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RICHARD W. WIEBING
CLERK, U.S. DISTRICT COURT,
NORTHERN DISTRICT OF CALIF.

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8 UNITED STATES DISTRICT COURT
9 NORTHERN DISTRICT OF CALIFORNIA
10 SAN FRANCISCO DIVISION

11
12 SECURITIES AND EXCHANGE COMMISSION,
13 Plaintiff,
14 v.
15 ORACLE CORP.,
16 Defendant.

Case No. **C-12-4310 CRB**

**[PROPOSED] FINAL JUDGMENT AS TO
ORACLE CORPORATION**

17
18 The Securities and Exchange Commission having filed a Complaint and Defendant Oracle
19 Corporation having entered a general appearance; consented to the Court's jurisdiction over
20 Defendant and the subject matter of this action; consented to entry of this Final Judgment without
21 admitting or denying the allegations of the Complaint (except as to jurisdiction); waived findings of
22 fact and conclusions of law; and waived any right to appeal from this Final Judgment:

23
24 I.

25 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant and Defendant's
26 officers, agents, servants, employees, attorneys, and all persons in active concert or participation with
27 them who receive actual notice of this Final Judgment by personal service or otherwise are
28 permanently restrained and enjoined from violating, directly or indirectly, Section 13(b)(2)(A) of the

1 Securities Exchange Act of 1934 (“Exchange Act”) [15 U.S.C. §§ 78m(b)(2)(A)], by failing to make
2 and keep books, records, and accounts, which, in reasonable detail, accurately and fairly reflect the
3 transactions and dispositions of the assets of Defendant.

4
5 II.

6 IT IS HEREBY FURTHER ORDERED, ADJUDGED AND DECREED that Defendant and
7 Defendant’s officers, agents, servants, employees, attorneys, and all persons in active concert or
8 participation with them who receive actual notice of this Final Judgment by personal service or
9 otherwise are permanently restrained and enjoined from violating, directly or indirectly, Section
10 13(b)(2)(B) of the Exchange Act [15 U.S.C. §§ 78m(b)(2)(B)], by failing to devise and maintain a
11 system of internal accounting controls sufficient to provide reasonable assurances that:

12 (i) transactions are executed in accordance with management’s general or specific authorization; (ii)
13 transactions are recorded as necessary to permit preparation of financial statements in conformity
14 with generally accepted accounting principles or any other criteria applicable to such statements, and
15 to maintain accountability for assets; (iii) access to assets is permitted only in accordance with
16 management’s general or specific authorizations; and (iv) the recorded accountability for assets is
17 compared with the existing assets at reasonable intervals and appropriate actions is taken with respect
18 to any differences.

19
20 III.

21 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant shall pay a
22 civil penalty in the amount of \$2 million pursuant to Section 21(d) of the Exchange Act [15 U.S.C. §
23 78u(d)]. Defendant shall make this payment within 14 days after entry of this Final Judgment by
24 certified check, bank cashier's check, or United States postal money order payable to the Securities
25 and Exchange Commission. The payment shall be delivered or mailed to the Office of Financial
26 Management, Securities and Exchange Commission, 100 F Street, NE, Stop 6042, Washington DC
27 20549, and shall be accompanied by a letter identifying Oracle Corporation as a defendant in this
28 action; setting forth the title and civil action number of this action and the name of this Court; and

1 specifying that payment is made pursuant to this Final Judgment. Defendant shall pay post-judgment
2 interest on any delinquent amounts pursuant to 28 USC § 1961. The Commission shall remit the
3 funds paid pursuant to this paragraph to the United States Treasury.

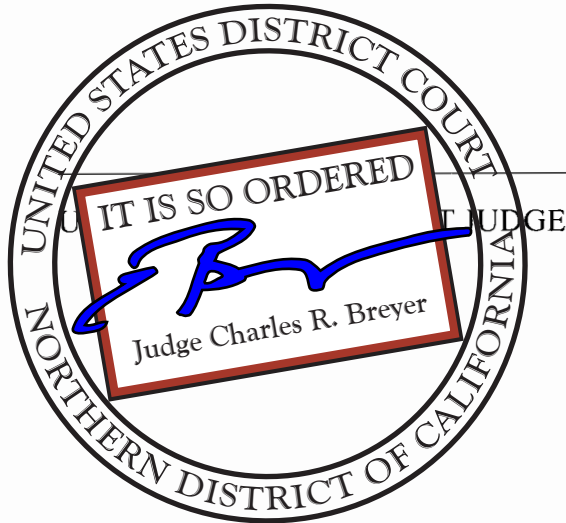
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5 IV.

6 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the Consent is
7 incorporated herein with the same force and effect as if fully set forth herein, and that Defendant shall
8 comply with all of the undertakings and agreements set forth therein.

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10 V.

11 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court shall retain
12 jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.

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15 Dated: August 27, 2012



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