

Subject: RE: *** NEW JOINT BOOKRUN IPO *** XACTLY CORP (NYSE: XTLY) ***
APPROVED FOR EXTERNAL DISTRIBUTION *** [C]
From: Vahe Stepanian <[REDACTED]>
Date: Wed, 24 Jun 2015 11:14:50 -0400
To: Richard Kahn <[REDACTED]>
Cc: Darren Indyke <[REDACTED]>,
Daniel Sabba <[REDACTED]>,
Ariane Dwyer <[REDACTED]>,
Paul Morris <[REDACTED]>,
Stewart Oldfield <[REDACTED]>

Classification: Confidential

Thanks Rich. I just spoke to Darren and verbally confirmed both indications.

From: Richard Kahn [mailto:[REDACTED]]
Sent: Wednesday, June 24, 2015 10:53 AM
To: Vahe Stepanian
Cc: Darren Indyke
Subject: Re: *** NEW JOINT BOOKRUN IPO *** XACTLY CORP (NYSE: XTLY) ***
APPROVED FOR EXTERNAL DISTRIBUTION ***

Please put in for 25,000 shares. Thank you.

Sent from my iPhone

On Jun 23, 2015, at 3:17 PM, Vahe Stepanian <[REDACTED]> wrote:

Jeffrey – FYI on the below.

Thank you,

Vahe

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Issuer: Xactly Corp.

Symbol: XTLY

Deal size: 7,037,500 shares (97% primary / 3% secondary) plus 15% greenshoe
(100% primary / % secondary)

Offer range: \$10.00 – 12.00

Exchange: NYSE

Anticipated pricing: Thursday, June 25th

Roadshow:

6/15: New York

6/16: New York

6/17: New York

6/18: Boston

6/19: Mid-Atlantic

6/22: San Francisco

6/23: Denver/LA

6/24: Chicago / Minneapolis

6/25: KC / Houston /Pricing

Lunch details:

Group Lunch – New York

TBD

Group Lunch – Boston

6/18/15 - 12:30pm

Boston Harbor Hotel – North Atlantic Room

Bookrunners:

JPMorgan

Deutsche Bank

UBS

Co-managers:

Needham

Oppenheimer

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site, at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling toll-free 1-800-503-4611 or by mail from Deutsche Bank Securities Inc., 60 Wall Street, New York, New York 10016, or by email at prospectus.cpdg@db.com

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