

Overview and Frequently Asked Questions

Overview

Oracle Completes Acquisition of MetaSolv and Extends Presence in Communications and Media

On December 15, 2006, Oracle completed its acquisition of MetaSolv Software, a recognized leader in operations support system (OSS) service fulfillment solutions for next-generation communications service providers.

The acquisition further extends Oracle's presence in the communications industry and creates an end-to-end packaged software suite for key communications industry processes, including Business Support Systems (BSS), Operational Support Systems (OSS), Service Delivery Platform (SDP) and enterprise applications.

Currently 19 of the top 20 most profitable communications companies run Oracle Applications. Oracle's Siebel Customer Relationship Management (CRM) applications have become an industry standard for call centers and customer care. Likewise, Oracle's billing and revenue management products (formerly Portal Software's Portal 7) provide a leading billing and revenue management system. Additionally, Oracle provides a leading choice for Enterprise Resource Planning (ERP), Supply Chain Management (SCM), Human Capital Management (HCM), and database and infrastructure software. The acquisition of MetaSolv adds a best-in-class integrated OSS suite that enables automated service fulfillment to Oracle's end-to-end software portfolio for the communications industry.

MetaSolv is at the forefront of service fulfillment innovation and is leading network transformation with Tier 1 carriers around the world. MetaSolv automates the order-to-activate provisioning cycle by integrating key service fulfillment processes, including provisioning, service activation, inventory management, configuration management, and subscriber and service management. MetaSolv's modular and integrated approach to service fulfillment enables service providers to simplify the costly and complex process of delivering bundled services over multiple technologies. More than 170 global service providers use MetaSolv solutions to

efficiently and effectively address the business challenges associated with transitioning to next-generation mobile and IP-based networks.

MetaSolv's management team and employees will join Oracle's Communications Global Business Unit which has a dedicated focus on providing mission critical packaged software for the communications industry. By retaining MetaSolv's talented team, Oracle will leverage MetaSolv's in-depth OSS knowledge, thereby enabling continued success in this domain and a smooth transition for customers.

Customer Benefits

Under current plans, Oracle's acquisition of MetaSolv is expected to provide communications service providers with the following benefits:

- **Single Campaign-to-Cash Software Suite:** Oracle can now offer customers an end-to-end telecommunications software suite incorporating OSS, CRM, Revenue Management and ERP applications. Service providers can benefit from leveraging a single vendor to manage their customer interactions, revenue realization and automated service fulfillment allowing service providers to optimize the campaign-to-cash process, lowering transaction costs and accelerating time-to-revenue.
- **Improved Network Asset Management:** Communication service providers can now, from a single vendor, track and manage the entire life cycle of network assets. Through the combination of Oracle and MetaSolv solutions, costly network assets can be accurately managed and accounted for from initial procurement through to customer production, thereby enabling users to improve efficiency, maximize asset utilization and reduce capital expenditures.

- **Rapid Time-to-Market for New Services:** Lengthy and costly product and service creation, pricing, packaging and definition can now be streamlined and automated. A single view of customers, products, and services and their relationship to the underlying network allows service providers to rapidly introduce innovative services, thereby enhancing competitiveness.
- **Backed by a single global vendor:** Customers can now benefit from Oracle's global 24x7 distribution and support network, backed by 7,000 support service personnel, 14,000 software developers, and access to more than 16,000 partners.
- **Investment Protection:** Customer investments in MetaSolv applications will be supported and protected by Oracle as the OSS service fulfillment standard for the combined companies.

Partner Benefits

Under current plans, the combination of Oracle and MetaSolv is expected to provide partners worldwide with the following benefits:

- **Comprehensive Communications Suite:** Oracle can now provide customers, and Oracle partners, with an end-to-end telecommunications software suite incorporating OSS, CRM, Revenue Management and ERP applications. Partners benefit by reducing the complexity of their customer solutions by streamlining processes that span the enterprise, BSS and OSS.
- **Single Vendor.** With this combination, partners can leverage Oracle's worldwide resources and partner investments while preserving their investment and experience with MetaSolv solutions.
- **Partner Focused:** Oracle will continue to partner with Network Equipment Manufacturers and Systems Integrators to enable the successful deployment of Oracle products. These partnerships will extend to MetaSolv partners, many of whom are already Oracle partners, thereby further strengthening and streamlining the relationship.

Frequently Asked Questions

Business Rationale

What is the rationale behind the acquisition?

Oracle is extending its position in the communications industry with a packaged software solution for end-to-end processes including BSS, OSS and Enterprise applications. Communications service providers worldwide have told Oracle that accessing an integrated end-to-end packaged applications suite is one of their highest priorities. Operational Support Systems (OSS) is the fastest growing IT domain in the communications industry, and represented a \$1.7 billion segment in 2006. Communications OSS, a domain that has been outside of Oracle's traditional reach, is the logical extension to Oracle's Enterprise, BSS and SDP suite.

How will the acquisition of MetaSolv accelerate Oracle's strategy to build out mission critical applications for the communications industry?

As operators worldwide invest to support the growing demand for advanced mobile and IP services, they require an agile and flexible software suite to streamline their business processes and customer interactions. With the MetaSolv and Oracle combination, Oracle plans to provide an end-to-end packaged software suite including BSS, OSS, Enterprise and Service Delivery applications. This suite covers processes that span a communications provider's initial customer interaction, through to automating service fulfillment and billing. MetaSolv's leading product portfolio, coupled with Oracle's existing communications products and extensive R&D budget, positions Oracle to facilitate IT system transformations for operators on a global scale with a comprehensive Communications applications offering.

Product

What OSS products does MetaSolv offer?

MetaSolv's portfolio is focused on enabling the automated end-to-end service fulfillment process including provisioning, inventory management, and service activation. MetaSolv's portfolio enables the support of existing services as well as facilitating the transition to next-generation mobile, broadband and IP-based services, such as VoIP, IPTV and IP VPNs.

How will MetaSolv and Oracle’s product portfolios be integrated over time?

Over time and through phased release cycles, we plan to more fully build on Oracle technology platforms and increase the level of integration with key applications such as Siebel CRM, Oracle E-Business Suite, Oracle Billing & Revenue Management (formerly Portal Software’s Portal 7), Siebel Analytics, and Customer & Product Data Hubs.

How does Oracle plan to maintain industry and domain expertise?

MetaSolv employees and management will join Oracle’s Communications Global Business Unit focused on delivering mission critical applications to the communications industry. The Communications Global Business Unit includes strategy, development, sales, services, business development and marketing. By retaining MetaSolv’s talented team, Oracle will leverage MetaSolv’s in-depth OSS knowledge, thereby helping ensure continued success in this domain and a smooth transition for customers.

Why are Oracle’s and MetaSolv’s solutions a good fit?

Oracle’s and MetaSolv’s solutions are complementary. The architecture of MetaSolv products is closely aligned with Oracle applications, technology direction and strategy. MetaSolv products are SOA-based and leverage industry standards, and are highly configurable and extensible. In production with service providers worldwide, MetaSolv’s service fulfillment suite is designed for ease of integration and is a logical complement to Oracle’s existing Communications application footprint.

Customers

How is this acquisition expected to impact MetaSolv’s customers?

Oracle plans to protect customer investments in MetaSolv applications. As the OSS standard for the combined companies, MetaSolv solutions now have the backing of Oracle’s extensive R&D budget, as well as Oracle’s significant technology and application assets.

How is this acquisition expected to benefit MetaSolv customers?

MetaSolv customers will have their investment protected while at the same time have access to a more comprehensive communications software suite from Oracle. Oracle’s end-to-end suite provides a

compelling value proposition as communications providers look to streamline their campaign-to-cash processes and improve network asset management with ERP applications.

How is this acquisition expected to impact the ongoing development of MetaSolv’s products?

MetaSolv’s Provisioning, Inventory, Activation, and Mediation solutions are strategic assets, and are the cornerstones of Oracle’s Communications OSS Strategy. Furthermore, Oracle’s intent is to protect customer investments, and evolve and enhance these core MetaSolv products and solutions. Accordingly, Oracle is in the process of reviewing MetaSolv’s roadmap. Once complete, Oracle will publish this roadmap through our standard channels (e.g. support web-site, user-groups and customer-advisory-boards) such that MetaSolv’s customers can plan their implementation of upgrades as they become available.

How will Oracle provide for the smooth combination of the two companies?

Oracle is very focused on customer satisfaction and plans to provide a smooth transition without customer disruption. Oracle is experienced with integrating companies quickly and efficiently. Oracle has dedicated personnel from key functional areas for integration and will use proven templates and processes for repeatable success in integration. We will communicate regularly throughout this process to keep our customers well informed.

- Focus on 100% customer satisfaction
 - Provide smooth transition for customers without interruption
 - Over-communicate throughout the integration
 - Provide seamless support
- Integrate MetaSolv within Oracle’s Communications Global Business Unit
 - Retain MetaSolv’s management team and employees to lead Oracle’s OSS strategy
 - Retain and leverage MetaSolv’s in-depth OSS domain knowledge, experience and customer relationships

MetaSolv’s Provisioning, Inventory, Activation and Mediation solutions are strategic assets and form the cornerstones of Oracle’s communications Operations Support System (OSS) strategy. Furthermore, Oracle intends to evolve and enhance the core MetaSolv products and solutions to protect customer investments

and will review all products on the MetaSolv roadmap. Upon review completion, customers will be able to access the roadmap to guide their implementation and upgrade planning. All roadmap communication will be delivered through Oracle's standard channels, such as support Web sites, product user groups and customer advisory boards.

Partners

How is this acquisition expected to benefit MetaSolv's partners?

Partners are essential to Oracle's business model and growth strategy. Oracle is committed to enabling the success of MetaSolv's existing partners and the satisfaction and retention of their customers. The foundation for this success is the Oracle PartnerNetwork, a worldwide ecosystem of more than 17,700 partners that offers a management portal, a network of interaction centers for partner support, and a global business program.

Partners gain access to Oracle's premier products across all of Oracle's lines of business, coupled with education, technical services and a highly specialized go-to-market engagement. Oracle seeks to maintain and enhance the relationships with existing MetaSolv partners, including Systems Integrators and Network Equipment Manufacturers, through their global partner program. Partners also benefit from being able to leverage and deploy a more comprehensive communications software suite that includes business support systems (BSS), Operational Support Systems (OSS), Service Delivery Platform (SDP) and enterprise applications, from a single software vendor.

If I am a current MetaSolv partner and a member of Oracle PartnerNetwork, will my MetaSolv contracts be honored?

Yes. To provide for a smooth transition, existing MetaSolv partner contracts for support, professional services, and sales remain in effect after the closing. As contact information changes, we will communicate these changes through normal channels. Our representatives will continue to reach out to partners to answer any questions. Partners may also use their current Oracle support channels to ask questions.

How will Oracle support MetaSolv partners throughout the integration and beyond?

Oracle is deeply committed to enabling the success of MetaSolv partners. The message for MetaSolv partners is one of continuity or business as usual. We are working to ensure that MetaSolv's partner business continues uninterrupted through the integration period. During this time, our representatives will continue to communicate with partners to answer questions, provide ongoing support and resources, as well as highlight new opportunities.

As we blend MetaSolv education delivery with Oracle University, watch the Oracle PartnerNetwork (OPN) Portal for upcoming training announcements. Partners not yet enrolled in the Oracle PartnerNetwork program will be invited to join the program to gain access to some of the highest levels of support and resources available in the industry today.

How can MetaSolv partners learn more about the Oracle PartnerNetwork program?

The Oracle PartnerNetwork portal is the best source of information about the program. Partners can also contact Oracle directly. To contact an Oracle PartnerNetwork representative, please go to partner.oracle.com and click on "Contact Us".

How will this acquisition impact any existing project, deployment, or services engagements?

We do not expect that this transaction will impact any existing project, deployment or services engagement. With the depth, breadth and scale of Oracle, we anticipate that customers will continue to derive new value from MetaSolv products portfolio.

How does this affect Oracle's relationship with other OSS vendors?

Most communications service providers have multi-vendor environments and use a variety of billing, customer care, and OSS applications. Oracle is committed to the ongoing support of OSS software vendors.

Business Continuity

Can I still purchase MetaSolv products?

Yes, please contact your MetaSolv sales representatives to assist you, or visit www.metasolv.com for contact information. Your MetaSolv contacts remain unchanged.

Should MetaSolv customers continue to call the MetaSolv Global Customer Care center?

Yes. MetaSolv customers will continue to receive support and services from MetaSolv, and should continue to use existing MetaSolv contacts for support, professional services, and sales to address immediate and ongoing needs. We will communicate any changes well in advance through our regular channels.

Should MetaSolv customers continue to contact their MetaSolv sales representative?

Yes. Customers should continue to rely on existing relationships.

Will training on MetaSolv products continue?

Yes. We plan to combine the MetaSolv education program with Oracle University. We want our customers to derive the full business value of our software and excellent training is critical to reaching that goal.

Will existing MetaSolv customer contracts be honored?

Yes. Oracle intends to honor the terms and conditions of existing MetaSolv contracts. Technical support will continue to be governed by the terms of the MetaSolv maintenance agreement until the current support term expires. At the first renewal with Oracle, customers' support services (and not licenses) will be migrated to an Oracle License and Services Agreement (OLSA), which will govern the next support term. The OLSA will not govern customers' MetaSolv license(s).

Where can I find out more information about the proposed Oracle and MetaSolv combination?

For more information, please visit www.oracle.com/metasolv or www.metasolv.com.

This document is for informational purposes only. After the closing of this transaction, the development, release and timing of MetaSolv's products will remain at the sole discretion of Oracle.