

Google



Greg Wyler GlobalBit Offer

May 8, 2014



Proposed Offer Package

Annual Compensation: GW receives \$4M in annual compensation in the form of salary, bonus, GSUs and benefits (value: \$32M assuming 8 years)

Spectrum and IP Upfront Payment: \$30M (cash), not subject to vesting, for WorldVu's spectrum rights and GW IP related to or necessary for the GlobalBit project.

Corporate Governance: Google is willing to consider a variety of structures to maximize the likely success of GlobalBit. In the interim, Greg will report to Craig Barratt and GlobalBit Advisory Board will continue to run per current model.

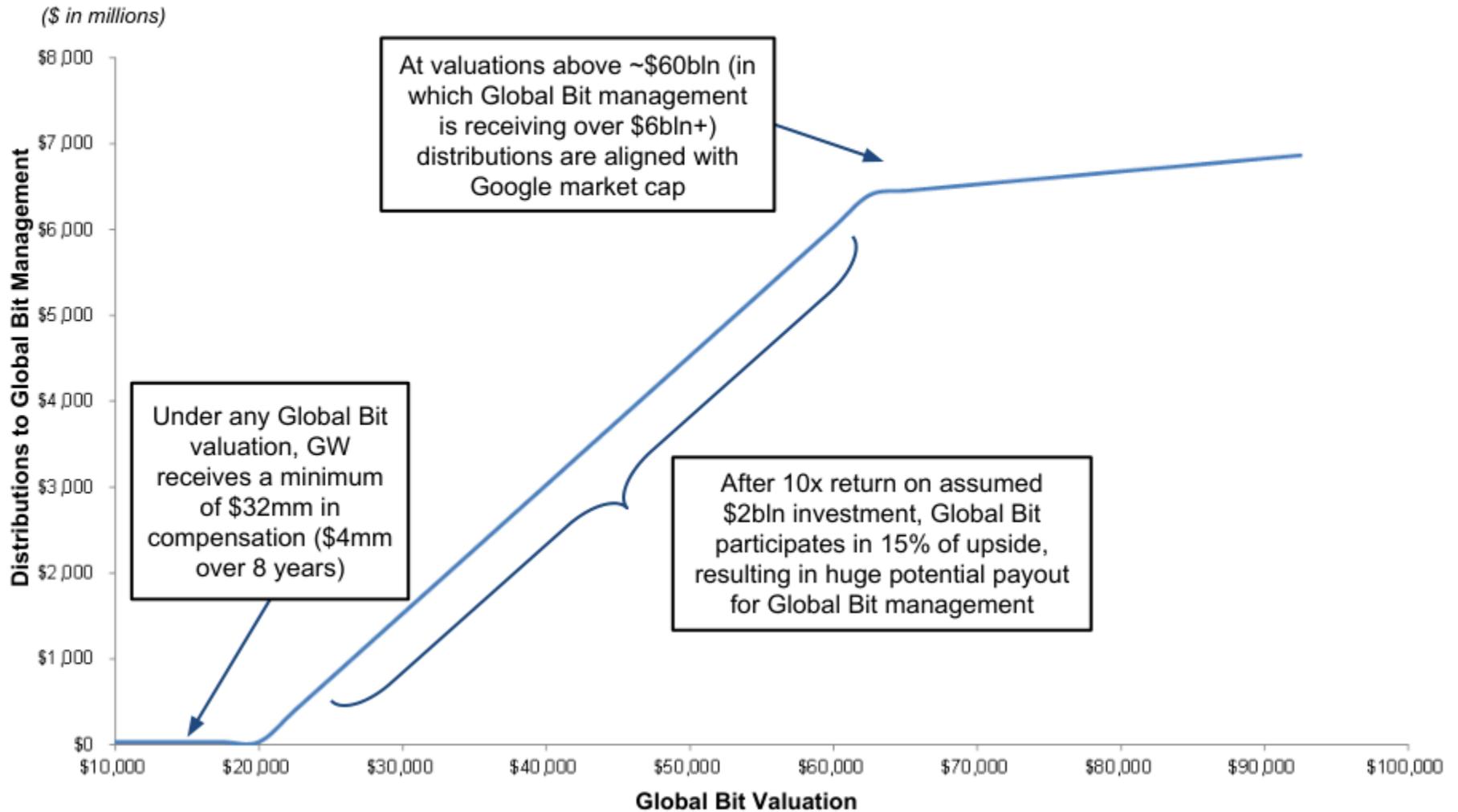
Google Capital Return: Google receives first a 10x return on its initial investment.

Equity Ownership: Global Bit participates in 15% of upside (GW receives 10%; other Global Bit employees receive 5%) after 10x return on Google Capital

Alignment Provision: Maximum payout to reach 1.5% pro forma Google + Global Bit market cap

Global Bit Proceeds Across Potential Valuations

Global Bit has a steep distribution curve for valuations most likely under the business plan



Proceeds if Global Bit Hits Plan

Global Bit management receives a ~\$630mm payout business plan is achieved in 2019 under a ~\$24bln valuation (\$2.4bln in EBIT at a 10x multiple)

(\$ in millions)

