

Why us and not them?

It's not just because of where we stand today, but where we're going, and what we have to get us there.

- We are creating a truly integrated online marketing platform
- We will do what's right for our advertisers and users
- We are a financially stable company here for the long-term
- We build products with unprecedented scale at unprecedented speeds
- We're where you, your customers, and their customers are all over the globe
- · We're search geeks, just like you
- Who could be better at integrating with Google than Google?
- We are serious about user and advertiser privacy and security
- We're just getting started; bet on us

We are creating a truly integrated online marketing platform

As online marketing has grown, the revolution fueled by the automation, targeting and measurability of search is now moving to other platforms such as display, mobile, social, local and even TV. We know that large advertisers are looking to plan, manage, optimize and measure their spend across all these channels in a way that allows them to effectively deploy their advertising budgets to meet their brand and performance goals. This is why Google is investing heavily in the platforms and toolsets to make this vision a reality.

Only Google and DoubleClick have the ability to create a unified platform for the online ads you manage for your clients. Plan your campaigns using Ad Planner and implement using DoubleClick for Advertisers for display and DoubleClick Search V3 for search. Buy your display media on our Ad Exchange and in real-time using Invite Media, our own Demand Side Platform. Create and manage rich media creatives using DoubleClick Studio and DoubleClick Rich Media. Access users on the go using Mobile Search or AdMob. Measure and optimize all of your ads using Report Central with consistent tagging and de-duplicated conversions with Floodlight. Add in Google Analytics to measure traffic from any online source to round out our offering and provide tools for full multi-channel analysis and attribution. Integration between these products already exists, but will continue to get much stronger.

These are products that VivaKi already knows well. Your investment in DoubleClick and Google will continue to pay off as the integration of our products becomes tighter and tighter.

We will do what's right for our advertisers and users

We want to build products that help advertisers deliver the best ads to our users. Ads that are valuable to our users are valuable to our advertisers. It is, and will always be, in

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EXHIBIT



our best interest to preserve this ecosystem. For small and mid-size companies, our products like AdWords, Boost, Opportunity Center and Editor have been very successful in helping deliver ads efficiently and effectively. For large advertisers and agencies, we saw a gap in our product offering. With DoubleClick Search V3 we've closed that gap.

Our vision of DoubleClick Search V3 is to deliver a product that only Google's technology and scale could pull off. We aim to make managing, reporting, and optimizing the largest search campaigns easier than ever.

We believe in analytics-based marketing - on Google, Bing, Yahoo, and any other network or platform that delivers accountable results online. We want online advertising to continue its growth trajectory and will always be a neutral third party, helping you achieve the highest return on investment, regardless of the online channel.

When we think about the features to build in DoubleClick Search V3, we're concerned about what will make you the happiest - what will drive the most value for you and your clients. We're not in this for the fees. We're in this to help advertisers and agencies manage search campaigns as efficiently and effectively as possible.

We are a financially stable company here for the long-term

DoubleClick Search V3 is a part of Google. With Google's assets, both short and long term, we're confident we'll have the resources to be a successful part of the company for many many years.

Online advertising isn't perfect and mistakes can be made by computers and humans. We treat our advertisers as partners and our financial resources allow us to be willing and able to pay retribution including media fees when appropriate.

We build products with unprecedented scale at unprecedented speeds

Speed, scale and reliability matter for products built at Google. We tackle big problems and build solutions that can process huge amounts of data very quickly. Managing large search campaigns with millions of keywords, each keyword having its own combination of bid, ad text, landing page, bidding strategy, etc. is a massively complex data challenge that only the most sophisticated technologies can solve. Each of these levers need to be paid attention to and tweaked for you to drive the most value for your clients.

We decided to rebuild DoubleClick Search from scratch about 6 months ago. Since then we've gone from concept to production, with a completely re-written code base. Already, hundreds of advertisers are successfully using what we've built so far and are thrilled with our progress (see customer quotes). Imagine where we'll be in another 6 months.

Leveraging the Google infrastructure gives DoubleClick Search V3 access to the largest collection of computational power in the world. You can't push our products too hard. Upload all the keywords you want, make as many changes as you need. Your search engine marketing tool should make your search teams more effective, not frustrate them down with slow downloading, uploading, and trafficking. Access to user

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interface is also critical. Just like stock traders need to be able to make a trade at a moments notice, you need to make changes to search campaigns at a similar speed. A reliable, zippy interface is mandatory.

Moving beyond search to other channels increases the complexity by orders of magnitude. Organizations such as Google with a massive infrastructure, machine learning, and analytics at our disposal are best positioned to solve this problem.

We're where you, your customers, and their customers are - all over the globe

We are a global company with more than 26,000 employees worldwide. DoubleClick Technical Account Managers (for any of our integrated products) are available for each of your significant operation centers.

Campaigns running DoubleClick Search V3 are scaled for international growth as well. With Google's reach, you're able to manage campaigns in the top 43 languages, with different currencies, and using a translated interface.

We're search geeks, just like you

We get search ads. It's the merging of advertising and a really complex math problem. And we like really complex problems. When deciding what Google teams were best equipped to rebuild DoubleClick Search as the top search management tool on the market, we went straight to the source - AdWords. Experienced engineers and Product Managers from AdWords lead the DoubleClick Search V3 team and have already implemented many "best of" features directly from AdWords. We continue to work closely with the AdWords team and are aware of the features on their roadmap to help us prioritize features we should incorporate into DoubleClick Search V3.

When choosing to use DoubleClick Search V3, it's as if Google is joining your search team. You'll notice the ease with which you can manage millions of keywords right away, but you'll also be able to leverage our world-class team of Account Managers and Technical Account Managers. They're professionally trained to help you get the most out of the product. You can count on them to assist with any technical issues, but, more importantly, for them to act as your partners help you identify opportunities for you and your clients.

Who could be better at integrating with Google than Google?

To be clear, DoubleClick Search V3 is the only search engine management tool fully integrated with the DoubleClick platform and DoubleClick for Advertisers.

Other SEM Tools claim to be integrated with DoubleClick for Advertisers because they use a series of hacks involving feeds, or data-scraping. They do not have a direct link like DoubleClick Search V3, which is made possible with consistent tags (Floodlight), native integration, and shared interfaces. As such, data feeds used by competitors tend to be more brittle, raising some questions on data reliability and freshness.

In addition, other tools will need your user name and passwords to access your data directly. Please be advised that while using those tools are useful, your client's confidential search data can be read by others even after your relationship with that

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tool has ended. As always you should safeguard the privacy of your user name and passwords and any related client search data.

DoubleClick Search V3's integration with the suite of DoubleClick products is already a major differentiating feature. You can expect integration to get even better in the future for all of our platforms and tools.

We are serious about user and advertiser privacy and security

At Google, we are keenly aware of the trust you place in us and our responsibility to protect your privacy. As part of this responsibility, we let you know what information we collect when you use our products and services, why we collect it and how we use it to improve your experience.

We have five privacy principles that describe how we approach privacy and user information across all of our products:

- 1. Use information to provide our users with valuable products and services.
- 2. Develop products that reflect strong privacy standards and practices.
- 3. Make the collection of personal information transparent.
- 4. Give users meaningful choices to protect their privacy.
- 5. Be a responsible steward of the information we hold.

We're just getting started; bet on us

We've already accomplished a lot with DoubleClick Search V3, but innovation will continue at a quicker rate. Moving DoubleClick Search to the Google infrastructure allows us to add features much faster than before. We've launched many features in the past several months and we're launching major features every two weeks. With this velocity, it will not take us long to catch up with competitors when it comes to features. At that point, the sky's the limit.

Please let me know if you have any questions.

Sincerely,

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