

OPTION A

WorldVu Limited
Summary of Proposed Terms for Share Sale and Wyler Employment
May 10, 2014

I. Transaction Structure

Seller: 1110 Ventures Limited
101 Convention Center Drive, Suite 700
Las Vegas, NV 89109

Target: WorldVu Satellites Limited
13 Castle Street
St Helier
Jersey JE4 5UT

Percent of Total Shares to be sold: 85%

Form of Transaction: Cash or Google Shares (Type of shares TBD)

Purchase Price: \$500,000,000

1110 Ventures Gross Rights: 1110Ventures shall receive a 1% royalty from the gross sales of WorldVu Satellites

Call/Put Options:

Call	After system activation	Up to 5% of the shares
Call	1/1/2020	Up to 5% of the shares
Call	1/1/2025	Up to 5% of the shares
Put	Anytime	Up to \$500m of shares
Put	Anytime after system activation	Up to \$1b of shares
Put	Anytime after 2025	Remainder

Valuation Method: Company valuation by one banker for each party. If neither party agrees, or the bankers are >15% apart, then

Dividends: Company shall issue dividends when reasonable and requested by other party.

Restrictions on Transfer: Shares may not be transferred to other parties without all shareholders approval.

II. Employment of Gregory Wyler

Position: CEO of WorldVu Satellites Ltd, reporting to the BOD

Compensation: TBD by the board, but no less than current compensation

OPTION B

WorldVu Limited
Summary of Proposed Terms for Sale of Shares
 May 10, 2014

I. Transaction Structure

Issuer: WorldVu Satellites Limited
 13 Castle Street
 St Helier
 Jersey JE4 5UT

Founder: 1110 Ventures Limited (Greg Wyler)

Form of Investment: Series B Shares

Amount of Investment: TBD

Total Investment: \$1 - \$2b (with possible debt/country sales)

Fully Funded Capital Table:

Shareholder	Percent	Shares	Investment
1110Ventures (including employees)	25%	Series A	Founder
Google Inc.	? %	Series B	?
Other A	? %		
Other B	? %		
Other C	? %		

Investor Requirements: Funding will be limited to friendly investors with strong mission alignment.

Goal: To have a friendly investor base focused on LONG TERM mission and value creation.

Series A Share: Series A shares will have super-voting rights

Follow on funding Options: Sale of country rights (I.E. time based market exclusivity)
 Debt Issue
 Public Offering

Google Strategic: Google shall have strategic opportunity and partnerships such as:

- 1) Using Google Sign On
- 2) Co-Location of Google Content at Gateways
- 3) ROFR on new share sales to limit investor base
- 4) Google zero (free access to other than YouTube) in certain countries?

Other rights TBD in a follow on term sheet.