

HYPERION SOLUTIONS CORPORATION

COMPENSATION COMMITTEE CHARTER

Purpose

The Compensation Committee (“Committee”) of the Board of Directors (“Board”) shall assist the Board in the discharge of its responsibilities relating to compensation and human resources policies, programs, and plans, including executive development and succession plans, and to approve executive and company compensation programs and benefits. The Committee is charged with the Board’s responsibility of maintaining internally equitable and externally competitive Compensation programs.

Membership

The Committee shall be comprised of at least two directors, each of whom shall: (i) satisfy the requirements of Nasdaq; (ii) qualify as a “non-employee director” for purposes of Section 16b-3 under the Securities Exchange Act of 1934, as amended; and (iii) qualify as an “outside director” pursuant to Treas. Reg. § 1.162-27(e)(3).

Oversight

The Committee shall be subject to the control and direction of the Board, and shall approve and recommend to the full Board, for the full Board’s determination, the Chief Executive Officer’s (“CEO”) compensation, the compensation of all direct reports of the CEO (“Direct Reports”), and any other 16(b) officers (as defined in Section 16 of the Securities Exchange Act of 1934 and Rule 16a-1 thereunder) who do not report to the CEO (“Other 16(b) Officers”).

The Committee shall have full authority, oversight or informational/input status for all other compensation related activities, as outlined below. Each level authority is defined as follows:

Full Authority The Committee shall have complete authority including approval or denial of program, approval or development of recommendations and requests for related project work and responsibility for gaining Board approval as necessary for compensation, performance reviews and succession planning as noted in the table below.

Oversight The Committee shall review and approve at the philosophical level, broad based company programs, personnel reviews or company pension-related plans. The Committee may not be required to approve the administration of these programs once approval has been received for plan philosophy.

Informational From time to time, the Committee may request information on specific topics related to Human Resources, or, conversely, input from the Committee may be requested on disparate topics. The Committee may request standard reports to be included in the board package.

	Full Authority	Oversight	Informational
<i>Compensation Changes</i>			
<i>CEO</i> (including base salary, bonuses, stock, and perquisites, including any employment agreements, severance or change-in-control arrangements or other benefits)	•		
<i>COO & 16(b) Officers</i> (including base salary, bonuses, stock, and perquisites, including any employment agreements, severance or change-in-control arrangements or other benefits)	•		
<i>Non-16(b) Direct Reports of CEO & COO</i> (including base salary, bonuses, stock, and perquisites, including any employment agreements, severance or change-in-control arrangements or other benefits)			•
<i>Annual Performance Evaluations</i> CEO COO & 16(b) Officers Non-16(b) Reports of CEO & COO	•	•	•
<i>Compensation Philosophy and Strategy</i>		•	
<i>Stock Programs</i> Corporate Stock Plans Stock Guidelines Matrix Stock Approvals – CEO, Direct Reports, 16(b) Officers Stock Approvals – Other	• •	• •	
<i>Overall Company Bonus and Incentive Plans</i>		•	
<i>401(k) and Other Deferred Compensation Plans</i>		•	
<i>Succession Planning</i> CEO Direct Reports and Other 16(b) Officers Management Committee	•	•	•
<i>Company Demographics</i>			•

Procedure

The Committee shall meet as scheduled by the Committee chairperson, and will typically meet immediately prior to regularly scheduled Board meetings. Committee meetings may include management and outside independent consultants, as needed.

The Committee shall meet in executive session when discussing the CEO's compensation. Generally, no executive officer, other than the CEO, shall participate in discussions concerning the compensation of Direct Reports and Other 16(b) Officers.

Typically, the Company's VP of Human Resources shall attend the Committee meetings and shall be responsible for establishing the agenda and providing necessary documentation for Committee review and action. The Committee shall hold session with the Company's VP of Human Resources alone, on a periodic basis, but not less than once a year.

The Committee shall report its findings to the full Board. The Committee shall produce an annual report on executive compensation as required for inclusion in the Company's proxy statement.

The Committee shall engage and terminate compensation consultants, independent counsel and such other advisers as the Committee determines necessary to carry out its responsibilities, and approve the fees and other terms of retention of any such consultants and other advisers. The Committee shall cause the officers of the Company to provide such funding as the

Committee shall determine to be appropriate for payment of compensation to any compensation consultants, independent counsel or other advisers engaged by the Committee.

The Committee may also, at its discretion, review commission plans, and other compensation and human resource-related data, such as Human Resources policies, demographics, executive development, succession plans and employee survey results.

Schedule and Agenda

While specific activities for the Committee may vary from year to year, the Committee shall follow a typical schedule:

<i>Fiscal Year Beginning</i>	Executive Salary, goal setting, bonus and stock plans Company bonus plans Fiscal year stock plan review
<i>Fiscal Year Midpoint</i>	1 st Half bonus payouts
<i>Fiscal Year End</i>	2 nd Half bonus payouts CEO performance

Adopted: February 26, 2004