

ACME PACKET INC  
Form DFAN14A  
February 04, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**SCHEDULE 14A**

(RULE 14a-101)

**INFORMATION REQUIRED IN PROXY STATEMENT**

**SCHEDULE 14A INFORMATION**

**Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934**

Filed by the Registrant ☐ Filed by a Party other than the Registrant ☒

Check the appropriate box:

- ☐ Preliminary Proxy Statement
- ☐ **Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))
- ☐ Definitive Proxy Statement
- ☐ Definitive Additional Materials
- ☒ Soliciting Material Pursuant to §240.14a-12

**Acme Packet, Inc.**

(Name of Registrant as Specified In Its Charter)

# Oracle Corporation

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

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(4) Date Filed:

Filed by Oracle Corporation  
Pursuant to Rule 14a-12 under the Securities Exchange Act of 1934  
Subject Company: Acme Packet, Inc.  
Commission File No.: 001-33041

## Oracle Buys Acme Packet

### **Adds Session Border Control Technology to Oracle's Leading Communications Industry Offering to Speed the Deployment of All-IP Networks**

**REDWOOD SHORES, Calif., February 4, 2013** Oracle today announced that it has entered into an agreement to acquire Acme Packet (NASDAQ: APKT), the leading global provider of session border control technology for \$29.25 per share or approximately \$1.7 billion, net of Acme Packet's cash. Acme Packet enables the trusted, first-class delivery of next-generation voice, data and unified communications services and applications across IP networks. The company's solutions are deployed by more than 1,900 service providers and enterprises globally, including 89 of the world's top 100 communications companies.

The proposed acquisition of Acme Packet is another important piece in Oracle's overall strategy to deliver integrated best-in-class products that address critical customer requirements in key industries, said Oracle President Mark Hurd. The addition of Acme Packet to Oracle's leading communications portfolio will enable service providers and enterprises to deliver innovative solutions that will change the way we interact, conduct commerce, deliver healthcare, secure our homes, and much more.

The combination of Oracle and Acme Packet is expected to accelerate the migration to all-IP networks by enabling secure and reliable communications from any device, across any network. Users are increasingly connected and expect to communicate anytime and anywhere using their application, device, and network of choice. Oracle Communications along with Acme Packet can help service providers and enterprises meet these demanding requirements by delivering an end-to-end portfolio of technologies that will support the deployment, innovation and monetization of all-IP networks.

The Board of Directors of Acme Packet has unanimously approved the transaction. The transaction is expected to close in the first half of 2013, subject to Acme Packet stockholder approval, certain regulatory approvals and other customary closing conditions.

The communications industry is undergoing a dramatic shift as users become more connected and dependent on mobile applications and devices. Service providers and enterprises need a comprehensive communications solution that will enable them to more effectively engage with their customers, said Bhaskar Gorti, Senior Vice President and General Manager, Oracle Communications. This combination will enable secure and reliable delivery of real-time interactive communications through the most comprehensive, best-in-class communications portfolio in the industry.

Acme Packet brings deep domain expertise and proven, mission-critical solutions to enable all-IP networks, said Andy Ory, Chief Executive Officer, Acme Packet. Together with Oracle, we expect to provide customers with purpose-built, innovative solutions to accelerate the deployment of all-IP networks and help deliver a consistent experience across all services, devices and networks.

More information about this announcement is available at <http://www.oracle.com/acmepacket>.

### **About Oracle**

Oracle engineers hardware and software to work together in the cloud and in your data center. For more information about Oracle (NASDAQ:ORCL), [visit http://www.oracle.com](http://www.oracle.com).

### **Trademarks**

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This document contains certain forward-looking statements about Oracle and Acme Packet, including statements that involve risks and uncertainties concerning Oracle's proposed acquisition of Acme Packet, anticipated customer benefits and general business outlook. When used in this document, the words "anticipates," "can," "will," "look forward to," "expected" and similar expressions and any other statements that are not historical facts are intended to identify those assertions as forward-looking statements. Any such statement may be influenced by a variety of factors, many of which are beyond the control of Oracle or Acme Packet, that could cause actual outcomes and results to be materially different from those projected, described, expressed or implied in this document due to a number of risks and uncertainties. Potential risks and uncertainties include, among others, the possibility that the transaction will not close or that the closing may be delayed, the anticipated synergies of the combined companies may not be achieved after closing, the combined operations may not be successfully integrated in a timely manner, if at all, general economic conditions in regions in which either company does business, and the possibility that Oracle or Acme Packet may be adversely affected by other economic, business, and/or competitive factors. Accordingly, no assurances can be given that any of the events anticipated by the forward-looking statements will transpire or occur, or if any of them do so, what impact they will have on the results of operations or financial condition of Oracle or Acme Packet.

In addition, please refer to the documents that Oracle and Acme Packet, respectively, file with the U.S. Securities and Exchange Commission (the "SEC") on Forms 10-K, 10-Q and 8-K. These filings identify and address other important factors that could cause Oracle's and Acme Packet's respective operational and other results to differ materially from those contained in the forward-looking statements set forth in this document. You are cautioned to not place undue reliance on forward-looking statements, which speak only as of the date of this document. Neither Oracle nor Acme Packet is under any duty to update any of the information in this document.

Oracle is currently reviewing the existing Acme Packet product roadmap and will be providing guidance to customers in accordance with Oracle's standard product communication policies. Any resulting features and timing of release of such features as determined by Oracle's review of Acme Packet's product roadmap are at the sole discretion of Oracle. All product roadmap information, whether communicated by Acme Packet or by Oracle, does not represent a commitment to deliver any material, code, or functionality, and should not be relied upon in making purchasing decisions. It is intended for informational purposes only, and may not be incorporated into any contract.

**Additional Information about the Merger and Where to Find It**

In connection with the proposed merger, Acme Packet will file a proxy statement with the SEC. Additionally, Acme Packet and Oracle will file other relevant materials in connection with the proposed acquisition of Acme Packet by Oracle pursuant to the terms of an Agreement and Plan of Merger by and among, Oracle, OC Acquisition LLC, a wholly owned subsidiary of Oracle, Andes Acquisition Corporation, a wholly-owned subsidiary of OC Acquisition LLC, and Acme Packet. The materials to be filed by Acme Packet with the SEC may be obtained free of charge at the SEC's web site at [www.sec.gov](http://www.sec.gov). Investors and security holders of Acme Packet are urged to read the proxy statement and the other relevant materials when they become available before making any voting or investment decision with respect to the proposed merger because they will contain important information about the merger and the parties to the merger. Oracle, Acme Packet and their respective directors, executive officers and other members of its management and employees, under SEC rules, may be deemed to be participants in the solicitation of proxies of Acme Packet stockholders in connection with the proposed merger. Investors and security holders may obtain more detailed information regarding the names, affiliations and interests of certain of Oracle's executive officers and directors in the solicitation by reading the proxy statement and other relevant materials filed with the SEC when they become available. Information concerning the interests of Acme Packet's participants in the solicitation, which may, in some cases, be different than those of Acme Packet's stockholders generally, is set forth in the materials filed by Acme Packet with the SEC, and will be set forth in the proxy statement relating to the merger when it becomes available.

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Adds Session Border Control Technology to  
Oracle's Leading Communications Industry Offering  
to Speed the Deployment of All-IP Networks  
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The Announcement

Oracle buys Acme Packet

About Acme Packet

Combination to enable trusted interactive communications to any device, across any network

Adds Session Border Control technology to Oracle's leading Communications industry offering

Combined offering will enable service providers and enterprises to speed the migration to all-IP networks

Acme Packet enables the trusted, first-class delivery of next-generation voice, data and unified communications services and applications across IP networks for service providers and enterprises

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Headquartered in Bedford, MA, the company employs 880 domain experts in IP networking

Deployed by more than 1,900 service providers and enterprises globally, including 89 of the world's top 100 communications companies

Together, Oracle Communications and Acme Packet expect to provide customers with purpose-built, innovative solutions to speed the deployment of all-IP networks

Service providers: uniquely differentiate and monetize next-generation services

Enterprises: benefit from more effective user engagement and improved employee productivity

Partners:  
expanded  
portfolio  
of  
solutions  
to  
accelerate  
the  
transformation  
to  
all-IP  
networks

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Users Are Increasingly Connected

Any Service, Anytime, Anywhere, Any Device

INCREASED CONNECTIONS

Multi-Device

Phone, PC, Tablet, TV, DVR, Car, Security

Multi-Media

Voice, Video, Chat, Text, Social

Multi-Network

3G, 4G/LTE, Broadband, WiFi

Multi-Persona

Consumer, Employee, Parent, Caregiver

Multi-Location

Home, School, Work, Play, Anywhere

INCREASED EXPECTATIONS

Across Devices, Media, Networks

Guaranteed Quality and Reliability

Telemedicine, Surveillance, Emergency Services

Secure and Regulatory Compliant

Personalized

Contextual

Seamless Service and Application Experience

Financial Services, Public Sector, Healthcare

Parental Controls, My Enterprise Dashboard

Right Information, Right Device, Right Now

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All-IP Networks Critical to Meeting User Expectations

Delivers the Best of the Traditional Telephone and the Internet

Data oriented

Low cost packet routing

Rapid application innovation

Compromises: Delivers best-effort  
consistency and inconsistent  
quality

Voice oriented

Trusted

High quality

Compromises: Costly to maintain,  
dedicated circuits and slow delivery  
of new services

Traditional Circuit Switched

Traditional Circuit Switched

Internet

Internet

All-IP Network

Voice, video, and data oriented

Supports fixed and mobile convergence

Rapid application innovation

Tiered transport services

Guaranteed quality and secure

Lower Cost

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Deploying All-IP Networks is Challenging

Requires a Purpose-Built, End-to-End Portfolio of Technologies

Service Providers

Delivering scalable, next generation IP services presents security, reliability,  
service quality, and interoperability challenges

Difficult

to

monetize

and/or

provide

differentiated

alternatives

to

over-the-top  
(OTT) services

Traditional  
approaches  
have  
proven  
to  
be  
expensive,  
complex,  
and  
time-  
consuming  
Enterprises

Real-time communications over IP present unique security, interoperability,  
and reliability challenges

Many mission-critical applications require solutions that provide complete  
security, absolute reliability, high service quality, or record-ability

Customers and employees demand engagement through the channel,  
application, and device of their choice



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Oracle Communications Portfolio

Comprehensive Solution to Deploy, Innovate, and Monetize All-IP Networks

Business

Business

Operations

Operations

Services

Services

Operations

Operations

Core

Core

Network

Network

User

User  
Applications  
Applications  
End User  
End User  
Devices  
Devices  
CRM  
CRM  
Point of Sale  
Point of Sale  
Order  
Order  
Management  
Management  
Billing  
Billing  
Supply Chain  
Supply Chain  
Analytics  
Analytics  
ERP  
ERP  
HCM  
HCM  
Systems  
Systems  
Charging  
Charging  
Activation  
Activation  
Inventory  
Inventory  
Service  
Service  
Delivery  
Delivery  
Network  
Network  
Intelligence  
Intelligence  
Network App  
Network App  
Platform  
Platform  
Systems  
Systems  
Email  
Email  
Instant

Instant  
Messenger  
Messenger  
Calendar  
Calendar  
Presence  
Presence  
JAVA  
JAVA  
SunRay  
SunRay  
Session  
Session  
Border Control  
Border Control  
Service  
Availability  
Network App  
Platform  
Systems

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Acme Packet Provides Critical Piece to Oracle's Solution

Delivers Consistent Experience Across All Services, Devices and Networks

Session Delivery Layer

Session Delivery Layer

IP Transport Network

IP Transport Network

Enterprise

IP PBX

Landline

CSPs

Over-the-Top

Services

Wireless

CSPs

Voice

Voice  
Video  
Video  
Chat  
Chat  
Presence  
Presence  
Unified Communications  
Unified Communications  
Security  
Security  
Reliability  
Reliability  
Management  
Management  
Interoperability  
Interoperability  
Mobile  
Business  
Residential  
End Users

Acme Packet's Session Border Control solutions enable the session delivery layer:

Provides communications-specific intelligence and control over IP transport networks

Ensures that real-time communications (or sessions) are secure and reliable  
Mobile  
Business  
Residential  
End Users

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Acme Packet Powers Innovation for Service Providers

SERVICE PROVIDER BENEFITS:

Deploy a layer of intelligence and control  
across IP communications networks

Deliver interactive communication services  
with security, reliability, and compliance

Enable deployment of new services faster,  
with less complexity, and at lower cost

Ensure network interoperability to meet  
availability and quality of service demands  
Transport

Networks  
Access Networks  
Enterprise  
WiFi &  
Small Cell  
Fixed  
Line  
3G  
LTE  
Internet  
IP Exchange  
Mobile  
Network  
Operator  
Over-the-top  
(OTT)  
Subscriber Management  
Applications  
Access/Border Control  
Session Management  
Next Generation  
Signaling Core  
Application Integration

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Acme Packet Powers Unified Communications for  
Enterprises

ENTERPRISE BENEFITS:

Move to all-IP infrastructure with SIP  
trunking and session border controllers

Integrate with legacy unified  
communications applications using  
session management

Deploy platform for communications-  
rich applications

Optimize communications networks



Enterprise Cloud  
Remote Site  
Contact Center  
Mobile User  
Unified  
Communications  
Legacy IP  
PBX  
Session Management  
Session Border Control  
Application Integration  
Session Recording  
Business  
Applications  
Access  
Networks  
VoLTE  
PSTN  
Cloud

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Acme Packet Is Used by Leading Service Providers and  
Enterprises In More than 100 Countries

\* Customer Information and Logos Provided by Acme Packet  
Service Providers  
Enterprises

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**COMPANY OVERVIEW:**

China Telecom is one of the world's largest communications service providers and serves 163M fixed line, 160M mobile, and 90M broadband customers

\* Customer Information and Logos Provided by Acme Packet

**CHALLENGE:**

**RESULTS:**

China Telecom Success Story

Enable Transformation from Legacy to All-IP Networks

China Telecom needed to transform its legacy circuit switched

network infrastructure into a next-generation multiservice network

Accelerated delivery of consumer VoIP and hosted enterprise unified communications services

Achieved carrier-class reliability for new IP-based services

Laid flexible, extensible network foundation to support next generation voice, video, and data services

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**COMPANY OVERVIEW:**

Telefonica Digital is a global business division of Telefonica, one of the world's largest communications companies. Its mission is to seize the opportunities within the digital world and deliver new growth for Telefonica

\* Customer Information and Logos Provided by Acme Packet

**CHALLENGE:**

**RESULTS:**

Telefonica

Success

Story

Support Rapid Launch of Innovative Messaging Service

Telefonica Digital needed to accelerate the launch of its

Tu Me mobile application and OTT communications services

TU Me service launched in only six months

Users can exchange text messages, make calls, leave voice messages, share photos and location information from a single mobile application

Service provides consistent experience whether user is on Telefonica network, Wi-Fi or roaming on other networks

Telefonica Digital now has highly scalable architecture to support rapid subscriber growth and new service launches

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**COMPANY OVERVIEW:**

ADP Dealer Services is a subsidiary of Automatic Data Processing, a global provider of business outsourcing solutions.

ADP Dealer Services provides technology services to 25,000 automotive dealers in 100 countries

**CHALLENGE:**

**RESULTS:**

Rapid time-to-market

Carrier-grade service availability and quality

Highly-scalable, secure and extensible solution

Complies with U.S. lawful intercept regulations

ADP Dealer Services Success Story

Ensure Reliable, Secure and Scalable VoIP Communications Service

\* Customer Information and Logos Provided by Acme Packet

Accelerate the launch of Network Phone ASP, a hosted

telephony service, and ensure reliable and secure

communications between dealers and their customers



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Oracle and Acme Packet

A Compelling Combination

For more information please visit [oracle.com/acmepacket](http://oracle.com/acmepacket)

Most comprehensive, best-in-class communications portfolio to accelerate the migration to all-IP network

Enables service providers to differentiate and monetize service offerings through secure and reliable IP-based communications from any device, across any network

Uniquely positions service providers to develop and monetize their own OTT-like services by offering differentiated levels of security, reliability and quality

Enables enterprises to more effectively engage customers and improve

employee productivity, and deliver innovative applications

Expanded portfolio of solutions  
for partners to  
accelerate the transformation to  
all-IP networks



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## Overview and Frequently Asked Questions

Overview

### **Oracle Buys Acme Packet**

**Adds Session Border Control Technology to Oracle's**

**Leading Communications Industry Offering to Speed the**

**Deployment of All-IP Networks**

On February 4, 2013, Oracle announced that it has agreed to acquire Acme Packet, the leading global provider of session border control technology for service providers and enterprises. The proposed transaction is subject to Acme Packet stockholder approval, certain regulatory approvals, and customary closing conditions and is expected to close in the first half of 2013. Until the transaction closes, each company will continue to operate independently, and will operate its business as usual.

Acme Packet enables trusted, first-class delivery of next-generation voice, data and unified communications services and applications across IP networks for service providers and enterprises. The company's solutions are deployed by more than 1,900 service providers and enterprises globally, including 89 of the world's top 100 communications companies.

Oracle plans to make Acme Packet a core offering in its Oracle Communications portfolio to enable customers to more rapidly innovate while simplifying their IT and network infrastructures. Service providers are expected to be able to differentiate and monetize offerings through secure and reliable IP-based communications from any device, across any network. We also anticipate enterprise customers will be able to more effectively engage customers, deliver more innovative applications, and improve employee productivity. This combination is expected to provide our partners with an expanded portfolio of world-class solutions to help them create even greater value for their customers.

### **PRODUCT OVERVIEW AND STRATEGY**

#### **What is the rationale for this acquisition?**

Users are becoming increasingly connected and expect to communicate anytime and anywhere using their application, device, and network of choice. In order to deliver trusted, interactive

communications, service providers and enterprises are deploying all-IP networks which can combine the quality and reliability of traditional telephony networks with the low cost and service innovation benefits of the Internet. The combination of Oracle Communications' offerings and Acme Packet is expected to provide service providers and enterprises with a purpose-built, end-to-end portfolio of software-based technologies that will accelerate the deployment, innovation and monetization of all-IP networks.

#### **What products do Acme Packet offer?**

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Acme Packet provides leading Session Border Control solutions that enable the session delivery layer of IP networks. This ensures that real-time communications or sessions including voice, video, chat, presence and unified communications, are secure and reliable, and can provide network intelligence and control. Acme Packet solutions include Application Integration, Next Generation Signaling Core, Session Management, Access/Border Control and Interconnect and Roaming. Key benefits of the Acme Packet solution include:

For Service Providers:

Deliver interactive communications services that are secure, reliable and that comply with regulatory guidelines

Accelerate the deployment of innovative, revenue-generating services with less complexity and at lower cost

Ensure network availability, interoperability, and the consistent delivery of high-quality service

For Enterprises:

Seamlessly migrate to an all-IP infrastructure with SIP trunking that is more reliable, secure, and cost-effective

Integrate with legacy unified communications applications using session management

Deploy platform for communications-rich applications

Optimize communications networks

## **CUSTOMERS AND PARTNERS**

### **How does Oracle plan to maintain Acme Packet domain expertise after the transaction closes?**

This proposed acquisition is expected to bring significant domain knowledge and expertise to Oracle in the area of IP-networks. Acme Packet management team and employees are expected to join the Oracle Communications Global Business Unit after the transaction closes.

### **How will the proposed acquisition impact the Acme Packet product roadmap?**

After the close of the transaction, Oracle plans to make Acme Packet a part of its core offering in its Oracle Communications portfolio. With Oracle's planned investments in Acme Packet products, we expect to accelerate the migration of services providers and enterprises to all-IP networks.

### **Should Acme Packet partners and customers continue to work directly with Acme Packet?**

Yes. Acme Packet's customers should continue to contact their Acme Packet sales representative for assistance, or visit [www.acmepacket.com](http://www.acmepacket.com) for contact information. Acme Packet customers should also continue to use existing Acme Packet contacts for support and professional services to address immediate and ongoing needs. Acme Packet partners should continue to contact their Acme Packet partner contacts for assistance.

### **Can I still purchase Acme Packet products and services?**

Yes. Acme Packet products and services continue to be available from Acme Packet and it is business as usual.

### **Will training on the Acme Packet products continue?**

Yes. Oracle wants to ensure that customer investments and the use of the products and solutions are maximized. We know excellent training is a key part of obtaining that goal.

### **Will Acme Packet continue to hold the Interconnect User Conference in April?**

Yes. The event on April 24-26, 2013 will take place as planned. For more information about the event, please visit

<http://lphs.acmepacket.com/interconnect>

Where can I find more information about the proposed combination of Oracle and Acme Packet?

For more information, please visit [oracle.com/acmepacket](http://oracle.com/acmepacket)

## **About Oracle**

Oracle engineers hardware and software to work together in the cloud and in your data center. For more information about Oracle (NASDAQ:ORCL), visit [www.oracle.com](http://www.oracle.com).

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### Additional Information about the Merger and Where to Find It

In connection with the proposed merger, Acme Packet will file a proxy statement with the SEC. Additionally, Acme Packet and Oracle will file other relevant materials in connection with the proposed acquisition of Acme Packet by Oracle pursuant to the terms of an Agreement and Plan of Merger by and among, Oracle, OC Acquisition LLC, a wholly owned subsidiary of Oracle, Andes Acquisition Corporation, a wholly-owned subsidiary of OC Acquisition LLC, and Acme Packet. The materials to be filed by Acme Packet with the SEC may be obtained free of charge at the SEC's web site at [www.sec.gov](http://www.sec.gov). Investors and security holders of Acme Packet are urged to read the proxy statement and the other relevant materials when they become available before making any voting or investment decision with respect to the proposed merger because they will contain important information about the merger and the parties to the merger. Oracle, Acme Packet and their respective directors, executive officers and other members of its management and employees, under SEC rules, may be deemed to be participants in the solicitation of proxies of Acme Packet stockholders in connection with the proposed merger. Investors and security holders may obtain more detailed information regarding the names, affiliations and interests of certain of Oracle's executive officers and directors in the solicitation by reading the proxy statement and other relevant materials filed with the SEC when they become available. Information concerning the interests of Acme Packet's participants in the solicitation, which may, in some cases, be different than those of Acme Packet's stockholders generally, is set forth in the materials filed by Acme Packet with the SEC, and will be set forth in the proxy statement relating to the merger when it becomes available.

Filed by Oracle Corporation  
Pursuant to Rule 14a-12 under the Securities Exchange Act of 1934  
Subject Company: Acme Packet, Inc.  
Commission File No.: 001-33041

Oracle Customers and Partners,

On February 4, 2013, Oracle announced that it has agreed to acquire Acme Packet, the global provider of session border control technology for service providers and enterprises. The proposed transaction is subject to Acme Packet stockholder approval, certain regulatory approvals, and customary closing conditions and is expected to close in the first half of 2013. Until the deal closes, each company will continue to operate independently, and will operate its business as usual.

Users are becoming increasingly connected and expect to communicate anytime and anywhere using their application, device, and network of choice. In order to deliver trusted, interactive communications, service providers and enterprises are deploying all-IP networks which can combine the quality and reliability of traditional telephony networks with the low cost and service innovation benefits of the Internet.

Acme Packet enables trusted, first-class delivery of next-generation voice, data and unified communications services and applications across IP networks for service providers and enterprises. The company's solutions are deployed by more than 1,900 service providers and enterprises globally, including 89 of world's top 100 communications companies.

Oracle plans to make Acme Packet a core offering in its Oracle Communications portfolio to enable customers to more rapidly innovate while simplifying their IT and network infrastructures. Service providers are expected to be able to differentiate and monetize offerings through secure and reliable IP-based communications from any device, across any network. We also anticipate enterprise customers will be able to more effectively engage customers, deliver more innovative applications, and improve employee productivity. This combination is expected to provide our partners with an expanded portfolio of world-class solutions to help them create even greater value for their customers.

Acme Packet management team and employees are expected to join the Oracle Communications Global Business Unit after the transaction closes.

For more information please visit [oracle.com/acmepacket](http://oracle.com/acmepacket).

Thank you for your continued support.

Regards,

Bhaskar Gorti

Senior Vice President and General Manager

Oracle Communications

#### **Cautionary Statement Regarding Forward-Looking Statements**

This document contains certain forward-looking statements about Oracle and Acme Packet, including statements that involve risks and uncertainties concerning Oracle's proposed acquisition of Acme Packet, anticipated customer benefits and general business outlook. When used in this document, the words anticipates, can, will, look forward to, expected and similar expressions and any other statements that are not historical facts are intended to identify those assertions as forward-looking statements. Any such statement may be influenced by a variety of factors, many of which are beyond the control of Oracle or Acme Packet, that could cause actual outcomes and results to be materially different from those projected, described, expressed or implied in this document due to a number of risks and uncertainties. Potential risks and uncertainties include, among others, the possibility that the transaction will not close or that the closing may be delayed, the anticipated synergies of the combined companies may not be achieved after closing, the combined operations may not be successfully integrated in a timely manner, if at all, general economic conditions in regions in which either company does business, and the possibility that Oracle or Acme Packet may be adversely affected by other economic, business, and/or competitive



factors. Accordingly, no assurances can be given that any of the events anticipated by the forward-looking statements will transpire or occur, or if any of them do so, what impact they will have on the results of operations or financial condition of Oracle or Acme Packet.

In addition, please refer to the documents that Oracle and Acme Packet, respectively, file with the U.S. Securities and Exchange Commission (the SEC) on Forms 10-K, 10-Q and 8-K. These filings identify and address other important factors that could cause Oracle's and Acme Packet's respective operational and other results to differ materially from those contained in the forward-looking statements set forth in this document. You are cautioned to not place undue reliance on forward-looking statements, which speak only as of the date of this document. Neither Oracle nor Acme Packet is under any duty to update any of the information in this document.

Oracle is currently reviewing the existing Acme Packet product roadmap and will be providing guidance to customers in accordance with Oracle's standard product communication policies. Any resulting features and timing of release of such features as determined by Oracle's review of Acme Packet's product roadmap are at the sole discretion of Oracle. All product roadmap information, whether communicated by Acme Packet or by Oracle, does not represent a commitment to deliver any material, code, or functionality, and should not be relied upon in making purchasing decisions. It is intended for informational purposes only, and may not be incorporated into any contract.

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