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Press Release
アカマイ・テクノロジーズ合同会社

アカマイ、Janrain Inc. を買収し、カスタマーアイデンティティおよび アクセス管理機能を追加してデジタルの信頼性を強化

トップクラスの CIAM ソリューションにより、アイデンティティを Akamai Intelligent Edge 製品の
リアルタイムセキュリティ制御の中核に

※本リリースは 2019 年 1 月 7 日(現地時間)に米国マサチューセッツ州で発表されたプレスリリースの一部翻訳版です。

インテリジェントなエッジプラットフォームにより安全で快適なデジタル体験を提供する Akamai Technologies (NASDAQ : AKAM、以下「アカマイ」) は、カスタマーアイデンティティアクセス管理 (CIAM) 分野のパイオニアである Janrain の買収に合意したことを発表しました。Janrain は、ログインや登録の作業負荷を軽減することで、企業のデジタルの信頼性を強化しています。今回の Akamai Intelligent Edge Platform との統合により、ワールドクラスのセキュリティとコンプライアンスの遵守を提供し、オンラインエンゲージメントが飛躍的に拡大すると期待できます。

企業におけるクラウドテクノロジーの導入とビジネスのデジタル化が進む中、ビジネスのセキュリティを保ち、デジタルの信頼性を確立するために、ウェブセキュリティとアイデンティティの認識がますます重要になっています。アカマイは、DDoS 攻撃やアプリケーションの脆弱性、ボットやその他の高度な脅威から、お客様のウェブサイト、アプリ、API を保護する対策を既に提供しており、Akamai Intelligent Edge Platform 上では、毎日数億件のログインランザクションが発生しています。今回の買収は、重要な機能補完となり、アカマイのお客様は、ユーザーとの間にデジタルの信頼性を確立、維持できると期待されます。この補完機能では、機微なユーザー情報の収集と保管のための安全で耐障害性に優れた環境を提供するとともに、プライバシー制御の管理や、ID 詐取の防止とあわせ、顧客とのエンゲージメントとブランドロイヤルティの改善も想定されます。

「本質的かつ期待されるレベルのデジタルの信頼性を確立しないまま、オンラインビジネスを運営するのは困難です」と、アカマイの President 兼ウェブ部門 General Manager を務める Rick McConnell は述べています。「Janrain の Identity Cloud とアカマイの Intelligent Edge Platform を統合することで、新たなセキュリティレイヤが追加され、お客様はエンドユーザーについて理解を深めることができます。その結果、より親密な関係を構築し、さらなる収益を獲得できる可能性があります。」

Janrain の Identity Cloud を Akamai Intelligent Edge Platform に統合することで、CIAM をご利用お客様は、ボット管理と脅威インテリジェンスという 2 つの重要な分野で直ちにセキュリティのメリットが得られると期待できます。Akamai Bot Manager は、ログイン時や登録時のボット活動を検出して管理することで、不正ログイン（Credential Abuse）に関連するリスクを緩和し、ユーザー体験を損なうことなく不正を減らします。また、アカマイ 脅威インテリジェンスを活用することで、お客様は各ユーザーの過去のオンライン行動から構築されたレピュテーションに基づいて、登録ページやログインページへのアクセスを許可するユーザーをスマートに判断できます。

この統合されたテクノロジーは、精度と拡張性が高くセキュリティに優れたリスクベースかつ適応型の認証ソリューションを実現し、不正なアカウント作成や認証情報の侵害などの攻撃的な活動を防ぐために設計されます。

「Janrain は、個人消費者の認証と認可、さらにはデジタルエンタープライズとやり取りするコネクテッドデバイスの認証と認可を通じてデジタルの信頼性を確立する革新的なソリューションを開発してきました」と、Janrain CEO の Jim Kaskade 氏は語ります。「アカマイの Intelligent Edge Platform のスケールとインテリジェンスを Janrain の Identity Cloud と統合することで、より正確で洗練されたカスタマーアイデンティティ管理ソリューションを提供するという約束を実現し、あらゆるユーザーに適した信頼されるデジタル体験を提供できると自負しています。」

Janrain は、オレゴン州ポートランドを拠点とする民間企業です。この買収取引は全額現金によって行われ、2019 年第 1 四半期初めに終了する見込みです。Janrain の買収により、2019 年にはアカマイの 1 株あたり純利益（Non-GAAP）が \$0.05～\$0.06 の範囲内でわずかに希薄化し、2020 年には増大する見込みです。今回の買収は、アカマイが掲げている 2020 年までに non-GAAP 営業利益率を 30% に引き上げるといった目標には影響しないと予想されます。

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Use of Non-GAAP Financial Measures

In addition to providing financial measurements based on generally accepted accounting principles in the United States of America (GAAP), Akamai provides additional financial metrics that are not prepared in accordance with GAAP (non-GAAP). Management uses non-GAAP financial measures, in addition to GAAP financial measures, to understand and compare operating results across accounting periods, for financial and operational decision making, for planning and forecasting purposes, to measure executive compensation and to evaluate Akamai's financial performance. The non-GAAP financial measures used in this release are non-GAAP operating margin and non-GAAP net income per share.

Management believes that these non-GAAP financial measures reflect Akamai's ongoing business in a manner that allows for meaningful comparisons and analysis of trends in the business, as they facilitate comparing financial results across accounting periods and to those of peer companies. Management also believes that these non-GAAP financial measures enable

investors to evaluate Akamai's operating results and future prospects in the same manner as management. These non-GAAP financial measures may exclude expenses and gains that may be unusual in nature, infrequent or not reflective of Akamai's ongoing operating results.

The non-GAAP financial measures do not replace the presentation of Akamai's GAAP financial results and should only be used as a supplement to, not as a substitute for, Akamai's financial results presented in accordance with GAAP. Akamai has provided a reconciliation of each non-GAAP financial measure used in its financial reporting and investor presentations to the most directly comparable GAAP financial measure. This reconciliation captioned "Reconciliation of GAAP to Non-GAAP Financial Measures" can be found on the Investor Relations section of Akamai's website.

Akamai provides forward-looking statements in the form of guidance and other expressions of expectations about future performance. These forward-looking projections are provided on a non-GAAP basis and cannot be reconciled to the closest GAAP measure without unreasonable effort because of the unpredictability of the amounts and timing of events affecting the items we exclude from non-GAAP measures. For example, stock-based compensation is unpredictable for Akamai's performance-based awards, which can fluctuate significantly based on current expectations of future achievement of performance-based targets. Amortization of intangible assets, acquisition-related costs and restructuring costs are all impacted by the timing and size of potential future actions, which are difficult to predict. In addition, from time to time, Akamai excludes certain items that occur infrequently, which are also inherently difficult to predict and estimate. It is also difficult to predict the tax effect of the items we exclude and to estimate certain discrete tax items, like the resolution of tax audits or changes to tax laws. As such, the costs that are being excluded from non-GAAP projections are difficult to predict and a reconciliation or a range of results could lead to disclosure that would be imprecise or potentially misleading. Material changes to any one of the exclusions could have a significant effect on our guidance and future GAAP results.

Akamai's definitions of non-GAAP measures used in this press release are outlined below:

Non-GAAP income from operations – GAAP income from operations adjusted for the following items: amortization of acquired intangible assets; stock-based compensation; amortization of capitalized stock-based compensation; amortization of capitalized interest expense; acquisition-related costs; restructuring charges; benefit from adoption of software development activities; gains and other activity related to divestiture of a business; gains and losses on legal settlements; costs from professional service providers related to a non-routine stockholder matter; costs incurred related to the establishment of an endowment to the Akamai Foundation; costs incurred with respect to Akamai's internal FCPA investigation; transformation costs; and other non-recurring or unusual items that may arise from time to time.

Non-GAAP operating margin – Non-GAAP income from operations stated as a percentage of revenue.

Non-GAAP net income – GAAP net income adjusted for the following tax-affected items: amortization of acquired intangible assets; stock-based compensation; amortization of capitalized stock-based compensation; acquisition-related costs; restructuring charges; benefit from adoption of software development activities; gains and other activity related to divestiture of a business; gains and losses on legal settlements; costs from professional service providers related to a non-routine stockholder matter; costs incurred related to the establishment of an endowment to the Akamai Foundation; costs incurred with respect to Akamai's internal FCPA investigation; transformation costs; loss on early extinguishment of debt; amortization of debt discount and issuance costs; amortization of capitalized interest expense; certain gains and losses on investments; and other non-recurring or unusual items that may arise from time to time

Non-GAAP net income per share – Non-GAAP net income divided by basic weighted average or diluted common shares outstanding. Basic weighted average shares outstanding are those used in GAAP net income per share calculations. Diluted weighted average shares outstanding are adjusted in non-GAAP per share calculations for the shares that would be delivered to Akamai pursuant to the note hedge transaction entered into in connection with the issuance of \$1,150 million of convertible senior notes due 2025 and \$690 million of convertible senior notes due 2019. Under GAAP, shares delivered under hedge transactions are not considered offsetting shares in the fully-diluted share calculation until they are delivered. However, the company would receive a benefit from the note hedge transaction and would not allow the dilution to occur, so management believes that adjusting for this benefit provides a meaningful view of operating performance. With respect to the convertible senior notes due 2025, unless and until Akamai's weighted average stock price is greater than \$95.10, the initial conversion price, and with respect to the convertible senior notes due 2019, unless and until Akamai's weighted average stock price is greater than \$89.56, the initial conversion price, there will be no difference between GAAP and non-GAAP diluted weighted average common shares outstanding.

The non-GAAP adjustments, and Akamai's basis for excluding them from non-GAAP financial measures, are outlined below:

- **Amortization of acquired intangible assets** – Akamai has incurred amortization of intangible assets, included in its GAAP financial statements, related to various acquisitions Akamai has made. The amount of an acquisition's purchase price allocated to intangible assets and term of its related amortization can vary significantly and are unique to each acquisition; therefore, Akamai excludes amortization of acquired intangible assets from its non-GAAP financial measures to provide investors with a consistent basis for comparing pre- and post-acquisition operating results.
- **Stock-based compensation and amortization of capitalized stock-based compensation** – Although stock-based compensation is an important aspect of the compensation paid to Akamai's employees, the grant date fair value varies based on the stock

price at the time of grant, varying valuation methodologies, subjective assumptions and the variety of award types. This makes the comparison of Akamai's current financial results to previous and future periods difficult to interpret; therefore, Akamai believes it is useful to exclude stock-based compensation and amortization of capitalized stock-based compensation from its non-GAAP financial measures in order to highlight the performance of Akamai's core business and to be consistent with the way many investors evaluate its performance and compare its operating results to peer companies.

- **Acquisition-related costs** – Acquisition-related costs include transaction fees, advisory fees, due diligence costs and other direct costs associated with strategic activities. In addition, subsequent adjustments to Akamai's initial estimated amounts of contingent consideration and indemnification associated with specific acquisitions are included within acquisition-related costs. These amounts are impacted by the timing and size of the acquisitions. Akamai excludes acquisition-related costs from its non-GAAP financial measures to provide a useful comparison of Akamai's operating results to prior periods and to its peer companies because such amounts vary significantly based on the magnitude of the acquisition transactions and do not reflect Akamai's core operations.
- **Restructuring charges** – Akamai has incurred restructuring charges that are included in its GAAP financial statements, primarily related to workforce reductions and estimated costs of existing facility lease commitments. Akamai excludes these items from its non-GAAP financial measures when evaluating its continuing business performance as such items vary significantly based on the magnitude of the restructuring action and do not reflect expected future operating expenses. In addition, these charges do not necessarily provide meaningful insight into the fundamentals of current or past operations of its business.
- **Amortization of debt discount and issuance costs and amortization of capitalized interest expense** – In May 2018, Akamai issued \$1,150 million of convertible senior notes due 2025 with a coupon interest rate of 0.125%. In February 2014, Akamai issued \$690 million of convertible senior notes due 2019 with a coupon interest rate of 0%. The imputed interest rates of these convertible senior notes were 4.26% and 3.20%, respectively. This is a result of the debt discounts recorded for the conversion features that are required to be separately accounted for as equity under GAAP, thereby reducing the carrying value of the convertible debt instruments. The debt discounts are amortized as interest expense together with the issuance costs of the debt. The interest expense excluded from Akamai's non-GAAP results is comprised of these non-cash components and is excluded from management's assessment of the company's operating performance because management believes the non-cash expense is not representative of ongoing operating performance.
- **Gains and losses on investments** – Akamai has recorded gains and losses from the disposition, changes to fair value and impairment of certain investments. Akamai believes excluding these amounts from its non-GAAP financial measures is useful to investors as the types of events giving rise to them are not representative of Akamai's core business operations and ongoing operating performance.

- **Legal and stockholder matter costs** – Akamai has incurred losses related to the settlement of legal matters, costs from professional service providers related to a non-routine stockholder matter and costs with respect to its internal U.S. Foreign Corrupt Practices Act ("FCPA") investigation. Akamai believes excluding these amounts from its non-GAAP financial measures is useful to investors as the types of events giving rise to them are not representative of Akamai's core business operations.
- **Endowment of Akamai Foundation** – During the second quarter of 2018, Akamai incurred a charge to endow the Akamai Foundation. Akamai believes excluding these amounts from non-GAAP financial measures is useful to investors as this one-time expense is not representative of its core business operations.
- **Transformation costs** – Akamai has incurred professional services fees associated with internal transformation programs designed to improve its operating margins and that are part of a planned program intended to significantly change the manner in which business is conducted. Akamai believes excluding these amounts from its non-GAAP financial measures is useful to investors as the types of events and activities giving rise to them occur infrequently and are not representative of Akamai's core business operations and ongoing operating performance.
- **Income tax effect of non-GAAP adjustments and certain discrete tax items** – The non-GAAP adjustments described above are reported on a pre-tax basis. The income tax effect of non-GAAP adjustments is the difference between GAAP and non-GAAP income tax expense. Non-GAAP income tax expense is computed on non-GAAP pre-tax income (GAAP pre-tax income adjusted for non-GAAP adjustments) and excludes certain discrete tax items (such as recording or releasing of valuation allowances), if any. Akamai believes that applying the non-GAAP adjustments and their related income tax effect allows Akamai to highlight income attributable to its core operations.

本リリースには、この買収によって予想されるアカマイの利益についてのステートメントを含む、1995年私的証券訴訟改革法に基づくセーフハーバー条項の将来の見通しに関するステートメントとなる、アカマイ経営陣による未来の予測、計画、見通しに関する情報が含まれています。取引を速やかにまたは全く完了できないこと、Nominumのテクノロジーや人員を成功裡に統合できないこと、買収完了後の業績見通しを達成できないこと、期待されるテクノロジー統合のメリットを実現できないこと、アカマイの年次報告書 Form 10-K や四半期報告書 Form 10-Q、およびその他のSECに関する定期文書に記載されているその他の要因を含むが、これらに限定されないさまざまな重要要因により、これらの将来の見通しに関する記述によって示されたものと実際の結果が大幅に異なる可能性があります。

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Akamai について

Akamai は世界中の企業に安全で快適なデジタル体験を提供しています。Akamai のインテリジェントなエッジプラットフォームは、企業のデータセンターからクラウドプロバイダーのデータセンターまで広範に網羅し、企業とそのビジネスを高速、スマート、そしてセキュアなものにします。マルチクラウドアーキテクチャ

の力を拡大させる、俊敏性に優れたソリューションを活用して競争優位を確立するため、世界中のトップブランドが Akamai を利用しています。Akamai は、意思決定、アプリケーション、体験を、ユーザーの最も近くで提供すると同時に、攻撃や脅威は遠ざけます。また、エッジセキュリティ、ウェブ/モバイルパフォーマンス、エンタープライズアクセス、ビデオデリバリーによって構成される Akamai のソリューションポートフォリオは、比類のないカスタマーサービスと分析、365 日/24 時間体制のモニタリングによって支えられています。世界中のトップブランドが Akamai を信頼する理由について、www.akamai.com/jp/ja/、blogs.akamai.com/jp/ および Twitter の @Akamai_jp でご紹介しています。

アカマイ・テクノロジーズ合同会社について:

アカマイ・テクノロジーズ合同会社は、1998 年に設立された、アカマイ・テクノロジーズ・インク（本社：米国マサチューセッツ州ケンブリッジ、最高経営責任者：Tom Leighton）が 100%出資する日本法人です。アカマイは、ウェブサイト/モバイルアプリの最適化、快適なユーザー体験、堅牢なセキュリティを実現する各種ソリューションを提供しており、日本国内では約 600 社が当社サービスを利用しています。

※アカマイとアカマイ・ロゴは、アカマイ・テクノロジーズ・インクの商標または登録商標です

※その他、記載されている会社名ならびに製品名は、各社の商標または登録商標です