

# Adslot to Acquire Facilitate Digital



Investor Presentation  
September 2013

# Adslot to Acquire Facilitate Digital

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Acquisition Benefits

Summary Of Deal Terms

**Adslot**

**facilitate**  
DIGITAL

# Executive Summary

- Adslot to acquire Facilitate Digital via a Scheme of Arrangement.
- The combined business will be one of the first in the world to bring together supply at scale and demand at scale into a single media trading platform.
- By integrating the companies digital workflow and trading technologies, over A\$800m of display ad spend from Facilitate Digital agencies will be available to trade directly with Adslot publishers.
- The acquisition will create an expanded global footprint, including a sales organisation encompassing Sydney, Melbourne, New York, San Francisco, London, Hamburg, Shanghai and Auckland.
- Enlarged cash position and access to immediate compliance related cost synergies.
- Facilitate Digital shareholders to hold 28 per cent of the enlarged Adslot.

# Adslot



- Leading global provider of premium display media trading platform
- Founded in 2010
- Launched first premium media trading platform Q4 2010
- Over \$100m traded and 5,000 advertisers transacted through Adslot
- Customer footprint : North America, UK, Europe and APAC
- Since February 2010, invested/acquired \$25m in technology
- ASX Listed (ASX:ADJ)



# Facilitate Digital

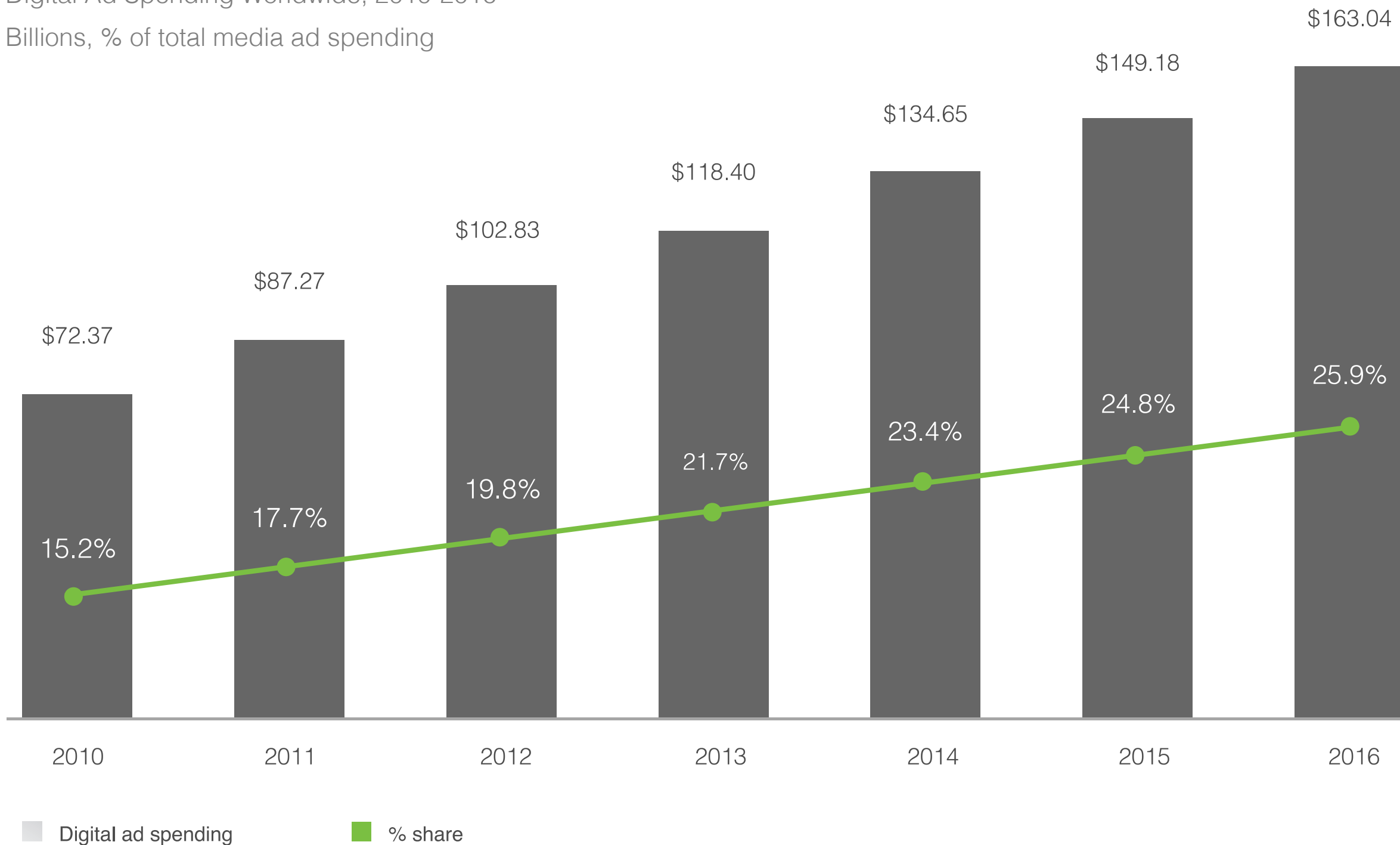
- Leading global provider of online media workflow & trading technology for media agencies.
- Customer base includes some of the world's largest media agencies and groups, such as Mediacom, Mindshare, Media Edge CIA, Zenith Optimedia and Mediabrands.
- Facilitate Digital's workflow & trading platform – *Symphony* – is purpose built to meet the needs of large, sophisticated media buyers (media agencies).
- Over A\$800m of online media spend is processed via Symphony each year and growing.
- Customer footprint encompasses Australia, NZ, Asia, Europe & US.
- ASX listed (ASX:FAC) since 2007



# Strategic Rationale

# Global online advertising will be \$162B by 2015

Digital Ad Spending Worldwide, 2010-2016  
Billions, % of total media ad spending



Source : eMarketer, Dec 2012

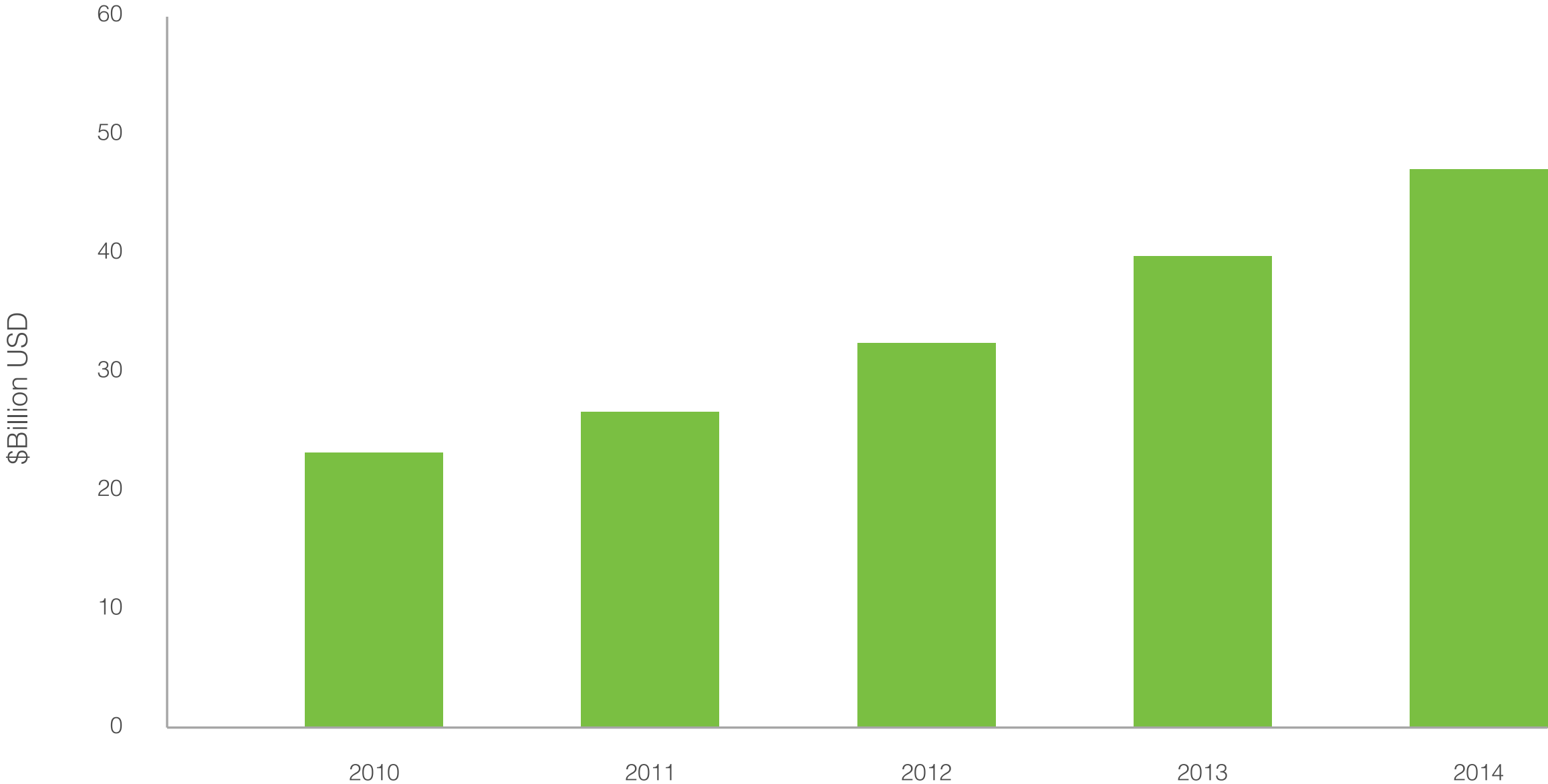
# Global online display advertising will be \$48B by 2014

2010:  
\$22B

2014:  
\$48B

CACR 2010 – 2014:  
15.11%<sub>pa</sub>

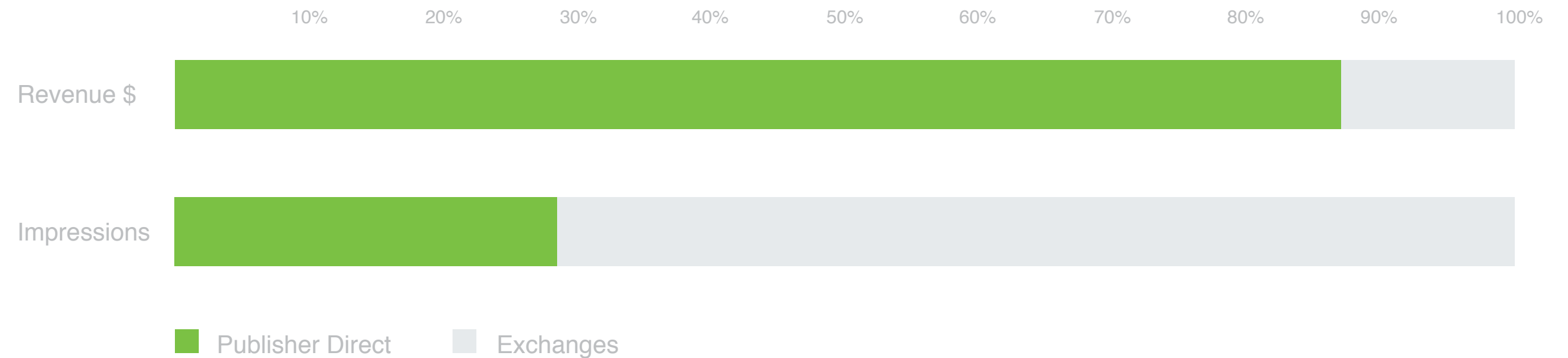
Source: Zenith OptiMedia. June 2012





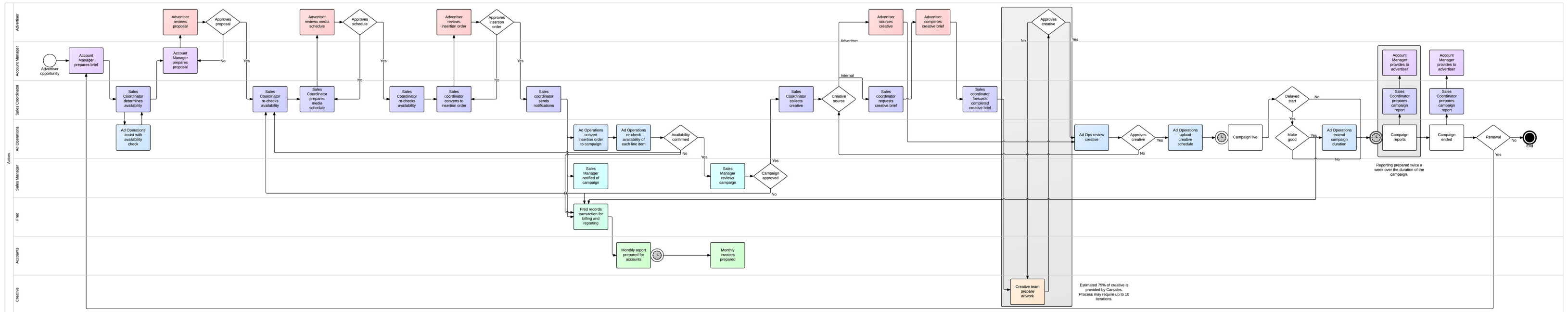
# 88% of revenue is derived from 'premium' display

## Global Revenue and Impressions



The \$35b premium display advertising market has no single, recognised, scalable platform of record for buying and selling

# The selling process for publishers is manual, slow and expensive



## Current State

- 47 steps
- Highly iterative workflow
- Multiple documents created multiple times
- Almost entirely manual

# Premium display sales cost publishers 1600 hours on average to process each month



Pre- Planning

598 Hours



Campaign Planning

518 Hours



Flighting

168 Hours



Maintenance

128 Hours



Post-Campaign

188 Hours



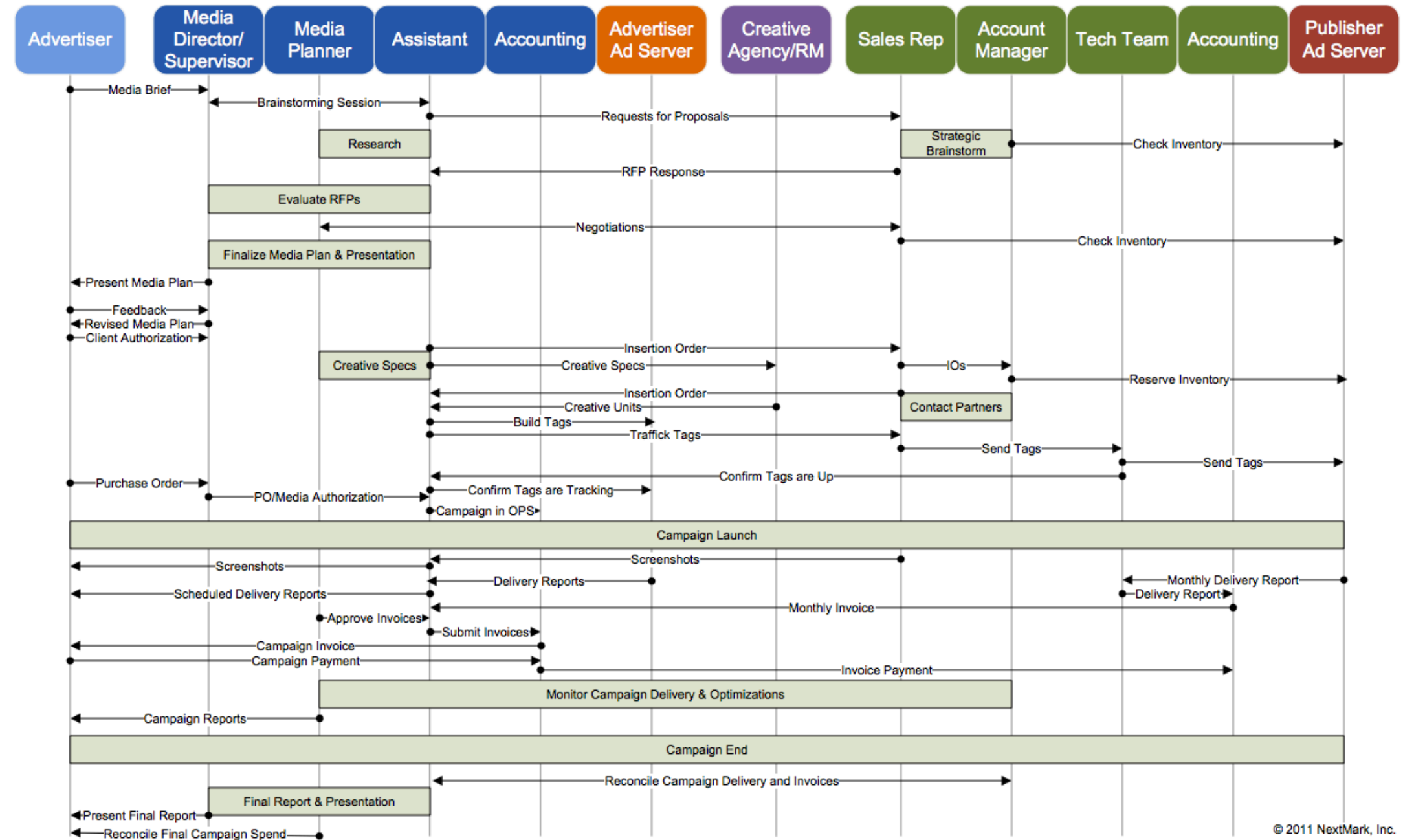
**Total**

**1600 Hours**

# The buying process for agencies is manual, slow and expensive

## Current State

- 42 steps
- Highly iterative workflow
- Multiple documents created multiple times
- Almost entirely manual

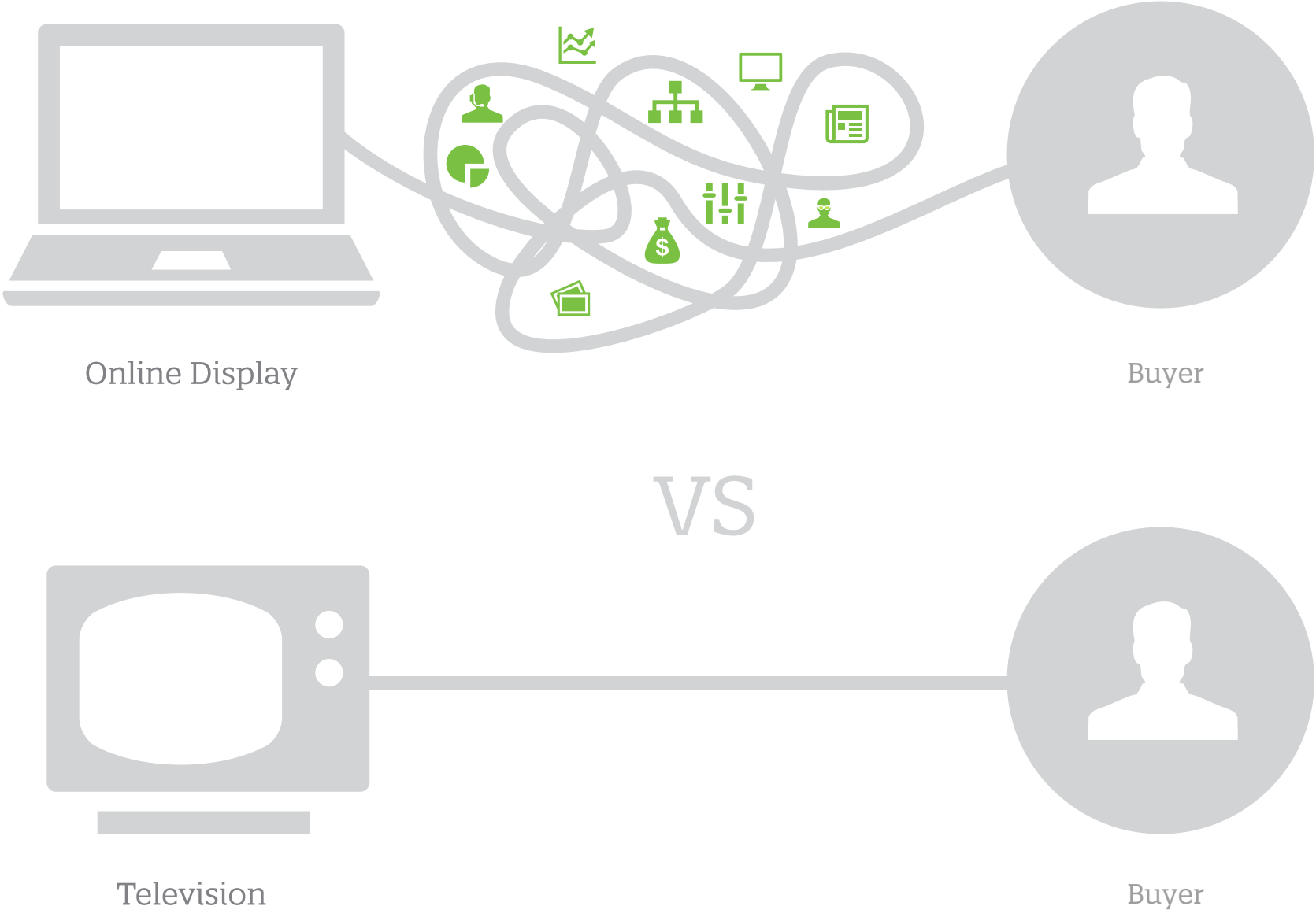


# The trading process for premium display media is unsustainable

28% of budgets lost in admin costs across buy and sell sides

VS

2% for Television

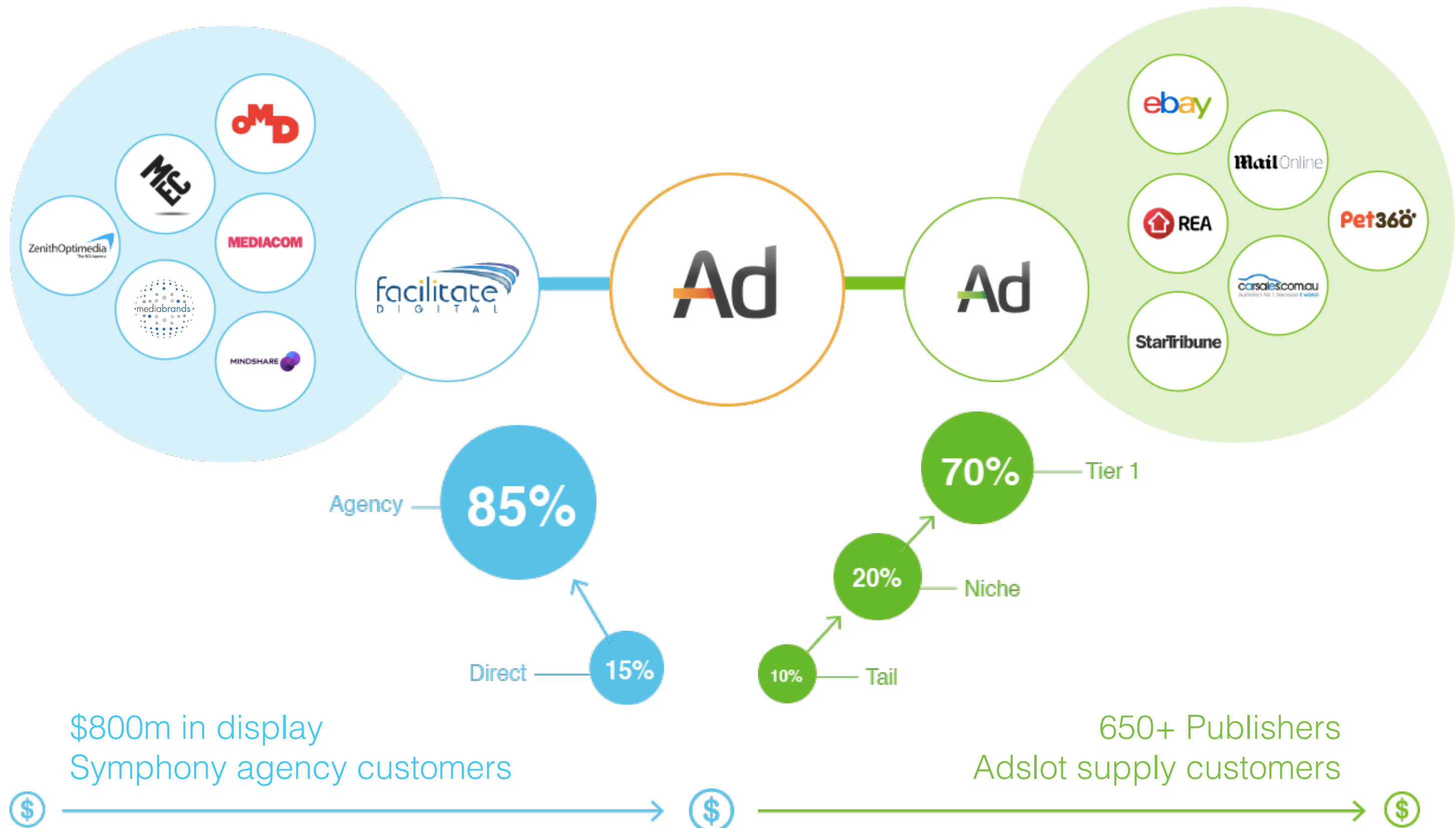


Adslot Vision:  
To become the world's  
leading provider of  
premium display media  
trading technology.

Facilitate Digital Vision:  
To be the workflow and  
trading technology of  
choice for media agencies  
globally.



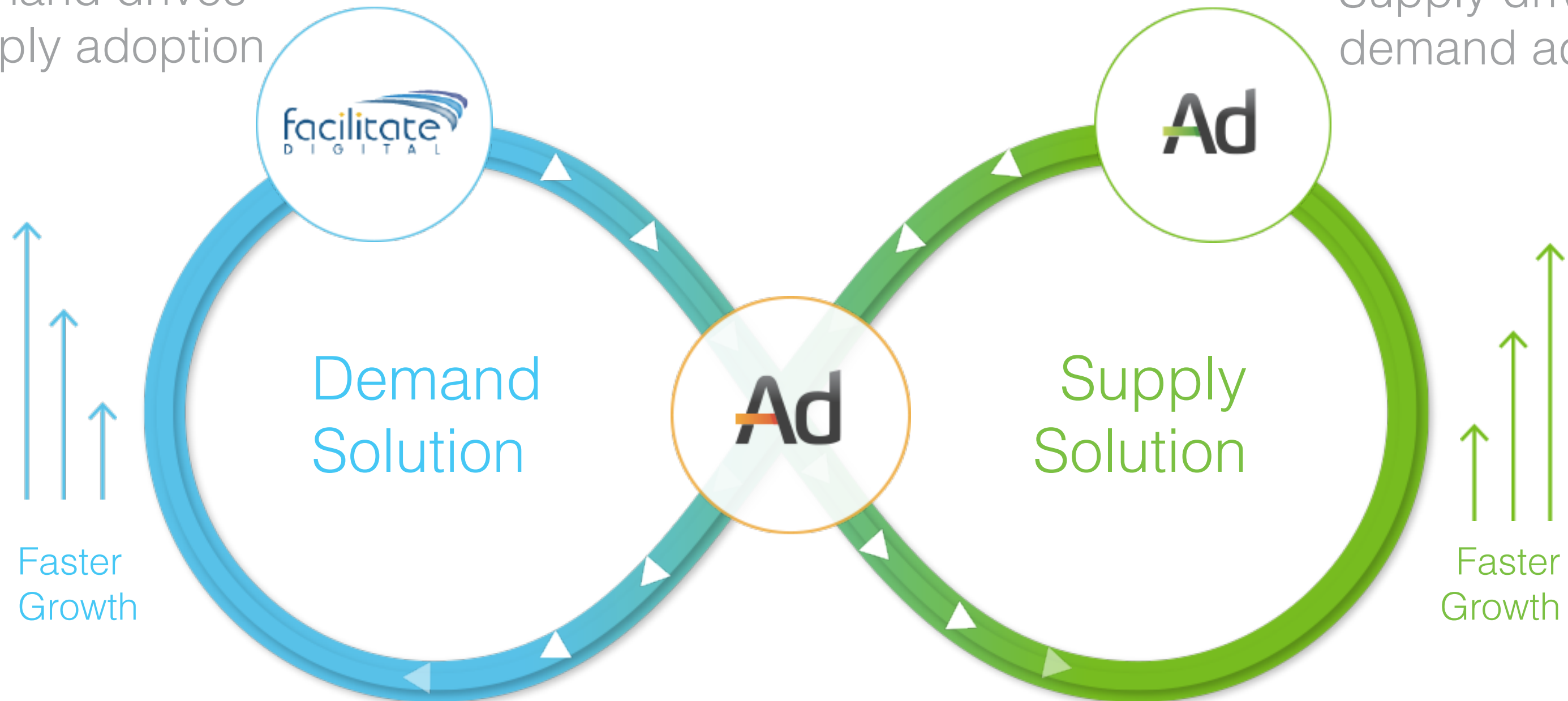
# Adslot Supply + Facilitate Demand = **Huge Opportunity**



# Supply attracts demand and demand attracts supply

Demand drives supply adoption

Supply drives demand adoption

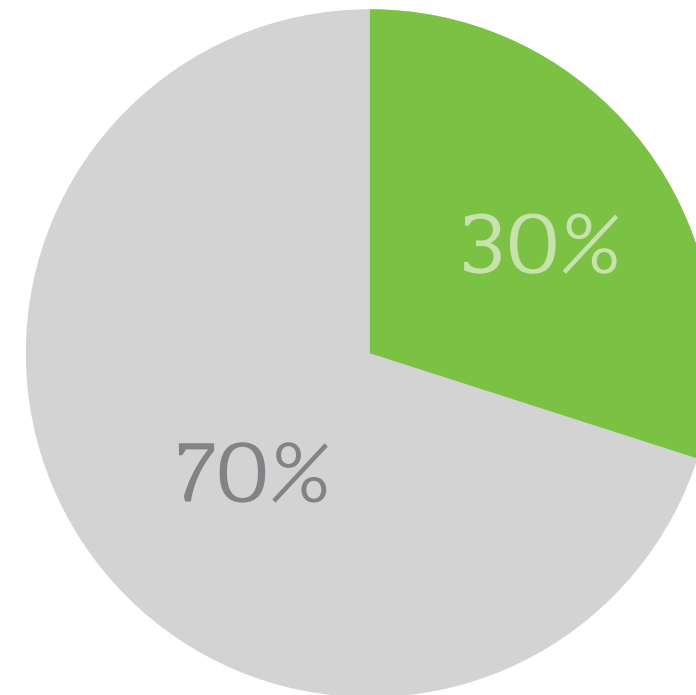


# \$20B display growth opportunity: media consumption exceeds spend

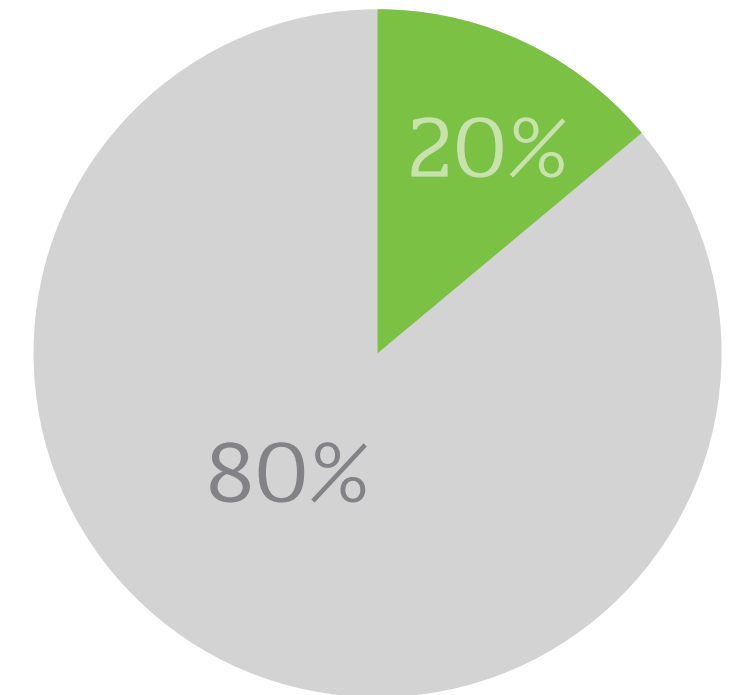
A \$65B gap

Premium display's share is worth  
\$20B

Media Consumption



Media Spend



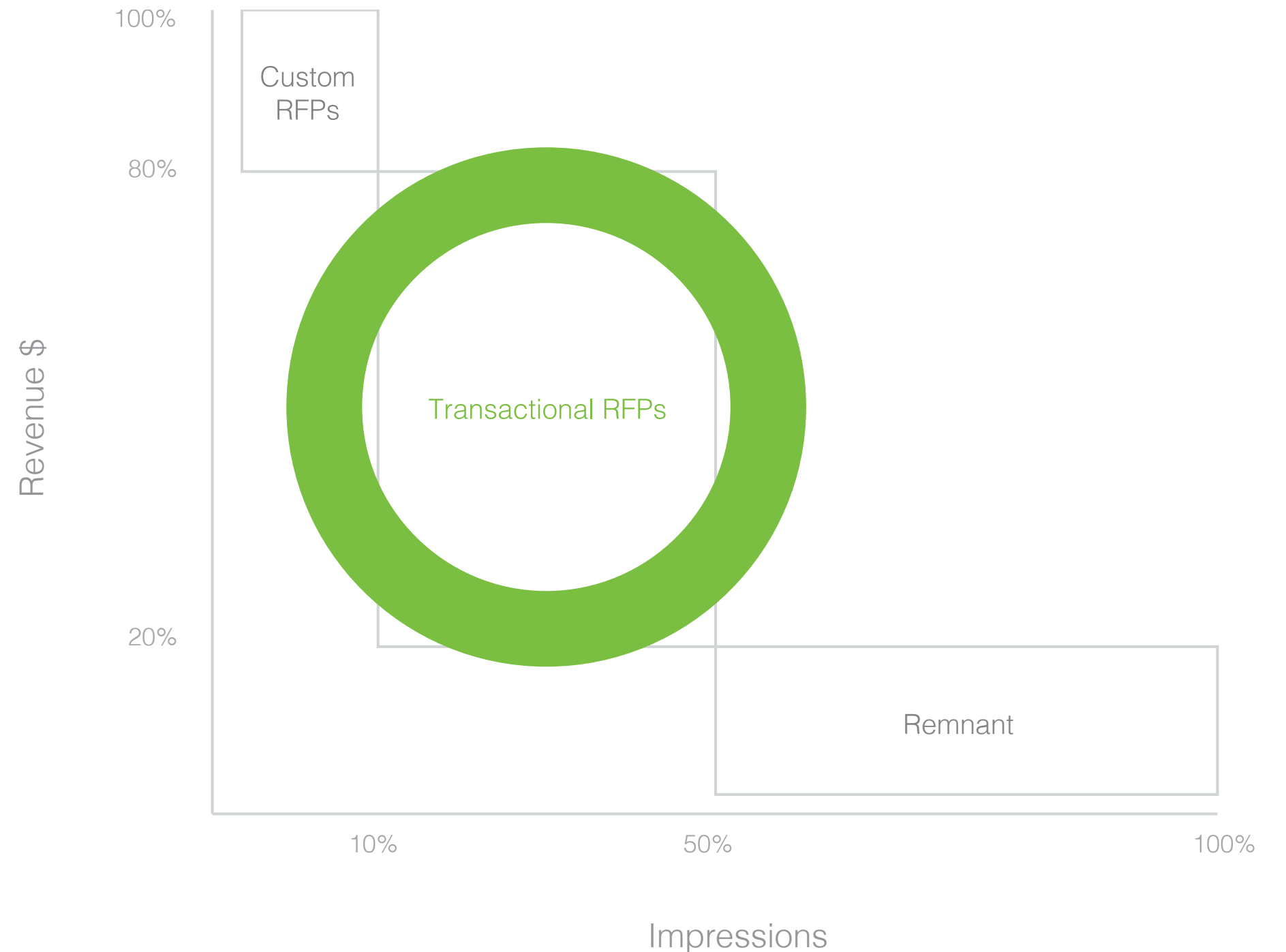
Offline media (all forms)

Online Media (all forms)

# Transactional RFP's

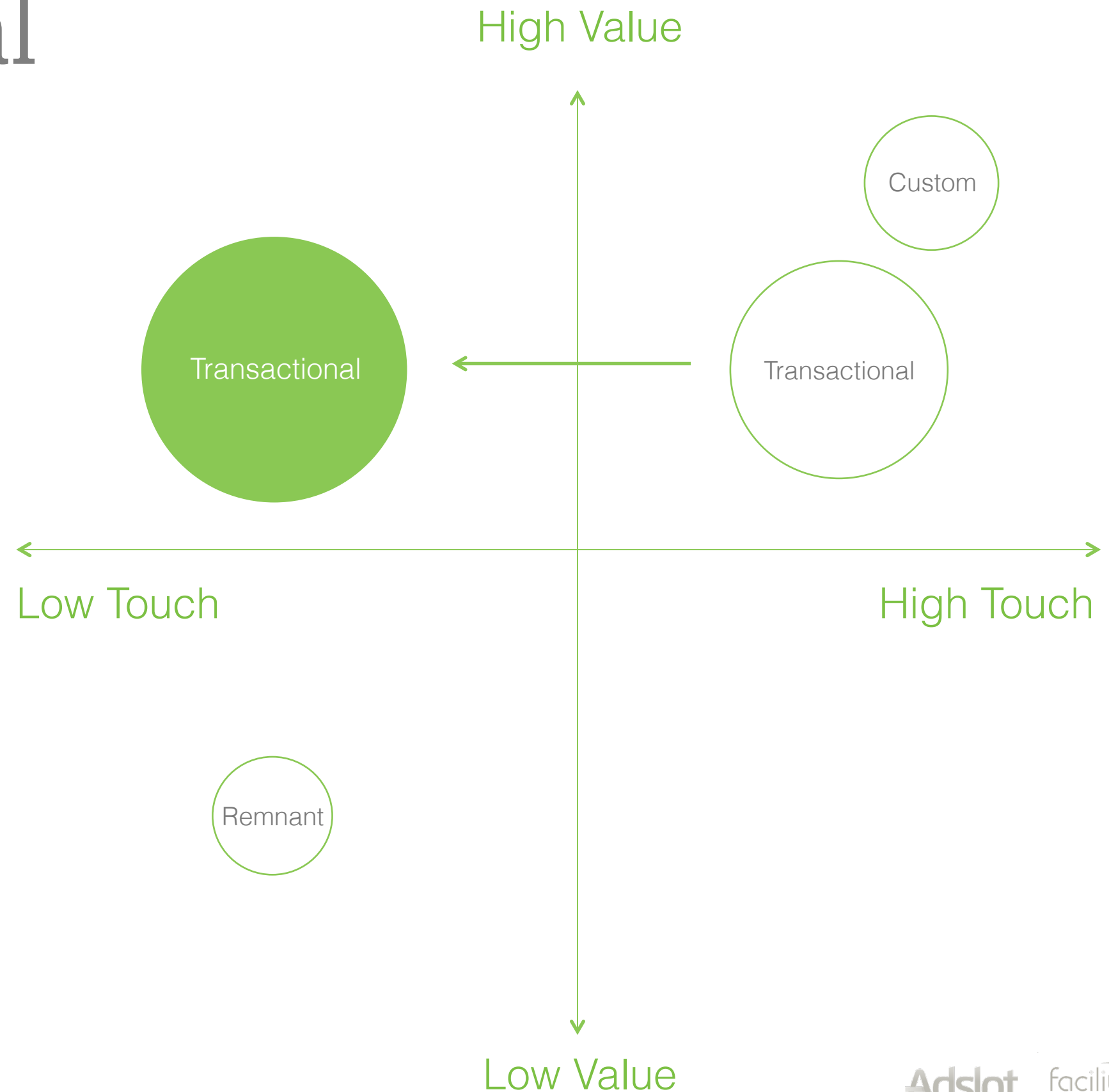
## The Adslot Sweet Spot

Standard deals represent approximately two thirds of total display spend and is where technology can automate and add the most value.



Moving transactional sales from high touch to low touch.

And growing the pie.



# Programmatic direct: transacting direct sales, efficiently

## Programmatic



Automation



Efficiency



Integration



Protocols

## Direct



Known  
Position



Future  
Dates



Number of  
Impressions



Known  
Spend

• Guaranteed •

# Benefits of the Acquisition



# Benefits for Adslot & Adslot Shareholders



- A more rapid execution of its strategic vision
- Access to advertising demand at scale (over A\$800m per annum)
- Ownership of a proven, incumbent buy side technology (Symphony)
- Greater scale, including a combined sales organisation encompassing Australia, New Zealand, China, Germany, UK and US
- Enlarged Group cash position and access to immediate compliance related cost synergies
- Based on FY13, a 111% increase in Group revenue
- Based on FY13, a A\$1.18m positive contribution to Group EBITDA



# Benefits for Facilitate Digital & Facilitate Digital Shareholders



- A more rapid execution of its strategic vision
- Real time access to the premium display inventory of more than 650 publishers across the globe
- Greater scale, including a combined sales organisation encompassing Australia, New Zealand, China, Germany, UK and US
- Enlarged Group cash position and access to immediate compliance related cost synergies
- Greater liquidity for shareholders

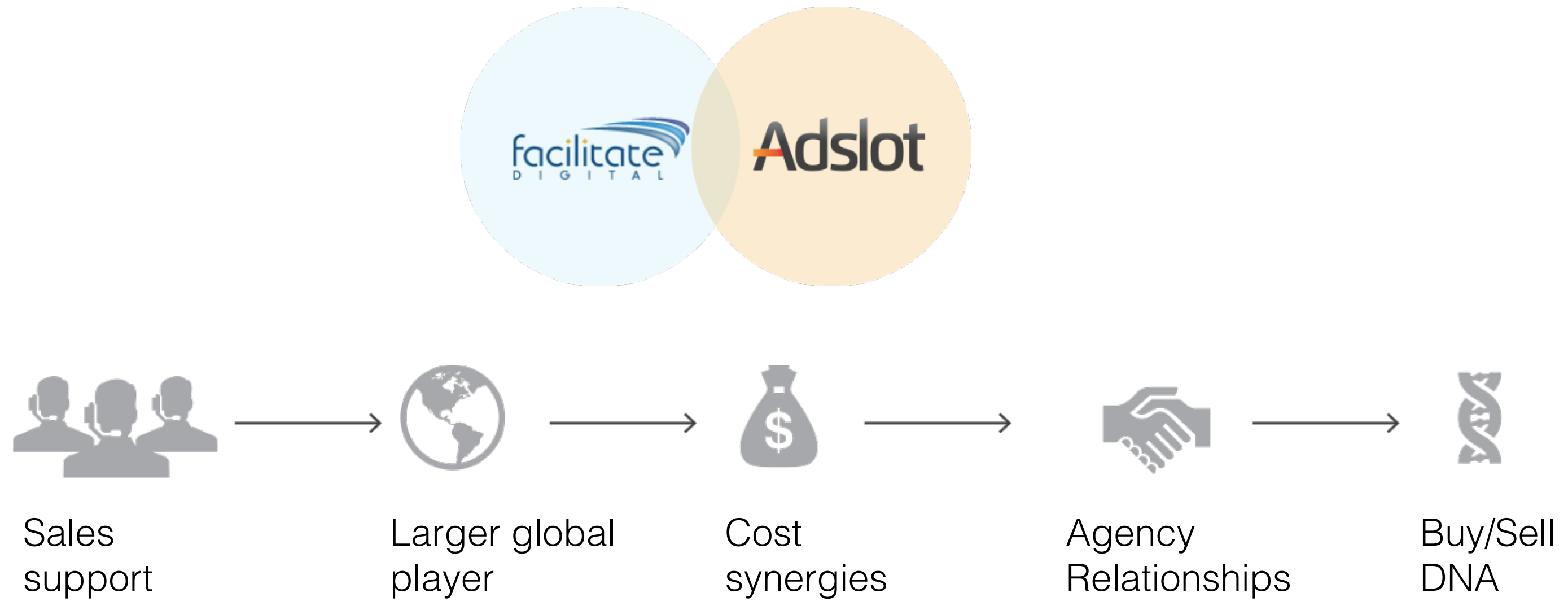
# A Global Sales Footprint



 Adslot: San Francisco, New York, London, Melbourne

 Facilitate: Sydney, New York, Hamburg, Shanghai, Auckland

# Operational Scale



# Summary of Key Terms

- Facilitate Digital shareholders to hold 28% of the merged company
- Acquisition via a scheme of arrangement
- Facilitate Digital CEO Ben Dixon will undertake a staged transition to the role of Group Chief Operating Officer, and will also become an Adslot Executive Director
- Facilitate Digital's largest shareholder Geoff Dixon will join the Adslot board as Non Executive Director
- Deal values Facilitate Digital shares at A\$0.067 per share

The logo for Adslot, featuring the word "Adslot" in a bold, black, sans-serif font. A horizontal orange bar is positioned behind the letter "A".

twitter: @adslot

brendan.maher@adslot.com

The logo for Facilitate Digital, featuring the word "facilitate" in a blue, lowercase, sans-serif font. To the right of the word is a graphic of three curved, overlapping lines in shades of blue. Below "facilitate" is the word "DIGITAL" in a smaller, blue, uppercase, sans-serif font.

twitter: @facilitate

ben.dixon@facilitatedigital.com