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 x

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

x 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)**

Payment of Filing Fee (Check the appropriate box):

x No fee required.

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(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

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¨ Fee paid previously with preliminary materials.

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(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(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.

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**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.

**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. 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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Oracle Buys Acme Packet
Adds Session Border Control Technology to
Oracle s Leading Communications Industry Offering
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those projected, described, expressed or implied in this presentation due to a number of risks and uncertainties. Potential risks a
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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

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

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

## Over view

**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 is 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?**

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 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

**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.

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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.

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.

**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. 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.