

ORACLE CORP
Form 4
October 11, 2006

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
PHILLIPS JR CHARLES E

(Last) (First) (Middle)

C/O DELPHI ASSET MGMT CORPORATION, 6005 PLUMAS STREET, SUITE 100

(Street)

RENO, NV 89519

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ORACLE CORP [ORCL]

3. Date of Earliest Transaction (Month/Day/Year)
10/06/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 10/06/2006 | | M | | 375,000 A \$ 10.23 | | D |
| Common Stock | 10/06/2006 | | M | | 1,495,000 A \$ 12.3 | | D |
| Common Stock | 10/06/2006 | | S | | 14,046 D \$ 18.15 | | D |
| Common Stock | 10/06/2006 | | S | | 25,000 D \$ 18.16 | | D |
| Common Stock | 10/06/2006 | | S | | 96,000 D \$ 18.17 | | D |
| Common Stock | 10/06/2006 | | S | | 1,860,954 D \$ 18.15 | | D |
| Common Stock | 10/06/2006 | | S | | 1,835,954 D \$ 18.16 | | D |
| Common Stock | 10/06/2006 | | S | | 1,739,954 D \$ 18.17 | | D |

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| | | | | | | | |
|--------------|------------|---|---------|---|----------|-----------|---|
| Common Stock | 10/06/2006 | S | 41,000 | D | \$ 18.18 | 1,698,954 | D |
| Common Stock | 10/06/2006 | S | 20,500 | D | \$ 18.19 | 1,678,454 | D |
| Common Stock | 10/06/2006 | S | 101,100 | D | \$ 18.2 | 1,577,354 | D |
| Common Stock | 10/06/2006 | S | 317,200 | D | \$ 18.25 | 1,260,154 | D |
| Common Stock | 10/06/2006 | S | 99,954 | D | \$ 18.26 | 1,160,200 | D |
| Common Stock | 10/06/2006 | S | 57,500 | D | \$ 18.27 | 1,102,700 | D |
| Common Stock | 10/06/2006 | S | 90,700 | D | \$ 18.28 | 1,012,000 | D |
| Common Stock | 10/06/2006 | S | 5,700 | D | \$ 18.29 | 1,006,300 | D |
| Common Stock | 10/06/2006 | S | 493,792 | D | \$ 18.3 | 512,508 | D |
| Common Stock | 10/06/2006 | S | 102,500 | D | \$ 18.31 | 410,008 | D |
| Common Stock | 10/06/2006 | S | 22,400 | D | \$ 18.32 | 387,608 | D |
| Common Stock | 10/06/2006 | S | 20,400 | D | \$ 18.33 | 367,208 | D |
| Common Stock | 10/06/2006 | S | 54,931 | D | \$ 18.34 | 312,277 | D |
| Common Stock | 10/06/2006 | S | 190,277 | D | \$ 18.35 | 122,000 | D |
| Common Stock | 10/06/2006 | S | 46,600 | D | \$ 18.36 | 75,400 | D |
| Common Stock | 10/06/2006 | S | 3,700 | D | \$ 18.37 | 71,700 | D |
| Common Stock | 10/06/2006 | S | 66,400 | D | \$ 18.38 | 5,300 | D |
| Common Stock | 10/06/2006 | S | 300 | D | \$ 18.39 | 5,000 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Non-Qualified Stock Option (right to buy) | \$ 10.23 | 10/06/2006 | | M | 375,000 | ⁽¹⁾ 08/27/2014 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 12.3 | 10/06/2006 | | M | 1,495,000 | ⁽¹⁾ 05/23/2013 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| PHILLIPS JR CHARLES E C/O DELPHI ASSET MGMT CORPORATION 6005 PLUMAS STREET, SUITE 100 RENO, NV 89519 | X | | President | |

Signatures

By: /s/ Rita S. Dickson, Attorney in Fact For: Charles E. Phillips (POA filed 8/31/04) 10/10/2006

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Option vests 25% annually on anniversary of grant date

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