

### ONLINE & MOBILE INDUSTRY

*Software, Content & Services for Internet and Handheld Use*

#### Q3 Key Highlights

- The most active acquirer through Q3 2010 was Google Inc. with 18 acquisitions, 10 of which occurred within Q3 2010. Google had acquired additional entities through Q3 2010, but only the 18 were properly classified as within the Online Industry.
- The largest transaction for Q3 2010 was KKR's acquisition of Visma ASA, a subsidiary of HgCapital, for \$1.9 billion.

#### Q3 Key Trends

- Total transaction volume in Q3 2010 increased by 11 percent over Q2 2010, from 269 to 298 transactions.
- Total transaction value in Q3 2010 increased by 52 percent over Q2 2010, from \$11.2 billion to \$17.1 billion, due in large part to a number of very high value transactions, as shown in Figure 3.

#### Median Enterprise Value Multiples

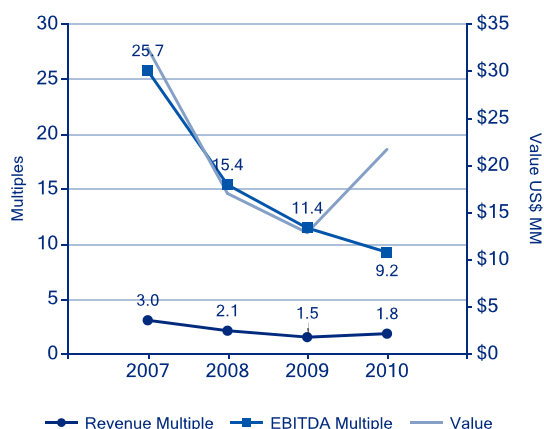


Figure 2. 2007 - 2010 median: Value, Revenue, EBITDA comparison.

#### Top Ten Deals through Q3 2010

- The top ten deals by value have shifted considerably since our half year report, with 6 acquisitions entering the list from Q3 2010: KKR's acquisition of Visma ASA, Bain Capital and Advent International Corporation's acquisition of RBS WorldPay, Inc., Google Inc.'s acquisition of ITA Software, Internet Brands Inc.'s acquisition by Hellman & Friedman LLC, The Walt Disney Company's acquisition of Playdom, Inc., and Roper Industries, Inc.'s acquisition of iTradeNetwork, Inc.
- These 6 transactions represent 18 percent of transaction value through the first nine months of 2010, and 51 percent of the transaction value of the top ten transactions.

#### M&A Market Dynamics By Quarter

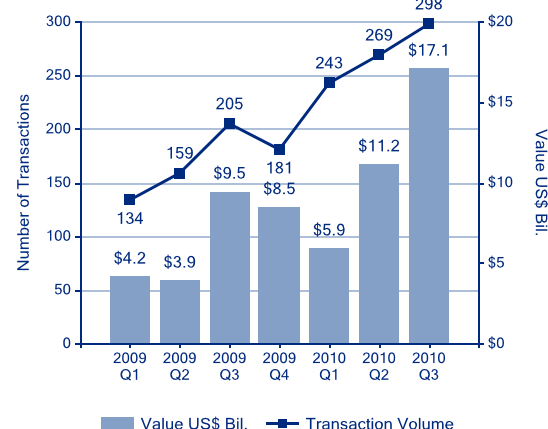


Figure 1. 2009 - 2010 value and volume comparison by quarter.

#### Multiples & Value Trends

- Median EBITDA multiples decreased from 11.4 to 9.2, a 19 percent decrease, yet median revenue multiples rose from 1.5 to 1.8, a 20 percent increase.
- Median value has made significant gains, due in large part to the strong value of transactions in Q3 2010.

#### Top Ten Notable Transactions - 1st 3 Quarters 2010

Deal Date	Target Name	Buyer	Value MM US\$
09/26/10	Visma ASA	Kohlberg Kravis Roberts & Co.	\$1,902
04/21/10	CyberSource Corporation	Visa, Inc.	\$1,842
08/06/10	RBS WorldPay, Inc.	Bain Capital, Advent International Corporation	\$1,700
04/28/10	Palm, Inc.	HP	\$1,401
05/19/10	Authentication Services Business from VeriSign, Inc.	Symantec Corporation	\$1,280
02/12/10	SkillSoft PLC	Bain Capital, Berkshire Partners LLC, Advent International Corporation	\$1,065
07/01/10	ITA Software	Google Inc.	\$700
09/20/10	Internet Brands, Inc.	Hellman & Friedman LLC	\$625
07/27/10	Playdom, Inc.	The Walt Disney Company	\$563
07/26/10	iTradeNetwork, Inc.	Roper Industries, Inc.	\$525
2010 Aggregate Transaction Value			\$33,117
Top 10 Aggregate Transaction Value			\$11,603
Top 10 Aggregate Value as a Percentage of All Transactions			35 %

Figure 3. Lists the top ten announced transactions in the 1st nine months of 2010 and calculates their aggregate transaction value as a percentage of the total aggregate transaction value.  
Note: Transactions data based on announcement date.

## About Berkery Noyes

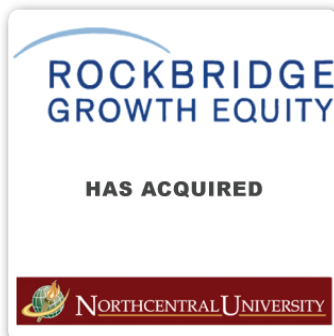
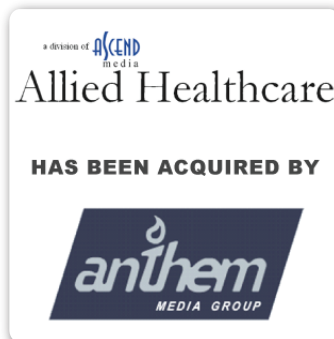
Founded in 1980, Berkery Noyes is the leading independent investment bank specializing in the information content and technology industries. The firm has initiated, managed and closed more than 475 merger and acquisition transactions for privately held and publicly traded companies in the business, technology, education, health, financial and legal information segments. Berkery Noyes is unique among investment banking firms in that we combine truly independent strategic research and industry intelligence with senior information technology banking expertise. With no equity fund or brokerage business to manage, our partners and investment banking professionals are one hundred percent focused on M&A advisory services. Berkery Noyes employs over 40 individuals with deep industry knowledge and experience who strive to exceed our clients' expectations by maximizing the full value of their information technology and content assets.



All charts in this report are based on data gathered by Berkery Noyes research department. All time period statistics are based on the transaction announcement date.

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## Some of our deals include:



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