

## ANNEX I

### QUESTIONNAIRE

Cases No COMP/C-3/39.740, 39.775, 39.768 and 39.845

**DEADLINE FOR REPLY: Friday, 11 February 2011**

When you reply to this questionnaire, please provide TWO versions of your reply: (i) a CONFIDENTIAL version; and (ii) a NON CONFIDENTIAL version which excludes business secrets or other confidential information.

#### A. Business secrets

Reminder: Does your reply contain any parts that you regard as business secrets?

YES  NO

If yes, have you provided a non-confidential version of your reply? (see [Annex III](#) for details and instructions)

YES  NO

#### B. Questions

Please be aware that your reply should cover all information concerning your entire undertaking, including all connected undertakings, such as your ultimate mother company and its subsidiaries.<sup>1</sup>

##### (I) General information

1. Please provide a short description of your undertaking, including the most important online activities of your business and the European Economic Area ("EEA") countries in which you offer online services.
2. Please provide the total online advertising revenue you generated during the last six years (i.e. 2005-2010) in terms of value (in Euro) on an annual basis (i) within the EEA and (ii) per EEA country you are active in. In addition, please provide (iii) a percentage estimate of your market share(s) in the relevant market(s) for the same time period and the same geographic areas.

<sup>1</sup> See the definition on the term of connected undertakings in point 12.2 of the Commission Notice on agreements of minor importance which do not appreciably restrict competition under Article 81(1) of the Treaty establishing the European Community (de minimis), OJ C 368, 22.12.2001, p. 13-15.

3. Please explain which types of advertisements ("ads") are displayed on your web page(s) (i.e. search ads, content targeted text ads, display ads, etc). In addition, for each different type, please specify the total number of ads you display on average on your web page(s).

Type of ads	Average number per page
Search ads	
Context ads (text)	
Context ads (display)	
Display ads	
Other: please specify	

- 3.1 Please explain on which basis you decide which type of ads should be placed on which part of the advertising dedicated space on your web page(s).
- 3.2. In case you have decided on fixed places for certain types of ads, in which circumstances would you consider placing a different type of ads on the same space?
4. In case you sell advertising space on your web page(s) directly to advertisers, please specify
- which type of ads you sell directly (including an estimation of the percentage of the total advertising space sold by you that these sales amount to);
  - the percentage of your total online advertising revenue in terms of value (in Euro) (i) within the EEA and (ii) per EEA country you are active in that these sales amount to<sup>2</sup>; and
  - the average costs you have incurred for such direct sales on an annual basis during the last 6 years (i.e. 2005-2010).
5. In case you sell advertising space on your web page(s) through an intermediary (i.e. online advertising networks, advertising exchanges, media agencies, other), please specify
- which type of ads you sell through which intermediary (including an estimation of the percentage of the total advertising space sold by you that these sales amount to);
  - the percentage of your total online advertising revenue in terms of value (in Euro) (i) within the EEA and (ii) per EEA country you are active in that these sales amount to<sup>3</sup>;
  - in case you have worked with different intermediaries in parallel during the last six years (i.e. 2005-2010), a percentage split per intermediary you have worked with for the data provided under b) above;
  - whether you enter into one single contract with each intermediary for all the online advertising space you sell within the EEA or into separate contracts per country/region (including the reasons for which you do either or the other); and

<sup>2</sup> You can provide this data together with the data requested in Question 2 in a combined table should you wish to do so.

<sup>3</sup> You can provide this data together with the data requested in Question 2 in a combined table should you wish to do so.

e) the average costs you have incurred for such intermediated sales on an annual basis during the last 6 years (i.e. 2005-2010).

5.1 In case you do not sell any of the advertising space on your web page(s) directly, but only through an intermediary, please explain the main reasons.

5.2 Please provide a list of all the intermediaries you have worked with during the last eight years (i.e. 2003-2010) and provide contact details for each of them. In addition, please specify

a) why you have chosen or switched to the intermediary you are currently working with;

b) in case you have worked with different intermediaries at the same time, why you have chosen to do so (including the advantages and disadvantages you have experienced when doing so);

c) in case you have worked only with one intermediary at the same time, why you have chosen to do so (including the advantages and disadvantages you have experienced when doing so);

d) in which circumstances you would consider switching for part or all of your advertising space to a different intermediary (including the intermediary or intermediaries you would consider switching to); and

e) the switching costs you incurred or estimate to incur when switching your intermediary.

6. In case you sell advertising space on your web page(s) both directly and through an intermediary, please explain how you decide which amount of advertising space should be sold through each channel.

### *(III) Intermediation agreements with Google (AdSense)*

7. Please provide a copy of all your AdSense related agreements (i.e. expired and current agreements) with Google for the last 6 years (i.e. 2005-2010). In addition, please provide a brief description of the evolution of your AdSense related business relationship with Google, including the main features (e.g. type of ads covered, duration and payments) of each agreement you have entered into with Google.

8. Do any of the AdSense related agreements you have entered into with Google contain clauses preventing or limiting you from displaying ads from competing intermediaries on any of your web pages? If yes, please reply to the following questions:

8.1 Please identify the relevant clause(s) and explain its/their content (including carve outs, if any). Please explain in particular to what extent the respective clause(s) prevent(s) or limit(s) you from displaying competing ads on your web pages (e.g. does this apply to any competing ads or only ads from specific competitors or specific types of ads, etc). If possible, please provide screenshots illustrating what is permissible and what is not permissible under the clause(s) in question.

8.2 Have you ever discussed with Google (i) the scope of the clause(s) in question and/or (ii) a potential breach thereof on the part of your company? If yes, please explain the background to this discussion, the position taken by Google and how the issue was eventually solved, and, if any, provide supporting documents whatever their form (e.g. e-mails, faxes, letters, notes taken during telephone calls or meetings, etc).

- 8.3 Is it possible for Google to verify that you abide by the clause(s) in question? Are you aware of whether and, if yes, how Google monitors your abidance by the clause(s) in question in practice?
- 8.4. Is/are the clause(s) in question in your view necessary to avoid user confusion as to the origin of an ad in case different ads are displayed on the same web page? In addition, please explain whether there are in your view any alternatives that would achieve the same objective and, if yes, please specify which.
- 8.5 Please explain whether and, if yes, to what extent you consider the clause(s) in question to affect your advertising strategy for your web page(s) (e.g. whether absent the clause(s) in question, you would consider displaying competing ads on your web page(s) and, if yes, which type of ads you would consider displaying and which intermediary you would consider partnering with).
- 8.6 Please explain for which reasons (e.g. commercial or other) you accepted the clause(s) in question. What are the advantages of entering into such an agreement with Google?
- 8.7 Has your choice to accept the clause(s) in question been affected and/or driven by the observation of any of your competitors accepting the same or similar clause(s)?
- 8.8 Did you experience revisions of these clause(s) over the years? If yes, please describe the changes that Google undertook over time and the reasons for these changes communicated to you.
- 8.9 Did the acceptance of the clause(s) in question lead to specific investments on your side and/or on the side of Google that would not have taken place in the absence of these clause(s)? Please list the specific investments and explain their characteristics (including financial ones) and purpose.
9. In case the AdSense related agreements you have entered into with Google do not contain any clauses preventing or limiting you from displaying ads from competing intermediaries on any of your web pages, please explain whether Google ever proposed to introduce such clauses during the negotiation phase of any of your AdSense related agreements and, if yes, on what basis and for what reasons this was eventually not done.
10. Please specify for each of your AdSense related agreements provided in reply to Question 7 above the financial advantages you managed to negotiate on top of Google's initial (i.e. standard or template) offer such as certain minimum revenue guarantees and above average revenue shares.
11. Please explain whether any of your AdSense related agreements have been conditional on (i) implementing Google's natural search service (e.g. by placing Google's search box or search toolbar on your web page(s)), (ii) implementing not only AdSense for Search (AFS) but also AdSense for Content (AFC) and/or (iii) featuring any other Google service on any of your web page(s).
12. In case you answered Question 11 above in the affirmative, please explain whether you have obtained rebates or other advantages for any of the above-mentioned conditions identified under (i)-(iii). If yes, please describe the nature of the advantage in question.
13. In case you answered Question 11 above in the negative, please explain whether Google ever proposed to introduce such conditions during the negotiation phase of any of your AdSense

related agreements. If yes, please specify on what basis and for what reasons this was eventually not done.

*(IV) Miscellaneous*

14. Please specify the amount of traffic you have received through clicks on (i) Google's search results and (ii) on search results provided by other horizontal search engines (e.g. Bing or Yahoo!) during the last 6 years (i.e. 2005-2010) on an annual basis. In addition, please (iii) provide the corresponding percentage share of the total traffic you received during the same time period.

Thank you for your co-operation

Reminder: Does your reply contain business secrets or other confidential information? Have you attached a non-confidential version of your reply? For details and instructions, see Annex III.
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