  
 10 of it. Like making sure --  
 11 Q. Okay.  
 12 A. -- we're out and loud and let everybody  
 13 know that it's available and direct them to where they  
 14 can go. That's what I mean by campaign. Like a  
 15 marketing campaign to say: --  
 16 Q. Okay.  
 17 A. -- Use this, it contains valuable  
 18 information.  
 19 Q. Okay. And are managers required to take  
 20 these trainings on guidelines?  
 21 A. The trainings are not required, no.  
 22 Q. Okay.  
 23 MS. CONNELL: For the record, you mean the  
 24 compensation guidelines, correct?  
 25 MR. SONG: Yes. Yeah. We're talking --

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1 A. -- no.  
 2 Q. The compensation.  
 3 A. No.  
 4 Q. Okay. You also mentioned earlier that  
 5 there were exceptions to the guidelines, do you recall?  
 6 A. Correct.  
 7 Q. Okay. So can you tell me what those  
 8 exceptions are?  
 9 A. Oh, gosh. It's so circumstantial for an  
 10 individual.  
 11 Q. Okay. Maybe have examples?  
 12 A. Let me think for a minute.  
 13 So, for example, one -- one of our  
 14 guidelines really is: If an employee is -- for an  
 15 internal transfer, if an employee is going from one team  
 16 to another, doing -- performing the exact same duties,  
 17 performing the exact same role, in general, we would say  
 18 that they move laterally.  
 19 Q. Okay.  
 20 A. Their -- their pay doesn't change.  
 21 Q. Okay.  
 22 A. If, on this new team, their internal  
 23 equity is way off from their new peer group --  
 24 Q. Uh-huh.  
 25 A. -- we might say that an increase in base

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1 A. Yes.  
 2 MR. SONG: -- about compensation.  
 3 A. Sorry. Compensation guidelines. They are  
 4 not required to take the trainings, no.  
 5 Q. (By Mr. Song) Okay. And do you -- does  
 6 Oracle know what the participation rate is for managers?  
 7 A. Under -- in the -- in this 2011 version,  
 8 we do not know. We were not able to track that.  
 9 In the version that was released on May 1,  
 10 I am able to track that. I can see how many active users  
 11 have been in there and how many we have -- it -- like I  
 12 said, we moved up to 2018/2019 technology.  
 13 Q. Okay.  
 14 A. So I now can see how many have seen it,  
 15 how many have reviewed it --  
 16 Q. Okay.  
 17 A. -- and actively engaged in it, yes.  
 18 Q. Okay. And they're all done just  
 19 individually on -- on their own computers?  
 20 A. Correct.  
 21 Q. Okay. Does Oracle have group trainings,  
 22 like at, like, 10:00 a.m. on a Monday, everybody gets  
 23 together somewhere and has a training?  
 24 A. On those particular topics --  
 25 Q. Yes.

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1 salary is warranted.  
 2 Q. Okay. And who -- who would decide on  
 3 these exceptions? Who would make the decision?  
 4 A. The manager.  
 5 Q. Manager?  
 6 A. In consultation with HR. They would --  
 7 and potentially their comp consultant, to say, "This is a  
 8 situation that warrants an increase."  
 9 Q. Okay. And which situations would warrant  
 10 an increase?  
 11 A. Oh, goodness.  
 12 MS. CONNELL: Objection. Calls for  
 13 speculation. Compound. Calls for -- incomplete  
 14 hypothetical.  
 15 A. I -- I mean, I can't speak to every --  
 16 I -- what I could think of is, you know, if there's an  
 17 internal equity. If there's an internal peer group  
 18 comparison that has it be an exception.  
 19 If -- if somebody has been in a group  
 20 where potentially they were overlooked for a raise during  
 21 focal for a couple of years, and they're transferring to  
 22 a team and the manager notices, "Wow, they've had the  
 23 same base salary for two years, I would like to do  
 24 something for them." That might be another situation.  
 25 Q. (By Mr. Song) Uh-huh. And how would

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1 internal -- how would -- in a situation like this, where  
 2 there's a lateral changing, how would the internal equity  
 3 of that person's salary be analyzed to determine whether  
 4 they should be given a raise or not?  
 5 MS. CONNELL: Objection. Incomplete  
 6 hypothetical and calls for speculation.  
 7 A. So a -- say a manager is managing five  
 8 people that do what this new person is going to do.  
 9 Q. (By Mr. Song) Okay.  
 10 A. They would determine who on their team --  
 11 you know, maybe two of them come with similar background,  
 12 going to be in the same location, same knowledge skills,  
 13 abilities, everything they bring to the table, are  
 14 considered peers. That manager is familiar with the pay  
 15 of their own team.  
 16 Q. Okay.  
 17 A. And so they might say, "Oh, the peers over  
 18 here make" -- I don't know -- "110- and 112-," and so  
 19 that would -- that would be their way to say -- I  
 20 wouldn't say there's -- that they analyze --  
 21 Q. Uh-huh.  
 22 A. -- but that they're familiar with the  
 23 handful of people who do some -- do the same, and so they  
 24 know what -- what the salaries are of the people who are  
 25 going -- are performing the same role.

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1 hypothetical. Calls for speculation.  
 2 A. The -- for an internal transfer --  
 3 Q. (By Mr. Song) Uh-huh.  
 4 A. -- typically what -- what is happening is,  
 5 that employee has applied for a job posting that already  
 6 has the job code assigned. They're not making a  
 7 decision, really, about the job code.  
 8 Q. Uh-huh.  
 9 A. It's: This person has applied for a  
 10 position on my team in this job code. And like I said,  
 11 typically, the -- the career level stays laterally.  
 12 There might be some cases where it's changed. If -- if  
 13 it is an increase in responsibility and this person is  
 14 qualified for a promotion in level, they might look at  
 15 that.  
 16 But also location is very key, where --  
 17 Q. Uh-huh.  
 18 A. -- where in -- I know this -- this  
 19 particular case is about HQCA, so all of the people in  
 20 HQCA are in the HQ ranges. But -- you know, and perhaps  
 21 if somebody were transferring from Orlando to HQCA, they  
 22 might say, "We're going to do something with the pay  
 23 because the ranges have changed significantly." It's --  
 24 it's a lateral move, but the labor market at HQCA is  
 25 higher, so that would be something they could also

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1 Q. Other than salaries, are they also  
 2 looking -- are they looking at anything else to determine  
 3 whether a lateral or transfer should get a raise?  
 4 MS. CONNELL: Objection. Incomplete  
 5 hypothetical and calls for speculation.  
 6 A. I -- I don't know.  
 7 Q. (By Mr. Song) Are they only looking at  
 8 salary to determine whether the -- that person should get  
 9 a raise?  
 10 MS. CONNELL: Same objections.  
 11 A. I -- I don't know.  
 12 Q. (By Mr. Song) Okay.  
 13 A. I mean, going down to individual managers,  
 14 again, thousands of them, there are cases -- they might  
 15 look at equity grant history, maybe.  
 16 Q. Okay.  
 17 A. Or -- or -- and position and range. There  
 18 are all sorts of things to consider when determining  
 19 that.  
 20 Q. Yeah. Those are the things that I'm  
 21 looking for.  
 22 A. Yeah.  
 23 Q. Like, what else? Would they be looking at  
 24 job code, job title, GCL, things like that?  
 25 MS. CONNELL: Objection. Incomplete

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1 consider.  
 2 Q. Okay. And when a manager is comparing  
 3 this employee, this potential -- this hypothetical  
 4 transfer or lateral to his or her peers, what is that  
 5 manager looking at? Are they looking at job code, job  
 6 title, things -- how are they determining who are the  
 7 peers of this lateral?  
 8 MS. CONNELL: Objection. Incomplete  
 9 hypothetical. Calls for speculation. Asked and  
 10 answered.  
 11 A. Yeah, I -- I think I talked about that a  
 12 little bit. They would appear as same location, same  
 13 duties, you know, working on the same product.  
 14 Q. (By Mr. Song) Uh-huh.  
 15 A. Same level of experience coming in.  
 16 Their -- their -- maybe their job history, their  
 17 education history, those kinds of things. So they might  
 18 look to determine who's -- who's working on the same  
 19 product. Job code doesn't really tell them much unless  
 20 you get down to: What product are they working on and  
 21 what are the duties and their role.  
 22 So generally, I would say a manager -- you  
 23 know, in some cases, there's -- the manager might only  
 24 have one person doing that kind of job, so then you might  
 25 have to go up to the next level to figure out who the

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1 peers are. You might have to get a little bit higher to  
 2 get a group of people who do the same duties, but what  
 3 their job code is doesn't necessarily tell you that  
 4 they're doing the same thing. So you have to get into  
 5 the individuals and knowing what the individuals are  
 6 doing and what they bring to the table or brought to the  
 7 table and where they're located.  
 8 **Q.** Okay.  
 9 **MS. CONNELL:** And I'll just also insert an  
 10 objection that I think this line of questioning has gone  
 11 beyond the scope of the PMK topics.  
 12 **Q.** (By Mr. Song) Okay. Who gives the  
 13 training on the compensation guidelines?  
 14 **A.** When it was first rolled out in 2011, so  
 15 prior to this case even, we did some live -- some live  
 16 sessions with compensation and HR representing. But  
 17 since we have moved it to an On Demand, and so all of the  
 18 modules themselves are available to managers in their  
 19 time at their -- basically, on -- when they need it, and  
 20 so we don't have a person behind it.  
 21 **There were -- there were audio recordings**  
 22 **of those 2011 versions, and they could listen to it at**  
 23 **any time, anyplace. So it's not a -- it's not live.**  
 24 **Q.** Okay. Have you ever done any live  
 25 trainings?

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1 **THE COURT REPORTER:** Okay.  
 2 **MR. SONG:** So it's from Ms. Waggoner's  
 3 deposition.  
 4 **MS. CONNELL:** And this (indicating) should  
 5 be 121, right?  
 6 **MR. SONG:** We thought it was 120.  
 7 **MR. GARCIA:** It's 120.  
 8 **MS. CONNELL:** Oh, 120.  
 9 **MS. JAMES:** Sorry.  
 10 **MS. CONNELL:** My mistake.  
 11 **Q.** (By Mr. Song) So the document I just  
 12 handed to you was shown to you during your previous  
 13 deposition.  
 14 **A.** Yeah.  
 15 **Q.** And it's marked as Exhibit 7.  
 16 **A.** Okay.  
 17 **Q.** Do you recognize this document? I'll give  
 18 you a few minutes to read it over.  
 19 (A pause occurred in the proceedings.)  
 20 **A.** Yes, I do.  
 21 **Q.** Okay. Can you tell us what this is?  
 22 **A.** So this is another -- when -- when I was  
 23 testifying previously, I was thinking more of those comp  
 24 101 modules that are on various topics from 2011, like  
 25 the managing pay and how to use salary ranges and those.

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1 **A.** Yes.  
 2 **Q.** Okay. Do you know anybody else who's done  
 3 live trainings?  
 4 **MS. CONNELL:** For the record, do you mean  
 5 on the compensation guidelines?  
 6 **MR. SONG:** Yes, for the compensation.  
 7 **A.** On the compensation guidelines. Yes,  
 8 Lynne -- Lynne Carrelli from our -- from the U.S.  
 9 compensation team has also presented on those -- the  
 10 compensation training back in the day.  
 11 **Q.** (By Mr. Song) Okay.  
 12 **A.** It's been a long time. Those have been in  
 13 effect for a long time, and it's been a very long time  
 14 since we've done live.  
 15 **Q.** Okay. Let me show you an exhibit that I  
 16 believe you're familiar with, you've seen before.  
 17 So this --  
 18 **THE COURT REPORTER:** Just a second.  
 19 **MR. GARCIA:** Just for the record, are you  
 20 putting a new exhibit number on it?  
 21 **THE COURT REPORTER:** You didn't want me  
 22 to?  
 23 **MR. SONG:** Oh, no, I'm sorry. I was just  
 24 about to say that this was previously marked as  
 25 Exhibit 7.

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1 This is kind of a compilation of all of those --  
 2 **Q.** Okay.  
 3 **A.** -- that were delivered live, and this  
 4 would have been by Kris Edwards, U.S. compensation team.  
 5 So yeah, Kris Edwards would have been part  
 6 of it, and any number of people on her team could have  
 7 possibly -- I don't know who -- I don't know personally  
 8 who developed -- or who presented this at the time.  
 9 **Q.** Okay.  
 10 **A.** But it would have been a member of the  
 11 U.S. compensation team.  
 12 **Q.** Okay. Do you recall -- or do you know if  
 13 these guidelines, the guidelines contained in this  
 14 training, are still current?  
 15 **A.** Yes, they are.  
 16 **Q.** Okay. And is this the latest version of  
 17 this training, July 2016?  
 18 **A.** To my knowledge, yes, and if you review in  
 19 great detail, much of it is, like I said, pieces of 2011.  
 20 We -- they still apply.  
 21 **Q.** Okay.  
 22 **A.** Yeah.  
 23 **Q.** So this would be the -- the operative  
 24 training for these guidelines?  
 25 **MS. CONNELL:** Objection. Misstates her

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1 testimony.  
2 **A.** This -- this is a compilation of all of  
3 those different topics.  
4 **Q.** (By Mr. Song) Okay.  
5 **A.** When we did the 2011 initially, it was  
6 intended to be short snippets of information, so that  
7 managers could go on Demand and watch for 20 minutes on  
8 this topic or 15 minutes on that topic.  
9 And in this, the U.S. compensation team --  
10 because they are the consultative wing, that's who HR  
11 goes to to ask them questions -- they brought all of it  
12 together into one so that they could do a live -- a live  
13 version.  
14 **Q.** Okay.  
15 **A.** And so yes, this is -- this is still --  
16 still valid.  
17 **Q.** Okay. So these are the currently  
18 operative guidelines contained in this training?  
19 **A.** I believe so.  
20 MS. CONNELL: Object.  
21 THE WITNESS: Oh, I'm sorry.  
22 **A.** For compensation.  
23 **Q.** (By Mr. Song) For compensation?  
24 **A.** For compensation.  
25 **Q.** Yes.

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1 GuideSpark covers a lot of what is in here, and then  
2 we'll have a Phase 2 that gets into a little bit more  
3 detail. And I don't know how many phases, but these --  
4 these guidelines and the trainings were developed,  
5 really, to be able to stand the test of time so we don't  
6 constantly have to go in and change things.  
7 **Q.** (By Mr. Song) Okay.  
8 **A.** And for version control, just --  
9 THE COURT REPORTER: For what?  
10 **A.** For version control. I mean, we don't  
11 have to look at it every month to see if anything's  
12 changed because it is very -- very consistent with how we  
13 do things.  
14 **Q.** (By Mr. Song) Okay. And currently, there  
15 are no plans to update this training?  
16 MS. CONNELL: Objection. Misstates her  
17 testimony.  
18 **A.** What I said about GuideSpark. So we --  
19 this training has been moved to a new platform.  
20 **Q.** (By Mr. Song) Uh-huh.  
21 **A.** And in Phase 1, in May, that we released,  
22 some of these topics are -- were included in Phase 1.  
23 **Q.** Okay.  
24 **A.** And we intend to go to a Phase 2, and I  
25 don't -- Phase 3, I don't know.

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1 MS. CONNELL: I was going to say,  
2 misstates her testimony.  
3 **Q.** (By Mr. Song) And when was the previous  
4 version of this training, "Managing Compensation"? Is  
5 there a previous version?  
6 MS. CONNELL: Objection. Asked and  
7 answered.  
8 **A.** We had all of those versions from 2011.  
9 **Q.** (By Mr. Song) 2011?  
10 **A.** All the separate --  
11 **Q.** Okay. And was that the first version of  
12 this training?  
13 **A.** 2011 was the first time we got a good  
14 handle on compensation guidelines trainings, yes.  
15 **Q.** Okay. And are there plans to update this  
16 one?  
17 MS. CONNELL: Objection. Vague.  
18 **A.** I --  
19 MS. CONNELL: Also beyond the scope of the  
20 topics.  
21 But you can answer, if you know.  
22 **A.** So in the -- when I said we moved to a new  
23 platform, it's called GuideSpark.  
24 **Q.** Uh-huh.  
25 **A.** GuideSpark covers -- our first phase of

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1 **Q.** Okay.  
2 **A.** But it covers a lot of this same stuff.  
3 **Q.** The version in GuideSpark, is it the same  
4 as this, or has it been -- this Managing Compensation,  
5 Exhibit 7, or has it been updated?  
6 MS. CONNELL: Objection. Vague and  
7 ambiguous as to format or substance.  
8 **A.** The -- the topics and the guidelines and  
9 the things that are communicated in here have not been  
10 changed in GuideSpark. It is a different --  
11 **Q.** (By Mr. Song) Platform?  
12 **A.** Different platform.  
13 **Q.** Okay.  
14 **A.** Different way to present the information.  
15 **Q.** Content is the same?  
16 **A.** Content is the same.  
17 **Q.** Okay. And what was the -- the previous  
18 platform, when you mentioned platform, is just this?  
19 **A.** Just PowerPoint.  
20 **Q.** Okay. And then I'm sorry. I don't know  
21 what GuideSpark is. What -- what is that?  
22 **A.** GuideSpark is a vendor that we use that  
23 produces employee training. They do videos, they do  
24 infographics, they do various different ways to help  
25 companies of any size, really, get good training that are

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1 user-friendly and technologically -- just more advanced,  
 2 more than just clicking on this PowerPoint to watch it.  
 3 **Q.** Okay.  
 4 **A.** It's -- it's just -- it's a vendor that  
 5 does employee training videos and . . .  
 6 **Q.** Okay. So, for example, they would just  
 7 take this training material in here, take parts of it and  
 8 then make it available to your managers?  
 9 MS. CONNELL: Objection. Incomplete  
 10 hypothetical.  
 11 **A.** So they --  
 12 MS. CONNELL: Misstates her testimony.  
 13 **A.** We provide to them all that we had in  
 14 place, and then we worked very closely with them to say,  
 15 "Let's take this content and we want it in your  
 16 infographic."  
 17 **Q.** (By Mr. Song) Uh-huh.  
 18 **A.** Or, "Let's take this content and let's  
 19 make that a video," or --  
 20 **Q.** I see.  
 21 **A.** So yeah, they take our stuff and then --  
 22 and then they put it into their draft of: This is an  
 23 infographic, this is a document, this is a video.  
 24 And then we review it all to make sure  
 25 it's consistent with what we have in place in our

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1 Phase 1, that's the first version or first iteration of  
 2 the materials that you've given to them. What's  
 3 anticipated for Phase 2?  
 4 **A.** So the Phase 1 really was to set a very  
 5 basic foundation of compensation terminology, ranges,  
 6 what they should be used for -- or how to use them, the  
 7 manager -- let's see -- kind of a -- your role. We give  
 8 an introduction of -- to the manager of, "Your role in  
 9 compensation, how do you -- what role do you play in  
 10 setting employee compensation?"  
 11 And so it's very -- very generic, very  
 12 basis -- very foundational.  
 13 **Q.** Okay.  
 14 **A.** The next phase that we are hoping to go  
 15 into is get more specific about, "How do you handle  
 16 promotions? How do you handle internal transfers? How  
 17 do you" -- a little bit more about that.  
 18 So we -- we set our foundation and our --  
 19 and the basics first and then face -- and that was -- for  
 20 budgetary reasons, we -- we could only bite off a little  
 21 bit last fiscal year, and then this fiscal year we'll go  
 22 on in a little bit more detail.  
 23 **Q.** Okay. Can you turn to Slide 4. It's  
 24 Bates Number 56234-5.  
 25 **A.** Uh-huh.

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1 PowerPoints.  
 2 **Q.** Uh-huh.  
 3 **A.** And they just make it fancier, I guess I  
 4 would say.  
 5 **Q.** Okay. Or more user-friendly?  
 6 **A.** Or more user-friendly, yeah.  
 7 **Q.** Okay.  
 8 **A.** Yeah.  
 9 **Q.** And then they just make it available via  
 10 computer or Internet for each of the employees or  
 11 managers?  
 12 **A.** Correct. And then I -- I have a -- the  
 13 access on the platform to be able to send out reminders  
 14 and to be able to let -- and when we launched it, we sent  
 15 the link and said, "The training is available now.  
 16 Please make sure you -- please make sure you update  
 17 yourself on our -- our compensation guidelines and  
 18 training."  
 19 **Q.** Okay. But their trainings are not  
 20 required, either, are they? Are they required?  
 21 **A.** The GuideSpark trainings?  
 22 **Q.** Yeah.  
 23 **A.** The GuideSpark trainings are not required,  
 24 no.  
 25 **Q.** Okay. But -- and when you mentioned

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1 **Q.** And have you seen a picture of this slide  
 2 before?  
 3 **A.** Oh, yes.  
 4 **Q.** Okay. And I think I forgot to ask you,  
 5 were you involved in drafting or developing this  
 6 training?  
 7 **A.** This particular training, I was not.  
 8 **Q.** Okay. Do you need a second to review it,  
 9 or --  
 10 **A.** No.  
 11 **Q.** No? Okay.  
 12 **A.** Very familiar.  
 13 **Q.** Okay. And this -- this slide -- can you  
 14 just describe it for me?  
 15 **A.** So this slide gives an example of what our  
 16 global job table would look like. It explains to  
 17 managers that we have unique job codes. And then from  
 18 there, there is a system job title, a function that  
 19 explains the type of work being performed, a specialty  
 20 area that gets a little bit more specific about the type  
 21 of work being performed, and then the global career level  
 22 that represents where in our broad hierarchical structure  
 23 that job code falls.  
 24 **Q.** Okay. Can you explain each global career  
 25 level a little bit more in detail, please.

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1       **A.** Yes. So there are two tracks: We have  
2 the individual contributor track, and we have the manager  
3 track. And the individual contributor track, entry level  
4 would be -- it goes IC -- it actually starts at IC-0.  
5 The IC-0s are more administrative-type roles.  
6       So within IC-0, we would have  
7 Administrative-1, Administrative-2, A-1, A-2, A-3, A-4.  
8 And that's for, like, admin assistants and some of our --  
9 I believe, like, our -- some of our help desk and more --  
10 just more junior administrative-type roles sit in that  
11 IC-0.  
12       **Q.** Uh-huh.  
13       **A.** IC-1 is entry level. Like fresh out of  
14 college, you don't have any experience, but it's on the  
15 professional ranks, like our developers or our programmer  
16 analysts or whoever that might be.  
17       So it goes IC-4, all the way up -- IC's  
18 actually go all the way up to I- -- we have an IC-7 in  
19 product development, but that's a guru, and I think we've  
20 only ever had one or two people in that job code in the  
21 history of Oracle, so that we --  
22       **Q.** Okay.  
23       **A.** -- in that level in the history of Oracle,  
24 so I don't -- we don't really talk about having IC-7.  
25       **Q.** Okay.

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1 at a specific career level. So it is -- it is -- it  
2 tells us, like a -- like the software developer 3, this  
3 10530 is the unique identifier for software developer 3.  
4 That tells us at the IC-3 level, which is five to eight  
5 years of experience, know -- know what you're doing, but  
6 not super-seasoned in your career, but not fresh, either.  
7 Kind of right in the middle.  
8       **Q.** (By Mr. Song) Uh-huh.  
9       **A.** And the -- the software developer  
10 responsibility, the -- the duties under that are very  
11 broad and overarching. It just means they work on  
12 developing our products. Which product or what kind of  
13 work they do in developing those products, you don't know  
14 by the job code.  
15       **Q.** Okay. And how -- does job code factor  
16 into compensation at all?  
17       MS. CONNELL: Objection. Vague.  
18       **A.** Each job code is assigned a very broad  
19 range, so we have an idea of where compensation may fall  
20 for that code.  
21       **Q.** (By Mr. Song) Uh-huh.  
22       **A.** But the code itself doesn't really tell  
23 you a whole lot.  
24       **Q.** Okay. What about the IC level?  
25       **A.** Again, each code can only have one IC

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1       **A.** For most jobs, it goes IC-1 through IC-6.  
2 And IC-6 is the highest-level individual contributor we  
3 have in our table.  
4       For managers, it starts at M-1, which is  
5 entry-level supervisory, and goes all the way up to M-10,  
6 and our M-10 are our CEOs. Most of our employees fall in  
7 the M-2 to M-6. And M-6 would represent, like, the VP  
8 level; M-2 is, like, first-line manager.  
9       **Q.** Okay.  
10       **A.** And there is no -- you'll see on one of  
11 these other -- on the next page, there is no correlation.  
12 Like just because you're an IC-4, if you move to manager,  
13 it doesn't mean you'll be a specific level of manager.  
14 Every case is evaluated on its own merit, every  
15 individual is evaluated on its own merit. So we really  
16 view it as two completely independent tracks.  
17       **Q.** Okay. And what about job code?  
18       **A.** What about it?  
19       **Q.** Can you explain what that is and how it's  
20 used?  
21       **A.** Okay. It's --  
22       MS. CONNELL: Objection. Compound.  
23       But you can answer.  
24       **A.** Okay. It is a -- just a unique identifier  
25 for a very general bucket of overarching responsibilities

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1 level.  
2       **Q.** Okay.  
3       **A.** And so we have -- I mean, we have IC-3s,  
4 hundreds of IC-3 -- every single function across the  
5 company -- or every single job family across the company  
6 has an IC-3. So IC-3 doesn't really tell you much about  
7 your comp.  
8       **Q.** Okay.  
9       **A.** It would be the -- the job code is  
10 assigned to a broad range, but then getting down to comp  
11 has to do with: What are you working on? Where do you  
12 work? Much more specific to the individual.  
13       **Q.** What about the job title, function, or  
14 specialty area, do those have any effect on salary  
15 compensation?  
16       MS. CONNELL: Objection. Compound. Asked  
17 and answered as to job title.  
18       **A.** I would say since the unique job code  
19 has --  
20       **Q.** (By Mr. Song) All that --  
21       **A.** -- all of that in it --  
22       **Q.** -- all of that information? Okay. I see.  
23       **A.** -- that's as much as it -- the job code  
24 gets lumped into a very broad range. But specific pay  
25 for an individual, no, it doesn't, really.

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1 Q. Okay. And how is this -- if you know, how  
 2 is this particular slide used in the training?  
 3 MS. CONNELL: Objection. Vague.  
 4 Q. (By Mr. Song) Because, presumably, the  
 5 managers would know what all of those things mean, right?  
 6 A. Not necessarily.  
 7 Q. Not necessarily?  
 8 A. If they're new managers --  
 9 Q. Oh, they're new managers?  
 10 A. -- they're new to learning our job table.  
 11 So, you know, the notes on the back of the page really  
 12 speak to our talk track on this, and we have new managers  
 13 hired every single day.  
 14 Q. I see.  
 15 A. So new managers may not be familiar with  
 16 this.  
 17 Q. Okay. But all managers are required to  
 18 take this training -- or not -- I'm sorry. They're not  
 19 required.  
 20 They're -- they're recommended to take  
 21 this training?  
 22 A. Yes.  
 23 Q. Okay.  
 24 A. The managers are recommended to attend  
 25 some compensation --

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1 initial global table.  
 2 As we've progressed and as we've acquired  
 3 different companies, we -- a need for a family that  
 4 hasn't ever existed before might be raised by a manager  
 5 or by someone to say, "We've got this whole new group of  
 6 employees who are doing something we've not ever done  
 7 before." Say, for example, in the case of an -- of an  
 8 M&A, of an acquisition, and they might ask, "Could we get  
 9 a new family, because what we have in our existing  
 10 structure doesn't work for us?"  
 11 And so then there is a whole vetting  
 12 process of, "Are we sure it's new?" We say, if a job --  
 13 if the duties are, like, a 70 percent match, we say,  
 14 "That's not different enough. We have our broad  
 15 buckets."  
 16 Q. Uh-huh.  
 17 A. "You can use those buckets."  
 18 But if we determine, in fact, that it is  
 19 something brand-new and nobody at Oracle does that today,  
 20 then we would say -- then we as a global compensation  
 21 team say, "Yes, I would agree, we have not ever had  
 22 anything like this before, so let's create a new job  
 23 family with new codes."  
 24 Q. Okay. And I'd like to get -- you  
 25 mentioned salary ranges or ranges for the job codes?

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1 Q. Even --  
 2 A. -- trainings.  
 3 Q. Even the ones that are not new, correct?  
 4 A. Yeah. We -- I mean, we have managers who  
 5 have been around and would like a refresher or maybe they  
 6 don't feel comfortable with it or would like a platform  
 7 to ask questions. This would be the kind of platform for  
 8 that.  
 9 Q. Okay. And who selects these job codes?  
 10 MS. CONNELL: Objection. Assumes facts  
 11 and vague and ambiguous.  
 12 A. So, I guess, what -- what do you mean by  
 13 who "selects" them?  
 14 Q. (By Mr. Song) Well, who -- who creates  
 15 them? Like, where do they come from? They must come  
 16 from somewhere.  
 17 A. Yes. So our -- our global job table, the  
 18 initial table that had this format, I believe dates back  
 19 to, like, 1999. It's been in existence for a very long  
 20 time.  
 21 Q. Okay.  
 22 A. In -- originally, it was built, really, we  
 23 used kind of industry standards, our surveys, to see what  
 24 kind of buckets are out there and what kind of work we  
 25 have being performed. And that was the start of this

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1 A. Yes.  
 2 Q. I'd like to talk about those a little bit.  
 3 First, how -- how are those created or how  
 4 are those established?  
 5 A. So in -- just, in general, salary ranges?  
 6 Is that --  
 7 Q. Yeah. Like you mentioned salary ranges  
 8 for -- there is salary ranges for the job codes, right?  
 9 A. Uh-huh.  
 10 Q. I would just like to know more about those  
 11 salary ranges.  
 12 A. The ranges? Okay. So every year, we  
 13 participate in surveys, compensation surveys.  
 14 Q. Okay.  
 15 A. And we submit our employee data in these,  
 16 so -- in these very broad buckets of jobs, we say, "All  
 17 of our people who are in software developer 3," and we  
 18 anonymously report what their compensation packages are  
 19 to these surveys.  
 20 And in return, we get data back on our  
 21 peer groups. And so we -- we can find, from that market  
 22 data, a software developer 3 in -- and again, location  
 23 plays a huge role in this, but software developer 3 in  
 24 the Bay Area, compared to our 26 peers, has peer  
 25 companies, has a market 50th percentile of X dollars.

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1 And we look at our own internal structure  
 2 that I said is -- you know, we might have a range that  
 3 goes from -- just for simplicity, 50- to 150,000 and the  
 4 midpoint is 100-.

5 Q. Okay.

6 A. All of the market -- all of the jobs that  
 7 come back to us with market data right around \$ [REDACTED] as  
 8 the 50th percentile in that survey, the particular code  
 9 for that job would then be put into that range.

10 So in -- in that range could be the  
 11 software developer 3, the HR consultant for the legal  
 12 person 3 or -- or the IT person M-2. It just all is  
 13 based on, "Where does the market say the 50th  
 14 percentile falls?" And then we assign that job code to  
 15 the Oracle internal range that most closely represents  
 16 that 50th percentile in the market.

17 Q. Okay. And which market surveys are you  
 18 using?

19 MS. CONNELL: Just for the record, I want  
 20 to designate this line of questioning as confidential.  
 21 And when the deposition is over, we can provide more  
 22 specific confidential designations, but . . .

23 MR. SONG: Okay.

24 A. I'm sorry, what -- repeat the question?

25 Q. (By Mr. Song) Which market surveys do you

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1 And then from there, the minimum,  
 2 midpoint, and maximum is derived. So every job that has  
 3 E.09 as their grade --

4 Q. Okay.

5 A. -- has the same range, as long as -- I  
 6 need to clarify that -- as long as it's the same  
 7 location. So we have E.09 HQ, E.09 non-HQ. E.09 -- so  
 8 you might have a different range depending on your  
 9 location as well.

10 Q. Okay. So using the job code, salary  
 11 grade, and salary range, how is it decided where an  
 12 employee is going to fall within that range?

13 MS. CONNELL: Objection. Vague.  
 14 Compound. Calls for speculation.

15 A. So I think as the slide says --

16 Q. (By Mr. Song) Uh-huh.

17 A. -- that you account for experience,  
 18 skills, competencies, your performance, your location.  
 19 There's all sorts of things that come into that.

20 Q. Okay.

21 A. So it depends on what the employee brings  
 22 to the table.

23 Q. Okay. And who is making that  
 24 determination?

25 A. On where the employee will fall?

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1 use?

2 A. We use Radford and a survey called  
 3 Comptryx that is from Mercer.

4 Q. Okay. And if you turn to page 56234-27  
 5 and -28, I believe.

6 A. Uh-huh.

7 Q. These are just -- these are two of the  
 8 slides that I found on salary ranges.

9 A. Yes.

10 Q. As far as you know, are -- are -- is this  
 11 information still accurate, so I don't have to ask you  
 12 about all of it?

13 A. Yeah. Let me read it, please.  
 14 (A pause occurred in the proceedings.)

15 A. Yeah, it's still accurate.

16 Q. Okay. And then on page 27, the -27, it  
 17 mentions a "salary grade."

18 What does Oracle mean by that?

19 A. The grade, really, is the range so -- so  
 20 what -- the way that our table works is, we would have  
 21 multiple jobs that are assigned to salary grades, say --  
 22 how do we name it now -- E.09. E.09 is the simple name  
 23 for the grade of jobs that fall in our exempt, FLSA  
 24 exempt, dot, the 9th level of ranges. It's just a  
 25 short way to code.

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1 Q. Yeah.

2 A. The managers generally decide the comp  
 3 package for their employee.

4 Q. Okay. And is there any overview of the  
 5 manager's decision on where the employee falls in the  
 6 salary range?

7 MS. CONNELL: Objection. Vague.

8 A. Could you be more specific as to, like,  
 9 when in the employees stage? Like, what are we --

10 Q. (By Mr. Song) Well, so, for example,  
 11 the -- a manager says, "Okay, this employee falls at the  
 12 midpoint, 50 percent."

13 A. Uh-huh.

14 Q. That's what I -- based on the job code and  
 15 salary grade and range and experience, because all these  
 16 things, I decide myself, "50 percentile on this" --

17 A. Uh-huh.

18 Q. -- totally --

19 A. Okay.

20 Q. -- average or -- I don't know what that  
 21 means, the 50 percent there. Does that mean they're  
 22 fully competent, or average? Is it below average?

23 MS. CONNELL: Objection. Incomplete  
 24 hypothetical. Calls for speculation. Compound. Vague  
 25 and ambiguous.

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1       **A.** The 50th percentile of the range  
2 generally means they come in with the skills required to  
3 do the job at that level.  
4       **Q.** (By Mr. Song) Okay.  
5       **A.** So that's at that level.  
6       **Q.** Okay.  
7       **A.** If you are asking about how manager -- so  
8 are we talking about new hires? Are we talking about  
9 people all throughout the year? Are we talking about --  
10 what do you mean with --  
11       **Q.** Well -- well --  
12       **A.** -- the managers and the oversight question  
13 that you had?  
14       **Q.** Well, let's start with new hires.  
15       If it's -- if it differs between new hires  
16 and current or existing employees, et cetera -- well,  
17 let's start with new hires.  
18       **A.** Okay.  
19       **Q.** So --  
20       **A.** So the salary range -- or the salary  
21 that's determined by a manager in -- for a new hire --  
22       **Q.** Uh-huh.  
23       **A.** -- the employee -- the candidates  
24 generally come to us with -- I mean, they have  
25 their -- their resume they've reviewed, the manager

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1 outside the range?  
2       **A.** Yes, the manager may go outside the range.  
3       **Q.** Okay. And is that -- is there an overview  
4 for that?  
5       MS. CONNELL: Objection. Vague and  
6 ambiguous. Asked and answered.  
7       **A.** Same -- same overview.  
8       **Q.** (By Mr. Song) Okay.  
9       **A.** But if you come with the right argument  
10 for why you're going over the range, that's acceptable.  
11       **Q.** Okay. Do you have to provide more of a  
12 justification if you go outside the range?  
13       MS. CONNELL: Objection. Incomplete  
14 hypothetical and calls for speculation.  
15       **A.** I would say that, yes, managers are  
16 sensitive and know/recognize when something is over the  
17 range.  
18       **Q.** (By Mr. Song) Uh-huh.  
19       **A.** And they would, just for -- for good  
20 practice, specify why the -- outside of the range is  
21 justified.  
22       **Q.** Okay. Well, let's -- would an M-1 manager  
23 have anybody underneath them? They would have at least  
24 one person, right?  
25       **A.** M-1s are supervisor level, and they

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1 decides they are the right candidate.  
2       **Q.** Uh-huh.  
3       **A.** Maybe they bring something a little more  
4 to the table than your average person at, say, an IC-3,  
5 and so they want to place that person in the third  
6 quartile.  
7       The manager can make that decision.  
8 There's -- they may have consulted with their business  
9 partner or -- or included the compensation analyst, their  
10 compensation consultant in it. But the manager makes  
11 that decision and then would submit that offer into that  
12 iRecruitment work form.  
13       **Q.** Right.  
14       **A.** But then works its way up the approvals.  
15       In the end, the -- the top approver is  
16 really doing more of a sanity check, like -- to make sure  
17 somebody didn't enter, like, a million dollars for an  
18 IC-3, just more of a sanity: Does this make sense within  
19 the range?  
20       But in general, the -- the manager makes  
21 that decision for where they're going to place their  
22 employee based on what they bring to the table, where  
23 they are located, what's the internal -- what is the  
24 internal peer group paid, all those kind of things.  
25       **Q.** Can they go outside -- can a manager go

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1 generally do not have that hire/fire, that kind of  
2 authority.  
3       **Q.** Oh, I see.  
4       **A.** So M-1s, probably not. They -- they might  
5 have people roll up to them, but we don't view them as  
6 hire/fire manager types. That starts at M-2.  
7       **Q.** Okay. M-2.  
8       **A.** Uh-huh.  
9       **Q.** All right. And can an M-1 decide  
10 somebody's compensation or raise or --  
11       MS. CONNELL: Objection. Incomplete  
12 hypothetical. Calls for speculation.  
13       **A.** Could an M-1 decide? I don't -- I don't  
14 know. I don't know of specific scenarios. I suppose if  
15 they have reviewed -- have been the main interviewer of a  
16 candidate --  
17       **Q.** (By Mr. Song) Uh-huh.  
18       **A.** -- they could make that recommendation.  
19 But that's not typically part of an M-1's responsibility.  
20       **Q.** Okay. So it really starts at M-2 where  
21 they decide compensation?  
22       MS. CONNELL: Objection. Misstates her  
23 testimony.  
24       **A.** Like I said, the M-1 may have some input  
25 into it, but generally, we don't -- as that supervisor

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1 level is defined, they don't tend to have that hire/fire,  
 2 compensation decision type of authority.  
 3 **Q.** (By Mr. Song) All right. M-2s would have  
 4 the compensation authority --  
 5 MS. CONNELL: Objection --  
 6 **Q.** (By Mr. Song) -- or do have the  
 7 compensation authority?  
 8 MS. CONNELL: -- incomplete hypothetical.  
 9 Asked and answered.  
 10 **A.** Yes. That's the first-line manager when  
 11 they're hiring somebody.  
 12 **Q.** (By Mr. Song) Okay. If an M- -- so let's  
 13 say an M-2 makes a compensation decision. How many  
 14 levels of a review -- review, sorry, does it go up?  
 15 MS. CONNELL: Objection. Calls for  
 16 speculation. Incomplete hypothetical.  
 17 **A.** The -- anything regarding pay --  
 18 **Q.** (By Mr. Song) Uh-huh.  
 19 **A.** -- really would -- prior to -- we had the  
 20 accelerated hiring experience. I don't know if you're  
 21 familiar with that. That is one of the exhibits that are  
 22 here.  
 23 But in 2013, when this started up, until  
 24 fairly recently with the accelerated hiring experience,  
 25 it would go up every level. It would first go to an HR

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1 **Q.** Yeah, dotting your T's?  
 2 **A.** -- they miss it.  
 3 **Q.** Yeah, dotting -- yeah.  
 4 **A.** So it's -- it's the -- in the end, does  
 5 this look fine? They're not going into any specific  
 6 detail.  
 7 **Q.** And when did accelerated hiring start?  
 8 **A.** I believe it was 2018 sometime.  
 9 **Q.** Okay. But prior -- so prior to then, HR,  
 10 comp, and maybe one manager would have more of a  
 11 substantive review rather than just a sanity check?  
 12 **A.** In most cases, I would say --  
 13 **Q.** In most cases?  
 14 **A.** -- yes. Yeah.  
 15 **Q.** Okay. And so what -- what would that  
 16 entail?  
 17 MS. CONNELL: Objection. Calls for  
 18 speculation.  
 19 **A.** That would entail, you know, maybe looking  
 20 at -- looking at a resume to see what kind of experience  
 21 they bring, making sure -- you know, looking at --  
 22 glancing at the peer group to say: Does this make -- you  
 23 know, what does -- what compa-ratio does it give this  
 24 person? Where does it place them in the range? Does it  
 25 make sense for what they bring to the table? And, you

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1 representative, and then it would go to a compensation  
 2 person, and it would go up the whole chain, up to the  
 3 very top.  
 4 But once you reach, you know, the -- once  
 5 it goes through, like, HR and comp and then maybe one  
 6 level of manager, it's really -- it goes to the -- the  
 7 sanity check piece: Like, does this pass the sniff test?  
 8 They're not doing any real deep diving into anything. It  
 9 really is what that first-line manager has submitted --  
 10 **Q.** Okay.  
 11 **A.** -- just continues on up the road.  
 12 **Q.** Okay.  
 13 **A.** With accelerated hiring, it skips, now,  
 14 compensation and tends to go all the way up so that the  
 15 process happens as -- as it indicates, accelerated  
 16 hiring, everything moves much quicker.  
 17 **Q.** Uh-huh.  
 18 **A.** And so it goes up, but again, to the -- to  
 19 the CEO office. But again, it's really that sanity check  
 20 of making sure -- we've had -- we've had situations, for  
 21 example, where the CEO office realizes they missed a  
 22 comma, and then the salary they offered was, like, \$2,000  
 23 instead of 200,000 -- like, just things that --  
 24 **Q.** Yeah.  
 25 **A.** -- if they look too quickly --

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1 know, if we've identified these are the seven peers, does  
 2 it fall nicely in there?  
 3 It's just kind of a review to make sure  
 4 that that -- that that makes sense.  
 5 **Q.** (By Mr. Song) Okay. So HR, comp, and the  
 6 manager directly --  
 7 **A.** First-line manager.  
 8 **Q.** -- above that manager --  
 9 First-level manager?  
 10 **A.** Yeah.  
 11 **Q.** Would do this kind of a review?  
 12 MS. CONNELL: Objection. Incomplete  
 13 hyp- --  
 14 **Q.** (By Mr. Song) Or maybe they should do one?  
 15 MS. CONNELL: Incomplete hypothetical and  
 16 calls for speculation.  
 17 **A.** I would -- so the -- the manager the next  
 18 level up maybe wouldn't go into that -- that's more --  
 19 first-line manager, HR, and compensation would either  
 20 review it individually or maybe over the phone to say:  
 21 This -- you know, this is where we think this person  
 22 should fall based on the resume and -- and their location  
 23 and what they bring to the table.  
 24 And then when the manager submits the  
 25 Workflow, they would probably put in the justification,

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1 you know: This -- we positioned it here for this reason.  
 2 And then the next-level manager might look a little bit  
 3 closer.  
 4 **Q.** Okay.  
 5 **A.** But if it's not -- I mean, if it's over  
 6 the range, yes, they're going to dig into it a little bit  
 7 more.  
 8 If it seems kind of out of line, really,  
 9 it -- it -- even that next-line manager, it's likely that  
 10 the hiring manager probably already had a conversation  
 11 with his or her direct manager to say, "This is my  
 12 opening and this is the window of what I'd like to  
 13 offer." And so there's probably already been, before  
 14 they even get to that point.  
 15 So I would say when it reaches that  
 16 next-level manager, they likely aren't digging in quite  
 17 as much as HR and comp would have with the manager in  
 18 that initial setting.  
 19 **Q.** (By Mr. Song) Okay. And who at HR would  
 20 it be that would review these compensation decisions?  
 21 **MS. CONNELL:** Objection. Calls for  
 22 speculation. Compound.  
 23 **A.** It would be the -- the business partner  
 24 assigned to support that particular area of the business  
 25 would be who the manager would call if they needed

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1 of those, and that's mandatory training for all of our  
 2 managers.  
 3 **Q.** Okay. And ethnicity, they wouldn't  
 4 consider either --  
 5 **THE COURT REPORTER:** I'm sorry?  
 6 **MR. SONG:** I'm sorry.  
 7 **Q.** (By Mr. Song) Ethnicity?  
 8 **MS. CONNELL:** Objection. Vague.  
 9 **A.** No.  
 10 **Q.** (By Mr. Song) Okay.  
 11 **A.** Absolutely trained not to do that.  
 12 **Q.** Okay. And national origin as well?  
 13 **MS. CONNELL:** Same objection.  
 14 **A.** Also same response: Trained not to,  
 15 absolutely not to consider that.  
 16 **Q.** (By Mr. Song) Okay. Does Oracle do job  
 17 analyses to determine where an employee should be placed  
 18 in the range?  
 19 **MS. CONNELL:** Objection. Beyond the scope  
 20 of the PMK topics on which she's been designated to  
 21 testify. It's also vague and ambiguous and calls for a  
 22 legal conclusion.  
 23 **A.** I guess I'm not sure exactly what you're  
 24 asking by a job analysis.  
 25 **Q.** (By Mr. Song) Okay. Are they doing -- is

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1 consultation.  
 2 **Q.** (By Mr. Song) Okay. Would there be  
 3 anybody else at HR that would look at that?  
 4 **MS. CONNELL:** Objection. Incomplete  
 5 hypothetical. Calls for speculation.  
 6 **Q.** (By Mr. Song) Just primarily the business  
 7 partner?  
 8 **A.** Yeah. Yeah.  
 9 **Q.** Okay. And what about at comp --  
 10 compensation? Sorry.  
 11 **A.** Again, there's a compensation consultant  
 12 assigned to various areas of the business.  
 13 **Q.** Uh-huh.  
 14 **A.** And the HR business partner assigned to  
 15 that particular manager would engage comp to say, "We  
 16 could use your help in -- in developing the compensation  
 17 package for this person."  
 18 **Q.** Okay. Would they also consider gender?  
 19 **A.** No.  
 20 **MS. CONNELL:** Objection. Vague.  
 21 **Q.** (By Mr. Song) No? Okay. Would they  
 22 consider race?  
 23 **A.** No.  
 24 **Q.** Okay.  
 25 **A.** We're trained not to consider either one

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1 there any kind of a written analysis of where to place an  
 2 employee in a salary range?  
 3 **MS. CONNELL:** Same objections.  
 4 **A.** No.  
 5 **Q.** (By Mr. Song) No?  
 6 **A.** We have our guidelines that talk about  
 7 where to place them in a range.  
 8 **Q.** Okay. And so they have the guidelines.  
 9 And so if -- so I understand the process, the -- the  
 10 direct manager makes the -- makes the decision and places  
 11 the employee in the salary range, him- or herself; is  
 12 that correct? That's the first step?  
 13 **MS. CONNELL:** Objection. Misstates her  
 14 testimony.  
 15 **A.** They -- the manager makes the initial  
 16 recommendation for what -- or they -- they make the  
 17 decision for what base salary they're going to offer  
 18 somebody --  
 19 **Q.** (By Mr. Song) Uh-huh.  
 20 **A.** -- and then it will fall into a range,  
 21 yes.  
 22 **Q.** Okay.  
 23 **A.** But whether they make that decision to  
 24 say, "I want them at this position in the range," I -- I  
 25 couldn't speak to that, but they decide the -- the

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1 compensation that it's going to take to bring that person  
2 to our company.  
3 Q. Okay. But they decide a set number for  
4 the compensation -- base salary, right? Like for  
5 200,000, we'll take as an example?  
6 A. Yes.  
7 Q. Okay.  
8 A. Yes.  
9 Q. And then that's reviewed by the HR  
10 business partner and the compensation consultant?  
11 A. Potentially the compensation consultant,  
12 if HR has engaged them, yes.  
13 Q. Okay. And what did you call it, the  
14 next-level manager?  
15 A. Uh-huh.  
16 Q. Okay.  
17 A. Yes. Again, potentially, it's likely that  
18 the hiring manager already had that conversation about  
19 what they would like to offer with the next-level  
20 manager.  
21 Q. Okay. And does Oracle do -- does  
22 Oracle -- has Oracle ever done a job analysis on its  
23 jobs?  
24 MS. CONNELL: Objection. Beyond the scope  
25 of the PMK topics on which she's been designated to

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1 locations. And then we could -- and then we make sure,  
2 some years we might regrade it and give it a different --  
3 different -- give it a different range.  
4 Q. Okay.  
5 A. But yes, every single year, that's how we  
6 maintain our ranges, is to do an analysis of the market  
7 to make sure that we -- we put that set software  
8 developer 3 in the right broad range that covers that  
9 particular job.  
10 Q. Okay. Is that analysis written?  
11 A. Well, it's a lot of numbers, and they do  
12 stuff in -- I mean, they've done stuff in Excel, and we  
13 now have a vendor that helps us with that. But I  
14 wouldn't say there's any, like --  
15 Q. But there's documentation of the analysis?  
16 A. There's -- I know that we have absolutely,  
17 yes, turned over stuff with numbers in spreadsheets --  
18 Q. Uh-huh.  
19 A. -- for how we look at the data.  
20 Q. Okay.  
21 MS. CONNELL: Counsel, when you get to a  
22 breaking point, we've been going for about an hour and 20  
23 minutes.  
24 MR. SONG: Okay.  
25 MS. CONNELL: Can we take a break?

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1 testify and vague and ambiguous. Calls for a legal  
2 conclusion.  
3 You can ask -- answer, if you know, in  
4 your personal capacity.  
5 A. I -- so job -- I'm not -- job analysis of  
6 the duties of jobs, or job analysis of what range we -- I  
7 don't understand, really --  
8 Q. (By Mr. Song) Yes. For example --  
9 A. -- what you mean by "job analysis."  
10 Q. -- what did we have, a software developer  
11 or something like that, which was in -- like, for  
12 example: Would -- has Oracle ever done a job analysis,  
13 analyzing that job and then what pay range, you know,  
14 should be attributed, what skills they need, et cetera?  
15 MS. CONNELL: Same objections. Beyond the  
16 scope of the PMK topics for which she's been designated  
17 to testify, calls for a legal conclusion, and vague and  
18 ambiguous.  
19 A. So I would say -- I mean, we -- in regards  
20 to the job and determining what range is assigned to that  
21 job, we do that every year.  
22 Q. (By Mr. Song) Okay.  
23 A. We look at -- we -- we look at where the  
24 benchmark -- the benchmark data tells us that the  
25 software developer 3 falls in each of our geographical

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1 MR. SONG: We can take a break now.  
2 MS. CONNELL: Thank you.  
3 THE VIDEOGRAPHER: Going off the record.  
4 Time is 11:37 a.m.  
5 (Recess taken from 11:37 a.m. until  
6 11:49 a.m.)  
7 THE VIDEOGRAPHER: Back on the record.  
8 Time is 11:49 a.m.  
9 Q. (By Mr. Song) Okay. Before the break, we  
10 talked about salary ranges --  
11 A. Uh-huh.  
12 Q. -- and I just had a follow-up question  
13 regarding the salary range.  
14 I also asked you previously if you could  
15 go out -- if a manager can go outside the salary ranges,  
16 and I believe you said yes?  
17 A. Correct.  
18 Q. So does that mean they can go below or  
19 above the salary range?  
20 A. Correct.  
21 MS. CONNELL: Objection.  
22 Q. (By Mr. Song) All right.  
23 MS. CONNELL: Incomplete hypothetical.  
24 Q. (By Mr. Song) And I'm sorry, I forgot.  
25 Do they need to provide any additional

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1 justification if they do go outside the salary range?  
 2 MS. CONNELL: Objection. Asked and  
 3 answered.  
 4 A. There would be justification provided for  
 5 their salary decision in that offer. Again, our ranges  
 6 are intentionally broad and are simply guidelines for  
 7 that job.  
 8 Q. (By Mr. Song) Okay. So there wouldn't be  
 9 anything additional if they went below or above the  
 10 salary range?  
 11 MS. CONNELL: Objection --  
 12 Q. (By Mr. Song) It would be the same  
 13 justification?  
 14 MS. CONNELL: Objection. Compound.  
 15 Incomplete hypothetical and asked and answered.  
 16 A. She -- what do you mean --  
 17 Q. (By Mr. Song) Okay.  
 18 A. -- addition -- so --  
 19 Q. All right. Let's start with a regular  
 20 compensation decision that falls within --  
 21 A. Yes.  
 22 Q. -- the salary range; is there some kind of  
 23 a justification for that decision that has to be written  
 24 by the manager?  
 25 A. There is a "justification" box in which

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1 outside the range?  
 2 MS. CONNELL: Objection. Asked and  
 3 answered. Vague and ambiguous.  
 4 A. They -- I mean, required in order to click  
 5 "submit"?  
 6 Q. (By Mr. Song) Or --  
 7 A. No.  
 8 Q. No?  
 9 A. But --  
 10 Q. Or is -- I'm sorry. Go ahead.  
 11 A. But they do have to -- I mean, their  
 12 next-level is going to ask and the CEO office would ask,  
 13 "This is outside of range, why not?" So it is in their  
 14 best interest to ensure the process goes quickly and  
 15 smoothly to document why they made the decision they  
 16 made.  
 17 Q. Okay. Are there guidelines regarding  
 18 salaries outside the salary range?  
 19 MS. CONNELL: Objection. Vague.  
 20 A. I -- on that particular topic, no. I  
 21 mean, we talk about things to consider and mention that  
 22 the ranges are simply guidelines to help managers make  
 23 decisions. But specific guidelines around going over,  
 24 no.  
 25 Q. (By Mr. Song) Okay.

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1 the manager usually writes down what they considered to  
 2 make their decision.  
 3 Q. And why they're making this decision,  
 4 right?  
 5 A. Correct.  
 6 Q. Okay. And is that a required box to fill?  
 7 A. I -- I'm not positive if it is a required  
 8 box to fill. Most managers do write a little note about  
 9 what they bring to the table and why they decided the pay  
 10 where it is.  
 11 Q. Okay. So now if in the situation where a  
 12 salary fell outside of the salary range, would they have  
 13 an additional requirement to provide more justification,  
 14 or is it just the same justification?  
 15 A. In those cases, generally, they would  
 16 provide a little bit more information around why they  
 17 made the decision to -- if it's really, really high or  
 18 low. I don't -- in my recollection, I haven't seen  
 19 anything low in years and years.  
 20 Q. Uh-huh.  
 21 A. And I would have objected to it if it were  
 22 low. And when it's high, they put in more to say why  
 23 they had to go so high.  
 24 Q. Okay. But they're not required to provide  
 25 additional information or justification for a salary

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1 A. We don't have anything documented.  
 2 Q. And there are -- are there guidelines that  
 3 reviewing managers are supposed to consider when -- when  
 4 reviewing a salary decision?  
 5 A. It would be the same guidelines that any  
 6 manager would consider, but they -- generally, other  
 7 than, maybe, like I said, that next direct line where  
 8 they've likely already had a conversation about it,  
 9 working its way up the approval chain, it's a sanity  
 10 check.  
 11 So I mean, they -- they all -- every level  
 12 knows the general guidelines for it, so I wouldn't say  
 13 it's different.  
 14 Q. Uh-huh. Okay. And are there any  
 15 guidelines for HR business partners in reviewing salary  
 16 decisions?  
 17 A. Again, same guidelines.  
 18 Q. Okay.  
 19 A. It's -- this -- the presentation, the  
 20 Exhibit 7 is titled "Managing Compensation," and the  
 21 audience is for managers and for HR in how to make those  
 22 decisions.  
 23 Q. Okay. And that would be the same for  
 24 compensation consultants as well?  
 25 A. Yes.

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1 Q. Okay. Do employees know what their salary  
2 ranges are?  
3 MS. CONNELL: Objection. Calls for  
4 speculation. Outside the scope of her PMK topics.  
5 A. Our salary ranges are not publicly  
6 published, and employees are instructed -- if asked,  
7 they're instructed to ask their manager. Their manager  
8 is free to share with them what their range is, should  
9 they ask.  
10 Q. (By Mr. Song) Okay. So if an employee  
11 asked their manager for their salary range, they would be  
12 given their salary --  
13 MS. CONNELL: Objection.  
14 Q. (By Mr. Song) -- range?  
15 MS. CONNELL: Incomplete hypothetical and  
16 calls for speculation.  
17 A. I don't -- I can't say a hundred -- with  
18 100 percent certainty every manager would say, "Yes,  
19 here's your range." Generally, that question is asked as  
20 a part of a bigger conversation, and so some managers may  
21 handle it differently. But they certainly are not  
22 prohibited from sharing the range if they were asked.  
23 Q. (By Mr. Song) Okay.  
24 A. The manager is not prohibited.  
25 Q. What about job codes, do the employees

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1 Can you tell us about compa-ratios?  
2 A. Yes. So a compa-ratio is the ratio of the  
3 employee's salary to Oracle's midpoint for the job code  
4 and location that the person is in. So if somebody is  
5 paid at the midpoint of the range, their compa-ratio  
6 would be 1. Someone 6 percent below has a compa-ratio of  
7 .94; similarly, someone 6 percent above would be 1.06 --  
8 or .94 and 1.06.  
9 Q. Okay. And how are compa-ratios used by  
10 Oracle?  
11 MS. CONNELL: Objection. Vague. Calls  
12 for speculation.  
13 A. So I would say, predominantly,  
14 compa-ratios are used to indicate, for managers, for HR,  
15 for compensation, where in the labor market that  
16 particular employee falls.  
17 And it -- because it is a ratio, we can  
18 compare across borders or across geographies to say:  
19 These -- these five employees in five different countries  
20 or even five different cities across the United States,  
21 if they all have a compa-ratio of .97, we can draw the  
22 conclusion that they're paid at approximately 97 percent  
23 of the local labor market for their job.  
24 Q. (By Mr. Song) All right. And can you give  
25 me a specific example of how it's used in a -- let's say

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1 know their job codes?  
2 A. Yes, they do.  
3 Q. Okay. And then I wanted to talk about  
4 specialties and the specialty area on 56234-5.  
5 What are specialties?  
6 MS. CONNELL: Objection. Asked and  
7 answered.  
8 A. The specialty area gets a little bit more  
9 specific into the kind of work performed. For example,  
10 for a developer, the function is product development.  
11 Q. (By Mr. Song) Uh-huh.  
12 A. But what -- the specialty areas under  
13 product development would include software engineering,  
14 software engineering management, technical writer, QA.  
15 There are different kind of specialties under that  
16 product development function.  
17 Q. Okay. And that doesn't have any specific  
18 bearing on compensation, correct?  
19 A. It does not.  
20 Q. Okay. All right. And then if you turn to  
21 page 31 and 32 of this Exhibit -- what is it -- 7?  
22 A. Uh-huh.  
23 Q. And I think you mentioned compa-ratios a  
24 little bit earlier, but we haven't had a chance to talk  
25 about them.

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1 a manager is making a compensation decision for his or  
2 her employee. Do they use or consider the compa-ratio?  
3 MS. CONNELL: Objection. Vague and  
4 ambiguous. Calls for speculation.  
5 A. I don't -- I mean, it -- I can't speak for  
6 all managers, if -- the way that we train managers,  
7 though, in -- say, when they're -- they might look at the  
8 compa-ratio for -- if they're looking at a new hire, they  
9 could look at the compa-ratios of the peers.  
10 Maybe a -- maybe they have a peer doing a  
11 very similar job for -- for a -- you have someone coming  
12 to HQCA, and on the team, maybe they have somebody with  
13 the same background, they're working on the same product  
14 at the same level, who is doing the job in, say, Dallas.  
15 That manager could say, "Oh, this Dallas  
16 person's compa-ratio is .98, so that would be aligning  
17 accurate -- aligning this new peer to that peer group."  
18 Because you wouldn't say, "This person in Dallas is paid  
19 110-, so therefore, I'm going to pay an HQCA 110-."  
20 110- in the HQCA market is entirely  
21 different than 110- in Dallas. So if you have to compare  
22 across geographies, that compa-ratio gives you a better  
23 indication of what the labor market is doing there.  
24 Q. (By Mr. Song) Okay. Do -- the next-level  
25 managers, in reviewing a compensation decision, do they

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1 also consider compa-ratio?  
 2 MS. CONNELL: Objection. Calls for  
 3 speculation.  
 4 A. I don't know.  
 5 Q. (By Mr. Song) Okay. Are there guidelines  
 6 on the use of compa-ratio?  
 7 A. No. I know that, and I'm not sure --  
 8 MS. CONNELL: Other than this one that  
 9 we're looking at that says: "How do we use Compa-Ratio?"  
 10 I'm just kidding.  
 11 A. It's -- so -- I mean, there's -- in one of  
 12 the trainings -- what was that -- was that training --  
 13 the salary range training, I think. There's a -- there's  
 14 something in the exhibits that we just reviewed  
 15 yesterday.  
 16 Q. (By Mr. Song) Uh-huh.  
 17 A. And it talks -- so when we say, you know,  
 18 analyzing for the position and pay and where should  
 19 people -- really, the compa-ratio is the indicator of  
 20 their position and range.  
 21 Q. Okay.  
 22 A. And so there's one slide in one of the  
 23 manage -- the 101 decks that talks about kind of, in  
 24 theory, ideally, where would an employee's pay fall if  
 25 they are -- you know, that's the -- if you're fully

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1 A. But if you're asking if there are policies  
 2 or mandates or anything about how it -- well, I mean,  
 3 it's a good measure.  
 4 Q. Okay.  
 5 A. It's for them to compare people.  
 6 Q. Okay. But -- so these are all your  
 7 compensation guidelines? There aren't guidelines that  
 8 are not written down?  
 9 A. Well, all the other modules that are also  
 10 part of exhibits --  
 11 Q. Uh-huh.  
 12 A. -- those still exist.  
 13 Q. Uh-huh.  
 14 A. And the -- the -- these -- I -- I mean, I  
 15 would think so. I don't think we have anything else that  
 16 speaks specific -- we -- we talk about what compa-ratio  
 17 is and how it can be used in our comp trainings; but any  
 18 other guidelines about compa-ratio, no, it's all included  
 19 in our comp trainings.  
 20 Q. Okay. Because I thought there could be  
 21 guidelines outside of these written materials that Oracle  
 22 uses.  
 23 MS. CONNELL: Objection. Lacks  
 24 foundation. Assumes facts.  
 25 A. Where did that come from?

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1 competent, you're kind of right in the middle. It --  
 2 again, it's -- that's part of our training as  
 3 theoretical; whether it all falls that way, it -- but  
 4 that's part of a training.  
 5 So I would say it gives an idea of,  
 6 depending on how they perform or what they have -- what  
 7 they bring to the table.  
 8 Q. Okay.  
 9 MS. CONNELL: And in all seriousness, for  
 10 the record, I'll insert an objection that the document,  
 11 Exhibit 7, does speak for itself.  
 12 Q. (By Mr. Song) Are there guidelines  
 13 regarding whether managers should use compa-ratios in  
 14 determining their employee salaries?  
 15 MS. CONNELL: Objection. The documents  
 16 speak for themselves. Vague and ambiguous.  
 17 Q. (By Mr. Song) Well, I'm not talking about  
 18 the document. I'm talking about Oracle's --  
 19 A. Well, these are our guidelines.  
 20 Q. Okay.  
 21 A. These documents are our guidelines and  
 22 that, so it -- it says they would use it to benchmark  
 23 peers, to benchmark internationals, and for periodic  
 24 review. So we speak to how to use it and what it means.  
 25 Q. Uh-huh.

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1 Q. (By Mr. Song) Well, I wasn't really --  
 2 that wasn't really a question. That was just kind of a  
 3 statement, but -- okay.  
 4 So -- so you're representing that all of  
 5 Oracle's guide- -- compensation guidelines are -- are  
 6 written, in written form, and there aren't any guidelines  
 7 outside of those?  
 8 A. You asked about compa-ratio guidelines.  
 9 Q. Yes.  
 10 A. And the compa-ratio guidelines are in our  
 11 trainings.  
 12 Q. Okay. So there's no other guidelines  
 13 regarding compa-ratios outside of these written  
 14 trainings; is that correct?  
 15 A. Not to my knowledge.  
 16 Q. Okay. So you -- you've conducted --  
 17 you've conducted some of these compensation trainings,  
 18 right, you mentioned earlier?  
 19 A. Back in, like, the prelawsuit days, yes.  
 20 This particular training --  
 21 Q. Okay.  
 22 A. -- this particular training was conducted  
 23 by the U.S. compensation team.  
 24 Q. Okay. And have you trained on  
 25 compa-ratios?

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1 A. Have I --  
 2 Q. Have you conducted trainings?  
 3 A. -- conducted training? I've conducted  
 4 this kind of training, yes --  
 5 Q. Okay.  
 6 A. -- that talks about how to use compa-ratio  
 7 and what it means.  
 8 Q. Okay. And did you recommend -- well, did  
 9 you recommend that managers use compa-ratios in  
 10 determining salaries for their employees?  
 11 MS. CONNELL: She -- did she personally,  
 12 Kate Waggoner, do you mean? Are --  
 13 MR. SONG: Yes, when she --  
 14 MS. CONNELL: -- you asking her in a --  
 15 MR. SONG: -- when she --  
 16 MS. CONNELL: -- personal capacity?  
 17 MR. SONG: -- did the trainings.  
 18 A. Compa-ratios have always been spoken to as  
 19 a point of reference.  
 20 Q. (By Mr. Song) Okay.  
 21 A. It's not -- there's no --  
 22 Q. Okay. But do you -- but does -- do you --  
 23 did you recommend them -- managers use them for  
 24 compensation determinations?  
 25 MS. CONNELL: Objection. Vague and

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1 employees during -- doing different kinds of work.  
 2 Remember that not everyone has, nor should they have, the  
 3 same. And the right compa-ratio does depend on  
 4 individual experience, skills, contribution, and  
 5 performance.  
 6 So educating managers on what they can get  
 7 out of compa-ratio and what it tells them is part of the  
 8 guidelines. But, you know, whether we say, "You must use  
 9 this," it's always been used as a point of reference and  
 10 just educating them on what they can -- what they can  
 11 glean from that -- that number when they look across  
 12 their team.  
 13 Q. (By Mr. Song) Yeah. It's certainly not  
 14 required. But I was trying to figure out whether it's  
 15 recommended -- because it doesn't even -- it doesn't even  
 16 really recommend the use of them. It just kind of  
 17 explains what they are and how they can be used.  
 18 But -- but I was just trying to find out  
 19 if there was -- if Oracle recommends using compa-ratios  
 20 versus not recommending them or making a  
 21 nonrecommendation?  
 22 A. The recommendation --  
 23 MS. CONNELL: Well, I'll object to the  
 24 characterization of the document, and it speaks for  
 25 itself. And the question itself is asked and answered.

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1 ambiguous. Asked and answered.  
 2 And for the record, you're asking her in  
 3 her personal capacity?  
 4 MR. SONG: Yeah, right now.  
 5 A. I definitely recommended using them as a  
 6 point of reference.  
 7 Q. (By Mr. Song) Okay.  
 8 A. I don't know what -- what else you --  
 9 Q. Okay. That's just what I was trying to --  
 10 A. Yeah.  
 11 Q. -- figure out.  
 12 A. It's like point -- yes, it -- point of  
 13 reference for any manager --  
 14 Q. Okay.  
 15 A. -- a good point of reference to be able to  
 16 compare employees across.  
 17 Q. Okay. So then, similarly, does Oracle  
 18 recommend -- does Oracle's compensation guidelines  
 19 recommend using these compa-ratios to managers?  
 20 MS. CONNELL: Objection. The guidelines,  
 21 as she testified, are in writing and have been produced  
 22 in this case, and they speak for themselves.  
 23 A. So, I mean, if I read -- the -- the slide  
 24 says, this is how you use it, tells how to calculate it,  
 25 and it says: It's helpful when you are managing

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1 A. We -- as I've said, it's a good point of  
 2 reference.  
 3 Q. (By Mr. Song) Okay.  
 4 A. It's not -- you can't say, because  
 5 compa-ratio -- the compa-ratio for somebody may be  
 6 different if they bring something different to the table.  
 7 If they're working on a different product, or if they're  
 8 in a different location, we don't say, "You should use  
 9 compa-ratio." It is a point of reference to compare  
 10 people across.  
 11 Q. And are pay adjustments ever made for low  
 12 compa-ratios?  
 13 MS. CONNELL: Objection. Incomplete  
 14 hypothetical. Calls for speculation.  
 15 A. Yes. I would say managers have used low  
 16 compa-ratio as a justification for submitting for a pay  
 17 increase, yes.  
 18 Q. (By Mr. Song) Okay. How -- do you know  
 19 how many times, that you're aware of?  
 20 A. Oh, goodness. No idea.  
 21 Q. Okay. What does Oracle consider a low  
 22 compa-ratio?  
 23 MS. CONNELL: Objection. Vague and  
 24 ambiguous. Incomplete hypothetical. Assumes facts.  
 25 A. So the difficult thing about making a real

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1 conclusion on what a low compa-ratio would be is that  
 2 our -- as I've testified to before, our ranges are  
 3 incredibly -- are -- are wide.  
 4 **Q.** (By Mr. Song) Uh-huh.  
 5 **A.** And not only that, but our -- the job  
 6 codes are huge buckets. They're -- they're very general,  
 7 high-level groupings, excuse me, of our jobs at Oracle.  
 8 And so somebody may be in a software  
 9 developer 3 -- you know, we might have five people in a  
 10 software developer 3 job code, but those five people  
 11 are -- they work on different products. They are in --  
 12 they bring slightly different things to the table.  
 13 Maybe they're -- maybe they're on the low  
 14 end of the IC-3 qualifications or the high end of the  
 15 IC-3 qualifications, but they're still doing that IC-3  
 16 level type of work but with different -- different  
 17 product focuses or different expertise or maybe someone  
 18 has hot skills.  
 19 So if somebody's working on, say, one of  
 20 our older product, like a [REDACTED] product, that we  
 21 still have customers on it, but we don't spend -- we  
 22 don't have a lot of -- we don't have a lot of need for  
 23 it; there's not a lot of development still going on for  
 24 that; not a high demand for that kind of talent in the  
 25 marketplace.

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1 performer, and having a lower compa-ratio is perfectly  
 2 acceptable because they're not . . .  
 3 So we don't have, like, a number where we  
 4 would say, "If it's at 90, that's too low," or "If it's  
 5 at 95" -- you know, it varies so drastically across our  
 6 jobs.  
 7 **Q.** What if it fell below 50?  
 8 MS. CONNELL: Objection. Incomplete --  
 9 **Q.** (By Mr. Song) A compa-ratio --  
 10 MS. CONNELL: -- hypothetical.  
 11 **Q.** (By Mr. Song) -- below 50?  
 12 **A.** A compa-ratio below 50?  
 13 **Q.** Yeah.  
 14 **A.** Meaning they're paid at half the market?  
 15 That would be --  
 16 **Q.** Yeah.  
 17 **A.** -- well below the range and --  
 18 **Q.** Okay.  
 19 **A.** -- probably pretty alarming.  
 20 We would -- we would -- actually, the  
 21 conclusion that we would make would be -- we, as  
 22 compensation professionals, the conclusion would be, that  
 23 might not be the right job code, because who would really  
 24 work in a job paying them half of what the market  
 25 dictates or what the labor market dictates? That's

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1 So that person's compa-ratio might be 88,  
 2 say 12 percent below the market midpoint for the job.  
 3 **Q.** Uh-huh.  
 4 **A.** But 88 might be perfectly appropriate  
 5 and -- and what's appropriate for -- for the [REDACTED]  
 6 skills, and that is what that -- what the market is  
 7 commanding, is whatever -- you know, if it's 98- or  
 8 whatever, \$98,000 is what the going rate really is for a  
 9 [REDACTED] developer 3.  
 10 **Q.** Uh-huh.  
 11 **A.** Conversely, we would have -- we -- people  
 12 with the -- like our -- the cloud skills or the machine  
 13 learning or AI, those people, the market -- they might  
 14 still be in that same 10530 software developer 3 job  
 15 code, but they're -- they're -- the market commands a lot  
 16 more for them.  
 17 So while they have the same job code and  
 18 this person over here (indicating) is paid \$98,000, this  
 19 machine-learning person might be paid \$130,000, because  
 20 you have to for that particular skill set and what they  
 21 bring to the table.  
 22 So this 88 compa-ratio doesn't -- it -- on  
 23 the surface, it might look low, but based on what they're  
 24 doing, it's appropriate for that particular role.  
 25 Similarly, you might have somebody who is a lower

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1 excessively low.  
 2 **Q.** Okay. If there was a compa-ratio below  
 3 50, what would Oracle do?  
 4 MS. CONNELL: Objection. Incomplete  
 5 hypothetical. Assumes facts. Calls for speculation.  
 6 **A.** We would reach out to, probably, HR and  
 7 the manager to say, "Could we have a look at this person?  
 8 Something doesn't seem right." And in some cases, we  
 9 find it was 50, but it's because they have the -- like,  
 10 maybe the -- or there was something wrong in our  
 11 reporting and the comma was in the wrong place, or maybe  
 12 they're part-time and it didn't -- that didn't work out.  
 13 **Q.** (By Mr. Song) Okay.  
 14 **A.** But that low, most certainly, we would  
 15 kind of look at that and say, "Something -- something  
 16 weird is going on here. Let's look into that person."  
 17 **Q.** Okay. At what point would that kind of a  
 18 review take place? Is it below 50, below 60, below 70?  
 19 MS. CONNELL: Same objections. Incomplete  
 20 hypothetical. Calls for speculation. I think goes  
 21 beyond the scope of the PMK topics that she's been  
 22 designated for.  
 23 **A.** I guess I -- I'm not really sure. It  
 24 would probably raise my eyebrows really if it were, like,  
 25 below [REDACTED] maybe; like if you're [REDACTED] percent behind the

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1 market, I might say, "Something might be up with this  
2 one."  
3 But there isn't really a -- it's kind of a  
4 gut, like when you're just glancing at it, it would kind  
5 of be a gut telling you something might not be quite  
6 right.  
7 **Q.** (By Mr. Song) Are compa-ratios monitored?  
8 **MS. CONNELL:** Objection. Assumes facts.  
9 Vague and ambiguous.  
10 **A.** What do you mean by that?  
11 **Q.** (By Mr. Song) So, for example, the below  
12 50, let's say you had an entire department that was below  
13 50. Would somebody -- is there anybody at Oracle -- or  
14 does Oracle monitor compa-ratios of its employees --  
15 **MS. CONNELL:** Objection --  
16 **Q.** (By Mr. Song) -- to make sure they're not  
17 too high or too low?  
18 **MS. CONNELL:** Objection. Incomplete  
19 hypothetical. Assumes facts. And beyond the scope of  
20 the PMK topics for which she's been designated.  
21 You can answer in your personal capacity,  
22 if you know.  
23 **A.** I -- on the compensation team, it might be  
24 something that HR checks in on every once in a while.  
25 If -- if somebody truly is that low, the managers, they

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1 **Q.** (By Mr. Song) Well, say -- you know,  
2 correct me if I'm -- I'm sure you will -- if I'm wrong,  
3 but I thought you -- I thought you were saying that  
4 there's not a general monitoring or review of  
5 compa-ratios, but that during the focal review, the  
6 managers review the compa-ratios?  
7 **A.** I don't think I mentioned the focal review  
8 just --  
9 **Q.** Oh.  
10 **A.** -- now.  
11 **Q.** Oh, okay. I thought -- I thought -- so  
12 you were just talking about in general --  
13 **A.** So --  
14 **Q.** -- managers would identify them?  
15 **A.** -- in -- yeah, in general, managers --  
16 **Q.** Okay.  
17 **A.** -- have a sense of where -- you know, and  
18 it could be the middle of year. It might have nothing to  
19 do with the focal, but a manager would know, "I've got a  
20 team of horribly underpaid people, and they're going to  
21 raise it to us."  
22 **Q.** Uh-huh.  
23 **A.** The -- what, if -- if -- the focal piece,  
24 so the one point in time when the compensation team  
25 annually reviews our ranges compared to our market

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1 would be pretty loud about it. So HR is going to know  
2 that that -- we have a big problem here.  
3 **Q.** (By Mr. Song) Uh-huh.  
4 **A.** But as far as whether there's a regular  
5 going in and checking, we check the overall compa-ratios  
6 of -- every year when we do that salary survey review,  
7 we're checking what the compa-ratios are in -- in each of  
8 the job codes. And I can't say as I've ever seen  
9 anything that low. I mean, we haven't ever reached an  
10 alarming capacity.  
11 But if there were a team, if there were a  
12 manager who managed a team of people who were all  
13 excessively low, I have no doubt they would bring it to  
14 HR's attention to say, "We need to look into this and do  
15 something about it."  
16 But Oracle overall monitoring, other than  
17 our yearly review of our ranges, where we check what the  
18 compa-ratios are for those job codes, there -- there  
19 isn't a detailed analysis of looking for that kind of  
20 thing.  
21 **Q.** Okay. So the review would come during the  
22 focal review by the managers --  
23 **MS. CONNELL:** Objection. Misstates --  
24 **Q.** (By Mr. Song) -- for the --  
25 **MS. CONNELL:** -- her testimony.

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1 surveys, that's when we get data, we pull in data about  
2 what the compa-ratio -- what the overall compa-ratio is  
3 by job code, and we peek at it at that time.  
4 But an overall review, I wouldn't say is  
5 conducted by Oracle in general.  
6 **Q.** Okay.  
7 **MS. CONNELL:** And again, I'll insert an  
8 objection that this line of questioning is outside the  
9 scope of the PMK topics for which she's been designated.  
10 **Q.** (By Mr. Song) So there's also no  
11 examination of compa-ratios by gender, correct?  
12 **MS. CONNELL:** Same objections. Outside  
13 the scope of the PMK topics.  
14 She can answer in her personal capacity.  
15 It's also vague and ambiguous. Assumes  
16 facts.  
17 **A.** I have not ever done a compa-ratio by  
18 gender analysis before.  
19 **Q.** (By Mr. Song) Okay. And what about by  
20 race?  
21 **MS. CONNELL:** Same objections.  
22 **A.** I have not ever done anything by race.  
23 **Q.** (By Mr. Song) Okay. Do you know if Oracle  
24 has?  
25 **MS. CONNELL:** Calls for speculation. Same

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1 objections. Outside the scope.  
2 **A.** I'm -- I'm familiar with some work  
3 under -- under privilege --  
4 **MS. CONNELL:** Yeah, don't testify --  
5 **THE WITNESS:** Yeah.  
6 **MS. CONNELL:** -- about anything --  
7 **THE WITNESS:** No.  
8 **A.** Under privilege, I'm aware of some work  
9 that's been done under privilege, under the direction of  
10 legal counsel, but I haven't been a part of anything.  
11 **Q.** (By Mr. Song) Okay. And I'm specifically  
12 asking about compa-ratios, a review of compa-ratios based  
13 on gender.  
14 **MS. CONNELL:** Same --  
15 **Q.** (By Mr. Song) Do you know if Oracle has  
16 ever --  
17 **A.** I --  
18 **Q.** -- done that?  
19 **A.** That's what I'm saying, I don't have any  
20 idea what they're reviewing.  
21 **Q.** Okay.  
22 **A.** I am familiar with the -- with some --  
23 under some privileged, under the direction of legal  
24 counsel, to do some compensation analysis. Whether it  
25 includes compa-ratio, I don't know.

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1 **A.** Yeah, I do.  
2 **Q.** Okay. And can you tell us what it is,  
3 very quickly?  
4 **A.** So it just outlines the approval levels  
5 required for various kinds of changes submitted in  
6 Workflow.  
7 **Q.** Okay. And are approvals required for  
8 compensation decisions?  
9 **A.** Well, yes.  
10 **MS. CONNELL:** Objection. Compound,  
11 but . . .  
12 **A.** It -- so on here, the -- when it comes to,  
13 like, the assignment, one of -- about halfway down the  
14 page, the assignment when it comes to some -- like job  
15 change, I think in -- in my capacity here, the job codes  
16 and the job changes would be part of compensation-ish,  
17 and, you can see, it's one level up and then an HR is  
18 required.  
19 But when it comes to any changes in pay,  
20 there's the -- when it -- dollars at the bottom of the  
21 page.  
22 **Q.** (By Mr. Song) Uh-huh.  
23 **A.** All of this -- you'll see some of them --  
24 so base salary increase goes all the way up through the  
25 CEO office. But again, that's a cursory, a sanity

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1 **Q.** Okay. And that would be the same for race  
2 as well?  
3 **A.** Correct.  
4 **Q.** Okay.  
5 **MR. SONG:** Okay. What time is it? I  
6 think I'll have one exhibit, and then maybe we can --  
7 **MS. CONNELL:** Sure.  
8 **MR. SONG:** -- break for lunch.  
9 **THE WITNESS:** Okay.  
10 **Q.** (By Mr. Song) So this is a document that  
11 you've also seen. It is Exhibit 8 from your previous  
12 exhibit [sic].  
13 **MS. CONNELL:** Thank you.  
14 **Q.** (By Mr. Song) I'll just give you a few  
15 minutes to look it over since it's been a while.  
16 **A.** Uh-huh.  
17 **MS. CONNELL:** I believe this was produced  
18 as confidential, so it maintains its confidential  
19 designation.  
20 **MR. SONG:** Sure.  
21 **MS. CONNELL:** I think this Exhibit 7 was,  
22 too, also marked confidential.  
23 **A.** Okay.  
24 **Q.** (By Mr. Song) Okay. Do you recognize this  
25 exhibit?

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1 check --  
2 **Q.** Sanity check?  
3 **A.** -- they're not doing anything real . . .  
4 And then, like, the addition of annual  
5 target variable for the first time, that also goes up to  
6 the very top level. Relocation.  
7 So yeah, there's -- there's things that  
8 are compensation related that -- that go up and it --  
9 this documents what level of final approval is required  
10 in order for it to get processed.  
11 **Q.** Okay. And is this document still current?  
12 **A.** I am not positive on that, simply because  
13 of the accelerated hiring experience.  
14 **Q.** Oh. Well, actually, it would probably be  
15 different then, right? Because this is March of 2017?  
16 **A.** 2017.  
17 **Q.** So that was before the accelerated hiring,  
18 right?  
19 **A.** I -- yes. I -- I think so. So I -- to  
20 what extent this changed for that --  
21 **Q.** Uh-huh.  
22 **A.** -- I'm not positive -- because, like, part  
23 of the accelerated hiring experience, they removed  
24 compensation, for example, from the review. And this one  
25 doesn't have compensation on it anyway.

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1 Q. Okay.  
 2 A. So compensation didn't really --  
 3 Q. Oh.  
 4 A. -- matter. So I'm not -- I can't -- I'm  
 5 not positive how this has changed since accelerated  
 6 hiring.  
 7 I -- I do know that part of the  
 8 accelerated hiring, the -- when Thomas Kurian was here,  
 9 and he left last fall, the -- for product develop- -- for  
 10 his particular organization of product development, he  
 11 was the M-9 level and his -- it stopped at his approval  
 12 for product development. It didn't have to go to this  
 13 M-10.  
 14 Q. All right.  
 15 A. But I -- I'm not -- I'm not positive what  
 16 else may have changed in here since the accelerated  
 17 hiring. That's the one big organization that -- that  
 18 that approval level had changed a little bit, is it --  
 19 Q. All right.  
 20 A. -- stops at Thomas.  
 21 Q. Are you aware of an updated or new version  
 22 of this matrix?  
 23 MS. CONNELL: For the record, we produced  
 24 multiple versions of this matrix in this case.  
 25 MR. SONG: Yeah, I think we have several

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1 speculation.  
 2 A. We've had a matrix similar to this for  
 3 many, many, many years, and I don't know -- I -- if it  
 4 predates me, I'm not sure if it predates me. But the  
 5 person who has historically worked on maintaining it and  
 6 updating it, when necessary, is a woman by the name of  
 7 Kacey Heal. Whether she still does it today, I'm not  
 8 positive. But --  
 9 Q. (By Mr. Song) Which department is she in?  
 10 A. She's in human resources.  
 11 Q. She is?  
 12 A. Uh-huh.  
 13 Q. So most likely, HR -- HR is the one who  
 14 produced this?  
 15 A. Oh, absolutely.  
 16 Q. Okay.  
 17 A. Yes. Yes.  
 18 Q. But you're just not sure --  
 19 A. I'm not --  
 20 Q. -- of the person?  
 21 A. -- sure of the individual.  
 22 Q. Okay.  
 23 A. Yes.  
 24 Q. But it was HR.  
 25 Who has access to this matrix?

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1 versions. I was trying to find out if there's -- if  
 2 there's a later one than this one.  
 3 MS. CONNELL: Calls for speculation.  
 4 A. I'm not sure.  
 5 Q. (By Mr. Song) Okay.  
 6 A. There might be. I don't -- I'm not sure.  
 7 Q. All right. Have you had a chance to  
 8 review the matrix?  
 9 A. I'm -- I mean, I'm -- it's been in  
 10 existence for a long time so I'm somewhat familiar. Do  
 11 you have a specific question?  
 12 Q. Well, I'm wondering if there's any -- if  
 13 there's any corrections or updates to this form that you  
 14 can spot off the top of your head?  
 15 A. I think I already specified one: With  
 16 Thomas's organization, I know that it --  
 17 Q. Yeah.  
 18 A. -- changed.  
 19 Q. Yeah.  
 20 A. I don't -- to my knowledge -- I mean, I  
 21 don't study these, so I don't -- off the top of my head,  
 22 I can't think of what else may have changed since, in the  
 23 last two years.  
 24 Q. Who created this matrix?  
 25 MS. CONNELL: Objection. Calls for

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1 A. I -- all managers, HR. I'm not positive  
 2 if it's accessible to nonmanager employees, but it's --  
 3 the global approval matrix is absolutely accessible  
 4 online to all managers and human resources.  
 5 Q. Okay. And when are -- when are pay  
 6 decisions communicated to employees?  
 7 MS. CONNELL: Objection. Vague.  
 8 Compound. Calls for speculation.  
 9 A. Like the -- like -- so for -- in what --  
 10 what instance are we talking? New hires? Are we  
 11 talking -- what are we talking about?  
 12 Q. (By Mr. Song) Well, does it differ between  
 13 new hires and transfers and laterals?  
 14 MS. CONNELL: Objection. Vague and  
 15 ambiguous. Compound.  
 16 Q. (By Mr. Song) Well, let's -- let's just  
 17 start with new hires.  
 18 A. Yes. So for new hires, I would say -- for  
 19 a new hire, I mean, the manager is going to have to --  
 20 generally, they -- they will put in the offer once they  
 21 already know that the new hire is going to accept it.  
 22 So the way that we have -- have coached  
 23 and trained managers is to have the conversation about,  
 24 "This is what I'm going to put in for your offer. It's  
 25 not binding until it's worked its way all the way up."

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1 So when that communication happens is  
 2 still -- is in those conversations before -- before the  
 3 formal offer goes. And then once the final -- once that  
 4 top-level approval is done, then they can say, "Okay,  
 5 we've got approval. It's going into the system. We got  
 6 you at this base salary."  
 7 So -- and similarly, with transfers as  
 8 well, they would have the conversation to say, "This is  
 9 what we're going to put in for you."  
 10 **Q.** Okay. And the -- the final-level sanity  
 11 check, is that Mr. Ellison or the board?  
 12 **A.** No. That is -- we have a team of three  
 13 who are considered the CEO office of approvers, and they  
 14 are lower-level individual contributors that, again, do  
 15 that sanity check to say, "Does this -- is this -- does  
 16 this look okay?"  
 17 But they're handling thousands every month  
 18 because they do it globally, and it's really just that  
 19 cursory review to say, "Does this -- does everything look  
 20 up to . . ."  
 21 **Q.** Okay. And that's Mr. Ellison, Ms. Catz,  
 22 and is it --  
 23 **A.** Oh, no. They have nothing to do with it.  
 24 There is a team of three low-level individual  
 25 contributors who represent the office of the CEO to

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1 **Q.** And can changes to the salary decision or  
 2 compensation decision be made after that final sanity  
 3 check?  
 4 **MS. CONNELL:** Objection. Incomplete  
 5 hypothetical.  
 6 **A.** No. I mean --  
 7 **Q.** (By Mr. Song) No?  
 8 **A.** I guess, what -- do you mean that they  
 9 would go in and put a different amount in?  
 10 **Q.** Yeah.  
 11 **A.** Or --  
 12 **Q.** Can there be -- or can it be reversed, or  
 13 can changes be made after the final sanity check? Let's  
 14 say, you know, the lower-level manager or somebody else  
 15 says, "Oh, sorry, we made a mistake. Can we still change  
 16 it?"  
 17 **MS. CONNELL:** Objection. Incomplete  
 18 hypothetical.  
 19 **A.** If there's an, "Oh, sorry, I made a  
 20 mistake," by this time, if it's already been processed,  
 21 they --  
 22 **Q.** (By Mr. Song) Uh-huh.  
 23 **A.** I mean, I've never seen anything taken  
 24 away before.  
 25 **Q.** Okay.

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1 make -- to -- to do that final checkbox that it's  
 2 approved after their sanity check.  
 3 **Q.** Who are the three team members?  
 4 **A.** Carolyn Balkenhol; she's mentioned in this  
 5 document, in fact, in the notes on page 10. It says  
 6 Carolyn Balkenhol is in there. Carolyn Balkenhol, and  
 7 then the other two women are Lynn -- I forgot Lynn's last  
 8 name -- and Yvonne Sieber. I forget -- I forget Lynn's  
 9 last name, though.  
 10 But it's three women who monitor that  
 11 in-box that's considered the CEO office of approvers.  
 12 But the -- the CEO and executive, that -- they're proxies  
 13 for them. They -- those guys don't actually see these.  
 14 **Q.** And the CEO office, is that Mr. Ellison's  
 15 office?  
 16 **A.** No. Our CEO, the -- well, now it  
 17 represents all three of them, the CEO office of  
 18 approvers. Our CEOs are Safra Catz and Mark Hurd.  
 19 **Q.** Uh-huh.  
 20 **A.** And then Mr. Ellison is the executive  
 21 chairman and CEO -- or CTO. That's why it says the  
 22 "CEO(s)" with the "s" in the parentheses and "executive  
 23 chairman" and CTO." Those are the three M-10s, but it's  
 24 really, they proxy, they have -- they have proxies that  
 25 act on their behalf.

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1 **A.** But, you know, if they, like a couple  
 2 weeks later, realize something that -- that it didn't  
 3 quite get to the amount that they were -- like there  
 4 could be a subsequent change.  
 5 **Q.** Uh-huh.  
 6 **A.** But changing what was approved in a  
 7 Workflow, that doesn't happen once it's gone --  
 8 **Q.** Okay.  
 9 **A.** -- to that level.  
 10 **Q.** At what level can changes still be made to  
 11 the salary decision? All the way to the CEO office?  
 12 **MS. CONNELL:** Objection. Vague and  
 13 ambiguous. Incomplete hypothetical.  
 14 **A.** I would say -- I mean, technically  
 15 speaking, a request for a change could happen at any  
 16 level. It's pretty rare. I -- it's very rare that stuff  
 17 gets changed. Because there's so much done by the  
 18 front-line manager, with HR and with comp and coming --  
 19 like, they don't -- they don't have any interest in  
 20 delaying this process. They are not interested in  
 21 putting something up for -- for the levels of approval,  
 22 only to have it shot down and come back to them.  
 23 So the -- the thorough review at the  
 24 beginning is intended to make its way and pass all the  
 25 way through. So it's very rare that anything would

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1 change after the manager.  
 2 **Q.** (By Mr. Song) Okay. If -- if somebody at,  
 3 let's say, the -- the next-level manager makes a request  
 4 for a change to a salary decision?  
 5 **A.** Uh-huh.  
 6 **Q.** Does it have to go back to the lower-level  
 7 manager who made the decision, or does it just keep going  
 8 up?  
 9 **A.** No, it goes back.  
 10 **Q.** Okay.  
 11 **A.** So that if the -- if, say, just -- say,  
 12 for example, if my manager, if I submitted something and  
 13 my manager thought I needed to change it, he would return  
 14 for correction.  
 15 And then I would make a change, note the  
 16 change, and then send it back up --  
 17 **Q.** Okay.  
 18 **A.** -- again.  
 19 **Q.** So it has to go back and then all the way  
 20 back up --  
 21 **A.** Yeah.  
 22 **Q.** -- again?  
 23 **A.** Yeah. Or it would be denied and say, "You  
 24 know, start over." They'll -- they could just click  
 25 "Reject" and say, "Will you resubmit that? I didn't like

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1 wish.  
 2 **Q.** But there's no box -- I mean, there's no  
 3 requirement to include comments on why you're rejecting a  
 4 salary decision?  
 5 **A.** Not to my knowledge. I don't believe it's  
 6 required.  
 7 **Q.** Are there guidelines that suggest to do  
 8 that, or . . .  
 9 **A.** Not to my knowledge.  
 10 **Q.** All right.  
 11 MR. SONG: I think that's it. We can --  
 12 THE WITNESS: For now?  
 13 MR. SONG: -- take a break.  
 14 THE WITNESS: Okay.  
 15 MS. CONNELL: Okay. Great. Thank you.  
 16 THE VIDEOGRAPHER: Going off the record.  
 17 Time is 12:32 p.m.  
 18 (Recess taken from 12:32 p.m. until  
 19 1:14 p.m.)  
 20 THE VIDEOGRAPHER: Back on the record.  
 21 Time is 1:14 p.m.  
 22 **Q.** (By Mr. Song) Ms. Waggoner, regarding  
 23 sanity checks --  
 24 **A.** Uh-huh.  
 25 **Q.** -- for the top-level reviews, how do you

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1 what you put in there."  
 2 **Q.** Okay. If they reject, do they have to  
 3 include an explanation of why they're rejecting?  
 4 MS. CONNELL: Objection. Incomplete  
 5 hypothetical.  
 6 **A.** Required? I mean, I don't think -- in  
 7 order to click "Reject," I don't know that anything is  
 8 required.  
 9 **Q.** (By Mr. Song) Uh-huh.  
 10 **A.** I would think that someone would either  
 11 make a phone call or document in there why they did it.  
 12 **Q.** Okay.  
 13 **A.** But "required" in order to reject, I don't  
 14 know. I'm not sure.  
 15 **Q.** So is there a box for --  
 16 **A.** There is --  
 17 **Q.** -- why?  
 18 **A.** -- a box --  
 19 **Q.** Okay.  
 20 **A.** -- for comments. There is a box, yes.  
 21 **Q.** Okay. What about for approvals, do you  
 22 need to explain why you're approving, or . . .  
 23 **A.** There is a box and they -- managers may or  
 24 may not use it. It doesn't always have something in  
 25 there, but there is a box for them to write it if they

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1 know that they're only sanity checks at the top?  
 2 **A.** I have had numerous conversations. I know  
 3 Carolyn fairly well. I've had numerous conversations  
 4 about -- about her and kind of what they're -- what  
 5 they're looking at, what they're looking for.  
 6 I also know that because there's only  
 7 three of them and they handle this responsibility  
 8 globally --  
 9 **Q.** Uh-huh.  
 10 **A.** -- there are thousands that come through.  
 11 So they don't -- there would be no possible way for three  
 12 of them to do any deep digging into what's going on.  
 13 **Q.** Okay. And so did anybody tell you that  
 14 they're just sanity checks?  
 15 **A.** Oh, yes. My -- I mean, Carolyn, when  
 16 we've talked about what it is she's looking at and what  
 17 it is she's going -- she's going through, she and I have  
 18 talked about, before, how this is just making sure  
 19 nothing crazy is going on.  
 20 **Q.** Uh-huh. Okay. And what about at the EVP  
 21 level, those are sanity checks as well?  
 22 **A.** Yes, I believe so.  
 23 **Q.** Okay. All right. And how do you know  
 24 they're only sanity checks there?  
 25 **A.** Also because at this level, people are

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1 pretty far removed from the individuals themselves and  
 2 the -- the data, the actual data.  
 3 Q. Uh-huh.  
 4 A. And because they have a lot -- a lot of  
 5 volume that will come through to them as well and -- they  
 6 simply don't get into that kind of detail when it come --  
 7 they have much bigger strategic and visionary work to do  
 8 than get into the minutiae of an offer.  
 9 Q. Okay. Then did you hear any -- did you  
 10 hear from anybody specific about the EVP level only doing  
 11 sanity checks? So you heard from Carolyn at the CEO  
 12 level.  
 13 A. Uh-huh.  
 14 Q. What about EVP, did anybody tell you that?  
 15 A. No.  
 16 Q. No?  
 17 A. I wouldn't say anybody's told me that --  
 18 Q. Okay.  
 19 A. -- specifically.  
 20 Q. All right. So you're just -- you know,  
 21 you're just basing that on your knowledge of their  
 22 workload, the number of requests they get, et cetera?  
 23 A. Yes.  
 24 MS. CONNELL: Objection.  
 25 A. And --

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1 A. Same answer.  
 2 Q. Okay. All right. And then if you could  
 3 look at Exhibit --  
 4 A. If I could add to that. The other reason  
 5 I know is because it's -- they're almost never changed.  
 6 Like, it -- it almost never gets rejected or -- or  
 7 changed or anything. So it really is -- if this passes  
 8 the sniff test, if this passes sanity, it's good.  
 9 Q. Yeah.  
 10 In your experience, how many have been  
 11 changed at those levels?  
 12 A. At that level?  
 13 Q. Yeah.  
 14 A. I couldn't even begin to guess, but --  
 15 Q. Okay.  
 16 A. -- very small.  
 17 Q. Okay. Like less than five?  
 18 A. Over the span of many, many years? I  
 19 couldn't say a number. I would say well less than  
 20 5 percent over the span of many years.  
 21 Q. Okay. And I wanted to -- I forgot to ask  
 22 you about one page on Exhibit 7, so if you could turn to  
 23 Exhibit 7, page 29.  
 24 MS. CONNELL: You mean Bates Label 29 --  
 25 MR. SONG: Yeah.

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1 Q. (By Mr. Song) Okay.  
 2 A. And conversations with HR -- HR that  
 3 supports them, that kind of -- so not specific  
 4 individual -- like I couldn't name specific individuals,  
 5 but just knowing kind of what that process is.  
 6 Some EVPs, for example, might have one day  
 7 of the week that they look at transactions because they  
 8 just get so many, they -- they dedicate and just do a  
 9 quick sanity check to make sure that nothing is awry.  
 10 Q. All right. What about SVP, senior vice  
 11 president?  
 12 MS. CONNELL: Objection. Vague.  
 13 A. What about them?  
 14 Q. (By Mr. Song) What -- do -- they do sanity  
 15 checks, correct?  
 16 A. I would -- yes, I would say that theirs is  
 17 a sanity check, unless the hire is for someone right  
 18 below them. I mean, it really -- it depends on how far  
 19 down -- if they're the first level after the submission,  
 20 then they --  
 21 Q. Okay.  
 22 A. -- might look at it a little more closely,  
 23 but --  
 24 Q. Okay. And then how do you know those are  
 25 sanity checks at that level?

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1 MS. CONNELL: -- or -- yeah.  
 2 MR. SONG: Yeah. It's 56234-9.  
 3 A. Yes.  
 4 Q. (By Mr. Song) Okay. And do you -- do you  
 5 recognize this slide?  
 6 A. I do. And this is one that I referenced,  
 7 actually, earlier in my testimony.  
 8 Q. Yeah.  
 9 A. This is -- it's just a different --  
 10 little -- slightly different format, but it is just  
 11 reproduced from what was in the comp 101 training.  
 12 Q. Yeah, and I wanted to ask you about this.  
 13 So I wanted to turn back to this.  
 14 Can you explain -- can you tell us what  
 15 this is and explain how it's used?  
 16 A. So, again, this is a -- this is a  
 17 theoretical way to apply ranges.  
 18 Q. Sure.  
 19 A. It doesn't necessarily always work exactly  
 20 according to theory.  
 21 Q. Uh-huh.  
 22 A. But ideally, someone who comes in fully  
 23 experienced, competent, ready to perform for a job, we  
 24 would expect would be paid right around the midpoint for  
 25 that job. Somebody who's still learning their role,

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1 maybe they're not contributing at quite the right  
2 standard, they might be lower in the range.  
3 And that's why when I was saying you can't  
4 make any determination about what the right compa-ratio  
5 would be for somebody, because there are factors involved  
6 in -- in why they may be positioned a certain way in the  
7 range.  
8 And then similarly, the higher quartiles,  
9 if their contribution is exceptionally high or they're  
10 ready for promotion, they might be higher in that range  
11 because they're ready to go to the next step, and the  
12 next range would be higher.  
13 Q. Okay. And when it says -- next to  
14 "Market," it says, "External equity"?  
15 A. Uh-huh.  
16 Q. And what's that?  
17 A. So those are our salary surveys.  
18 Q. Like from Radford and --  
19 A. Yeah.  
20 Q. Oh, it's -- okay.  
21 A. Yeah.  
22 Q. And then what about next to "Peers," it  
23 says, "Internal equity"?  
24 A. Uh-huh.  
25 Q. What does that mean?

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1 MS. CONNELL: Objection. Asked and  
2 answered.  
3 Q. (By Mr. Song) Well, for the compa-ratios.  
4 But for the salary ranges, what would you  
5 consider low?  
6 A. On this --  
7 MS. CONNELL: Objection --  
8 A. -- specific page?  
9 Q. (By Mr. Song) Yes.  
10 MS. CONNELL: Objection. Assumes facts.  
11 Incomplete hypothetical.  
12 A. Like, what base salary would I look at and  
13 say, "That's pretty low for that"?  
14 Q. (By Mr. Song) Yeah, yeah, like for --  
15 exactly. Like if they would fall in that third quartile,  
16 second quartile, first quartile?  
17 A. Well --  
18 MS. CONNELL: Same objections.  
19 A. I think -- I mean, I think my first -- my  
20 first reaction to it would -- if I saw somebody, say, at  
21 37,000, just right above the minimum --  
22 Q. (By Mr. Song) Uh-huh.  
23 A. -- my first reaction might be: Are they  
24 brand-new to the job, did they just get here, or did they  
25 just -- did they just earn this job code? Are they --

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1 A. So the internal -- the people on the team  
2 who perform the same role, working on the same products,  
3 exact same responsibilities, at the same level, in the  
4 same location.  
5 Q. Okay. And would that be under the same  
6 manager, all the --  
7 A. Typically.  
8 Q. All the peers? Okay.  
9 A. It could get a little broader than that.  
10 I mean, it -- it could get a little broader; if there's  
11 only one or two, we might say, "Let's move up so we have  
12 a little bigger sample size," but it's under specific  
13 team.  
14 Q. Okay. And salaries could be allocated  
15 either below or above this range, right?  
16 MS. CONNELL: Objection. Asked and  
17 answered.  
18 A. Yes, we've established there could be  
19 people below or above range.  
20 Q. (By Mr. Song) Okay. And what would you  
21 consider to be -- what would you consider to be low, like  
22 on this salary range?  
23 A. I think we --  
24 MS. CONNELL: Objection --  
25 A. -- already talked about that.

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1 maybe they're on -- maybe they're on a PIP, a performance  
2 improvement plan, and maybe that -- maybe it's okay.  
3 Maybe there's not a concern there because they have some  
4 work to do.  
5 So, I mean, what I would consider low,  
6 first quartile -- lower in the first quartile, maybe  
7 still in the 30s, we would say that that's pretty low in  
8 the range --  
9 Q. Uh-huh.  
10 A. -- on this -- on this particular range, if  
11 we're saying 36 to 63. But again, there could be very  
12 valid reasons for why they're paid there.  
13 Q. Okay. And would -- and would salaries in  
14 the second quartile be of concern?  
15 MS. CONNELL: Objection. Assumes facts.  
16 Vague and ambiguous.  
17 A. It depends. They could be of a concern.  
18 If we have somebody who's a rock star performer and  
19 hasn't gotten an increase in a couple of years for, you  
20 know -- who knows what reason -- but and/or if they're --  
21 they've got great skills and we're at risk of losing  
22 them, then yeah, a second quartile would be concerning  
23 for someone who could go anywhere and command a lot more.  
24 So it depends.  
25 Q. (By Mr. Song) Okay. If an employee fell

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1 or -- if an employee fell in that first quartile, would  
2 that -- would a manager or somebody else at Oracle  
3 institute a review of why they're in the first quartile?  
4 MS. CONNELL: Objection. Incomplete  
5 hypothetical. Beyond the scope of the PMK topics for  
6 which she's been designated. Assumes facts, and vague  
7 and ambiguous.  
8 A. It depends. I mean, not -- not  
9 necessarily. It doesn't automatically mean just because  
10 you're in the first quartile, your manager will review  
11 your situation.  
12 Q. (By Mr. Song) Okay. And do your  
13 guidelines provide that managers should use these salary  
14 ranges in setting salaries?  
15 MS. CONNELL: Objection. The guidelines  
16 speak for themselves.  
17 A. I mean, it's part of the training that  
18 says, this is -- this is to get in your mind, kind of in  
19 theory, where people would fall. But, you know, how they  
20 apply that to their own decision-making, I couldn't speak  
21 to each manager.  
22 Q. (By Mr. Song) Okay. But as far as Oracle  
23 is concerned, they are recommending these salary ranges  
24 be used by managers?  
25 MS. CONNELL: Same objection. The

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1 A. So it factors into the pay for the  
2 individual. It does not factor in for the salary range  
3 piece, the range that we assign internally at Oracle. As  
4 I said, our ranges are intentionally broad to account for  
5 things such as product and location and that.  
6 And I believe I went over an example  
7 earlier where a product would impact. Say, for example,  
8 somebody has an older skill that is not as highly  
9 commanded in the market and like -- like the JD Edwards,  
10 product development of the JD Edwards product or  
11 maintaining the JD Edwards product. That's just not a  
12 hot product anymore, and so the market is not dictating  
13 that we must pay them in the fourth quartile.  
14 Conversely, we've got the hot skills of,  
15 like, machine learning or artificial intelligence or some  
16 areas of -- of cloud, where the market is incredibly hot,  
17 there isn't as much talent out there for it, and a lot of  
18 us high-tech companies are competing for that talent.  
19 So therefore, their knowledge of that  
20 particular product and that particular technology would  
21 warrant them higher in the range.  
22 Q. Okay. And recommending a salary for an  
23 employee who's working on, say, a hot -- a hot product?  
24 A. Uh-huh.  
25 Q. Do they have to justify that in writing

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1 documents speaks for themselves.  
2 A. Yeah.  
3 Q. (By Mr. Song) Yeah.  
4 A. Salary ranges should be used by  
5 managers --  
6 Q. Okay.  
7 A. -- to make decisions.  
8 Q. Okay. But they're not required to be  
9 used?  
10 MS. CONNELL: Objection. Asked and  
11 answered, and the documents speak for them- --  
12 A. Salary ranges are guidelines --  
13 Q. (By Mr. Song) Yeah.  
14 A. -- as I've said before, and they're meant  
15 to guide decisions that they make regarding salaries.  
16 But as I mentioned, you're not required to have it within  
17 the range, and where you place them in the range is based  
18 on a variety of factors.  
19 Q. Okay. Does product factor into pay?  
20 A. Product --  
21 Q. Like the product that the employee works  
22 on?  
23 A. Absolutely.  
24 Q. Okay. And how -- how does it factor into  
25 pay?

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1 anywhere?  
2 MS. CONNELL: Objection. Asked and  
3 answered.  
4 A. Generally, in the offer, if it's going to  
5 be high in the range -- or -- and really anywhere in the  
6 range, the manager does give a little blurb about what it  
7 is they bring to the table and what they might -- and  
8 their reason for putting the salary where it is.  
9 Not required, but in general --  
10 Q. Okay.  
11 A. -- like I said, they don't -- they're not  
12 interested in sending something up that isn't going to  
13 get approved, so they will -- they will document their  
14 reasons behind the decision to expedite the process of  
15 approval.  
16 Q. (By Mr. Song) Okay. And is there  
17 something in the guidelines about how to consider product  
18 in making a pay decision?  
19 MS. CONNELL: Objection. The documents  
20 speak for themselves.  
21 A. Off the top of my head, I don't know if we  
22 specifically say "product" in the guidelines.  
23 We talk about how the ranges are broad to  
24 allow managers to account for difference in experience,  
25 skills, competencies, and performance of the candidates

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1 and incumbents. And so I would say what they bring to  
 2 that product would be their -- some of their skills and  
 3 competencies would be relevant to what it is they're  
 4 going to work on because the -- you -- likely, we would  
 5 be looking for machine learning skills in order to  
 6 perform the machine learning roles here.  
 7 So I think it kind of is baked into that,  
 8 but a specific product name or specific product, we don't  
 9 call that out as something different here.  
 10 Q. (By Mr. Song) Okay. Because, yeah, I  
 11 didn't see anything in here specifically about how to  
 12 factor into -- factor in product into pay.  
 13 But I wanted to know if you knew of  
 14 anything specific?  
 15 A. Yeah. I don't believe we mention product,  
 16 but what they can -- in order to get hired into a  
 17 product, your skills and experience and competencies  
 18 would be part of that experience.  
 19 Q. Okay.  
 20 A. Or would be part of that, kind of how you  
 21 can contribute to that product.  
 22 Q. So that's more of an unwritten guideline  
 23 or guidance?  
 24 MS. CONNELL: Objection. Misstates her  
 25 testimony.

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1 what helps to make their decision on where to position  
 2 their pay.  
 3 Q. (By Mr. Song) All right. I think you  
 4 mentioned compensation committee earlier today?  
 5 A. Yeah.  
 6 Q. Yeah. Can you --  
 7 A. That's duties.  
 8 Q. Yeah. Can you tell me about the  
 9 compensation committee?  
 10 A. So --  
 11 MS. CONNELL: Objection. Vague.  
 12 A. -- the compensation committee that I was  
 13 referring to before is the compensation committee of the  
 14 board of directors, and they oversee executive  
 15 compensation matters at Oracle.  
 16 Q. (By Mr. Song) And that would be from SVP  
 17 on up, or --  
 18 A. EVP on up.  
 19 Q. EVP on up. Okay.  
 20 And how many members are there of the  
 21 committee?  
 22 MS. CONNELL: Just object as this line of  
 23 questioning being beyond the scope of the topics on which  
 24 she's been designated to testify.  
 25 But you can answer in your personal

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1 A. It's -- it's known that certain --  
 2 depending on the product you're working on, your skills  
 3 and experience and competencies will be different, and so  
 4 what you bring to the table and what -- what you're going  
 5 to be working on here is what factors in.  
 6 Q. (By Mr. Song) Okay. Yeah. I think I  
 7 understand that.  
 8 But I'm just trying to get to the  
 9 guidance, of whether there is specific guidance on how to  
 10 do that or how to factor into, you know, a pay decision  
 11 what the product is?  
 12 MS. CONNELL: Objection. Asked and  
 13 answered.  
 14 Q. (By Mr. Song) So it doesn't sound like  
 15 there's anything written --  
 16 A. You know --  
 17 Q. -- in the guidelines?  
 18 A. -- as I said --  
 19 MS. CONNELL: Objection. Asked and  
 20 answered. The documents speak for themselves, and  
 21 mischaracterizes her testimony.  
 22 A. It doesn't say the word "product," but the  
 23 experience and the skills and the competencies that  
 24 people bring is what makes them qualified to work on a  
 25 certain product. Therefore, it can all be encompassed in

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1 capacity.  
 2 A. I believe there are four independent  
 3 committee members --  
 4 Q. (By Mr. Song) Okay.  
 5 A. -- from the board of directors.  
 6 Q. Okay. Do you know who they currently are?  
 7 A. I don't have the names off the top of my  
 8 head.  
 9 Q. Okay.  
 10 A. I know George Conrades and Naomi Seligman  
 11 and Lou Pinella are three of them. I think there's a  
 12 fourth, but I don't remember.  
 13 Q. And other than overseeing executive  
 14 compensation, do they have other roles and  
 15 responsibilities?  
 16 A. No, not to my knowledge -- I mean, not on  
 17 that committee. That committee is specifically EVPs and  
 18 above.  
 19 Q. Okay. And are they compensated?  
 20 MS. CONNELL: Objection. Beyond the scope  
 21 of the topics on which she's been designated.  
 22 A. Yeah, they're compensated as directors of  
 23 Oracle.  
 24 Q. (By Mr. Song) Okay. I'm going to show you  
 25 my next exhibit.

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1 Okay. This exhibit has been previously  
 2 marked as 84.  
 3 MS. CONNELL: Thank you.  
 4 MR. SONG: Oh, thanks.  
 5 MS. CONNELL: Just for the record, I'll  
 6 designate this as -- I think it was marked confidential,  
 7 so it should retain that designation.  
 8 THE WITNESS: Yeah.  
 9 MR. SONG: Okay.  
 10 MS. CONNELL: And also for the record,  
 11 this appears to just be snippets.  
 12 THE WITNESS: Screenshots.  
 13 MR. SONG: Yes.  
 14 MS. CONNELL: Screenshots of -- so it's an  
 15 incomplete -- no, it looks like it's multiple screenshots  
 16 of a video.  
 17 MR. SONG: Yes. That's correct.  
 18 MS. CONNELL: It's not the complete video.  
 19 So I'll object that it's an incomplete  
 20 exhibit.  
 21 MR. SONG: Yeah. They're -- they're  
 22 screenshots of a video, that's correct.  
 23 Q. (By Mr. Song) Do you recognize any of  
 24 these screenshots?  
 25 A. Well, I mean, I recognize them as part of

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1 person, prorated based on their eligibility for the  
 2 period. If they were -- for example, if our -- if they  
 3 were only eligible for six months of the period, that  
 4 focal eligible salary would be one-half of their actual  
 5 annual salary because they're eligible for only six  
 6 months.  
 7 Q. Okay. And then what about the "Focal base  
 8 amount increase"?  
 9 A. That would be the base salary increase  
 10 in -- I can't tell if this was turned on to U.S. dollars  
 11 or not, but it would be the -- the amount of increase  
 12 that they're -- the manager has input to give to that  
 13 person.  
 14 Q. And is "Focal" just returning to --  
 15 referring to the focal review?  
 16 A. Yes.  
 17 Q. Okay.  
 18 A. It's like the -- that's the use -- word we  
 19 use for merit, our merit increase cycle.  
 20 Q. Okay. And -- and then towards the end of  
 21 those columns, that includes the compa-ratio that we  
 22 previously spoke about?  
 23 A. Yeah.  
 24 Q. Okay. And it has the quartile.  
 25 And then towards the end of that, it's a

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1 our workforce compensation tool.  
 2 Q. Okay. And can you tell us about your  
 3 workforce compensation tool?  
 4 MS. CONNELL: Objection. Vague.  
 5 A. It's the tool that we use to -- when I  
 6 spoke at the beginning about how my team administers our  
 7 annual programs --  
 8 Q. (By Mr. Song) Uh-huh.  
 9 A. -- it's the tool that we used for managers  
 10 to go in and input either base salary increases or  
 11 bonuses or equity grants.  
 12 Q. Uh-huh. Okay. And this would be used  
 13 by -- this is the type of tool that would be -- or this  
 14 is the tool that would be used by a manager?  
 15 A. Correct.  
 16 Q. Okay. And can we go over some of the  
 17 fields that are included next to "Employee Name"?  
 18 A. Sure.  
 19 Q. So obviously some of these are  
 20 self-explanatory, but next to -- let's see, "Current  
 21 focal eligible salary"?  
 22 A. Yeah.  
 23 Q. "Focal base amount increase."  
 24 Can you tell us what those are?  
 25 A. That would be the eligible salary for that

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1 little bit cut off, but there's, it looks like, "Salary  
 2 minimum"?  
 3 A. "Salary range minimum," yes.  
 4 Q. Yeah.  
 5 A. If you look to the next page, it --  
 6 Q. Yeah.  
 7 A. -- goes into the salary range, the "New  
 8 salary range," and then the "Current salary range."  
 9 Q. Okay. So is this an example of how they  
 10 would do an increase or a raise for an employee so that  
 11 they would have the old salary range and then the new  
 12 salary range that they want to give them an increase to?  
 13 MS. CONNELL: Objection. Incomplete  
 14 hypothetical.  
 15 A. This is an example of what a manager would  
 16 see, yes, and the only reason the new salary range would  
 17 get populated is if they entered a job change for  
 18 somebody.  
 19 So the salary range doesn't change just  
 20 because you entered a raise, but if you entered for a job  
 21 change, then the new salary range would be populated.  
 22 Q. (By Mr. Song) Okay.  
 23 A. And also, I'd like to add, this is all  
 24 dummy data.  
 25 Q. Yes.

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1       **A.** So you see these two below -- like, we  
2 don't have anybody who only makes \$1,000 a year. That's  
3 not real. So . . .  
4       **Q.** Okay. That's good to know.  
5       And this also includes --  
6       MS. CONNELL: Sorry.  
7       **A.** Yeah.  
8       MS. CONNELL: Certainly not these people.  
9       **A.** Certainly not those people, yes.  
10       MR. SONG: Oh, okay.  
11       **Q.** (By Mr. Song) Oh, yeah, there's Thomas  
12 Kurian.  
13       **A.** Yeah, and our chairman of the board.  
14       **Q.** And this also includes "Bonus amount," so  
15 bonus would usually be included here as well?  
16       **A.** In this particular cycle, we combined the  
17 focal and the bonus together out in one. It's not always  
18 that way.  
19       **Q.** Okay.  
20       **A.** But in this particular process -- this was  
21 from 2017, effective January 2018, but completed in the  
22 2017 time frame -- we combined the annual focal and the  
23 bonus together. So that is why you see the "Bonus  
24 amount" on there as well, so the manager can see the  
25 entire compensation picture, the cash picture all in one

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1       **A.** So yeah. We --  
2       **Q.** -- or what it is?  
3       **A.** I mean, it -- it's very similar.  
4       **Q.** Okay.  
5       **A.** Similar to what's already -- all the  
6 manager trainings because it's -- these are the things  
7 you would consider.  
8       **Q.** Okay.  
9       **A.** But yes, there are some trainings and  
10 guidelines for when we kick off a procedure, a process.  
11 We say, "Okay, here's the timeline. Here's when you  
12 should get things done and keep these things in mind."  
13 But yeah, it's very similar to what already is -- already  
14 we've reviewed.  
15       **Q.** Okay. Are there any specific guidelines  
16 regarding focal reviews?  
17       MS. CONNELL: Just to say -- insert an  
18 objection that the guidelines have been produced in this  
19 case and they speak for themselves.  
20       **A.** I'm trying to think if there's anything.  
21 I don't think there's anything specific or different for  
22 focal than any other time as far as making decisions  
23 about pay.  
24       **Q.** (By Mr. Song) Okay. And do these happen  
25 at the same time every year?

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1 plan.  
2       **Q.** Okay. And then what about stock options,  
3 they wouldn't be included on here?  
4       **A.** They were not part of this plan.  
5       **Q.** Oh, okay. And then while we're on -- on  
6 the subject of focal reviews, can you tell us a little  
7 bit about the focal reviews?  
8       MS. CONNELL: Objection. Vague.  
9       **A.** What about them?  
10       **Q.** (By Mr. Song) What are they?  
11       **A.** It's the one time that we review all  
12 employees for potential base salary increases or job  
13 changes, promotions. It's -- focal is just, it refers to  
14 a focal one point in time, instead of -- some companies  
15 might do anniversary reviews. We do it one point in  
16 time.  
17       **Q.** Okay. And are there guidelines regarding  
18 the focal review?  
19       MS. CONNELL: Objection. Vague.  
20       **A.** Guidelines? What --  
21       **Q.** (By Mr. Song) Well, you have guidelines on  
22 salary range, compa-ratio?  
23       **A.** Uh-huh.  
24       **Q.** Is there -- are there any instructions or  
25 any guidance on how to do a focal review --

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1       **A.** No.  
2       **Q.** No?  
3       **A.** No.  
4       **Q.** When --  
5       **A.** It varies.  
6       **Q.** Okay. And how is it decided what time  
7 they're going to happen?  
8       **A.** It has to do with business conditions and  
9 budget and when we can afford to do it.  
10       **Q.** Okay. But it is annual?  
11       **A.** Not necessarily.  
12       **Q.** Okay. So what's the -- is it typically  
13 annual?  
14       **A.** No.  
15       **Q.** No?  
16       **A.** It's not.  
17       **Q.** Okay.  
18       **A.** It's not.  
19       **Q.** Then what's the average kind of time frame  
20 of when you guys do focals?  
21       MS. CONNELL: Objection. Assumes facts  
22 and vague.  
23       **A.** I would say in the 14 to 18 months, maybe.  
24 We've had a lot of different effective dates in the time  
25 that I have been here, and we have had other years where

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1 we have not had anything at all.  
 2 **Q.** (By Mr. Song) Okay. And then who decides  
 3 when to have them?  
 4 **A.** Our CEOs.  
 5 **Q.** And do you know how they decide?  
 6 **A.** It has to do with business conditions and  
 7 what we can afford at the time.  
 8 **Q.** Just those -- just those two things?  
 9 Like --  
 10 **A.** I don't know what else goes into their  
 11 head.  
 12 **Q.** Okay.  
 13 **A.** But that's what --  
 14 **Q.** Okay.  
 15 **A.** They are looking at Oracle globally and  
 16 what is in the best interest of the company.  
 17 **Q.** Okay. So once they decide they're going  
 18 to have a -- Oracle's going to have a focal review, what  
 19 do they do next? How do they implement it or how do they  
 20 get it done?  
 21 **A.** They let me know that we're going to do  
 22 it, and we -- we actually are -- we propose to them  
 23 country budgets, to say: Around the world, this is what  
 24 the budget should be per country, as a percentage of  
 25 eligible salaries.

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1 to some of their client groups. My team does not  
 2 personally do that training, but there is training that  
 3 exists.  
 4 **A.** And -- and we also post training online,  
 5 on a website for managers to access, and we have links to  
 6 that training to say: Here -- here's training on how to  
 7 use workforce compensation and -- and guidelines for this  
 8 process.  
 9 **Q.** And then it's left to the managers to  
 10 actually conduct the focal reviews?  
 11 **A.** Yes. The managers input their  
 12 recommendations.  
 13 **Q.** Okay.  
 14 **A.** For the increases, the managers put those  
 15 in.  
 16 **Q.** And that's when those reviews that go up  
 17 the chain of command -- we talked about earlier --  
 18 happen, right?  
 19 **A.** This -- in this particular -- in -- for  
 20 focal, so the up-the-chain-of-command thing, that's  
 21 for -- more for new hires, for individual Workflows. For  
 22 this particular process, it -- it can go up the chain of  
 23 command.  
 24 **Q.** Uh-huh.  
 25 **A.** And, like, a third- or fourth-level

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1 **A.** And then we give them the ballpark overall  
 2 expense that that would mean, and if they give us the  
 3 go-ahead to run a program, we start setting up our  
 4 workforce compensation program, and we put together a  
 5 timeline and start the communication with leadership.  
 6 **Q.** Okay. And then how do you communicate  
 7 that -- communicate the focal reviews to managers?  
 8 **A.** Most recently, our -- Joyce Westerdahl,  
 9 our EVP of HR, sent out a note to the top-line  
 10 leadership, the CEO and CTO directs, to say: This is  
 11 coming. It's going to be happening, and your -- your  
 12 managers will get some information.  
 13 **A.** And then my team communicates directly to  
 14 the HR leadership, the line HR leadership, and then they  
 15 are responsible for how they let each of their -- the  
 16 leaders they support know that it's happening.  
 17 **Q.** Okay.  
 18 **A.** So it gets cascaded.  
 19 **Q.** Cascaded down?  
 20 **A.** Yeah.  
 21 **Q.** And do you do trainings on how to conduct  
 22 focal reviews?  
 23 **A.** We have trainings on how to use the tool,  
 24 like these hints and tips and -- and then there's some of  
 25 the just general manager training that HR might deliver

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1 manager can see everything that's been entered for their  
 2 lower-level managers, but it does not require that every  
 3 single level click "Approve, Approve, Approve, Approve."  
 4 It doesn't -- it doesn't really work quite the same way.  
 5 **Q.** Okay. And -- but there's still the sanity  
 6 checks at the top for -- for these focal review  
 7 approvals?  
 8 **A.** At the very top, the -- it's more, it --  
 9 the -- they confirm that everybody stayed within the  
 10 budget they were given.  
 11 **A.** So at the end of a program, I present a  
 12 summary to our CEOs and CT- -- executive vice -- or  
 13 executive chairman and CTO that shows: This was their  
 14 eligible head count, this is who -- this is how many got  
 15 a raise, this was their budget, and this was their spend.  
 16 **A.** And as long as everybody stayed within the  
 17 budget they were given, we get the green light to post,  
 18 to process them.  
 19 **Q.** Okay. For new hires, you -- you mentioned  
 20 that there were -- there was the next-level manager, the  
 21 compensation -- the compensation consultant, and the HR  
 22 business manager who would do a little bit more of a  
 23 substantive review of the pay decision.  
 24 **A.** Is that -- is that true here as well for  
 25 the focal review process?

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1           **A.** For the -- so I believe -- I believe  
2 more -- what I testified to that was that the -- the  
3 managers might consult with their business partners, and  
4 they would have a conversation about what makes sense for  
5 that new hire offer. And if necessary, HR might engage  
6 comp if they would like some help. Comp was --  
7 compensation consultant was not always involved with  
8 those decisions.  
9           With a -- when we have a focal program  
10 open, the manager may or may not engage with HR. HR may  
11 or may not engage with comp.  
12           But they -- but HR and compensation do  
13 look at the worksheets and run downloads of the  
14 worksheets to do some sanity checks to make sure, you  
15 know, we -- we might have a case where somebody  
16 accidentally -- actually, what happen -- what tends to  
17 happen, and I mentioned it here, there is a currency  
18 switcher.  
19           And so sometimes managers think they're  
20 entering all their recommendations in as -- as U.S.  
21 dollars, but then when HR goes in to run kind of a -- to  
22 run a -- just a spot-check of what's going on and what's  
23 been entered and how much progress has been made --  
24           **Q.** Uh-huh.  
25           **A.** -- HR discovers that they put in -- say

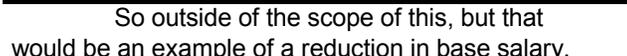
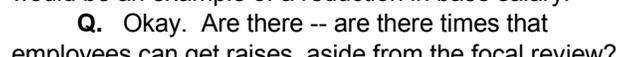
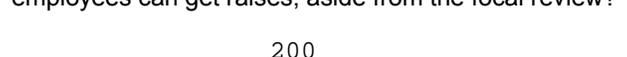
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1 the budget is there to give -- to give money for that  
2 promotion, to progress people within the range that  
3 they're already in.  
4           Those are the reasons that I would say --  
5 say that we go forward with focal.  
6           **Q.** (By Mr. Song) Okay. Do employees always  
7 receive raises during focal review?  
8           **A.** No, not everybody will receive a raise  
9 during focal.  
10           **Q.** Do some -- some employees get salary  
11 reductions?  
12           **A.** I have not ever seen a salary reduction  
13 during a focal.  
14           **Q.** Okay. But there's just some employees  
15 that may not get a raise?  
16           **A.** They may not get something, yes.  
17           **Q.** Okay. And is this the -- kind of the  
18 primary time when Oracle grants raises or gives raises to  
19 its employees?  
20           **A.** It is. It is --  
21           **Q.** Okay.  
22           **A.** -- the primary time.  
23           **Q.** Okay.  
24           **A.** It happens throughout the year sometimes,  
25 too, but it is the primary time.

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1 they put in for 10,000 and their intention was \$10,000,  
2 but it actually was only -- they were on the local  
3 currency page, so 10- -- it was 10,000 rupees, which  
4 comes to like a dollar.  
5           And so just those kinds of -- they go in  
6 and check to make sure that what they're -- what is being  
7 inputted is -- and they'll follow up then with the  
8 manager to say, "I don't think you meant to do this."  
9           So they'll do a little bit of spot checks  
10 on it, but it's not -- I wouldn't say there are real  
11 in-depth analyses on things, but they are available to  
12 consult with the manager, should the manager need to have  
13 some conversation around . . .  
14           **Q.** And what would you say is the primary  
15 purpose of the focal review?  
16           MS. CONNELL: Objection. Assumes facts.  
17 Calls for speculation.  
18           **A.** We say that our primary purpose, it's to  
19 keep up with local markets. We have to -- the market  
20 moves every single year in every single country, and CPI  
21 is a big deal in our employees' buying power.  
22           So to be able to keep up with market  
23 movement, to be able to -- to give raises to people if  
24 they have moved into a higher-level role or -- or are  
25 going to be taking on, say, a management role to be --

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1           **Q.** And it's usually all at the same time?  
2           **A.** Yeah, our -- I mean, we run one globally  
3 every 14 to 18, 20 --  
4           **Q.** Sure.  
5           **A.** -- whatever, but, yes, there is --  
6           **Q.** When the CEOs decide?  
7           **A.** -- there is one focal time, yeah.  
8           **Q.** Okay.  
9           **A.** And I will -- let me correct on the  
10 reduction.  
11           **Q.** Okay.  
12           **A.** I have seen reductions, but it's not in  
13 the product development, support, or IT areas.  
14           If we have somebody in sales, for example,  
15 who's going to a highly leveraged plan --  
16           **Q.** Sure.  
17           **A.** -- they might go from -- maybe their  
18   
19   
20   
21   
22           So outside of the scope of this, but that  
23 would be an example of a reduction in base salary.  
24           **Q.** Okay. Are there -- are there times that  
25 employees can get raises, aside from the focal review?

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1           **A.** So a manager could submit for a raise,  
2 really, at any time. We call it an off-cycle, and it  
3 could be for -- anytime during the year. They just have  
4 to put together their justification and the Workflow.  
5           **Q.** Okay. And the -- and the individual  
6 manager, they just take that on themselves? It's not at  
7 the urging of anybody or anything else?  
8           **MS. CONNELL:** Objection. Incomplete  
9 hypothetical. Calls for speculation.  
10          **A.** I wouldn't say it's at the urging of -- I  
11 mean, it might be at the urging of the employee.  
12          **Q.** (By Mr. Song) Okay.  
13          **A.** The employee may come to have a  
14 conversation about --  
15          **Q.** Sure.  
16          **A.** -- maybe they've got an outside offer or  
17 maybe they have something else going on and they want to  
18 have a conversation about it. But a manager would make  
19 that decision --  
20          **Q.** Okay.  
21          **A.** -- whether to put that forward.  
22          **Q.** Are there occasion -- is -- are there  
23 occasions where they would have -- their manager would  
24 tell a lower manager -- lower-level manager to look at  
25 somebody for a raise? Would it come from the top?

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1 hiring, HR is seeing all of these Workflows. So from  
2 that standpoint, HR would be involved because they see it  
3 come through. Whether the manager consulted with HR on  
4 making that final decision before putting it in the  
5 Workflow, I can't -- can't say for certain.  
6          **Q.** (By Mr. Song) Uh-huh.  
7          **A.** But someone in HR would see it when the  
8 manager enters it in.  
9          **Q.** Okay. So I wanted to talk a little bit  
10 more about prior pay.  
11                Oracle does not have a policy regarding  
12 prior pay, correct?  
13          **MS. CONNELL:** Objection. Misstates her  
14 prior testimony.  
15          **Q.** (By Mr. Song) No. I'm saying it does not?  
16          **A.** We do have a policy. We spent the first  
17 hour --  
18          **Q.** Oh, I'm sorry.  
19          **A.** -- of this talking about it.  
20          **Q.** I'm sorry. Yeah, I'm sorry, that is the  
21 policy. I'm sorry. I meant prior to -- okay. Let me  
22 rephrase that. I think I'm having a lunch moment.  
23                Does -- Oracle does not have a policy  
24 regarding -- like prior to the change in policy -- or  
25 enactment of the policy that you can't use prior pay,

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1           **MS. CONNELL:** Objection. Incomplete  
2 hypothetical. Calls for speculation.  
3          **A.** I suppose it could, but I don't -- I mean,  
4 I couldn't give a specific example. Maybe -- maybe  
5 someone's worked on a project and done a stellar job, and  
6 someone higher up in the chain was heavily involved in  
7 that project and they would say to the manager -- you  
8 know, maybe would inquire with the manager about how much  
9 they're paid and maybe say, "Let's look into that  
10 person."  
11                But I -- I mean, I couldn't give a  
12 specific example of that happening, but I'm not going to  
13 say it might not.  
14          **Q.** (By Mr. Song) Okay. And the off -- the  
15 off-cycle raises that we were just discussing, is that a  
16 situation where -- is that approval process or review  
17 process, is that more similar to the new hire process?  
18          **A.** Yes, it is.  
19          **Q.** Okay. So it's not -- it's not -- it would  
20 go up the chain of command, but it's not certain that the  
21 comp -- the HR or the comp people would get involved?  
22          **MS. CONNELL:** Objection. Misstates her  
23 testimony.  
24          **A.** The -- in -- so as far as making the  
25 recommendation, I -- I believe even with the accelerated

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1 Oracle did not have a policy regarding use of prior pay  
2 in setting -- setting compensation, correct?  
3          **A.** We did not have a policy on it, no.  
4          **Q.** Okay. Was there ever a time that -- that  
5 Oracle managers were required to use prior -- to --  
6 required to consider prior pay in setting a salary?  
7          **A.** I would say no.  
8          **Q.** No? Okay.  
9                Were they -- were there guidelines  
10 regarding use of prior pay in setting salary?  
11          **A.** I believe, in reviewing some of the  
12 documents that have been produced, I've been sort of  
13 refreshed that that could be a reference point. But as  
14 far as requiring that to be used, I don't believe it was  
15 ever required to be used.  
16                But it -- it certainly has been mentioned  
17 in -- in prior documentation, that prior pay could be  
18 a -- either a starting point or a consideration or  
19 something, and then we go into skills, experience,  
20 location, product, you know, where -- where they would  
21 be -- peers, all that stuff.  
22          **MS. CONNELL:** And for the record, those  
23 guidelines have been produced and they do speak for  
24 themselves.  
25          **Q.** (By Mr. Song) Did -- prior to the

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1 enactment of that new policy or the one policy, did  
 2 Oracle recommend that prior pay be considered in setting  
 3 salary?  
 4 **A.** I mean, it was --  
 5 MS. CONNELL: Just, again, for the record,  
 6 the guidelines speak for themselves and have been  
 7 produced.  
 8 You can answer.  
 9 **A.** I know it's on -- I don't remember which  
 10 form, we looked at it -- but it was mentioned as prior --  
 11 prior pay may be considered, but consider these factors  
 12 of skill, experience, location, product, those kinds of  
 13 things.  
 14 **Q.** (By Mr. Song) Okay.  
 15 **A.** And peers -- actually, we probably -- it  
 16 doesn't mention product. As we discussed already, it  
 17 doesn't specifically call out product, but that's where  
 18 the skills and experience and competencies all come into  
 19 play.  
 20 **Q.** And this was -- this document I'm going to  
 21 show you was previously marked as Exhibit 13 in your  
 22 previous deposition.  
 23 **A.** Uh-huh.  
 24 **Q.** Give you a minute to look it over.  
 25 **A.** Uh-huh.

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1 **Q.** Uh-huh.  
 2 **A.** And -- and actually, I've seen the  
 3 written -- the written policy itself. I've -- I've seen  
 4 that in writing as well, and I know that's posted --  
 5 **Q.** Okay.  
 6 **A.** -- internally.  
 7 **Q.** And that's posted where?  
 8 **A.** Internally --  
 9 **Q.** Okay.  
 10 **A.** -- for Oracle managers.  
 11 **Q.** Okay.  
 12 **A.** Yeah.  
 13 **Q.** Okay. And then -- so other than the  
 14 written policy, the training, this document, are you  
 15 aware of any other documents relating to this policy?  
 16 **A.** I am not. I don't think so.  
 17 **Q.** Okay.  
 18 **A.** I don't think I know of anything else.  
 19 **Q.** I'll just show you a document that's been  
 20 previously marked as -- I don't have staples.  
 21 So this has previously been marked as  
 22 Exhibit 80.  
 23 (A pause occurred in the proceedings.)  
 24 **A.** Okay.  
 25 **Q.** Okay. Do you recognize this document?

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1 **Q.** And do you recall seeing this document?  
 2 **A.** I have seen it, yeah.  
 3 **Q.** Okay. And can you tell me --  
 4 MS. CONNELL: Excuse me.  
 5 **Q.** (By Mr. Song) Can you tell us what this  
 6 is, please.  
 7 **A.** It's the FAQ for the enactment of the  
 8 prior pay asking ban.  
 9 **Q.** Okay. Or the -- or the policy, the  
 10 compensation policy?  
 11 **A.** The compensation policy to not ask, yes.  
 12 **Q.** Okay. And is this the document that you  
 13 were referring to earlier, that you had received a  
 14 document or an email regarding the policy?  
 15 **A.** I don't recall if this was part of that  
 16 email. Yeah, I don't recall exactly if this was part of  
 17 the email. I know this is now available to managers  
 18 online. It's accessible and posted and --  
 19 **Q.** Okay.  
 20 **A.** -- made available.  
 21 **Q.** Okay. And have you seen any other  
 22 documents regarding this compensation policy?  
 23 **A.** I believe I reviewed with my attorneys  
 24 yesterday a training, maybe, that was conducted on this  
 25 policy.

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1 **A.** Yes, I do.  
 2 **Q.** Okay. And can you tell us what this is,  
 3 please.  
 4 **A.** Okay. So I recognize -- I don't recognize  
 5 this, like, as in the specific fields, but I recognize  
 6 this to be the offer form --  
 7 **Q.** Uh-huh.  
 8 **A.** -- that goes through iRecruitment. Not  
 9 this specific offer for [REDACTED], but I recognize the  
 10 form itself.  
 11 **Q.** Okay. And under "Terms and Conditions,"  
 12 do you see all of those different fields or columns?  
 13 **A.** Yes.  
 14 **Q.** Okay. And it says "Mandatory" next to  
 15 most of them, it looks like.  
 16 Do you know what that means?  
 17 **A.** If I know the definition of the word  
 18 "mandatory"?  
 19 **Q.** Or --  
 20 **A.** It means --  
 21 **Q.** -- what is --  
 22 **A.** -- it's required.  
 23 **Q.** Okay. So these fields would be required?  
 24 **A.** Yeah. I mean, yes. This makes it appear  
 25 that way, but remember, I already testified that there --

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1 I don't see the asterisk here, but I do not believe that  
 2 if this -- if the previous employer and compensation  
 3 information were left blank, they wouldn't have been  
 4 prohibited from submitting the form.  
 5 So yes, I see that it's written  
 6 "Mandatory," but if it was left blank, they would have  
 7 still been able to go through.  
 8 Q. Okay. So here, you see that, towards the  
 9 bottom of the "Terms and Conditions," it says,  
 10 "Candidate's previous employer and compensation," and it  
 11 lists "Mandatory" next to that?  
 12 A. Uh-huh.  
 13 Q. Okay.  
 14 A. So I'm curious about this, though, when  
 15 it's -- it goes back to 2008.  
 16 Q. Yeah. I have -- I have --  
 17 A. Why --  
 18 Q. -- a few examples.  
 19 A. Okay.  
 20 Q. So --  
 21 A. I'm just wondering why 2008 would matter  
 22 in a case that started in 2013.  
 23 Q. Well, just to show the length of the --  
 24 the policy or the -- you know, that it's been mandatory  
 25 for -- for a little bit --

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1 have people with no discretionary title. And the  
 2 "Product" and the "Billable," those are fields that are  
 3 in our global job table, already attached to the job  
 4 code. So when the employee would get entered into the  
 5 system with a job code, those would get populated in the  
 6 system anyway.  
 7 Q. (By Mr. Song) Okay. Well, it really  
 8 doesn't make a lot of sense because this is -- would be  
 9 for the offer letter, so you're telling me you would send  
 10 [REDACTED] an offer letter that doesn't include any of  
 11 these terms and conditions --  
 12 MS. CONNELL: Objection. Argumentative.  
 13 Q. (By Mr. Song) -- and without a salary?  
 14 MS. CONNELL: Objection --  
 15 Q. (By Mr. Song) Like --  
 16 A. I --  
 17 MS. CONNELL: -- argumentative --  
 18 Q. (By Mr. Song) -- how --  
 19 MS. CONNELL: -- mis- --  
 20 Q. (By Mr. Song) How could you make an  
 21 offer --  
 22 A. I -- I didn't say "Salary."  
 23 MS. CONNELL: Objection. Argumentative.  
 24 Calls for -- beyond the scope of the topics for which  
 25 she's been designated. Compound.

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1 A. It wasn't --  
 2 Q. -- of time?  
 3 A. -- mandatory, though. I'm saying --  
 4 Q. Okay.  
 5 A. -- we could submit it with it being blank,  
 6 I know we could submit it with it being blank.  
 7 Q. Okay. But it looks -- it says "Mandatory"  
 8 so that's a little confusing, but anyway, okay.  
 9 All right. Well, when you say that that  
 10 one, you could submit it without it, could you submit it  
 11 without -- could you submit this form without  
 12 "Discretionary Job Title"?  
 13 A. Yes.  
 14 MS. CONNELL: Object --  
 15 Q. (By Mr. Song) Okay. Could you submit it  
 16 without "Product"?  
 17 A. Yes.  
 18 Q. So you could submit -- submit it without  
 19 all of these terms and conditions, all of the mandatory  
 20 fields could be left blank and that would be okay?  
 21 MS. CONNELL: Objection. Calls for  
 22 speculation. And outside of the scope of the topics for  
 23 which she's been designated to testify.  
 24 But you can answer, if you know.  
 25 A. I believe the answer is yes, because we do

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1 A. And I didn't say "Salary."  
 2 MS. CONNELL: And misstates her testimony.  
 3 A. And I also wasn't commenting on how an  
 4 offer would be generated. You asked if they were  
 5 mandatory to submit this --  
 6 Q. (By Mr. Song) Yes.  
 7 A. -- form.  
 8 Q. Uh-huh.  
 9 A. And I'm saying, I do not believe those are  
 10 mandatory to submit the form. Like, to click the  
 11 "Submit" button, I don't think they would get an error.  
 12 Obviously, you have to have salary if  
 13 you're putting in an offer.  
 14 Q. Uh-huh.  
 15 A. But --  
 16 Q. Sure.  
 17 A. But I've seen discretionary titles that  
 18 don't have something.  
 19 Q. Uh-huh.  
 20 A. And when people get a job code in our  
 21 system, some of these other fields get populated whether  
 22 they put something on this offer form or not.  
 23 Q. Okay. All right. I'll move on.  
 24 Okay. This is previously marked as  
 25 Exhibit 81.

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1 (A pause occurred in the proceedings.)  
 2 Q. Have you had a chance to review it?  
 3 A. Yes.  
 4 Q. Okay. And this -- do you recognize this  
 5 document?  
 6 A. I believe it's the same as the previous,  
 7 just a different person.  
 8 Q. Okay. And you haven't seen this specific  
 9 document for [REDACTED], right?  
 10 A. I have not.  
 11 Q. Okay. But this also has the "Mandatory"  
 12 next to "previous employer and compensation"?  
 13 MS. CONNELL: Objection. The document  
 14 speaks --  
 15 A. It --  
 16 MS. CONNELL: -- for itself.  
 17 A. It appears that word is on there.  
 18 Q. (By Mr. Song) Okay. Thank you.  
 19 Okay. Here's a document that's been  
 20 marked as Exhibit 85.  
 21 (A pause occurred in the proceedings.)  
 22 Q. Okay. Do you recognize this document?  
 23 A. Yes.  
 24 Q. Okay. Can you tell us what it is, please.  
 25 A. This is the form for the iRecruitment

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1 A. I don't know what that means.  
 2 Q. I was hoping you could explain to me  
 3 what -- okay.  
 4 And so here, the approvals, the final  
 5 approval was -- is that Derek something?  
 6 A. Cheeseman.  
 7 Q. Cheeseman.  
 8 Does that look correct?  
 9 A. It appears so.  
 10 Q. And who is that?  
 11 A. I don't know.  
 12 Q. So this is one that did not go to the CEO  
 13 committee or the -- through the three people you talked  
 14 about at the CEO --  
 15 MS. CONNELL: Objection. Lacks  
 16 foundation. Assumes facts.  
 17 A. So the three people that I named -- I will  
 18 say, this is, like, three years before the class -- this  
 19 period for this lawsuit. And I don't believe our CEO  
 20 office of approve -- I don't believe that whole function  
 21 was even in place this long ago.  
 22 Q. (By Mr. Song) Okay. Do you have any idea  
 23 what position or executive level this Derek Cheeseman  
 24 was?  
 25 A. I don't know who Derek Cheeseman is.

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1 offer submission. Again, I haven't seen this particular  
 2 person, but it's a standard form.  
 3 Q. Okay. And then on page 2 of that exhibit,  
 4 do you see the "Approval History"?  
 5 A. Yes.  
 6 Q. On -- on the second column?  
 7 And so are these the people that -- that  
 8 approved this iRecruitment offer sheet or form in  
 9 order --  
 10 A. It would --  
 11 Q. -- is that --  
 12 A. -- appear that way.  
 13 Q. Okay. And then the first person, is that  
 14 the core comp? Who is -- is that -- I'm not sure if I'm  
 15 even reading that correctly, but is that what it says,  
 16 core comp?  
 17 A. Corp, "CORPCOMP," that's corporate  
 18 compensation, and there was an email alias where all of  
 19 these would get sent to.  
 20 Q. Okay.  
 21 A. As a general review.  
 22 Q. And then under "Approver type," it says,  
 23 "HR People" for everyone?  
 24 A. I don't know what that means.  
 25 Q. Okay.

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1 Q. Okay. Was he above Thomas Kurian then?  
 2 A. Doubtful. The only person --  
 3 Q. Doubtful?  
 4 A. -- above Thomas Kurian at that time was  
 5 Larry Ellison.  
 6 Q. Then I'm confused why he would be the last  
 7 approver.  
 8 A. I --  
 9 MS. CONNELL: Is there a question?  
 10 Q. (By Mr. Song) Yeah, I'm asking who this  
 11 is.  
 12 MS. CONNELL: Asked and answered.  
 13 Q. (By Mr. Song) And you -- so you have no  
 14 idea who this is?  
 15 A. I have no --  
 16 MS. CONNELL: Asked and answered.  
 17 A. -- idea who Derek Cheeseman is.  
 18 Q. (By Mr. Song) Okay. Not in this  
 19 situation, but in a typical situation or another  
 20 situation, who would be above Thomas Kurian to approve an  
 21 offer like this?  
 22 MS. CONNELL: Objection. Incomplete  
 23 hypothetical. Calls for speculation. Vague as to time.  
 24 A. The next level after Thomas Kurian would  
 25 be CEO.

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1 Q. (By Mr. Song) Okay. So usually -- but  
 2 usually, it would go all the way up to that office,  
 3 correct?  
 4 MS. CONNELL: Objection. Misstates her  
 5 testimony. Vague as to time.  
 6 A. So -- again, in 2010, I'm not sure what --  
 7 I mean, if we go back to that approval matrix from 2017,  
 8 I have no idea what the approval matrix looked like seven  
 9 years prior to this version here (indicating).  
 10 MS. CONNELL: Also insert an objection  
 11 that it's beyond the scope of her PMK topics because  
 12 they're all limited in time to the 2013 time period as a  
 13 start date.  
 14 Q. (By Mr. Song) Okay. And then the final --  
 15 final person on this or name on this approval history is  
 16 "HROFFERS," that they were just notified that it had been  
 17 approved; is that --  
 18 A. I --  
 19 Q. (By Mr. Song) -- correct?  
 20 MS. CONNELL: Objection. Calls for  
 21 speculation. Outside the scope of the PMK topics for  
 22 which she's been designated.  
 23 A. I -- I don't know. I would guess that  
 24 that's how it then gets generated.  
 25 Q. (By Mr. Song) Then -- so once all the

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1 A. Uh-huh.  
 2 Q. "Quartile" is "Below Range."  
 3 Is there anywhere on this form that  
 4 explains why it has such a low compa-ratio and why it's  
 5 low range?  
 6 MS. CONNELL: Objection. Beyond the scope  
 7 of the PMK topics for which she's been designated to  
 8 testify.  
 9 Answer, if you know.  
 10 A. And -- well, I mean, we can all read the  
 11 document. I don't see anything.  
 12 Q. (By Mr. Song) Okay. But is there any --  
 13 anywhere on this form that would explain why this was  
 14 approved below range and at a low quartile?  
 15 MS. CONNELL: Objection. The document  
 16 speaks for --  
 17 A. I --  
 18 MS. CONNELL: -- itself.  
 19 A. I don't see anything on here. Do you?  
 20 Q. (By Mr. Song) No. No. That's why I was  
 21 asking you. I was --  
 22 A. So -- but I --  
 23 Q. -- hoping --  
 24 A. -- I do note --  
 25 Q. Okay.

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1 final approvals are -- once they have all the final  
 2 approvals for an offer and HR is notified, then what  
 3 happens in the process?  
 4 MS. CONNELL: Objection. Incomplete  
 5 hypothetical. Vague and ambiguous. And vague as to  
 6 time.  
 7 A. Like, when are you talking about in  
 8 this --  
 9 Q. (By Mr. Song) Well, we can -- we can  
 10 mention now, we can just talk about the current time  
 11 period.  
 12 A. So, I mean, I believe once it's -- once  
 13 it's approved -- once it gets that final approval, then  
 14 it will go to Offers. And it will generate the offer  
 15 letter to send it to the candidate, and then the  
 16 candidate can accept or decline the offer. And then they  
 17 would start that process of bringing the person on board.  
 18 Q. Okay. And then if you turn back to the  
 19 first page of that document, Exhibit 85?  
 20 A. Uh-huh.  
 21 Q. Under "Salary Information" towards the  
 22 bottom?  
 23 A. Yes.  
 24 Q. You know, it says -- it says, "Annual,"  
 25 and then next to "Quartile," the compa-ratio is 69.61?

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1 A. -- the manager, Derek Cheeseman, is on the  
 2 front page. So it looks like, in 2010, once it got  
 3 Thomas Kurian approval, it went back to the original  
 4 offering manager to say, "Do you still want to do this?"  
 5 Because you'll see, there was 11 days that passed from  
 6 when he initiated it to when it -- it got Thomas  
 7 approval.  
 8 Q. Uh-huh.  
 9 A. So the question goes back to the manager  
 10 to say, "Do you still want to move forward," and he says,  
 11 "Approved."  
 12 Q. Oh.  
 13 A. And then Offers say approved, and you go  
 14 forward.  
 15 Q. Okay. So that's -- that's why it goes  
 16 back to Derek Cheeseman. Okay. Okay.  
 17 Okay. This is Exhibit 86.  
 18 (A pause occurred in the proceedings.)  
 19 MS. CONNELL: I would just again note for  
 20 the record that this appears to be documentation related  
 21 to the same individual who was hired in May of -- well --  
 22 THE WITNESS: 2010.  
 23 MS. CONNELL: Yeah, May of 2010.  
 24 And you can certainly ask questions about  
 25 it, but it's outside the scope of the PM topics for which

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1 she has been designated.  
 2 MR. GARCIA: And I'm going to correct the  
 3 record for that because this is a person's personal  
 4 history and the date's 2016, so it is included within the  
 5 scope of the deposition.  
 6 MS. CONNELL: No, I disagree with that  
 7 since we're talking --  
 8 MR. GARCIA: If you look on the very last  
 9 page of the exhibit, you see a date of 2016, so  
 10 therefore, it would be within scope.  
 11 MS. CONNELL: Okay. Who's taking this  
 12 deposition?  
 13 MR. GARCIA: I -- I --  
 14 MS. CONNELL: You can't have two  
 15 attorneys --  
 16 MR. GARCIA: No.  
 17 MS. CONNELL: -- on this.  
 18 MR. GARCIA: If you're going to say  
 19 something that's incorrect about the record --  
 20 MS. CONNELL: Well, I think the rules are  
 21 pretty clear that there's only one attorney.  
 22 MR. GARCIA: Okay.  
 23 MS. CONNELL: So that's Mr. Song, he's  
 24 taking this deposition, and if he wants to -- responds to  
 25 my objection, he can do that.

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1 factor -- would this be considered in raises and  
 2 compensation decisions?  
 3 MS. CONNELL: Objection. Vague and  
 4 ambiguous. Compound. Calls for speculation.  
 5 A. No.  
 6 Q. (By Mr. Song) No?  
 7 A. This is recordkeeping.  
 8 Q. Okay. What about -- all right. Let's  
 9 turn to -- let's turn to page 414383.  
 10 A. Mine doesn't have -- oh. 4143- -- okay.  
 11 Q. Okay. So that lists, looks like, some of  
 12 her education or all of her education?  
 13 A. It looks like it.  
 14 Q. Okay. So let's say, for example, for a  
 15 new hire, their education wouldn't be considered in  
 16 setting their salary?  
 17 MS. CONNELL: Objection. Calls for  
 18 speculation. Compound. And assumes facts. Also vague  
 19 and ambiguous.  
 20 A. This is simply the recordkeeping. When  
 21 the manager is setting pay for a new hire, they usually  
 22 have their resume right in front of them so they --  
 23 Q. (By Mr. Song) Okay.  
 24 A. -- can see what their education is then.  
 25 But this is just -- this just houses data pieces about

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1 MR. GARCIA: Okay.  
 2 MS. CONNELL: If you want to switch seats  
 3 or -- you know, but I think --  
 4 Why don't you continue.  
 5 Q. (By Mr. Song) Have you had a chance to  
 6 review the document?  
 7 A. Yes.  
 8 Q. Yeah?  
 9 And do you recognize this document?  
 10 A. Not for this specific individual, but I  
 11 recognize the screenshots as general screenshots from our  
 12 systems.  
 13 Q. Okay. And which system is that?  
 14 A. This would be from our E-Business Suite,  
 15 our old -- it's -- we don't use it anymore, but it's from  
 16 E-Business Suite.  
 17 Q. Okay. And what would this be used for?  
 18 A. It looks like it's the HR -- the HR  
 19 management system record for an individual employee.  
 20 Q. Okay. And would this be used for salary  
 21 and -- and compensation decisions?  
 22 MS. CONNELL: Objection. Vague. Calls  
 23 for speculation.  
 24 A. Decisions? No. It's recordkeeping.  
 25 Q. (By Mr. Song) Okay. But would these be

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1 our employees.  
 2 Q. Okay. And then what about page 414386,  
 3 can you please turn there.  
 4 A. Yes.  
 5 Q. Okay. And what is that a screenshot of?  
 6 MS. CONNELL: Objection. The document  
 7 speaks for itself.  
 8 A. It looks like it's a screenshot of the  
 9 performance rating that this employee got in a particular  
 10 year.  
 11 Q. (By Mr. Song) Okay. Can you explain what  
 12 performance reviews are at Oracle?  
 13 MS. CONNELL: Objection. Vague. Beyond  
 14 the scope of the topics for which she's been designated.  
 15 A. Employees could get rated by their  
 16 managers for the -- in the performance review system.  
 17 This is not a -- anything that my team is responsible for  
 18 or does. But it then -- it gets saved into the employee  
 19 record, which is what this is. So it just shows the  
 20 latest rating for that person.  
 21 Q. (By Mr. Song) Okay. And are performance  
 22 reviews considered in compensation?  
 23 MS. CONNELL: Objection. Vague. Calls  
 24 for speculation.  
 25 A. Our guidelines state that you would

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1 consider performance in -- that you could consider  
 2 performance in some of your compensation decisions, sure.  
 3 Q. (By Mr. Song) Okay. And she got a -- I  
 4 think it's a "she" -- got a 4: "Exceeds expectations."  
 5 Is that a high performance review?  
 6 MS. CONNELL: Objection. Assumes facts.  
 7 Outside the scope of her PMK testimony and calls for  
 8 speculation.  
 9 A. Our ratings go from 1 to 5, so a 4 out of  
 10 5 is higher than the middle, so . . .  
 11 Q. (By Mr. Song) Okay. It's better --  
 12 A. I mean, whether she thought this was high  
 13 or not, I can't speak to that. But --  
 14 Q. Better than average?  
 15 A. -- on a 5-point scale, it's better than  
 16 average.  
 17 Q. Okay. And do you know what 5 would stand  
 18 for? Is that --  
 19 A. "Outstanding."  
 20 Q. Outstanding?  
 21 What about a 3?  
 22 A. "Meets expectations."  
 23 Q. Okay. And a 2?  
 24 A. "New to role," or "Needs improvement."  
 25 Q. Okay. And what about a 1?

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1 conversation about their performance for the prior year.  
 2 Q. (By Mr. Song) Okay. And are there  
 3 guidelines regarding performance reviews?  
 4 MS. CONNELL: Same objections. Beyond the  
 5 scope.  
 6 A. That's not a compensation -- I don't --  
 7 I'm not responsible for that area --  
 8 Q. (By Mr. Song) Okay.  
 9 A. -- of HR. So I don't know.  
 10 Q. Okay. But you said performance reviews,  
 11 there's guidelines saying performance reviews should be  
 12 considered in pay decisions, right?  
 13 MS. CONNELL: Objection. Misstates her  
 14 testimony.  
 15 A. I don't believe I said performance reviews  
 16 should be considered. I said that one of the points in  
 17 the training says, "You could consider performance as,"  
 18 but specific performance reviews, that's not mentioned.  
 19 Q. (By Mr. Song) Okay. But how -- then  
 20 how -- that's how performance is rated or evaluated,  
 21 performance -- through the performance reviews?  
 22 MS. CONNELL: Objection. Assumes facts.  
 23 Misstates her testimony.  
 24 A. And I would --  
 25 MS. CONNELL: And outside the scope.

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1 A. I'm not sure of the word used for 1, if  
 2 it's "Unsatisfactory," or --  
 3 Q. Okay.  
 4 A. -- "Does not" -- might be "Does not meet."  
 5 Q. Does not meet.  
 6 Okay. And how are performance reviews  
 7 conducted at Oracle?  
 8 MS. CONNELL: Objection. Beyond the scope  
 9 of her PMK topics. Vague and ambiguous. Calls for  
 10 speculation.  
 11 You can answer, if you know, in your  
 12 personal capacity.  
 13 THE WITNESS: Yeah.  
 14 A. So will you repeat that question?  
 15 Q. (By Mr. Song) Sure.  
 16 I'm trying to learn more about performance  
 17 reviews and how they're conducted at Oracle.  
 18 MS. CONNELL: Same objections.  
 19 A. Performance -- so performance reviews,  
 20 first of all, aren't centrally mandatory. Some  
 21 organizations do them and some don't.  
 22 Typically, they would be done at the end  
 23 of a fiscal year, and our fiscal year ends May 31 of each  
 24 year. And managers may or may not conduct a formal  
 25 review and enter a rating for their employees and have a

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1 A. Yeah. I would argue not necessarily,  
 2 because I know whether my employees are performing well  
 3 or not without doing a formal performance review. I, as  
 4 a manager, know whether they're good at their job or not  
 5 without having to do a -- document a formal review.  
 6 Q. (By Mr. Song) Okay. So performance  
 7 reviews are not required --  
 8 A. They are not.  
 9 Q. -- at Oracle?  
 10 Okay. Then who decides whether to do  
 11 performance reviews or not?  
 12 MS. CONNELL: Same objection. Outside the  
 13 scope.  
 14 A. That is kind of team-specific. Some teams  
 15 do them, some teams don't. Sometimes you might have an  
 16 M-6 who says their whole organization will do them.  
 17 Sometimes an M-3 may decide that they're going to do them  
 18 for their team. It is totally up to the discretion of  
 19 the leader.  
 20 Q. (By Mr. Song) Okay. And is there a  
 21 certain -- is there a certain time when performance  
 22 reviews are supposed to be conducted, like annually or  
 23 biannually or . . .  
 24 MS. CONNELL: Same objection. Outside the  
 25 scope. Assumes facts.

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1       **A.** I -- since they're not required, I  
2 couldn't say "supposed to be," but I believe I testified  
3 before that, generally, a manager would look at it after  
4 the close of a fiscal year. If they're going to write a  
5 formal review, it would probably be in the summer,  
6 following the close of a fiscal period.  
7       But again, not required, and some do them  
8 and some don't.  
9       **Q.** (By Mr. Song) Okay. If I heard you  
10 correctly, I think you -- once, you said, somewhere  
11 organizations do them and then -- and then another time,  
12 you said, some teams do them, like is there -- are orgs  
13 and teams the same, or what is the difference?  
14       **A.** They're different. They are different.  
15       **Q.** Okay.  
16       **A.** So -- so you might say by -- by  
17 "organization," I'm more referring to, like, the  
18 highest-level leaders as an organization or we also refer  
19 to that sometimes as a line of business.  
20       **Q.** Okay.  
21       **A.** Some line of businesses may say, "We are  
22 going to do them," and others, at the line of business  
23 level, they may not mandate it; but maybe down at the M-6  
24 level or M-4 level, they might -- that manager might say,  
25 "You know, I'm -- I'm new here, and I come from a place

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1       **A.** I don't see a -- oh, is it --  
2       **Q.** Yeah, it's just toward -- oh, maybe it's  
3 -88. 414388, yeah.  
4       **A.** 388?  
5       **Q.** Sorry. That 6 looked like a -- that "8"  
6 looked --  
7       **A.** Okay.  
8       **Q.** -- like a 6.  
9       So it's 414387.  
10       **A.** -387?  
11       **Q.** Yeah.  
12       **A.** Okay.  
13       **Q.** Just the -- if you look at the salary  
14 histories -- history back there.  
15       And I'm sorry, this is like -- "Salary  
16 History" --  
17       **A.** I was going to say, I have --  
18       **Q.** -- hard to read.  
19       **A.** -- good eyes, but they're not --  
20       **Q.** Oh, if you look --  
21       **A.** -- this good.  
22       **Q.** If you go further back, we actually blew  
23 up the page.  
24       **A.** Okay.  
25       **Q.** Okay. And if you look at these salary

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1 where performance reviews were common, and I would like  
2 that for my team. So I would like for us to participate  
3 in this activity."  
4       But it would never -- it's not anything  
5 that's -- that's Oracle-mandated.  
6       **Q.** Okay. And then what's a team? When you  
7 said "team," what did you mean by that?  
8       **A.** Like the people in the hierarchy for the  
9 person who decided it. So, like, the people underneath  
10 an M-6 are going to participate in this process, but the  
11 line of business as a whole maybe decided they're not  
12 going to.  
13       **Q.** Okay.  
14       MS. CONNELL: I think it's clear, but just  
15 standing objection to the whole line of questioning --  
16       MR. SONG: Okay.  
17       MS. CONNELL: -- on performance as outside  
18 the scope.  
19       And whenever you get to a breaking point,  
20 if we could take a short break.  
21       MR. SONG: Yeah. I'm almost done with  
22 this document.  
23       MS. CONNELL: Okay.  
24       **Q.** (By Mr. Song) If you turn to 414-, is it  
25 367? Yeah, -367.

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1 histories, can you help us kind of decipher this or  
2 interpret this salary history?  
3       **A.** So I can't -- if I'm looking at the very  
4 top part of this document --  
5       **Q.** Okay.  
6       **A.** -- I can't tell what the date is at the  
7 bottom, but that's -- my guess is that was -- I don't  
8 know. Was it hire -- I don't know.  
9       **Q.** Yeah, I --  
10       **A.** But it --  
11       **Q.** -- can't see.  
12       **A.** -- it appears that on December 7 -- or on  
13 December 1 of 2007, this person got a 5 percent raise, a  
14 little over \$4,000. On September 1, 2011, this person  
15 got a 5.986 percent raise for a little over \$5,000. On  
16 the 10th of November, 2014, it looks like there was a  
17 2 percent raise for \$1,800. And then on October 1 of  
18 2015, another 2 percent for a little over \$1,800.  
19       **Q.** Okay. And then if you go to the right  
20 of -- of those -- of that chart?  
21       **A.** Uh-huh.  
22       **Q.** It has the grade, it looks like E.9 or  
23 something like that, is that what it says?  
24       **A.** That's what it says for the top three, it  
25 looks like.

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1 Q. Okay. And I think you might have  
 2 mentioned what those were before, but I've forgotten.  
 3 Sorry.  
 4 What is that, the grade, the E.9 or  
 5 whatever that is?  
 6 A. The grade represents the salary range that  
 7 would apply. It's --  
 8 Q. Okay.  
 9 A. Every job in E.9 is assigned a range, and  
 10 then if there's a geo diff, there might be a geo diff,  
 11 but E.9 represents what range gets assigned to -- to  
 12 that.  
 13 Q. And sorry, but what's a "geo diff"?  
 14 A. Geographic differential.  
 15 Q. Oh, okay. You made it sound like a  
 16 mathematical term.  
 17 A. No.  
 18 Q. And then it says "Mid" and "Maximum" next  
 19 to -- to that. Is that --  
 20 A. Yes.  
 21 Q. Is that just the salary range?  
 22 A. Yes.  
 23 Q. Okay. And it said "Mid," but there's no,  
 24 like, bottom or low -- lower range. Is that --  
 25 A. The minimum is off to the right.

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1 MS. CONNELL: Objection. The documents  
 2 speak for themselves.  
 3 A. Not within this document, no.  
 4 Q. Okay.  
 5 MR. SONG: All right. That's it. We can  
 6 take a break. Thank you.  
 7 THE VIDEOGRAPHER: Going off the record.  
 8 Time is 2:31 p.m.  
 9 (Recess taken from 2:31 p.m. until  
 10 2:45 p.m.)  
 11 THE VIDEOGRAPHER: Back on the record.  
 12 Time is 2:45 p.m.  
 13 Q. (By Mr. Song) Ms. Waggoner, I'd like you  
 14 to turn back to Exhibit 84. I just have a few follow-up  
 15 questions.  
 16 A. Okay.  
 17 Q. So regarding the fields that we discussed  
 18 earlier that are next to "Employee Name" on this exhibit,  
 19 for example, Current Salary, Focal Eligible Salary, et  
 20 cetera --  
 21 A. Yes.  
 22 Q. -- all those.  
 23 Are there any fields missing from this  
 24 exhibit?  
 25 MS. CONNELL: Objection. Vague. Calls

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1 Q. Oh, there it is. Great.  
 2 Okay. And it has the compa-ratio. And it  
 3 looks like this -- these compa-ratios, the first one  
 4 is -- is that a 68.21?  
 5 MS. CONNELL: Objection. The document  
 6 speaks for itself.  
 7 Q. (By Mr. Song) It's hard for --  
 8 A. It is hard to read.  
 9 Q. Yeah. But it looks like a 68.21, and then  
 10 it gradually goes up -- you know, up to a 98.27.  
 11 And you're not familiar with this specific  
 12 employee, correct?  
 13 A. No, I'm not.  
 14 Q. Okay. Do you -- do you know why -- do you  
 15 have any idea why this -- this person's compa-ratio would  
 16 be so low for so many years?  
 17 A. I --  
 18 MS. CONNELL: Objection. Calls for  
 19 speculation.  
 20 A. No idea.  
 21 Q. (By Mr. Song) Okay. And there's --  
 22 there's no way -- there's nowhere in these HR forms or  
 23 anything that explains the salary history, like why she  
 24 got, you know, a certain raise or didn't get a raise or  
 25 something like that?

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1 for speculation.  
 2 A. So our -- this particular product, a  
 3 manager could add -- there's all sorts of -- see where  
 4 there's a drop-down menu: "Actions; View; Format;" right  
 5 above the "Employee Name" is "Region," and then right  
 6 above "Region," --  
 7 Q. (By Mr. Song) Yes.  
 8 A. -- it says "Actions"?  
 9 So under "Actions," there's a drop-down  
 10 menu.  
 11 Q. Okay.  
 12 A. Where it could say -- I forget what the --  
 13 "Add Columns," or something like that, and there's a  
 14 whole host of --  
 15 Q. Oh.  
 16 A. -- stuff that could be -- it's more --  
 17 nothing -- nothing compensation related --  
 18 Q. Oh, okay.  
 19 A. -- is not on here. But, like, I get --  
 20 country is in there. What else is in that? I can't  
 21 remember all this stuff. The person ID number.  
 22 Q. Okay.  
 23 A. Stuff relevant to that particular  
 24 employee, but not compensation relevant.  
 25 Q. Okay. So not, like, the columns that are

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1 to the right of the name, like "New Salary" --  
 2 **A.** Yeah, yeah.  
 3 **Q.** -- not those types of things?  
 4 **A.** Compensation-relevant topics are all in  
 5 this screen -- in the screenshots.  
 6 **Q.** Okay. And this is the compensation tool  
 7 that would be used for the focal review?  
 8 **A.** Focal, bonus, or equity, yes.  
 9 **Q.** Okay. And it looks like this one was from  
 10 2017, is that right, the --  
 11 **A.** Yes.  
 12 **Q.** -- the 2000- --  
 13 **A.** We -- the period was 2017. It was during  
 14 fiscal '18.  
 15 **Q.** Okay.  
 16 **A.** Because fiscal '18 started June 1 of 2017.  
 17 **Q.** Sure.  
 18 Okay. And are -- so I think you said that  
 19 this is -- these are all the fields. But are there any  
 20 fields for gender that are missing, that are not here?  
 21 **A.** No.  
 22 **Q.** Okay. And what about for race?  
 23 **A.** No.  
 24 **Q.** Okay. And do you know if those have ever  
 25 been included in these fields?

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1 Exhibit 86.  
 2 **Q.** Okay.  
 3 **A.** They're not -- they don't have to match.  
 4 This is just for the compensation cycle only.  
 5 **Q.** Okay.  
 6 **A.** The compensation rating prior, that  
 7 populates if in the prior compensation program that we  
 8 did in this tool, the prior program, if they put  
 9 something in there, the prior program, it will come into  
 10 this new one. And then they can give it a new rating if  
 11 they want to. They can change that rating or not give a  
 12 rating at all.  
 13 So that's -- it's a performance rating,  
 14 but just for compensation purposes. It's not fed from  
 15 any -- it's not -- it doesn't go anywhere else. It  
 16 doesn't go to their official performance rating record or  
 17 anything like that. It's just maintained and contained  
 18 within our compensation program and our compensation  
 19 module.  
 20 The ranking, most organizations do not use  
 21 it. We have a couple different lines of business within  
 22 product development that do, and that's essentially if --  
 23 if you've got ten people on your team, you're ranking  
 24 them 1 to 10.  
 25 **Q.** Okay. And this information is input by

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1 **A.** No.  
 2 **Q.** Okay. And then if a manager wanted to  
 3 consider race or gender, is there any way that they could  
 4 add it here?  
 5 MS. CONNELL: Objection. Incomplete  
 6 hypothetical.  
 7 **A.** No.  
 8 MS. CONNELL: Vague.  
 9 **A.** They can't add fields or information to  
 10 this tool.  
 11 **Q.** (By Mr. Song) Okay. And then if you turn  
 12 to that last page of that exhibit -- or, I'm sorry, not  
 13 the last page -- page 4 of the exhibit, 417060-4.  
 14 And there's some -- if you look to the  
 15 columns to the right-hand corner -- the bottom-right-hand  
 16 corner, there's a "Compensation Rating," "New  
 17 Compensation Rating," "Ranking."  
 18 What are those?  
 19 **A.** So within a compensation program -- and by  
 20 "compensation program," I mean focal corporate bonus or  
 21 equity -- managers are able to put in a rating, the  
 22 Exceeds Expectations, Meets Expectations, Outstanding.  
 23 They're able to put that in.  
 24 It doesn't feed into HRMS. That  
 25 performance rating, that other rating we talked about in

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1 the manager, the employee's manager?  
 2 **A.** Correct.  
 3 **Q.** Okay. And would the manager have to  
 4 include any kind of an explanation for the ranking or  
 5 performance evaluation?  
 6 **A.** They would not have to include any --  
 7 **Q.** Okay.  
 8 **A.** -- explanation.  
 9 **Q.** So they just put in a number?  
 10 **A.** They can --  
 11 **Q.** Okay.  
 12 **A.** -- put in a number.  
 13 **Q.** Okay.  
 14 **A.** There is a notes section. They can add  
 15 notes to the employee's record if they wish, but it's not  
 16 required.  
 17 **Q.** And would anybody review what the manager  
 18 kind of ranks or rates this employee?  
 19 MS. CONNELL: Objection. Calls for  
 20 speculation.  
 21 **A.** I'm not sure. Line HR may -- might.  
 22 **Q.** (By Mr. Song) Okay.  
 23 **A.** But I'm not sure.  
 24 **Q.** All right. Okay. Then if you could turn  
 25 to page -- I mean, Exhibit 86 again.

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1 And then we'll start with 41438 -- I'm  
 2 sorry, 414384, her performance review, the page that  
 3 discusses her performance review?  
 4 **A.** Yeah.  
 5 **Q.** Okay. So, you know, we discussed earlier  
 6 that she got a 4, which exceeds expectations and  
 7 that's -- the highest is 5?  
 8 **A.** Right.  
 9 **Q.** So this is a -- would you say it's fair to  
 10 say she's a high-performing employee?  
 11 **MS. CONNELL:** Objection. Calls for  
 12 speculation. And beyond the scope of the PMK topics  
 13 for --  
 14 **A.** I mean, as --  
 15 **MS. CONNELL:** -- which she's been  
 16 designated.  
 17 **A.** As we discussed, on a 5-point scale, a 4  
 18 is higher than average. If -- if her team was ten people  
 19 and they were all 4s and 5s, is she among the top of  
 20 them? I -- I wouldn't know.  
 21 **Q.** (By Mr. Song) Okay. And then if you turn  
 22 to the next page of that same exhibit.  
 23 She got -- her grade is E.9 and the  
 24 minimum -- the minimum was 98, and it looks like she's  
 25 making [REDACTED]; is that correct?

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1 of the topics for which she's been designated.  
 2 **A.** Given that performance rating -- reviews  
 3 and ratings aren't mandatory, there isn't a mass way to  
 4 check for all of this, to -- to check for high rating,  
 5 low -- low salary. Not everybody gets a rating, so  
 6 there -- I wouldn't say there is a broad Oracle way to go  
 7 about conducting this, a review of it.  
 8 **Q.** (By Mr. Song) Okay. Have you ever seen a  
 9 situation like this, where somebody who is getting a 4  
 10 performance review is -- is below the minimum?  
 11 **A.** I wouldn't say that I've never seen it  
 12 before. I mean, obviously I'm being showed this -- shown  
 13 this example.  
 14 **Q.** Uh-huh.  
 15 **A.** It happens sometimes and, you know,  
 16 sometimes our budgets are leaner, we go a couple years  
 17 without raises and people fall behind. That's what  
 18 happens when the decision is made that we can't afford a  
 19 focal budget at any given time.  
 20 **Q.** Okay. Well, you know, based on these  
 21 records, it looks like she was being paid below the  
 22 minimum for at least a few years, if we turn to the back  
 23 pages, the salary history where it's blown up.  
 24 So do you see that first chart, that I  
 25 think we looked at earlier?

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1 **MS. CONNELL:** Objection. The document  
 2 speaks for itself.  
 3 **A.** That is what the annual salary says, yes.  
 4 **Q.** (By Mr. Song) Okay. Why would that be if  
 5 she's getting a 4?  
 6 **MS. CONNELL:** Objection. Calls for  
 7 speculation.  
 8 **A.** I -- I don't have any idea. I mean, you  
 9 asked me about the history before. I don't know this  
 10 person.  
 11 **Q.** (By Mr. Song) Okay. The -- what would the  
 12 explanation be if somebody is performing, you know --  
 13 exceeding expectations -- we'll use Oracle's words -- why  
 14 would they get less than the minimum salary range?  
 15 **MS. CONNELL:** Objection. Argumentative.  
 16 Calls for speculation. Beyond the scope of the topics  
 17 for which she's been designated. And incomplete  
 18 hypothetical.  
 19 **A.** I -- I couldn't answer that with this  
 20 person.  
 21 **Q.** (By Mr. Song) Does Oracle have any systems  
 22 in place to check for -- for issues like this and resolve  
 23 them?  
 24 **MS. CONNELL:** Objection. Assumes facts,  
 25 that there's an issue to be addressed. Beyond the scope

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1 **A.** Yeah, yes.  
 2 **Q.** So it looks like there's at least three  
 3 years that she was below minimum, and maybe four.  
 4 **A.** Do you have a question for me?  
 5 **Q.** Yeah, yeah.  
 6 So is there an explanation? Well, because  
 7 you said that they might have been --  
 8 **A.** You've asked me this. I don't know. I  
 9 don't know this person.  
 10 **Q.** No, no, no. I asked you -- my previous  
 11 question was just about the year or two. Now, you know,  
 12 we can see that it happened for four or five years, even  
 13 though it's difficult to read.  
 14 So -- and you -- and your explanation was:  
 15 Well, we could have had a lean budget year. But now  
 16 we're talking like four or five years?  
 17 **A.** We've had a lean --  
 18 **MS. CONNELL:** Objection --  
 19 **Q.** (By Mr. Song) Lean four or five years?  
 20 **MS. CONNELL:** -- misstatements --  
 21 misstates the document. Argumentative. And it calls for  
 22 speculation.  
 23 **MR. SONG:** Okay. How is this misstating  
 24 the document?  
 25 **MS. CONNELL:** I don't think you've

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1 established that she was below the minimum for five  
 2 years.  
 3 MR. SONG: Well, I think it -- so it's  
 4 from -- it looks like 2011 to '15. I don't know if  
 5 there's '16.  
 6 Q. (By Mr. Song) So -- well, regardless, four  
 7 or five years, it's hard to tell from this chart, but is  
 8 there an explanation for how a high-performing employee  
 9 could be below minimum for that long?  
 10 MS. CONNELL: Objection. Misstates the  
 11 evidence. Lacks foundation. Calls for speculation.  
 12 Argumentative.  
 13 A. I don't have -- I mean, I -- like I said,  
 14 I don't know this specific instance.  
 15 Q. (By Mr. Song) Uh-huh.  
 16 A. In the time that I've been at Oracle, we  
 17 have had multiple pretty lean years.  
 18 Q. Uh-huh.  
 19 A. And even these increases of 2 percent,  
 20 it's possible that the budget was only [REDACTED], so it's  
 21 still bigger than the budget. There are -- I don't know  
 22 the reasons why she would stay below minimum for that  
 23 long.  
 24 It looks like she must have gotten a  
 25 promotion on the September 2011 because she went from

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1 different reasons for it.  
 2 But I can't -- I can't get inside this  
 3 manager's head for why there wasn't more done.  
 4 Q. (By Mr. Song) Okay. And then just going  
 5 back to focal reviews for a minute.  
 6 You said some -- some employees get raises  
 7 during focal reviews and some don't. Do you have any  
 8 idea what the percentages are?  
 9 A. I really -- I really don't. Some years --  
 10 depending on the size of the budget, some years, it might  
 11 be [REDACTED] percent of our population; other years, it might  
 12 get up to [REDACTED] percent of the population. It can vary  
 13 quite drastically.  
 14 Q. Okay. Is that tracked?  
 15 A. Yes. Our -- our workforce compensation  
 16 tool does tell us what percentage was touched.  
 17 Q. Okay. And do you know, in 2019, what the  
 18 percentage was?  
 19 A. In this most recently completed?  
 20 Q. Yeah. Or yeah, I'm sorry. Maybe it  
 21 didn't happen in '19.  
 22 Maybe '18, or the most recent one?  
 23 A. Okay. The most recent one, I want to say  
 24 it was in the [REDACTED]. I don't know off the top of my head.  
 25 Q. Okay. And do you remember any previous

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1 E.08 to E.09 and she got a 6 percent raise then. And  
 2 then from there, I mean, she went three years without a  
 3 raise and there's just lean -- lean budgets. I don't  
 4 know what the other reasons might be for this particular  
 5 individual.  
 6 Q. All right. If there were lean budgets  
 7 those years, would everybody get the same or similar  
 8 raise, like 2 percent or something like that?  
 9 MS. CONNELL: Objection. Incomplete  
 10 hypothetical.  
 11 A. No. We don't ever peanut butter any of  
 12 our budgets. It's still, you have to prioritize; when  
 13 budgets are lean, you have to prioritize, and we speak to  
 14 that in our training.  
 15 Q. (By Mr. Song) Okay. But if she's been --  
 16 if she's been -- even if -- even in lean years, if she's  
 17 been below minimum for that many years, wouldn't she be a  
 18 priority to give a raise?  
 19 MS. CONNELL: Objection. Calls for  
 20 speculation. Lacks foundation.  
 21 A. I think as I -- as I mentioned before,  
 22 having that 4 rating, if she's on a team of a bunch of 4s  
 23 and 5s and very high, there could be others who had --  
 24 who were a bigger priority, depending on maybe what she  
 25 was working on or -- or there could be -- there could be

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1 years or previous focal reviews?  
 2 A. Not off the top of my head --  
 3 Q. Okay.  
 4 A. -- I don't.  
 5 Q. But you think 60s for the most recent one?  
 6 A. I do think so.  
 7 Q. Okay. You think that was '18 or '19?  
 8 A. No, we just did it. It was effective  
 9 June 1 of this year. We didn't have one in 2018.  
 10 Q. Okay.  
 11 A. I'm sorry. We had an increase effective  
 12 June 1 of 2018. The process was -- the whole going  
 13 through the process was done in late 2017 --  
 14 Q. Okay.  
 15 A. -- for effective January 1 of 2018. And  
 16 then during 2018, we did not have a process at all. We  
 17 didn't start one again until this spring of 2019.  
 18 Q. Okay. And then you mentioned budgets,  
 19 like lean budgets and things like that. So I wanted to  
 20 talk about the role of budgets in setting pay for  
 21 employees.  
 22 So can you tell us about the budget  
 23 process for -- for paying employees?  
 24 MS. CONNELL: Objection. Assumes facts.  
 25 Lacks foundation. And she's already testified about the

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1 budget process.  
 2 **A.** What do you mean for -- I mean, are we  
 3 talking, again, new hires, transfers, during a program,  
 4 outside of a program? What are you talking about?  
 5 **Q.** (By Mr. Song) Well, let's -- again, let's  
 6 just start with new hires.  
 7 So it's different for -- there's a  
 8 different budget for each of these groups of employees?  
 9 **A.** Well, I don't get involved in budgets when  
 10 it comes to anything outside of our annual programs.  
 11 **Q.** Okay.  
 12 **A.** So managers have budgets that they  
 13 should -- they have their own individual budgets, and  
 14 their salaries need to fall within their budgets. But  
 15 that's --  
 16 **Q.** Okay.  
 17 **A.** -- not a -- a compensation-regulated or  
 18 monitored process.  
 19 **Q.** Okay. But their -- their salaries are  
 20 limited by the budgets; is that correct?  
 21 **MS. CONNELL:** Objection. Misstates her  
 22 testimony.  
 23 **A.** I mean, I would say when a manager brings  
 24 in a new hire, what they're going to pay that new hire,  
 25 they -- in order to run a new -- good business, you have

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1 In the U.S., for example, if the CPI is  
 2 ■ and the market's moving at about ■, we might say:  
 3 Let's propose a ■ percent budget for the U.S. We put  
 4 together our proposal for the budget percentages, and  
 5 then we apply that to the eligible salaries of our  
 6 employees in those countries. And then we come up with a  
 7 massive number at the very, very top level --  
 8 **Q.** Okay.  
 9 **A.** -- to say: This is what our budget is  
 10 going to be.  
 11 **Q.** Uh-huh.  
 12 **A.** We present that budget, then, to our CEOs  
 13 and they let us know if we can afford that amount or not.  
 14 If we can't afford it, we go in and we shave from certain  
 15 countries.  
 16 **Q.** Okay.  
 17 **A.** Might take U.S. down to ■ or whatever so  
 18 that we can get within an overall budget that we can  
 19 afford --  
 20 **Q.** Okay.  
 21 **A.** -- for our business conditions at that  
 22 time.  
 23 So we start at the very, very, very top  
 24 level.  
 25 **Q.** Okay.

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1 to stay within a budget that --  
 2 **Q.** (By Mr. Song) Sure.  
 3 **A.** -- you're given for the year, so they need  
 4 to make decisions being conscious of what their budget is  
 5 for that fiscal year, yes.  
 6 **Q.** Okay. Well, let's -- since we just  
 7 mentioned the most recent focal review --  
 8 **A.** Uh-huh.  
 9 **Q.** -- is there a specific budget for focal  
 10 review raises?  
 11 **A.** Yes, there is.  
 12 **Q.** Okay. So can you tell me how -- how that  
 13 budget is derived, how is that calculated?  
 14 **A.** Yes. So -- and I believe I talked to this  
 15 a little bit just a little while ago. The --  
 16 **MS. CONNELL:** Just designate this as  
 17 confidential.  
 18 But you can continue.  
 19 **THE WITNESS:** Yes.  
 20 **A.** The -- we, in the global compensation  
 21 team, do some market research and look at CPI and current  
 22 market ratios for our entire global population.  
 23 **Q.** (By Mr. Song) Uh-huh.  
 24 **A.** And we come up with a recommendation for  
 25 what might make sense in a given country.

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1 **A.** And then we plug in those country  
 2 percentages. And then from there, the budget is assigned  
 3 to each: Safra Catz, Mark Hurd, and Larry Ellison, and  
 4 then it gets cascaded each level, one level at a time.  
 5 **Q.** Okay. And then once that budget is  
 6 approved, can any changes be made to it?  
 7 **MS. CONNELL:** Objection. Vague.  
 8 **A.** The very top level budget? I mean, we  
 9 could -- Safra could say: We're going to spend a little  
 10 bit more here.  
 11 **Q.** (By Mr. Song) Okay.  
 12 **A.** But it really -- we start out with that,  
 13 and nobody has authority to make changes to that top  
 14 number except for our CEOs.  
 15 **Q.** Okay. So once the managers get the budget  
 16 cascaded down to them -- and so, for example, Safra,  
 17 under her line of business, would decide how much each  
 18 manager gets, what their budget is?  
 19 **MS. CONNELL:** Objection. Assumes facts.  
 20 Misstates her testimony.  
 21 **A.** It goes one level at a time.  
 22 **Q.** (By Mr. Song) Okay.  
 23 **A.** So I meet with Safra to ask her how she  
 24 would like to push down her top number.  
 25 **Q.** Okay.

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1       **A.** Say her top -- her overall percentage  
2 globally is 3.8 percent.  
3       **Q.** Okay.  
4       **A.** Depending on the area that we're talking  
5 about, she might say -- you know, or actually, what I --  
6 what I usually start to do for her is model -- go back  
7 into the countries, because she might have a leader who  
8 has a much larger population in India where that country  
9 percentage was 9 percent, and so maybe she would say,  
10 "Give them 5.7 because they've got U.S., they've got  
11 India, they've got people all over the world."  
12       So she makes the decision for the next  
13 level down --  
14       **Q.** Okay.  
15       **A.** -- what their budget would be, and then  
16 those reports make their decision for the next level  
17 down.  
18       **Q.** Okay.  
19       **A.** It goes, usually, one level at a time.  
20       **Q.** Okay. So if you're at the bottom level,  
21 like the M-2 or M-1, you don't have any say in, like  
22 changing the budget or anything like that?  
23       MS. CONNELL: Objection. Misstates --  
24       **Q.** (By Mr. Song) You're stuck with it?  
25       MS. CONNELL: Objection. Misstates her

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1 please have more?"  
2       So they're not necessarily stuck with it.  
3 There's a lot of conversation around that.  
4       **Q.** Okay. So if -- if a manager is given a  
5 budget and they feel like they need more money to keep  
6 their employees or their -- his or her employees deserved  
7 more, they can just ask their -- their manager for more  
8 money?  
9       **A.** They could ask, yes.  
10       **Q.** Yeah? Okay.  
11       **A.** Yeah.  
12       **Q.** And does that happen often?  
13       **A.** It does, actually.  
14       **Q.** Okay. Where -- okay. And what are the --  
15 what are the justifications for asking for more money?  
16       MS. CONNELL: Objection. Assumes facts.  
17 Calls for speculation.  
18       **A.** Goodness. The -- some justifications that  
19 I could think of that have been used, maybe somebody got  
20 a -- they're -- maybe they have a couple of people who  
21 are -- who have really been knocking it out of the park,  
22 and they're not quite to midpoint, and they need a little  
23 bit more so that they can take care of both of those  
24 people and not -- we use the phrase, you know, rob Peter  
25 to pay Paul.

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1 testimony.  
2       **A.** I wouldn't say you're stuck with it.  
3       **Q.** (By Mr. Song) Okay.  
4       **A.** Some -- sometimes -- and the budget  
5 cascading might stop at varying levels. Sometimes an M-2  
6 will get a budget, sometimes they won't.  
7       Sometimes -- they can enter in increases  
8 for people without having a budget in their -- in their  
9 module. They could make recommendation. They could  
10 enter that in without having -- having a budget given to  
11 them.  
12       Because sometimes you might get to, like,  
13 say the director level and they're going to say, "My  
14 budget is \$100,000. I'm going to hold it at my level,  
15 but let everybody else make the input. And then in the  
16 end, it's going to all work within my budget."  
17       So it varies at what level they get them.  
18       **Q.** Uh-huh.  
19       **A.** When you say, "Is the M-2 then stuck with  
20 that budget," not necessarily, because many of the  
21 leaders hold some in reserve, knowing --  
22       **Q.** Oh, okay.  
23       **A.** -- that they will have people who say, "I  
24 have this situation, and the budget you gave me isn't  
25 going to be enough to rectify the situation. Could I

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1       **Q.** (By Mr. Song) Yeah.  
2       **A.** They don't -- they don't want to give a  
3 bunch of people zero so they can cover, like, two  
4 critical cases.  
5       **Q.** Uh-huh.  
6       **A.** So that would be a situation where they  
7 would go up their chain to say: I really need an extra  
8 \$10,000 so I can boost these guys a little bit more  
9 because of, you know, either their performance or their  
10 position and range or maybe they're at a risk for  
11 leaving.  
12       **Q.** Uh-huh.  
13       **A.** We also, in product development, see  
14 situations where there were off-cycle promotions that  
15 didn't include a raise and so they gave the promotion to  
16 them saying, "I will hit you with a raise on the next  
17 focal cycle."  
18       **Q.** Uh-huh.  
19       **A.** And then the raise needed for that would  
20 be a little bit more than what a typical focal would be  
21 because you have to account for, also, their increase in  
22 responsibility.  
23       So if a manager has someone that they need  
24 to address because they gave them a dry promotion during  
25 the year, they might say, "I need another five grand

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1 because this 3 percent isn't sufficient because I  
 2 promoted them, too."  
 3 Q. Okay. And do you know how often those  
 4 requests for extra money are approved?  
 5 A. It is very rare to see them rejected,  
 6 actually.  
 7 Q. Oh, okay. And do the budgets for transfer  
 8 employees -- so we were just talking specifically about  
 9 the focal review budget.  
 10 Would the -- would the budget for -- is  
 11 there a separate budget for transfers?  
 12 A. The -- the transfer employees, throughout  
 13 the year, would just have to fall within that  
 14 manager's -- kind of like new hires.  
 15 Q. Okay.  
 16 A. I mean, they have to operate within their  
 17 own -- within their own budget for --  
 18 Q. Okay.  
 19 A. -- their cost center budget.  
 20 Q. Okay. So aside from focal review budgets,  
 21 are there other salary budgets?  
 22 A. I mean, each --  
 23 Q. Or is that the main one?  
 24 A. That's the main -- I mean, that's the only  
 25 one that I get involved in --

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1 going to come or if they're going to come or how many at  
 2 a time, and each of those is evaluated on -- it's very  
 3 specific to that situation.  
 4 Q. Okay. Is there a specific budget for  
 5 that, for mergers and acquisitions?  
 6 A. That's case-by-case basis.  
 7 Q. Okay. So typically, there's not a set  
 8 budget for salaries for acquired employees?  
 9 A. It's totally case -- we don't have a --  
 10 sometimes we'll say -- you're saying increases for those  
 11 people?  
 12 Q. Or just --  
 13 A. Or what are you --  
 14 Q. -- to take them on? Like --  
 15 A. To take them on?  
 16 Q. Yeah, like if you're going to have, like,  
 17 50 new employees join, is there a budget set aside in  
 18 case or when you guys do -- because I --  
 19 A. No.  
 20 Q. -- I hear you have them pretty often?  
 21 A. Yeah. We do have them often and  
 22 there's --  
 23 Q. Yeah.  
 24 A. -- no way to plan for it.  
 25 Q. Okay.

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1 Q. Okay.  
 2 A. -- or that compensation gets involved in.  
 3 Q. Uh-huh.  
 4 A. You know, I know, like at our executives  
 5 level, they've got a certain budget in mind for -- you  
 6 know, for fiscal '20, you can spend 4 percent globally or  
 7 whatever. So they have -- they're assigned budgets and  
 8 working through the beginning of each fiscal year, what  
 9 their -- what their budget metrics are going to look  
 10 like. They have in mind what their budget is, but a --  
 11 Q. Okay.  
 12 A. -- a broad Oracle --  
 13 Q. And is there a separate budget for new  
 14 hires?  
 15 A. No. That goes --  
 16 Q. No?  
 17 A. -- to what I was saying before.  
 18 Q. Okay.  
 19 A. It all has to fall within their --  
 20 Q. And then what about mergers and  
 21 acquisitions?  
 22 A. Mergers and acquisitions are treated  
 23 completely separately.  
 24 Q. Okay.  
 25 A. And -- because we never know when they're

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1 A. So no --  
 2 Q. So it's not --  
 3 A. -- ahead of time --  
 4 Q. -- planned for? Okay.  
 5 A. -- there is not a --  
 6 Q. All right.  
 7 A. Yeah.  
 8 Q. That's what I was just trying to figure  
 9 out.  
 10 And then you mentioned that some managers  
 11 hold many in reserve, knowing that they're going to get  
 12 requests for money?  
 13 A. Uh-huh.  
 14 Q. Now, is that -- is that coming from the  
 15 top of Oracle, that they're telling managers or  
 16 executives to hold money in reserve? Or is that  
 17 something that managers just do on their own?  
 18 A. Managers just do that on their own.  
 19 Q. Like some if they want to --  
 20 A. Uh-huh.  
 21 Q. -- or they think they're going to come to  
 22 that need?  
 23 A. Yeah.  
 24 Q. Is there any kind of a reserve budget for  
 25 salaries?

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1 A. What do you mean by that?  
 2 Q. Like -- so the main kind of salary budget  
 3 or for increases, sounds like it's for the focal review;  
 4 is that right?  
 5 A. Uh-huh.  
 6 Q. So what about -- so we also talked about  
 7 off-cycle raises. Where does that money come from?  
 8 A. Also from the manager's own budget.  
 9 Q. Okay.  
 10 A. So it has to fit within their budget for  
 11 that --  
 12 Q. Existing budget?  
 13 A. -- quarter or their year or whatever.  
 14 Q. Okay.  
 15 A. It's -- it's my understanding that they  
 16 work with their finance person to sort of accrue for, you  
 17 know, a few percent. Some might accrue for 1 percent  
 18 during the year or whatever, but that's very -- very  
 19 leader-specific.  
 20 Q. Okay. And do -- so managers also get, in  
 21 addition to, like, a salary budget or a budget for  
 22 raises, they also have -- I would -- I would -- or do  
 23 they have other budgets for equipment and office  
 24 supplies, things like that?  
 25 MS. CONNELL: Objection. Beyond the scope

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1 at Oracle.  
 2 A. Okay.  
 3 Q. Is that -- I guess my first question, is  
 4 that part of the focal process as well? Because we saw  
 5 it in one of the forms.  
 6 A. Yeah. The bonus is -- so for most  
 7 employees in product development for the -- and for -- in  
 8 IT and support, it's for the employees who are not  
 9 eligible for overtime. There is what's called -- what we  
 10 call the corporate bonus program, and that is another one  
 11 that is funded based on fiscal year results.  
 12 And since the 2013, this time period  
 13 started, we've had incredibly lean corporate bonus  
 14 budgets.  
 15 Q. Okay.  
 16 A. We don't know for -- [REDACTED]  
 17 [REDACTED]  
 18 [REDACTED]  
 19 Q. Okay.  
 20 A. There wasn't one for FY '18. There was a  
 21 tiny one for FY '17.  
 22 Q. And does performance or product, any of  
 23 those things, factor into bonuses?  
 24 MS. CONNELL: Objection. Incomplete  
 25 hypothetical.

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1 of the PMK topics for which she's been designated.  
 2 You can answer, if you know.  
 3 A. I mean, I know, like I personally had to  
 4 come up with a forecast for travel and expense and for  
 5 education and some of that kind of stuff. I'm not sure  
 6 what else might be. I would think so.  
 7 Q. (By Mr. Song) Okay. Well, because I'm --  
 8 okay.  
 9 So maybe I can follow up with this: So  
 10 managers can -- if managers have off-cycle raises, they  
 11 have to find the money in their own budgets. Can they  
 12 find it in -- let's say, they didn't use all their travel  
 13 money, so they can use that travel money to give a raise  
 14 to an employee?  
 15 A. I don't have any idea --  
 16 Q. Okay.  
 17 A. -- how finance would look upon that.  
 18 Q. Okay. All right. I was just trying to  
 19 figure out, like, how -- so do you know if it has to come  
 20 from the salary or raise budget in order to give the  
 21 employee a raise?  
 22 A. I don't know.  
 23 Q. You don't know? Okay.  
 24 Okay. We haven't talked about bonuses, so  
 25 I wanted to talk a little bit about how bonuses are given

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1 A. Our -- our guidelines and our guidance  
 2 really is that the corporate bonus should be the way  
 3 to -- to reward people for a really great year, for a  
 4 great performance, whether it's a critical project they  
 5 completed or just if they were outstanding overall.  
 6 Generally, that's where the bonus gets filtered to, is  
 7 the high-performing individuals.  
 8 Q. (By Mr. Song) Okay. So it's primarily  
 9 based on performance?  
 10 A. That's what our -- I mean, I can't speak  
 11 for every manager and every decision that's made.  
 12 Q. Uh-huh.  
 13 A. But that's really where our -- where the  
 14 compensation got -- what the --  
 15 Q. The guidelines?  
 16 A. -- compensation philosophy and guidelines  
 17 would say that the bonus recognizes --  
 18 Q. Performance?  
 19 A. -- performance.  
 20 Q. Okay. And do the -- is there -- is it  
 21 always annual, or is it -- I mean, I know it's dependent  
 22 on --  
 23 A. If we're going to have one --  
 24 Q. -- money?  
 25 A. Yeah.

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1 Q. But if all things were working out well,  
 2 it's annual, like, if you've got the budget for it?  
 3 A. Yes, yeah.  
 4 Q. Okay.  
 5 A. It would be to recognize performance each  
 6 fiscal year. If we're going to have one --  
 7 Q. Okay.  
 8 A. -- it recognizes the prior completed year.  
 9 Q. Okay. And is there a specific budget  
 10 for -- for bonuses?  
 11 A. Absolutely.  
 12 Q. Okay.  
 13 A. Yeah.  
 14 Q. And -- and is that similar to the fiscal  
 15 review budget? How does that work?  
 16 A. No. That one is: Our CEOs with finance  
 17 accrue, throughout the year, how much they think we will  
 18 be able to afford. And then if they decide we will be  
 19 going forward with paying out a bonus, they tell me a  
 20 dollar amount at the very top level.  
 21 Q. Okay. And then does it cascade down, the  
 22 way the other budget did?  
 23 A. Yes. Same way.  
 24 Q. Okay. But this is more at the end of the  
 25 fiscal year, correct?

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1 more.  
 2 Q. Okay. And at the -- at the manager level,  
 3 when they're actually making the bonus decisions, how are  
 4 they doing that? Is it just up to their discretion?  
 5 MS. CONNELL: Objection. Calls for  
 6 speculation.  
 7 A. The -- the corporate bonus program is a  
 8 discretionary program. It's manager input.  
 9 Q. (By Mr. Song) Okay. So the -- the manager  
 10 gets to decide how much to -- how much and who to give it  
 11 to?  
 12 A. Yes.  
 13 Q. Okay. And are there guidelines for the  
 14 manager on how to, you know, distribute bonuses?  
 15 A. In our compensation guidelines and when  
 16 we've had bonuses, we do speak to being sure --  
 17 refreshing managers on how they should really focus on  
 18 the people who had an outstanding year or maybe they  
 19 contributed to a really critical project that year, but  
 20 just sort of highlighting -- our guidelines highlight for  
 21 them, especially in years of lean budget -- which is what  
 22 we've had for the last many years -- specifying for them,  
 23 "Remember to focus on the people who are" -- done -- so  
 24 who contributed in that particular fiscal year to the  
 25 most important things.

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1 A. Yes.  
 2 Q. And then the -- the amount of the -- the  
 3 budget that's cascaded down, how is that -- how is that  
 4 figured out? Like, how do they calculate that?  
 5 MS. CONNELL: Objection. Vague.  
 6 A. So the very top level pool, as I said, is  
 7 decided with our CEO in finance.  
 8 Q. (By Mr. Song) Uh-huh.  
 9 A. And then that ends up becoming, we -- we  
 10 calculate from that number the percentage of the eligible  
 11 salaries that is.  
 12 Q. Okay.  
 13 A. So whether it comes out to be [REDACTED] percent  
 14 of all eligible salaries in the company --  
 15 Q. Okay.  
 16 A. -- then the next level cascading,  
 17 everybody would get [REDACTED], across the board. So then from  
 18 the Safra, Mark, and Larry directs, they all get [REDACTED].  
 19 And how they cascade from there is up to them.  
 20 Q. Okay. So would it also be dependent on  
 21 how many employees are within your line of business?  
 22 A. That factors into the eligible salary. So  
 23 yes, you get the percentage of the eligible salaries. If  
 24 you have more employees, you probably have a higher  
 25 eligible salary. So your dollar amount to spend would be

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1 Q. Okay. And are the -- the bonuses that  
 2 managers decide to give employees reviewed? Is there,  
 3 like, a supervision of -- or check on --  
 4 A. So that follows the same as the focal. So  
 5 it works -- it kind of works its way up within the  
 6 workforce compensation module.  
 7 Q. Okay. And are there any systems in place  
 8 to try to ensure equity or fairness in distributing the  
 9 bonuses?  
 10 MS. CONNELL: Objection. Vague. Assumes  
 11 facts. Beyond the scope of the PMK topics for which  
 12 she's been designated.  
 13 A. I don't know. I mean, there's nothing  
 14 centrally mandated or done.  
 15 Q. (By Mr. Song) Uh-huh.  
 16 A. If different HR business partners go in  
 17 and try to do that, they -- they maybe could. But I  
 18 don't know of anything centrally done.  
 19 Q. And so it's the -- the same managers that  
 20 are making the salary decisions, they're the ones that  
 21 are also making the bonus decisions?  
 22 A. Correct.  
 23 Q. Okay.  
 24 A. It's the direct managers for the eligible  
 25 employees.

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1 Q. Okay. And has anything changed in the  
 2 bonus program in the last year?  
 3 MS. CONNELL: Objection --  
 4 A. We haven't had --  
 5 MS. CONNELL: -- vague.  
 6 A. -- one.  
 7 Q. (By Mr. Song) So I guess it hasn't  
 8 changed.  
 9 Okay. Then what about the stock program,  
 10 can we talk about that a little bit?  
 11 A. Sure.  
 12 Q. Okay. So can you tell me about Oracle's  
 13 stock -- stock options, and there's -- I saw a few  
 14 acronyms.  
 15 A. Uh-huh.  
 16 Q. But can you tell me about the stock  
 17 program?  
 18 A. Yeah. It's -- we grant them -- starting  
 19 this year, we do just restricted stock units.  
 20 For prior to this year, we gave employees  
 21 the choice of whether they wanted to receive their grant  
 22 as stock options, RSUs, or a combination of the two, and  
 23 the budget for that. I model out that budget, and it's  
 24 based on head count and location and career level and  
 25 function.

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1 they could decide to either buy those 250 at \$54 and  
 2 they've already gained \$6 a share, or they could just  
 3 sit on it and wait for more to vest. And they have ten  
 4 years to decide what they want to do with them. Within  
 5 that ten years, if the price goes up to \$100, they've  
 6 just gained \$46 on all thousand shares.  
 7 With RSUs, restricted stock units, that  
 8 also has a four-year vesting period, but when they vest,  
 9 one year -- the first year out when they vest, we  
 10 automatically -- there's a taxable event and we  
 11 automatically distribute them right away. So it's  
 12 more -- it's more like a -- it doesn't have as much of a  
 13 retention capability in it because they get the value of  
 14 it every year on the year.  
 15 Q. Okay.  
 16 A. Whereas with options, the longer --  
 17 generally, the longer you hold onto the options, the more  
 18 money you're going to make as long the company continues  
 19 to grow and as long as the stock price grows.  
 20 Q. Okay. And who's making those stock  
 21 decisions?  
 22 A. What decisions?  
 23 Q. Like to -- whether to give somebody a  
 24 stock option and who gets them?  
 25 A. The managers.

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1 And -- and then that overall high budget,  
 2 once again, gets approved by our CEOs. And -- and then I  
 3 break that down into what it means for each one of their  
 4 direct reports based on their head count, in which  
 5 countries, in which functions, and all those kinds of  
 6 things.  
 7 So similarly, it works its way down kind  
 8 of one at a time.  
 9 Q. Okay. And what are RSUs?  
 10 A. Restricted stock units.  
 11 Q. Okay. What's the difference between that  
 12 and the stock option that you mentioned?  
 13 A. So a stock option gives you the -- gives  
 14 you the right to purchase Oracle shares in the future at  
 15 the -- at the price at which they were granted.  
 16 So, for example, if somebody got a grant  
 17 on January 1 of 2019 at \$54, in -- and there's an  
 18 expiration of ten years. They vest 25 percent a year for  
 19 four years, and after each vesting, they could sell them  
 20 or they could hang on -- they could exercise them or hang  
 21 onto them. But they have ten years to do something with  
 22 them.  
 23 If -- say they got 100 -- 100 stock --  
 24 I'll say 1,000 stock options on January 1 of 2019 at \$54.  
 25 2020, 250 of them vest, and if the price was up to 60,

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1 Q. The -- so the same managers who are doing  
 2 the salary and the bonus?  
 3 A. So let me -- let me rephrase -- let me  
 4 step back.  
 5 So it's the same program, it's the same  
 6 workforce compensation module. Equity is held at a much  
 7 higher level at Oracle. We don't -- while everyone IC-1  
 8 and above is eligible to receive equity, it's only about  
 9 20 percent of our global population actually get equity  
 10 and so the budgets --  
 11 Q. Okay.  
 12 A. -- and the decisions are made much higher.  
 13 Q. Okay.  
 14 A. It doesn't go down to, like, the [REDACTED] and  
 15 the [REDACTED]. It's generally more [REDACTED] and above, probably,  
 16 who make those decisions because it really is about the  
 17 retention of our higher-level, critical,  
 18 key-to-maintain -- or key-to-retain employees that end up  
 19 getting equity.  
 20 Q. Okay. And are all employees eligible for  
 21 equity?  
 22 A. Yes.  
 23 Q. Okay. So it doesn't matter if your IC  
 24 or --  
 25 A. IC-1 and above.

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1 Q. Okay.  
 2 A. Not IC-0s. IC-1 and above, they're  
 3 eligible to receive it.  
 4 Q. And do you know if IC-1s do get stock  
 5 options?  
 6 A. We have some of them who do.  
 7 Q. Okay. And do you know -- have any idea  
 8 what the percentage is?  
 9 A. [REDACTED]  
 10 Q. [REDACTED]  
 11 A. [REDACTED] Our IC-1s, I will say most of the  
 12 IC-1s that we see who get it are the -- like the  
 13 [REDACTED].  
 14 Q. Okay.  
 15 A. Because they are pretty critical-to-retain  
 16 employees, so . . .  
 17 Q. Okay.  
 18 A. And they fall into that IC-1 category.  
 19 Q. Okay. What level do employees really  
 20 start to take -- take advantage of the stock options?  
 21 MS. CONNELL: Objection. Vague. Calls  
 22 for speculation.  
 23 A. What do you mean at what level do they  
 24 start --  
 25 Q. (By Mr. Song) So -- so --

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1 MR. SONG: Okay. Can we take a quick  
 2 break?  
 3 MS. CONNELL: Sure.  
 4 MR. SONG: And then how much time do I  
 5 have left?  
 6 THE VIDEOGRAPHER: Right now, we're at 4  
 7 hours and 54 minutes, so a little over 2 hours, 5  
 8 minutes.  
 9 MR. SONG: Okay.  
 10 THE VIDEOGRAPHER: Going off the record.  
 11 Time is 3:29 p.m.  
 12 (Recess taken from 3:29 p.m. until  
 13 3:42 p.m.)  
 14 THE VIDEOGRAPHER: Back on the record.  
 15 Time is 3:42 p.m.  
 16 Q. (By Mr. Song) Ms. Waggoner, before the  
 17 break, did you say that Oracle had lean years from '13 to  
 18 '19? Were those the years?  
 19 A. I -- off the top of my head, I don't  
 20 remember the exact years, but we've had some lean ones of  
 21 late, yes.  
 22 Q. Okay.  
 23 A. Yes.  
 24 Q. And do you --  
 25 A. When it comes to bonus, when it comes to

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1 A. -- to take advantage?  
 2 Q. -- you said at IC-1, it's a [REDACTED]  
 3 percentage?  
 4 A. Uh-huh.  
 5 Q. Is it at a IC-4 where, you know, maybe [REDACTED]  
 6 [REDACTED] percent start getting --  
 7 MS. CONNELL: Object --  
 8 Q. (By Mr. Song) -- the stock options?  
 9 MS. CONNELL: Objection. Assumes facts --  
 10 Q. (By Mr. Song) Just --  
 11 MS. CONNELL: -- vague and ambiguous.  
 12 A. So it depends.  
 13 Q. (By Mr. Song) Okay.  
 14 A. It very much depends on the function and  
 15 what the role is. In some organizations, they might --  
 16 it's only IC-5s and -6s and then M-4s and above. In  
 17 other organizations, they may decide they've got some  
 18 critical retain -- critical retentions down at the [REDACTED]  
 19 level. It really depends. It varies drastically.  
 20 Q. All right. And for bonuses and stocks, do  
 21 you guys do trainings on those programs?  
 22 A. Yes.  
 23 Q. Okay. And there are specific guidelines  
 24 that you're training about during those trainings?  
 25 A. Yes.

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1 bonus.  
 2 Q. Oh, okay. What about in terms --  
 3 A. And --  
 4 Q. -- of just general -- generally -- so what  
 5 about just generally?  
 6 MS. CONNELL: Objection. Vague and beyond  
 7 the scope of the topics for which she's been designated  
 8 to testify.  
 9 A. So if we're talking about focal and  
 10 equity -- or focal and bonus budgets, focal budgets have  
 11 been fairly lean, too. We've had a good last few years  
 12 of at least having something.  
 13 Q. (By Mr. Song) Uh-huh.  
 14 A. The bonus budgets have been very rare and  
 15 very small when we've had them.  
 16 Q. Okay. And this has been since about 2013?  
 17 A. I -- like I said, I don't recall --  
 18 Q. Okay.  
 19 A. -- off the top of my head. It -- it  
 20 probably predates 2013 even.  
 21 Q. All right. You also mentioned robbing  
 22 Peter to pay Paul?  
 23 A. Yeah.  
 24 Q. And I -- I've heard and seen that before.  
 25 A. Yes.

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1 Q. So what do you mean by that?  
 2 A. It's kind of like a Robin Hood scenario,  
 3 take from the --  
 4 Q. Okay.  
 5 A. -- rich to give to -- so -- or -- or take  
 6 from -- you know, if you have very good performers but  
 7 not outstanding, or you have -- you have a couple  
 8 promotions that need to be addressed and your other  
 9 people are good and you'd like to give them a raise as  
 10 well, and they've -- they've -- they've earned their  
 11 raise, you wouldn't -- if your overall budget is only  
 12 \$30,000 but you need about 25- to spend to recognize  
 13 those two promotions, you don't want to have only 5,000  
 14 to give to the rest of your team, who also --  
 15 Q. Okay.  
 16 A. -- did well but you don't have enough  
 17 budget in what was initially given to you.  
 18 So it's -- it's just a matter of saying,  
 19 "We don't want to take from all of these other people  
 20 just because you have promotions to deal with," so that's  
 21 when they might ask for some more money to deal with  
 22 their exceptional circumstance of --  
 23 Q. Okay.  
 24 A. -- recognizing the promotions.  
 25 Q. And does that ever occur from, like,

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1 Q. (By Mr. Song) For example, if it's just  
 2 a -- if they have a limited focal review budget, but they  
 3 have additional travel money or something that they don't  
 4 need, can they -- can they use some of that travel money  
 5 for salaries?  
 6 MS. CONNELL: Objection. Incomplete  
 7 hypothetical.  
 8 A. During a focal?  
 9 Q. (By Mr. Song) Or just at any point.  
 10 A. I mean, I think we covered this. I'm not  
 11 sure if they could take from there. I mean, during the  
 12 out-of-cycle stuff -- they certainly couldn't in focal.  
 13 They couldn't say in focal --  
 14 Q. During focal, they can't?  
 15 A. -- "I've got another -- I've got \$5,000 in  
 16 my travel budget I'm not going to use, I'm going to put  
 17 it in focal." Absolutely not.  
 18 During year stuff, I -- I doubt it. I  
 19 would think finance would say, "No, this is your -- this  
 20 was your salaries budget. You don't get to take it out  
 21 of your T&E for salaries."  
 22 But I can't be absolutely certain. I  
 23 certainly am not involved in that area.  
 24 Q. All right. And are there situations where  
 25 a new hire could -- could be assigned or placed in a

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1 budget to budget, like focal review budget to maybe they  
 2 take -- try to take money from the bonus budget to have  
 3 more fund?  
 4 A. They -- because -- because bonus and focal  
 5 are so different and the budgets are different --  
 6 Q. Uh-huh.  
 7 A. -- we strongly advise against it, and I  
 8 don't believe that it really happens because a spend for  
 9 bonus is a one-time hit on our books.  
 10 Q. Okay.  
 11 A. That same dollar amount spent on focal, it  
 12 grows exponentially and it continues to hit our books  
 13 each year. If you give them a \$1,000 raise, it's \$1,000  
 14 every single year going forward. If you give them a  
 15 \$1,000 bonus, it's a \$1,000 hit that year and then it  
 16 doesn't hit our books anymore.  
 17 Q. Okay.  
 18 A. So it's -- financially, they're entirely  
 19 different forms of reward for the company.  
 20 Q. Are -- are managers or are executives able  
 21 to borrow or steal from other budgets aside from -- to  
 22 pay salaries?  
 23 MS. CONNELL: Objection --  
 24 Q. (By Mr. Song) Is that permitted at Oracle?  
 25 MS. CONNELL: Objection --

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1 different job code or job title than they initially  
 2 applied for?  
 3 MS. CONNELL: Objection. Incomplete  
 4 hypothetical. Calls for speculation.  
 5 A. So in the posting process, in the  
 6 requisition posting process, the manager selects the job  
 7 code that most closely represents the role that they have  
 8 to fill and the level at which they would like to fill  
 9 it. Depending on the candidate they choose, they are  
 10 free to go one level up or one level down, depending on  
 11 what that candidate brings to the table.  
 12 If they bring someone in a little bit more  
 13 senior than what they originally posted for and they're  
 14 going to give them a little bit more complexity in their  
 15 responsibility, they could go one career level up in  
 16 that, but that's the only time that the job code would  
 17 change when they come on board.  
 18 Q. (By Mr. Song) Okay. When you say "one  
 19 level up or one level down," you're talking --  
 20 A. Yes.  
 21 Q. -- about the career level?  
 22 A. The career level.  
 23 Q. Okay.  
 24 A. So like --  
 25 Q. So like a --

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1           **A.** -- a software developer 3, they could  
2 bring them on as a 4, or a software developer 3, they  
3 could bring them on as a 2, depending on that candidate.  
4           **Q.** Okay. Would the employee or the new hire  
5 have any, like, kind of impact on whether they can change  
6 their, you know, job code or global contributor level or  
7 anything like that?  
8           MS. CONNELL: Objection. Incomplete  
9 hypothetical. Calls for speculation --  
10          **Q.** (By Mr. Song) Like, can they --  
11          MS. CONNELL: -- and vague.  
12          **Q.** (By Mr. Song) -- advocate for -- if they  
13 applied for, like, a G -- IC-2 --  
14          **A.** Uh-huh.  
15          **Q.** -- could they advocate for an IC-3 or -4?  
16          **A.** They couldn't advocate for a -- well, if  
17 it's posted as a 3 --  
18          **Q.** Yeah.  
19          **A.** -- they could advocate -- they -- I mean,  
20 I don't -- I don't see why not, if the manager -- if they  
21 said, "I feel that I bring more to the table than what  
22 you need, and I'm going to contribute at a higher level  
23 than a 3, would you consider me for a 4?" That might  
24 happen. I don't know. It could.  
25          **Q.** All right. And another topic I wanted to

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1           Managers also are supposed to be having  
2 frequent conversations with their employees about their  
3 own career aspirations and career development. So an  
4 employee could advocate for themselves in that way and  
5 say, "You know, one day I'm really actually interested  
6 in -- in managing a team. Could we please discuss what  
7 my path might look like in order to get promoted in that  
8 way?"  
9           Or maybe as they've worked, say, at an  
10 IC-3 level, maybe their job has gotten more -- more  
11 complex and more responsibility has been added to their  
12 plate over time. A manager could say, "You know, they've  
13 been here, they've done well, their roles and duties now  
14 meet the IC-4 level. I'm going to submit them for that  
15 promotion."  
16          **Q.** (By Mr. Song) And then how is it  
17 determined whether it will be a wet or a dry promotion?  
18          **A.** For the most part, most of the -- most of  
19 the dry promotions happen in the product development  
20 function, specifically the product development leaders  
21 who used to report to Thomas Kurian.  
22          **Q.** Okay.  
23          **A.** They had a practice of doing -- doing  
24 their promotions at one time during the year and with the  
25 plan to address the money part at -- at focal.

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1 talk to you about are promotions.  
2          **A.** Okay.  
3          **Q.** Do promotions have any bearing on -- on  
4 raises, compensation?  
5          MS. CONNELL: Objection. Vague.  
6          **A.** I guess, what -- what do you mean by that?  
7          **Q.** (By Mr. Song) Well, do promotion -- well,  
8 I mean, let me first ask, do promotions always come with  
9 a raise?  
10          **A.** They do not always come with a raise.  
11          **Q.** Okay. And is that what's -- is that  
12 what's termed a "dry promotion," without a raise?  
13          **A.** Correct.  
14          **Q.** Okay. But promotions can lead to raises?  
15          **A.** Yes.  
16          **Q.** Okay. So then how are promotions decided  
17 at Oracle?  
18          MS. CONNELL: Objection. Assumes facts.  
19 Vague.  
20          **A.** So if somebody -- somebody could apply for  
21 a job that's been posted internally for -- for a  
22 promo- -- and it could -- might be a higher career level,  
23 whether it's an IC to a management job; maybe they're  
24 interested in managing a team, they could apply and  
25 express interest in it that way.

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1           The other -- other organizations around  
2 the company, an increase will a little more typically  
3 come with a promotion. But there could be cases where  
4 maybe the employee is already fairly compensated in the  
5 new range and maybe they would say, "We're just going to  
6 give you an equity grant to recognize this promotion  
7 instead." Or maybe just a -- a cash bonus or something  
8 to recognize it instead.  
9           But it isn't -- there isn't a  
10 one-size-fits-all in that as well. It's kind of a  
11 case-by-case.  
12          **Q.** Okay. And how is the promotion process  
13 initiated?  
14          MS. CONNELL: Objection. Vague.  
15          **A.** So -- actually, promotions can also happen  
16 within a focal. So in that case, the manager would put  
17 in -- enter in the new job code within the focal, and  
18 they would enter in the new job code and the -- and the  
19 reward, the compensation reward associated within a  
20 focal.  
21           The -- the process to initiate a promotion  
22 for an individual employee, if -- if it is just a  
23 promotion on the same team with the same manager, the  
24 manager would submit a Workflow that --  
25          **Q.** (By Mr. Song) Okay.

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1           **A.** -- assigns the -- the next-level job to  
2 that person. If it's that they're applying for a  
3 requisition, it would go through -- they would apply and  
4 then it would go through that -- that Workflow.  
5           **Q.** Can an employee also initiate -- I mean,  
6 can they request promotion?  
7           **A.** They could certainly have conversations  
8 with their managers about their desire to be promoted,  
9 yes.  
10          **Q.** Okay. And it's essentially the manager  
11 that's making the decision on the promotion?  
12          **A.** Yes. Either the -- if it's applying for a  
13 different -- for an opening for a requisition and  
14 applying for that, then the manager decides if they're  
15 going to hire them into that position; or if there's  
16 going to be a promotion to an employee, the manager would  
17 have to decide that the -- that they want to promote  
18 them.  
19          **Q.** And the manager would also be making the  
20 decision on a wet or dry promotion?  
21          **A.** Yes. They would, yeah. And sometimes  
22 with consultation with HR or if HR engages comp, but yes,  
23 it's a manager decision.  
24          **Q.** Okay. And is there any review of the  
25 promotion process?

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1 manager to say, "I'm resigning. I've gotten an offer at  
2 X company," and the manager may say, "I would like to  
3 counter."  
4           It's essentially a counter to an external  
5 offer and then -- and then they could -- if the employee  
6 would stay for our counteroffer, then they would initiate  
7 a transaction for that counteroffer.  
8           **Q.** Okay. And is that one of the better ways  
9 to get a big raise at Oracle?  
10          **MS. CONNELL:** Objection. Assumes facts.  
11 Vague and ambiguous. Argumentative.  
12          **A.** I guess I'm not -- I'm not sure what --  
13 what you mean by that.  
14          **Q.** (By Mr. Song) Well, if you -- it seems  
15 like -- it seems like the dive and save -- I don't know  
16 what you want to call it -- program or practice seems to  
17 result in larger increases or raises for --  
18          **MS. CONNELL:** There's no question pending.  
19          **THE WITNESS:** Okay.  
20          **Q.** (By Mr. Song) So is -- and so it seems  
21 like that's one of the -- one of the better ways or best  
22 ways to get a large increase at Oracle, or maybe at any  
23 company.  
24           But would that be fair to say, that the  
25 dive and -- getting an offer from an outside company is

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1           **MS. CONNELL:** Objection. Vague.  
2           **A.** It's the same as the Workflow process that  
3 come -- that is outlined in our matrix, the Exhibit 8.  
4 If it involves money, it goes all the way -- it goes up  
5 the chain.  
6           If it is just a -- and then the other  
7 reviews, it speaks in Exhibit 8, if it's a job change to  
8 a position below an M-4, it only has to go up one level.  
9 But if it's a job change to a director or senior  
10 director, it goes up to a few levels; and then job change  
11 to M-6 or above, it goes up to the CEO office.  
12           So it depends. But it's -- it's the  
13 Workflow process. Kind of like the offer, where it has  
14 to go through various stages.  
15          **Q.** (By Mr. Song) All right. And then can you  
16 tell me about the dive and save? Is dive and save a  
17 policy at Oracle?  
18          **A.** I -- not a policy.  
19          **Q.** Okay.  
20          **A.** Dive and saves happen at Oracle.  
21          **Q.** All right.  
22          **A.** And essentially, that refers to an  
23 employee who has an offer to leave Oracle. They have an  
24 offer in hand for a higher compensation package than  
25 they're earning at Oracle, and they could go to their

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1 one of the better ways to get a large raise at Oracle?  
2           **MS. CONNELL:** Objection. Assumes facts  
3 not in evidence. Lacks foundation. Object to the  
4 characterization of the practice. And vague.  
5           **A.** You have to be very careful if you're  
6 going to try that approach because that assumes that your  
7 manager would care to counter. And --  
8          **Q.** (By Mr. Song) That's true.  
9          **A.** And it takes effort to go out and try to  
10 seek another job. And if you've got, you know, one foot  
11 out the door already and you've got an offer, some  
12 managers may say, "Okay, congratulations, good luck."  
13           So I wouldn't say that that's a good way  
14 to go about it, no.  
15          **Q.** Okay. What about -- what about former  
16 employees who reapply to Oracle, are -- is Oracle open to  
17 hire -- to rehiring former employees?  
18          **A.** Former high-performing employees, yes.  
19 That's --  
20          **Q.** Former high-performing?  
21          **A.** Yes.  
22          **Q.** Yeah. Qualify that. Sure.  
23           Okay. And would they typically be granted  
24 raises?  
25          **MS. CONNELL:** Objection. Calls for

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1 speculation.  
 2 **A.** That depends.  
 3 **Q.** (By Mr. Song) Okay. But if they -- if  
 4 they had -- if they had obtained, you know, good  
 5 experience to develop their skills, were high performing,  
 6 would they typically get a raise when they came back?  
 7 **MS. CONNELL:** Objection. Incomplete  
 8 hypothetical and calls for speculation.  
 9 **A.** I guess it would depend on where they were  
 10 when they left.  
 11 **Q.** (By Mr. Song) Uh-huh.  
 12 **A.** They would be paid appropriately for the  
 13 job that they're coming back into. Whether that involves  
 14 a raise over where they were when they left, I can't  
 15 really speak to that, I guess.  
 16 **Q.** Okay. Okay. I think I have my last set  
 17 of exhibits for you.  
 18 **Okay.** So this was previously marked as  
 19 Exhibit 88.  
 20 **A.** Okay.  
 21 **Q.** Okay. Have you seen this document before?  
 22 **A.** I have not.  
 23 **Q.** Okay. Do you know what this document is?  
 24 **A.** I can only go based on the heading --  
 25 **Q.** Okay.

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1 dive and save?  
 2 **A.** Not to my knowledge.  
 3 **Q.** So the dive and save -- so dive and saves  
 4 are -- well, how would you describe dive and saves at  
 5 Oracle? They're not a policy. There's no guidelines  
 6 regarding them.  
 7 **Would you say they're a practice?**  
 8 **MS. CONNELL:** Objection -- objection.  
 9 Vague and ambiguous. Assumes facts.  
 10 **A.** I wouldn't say they're a practice, no.  
 11 **Q.** (By Mr. Song) Okay.  
 12 **A.** I would say dive and saves are  
 13 occasionally offered. Like I said, another word for it  
 14 is a counteroffer.  
 15 **Q.** Okay.  
 16 **A.** This is their way to get somebody who they  
 17 view as really critical to retain, to make them not leave  
 18 because of the pay at another company. So I wouldn't  
 19 say, you know, common, uncommon practice -- not a  
 20 practice, no. It's -- they happen on occasion.  
 21 **Q.** Okay. Do you have any idea how often they  
 22 happen?  
 23 **A.** I don't.  
 24 **Q.** Okay. But dive and save -- dive and saves  
 25 are well-known in Oracle, correct?

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1 **A.** -- of the document.  
 2 **Q.** Okay.  
 3 **A.** I have not seen anything like this before.  
 4 **Q.** Oh, you've never seen a document like  
 5 "Request for Dive-and-Save . . ."?  
 6 **A.** No, I have not.  
 7 **Q.** Okay. Do you know who [REDACTED]  
 8 is?  
 9 **A.** I don't.  
 10 **Q.** Okay. And -- okay. So you -- so if you  
 11 haven't seen this document, how does the -- how does a  
 12 typical dive and save -- is this -- how does a typical  
 13 dive and save get communicated to Oracle?  
 14 **MS. CONNELL:** Objection. Assumes facts.  
 15 Lacks foundation. Calls for speculation.  
 16 **A.** I don't know and I would -- I would guess  
 17 that it depends. Some might pick up the telephone and  
 18 call their manager and say, "I've got this situation."  
 19 Some --  
 20 **Q.** (By Mr. Song) Okay.  
 21 **A.** -- may draft an email.  
 22 **This is very detailed. I have not ever**  
 23 **seen any -- this isn't an Oracle form or anything like**  
 24 **that.**  
 25 **Q.** Okay. And are there guidelines regarding

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1 **MS. CONNELL:** Objection. Assumes facts.  
 2 Vague and ambiguous. Calls for speculation.  
 3 **A.** I guess I don't -- I mean, I think --  
 4 counteroffers in general, at any company, happen, so --  
 5 **Q.** (By Mr. Song) Sure.  
 6 **A.** -- I don't know that Oracle is any --  
 7 saying it's "well-known," I think -- for professional  
 8 people in the corporate world, counteroffers happen. So  
 9 whether it's any different at Oracle or not, I don't  
 10 know, or if it's well-known or common or any of that  
 11 stuff.  
 12 **Q.** Okay. Do most people at Oracle know what  
 13 dive and save, what it is, what a dive and save is?  
 14 **MS. CONNELL:** Objection. Calls for  
 15 speculation.  
 16 **A.** I --  
 17 **MS. CONNELL:** Asked and answered.  
 18 **A.** I couldn't answer that. I have no idea.  
 19 I think the term speaks for itself. I think they -- it's  
 20 pretty self-explanatory, but I don't know if everybody  
 21 would know that terminology.  
 22 **Q.** (By Mr. Song) Yeah. I think that's what's  
 23 different is, a counteroffer, I think is very common. I  
 24 had never heard of dive and save before this case, but  
 25 there's plenty of documents referencing dive and save,

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1 and everyone that's been in deposition seems to know what  
2 dive and save is, so it just seems like it's established  
3 at Oracle.  
4 Okay. So here's one -- so one way to --  
5 this is one way to obviously make a request for dive and  
6 save. You said that sometimes -- you think that  
7 sometimes there's just a telephone call or a conversation  
8 requesting a dive and save, so it's not -- not in  
9 writing?  
10 A. I mean, I can't speak specifically to a  
11 situation, but I -- I would imagine even in -- like if  
12 this were to happen in my situation, if I had somebody I  
13 wanted to do a dive and save for, I would pick up the  
14 phone and talk to my manager about the situation; and  
15 then we would tend to agree yes or no, this is something  
16 we should put forward. And then I would enter it into a  
17 Workflow, and then it would go up the chain of command  
18 again, similar to any other off-cycle.  
19 Q. Okay. Other than conversations, this type  
20 of -- you know, it looks like a little memo or --  
21 A. Uh-huh.  
22 Q. -- proposal, do you know of other ways to  
23 request a dive and save?  
24 A. That's all I --  
25 Q. Okay. That's --

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1 Q. I mean, this document before? No?  
2 A. No.  
3 Q. Okay. Do you know what it's referencing?  
4 A. Well --  
5 MS. CONNELL: Objection. The document  
6 speaks for itself.  
7 A. I mean, reading it, it looks like it's a  
8 request for approval for a dive and save.  
9 Q. (By Mr. Song) Okay. And then let's see.  
10 So this looks like an email chain  
11 regarding a dive-and-save request?  
12 A. Uh-huh.  
13 Q. It looks like there's some approvals.  
14 Can you tell me about the approval process  
15 for dive-and-save requests?  
16 MS. CONNELL: Objection. Assumes facts.  
17 Calls for speculation. Lacks foundation.  
18 A. So the formal approval process would  
19 happen through Workflows. Like I said, it goes up the  
20 chain of command.  
21 What each line of business or what each  
22 leader requires as far as their own approval process, I  
23 can't speak to the individual. Like this whole email  
24 chain and who needs to approve what, I -- it probably  
25 isn't consistent throughout the entire company, but once

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1 A. -- recall.  
2 Q. -- all you've seen?  
3 A. Yeah. I don't -- I mean, I don't --  
4 Q. Okay.  
5 A. Verbal or written, those are your two  
6 options, I would think.  
7 Q. Okay. And then just a budget question  
8 regarding dive and save.  
9 Is there a specific budget for dive and  
10 save?  
11 A. No.  
12 Q. No? So where would this money come from,  
13 which budget --  
14 A. That would have to come from their own  
15 budget -- from the own manager's budget for that fiscal  
16 year.  
17 Q. Just for this -- for the salary budget?  
18 A. Yeah. Yeah.  
19 Q. Okay. Okay. Here's an exhibit marked as  
20 89.  
21 A. Okay.  
22 (A pause occurred in the proceedings.)  
23 A. Okay.  
24 Q. Okay. Have you seen this budget before?  
25 A. No.

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1 a -- once a manager enters it into Workflow, it has to go  
2 through the approval matrix.  
3 Q. (By Mr. Song) Okay. Similar to salary  
4 increases or raises?  
5 A. Off-cycle, yes, or new hires or . . .  
6 Q. Okay. And do you know if justifications  
7 are required for dive and save?  
8 MS. CONNELL: Objection. Vague.  
9 Q. (By Mr. Song) It's at the bottom of that  
10 email, the first page, talks about the details and  
11 justification.  
12 A. I would think so. I don't think -- I  
13 mean, in this case, Thomas isn't going to approve if they  
14 just send something saying, "I need to give a 22 percent  
15 raise to this person." He's going to want to know why,  
16 so yeah, I would think so.  
17 Q. Okay. And then the third sentence of the  
18 email at the bottom: "The completed dive and save  
19 template is attached."  
20 Do you know what template they're talking  
21 about?  
22 A. I am going to guess that it's --  
23 MS. CONNELL: Don't -- don't guess.  
24 THE WITNESS: All right.  
25 A. Well, it's what follows.

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1 MS. CONNELL: Yeah.  
 2 A. The document --  
 3 MS. CONNELL: It --  
 4 A. -- speaks for itself.  
 5 MS. CONNELL: -- speaks for itself. Yeah.  
 6 A. It's -- it's right there.  
 7 Q. (By Mr. Song) Okay. But -- so that's just  
 8 an email -- so but the template would not be Exhibit 88?  
 9 MS. CONNELL: Objection. Calls for  
 10 speculation and the documents speak for themselves.  
 11 A. I don't think so. When they say it's  
 12 attached, I would think that's what this is (indicating).  
 13 Q. (By Mr. Song) Okay. If you turn to the  
 14 next page, at the very top, in bold, it says, "If  
 15 approved, [REDACTED] will have [REDACTED] left in his dive and save  
 16 budget."  
 17 So --  
 18 A. Yes, I see that.  
 19 Q. -- do you know what that means?  
 20 A. I don't know exactly what that means, but  
 21 given it's the number [REDACTED], I would say they were given, by  
 22 Thomas, X number of opportunities in a fiscal year to  
 23 dive and save and --  
 24 Q. Uh-huh.  
 25 A. -- he can do it [REDACTED] more times in the year.

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1 A. But this looks like it was 2014, and at  
 2 that time, he was one of our presidents, so probably got  
 3 the CEO office of approvers stamp within the Workflow.  
 4 But again, that's a -- that's a sanity,  
 5 and when they see that Thomas has reviewed and approved,  
 6 Thomas's approval generally is what enacts the change.  
 7 Q. (By Mr. Song) So it would be Thomas Kurian  
 8 and others at his level?  
 9 MS. CONNELL: No. Objection. Misstates  
 10 her testimony.  
 11 A. Well --  
 12 Q. (By Mr. Song) Like, if it's not under  
 13 Thomas Kurian's line of business, let's say a dive and  
 14 save under somebody else --  
 15 A. Uh-huh.  
 16 Q. -- it wouldn't -- it obviously wouldn't go  
 17 to Thomas Kurian?  
 18 A. Correct.  
 19 Q. So --  
 20 A. It would not come to Thomas --  
 21 Q. So --  
 22 A. -- Kurian.  
 23 Q. -- it would be somebody at his level or --  
 24 I'm just trying to find out the approval process for --  
 25 for these --

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1 Q. Okay. You don't think that's referring to  
 2 money, like --  
 3 A. No.  
 4 Q. Okay.  
 5 A. Absolutely not.  
 6 Q. Okay. And so the dive-and-save budget is  
 7 not referring to money, but the number of employees they  
 8 can do dive and save on?  
 9 MS. CONNELL: Objection. The document  
 10 speaks for itself. Calls --  
 11 A. That's what it looks like.  
 12 Q. (By Mr. Song) So for this dive-and-save  
 13 request, it looks like Thomas Kurian was the final  
 14 approver; is that correct?  
 15 A. It appears that way.  
 16 MS. CONNELL: Objection --  
 17 Q. (By Mr. Song) Okay.  
 18 MS. CONNELL: -- the document speaks for  
 19 itself. And calls for speculation.  
 20 Q. (By Mr. Song) Do you know if dive-and-save  
 21 requests need to go above Thomas Kurian's level?  
 22 MS. CONNELL: Objection. Incomplete  
 23 hypothetical.  
 24 A. Thomas is no longer here.  
 25 Q. Uh-huh.

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1 A. Well, again, if --  
 2 Q. -- like how high it needs to go.  
 3 MS. CONNELL: Calls for speculation.  
 4 Incomplete hypothetical. Asked and answered.  
 5 A. If we go back to the Exhibit 8 again.  
 6 Q. (By Mr. Song) Okay.  
 7 A. Because it involves money.  
 8 Q. Uh-huh.  
 9 A. It says, base salary change increase goes  
 10 up to that CEO office of approvals --  
 11 Q. Okay. So it would just --  
 12 A. -- so --  
 13 Q. -- even -- the dive and save would just  
 14 follow this --  
 15 A. Yes, absolutely.  
 16 Q. -- same approval process?  
 17 A. Same Workflow process.  
 18 Q. All right. And then regarding both these  
 19 people in, let's see, 88 and 89, so it would be [REDACTED]  
 20 [REDACTED] and [REDACTED] -- I'm not sure if I'm  
 21 pronouncing that correctly -- do you know why these  
 22 people weren't addressed during the focal review, why  
 23 their salaries weren't addressed during the focal review?  
 24 A. I don't know that we can say that they  
 25 weren't. I --

300

1 Q. Okay.

2 A. I mean, it doesn't -- I don't know that

3 you can draw that conclusion, unless it says specifically

4 in here that it wasn't.

5 Q. Well, the -- you know, like, for example,

6 if we turn to page [sic] 88, you know, the -- under

7 "Proposal," it says: [REDACTED] salary is astonishing

8 low. At \$ [REDACTED], her salary falls far below the grade --

9 job grade range of [REDACTED] to [REDACTED]. Her direct

10 reports in the U.S. are earning [REDACTED] percent to [REDACTED] percent

11 more than she is.

12 So it seems like it would be difficult to

13 say that her salary was addressed during focal review if

14 she's that -- that underpaid.

15 So is there -- so do you know why her

16 situation wasn't addressed during focal review?

17 MS. CONNELL: Objection. Assumes facts.

18 Argumentative. Beyond the scope of the PMK topics for

19 which she's been designated. Calls for speculation.

20 A. I don't know individual circumstances, but

21 as I mentioned before, I don't think we can draw the

22 conclusion that she got nothing at focal.

23 Q. (By Mr. Song) Okay. Well -- all right.

24 So maybe she got something at focal, but -- or, okay, let

25 me rephrase that question.

301

1 focal because our budget does not allow for us to spend

2 so much on one person."

3 Q. Uh-huh. Okay. And in 2014, do you know

4 when that focal review took place?

5 MS. CONNELL: Objection. Assumes facts.

6 A. I --

7 Q. (By Mr. Song) Or -- or --

8 A. -- have no idea.

9 Q. Okay. Do you know if there was one in '12

10 or '13?

11 A. Not off the top of my head, I don't.

12 Q. Okay. Okay. If they didn't have enough

13 money in focal to address this salary discrepancy, they

14 couldn't have -- couldn't they have asked for more money?

15 MS. CONNELL: Objection. Incomplete

16 hypothetical.

17 A. They -- I mean, it's possible. Again, I

18 don't know the circumstance for this woman. I don't --

19 it's -- maybe she got 10 percent already and they were

20 trying to deal with it small amounts at a time.

21 Q. (By Mr. Song) Uh-huh.

22 A. I don't know the circumstance.

23 Q. Okay. Do you know if this -- this kind of

24 a situation happens frequently?

25 MS. CONNELL: Objection. Vague and

303

1 Then why wasn't she given a -- whether she

2 was or wasn't given a raise at focal, why wasn't she

3 given a larger raise during focal?

4 MS. CONNELL: Same objections. Calls for

5 speculation. Beyond the scope of the PMK testimony --

6 PMK topics for which she's been designated. Assumes

7 facts.

8 A. I can't speak to the specific scenario.

9 Q. (By Mr. Song) Okay. Are there any

10 processes in place during focal review to catch

11 situations like this?

12 MS. CONNELL: Objection. Assumes facts.

13 Vague and ambiguous. Lacks foundation.

14 A. I wouldn't say "processes in place."

15 They -- during a focal, it could be -- it could come to

16 the larger attention of a manager.

17 Q. (By Mr. Song) Uh-huh.

18 A. And in some circumstances -- this would be

19 a situation of the whole robbing Peter to pay Paul. She

20 would need way too -- she would need a large chunk of

21 that limited focal budget at the time, and then everybody

22 else wouldn't -- I mean, they wouldn't be able to give to

23 everybody else.

24 So in a situation like that, potentially

25 they said, "We're going to deal with this outside of

302

1 ambiguous. Assumes facts. Lacks foundation. Beyond the

2 scope.

3 A. What kind of situation?

4 Q. (By Mr. Song) Well, a situation where they

5 have to do a drastic dive and save, like this, after --

6 after a focal review?

7 MS. CONNELL: Objection. Assumes facts.

8 Lacks foundation --

9 A. I don't --

10 MS. CONNELL: -- calls for speculation --

11 A. Yeah.

12 MS. CONNELL: -- beyond the scope.

13 A. I don't think we know that this was right

14 after a -- I don't think we've established that this was

15 right after a focal.

16 Q. (By Mr. Song) Oh. Well, not --

17 A. I don't know.

18 Q. Okay. Well, not right after a focal

19 review, but, presumably, if they take place every 14 to

20 16 months or something like that, on average -- I know

21 you weren't sure about the --

22 A. Uh-huh.

23 Q. -- the time frame. At some -- you know,

24 maybe in the previous, prior year or two, there probably

25 was a focal review, or there should have been, and it

304

1 didn't address -- so -- so let me rephrase my question  
 2 then.  
 3 Does it -- is it very common for focal  
 4 reviews not to address salary discrepancies?  
 5 MS. CONNELL: Objection. Vague and  
 6 ambiguous. Compound. Lacks foundation. Calls for  
 7 speculation.  
 8 A. I -- I would say the purpose of the focal  
 9 reviews, one of them is to try to do some things to  
 10 rectify --  
 11 Q. (By Mr. Song) Uh-huh.  
 12 A. -- major salary discrepancies.  
 13 Q. Uh-huh.  
 14 A. There are situations where, in lean budget  
 15 years -- and again, off the top of my head, it's  
 16 possible -- it's possible it had been three years since  
 17 there was a focal at this time. We really have had some  
 18 lean times --  
 19 Q. Uh-huh.  
 20 A. -- in the 2000s.  
 21 And so there are -- there are situations  
 22 where a bigger discrepancy may be discovered than can be  
 23 addressed at one time.  
 24 Q. Uh-huh.  
 25 A. So a manager would agree to go about just

305

1 Exhibit 89, so we have this [REDACTED]. So I  
 2 have the -- I have the same question for him.  
 3 Do you know why his salary situation  
 4 wasn't addressed during focal review?  
 5 MS. CONNELL: Objection. Assumes facts.  
 6 Beyond the scope of the topics for which she's been  
 7 designated to testify. Lacks foundation. And calls for  
 8 speculation.  
 9 A. Similar situation. I think if you look at  
 10 the form, the second page, it says, "Last Salary Increase  
 11 Percentage" was [REDACTED] percent.  
 12 Q. (By Mr. Song) Uh-huh.  
 13 A. I can tell you, [REDACTED] percent for a focal is  
 14 huge --  
 15 Q. Okay.  
 16 A. -- at Oracle.  
 17 Q. Okay.  
 18 A. So it appears to me that they did try --  
 19 you know, I don't know the date. They didn't give the  
 20 date of this, but it appears to me that he had to have  
 21 been getting large increases.  
 22 Q. All right. So if that's huge for a focal,  
 23 what's the average percentage increase for a focal?  
 24 MS. CONNELL: Objection. Assumes facts.  
 25 A. I don't -- I don't know the average. I

307

1 chipping away at it, little pieces at a time.  
 2 So like I said, I don't -- we don't know  
 3 whether this person already got a significant increase  
 4 and it was just going to take longer to get her into the  
 5 range or not. I can't speak to that. But it is -- I  
 6 mean, on occasion, there are things discovered where we  
 7 can't take care of the entire discrepancy in one focal.  
 8 Q. Okay. Are you aware of situations where  
 9 salary discrepancies weren't addressed during focal?  
 10 MS. CONNELL: Objection. Incomplete  
 11 hypothetical. Lacks foundation. Calls for speculation.  
 12 A. Specifically, I -- I don't. I mean, there  
 13 maybe has been some. I don't know of --  
 14 Q. (By Mr. Song) Okay. But you don't recall?  
 15 A. I don't recall.  
 16 Q. All right.  
 17 A. And it's also possible that discrepancies  
 18 could be based on performance. There could be reasons  
 19 why someone has a discrepancy and it might be totally  
 20 acceptable.  
 21 Q. Uh-huh.  
 22 A. So there wouldn't be a way for us to know.  
 23 Q. Okay. Yeah, because for [REDACTED], that  
 24 would have been a 67 percent increase of her salary.  
 25 If we turn to page -- I mean, to

306

1 just know, you know, of the -- when we have had focals in  
 2 the U.S. in the last decade --  
 3 Q. (By Mr. Song) Uh-huh.  
 4 A. -- a [REDACTED] percent -- or [REDACTED]  
 5 [REDACTED] percent budget is really all we've been getting.  
 6 Q. Okay.  
 7 A. So [REDACTED] percent is major.  
 8 Q. Okay. So if some -- if the [REDACTED] -- or the  
 9 budget was [REDACTED] to [REDACTED] percent, would most employees be  
 10 getting [REDACTED] to [REDACTED] percent?  
 11 MS. CONNELL: Objection. Misstates her  
 12 testimony. Assumes facts.  
 13 And I want to designate this section as  
 14 confidential.  
 15 A. No, because I stated that not everybody  
 16 gets a focal.  
 17 Q. (By Mr. Song) Okay.  
 18 A. I believe I said it was in the --  
 19 Q. Yes.  
 20 A. -- [REDACTED] or --  
 21 Q. That's correct.  
 22 A. -- I forget what my range was. [REDACTED]  
 23 over the course of how many years. So if somebody gets  
 24 [REDACTED], obviously that means a couple people get nothing.  
 25 Q. Uh-huh.

308

1 A. So you have to find that money somewhere.  
 2 Q. Okay.  
 3 A. But to -- to put it into perspective of  
 4 what the budget was for the country at that time, [REDACTED]  
 5 to [REDACTED] percent and for this person to get [REDACTED] that's a very  
 6 significant raise.  
 7 Q. Okay. So the reason you're saying [REDACTED] is a  
 8 very large raise is based on this [REDACTED] percent  
 9 budget?  
 10 A. For this -- for the --  
 11 Q. For --  
 12 A. -- United States, yes.  
 13 Q. Yeah, for the U.S., for that focal review.  
 14 Okay.  
 15 I want to talk briefly about transfers  
 16 compensation.  
 17 A. Uh-huh.  
 18 Q. So if there -- so when you say "lateral,"  
 19 do you mean -- do you mean transfer, is that the same  
 20 thing as transfer --  
 21 MS. CONNELL: Objection --  
 22 Q. (By Mr. Song) -- to Oracle?  
 23 MS. CONNELL: -- vague.  
 24 A. So a -- a lateral transfer just means same  
 25 career level, same pay.

309

1 A. So lateral means there is no pay raise.  
 2 Q. Okay. What -- are some transfers given  
 3 pay raises?  
 4 A. It is possible that in a transfer, you  
 5 would get a pay raise.  
 6 Q. Okay. But not common?  
 7 A. Commonality, I'm not -- I don't think I  
 8 can really comment on whether it's common or not.  
 9 Q. Okay. What percentage of transfers do you  
 10 think get pay raises?  
 11 MS. CONNELL: Objection. Calls for  
 12 speculation.  
 13 A. I -- I don't know. I mean, I -- it all  
 14 depends on the situation. I don't know of a percentage.  
 15 Q. (By Mr. Song) Okay. What would the  
 16 process be for a transfer to get a pay raise?  
 17 A. The same as any other Workflow, where the  
 18 receiving manager would submit a Workflow for that person  
 19 and put in the change in pay into that Workflow, and then  
 20 it would go up the approval change -- chain.  
 21 Q. Okay. And who decides -- and review would  
 22 be similar to the --  
 23 A. Correct.  
 24 Q. -- Workflow that we've previously  
 25 discussed?

311

1 Q. (By Mr. Song) Okay. And are -- okay.  
 2 So lateral transfer, but when -- when --  
 3 I've seen those terms used -- and actually, I think  
 4 you've used lateral and transfer today, too. Do you mean  
 5 the same thing, lateral -- does that lateral mean  
 6 transfer, or is that -- or are they different terms or  
 7 different definitions?  
 8 MS. CONNELL: Objection. Vague.  
 9 A. I mean, in general, when we discuss a  
 10 lateral, it would be a transfer to a different team or a  
 11 different manager, probably.  
 12 Q. (By Mr. Song) All right.  
 13 A. Yeah. I mean, I think so.  
 14 Q. Okay. And when you mean lateral or  
 15 transfer, you're talking within Oracle, correct?  
 16 A. Correct.  
 17 Q. Okay. And if somebody transfers, does  
 18 that always include a pay raise?  
 19 MS. CONNELL: Objection. Assumes facts.  
 20 Lacks foundation.  
 21 Q. (By Mr. Song) Or does it never include a  
 22 pay raise?  
 23 A. So this is -- when I say "lateral," if I  
 24 say "lateral," that means same level, same pay.  
 25 Q. Okay.

310

1 And the factors considered would be the  
 2 same?  
 3 MS. CONNELL: Objection. Incomplete  
 4 hypothetical.  
 5 A. So the factors to give a raise, they --  
 6 position and range, whether there's an increase -- if  
 7 there's a -- in a transfer, maybe it is somebody who  
 8 is -- who is applying for a higher-level position and  
 9 they've been selected for a higher-level position.  
 10 If it is essentially the same level of  
 11 job, performing overall similar duties and  
 12 responsibilities that they were previously performing,  
 13 that's mostly when we really say that -- that it should  
 14 be lateral and a pay raise would not be warranted. And  
 15 the reason for that is because we don't want a toxic  
 16 environment of infighting and --  
 17 Q. (By Mr. Song) Poaching?  
 18 A. -- poaching and people trying to lure  
 19 people from one job to another by just giving them more  
 20 money.  
 21 Q. All right. What if some -- what if a  
 22 manager wanted to give a transfer a pay raise, how would  
 23 that work?  
 24 A. So it would be part of the Workflow.  
 25 Q. Uh-huh.

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1           **A.** And they would write in their  
2 justification -- in the justification portion why they  
3 believe that a pay raise is warranted in that particular  
4 situation.  
5           **Q.** Okay. And then you -- you previously  
6 mentioned that acquisitions for mergers, like acquired  
7 employees, is handled completely different.  
8           Can you please talk about that?  
9           MS. CONNELL: Objection. Vague.  
10          **A.** Like what -- what is "handled"? What do  
11 you mean by that?  
12          **Q.** (By Mr. Song) So specifically their  
13 compensation.  
14          **A.** Uh-huh.  
15          **Q.** So let's say you -- you know, it sounds  
16 like you guys -- Oracle does this quite often, is acquire  
17 companies.  
18          **A.** Uh-huh.  
19          **Q.** And so I guess the -- how -- how is it  
20 decided whether to bring those employees on and how to  
21 compensate them?  
22          MS. CONNELL: Objection. Compound. Vague  
23 and ambiguous.  
24          **Q.** (By Mr. Song) And you can ask --  
25          **A.** It -- yeah --

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1           **A.** So when we acquire a company, there are --  
2 sometimes they are acquired and brought in and absorbed  
3 into a current line of business; and in other cases, they  
4 come over mostly intact and they continue to operate as  
5 their own unit.  
6           So -- so yes, they're all over the board  
7 at Oracle when they come.  
8          **Q.** (By Mr. Song) Does Oracle usually retain  
9 those employees?  
10          MS. CONNELL: Objection. Assumes facts.  
11 And beyond the scope.  
12          **A.** It really depends.  
13          **Q.** (By Mr. Song) Okay. Are you aware of  
14 cases where they acquired a company and didn't hire any  
15 of the employees?  
16          MS. CONNELL: Same objection. Beyond the  
17 scope.  
18          **A.** I am not aware of that, no.  
19          **Q.** (By Mr. Song) Okay. And acquired --  
20 employees of acquired companies, they're treated like new  
21 hires?  
22          MS. CONNELL: Objection. Assumes facts.  
23 Beyond the scope of the topics she's been designated on.  
24          **A.** What do you mean "treated like new hires"?  
25 In what way?

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1           **Q.** -- answer one at a-- one piece at a time.  
2           **A.** So --  
3           MS. CONNELL: And outside the scope of the  
4 PMK topics for which she's been designated.  
5           **A.** So it -- it depends. I mean, every --  
6           **Q.** (By Mr. Song) Right.  
7           **A.** -- acquisition that we complete is very  
8 different.  
9           **Q.** All right.  
10          **A.** Situational.  
11          **Q.** So who decides whether to hire those  
12 employees or not --  
13          MS. CONNELL: Objection --  
14          **Q.** (By Mr. Song) -- to bring them on board?  
15          MS. CONNELL: -- assumes facts. Lacks  
16 foundation.  
17          **A.** It would be the -- I mean, in some  
18 cases -- it really depends, actually. It very much  
19 depends on who stays and who gets an offer and who  
20 doesn't. Each acquisition would be different.  
21          **Q.** (By Mr. Song) Are there different  
22 executives that handle the -- the mergers? Is that why?  
23          MS. CONNELL: Objection. Assumes facts.  
24 Lacks foundation. And beyond the scope of the PMK topics  
25 for which she's been designated.

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1           **Q.** (By Mr. Song) So you have to on-board --  
2 Oracle on-boards -- if they choose to on-board them and  
3 hiring them, so is the process similar to a new hire in  
4 terms of paperwork, like they just treat them like,  
5 "Okay, you're a new hire so now we have to give you, you  
6 know, everything a new hire needs. You need a job title,  
7 job code, salary, et cetera."  
8           MS. CONNELL: Objection. Assumes facts.  
9 Lacks foundation. Compound. Calls for speculation. And  
10 beyond the scope.  
11          **A.** The -- the on-boarding process for M&As is  
12 entirely different. They are not -- it's not just one  
13 offer at a time and one -- one submission and Workflow at  
14 a time, no. It's not anything like a new hire.  
15          **Q.** (By Mr. Song) Okay. How are their --  
16 okay. How are the salaries determined for new -- for  
17 acquired employees from a company that Oracle has  
18 acquired?  
19          **A.** It depends -- it varies drastically from  
20 acquisition to acquisition. It depends.  
21          **Q.** Okay. And who -- well, who's making those  
22 decisions?  
23          **A.** There is a team of people. They -- there  
24 is someone on my team, the -- Nicki Hussain, I mentioned  
25 her earlier. Nicki is the global consultation M&A

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1 consultant. We have people in each region who could be  
 2 part of that committee, depending on where the employees  
 3 are located.  
 4 We have an HR M&A, they're called deal  
 5 leads. They are part of the deal, and they get to know  
 6 the business we're acquiring and -- and more about where  
 7 the -- where the employees are going.  
 8 The Oracle leadership, who will take on  
 9 those employees. There is someone from -- assigned to  
 10 every deal, there's someone from our corporate  
 11 development organization who would be part of that.  
 12 So they -- Nicki's job is to gather the  
 13 information on all of the compensation-related offerings  
 14 at -- at a company, and then as a team and as a  
 15 committee, they decide how they're going to go about, you  
 16 know, whether base salaries might be necessary for them  
 17 or some sort of equity to buy out some sort of bonus  
 18 that's going to go away. There's a -- that's a huge  
 19 undertaking to try to make those decisions.  
 20 But it is -- it varies from acquisition to  
 21 acquisition.  
 22 Q. Okay. What factors do they consider in  
 23 deciding the starting pay?  
 24 MS. CONNELL: Objection. Assumes facts.  
 25 A. For the acquisition employees?

317

1 compa-ratio would come in --  
 2 Q. Okay.  
 3 A. -- initially. So somebody transferring  
 4 from India to headquarters, they have a compa-ratio in  
 5 India.  
 6 If, for example, they are paid at the  
 7 90th percentile of the India midpoint, the starting  
 8 reference point for their HQCA salary would be about --  
 9 it would be the 90th, but then on top -- that's where  
 10 you would start, and then you would look at where --  
 11 who's the internal peer group, who is going -- who -- who  
 12 does -- who comes with the same -- is on our team already  
 13 with a similar background, skills, experience,  
 14 competencies, and performing the same duty at the same --  
 15 the same duties at the same level.  
 16 So the starting point is looking at that  
 17 compa-ratio, but then from there, you have all those  
 18 other considerations.  
 19 Q. Okay. So a transfer from India, if their  
 20 compa-ratio was -- was like 9 or something like that,  
 21 they -- they wouldn't be -- or I'm sorry, like 90 --  
 22 A. Uh-huh.  
 23 Q. -- they wouldn't necessarily have the same  
 24 compa-ratio in the U.S., it could be different?  
 25 A. It could be different.

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1 Q. (By Mr. Song) Yes.  
 2 A. So they would look at -- they would look  
 3 at the -- the -- how they fit into the Oracle range, what  
 4 are they working on, when was their last raise? Is there  
 5 an Oracle peer group and how do they -- if there is, how  
 6 do they compare to that Oracle peer group?  
 7 Potentially, if they're a very high-level,  
 8 key, critical employee that, you know, the deal -- we  
 9 wouldn't be able to realize the benefits of the deal  
 10 without that person sticking around, we may say, We've  
 11 got to increase the base salary for this person.  
 12 It really varies. But those are some of  
 13 the factors that we look at.  
 14 Q. Okay. Prior to the enactment of the no  
 15 prior history policy --  
 16 A. Uh-huh.  
 17 Q. -- was prior history considered for  
 18 acquired employees?  
 19 MS. CONNELL: Objection. Vague and  
 20 ambiguous.  
 21 A. Not to my knowledge.  
 22 Q. (By Mr. Song) Okay. What about transfers  
 23 from India to headquarters, were they handled any  
 24 differently?  
 25 A. So this is -- this is another place where

318

1 Q. Okay. Based on the factors you just  
 2 explained?  
 3 A. Correct.  
 4 Q. Okay. Do you know, are -- are transfers  
 5 from India typically given the same compa-ratio salary  
 6 when they come to the U.S.?  
 7 MS. CONNELL: Objection. Vague and  
 8 ambiguous. Calls for speculation.  
 9 A. Transfers from India happen a lot.  
 10 Q. (By Mr. Song) Uh-huh.  
 11 A. Typical, atypical, I don't -- I wouldn't  
 12 have any idea how to --  
 13 Q. Okay.  
 14 A. -- even guesstimate what that might be.  
 15 Q. Do you know percentages?  
 16 A. No, I don't. No idea.  
 17 Q. All right. And I think you mentioned this  
 18 a little bit before, but were any internal pay equity  
 19 assessments conducted at Oracle?  
 20 MS. CONNELL: Objection. Beyond the scope  
 21 of the topics for which she's been designated as a PMK  
 22 witness.  
 23 I will caution the witness not to disclose  
 24 the content of any attorney-client communications.  
 25 A. I'm aware that under -- under privilege,

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1 that some -- some analyses have been conducted for the --  
 2 for the sake of the legal review, but it's all privileged  
 3 and I have not been a part of any of that.  
 4 Q. (By Mr. Song) Do you know when they were  
 5 conducted?  
 6 A. I do not.  
 7 Q. Okay. And other than the ones conducted  
 8 at the direction of counsel, you're not aware of any  
 9 other internal equity assessments?  
 10 MS. CONNELL: Well, beyond what she's  
 11 testified to at length today?  
 12 MR. SONG: Yeah. I know. I'm just being  
 13 thorough.  
 14 MS. CONNELL: I'll insert an objection as  
 15 vague and ambiguous as to what you mean by "internal pay  
 16 equity assessments." And it's also been asked and  
 17 answered throughout the course of today.  
 18 MR. SONG: Maybe just a few times.  
 19 A. Yeah. I -- other than what we've already  
 20 discussed, I can't think of anything.  
 21 Q. (By Mr. Song) Okay. Covered that.  
 22 MR. SONG: Can we take one quick last  
 23 break, and I think I'm just about done.  
 24 MS. CONNELL: Gotcha.  
 25 MR. SONG: I think I might have a few

321

1 dive-and-save salary increase be above the [REDACTED]  
 2 [REDACTED] percent budget allocated for focal reviews?  
 3 MS. CONNELL: Objection -- same  
 4 objections. Assumes facts. Lacks foundation. Beyond  
 5 the scope.  
 6 A. So, I mean, if I were to -- thinking about  
 7 a competitive offer, in my experience, somebody wouldn't  
 8 leave a company for [REDACTED] percent. Like, it's going  
 9 to take a substantial increase in their compensation  
 10 package to lure them away from Oracle.  
 11 So the likelihood that it's above [REDACTED]  
 12 [REDACTED] percent, I would say, is probably absolutely.  
 13 Q. (By Mr. Song) Okay. What about [REDACTED] percent?  
 14 MS. CONNELL: Objection. Calls for  
 15 speculation. Beyond the scope.  
 16 A. To put into whether it's typical or  
 17 atypical, I'm not sure. [REDACTED] percent is -- it might be  
 18 enough to lure some away. But maybe not if they really  
 19 like it at Oracle. So I -- I can't really speak to  
 20 whether [REDACTED] percent would be a dive-and-save number.  
 21 Q. (By Mr. Song) All right. In determining  
 22 what to -- let's say we're in a rehire situation, a  
 23 former Oracle employee with a good, you know, performance  
 24 record --  
 25 A. Uh-huh.

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1 follow-up questions, but that should be -- that should be  
 2 it.  
 3 THE VIDEOGRAPHER: Going off the record.  
 4 Time is 4:37 p.m.  
 5 (Recess taken from 4:37 p.m. until  
 6 4:48 p.m.)  
 7 THE VIDEOGRAPHER: Back on the record.  
 8 Time is 4:48 p.m.  
 9 Q. (By Mr. Song) For dive and saves, is  
 10 the -- is the typical salary increase above [REDACTED] percent?  
 11 MS. CONNELL: Objection. Assumes facts.  
 12 Lacks foundation. Calls for speculation.  
 13 A. I don't -- I mean, I don't see dive and  
 14 saves, so I wouldn't have any idea what's typical of a  
 15 raise for dive and save.  
 16 Q. (By Mr. Song) Okay. But if [REDACTED] percent is  
 17 a -- is a very large increase for a focal review, then  
 18 for -- for a dive and save, wouldn't -- wouldn't --  
 19 wouldn't it have to be more than [REDACTED] percent?  
 20 MS. CONNELL: Objection. Lacks  
 21 foundation. Assumes facts. Argumentative. Beyond the  
 22 scope.  
 23 A. I wouldn't say that's necessarily the  
 24 case.  
 25 Q. (By Mr. Song) Okay. Would -- would a

322

1 Q. -- at Oracle applies for a job and wants  
 2 to be rehired by Oracle, what factors are Oracle looking  
 3 at to determine what to offer that rehire?  
 4 A. That rehire?  
 5 Q. Yeah.  
 6 MS. CONNELL: Objection. Incomplete  
 7 hypothetical.  
 8 A. So in bringing a rehire on board, they are  
 9 similar to a new hire. You're looking at skills,  
 10 experience, competencies, education perhaps, the internal  
 11 peer group, and just knowing what it is they are going to  
 12 be bringing to the -- to your team.  
 13 Q. (By Mr. Song) Okay. So -- and for new  
 14 hire -- so for new hires, you're looking at internal peer  
 15 groups, as well as market surveys?  
 16 A. For --  
 17 MS. CONNELL: Objection. Vague. And  
 18 misstates --  
 19 A. For new hires?  
 20 Q. (By Mr. Song) Yeah. You were saying they  
 21 would be treated like new -- like a rehire --  
 22 A. Uh-huh.  
 23 Q. -- would be treated --  
 24 A. Treated like a --  
 25 Q. -- like a new hire.

324

1 So I'm just wondering what -- like, for  
 2 example, for the salary range, are you looking at market  
 3 surveys, as well as internal market surveys?  
 4 MS. CONNELL: Objection. Assumes facts --  
 5 Q. (By Mr. Song) I mean, internal surveys?  
 6 MS. CONNELL: Objection. Assumes facts.  
 7 Lacks foundation. Vague and ambiguous. Misstates  
 8 testimony.  
 9 A. The rehire ranges are the same as the new  
 10 hire range.  
 11 Q. (By Mr. Song) Okay.  
 12 A. So the job code has a single range.  
 13 Q. Sure.  
 14 A. Which is based on market data.  
 15 Q. Uh-huh.  
 16 A. And so for a rehire, you would look at the  
 17 salary range that applies to that job code for which the  
 18 person is applying and look at the peers in that same job  
 19 code working on the same product, doing similar work at  
 20 the same level, and how their experience and background  
 21 and skills and education compares to one another, to find  
 22 the internal equity group.  
 23 But that -- in that way, it's the same as  
 24 new hires. The range is the range based on the market  
 25 data.

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1 dependent on both the -- or partly dependent on both the  
 2 market survey, as well as kind of internal peer groups,  
 3 comparison to internal peer groups?  
 4 A. No.  
 5 MS. CONNELL: Objection. Misstates her  
 6 testimony.  
 7 Q. (By Mr. Song) Okay. I'm sorry. Then --  
 8 A. The salary range is only based on market  
 9 data.  
 10 Q. Only market data. Okay.  
 11 A. Our salary ranges are built specifically  
 12 using market data.  
 13 Q. Okay. So then in deciding the -- the  
 14 salary to offer, that's where you take into consideration  
 15 the internal peer groups?  
 16 A. Correct.  
 17 Q. Okay. All right.  
 18 A. Yeah.  
 19 Q. I think -- I think I got it. Sorry.  
 20 So you mentioned that there were lean  
 21 years. You weren't sure exactly how far it went back,  
 22 but the last couple of years, there have been some lean  
 23 years.  
 24 Has Oracle been able to -- to keep pace  
 25 with market rates in those lean years?

327

1 Q. All right.  
 2 A. And then you would take into consideration  
 3 what they bring to the table, as well as where the  
 4 internal peer group lies.  
 5 Q. So two of the -- two of the factors are  
 6 market data, market surveys, but also comparison with  
 7 internal peer groups?  
 8 MS. CONNELL: Objection. Misstates her  
 9 testimony.  
 10 A. So when you -- when you say the factors  
 11 for the market data and market surveys, those are factors  
 12 involved in setting the salary range.  
 13 Q. (By Mr. Song) Uh-huh.  
 14 A. And an employee would be applying for a  
 15 job code that has a salary range.  
 16 Q. Okay.  
 17 A. So it's --  
 18 Q. Which is -- I'm sorry. Go ahead.  
 19 A. So it's looking at the range. You  
 20 consider the range for the job and then internal peers  
 21 and what that person brings to the table.  
 22 Q. So the -- so just to -- you know, forgive  
 23 me if I'm slow, if I'm not understanding, but I want to  
 24 be clear I understand this.  
 25 But this -- so that salary range is

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1 MS. CONNELL: Objection. Vague and  
 2 ambiguous. Beyond the scope of the PMK topics.  
 3 A. I guess what -- what -- I'm not sure where  
 4 you're getting -- what do you mean by that?  
 5 Q. (By Mr. Song) So because Oracle was  
 6 experiencing some lean years, were they able to continue,  
 7 you know, paying its employees at market rates? Or did  
 8 they have to go below market rates because of the lean  
 9 years?  
 10 MS. CONNELL: Same objections.  
 11 A. Well, what I mean by "lean years" is  
 12 little to no focal budget.  
 13 Q. (By Mr. Song) Uh-huh.  
 14 A. So if you give -- if we give little to no  
 15 focal budget, naturally we're not keeping up with the way  
 16 the market has grown.  
 17 Q. Okay. And in -- in making a job offer  
 18 to -- a salary offer -- or a salary offer to a new hire,  
 19 is there a cap on what Oracle will offer?  
 20 A. A cap in what? Like, what do you mean?  
 21 Q. So, for example, is there a percentage cap  
 22 over what that employee -- that potential new hire's  
 23 current salary is?  
 24 MS. CONNELL: Objection. Incomplete  
 25 hypothetical.

328

1 Q. (By Mr. Song) Okay. So let's take an  
 2 example: Somebody's making \$200,000, applies for a job  
 3 at Oracle. Would they cap it at -- is there any kind  
 4 of -- I'm just trying to find out, is there a cap or a  
 5 limit to what they'll offer that potential employee?  
 6 10 percent, 20 percent, 30 percent?  
 7 Is there -- is there a cap like that?  
 8 MS. CONNELL: Objection. Lacks  
 9 foundation. Assumes facts. Contradicts prior testimony.  
 10 And incomplete hypothetical.  
 11 A. Managers are not allowed to ask that  
 12 question or consider prior salaries. So it shouldn't  
 13 matter. We don't have a -- we're not supposed to know or  
 14 base our decisions on any of that.  
 15 Q. (By Mr. Song) Okay. So currently, you're  
 16 not supposed to -- what if -- what if the employee gives  
 17 you that information or you know how much this employee  
 18 is making at another company, without asking them?  
 19 MS. CONNELL: Objection --  
 20 A. We are --  
 21 MS. CONNELL: -- incomplete hypothetical.  
 22 A. We are not supposed to consider that, and  
 23 that --  
 24 Q. (By Mr. Song) Even --  
 25 A. -- has been clearly instructed.

329

1 all. We're not -- we're not supposed to know that. We  
 2 don't get to ask, and we don't make decisions based on  
 3 that.  
 4 Q. (By Mr. Song) Okay. So -- so another way  
 5 to say it is that, no, there is -- there's no cap, right,  
 6 because you're not even considering their current salary?  
 7 A. We -- correct.  
 8 Q. Okay.  
 9 A. There is -- no.  
 10 Q. All right.  
 11 MR. SONG: Believe it or not, I think I'm  
 12 done.  
 13 THE WITNESS: You're done, okay.  
 14 MR. SONG: You're free, hallelujah. Enjoy  
 15 the --  
 16 MS. CONNELL: I have some questions. I'm  
 17 just kidding.  
 18 THE WITNESS: You'll have to wait until  
 19 Monday.  
 20 MR. SONG: Yeah. Wait until Monday.  
 21 THE VIDEOGRAPHER: Excuse me, everyone.  
 22 Going off the record. This concludes the  
 23 video-recorded 30(b)(6) deposition of Oracle America,  
 24 Incorporated through its representative, Kate Waggoner.  
 25 We are off the record at 4:59 p.m.

331

1 Q. Okay. Even if you know?  
 2 All right. And does Oracle ever -- does  
 3 Oracle attempt to hire employees away from competitors?  
 4 MS. CONNELL: Objection. Beyond the scope  
 5 of the topics on which she's been designated.  
 6 A. Yes, there -- I mean, there are talent  
 7 wars among --  
 8 Q. (By Mr. Song) Sure.  
 9 A. -- all of our competitors. They steal  
 10 from us and we steal from them. That's kind of --  
 11 Q. Uh-huh. Yeah, it's --  
 12 A. That's how it works.  
 13 Q. -- business?  
 14 A. It's business, yeah.  
 15 Q. Is there a cap on what you would be  
 16 able -- what you would be -- what Oracle would be willing  
 17 to offer an employee that Oracle wanted to hire?  
 18 A. Again, what -- what do you mean by "cap"?  
 19 Q. So, like, a 10 percent -- so if you know  
 20 there's an employee making \$200,000 a year base salary,  
 21 is there a cap on what Oracle would be willing to offer  
 22 that employee to come over?  
 23 MS. CONNELL: Objection. Asked and  
 24 answered. Lacks foundation.  
 25 A. We're not supposed to consider that at

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1 THE COURT REPORTER: You'll handle  
 2 signature?  
 3 MS. CONNELL: Yeah.  
 4 THE COURT REPORTER: Does everyone want  
 5 electronic for their copy?  
 6 MR. SONG: Whatever we ordered because we  
 7 don't have authority to go over that.  
 8 WHEREUPON, the within proceedings were  
 9 concluded at the approximate hour of 4:59 p.m. on the  
 10 19th day of July, 2019.  
 11 \* \* \* \* \*  
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1 DEPONENT'S CERTIFICATE  
 2  
 3 I do hereby certify that I have read the  
 4 foregoing deposition and that the same is a true and  
 5 accurate transcript of my testimony, except for attached  
 6 amendments, if any.  
 7  
 8 \_\_\_\_\_ I have made corrections to my deposition.  
 9 \_\_\_\_\_ I have NOT made any changes to my deposition.  
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 KATE WAGGONER  
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1 ERRATA SHEET  
 2 30(b)(6) DEPOSITION OF KATE WAGGONER  
 Date taken: July 19, 2019  
 3 Case: OFCCP, etc. vs. ORACLE AMERICA, INC.  
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1 STATE OF COLORADO )  
 ) ss.  
 2 CITY & COUNTY OF DENVER )  
 3 I, K. Michelle Dittmer, a Registered  
 4 Professional Reporter and Notary Public within the State  
 5 of Colorado, do hereby certify that previous to the  
 6 commencement of the examination, the said deponent was  
 7 duly sworn or affirmed by me to testify to the truth.  
 8 I further certify this deposition was taken in  
 9 shorthand by me at the time and place herein set forth  
 10 and thereafter reduced to typewritten form, and that the  
 11 foregoing transcript constitutes a true and correct  
 12 record.  
 13 I further certify that I am not related to,  
 14 employed by, nor of counsel for any of the parties or  
 15 attorneys herein, nor otherwise interested in the result  
 16 of the within action.  
 17 My commission expires: April 13, 2020.  
 18  
 19 \_\_\_\_\_  
 K. Michelle Dittmer  
 Registered Professional Reporter  
 Notary Public  
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