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Nasdaq Agrees to Acquire Boardvantage

Combined offering would position Nasdaq as a leading board and enterprise management solution among Fortune 100 and Fortune 500 companies

Expected to be accretive to Nasdaq's earnings within twelve months of closing and generate attractive returns on capital

NEW YORK, March 21, 2016 (GLOBE NEWSWIRE) -- [Nasdaq, Inc.](#) (Nasdaq:NDAQ) today announced that it has entered into a definitive agreement to acquire [Boardvantage](#), a leading board portal solution provider which also specializes in leadership collaboration and meeting productivity. The acquisition, along with the recently-closed purchase of [Marketwired](#), is expected to strengthen Nasdaq's position as the leading global corporate services provider. The integration between Nasdaq's [Directors Desk](#) and Boardvantage's collaboration platform will support board communication, efficient workflow and decision making for clients with highly secure, best-in-class technology, service and productivity tools.

"Upon acquisition, Boardvantage will complement our focus on developing leading financial technology solutions and delivering the most intuitive, streamlined decision making and collaboration tools for boards, executives and enterprise management in the world," said Stacie Swanstrom, Senior Vice President and Head of Corporate Solutions, Nasdaq. "Our collaboration and productivity-oriented workflow products and services provide a foundation for our corporate solutions business. We are deeply focused on addressing the demands of boards and leadership teams for innovative tools that strengthen management, engagement and insight throughout their organizations."

With over 10,000 clients worldwide, including 93% of the S&P 500 and the Dow 30, as well as 100% of the Nasdaq 100, Nasdaq Corporate Solutions empowers Investor Relations, Public Relations, Communications and Board Management professionals with best-in-class insight, information and tools from a single global provider to increase their efficiency and drive business success.

Further, Boardvantage clients will gain access to Nasdaq's thought leadership program which includes governance best practice expertise from the company's senior management and other distinguished corporate governance leaders. These clients will continue to be supported by Nasdaq's commitment to information security, as each platform provides multiple security features for governance and workflow management all in one central location.

"This is an exciting day for Boardvantage," said Joe Ruck, President and CEO, Boardvantage. "As the global leader in financial technology solutions Nasdaq is a natural home for Boardvantage. Since our founding, we have focused on technology leadership for board and leadership communication. We are thrilled to be part of Nasdaq Corporate Solutions."

Nasdaq will acquire Boardvantage for \$200 million, and intends to fund the purchase price through a mix of debt and cash on hand. Nasdaq does not expect the acquisition to have a material impact on Nasdaq's financial leverage or capital return strategy. The acquisition is expected to be accretive to Nasdaq's non-GAAP earnings within twelve months of closing.

Subject to customary conditions, the deal is expected to close in the first half of 2016.

About Nasdaq

Nasdaq (Nasdaq:NDAQ) is a leading provider of trading, clearing, exchange technology, listing, information and public company services across six continents. Through its diverse portfolio of solutions, Nasdaq enables customers to plan, optimize and execute their business vision with confidence, using proven technologies that provide transparency and insight for navigating today's global capital markets. As the creator of the world's first electronic stock market, its technology powers more than 70 marketplaces in 50 countries, and 1 in 10 of the world's securities transactions. Nasdaq is home to more than 3,700 listed companies with a market value of approximately \$9.6 trillion and nearly 10,000 corporate clients. To learn more, visit: nasdaq.com/ambition or business.nasdaq.com.

About Boardvantage

Boardvantage leads the market in delivering paperless process for board and leadership communication. Trusted by

enterprises worldwide, including half the Fortune 500, Boardvantage sets the bar for a mobile executive experience. The company is headquartered in Menlo Park, Calif., with global offices and data centers in the Americas, Europe and Asia Pacific.

Cautionary Note Regarding Forward-Looking Statements

The matters described herein contain forward-looking statements that are made under the Safe Harbor provisions of the Private Securities Litigation Reform Act of 1995. These statements include, but are not limited to, statements about Nasdaq and its products and offerings. We caution that these statements are not guarantees of future performance. Actual results may differ materially from those expressed or implied in the forward-looking statements. Forward-looking statements involve a number of risks, uncertainties or other factors beyond Nasdaq's control. These factors include, but are not limited to factors detailed in Nasdaq's annual report on Form 10-K, and periodic reports filed with the U.S. Securities and Exchange Commission. We undertake no obligation to release any revisions to any forward-looking statements.

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