

**From:** joyce.westerdahl@oracle.com  
**To:** Thomas Kurian <thomas.kurian@oracle.com>  
**CC:** Safra Catz <safra.catz@oracle.com>  
**Sent:** 3/3/2015 5:34:30 AM  
**Subject:** Re: [REDACTED] counteroffer proposal

Yes it is approved and on to CC.

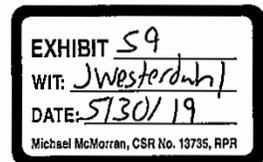
Sent from my iPhone

On Mar 2, 2015, at 8:35 PM, Thomas Kurian <thomas.kurian@oracle.com> wrote:

Thank you very much

On Mar 2, 2015, at 8:28 PM, Safra Catz <safra.catz@oracle.com> wrote:

Thomas, I think I sent an approval on lje's behalf about an hour ago.



On Mar 2, 2015, at 11:12 PM, Thomas Kurian <thomas.kurian@oracle.com> wrote:

Larry - can you please approve. This is THE KEY engineering VP under [REDACTED] who is responsible for all [REDACTED] development. He has been approached by Facebook with a very attractive financial offer and has also spoken personally last Thursday/Friday with Mark Zuckerberg. He is also well liked in his group - so if he is taken it will likely result in other people leaving the organization as well. I support this request.

Thank you  
Thomas

Begin forwarded message:

**From:** Thomas Kurian <thomas.kurian@oracle.com>  
**Subject:** Re: [REDACTED] counteroffer proposal  
**Date:** March 2, 2015 at 4:51:50 PM PST  
**To:** [REDACTED]  
**Cc:** Andrew Mendelsohn <ANDREW.MENDELSON@ORACLE.COM>, Maddie Cheruvu <madhavi.cheruvu@oracle.com>, James Handley <james.handley@oracle.com>

Approved

On Mar 2, 2015, at 4:19 PM, [REDACTED] wrote:

Thomas,

I am proposing an out of cycle salary raise and stock grant to [REDACTED] has received a very aggressive offer from Facebook, and Oracle will lose him if we do not counter. I have spent a lot of time talking to him about staying at Oracle, and [REDACTED] has agreed that he would stay if we grant him a [REDACTED] and a guaranteed [REDACTED] stock option grant [REDACTED] per year for 4 years..

**Recent Compensation:**

Exhibit P-82

CONFIDENTIAL

ORACLE\_HQCA\_0000041856

Current Base Salary: [REDACTED]  
RSUs 2014 Unvested Value: [REDACTED]  
Options 2013 Unvested Value: [REDACTED]  
Options 2012 Unvested Value: [REDACTED]  
Options 2011 Unvested Value: [REDACTED]  
Total unvested option value: [REDACTED]

Proposed Base Salary: [REDACTED] (salary range for VP position is: [REDACTED])

**Justification:**

[REDACTED] has been the [REDACTED] development since its early years. He is highly intelligent, extremely capable, and has an unblemished track record of being able to deliver world class results. He is uniquely suited to head [REDACTED] because he is a world class expert on ALL aspects of [REDACTED] including [REDACTED]. It is extremely rare to find this combination of broad and deep expertise.

[REDACTED] has been unhappy with his compensation for a while, and last week he informed us that he had received a great offer from Facebook. [REDACTED] is well known at Facebook as an industry expert, and interviewed both with their top technical people and Mark Zuckerberg.

Facebook offered him [REDACTED] in RSUs as an initial grant to more than compensate for his outstanding Oracle options, and [REDACTED] of RSUs per year after that. They offered him [REDACTED] salary with at least [REDACTED] bonus. Facebook stock has been appreciating nicely, and they expect it will continue to do so. Also, he really likes the working atmosphere there and liked the idea of a change after working at Oracle for 17 years.

We really want to keep [REDACTED] at Oracle since there is no one else that comes close to his ability to integrate hardware/software. [REDACTED] is very well liked and respected by his team at Oracle, so if he accepts the position at Facebook we will probably lose quite a few other key developers who will follow him there.

Overall, [REDACTED] is among the very top technical contributors and managers at Oracle and is extremely valuable to the company.