

# Day Software Acquisition

## Frequently Asked Questions

On July 27, 2010, Adobe announced a definitive agreement to acquire Day Software, a market leader in next-generation Web Content Management (WCM). The transaction closed on Oct. 28, 2010 and Day Software is now part of Adobe.

This acquisition represents a significant value for both Day and Adobe enterprise customers as well as a major milestone for the rapidly evolving customer experience management market. The combined offering will provide the most comprehensive customer experience management solutions to enterprises seeking to monetize the social and experiential value of Web 2.0 while leveraging their existing IT infrastructure.

Please see the [Adobe-Day acquisition page](#) for the official press release announcing the completion of the acquisition as well as other acquisition related information.

## STRATEGY AND BUSINESS INTEGRATION

### Q: What does Day Software do?

A: Day Software is the Enterprise Content Management (ECM) pioneer that leading global enterprises rely on for their Web 2.0 content application and content infrastructure needs. Day's CRX is the industry's leading Java Content Repository (JCR) that provides unique virtualization services to consolidate legacy repositories and unique cloud computing services to lower IT operational costs. Day's CQ5 provides industry-leading Web Content Management, Digital Asset Management, and Social Collaboration solutions in a single, unified suite and won the 2009 InfoWorld Technology of the Year Award for "Best Web CMS."

Day's customers are worldwide leading global enterprises, including: Volkswagen, Daimler, BMW, Gap, General Motors, Nissan, Williams Sonoma, John Lewis, Skype, Lufthansa, UBS, Hyatt, Intercontinental Hotels Group, McDonalds, Newsweek, MTV, Kellogg's and the World Bank.

### Q: Why did Adobe acquire Day?

A: Adobe's acquisition of Day strengthens the company's enterprise software solutions with market leading WCM, Digital Asset Management and Social Collaboration offerings. With the acquisition of Day, Adobe is uniquely positioned to help organizations transform themselves by enabling them to create, manage, distribute and monetize content while optimizing the Web, mobile, and social collaboration experience for their customers. Further, the combination of Day's innovative WCM software with Adobe enterprise solutions for building rich experiences on top of legacy transactional systems lays the foundation for the leading solution in the evolving customer experience management market.

### Q: What value does the combination of Adobe and Day bring to customers?

A: Day's leading Web content management solutions combined with Adobe's existing enterprise portfolio help customers better integrate their global Web presence and business applications, unlocking value across their marketing, sales, and service processes.

Through the acquisition, Adobe can offer enterprise customers a more complete solution for customer-facing Web and mobile solutions by extending enterprise services beyond interactive applications, documents and workflows to include comprehensive Web content management such as personalization of content, rich media delivery capabilities, mobile application delivery and social collaboration. These next-generation capabilities will allow Adobe to provide the most engaging customer experiences online.

In addition, Day's customers can extend their rich Web experiences through the ubiquitous Adobe® Flash® Platform and PDF-based solutions as well as leverage an extensive network of highly qualified customer experience developers and designers. Day customers also can take advantage of more interactive application and document capabilities from Adobe Flash, Adobe Flex®, Adobe AIR®, Adobe Creative Suite® and Adobe LiveCycle®.

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**Q: How will Day be integrated into Adobe?**

A: With the acquisition now closed, Day will operate as a new product line within Adobe's Digital Enterprise Solutions Business Unit, with Day CEO, Erik Hansen, reporting to Rob Tarkoff, senior vice president and general manager.

**Q: What does this acquisition mean for Adobe's and Day's open source efforts?**

A: Both Adobe and Day are leaders in open technology and we have no plans to change this strategic approach. Openness allows both companies to spark innovation across the entire industry, bring customers the best technology, reach the broadest developer community and accelerate adoption of their products.

Day has been a leading force in the open source community and in driving the development of the open standards in content management. Pioneers and leaders in the open source movement are at the core of Day's team and approach to software. Adobe fully embraces Day's efforts in open development and intends to deepen our investment in these approaches.

Further, Adobe has led open standards and open source projects across our products, from pioneering the PDF standard, to donating the virtual machine inside Flash to Mozilla, to the Open Screen Project to enable a consistent experience for Web browsing and standalone applications. In a sign of Adobe's continued commitment to open source, Adobe recently signed The Apache Software Foundation's Corporate Contributor License Agreement.

### PRODUCT INTEGRATION

**Q: Are there plans to integrate the technology and products and, if so, how quickly?**

A: Adobe is committed to supporting Day products and customers. During the integration planning process, the product teams developed preliminary plans for priority product integrations that will further enhance our customer offerings. Specific details of the planned product integrations will be announced in the coming months.

**Q: Are there plans to discontinue any Day products?**

A: There are no plans to discontinue any Day products.

**Q: What are the key integration points between Adobe and Day?**

A: Day's WCM platform, together with Adobe LiveCycle, Adobe Creative Suite and the Adobe Flash Platform, will enable next-generation solutions for enterprises to connect more effectively with their customers. In addition, with LiveCycle's enterprise integration capabilities and leading Web analytics and optimization platform from Omniture®, customers can connect their Web, mobile and social presence to business applications - improving marketing, sales, and customer support results. Over time, we believe that optimizing customer experience design and delivery (through Day, LiveCycle and Creative Suite) and online measurement (through the Omniture Online Marketing Suite) will create an unmatched customer experience management platform in the industry.

### COMPANY OPERATIONS

**Q: Will the Day management team stay at Adobe now that the acquisition has closed?**

A: Yes, all of Day's senior management has joined Adobe at closing. Erik Hansen, Day's CEO, now reports to Rob Tarkoff and will be responsible for transitioning the Day operations during 2011.

**Q: Was there a reduction in force as a result of the Day acquisition?**

A: The acquisition of Day is about growth in Adobe's enterprise business, as such there were no layoffs at closing. However, there are a small number of employees who will remain with Adobe on a transitional basis.

**Q: Will Day's headquarters facility in Basel, Switzerland remain in operation?**

A: Yes.

### CUSTOMER AND PARTNER SUPPORT

**Q: Will existing Day customer support agreements continue to be honored?**

A: Adobe intends to honor the terms and conditions of existing Day contracts for all existing customers. Technical support will continue to be governed by the terms of the Day service agreements until the current support term expires. Additional

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information on any changes to support contracts as a result of Adobe's business policies will be communicated promptly to all customers.

**Q: Whom should Day customers contact for product support?**

A: Customers and partners should continue to work with their existing Day account contacts. In the coming months, as contact and process changes are implemented, we are committed to a smooth transition for Day customers and partners.

### TRANSACTION AND FINANCIAL INFORMATION

**Q: When did the acquisition close?**

A: The transaction closed on Oct. 28, 2010.

**Q: What were the terms of the acquisition?**

A: Through a public tender offer, Adobe acquired Day's shares for CHF139 per share in cash. The transaction was valued at approximately CHF255 million. The offer prospectus, as well as other information concerning the offer, is available on the [Adobe-Day acquisition page](#).

A: Adobe expects the acquisition will have no material impact on Adobe's non-GAAP earnings for fiscal year 2010 and that it will be accretive to non-GAAP earnings for fiscal year 2011.

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