From:	Michael Murphy Confidential @google.com]
Sent:	9/13/2024 8:50:12 PM
CC:	Prabhakar Raghavan communa @google.com]; Rick Osterloh communa @google.com]; Peter Fitzgerald
	[confidential@google.com]; Sameer Samat Confidential@google.com]; Sissie Hsiao [confidential@google.com]; Cristina Bita
	Confidential @google.com]; Rosie Lipscomb Confidential @google.com]; Kara Bailey Confidential @google.com]; Christian
	Cramer [connectual@google.com]; Dan Crump Confidential @google.com]; Elizabeth Hamon Reid contidential @google.com];
	Jonathon Wong Confidential @google.com); Kate Lee Confidential @google.com]; Christopher Li
	Confidential @google.com]
BCC:	confidential Dgoogle.com
Subject:	Re: BC Deal Review: Agenda for Friday, Sept 13th at 11 AM PST

-BC to bee

TLDR: Approval to share non-binding summary for each of the four proposed deals to progress negotiations; team to return for further BC review (and CEO/ACC approval, as needed) prior to committing terms

BC constituents,

Thank you for joining today's BC review. Outcome and AIs are shared here for your reference. We have also updated the record in the go/getapproval tool.

Please feel free to let us know if you have any questions.

Best regards, Mike

On Thu, Sep 12, 2024 at 6:39 PM Michael Murphy **Confidential** <u>agoogle.com</u>> wrote: Privileged and Confidential

TLDR: Preliminary review of four deals with a NTK partner (summary); team seeks BC guidance with a plan to return for final approval ahead of close.

Philipp, Anat/Steve, Halimah, Vidhya, Steve, Don,

We have one topic scheduled for BC review tomorrow, a NTK deal (<u>summary, deck</u>). Please note that this is a preliminary discussion for the deal, and the team will plan to return to the BC to confirm approval on final terms prior to onward escalation to the CEO and Audit Committee for approval.

Please note that, due to fluid negotiations and the preliminary nature of this discussion, some details and crossfunctional diligence remain in-progress at this time.

Best regards,

Mike

Ex. No. PXR0278 1:20-cv-03010-APM 1:20-cv-03715-APM

1. Samsung (deal record)(deck)

Reason for escalation: Preliminary feedback for a proposed negotiation strategy

• Ask: Review deal structure and provide guidance for four proposed deals with Samsung, including a non-binding summary to be shared with the partner to progress negotiations.

• Deal 1 - Search. Maintain current RSA structure excluding the US in a new deal confidential revenue share, varying by region and access point, worth a total of up to confidential on a basis of confidential

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o Dremium tier in t	b, and Settings - and a GTM bounty per activated device totaling a total of contained annually plus up to ance driven upside. eal 3 - GTM. New agreement covering revised bounty structure supporting Premium and Super arget markets (including carrier-sold devices). eal 4 - Germini. Offer up to Confidential (expected contained) in total incentives based on a combination of
Confidential	es Confidentialiest), monthly active user bounties Confidential min guarantee of confidential, and revenue share
	resentatives:
	ara Bailey (VP, Android & Play Strategy)
0 S	ameer Samat (President, Android Ecosystem)
0 K	ate Lee (Legal Director, Android and Play)
0 P	eter Fitzgerald (VP, Platforms & Devices, Global Partnerships)
	onathan Wong (Managing Director, P&D Partnerships Strategy & Ops)
	ristina Bita (Business Finance Officer, Platforms & Devices and Google Marketing)
 Rationale 	R.
o T	his review will cover four new, separate deals that are being discussed with Samsung Electronics with
the goals as follo	WS:
	(Deal 1) Maintain search partnership (ex-US) to continue supporting best in class user
experience	
	(Deal 2) Expand reach of Google Services to support great, engaging user experiences
and a second second	(Deal 3) Introduce new rate card to incentivize GTM investments to be aligned between Google
and Samsung.	
	(Deal 4): Progress negotiation for Gemini on eligible Samsung devices
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Goo	
	Confidential @google.com
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C	 Deal & Cased Coverses Clabel and
Goo	Confidential @google.com
	Contidential

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Samsung Agreements

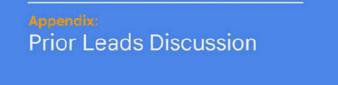
BC Discussion Document #1 for Strategic Guidance

13 Sep 2024

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Executive Summary

- We have been engaging with Samsung on our updated partnership structure for mobile devices across separate deals encompassing: Search, Services, GTM, and Gemini. Note: the current deals expire March 2025.
- Samsung reverted on 8/20 with an updated ask of annually across all deals including in guaranteed payments annually. This includes a significant shift in their Gemini deal ask from [annually deals included]/year.
- In parallel with our initial discussions, Samsung has been pursuing alternative deals and they said they have received competitive offers from Microsoft (Copilot), Meta, and OpenAI.
- We have worked with many stakeholders internally to align on updated opportunities and willingness to pay (including base and upside scenarios). We are now workshopping with Samsung to align on a proposal.

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