

Message

From: Michael Murphy [Confidential]@google.com]
Sent: 9/13/2024 8:50:12 PM
CC: Prabhakar Raghavan [Confidential]@google.com]; Rick Osterloh [Confidential]@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 [Confidential]@google.com]; Dan Crump [Confidential]@google.com]; Elizabeth Hamon Reid [Confidential]@google.com]; Jonathon Wong [Confidential]@google.com]; Kate Lee [Confidential]@google.com]; Christopher Li [Confidential]@google.com]
BCC: [Confidential]@google.com
Subject: Re: BC Deal Review: Agenda for Friday, Sept 13th at 11 AM PST

-BC to bcc

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]@google.com> wrote:
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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 ([summary](#), [deck](#)). 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 cross-functional 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 **Deal 2 - Services.** Guarantee payment for on-device distribution - across Minus One, Storage, Messages, Video, and Settings - and a GTM bounty per activated device totaling a total of Confidential annually plus up to Confidential performance driven upside.

o **Deal 3 - GTM.** New agreement covering revised bounty structure supporting Premium and Super Premium tier in target markets (including carrier-sold devices).

o **Deal 4 - Gemini.** Offer up to Confidential (expected Confidential) in total incentives based on a combination of activation bounties Confidential est), monthly active user bounties Confidential in guarantee of Confidential, and revenue share Confidential

• **Deal Representatives:**

- o Kara Bailey (VP, Android & Play Strategy)
- o Sameer Samat (President, Android Ecosystem)
- o Kate Lee (Legal Director, Android and Play)
- o Peter Fitzgerald (VP, Platforms & Devices, Global Partnerships)
- o Jonathan Wong (Managing Director, P&D Partnerships Strategy & Ops)
- o Cristina Bitá (Business Finance Officer, Platforms & Devices and Google Marketing)

• **Rationale:**

o This review will cover four new, separate deals that are being discussed with Samsung Electronics with the goals as follows:

- (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
- (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

Google

- Michael Murphy
- Deal & Spend Governance | Global Lead
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Google

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Samsung Agreements

BC Discussion Document #1 for Strategic Guidance

13 Sep 2024

CONFIDENTIAL // WORKING DRAFT FOR DISCUSSION

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Appendix:
Prior Leads Discussion

CONFIDENTIAL // WORKING DRAFT FOR DISCUSSION

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 [REDACTED] annually** across all deals including **[REDACTED]** in guaranteed payments annually. This **includes a significant shift in their Gemini deal ask** from **[REDACTED]/year** to **[REDACTED]/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 workshoping with Samsung to align on a proposal**.