

Adobe to Acquire Marketo Frequently Asked Questions

Adobe <u>announced its intent to acquire</u> Marketo, the market-leading cloud platform for B2B marketing engagement. Adding Marketo's engagement platform to Adobe Experience Cloud will enable Adobe to offer an unrivaled set of solutions for delivering transformative customer experiences across industries and companies of all sizes.

The addition of Marketo widens Adobe's lead in customer experience across B2B and B2C. The combination of Marketo's leading B2B marketing engagement solution with Adobe's Advertising, Analytics, Commerce and Marketing Clouds, places Adobe squarely at the heart of all marketing. Specifically, the combination will enable businesses to:

- Acquire more customers through targeted, account-based advertising
- Improve campaign creation and execution velocity with access to an intelligent repository of content assets
- Use a data-driven approach to focus sales and marketing activities on the most valuable prospects and customers
- Deliver cross-channel experiences, including web, mobile, email, in-store, and in-person, that are personalized and consistent

The transaction is expected to close during the fourth quarter of Adobe's 2018 fiscal year and is subject to customary closing conditions. Until then, the companies will operate as separate entities.

General Questions

What does Marketo bring to Adobe?

The Marketo Engagement Platform is a feature-rich, cloud-native, market-leading solution for B2B marketing planning, engagement and attribution. Its products are enterprise-ready with an established footprint of customers across a wide range of industries and geographies.

Marketo also offers an engaged marketing community with over 65,000 members and 500 ecosystem partners.

What does Adobe bring to Marketo?

Adobe pioneered the digital marketing category and is the leader in developing and delivering powerful digital experiences for organizations all over the world. We serve thousands of enterprise customers who rely on Adobe Experience Cloud to deliver compelling experiences to hundreds of millions of consumers. Our innovative platform includes content management, personalization, segmentation, advertising, analytics and commerce solutions that leverage Adobe Sensei, our Al and machine learning framework. We believe the combination of Adobe Experience Cloud with Marketo will make us the leading platform for all marketers.

Adobe offers Marketo global operational scale, the ability to reach new verticals and geographies and access to a large enterprise customer base. Adobe also has a strong track record of successfully integrating acquisitions from a product and people perspective.

Customers, Developers and Partners

As an Adobe or Marketo customer, will there be a change in how I purchase and obtain support?

Until the acquisition closes, Adobe and Marketo will continue to operate as separate companies. Customers should continue to work with their existing company contacts. Once the acquisition closes, we are committed to a smooth transition for Marketo customers.

As a Marketo developer, will there be a change in how I am supported?

Until the acquisition closes, Adobe and Marketo will continue to operate as separate companies. Developers will continue to be supported through Marketo's developer programs.

As an Adobe or Marketo partner, will there be a change in how I work with the company?

Until the acquisition closes, Adobe and Marketo will continue to operate as separate companies. Partners should continue to work with their existing company contacts. We will share more with partners once the acquisition closes.

Marketo Leadership

Who will lead Marketo at Adobe?

Marketo CEO Steve Lucas will continue to lead the Marketo team as part of Adobe's Digital Experience business, reporting to Executive Vice President and General Manager Brad Rencher.

Transaction and Stockholder Details

What are the terms of the acquisition?

Adobe has entered into a definitive agreement to acquire Marketo, the market-leading cloud platform for B2B marketing engagement, for \$4.75 billion, subject to customary purchase price adjustments.

What is required to close the transaction and when is it expected to close?

The completion of the transaction is dependent upon customary closing conditions. We expect the transaction to close during the fourth quarter of Adobe's 2018 fiscal year.

Forward-Looking Statements Disclosure

This press release includes forward-looking statements within the meaning of applicable securities law. All statements, other than statements of historical fact, are statements that could be deemed forward-looking statements. Forward-looking statements relate to future events and future performance and reflect Adobe's expectations regarding the ability to extend its leadership in the experience business through expansion of its commerce platform and other anticipated benefits of the transaction with Marketo. Forward looking statements involve risks, including general risks associated with Adobe's and Marketo's business, uncertainties and other factors that may cause actual results to differ materially from those referred to in the forward-looking statements. Factors that could cause or contribute to such differences include, but are not limited to: Adobe's ability to embed Marketo's technology into Adobe Experience Cloud; the effectiveness of Marketo technology; potential benefits of the transaction to Adobe and Marketo customers, the ability of Adobe and Marketo to close the announced transaction; the possibility that the closing of the transaction may be delayed; and any statements of assumptions underlying any of the foregoing. The reader is cautioned not to rely on these forward-looking statements. All forward-looking statements are based on information currently available to Adobe and are qualified in their entirety by this cautionary statement. For a discussion of these and other risks and uncertainties, individuals should refer to Adobe's SEC filings. Adobe does not assume any obligation to update any such forward-looking statements or other statements included in this press release.