From: John Gentry <john@openx.com>
Sent: Friday, November 22, 2013 4:37 PM EST
To: Tim Cadogan <tim.cadogan@openx.com>

Subject: Important, Not urgent

Attachment(s): "Ad Server QBR - 11.15.13 Final.pptx"

John Gentry

President | OpenX

888 East Walnut Street Pasadena, CA 91101

cell. ±1 (310) 721-2582 tjohn@openx.com

OpenX ranked No. 7 in Forbes' America's Most Promising Companies

www.openx.com | Twitter | Facebook | Linkedin | YouTube

From: Paul Sternhell < paul.sternhell@openx.com>

Date: Friday, November 15, 2013 1:28 PM

To: Ananth Nagaraj <ananth nagaraj@openx.com>, Andy Negrin <andy.negrin@openx.com>. Belinda Dong belinda dong@openx.com>, Jason Fairchild jason fairchild@openx.com, John Gentry john gentry@openx.com, Leon Gurevich john Gentry john gentry@openx.com, Leon Gurevich john Goyal john Gentry john gentry@openx.com, Melissa Burghardt john Gurevich@openx.com, Nicholas Cumins john gentry@openx.com, Nicholas Cumins john Gentry john Gurevich@openx.com, Nicholas Cumins john Gentry john Gentry john Gurevich@openx.com, Nicholas Cumins john Gentry john Gentry john Gentry john Gentry john Gurevich@openx.com, Nicholas Cumins john Gentry <a href="https://docum.gurevich@

Subject: Ad Server Q4 2013 QBR Deck

The Ad Server QBR deck that I presented today is attached. Branden, Ananth and I will pull together the follow-up information we discussed and will send an update to this distribution.

Branden also updated the attendee list for future QBRs to include this full group.

Best, Paul

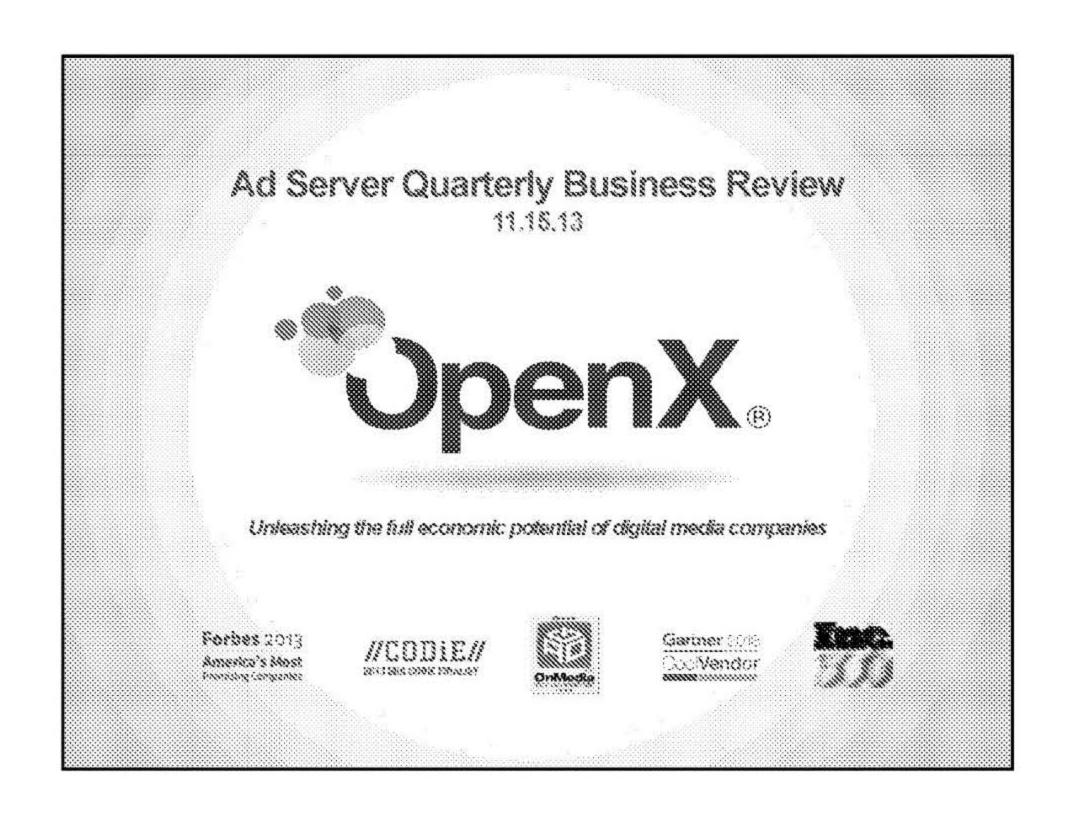
....

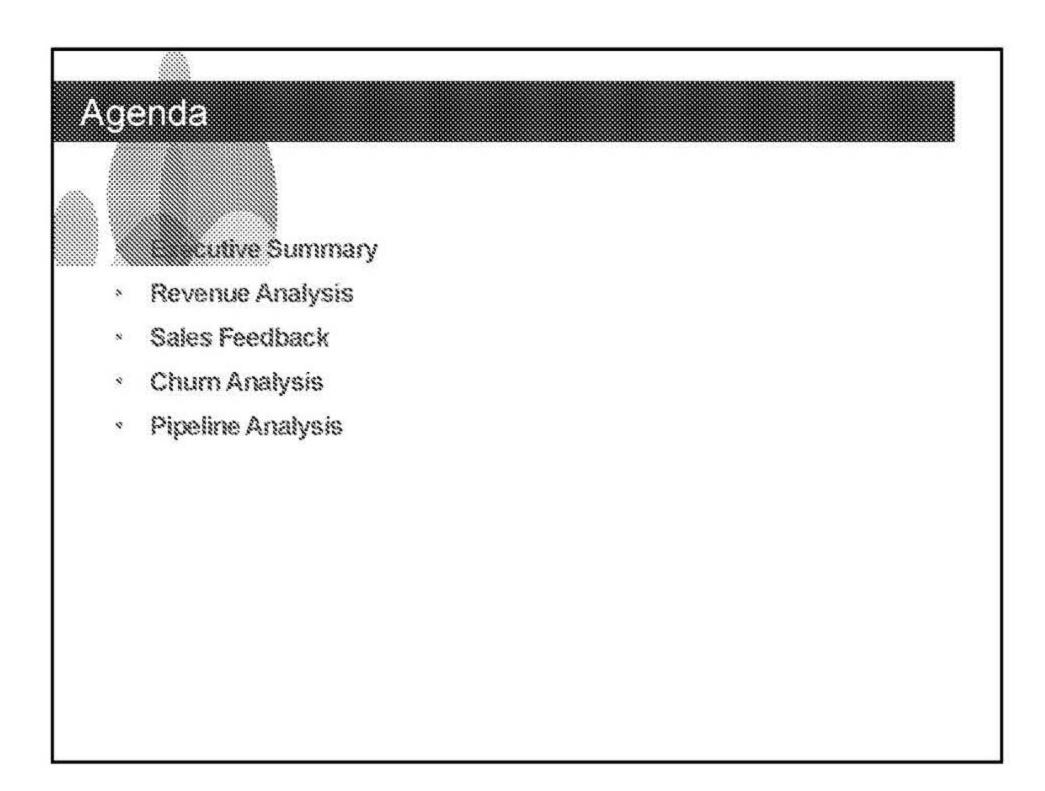
Paul Sternhell
GM, Ad Server & Advertising Solutions | OpenX
288 East Walnut Street, 2nd Floor | Pasadona, CA 91101
o: +1 (626) 466-1141 x6151 | m: +1 (310) 430-6665 | naul sternhell@coenx.com
OpenX ranked No. 7 in Forbes' America's Most Promising Companies
www.openx.com | Twitter | Facebook | Linkedin | YouTube

PTX1501

1:23-cv-00108

HIGHLY CONFIDENTIAL OPENX-00013601





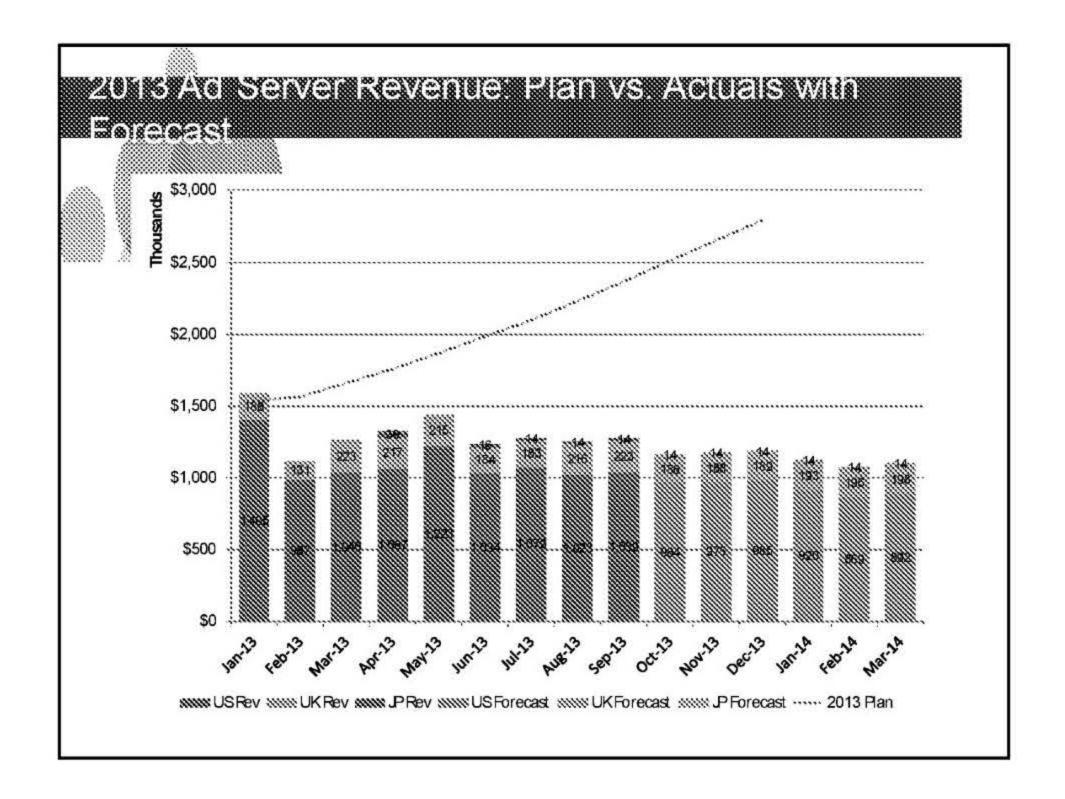
Consider – 3 Columns – We're outside / We move inside / The 2 are merged

Executive Summary

to much lower new revenue (fewer BDs, smaller TAM due to TQ), much higher chum (TQ, product dissatisfaction), and negative variance.

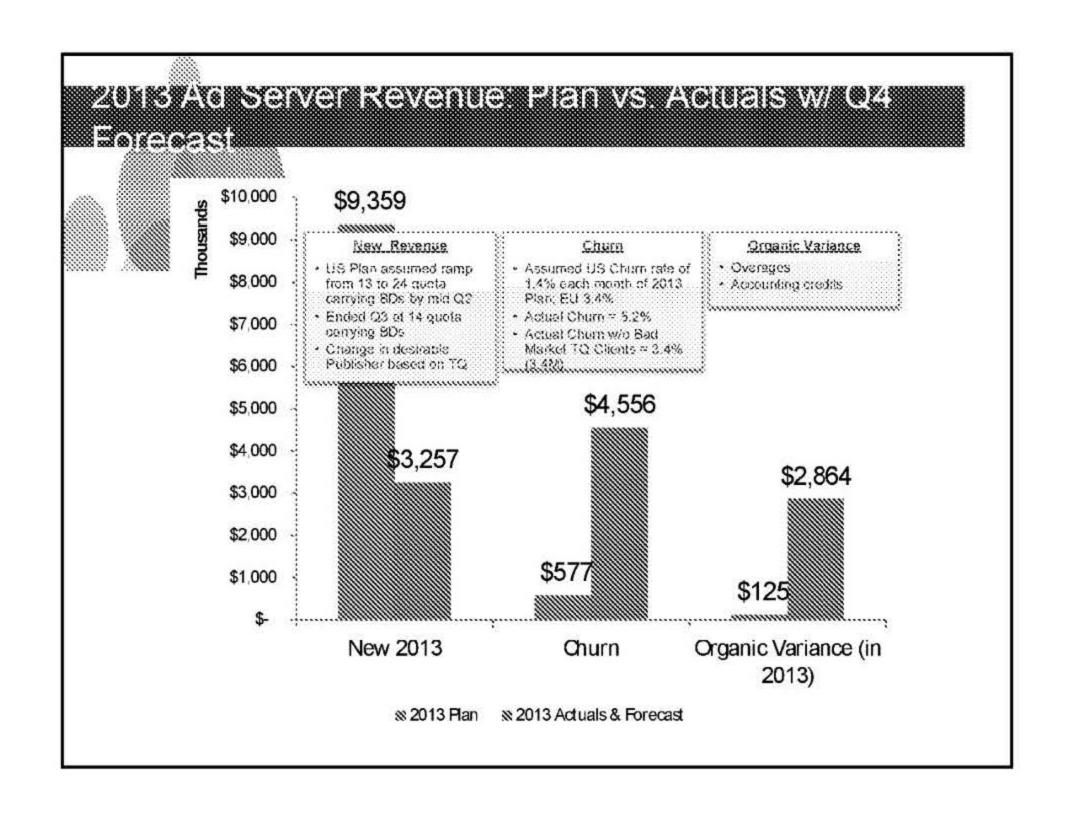
- One third of current Ad Server revenue churning or at risk of chuming.
- Low level of sales focus and marketing support exacerbated problem.
- Need to manage existing TQ risk and filter TQ publishers going forward.
- Increasing sales excitement / focus on Ad Server but need product improvements (fixes to current features + differentiators) to capitalize.

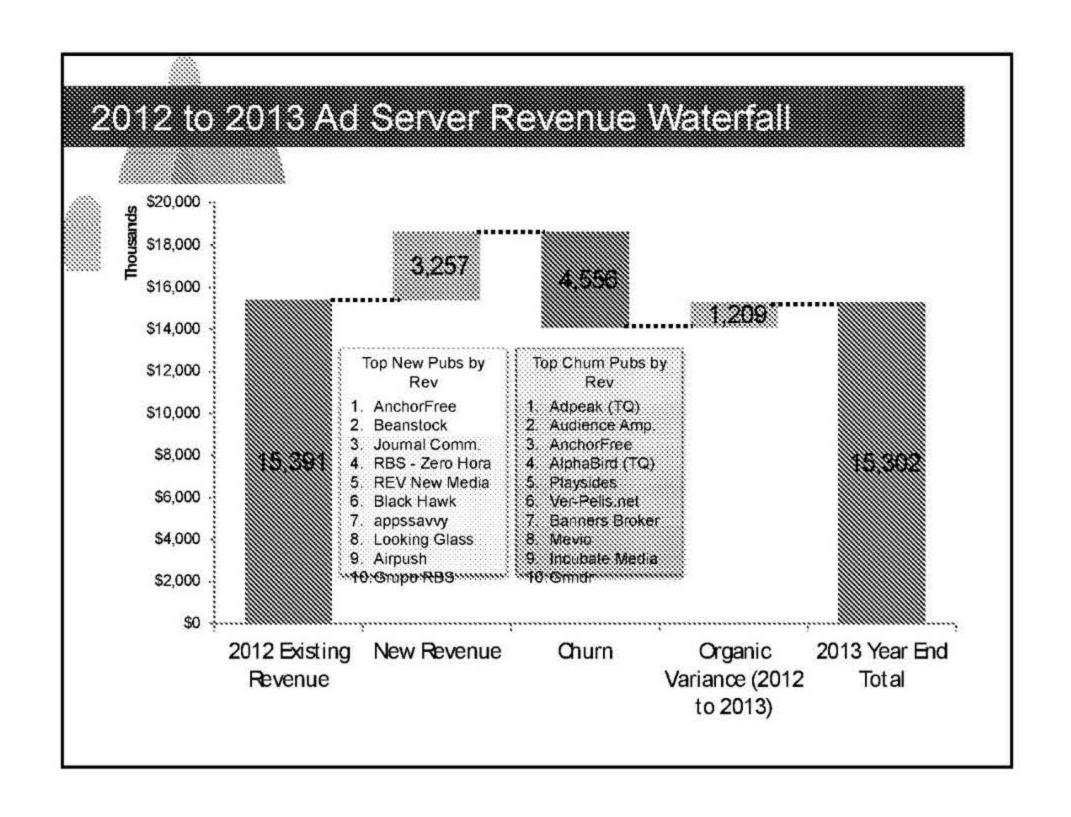
Consider – 3 Columns – We're outside / We move inside / The 2 are merged



Fully inclusive of all known churn

	<u>Publishers</u> BranSluck:Media	Sep. 2013 Revenue \$92,544	Bad TQ Client?	Known / Probable Date of Churn	% of Total Revenue 7.3%	
	Adknowledge	\$84,649		2/28/2014	6.6%	
	Brand Technologies	\$71,628	yes	1/31/2014	5.6%	
and samming	St Torrent	\$70,320		6/30/2014	5.5%	
	Samba	\$31,180			2.4%	
	King.com	\$27,061		9/30/2013	2.1%	
	Journal Communications	\$25,814			2.0%	
	PixFuture Media	\$22,909	yes		1.8%	
	Patient Conversation Media	\$22,418	yes		1.8%	
	RBS- Zero Hora Editora Jornalistica S.A.	\$21,000		3500300533330337005343	1.6%	
	Airpush, Inc.	\$20,000			1.6%	
	ChaCha Search	\$19,200		9/30/2013	1.8%	
	tycos	\$16,950	yes		1.3%	
	Team Player Gaming	\$16,790			1.3%	
	Musterd Seed Ventures	\$16,210	yes		1.3%	
	RevNew Media	\$15,908			1.2%	
	CWTSAS	\$15,422			1.2%	
	Mxit-Shinka	\$15,289	3000000000000000		1.2%	
	EC Media LLC	\$15,000	yes		1.2%	
	Biogtalkradio, Inc.	\$14,703	yes		1.2%	
	Other Top 50 Publishers	\$259,156			20.3%	Total Monthly
	Non-Top 50 Publishers	\$381,725	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	petition	29.9%	At-Rick Revenue
	Non-Top Surablishers	\$1,275,865	\$152,104	\$272,847	\$424,951	At-Risk Revenu 33% of Total Revenue





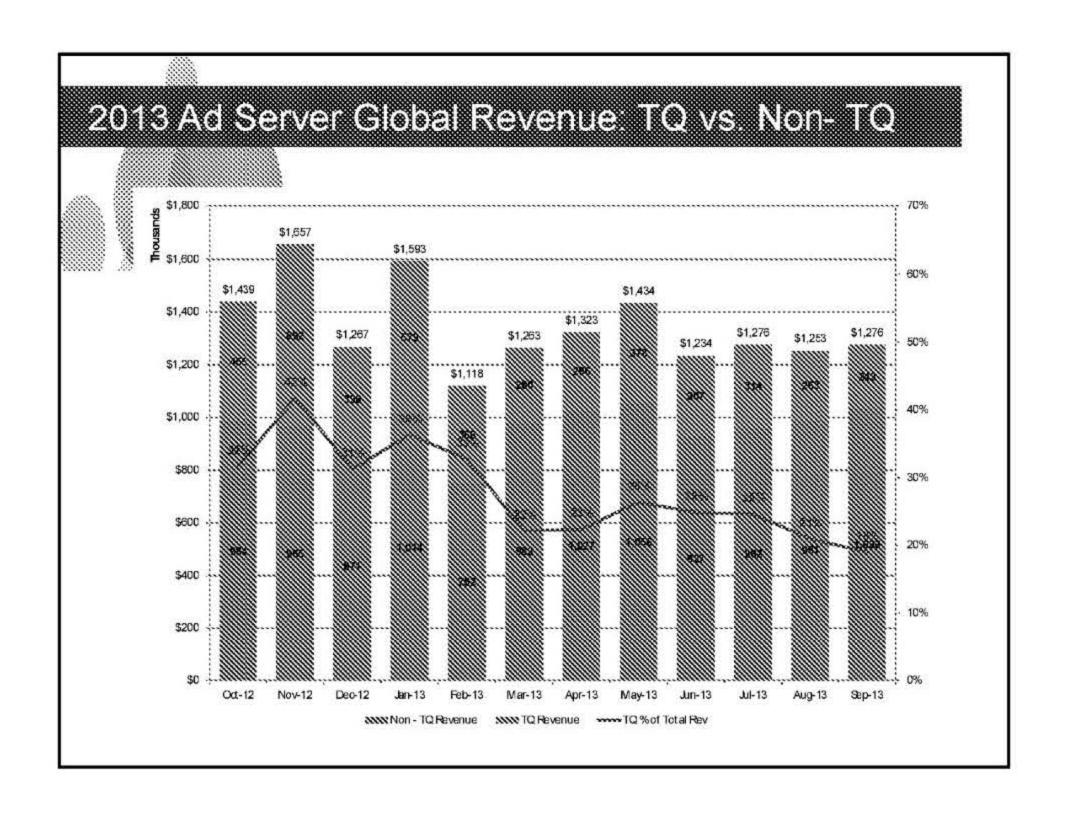
2013 Ad Server Metrics

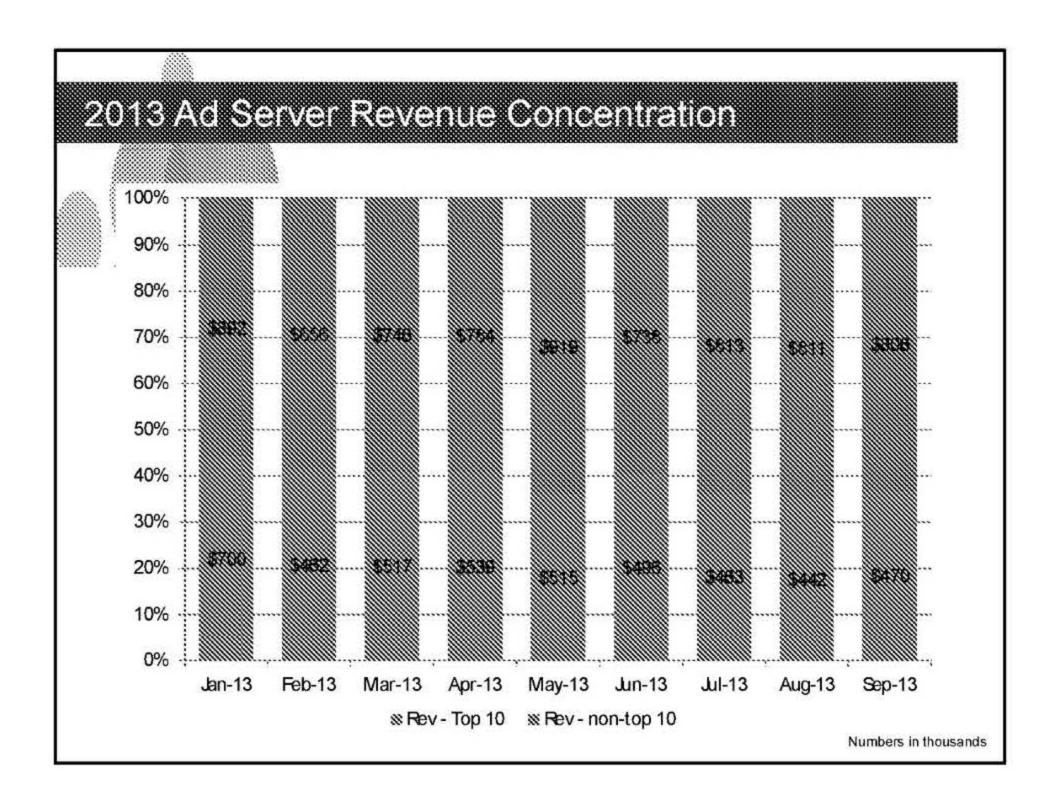
Ad Server Pub

	Jan-13	Feb-13	Mat//3	Apr 13	May/(3	Jun 13	Jul-13	Aug-13	\$ep-13
Active	311	280	291	270	291	283	261	248	232
Existing	290	264	282	263	270	275	257	237	222
New	21	16	9	7	21	8	4	11	10
Churn	11	29	13	21	11	14	20	22	24
Total	322	309	304	291	302	297	281	270	256
Churs %	34%	9.4%	4.3%	7.2%	3.6%	4.7%	7.1%	8.1%	9:4%
Revenue / Pub	\$ 4,947	\$ 3,619	\$ 4,154	\$ 4,547	\$ 4,750	\$ 4,125	\$ 4,543	\$ 4,642	\$ 4,984

- · Average monthly new publishers: 11.9
- Average monthly churned publishers: 18.3
- Net reduction in active publishers: 25.4%

Churn by Revenue: with TQ Clients (\$5K) without TQ (\$3.8K)





Put in \$!!

Why are we NOT winning ad server deals

Exercise (Control of

e Storgrott.

- A / OPP position
 AdX / AdSense monetization
- Industry name recognition and lingering legacy brand value perceptions
- Competitive Pricing (for small/medium publishers)*:
 - Flexibility offering no minimum base fee and declining rate scale.
 - Lower start barrier free initial fee (typically 100M)
 - A la carte service and support options.

Internal Challenges:

- Sales Focus: Quarterly goals lend themselves more to transactional Ad Exchange deals and result in focus shifts when faced with deal resistance.
- Internal Approval Process (legal, PAF, Deal Desk) all add time and rigidity to the deal flow process.
- Product Gaps:
 - Parity gaps scheduled reporting, UI, KVP targeting flexibility, prioritization, manual override on forecast, editorial and ad quality restriction management
 - Leap-frog gaps distinct points of significant differentiation or niche channel focus/differentiation

*Example: Advance 100M free, declaring CPM rate beyond free, no minimum price, discounts for multi-year contract, Low

Sales Team Readiness

Cost in the cite around both inbound and outbound sales performance:

Sales training, overcoming objections, organizational mapping, prospecting, pipeline development, etc.)

- Competitive Intelligence: Industry and competitive knowledge, ability to dearly present USP and competitive points of differentiation.
- Lead Development: Generate, qualify, and respond to leads effectively. Ensure leads are developed around product development and market position points of differentiation that help qualify our solution
- Internal Hurdles: Reduce internal deal-flow friction (Legal, PAF and Deal Desk approval process)

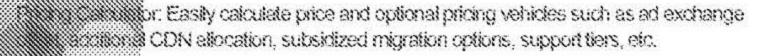
Product Marketing Needs

burce: Need to reactivate Publisher Product Marketing Director headcount

Serat: Updated pitch decks and sales sheets by product and optional service: Ad Server.
Forecasting, Audience Extension, SSL Secure Serving, Integrated Exchange, etc.

- Lead Development: Qualified outbound marketing and lead development
- Kill Sheets
 - Product sales points and topics of comparison by channel and competitor.
 - USP and clear points of differentiation
 - Competitive comparison sheets knowledge and speaking terms
- Platform User Accreditation
 - Scale base of active users through certification and accreditation program.
 - Provide access to accredited solution providers consultants, operations leads, support, trafficking
- Events Participation: Strong presence at AdMonsters and other key ad ops events

Product Sales Tools



- Legat Plexible contract modeling for simplified negotiation and quick terms to draft processing.
- Deployment methodology model
- Professional Services: Structure, pricing and engagement options
- Product Development:
 - Simplified UI and frafficking workflow: Easily visualize and verify set-up structure and confirm against goals
 - See which ads are eligible to run on which inventory
 - Review booked vs. available/forecasted impressions
 - Confirm targeting goals
 - View tear-sheet planning
 - Scheduled Reporting
 - Editorial Management: Advanced block list management and ability to block indirect ads or 3rd party cookies/data beacons

Churn by Region and Reason

Q Lad Smoot Chim Analysis:

- 23 Contrars chumed, with comparable volume across the 3 main sales regions
- Change to partner's business (or outright failure) accounted for 26% of churn
- Most of remainder were partner dissatisfaction, with non-payment usually a symptom
- AnchorFree and Alphabird contracts were cancelled by OpenX over TQ concerns

14 14

Churn by Size of Account

Majority of chamied publishers were self-service with average monthly fees of <\$1,500 km are 3 largest chumed publishers represented >65% of monthly net revenue lost (ANNIE Free, Alphabird, Opulence)

Tier 1	1	3.2%
Tier 2	1	3.2%
Tier 3	1	3.2%
Tier 4	2	6.5%
Self Service	26	83.9%

	Average Rev by Tier	% of Total Churn
Tier 1	\$38,451	26.4%
Tier 2	\$36,000	24.7%
Tier 3	\$25,000	17.2%
Tier 4	\$4,325	5.9%
Self Service	\$1,438	25.7%

Lost Revenue Due to Churn

- Charmed paidmas had product access on average >1 year with collected value
 at ~ 83% of initial contract value
 - qual distribution among those who ran contract through its life, those who canceled early, and those who renewed and then cancelled)
- Lost revenue, however, represented 17% of Ad Server quarterly business, driven mostly by the 3 large losses. Remaining 28 accounts were 5% of total quarterly fees.

Q3 Chum Summary			
Contract Value	\$ 2,090,570		
Est. Collected Value	\$ 1,527,102	73%	
Diff Projected to Actual	\$ (563,469)		
Average Months Product Accessible	15		
6 of 31 partners were Failure to Launch			

3 of 6 FTLs paid through contracted term despite never deploying/launching

Q3 Actual Ad Server Revenue			# of Partner	s Avç	Qtrly, Fee
All Ad Server Revenue	\$	2,582,592		23272.27.27.27.27.27.	
Lost (Churn) Revenue	\$	438,113			
Churn - Top 3 \$ Partners	\$	298,353	3	\$	99,451
All Other Partners	S	139,760	28	S	4,991

^{*} Finance was able to provide last date of payment but not total collected value. We have tallied revenue based on committed monthly fees per the contract up to the date of last payment.

US - West	\$57,351	\$134,150	\$33,500	\$100	\$40,000	\$265,101
US - East	\$134,050	\$17,285	\$3,750	\$0	\$4,675	\$159,760
EMEA	\$37,937	\$89,820	\$3,500	\$0	\$2,497	\$133,753
Japan	\$0	\$0	\$0	\$0	\$0	\$0
Grand Total	\$229,338	\$241,255	\$40,750	\$100	\$47,172	\$558,614

- US-East trending below expected quota pace
- EMEA Q4 revenue at risk to due re-focus on Exchange revenue
- Overall 6 deals closed in Q4

HIGHLY CONFIDENTIAL OPENX-00013619

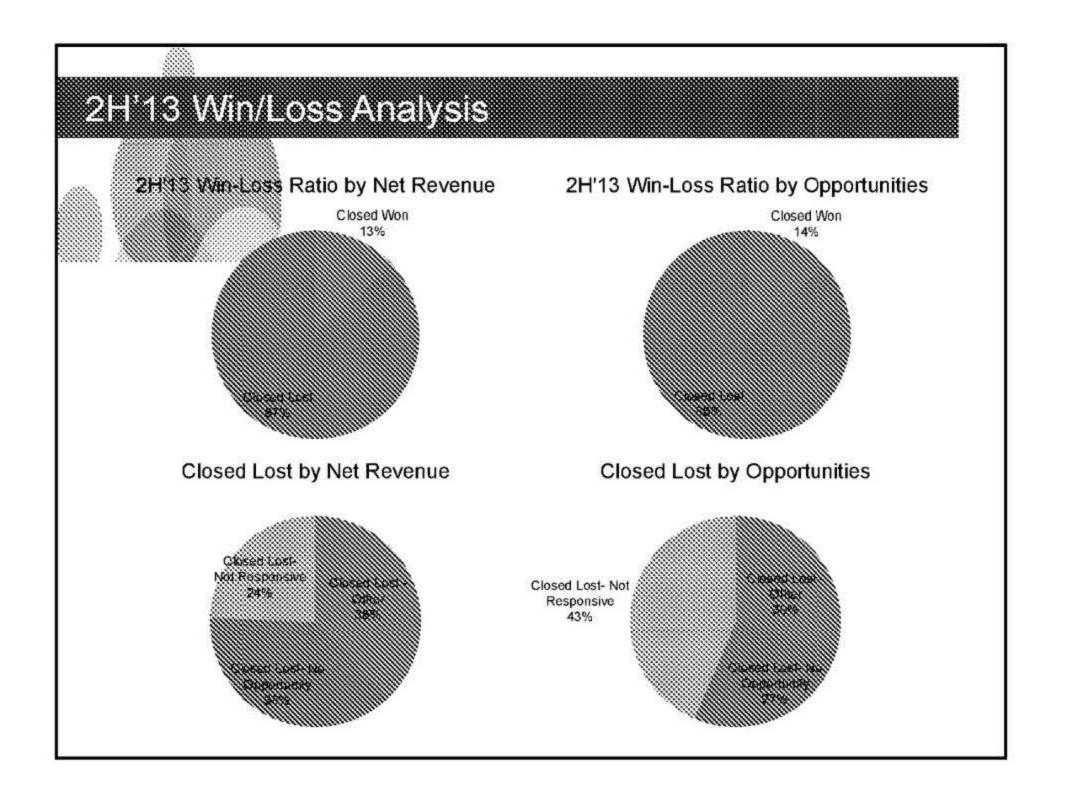
Ad Server Q4 Top 10 Pipeline Deals

LIN Digital	US-West	In Discussion	\$50,000
Intermarkets	US-West	Qualification	\$40,000
AutoTrader UK	EMEA	In Discussion	\$38,320
Ziff Davis, Inc.	US-East	Proposal	\$32,500
Advance Publications / Advance Digital	US-East	In Discussion	\$30,000
Adsmovil	US-West	Proposal	\$30,000
Kindling Media	US-West	Proposal	\$29,500
Target Corporation	US-West	Proposal	\$26,250
1&1 Mail & Media	US-West	In Discussion	\$25,000
Hark	US-West	In Discussion	\$25,000

# Deals	26	23	10	1	6	66
\$ Est. Monthly Net. Rev.	\$229,338	\$241,255	\$40,750	\$100	\$47,172	\$558,614
Avg. Deal Size	\$8,821	\$10,490	\$4,075	\$100	\$7,862	\$8,464

Top Heavy funnel. 74% of Q4 opportunities 50% probability or below.

HIGHLY CONFIDENTIAL OPENX-00013621



Closed Won: \$208,476
 Closed Lost: \$1,386,839
 Closed Won Opps: #45
 Closed Lost Opps: #287

Mana			
# Leads	1,606	1,806	1,606
# Opportunities	•	90	10
\$ Net Revenue	•	\$308,130	\$74,600
Conversion Rates	-	5.6%	1%

