



Company Overview 2011

INGrooves is a leading digital media infrastructure company that provides distribution and marketing services for content owners.

INGrooves

- targeted marketing
- dedicated client service team
- synch licensing
- strategy & promotion
- customized service
- online console
- mechanical administration
- access to all ONE Digital services
- physical distribution

ONE Digital

- proprietary platform
- automated ingestion
- encoding
- storage
- deliver under your contracts
- accounting
- branded online console
- unparalleled transparency



The most cost efficient, transparent and flexible digital distribution solution in the world.



The expansive ONE Digital distribution network is unmatched by its competitors.

INGrooves distributes to over 600 online & mobile destinations worldwide in more than 200 territories

- ONE Digital can deliver content under the pre-negotiated INgrooves deals with retailers, your direct deal or both
- The stability and efficiency of ONE Digital ensures that your content is delivered to the right place at the right time
- INgrooves's global staff signs dozens of new retail deals each year ensuring that your content is reaching the maximum possible audience

"INGrooves has been a pleasure to work with from the very beginning. I'm impressed by both their love of technology and their love of music. If all of our content providers were so adept and so pleasant I'd have less gray hair and a lot more pristine content ingested into iTunes."

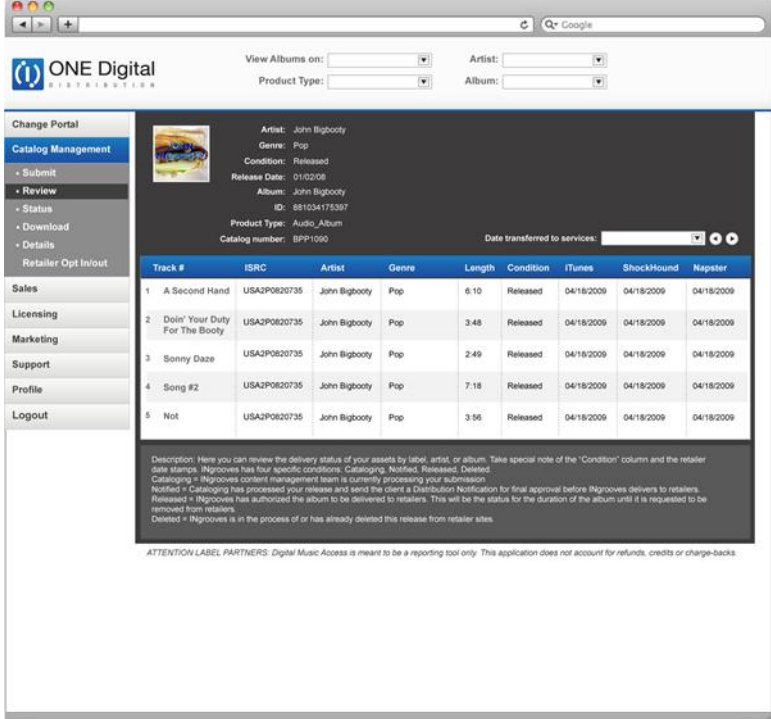
Brian Larson
iTunes Music Store

Client Console



The Client Console helps manage your digital life and provides access to:

- upload new releases
- review distribution status
- create and export sales data
- access preferred rates with third party vendors
- download royalty reports
- opt in & out of retailers



The screenshot shows the ONE Digital Client Console interface. The top navigation bar includes 'ONE Digital' and search filters for 'View Albums on:', 'Artist:', 'Product Type:', and 'Album:'. The main content area displays album details for 'John Bigbooy' (Genre: Pop, Condition: Released, Release Date: 01/02/08, Album: John Bigbooy, ID: 881034175307, Product Type: Audio_Album, Catalog number: BPP1090). Below this is a table with 5 tracks:

Track #	ISRC	Artist	Genre	Length	Condition	iTunes	ShockMound	Napster	
1	A Second Hand	USA2P0820735	John Bigbooy	Pop	6:10	Released	04/18/2009	04/18/2009	04/18/2009
2	Doin' Your Duty For The Booty	USA2P0820735	John Bigbooy	Pop	3:48	Released	04/18/2009	04/18/2009	04/18/2009
3	Sonny Daze	USA2P0820735	John Bigbooy	Pop	2:49	Released	04/18/2009	04/18/2009	04/18/2009
4	Song #2	USA2P0820735	John Bigbooy	Pop	7:18	Released	04/18/2009	04/18/2009	04/18/2009
5	Not	USA2P0820735	John Bigbooy	Pop	3:56	Released	04/18/2009	04/18/2009	04/18/2009

Below the table is a description of the delivery status and a legend for the 'Condition' column. A footer note reads: 'ATTENTION LABEL PARTNERS: Digital Music Access is meant to be a reporting tool only. This application does not account for refunds, credits or charge-backs.'

Confirms date delivered to all retailers

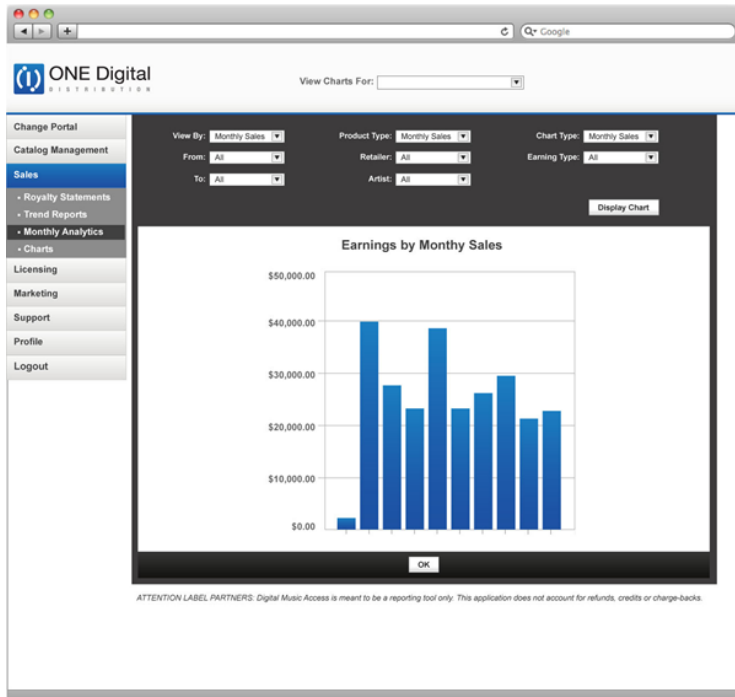
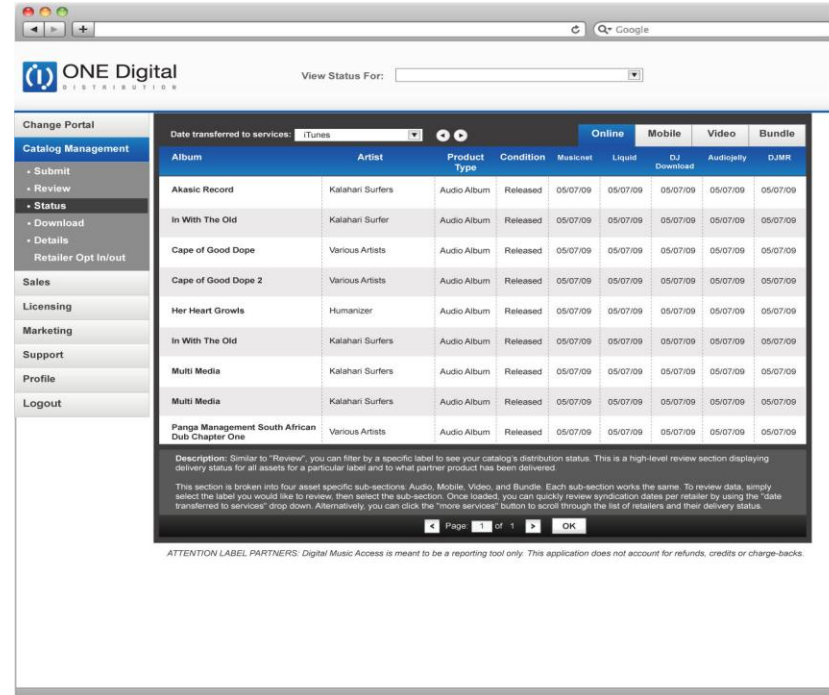
"We canvassed the digital landscape for a distribution and marketing partner, and INgrooves was the best choice to suit our needs. Their client services and state of the art technology make it easy to manage our digital releases. They hustle to make the most of your artists' music, they don't lie, and the return your calls."

Justin McGuirk/Fat Possum Records

Sales Reporting & Analytics

Track daily and monthly sales for all releases

Monitor real time status of deliveries to retailers

The screenshot shows the ONE Digital web interface for monitoring delivery status. It features a table with columns for Album, Artist, Product Type, Condition, MusiCnet, Liquid, DJ Download, Audiocity, and DJMR. The table lists several albums, including 'Akasic Record', 'In With The Old', 'Cape of Good Dope', and 'Panga Management South African Dub Chapter One'. A 'Date transferred to services' dropdown is set to 'iTunes'. A 'View Status For' dropdown is also present. Below the table is a description and a 'Page 1 of 1' indicator.

Album	Artist	Product Type	Condition	MusiCnet	Liquid	DJ Download	Audiocity	DJMR
Akasic Record	Kalahari Surfers	Audio Album	Released	05/07/09	05/07/09	05/07/09	05/07/09	05/07/09
In With The Old	Kalahari Surfer	Audio Album	Released	05/07/09	05/07/09	05/07/09	05/07/09	05/07/09
Cape of Good Dope	Various Artists	Audio Album	Released	05/07/09	05/07/09	05/07/09	05/07/09	05/07/09
Cape of Good Dope 2	Various Artists	Audio Album	Released	05/07/09	05/07/09	05/07/09	05/07/09	05/07/09
Her Heart Grows	Humanizer	Audio Album	Released	05/07/09	05/07/09	05/07/09	05/07/09	05/07/09
In With The Old	Kalahari Surfers	Audio Album	Released	05/07/09	05/07/09	05/07/09	05/07/09	05/07/09
Multi Media	Kalahari Surfers	Audio Album	Released	05/07/09	05/07/09	05/07/09	05/07/09	05/07/09
Multi Media	Kalahari Surfers	Audio Album	Released	05/07/09	05/07/09	05/07/09	05/07/09	05/07/09
Panga Management South African Dub Chapter One	Various Artists	Audio Album	Released	05/07/09	05/07/09	05/07/09	05/07/09	05/07/09

ATTENTION LABEL PARTNERS: Digital Music Access is meant to be a reporting tool only. This application does not account for refunds, credits or charge-backs.

Access your console through the ONE Digital iPhone App (Coming Soon)



Sales & Marketing



INGrooves has an expansive promotional network that enables you to market your content to the digital world and increase sales and long term awareness

Our campaign designs are based on a detailed analysis of your overall marketing strategy and how best to enhance this in the digital world

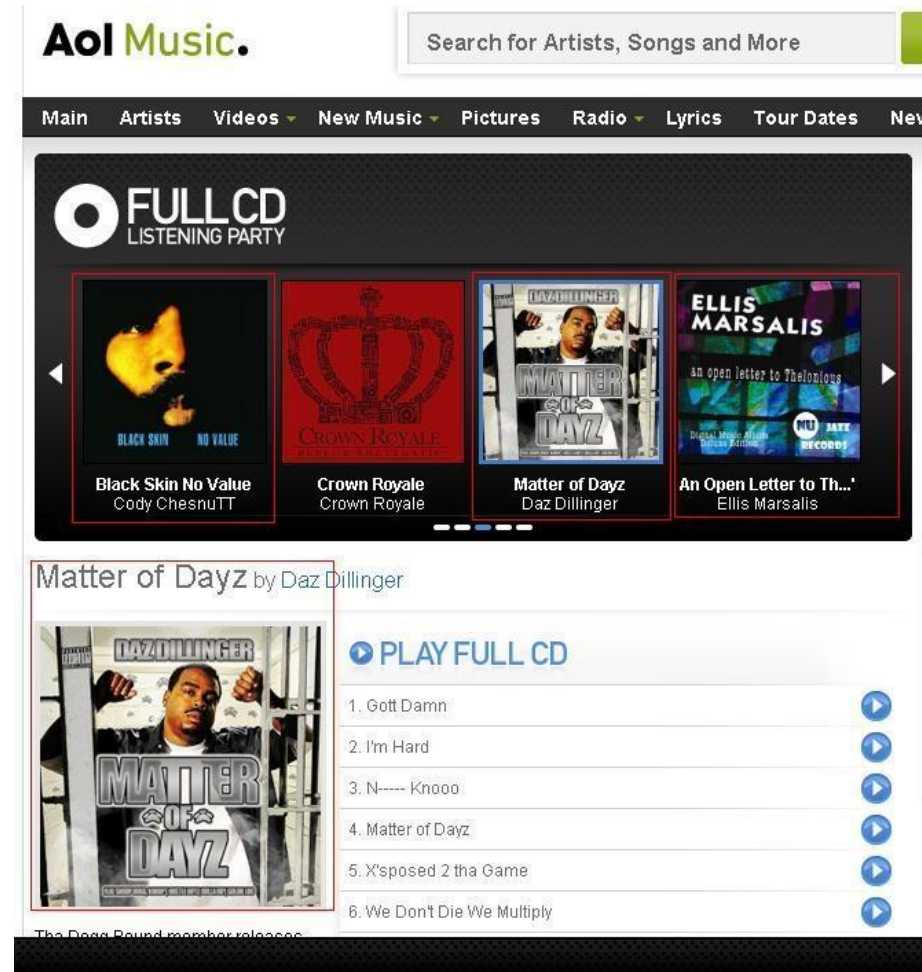
- Excellent relationships with digital music retailers provides worldwide placement for your releases
- Access to large-scale promotional partnerships with AOL Music, Spinner, Clear Channel, MySpace, RCRD LBL and more
- Targeted iPhone application creation and strategies through our Marketplace partners including Mobile Roadie
- Viral marketing campaigns on blogs, taste maker sites and social networks
- Access to marketing research data through partner companies like Big Champagne

“Well it ain’t no big surprise that the music industry is changing in a big way - and trust me, I know big. We knew we had to be cutting edge as well as put out great music”, commented Dolly. “After looking at the choices in digital distribution, INgrooves was the perfect partner for our first release. They had tons of experience and were flexible enough to work with a crazy country girl like me and I know we’ll have a ball making waves in the digital world.”

Dolly Parton
Artist/Dolly Records

iNgrooves targets a variety of outlets to maximize exposure

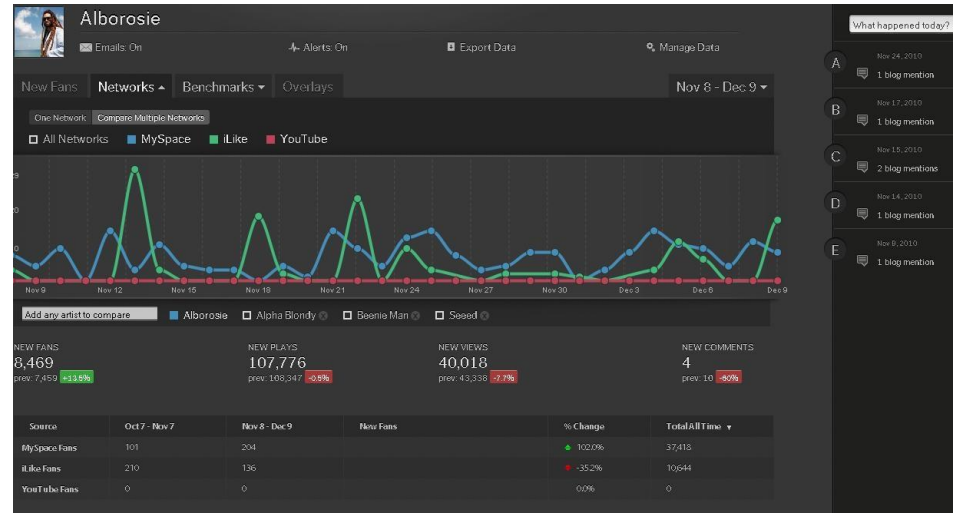
- MySpace
 - New Music Tuesday Playlists
 - Album Premieres
- AOL Music and AOL Spinner
 - Listening parties
- Blogs
 - Arrange interviews, reviews and artist playlists
- Assorted Press
 - Local print, industry magazines and radio
- Iheartradio.com/Clear Channel
 - NEW! Discover & Uncover
 - New Music Monday
- Stickam.com
 - Live Sessions
- Newsletters
 - My Spoonful, Musichype, and Fusicology



The screenshot shows the AOL Music interface. At the top, there's a search bar with the text "Search for Artists, Songs and More". Below the navigation menu (Main, Artists, Videos, New Music, Pictures, Radio, Lyrics, Tour Dates), a "FULL CD LISTENING PARTY" banner is displayed. It features four album covers: "Black Skin No Value" by Cody Chesnutt, "Crown Royale" by Crown Royale, "Matter of Dayz" by Daz Dillinger, and "An Open Letter to Th..." by Ellis Marsalis. A pop-up window for "Matter of Dayz by Daz Dillinger" is open, showing the album cover and a "PLAY FULL CD" button. Below the button is a tracklist with play buttons for each song: 1. Gott Damn, 2. I'm Hard, 3. N---- Knooo, 4. Matter of Dayz, 5. X'sposed 2 tha Game, 6. We Don't Die We Multiply.

Metrics

- Utilize Next Big Sound, Big Champagne & Google Trends
 - Measure fan, social network and twitter activity
 - Chart the impact at digital and physical retail
- Soundcloud
 - URL Tracking, geographic play counts, embeddable widgets and private file transfers
- Soundscan
 - Direct relationship for accurate reporting and sales data



INGrooves facilitates the licensing of music into film, TV, video games and more.

Select Placement with:



Select Recent Synchs

TV:

- CBS - CSI: Miami
- Fox - Glee
- NBC - Royal Pains
- CBS - Cold Case
- HBO - Eastbound & Down
- WWE - Friday Night Smackdown

Films/trailers:

- Weinstein – “Zack and Miri Make a Porno”
- Lion’s Gate - “Bangkok Dangerous”
- Columbia Pictures - “Marie Antoinette” trailer
- “The Narrows” (Indie feature)

Advertisements:

- Verizon / Droid / Slacker App – “All Comers” (Droid commercial)
- Bud Light Lime - “Sphere of Summer” (Superbowl Ad)
- Blackberry Global Campaign – “Connected to Life”

Video Games:

- Tapulous – Tap Tap Revenge 3 – 100 songs
- Blackbean – SBK series from 2007-2010
- Sega – Crazy Taxi PSP and X-Box Live
- THQ – Soprano’s

Goods & Services for Supervisors

- One-stop worldwide licensing for most of our content, over 500,000 songs in our catalog
- Over 10,000 songs pre-cleared for instant licensing through our online portal: <http://license.ingrooves.com>
- Quick and easy contract negotiation and execution
- Expert licensing staff to assist with creative music searches
- End to end music supervision services available
- Wide array of popular music styles and genres

Visit us at
www.INGrooves.com
for more information

444 Spear Street Suite 213 San Francisco CA 94105
P: 415.489.7000 F: 415.489.7049
info@ingrooves.com

