

Groupon, Inc.
Summary Consolidated and Segment Results
(in thousands, except share and per share amounts)
(unaudited)

The financial results of Ticket Monster are presented as discontinued operations and its assets and liabilities are presented as held for sale in the condensed consolidated financial statements and accompanying tables. All prior period financial information and operational

	<u>Three Months Ended March 31,</u>		<u>Y/Y % Growth</u>	<u>FX Effect⁽²⁾</u>	<u>Y/Y % Growth excluding FX⁽²⁾</u>
	<u>2015</u>	<u>2014</u>			
Gross Billings⁽¹⁾:					
North America	\$ 893,977	\$ 781,769	14.4 %	\$ (1,100)	14.5 %
EMEA	459,189	513,588	(10.6)	(91,866)	7.3
Rest of World	198,835	225,349	(11.8)	(24,772)	(0.8)
Consolidated gross billings	<u>\$ 1,552,001</u>	<u>\$ 1,520,706</u>	2.1 %	<u>\$ (117,738)</u>	9.8 %
Revenue:					
North America	\$ 479,882	\$ 431,062	11.3 %	\$ (328)	11.4 %
EMEA	216,220	230,893	(6.4)	(43,894)	12.7
Rest of World	54,254	66,460	(18.4)	(7,085)	(7.7)
Consolidated revenue	<u>\$ 750,356</u>	<u>\$ 728,415</u>	3.0 %	<u>\$ (51,307)</u>	10.1 %
Income (loss) from operations	\$ 5,295	\$ (6,364)	183.2 %	\$ (1,405)	205.3 %
Loss from continuing operations	(16,739)	(21,774)			
Income (loss) from discontinued operations, net of tax	6,284	(13,589)			
Net loss attributable to Groupon, Inc.	\$ (14,273)	\$ (37,795)			
Basic net income (loss) per share:					
Continuing operations	\$(0.03)	\$(0.04)			
Discontinued operations	0.01	(0.02)			
Basic net loss per share	<u>\$(0.02)</u>	<u>\$(0.06)</u>			
Diluted net income (loss) per share:					
Continuing operations	\$(0.03)	\$(0.04)			
Discontinued operations	\$0.01	\$(0.02)			
Diluted net loss per share	<u>\$(0.02)</u>	<u>\$(0.06)</u>			
Weighted average number of shares outstanding					
Basic	676,382,937	682,378,690			
Diluted	676,382,937	682,378,690			

(1) Represents the total dollar value of customer purchases of goods and services, excluding applicable taxes and net of estimated refunds.

(2) Represents the change in financial measures that would have resulted had average exchange rates in the reporting period been the same as those in effect during the three months ended March 31, 2014.

Groupon, Inc.
Condensed Consolidated Statements of Cash Flows
(in thousands)
(unaudited)

	Three Months Ended March 31,	
	2015	2014
Operating activities		
Net loss	\$ (10,455)	\$ (35,363)
Less: Income (loss) from discontinued operations, net of tax	6,284	(13,589)
Loss from continuing operations	(16,739)	(21,774)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Depreciation and amortization of property, equipment and software	26,266	21,448
Amortization of acquired intangible assets	5,934	5,985
Stock-based compensation	35,144	22,911
Deferred income taxes	22	573
Excess tax benefits on stock-based compensation	(2,896)	(5,855)
Gain on equity method investments	—	(52)
Gain from changes in fair value of contingent consideration	(279)	(39)
Impairments of investments	—	397
Change in assets and liabilities, net of acquisitions:		
Restricted cash	3,245	3,536
Accounts receivable	(8,901)	(20,835)
Prepaid expenses and other current assets	(2,513)	3,013
Accounts payable	2,244	2,313
Accrued merchant and supplier payables	(17,034)	(33,523)
Accrued expenses and other current liabilities	(2,470)	(2,202)
Other, net	18,688	9,530
Net cash provided by (used in) operating activities from continuing operations	40,711	(14,574)
Net cash used in operating activities from discontinued operations	(24,355)	(6,143)
Net cash provided by (used in) operating activities	16,356	(20,717)
Net cash used in investing activities from continuing operations	(19,443)	(62,994)
Net cash used in investing activities from discontinued operations	(624)	(75,614)
Net cash used in investing activities	(20,067)	(138,608)
Net cash used in financing activities	(32,942)	(41,492)
Effect of exchange rate changes on cash and cash equivalents, including cash classified within current assets held for sale		
	(30,199)	(831)
Net decrease in cash and cash equivalents, including cash classified within current assets held for sale	(66,852)	(201,648)
Less: Net (decrease) increase in cash classified within current assets held for sale	(25,722)	18,006
Net decrease in cash and cash equivalents	(41,130)	(219,654)
Cash and cash equivalents, beginning of period	1,016,634	1,240,472
Cash and cash equivalents, end of period	<u>\$ 975,504</u>	<u>\$ 1,020,818</u>

Groupon, Inc.
Condensed Consolidated Statements of Operations
(in thousands, except share and per share amounts)
(unaudited)

	Three Months Ended March 31,	
	2015	2014
Revenue:		
Third party and other	\$ 360,121	\$ 397,702
Direct	390,235	330,713
Total revenue	750,356	728,415
Cost of revenue:		
Third party and other	51,697	53,802
Direct	351,253	309,101
Total cost of revenue	402,950	362,903
Gross profit	347,406	365,512
Operating expenses:		
Marketing	52,533	69,185
Selling, general and administrative	289,847	300,906
Acquisition-related (benefit) expense, net	(269)	1,785
Total operating expenses	342,111	371,876
Income (loss) from operations	5,295	(6,364)
Other expense, net	(19,927)	(840)
Loss from continuing operations before provision for income taxes	(14,632)	(7,204)
Provision for income taxes	2,107	14,570
Loss from continuing operations	(16,739)	(21,774)
Income (loss) from discontinued operations, net of tax	6,284	(13,589)
Net loss	(10,455)	(35,363)
Net income attributable to noncontrolling interests	(3,818)	(2,432)
Net loss attributable to Groupon, Inc.	\$ (14,273)	\$ (37,795)
Basic net income (loss) per share:		
Continuing operations	\$ (0.03)	\$ (0.04)
Discontinued operations	0.01	(0.02)
Basic net loss per share	\$ (0.02)	\$ (0.06)
Diluted net income (loss) per share:		
Continuing operations	\$ (0.03)	\$ (0.04)
Discontinued operations	0.01	(0.02)
Diluted net loss per share	\$ (0.02)	\$ (0.06)
Weighted average number of shares outstanding		
Basic	676,382,937	682,378,690
Diluted	676,382,937	682,378,690

(1) Other expense, net includes foreign currency losses of \$19.5 million and \$0.7 million for the three months ended March 31, 2015 and 2014, respectively.

Groupon, Inc.
Condensed Consolidated Balance Sheets
(in thousands, except share and per share amounts)

	March 31, 2015	December 31, 2014
	(unaudited)	
Assets		
Current assets:		
Cash and cash equivalents	\$ 975,504	\$ 1,016,634
Accounts receivable, net	92,140	90,597
Deferred income taxes	44,379	16,271
Prepaid expenses and other current assets	184,092	192,382
Current assets held for sale	362,731	85,445
Total current assets	1,658,846	1,401,329
Property, equipment and software, net	169,966	176,004
Goodwill	224,685	236,756
Intangible assets, net	24,854	30,609
Investments	22,970	24,298
Deferred income taxes, non-current	39,453	41,323
Other non-current assets	13,877	16,173
Non-current assets held for sale	—	301,105
Total Assets	\$ 2,154,651	\$ 2,227,597
Liabilities and Equity		
Current liabilities:		
Accounts payable	\$ 17,539	\$ 13,822
Accrued merchant and supplier payables	723,593	772,156
Accrued expenses	194,311	214,260
Deferred income taxes	29,077	31,998
Other current liabilities	125,243	127,121
Current liabilities held for sale	172,375	166,239
Total current liabilities	1,262,138	1,325,596
Deferred income taxes, non-current	719	773
Other non-current liabilities	122,781	129,531
Non-current liabilities held for sale	—	6,753
Total Liabilities	1,385,638	1,462,653
Commitments and contingencies		
Stockholders' Equity		
Class A common stock, par value \$0.0001 per share, 2,000,000,000 shares authorized, 704,655,248 shares issued and 674,998,444 shares outstanding at March 31, 2015 and 699,008,084 shares issued and 671,768,980 shares outstanding at December 31, 2014	70	70
Class B common stock, par value \$0.0001 per share, 10,000,000 shares authorized, 2,399,976 shares issued and outstanding at March 31, 2015 and December 31, 2014	—	—
Common stock, par value \$0.0001 per share, 2,010,000,000 shares authorized, no shares issued and outstanding at March 31, 2015 and December 31, 2014	—	—
Additional paid-in capital	1,873,582	1,847,420
Treasury stock, at cost, 29,656,804 shares at March 31, 2015 and 27,239,104 shares at December 31, 2014	(217,000)	(198,467)
Accumulated deficit	(936,233)	(921,960)
Accumulated other comprehensive income	44,216	35,763
Total Groupon, Inc. Stockholders' Equity	764,635	762,826
Noncontrolling interests	4,378	2,118
Total Equity	769,013	764,944
Total Liabilities and Equity	\$ 2,154,651	\$ 2,227,597

Groupon, Inc.
Segment Information
(in thousands)
(unaudited)

	Three Months Ended March 31,	
	2015	2014
North America		
Gross billings ⁽¹⁾	\$ 893,977	\$ 781,769
Revenue	479,882	431,062
Segment cost of revenue and operating expenses ⁽²⁾	455,216	419,677
Segment operating income ⁽²⁾	\$ 24,666	\$ 11,385
<i>Segment operating income as a percent of segment gross billings</i>	<i>2.8 %</i>	<i>1.5 %</i>
<i>Segment operating income as a percent of segment revenue</i>	<i>5.1 %</i>	<i>2.6 %</i>
EMEA		
Gross billings ⁽¹⁾	\$ 459,189	\$ 513,588
Revenue	216,220	230,893
Segment cost of revenue and operating expenses ⁽²⁾	196,568	211,970
Segment operating income ⁽²⁾	\$ 19,652	\$ 18,923
<i>Segment operating income as a percent of segment gross billings</i>	<i>4.3 %</i>	<i>3.7 %</i>
<i>Segment operating income as a percent of segment revenue</i>	<i>9.1 %</i>	<i>8.2 %</i>
Rest of World		
Gross billings ⁽¹⁾	\$ 198,835	\$ 225,349
Revenue	54,254	66,460
Segment cost of revenue and operating expenses ⁽²⁾	58,402	78,436
Segment operating loss ⁽²⁾	\$ (4,148)	\$ (11,976)
<i>Segment operating loss as a percent of segment gross billings</i>	<i>(2.1) %</i>	<i>(5.3) %</i>
<i>Segment operating loss as a percent of segment revenue</i>	<i>(7.6) %</i>	<i>(18.0) %</i>

(1) Represents the total dollar value of customer purchases of goods and services, excluding applicable taxes and net of estimated refunds.

(2) Segment cost of revenue and operating expenses and segment operating income (loss) exclude stock-based compensation and acquisition-related (benefit) expense, net.

Groupon, Inc.
Non-GAAP Reconciliation Schedules
(in thousands, except share and per share amounts)
(unaudited)

Adjusted EBITDA, non-GAAP earnings attributable to common stockholders and non-GAAP earnings per share are non-GAAP financial measures. The Company reconciles Adjusted EBITDA to the most comparable U.S. GAAP financial measure, "Net (loss) income from continuing operations" for the periods presented and the Company reconciles non-GAAP earnings per share to the most comparable U.S. GAAP financial measure, "Diluted net income (loss) per share," for the periods presented.

The following is a quarterly reconciliation of Adjusted EBITDA to the most comparable U.S. GAAP financial measure, "Net (loss) income from continuing operations."

	Q1 2014	Q2 2014	Q3 2014	Q4 2014	Q1 2015
(Loss) income from continuing operations	\$ (21,774)	\$ (10,692)	\$ (12,573)	\$ 26,566	\$ (16,739)
Adjustments:					
Stock-based compensation	22,911	29,738	32,680	29,961	35,144
Acquisition-related expense (benefit), net	1,785	597	(304)	(809)	(269)
Depreciation and amortization	27,433	27,024	30,462	30,122	32,200
Other expense, net	840	1,023	20,056	11,531	19,927
Provision (benefit) for income taxes	14,570	12,045	(6,434)	(4,457)	2,107
Total adjustments	67,539	70,427	76,460	66,348	89,109
Adjusted EBITDA	\$ 45,765	\$ 59,735	\$ 63,887	\$ 92,914	\$ 72,370

The following is a reconciliation of net income (loss) attributable to common stockholders to non-GAAP net income (loss) attributable to common stockholders and a reconciliation of diluted net income (loss) per share to non-GAAP net income (loss) per share for the three months ended March 31, 2015:

	Three Months Ended March 31, 2015
Net income (loss) attributable to common stockholders	\$ (14,273)
Stock-based compensation	35,144
Amortization of acquired intangible assets	5,934
Acquisition-related (benefit) expense, net	(269)
Intercompany foreign currency losses (gains)	17,638
Income tax effect of above adjustments	(16,559)
Income from discontinued operations, net of tax	(6,284)
Non-GAAP net income (loss) attributable to common stockholders	<u>\$ 21,331</u>
Diluted shares	676,382,937
Incremental diluted shares	<u>8,715,925</u>
Adjusted diluted shares	<u>685,098,862</u>
Diluted net income (loss) per share	\$ (0.02)
Impact of stock-based compensation, amortization of acquired intangible assets, acquisition-related (benefit) expense, net, intercompany foreign currency losses (gains), income from discontinued operations and related tax effects	0.05
Non-GAAP net income (loss) per share	<u>\$ 0.03</u>

Foreign exchange rate neutral operating results are non-GAAP financial measures. The Company reconciles foreign exchange rate neutral operating results to the most comparable U.S. GAAP financial measures, "Gross billings," "Revenue" and "Income (loss) from continuing operations," respectively, for the periods presented. The Company reconciles "foreign exchange rate neutral Gross billings growth" and "foreign exchange rate neutral Revenue growth" to year-over-year growth rates for the most comparable U.S. GAAP financial measures, "Gross billings growth" and "Revenue growth," respectively, for the periods presented.

The effect on the Company's gross billings, revenue and income (loss) from changes in exchange rates versus the U.S. Dollar for the three months ended March 31, 2015 was as follows:

	Three Months Ended March 31, 2015			Three Months Ended March 31, 2015		
	At Avg. Q1 2014 Rates ⁽¹⁾	Exchange Rate Effect ⁽²⁾	As Reported	At Avg. Q4 2014 Rates ⁽³⁾	Exchange Rate Effect ⁽²⁾	As Reported
Gross billings	\$ 1,669,739	\$ (117,738)	\$ 1,552,001	\$ 1,609,255	\$ (57,254)	\$ 1,552,001
Revenue	801,663	(51,307)	750,356	775,503	(25,147)	750,356
Income (loss) from operations	\$ 6,700	\$ (1,405)	\$ 5,295	\$ 6,460	\$ (1,165)	\$ 5,295

(1) Represents the financial statement balances that would have resulted had average exchange rates in the reporting period been the same as those in effect during the three months ended March 31, 2014.

(2) Represents the increase or decrease in reported amounts resulting from changes in exchange rates from those in effect in the comparable period.

(3) Represents the financial statement balances that would have resulted had average exchange rates in the reporting period been the same as those in effect during the three months ended December 31, 2014.

The following is a quarterly reconciliation of foreign exchange rate neutral Gross billings growth from the comparable quarterly periods of the prior year to reported Gross billings growth from the comparable quarterly periods of the prior year.

	Q1 2014	Q2 2014	Q3 2014	Q4 2014	Q1 2015
EMEA Gross billings growth, excluding FX	1 %	(4) %	10 %	8 %	7 %
FX Effect	3	4	—	(9)	(18)
EMEA Gross billings growth	4 %	— %	10 %	(1) %	(11) %
Rest of World Gross billings growth, excluding FX	9 %	8 %	1 %	— %	(1) %
FX Effect	(13)	(8)	(4)	(10)	(11)
Rest of World Gross billings growth	(4) %	— %	(3) %	(10) %	(12) %
Consolidated Gross billings growth, excluding FX	9 %	6 %	12 %	13 %	10 %
FX Effect	(1)	—	(1)	(5)	(8)
Consolidated Gross billings growth	8 %	6 %	11 %	8 %	2 %

The following is a quarterly reconciliation of foreign exchange rate neutral Revenue growth from the comparable quarterly periods of the prior year to reported Revenue growth from the comparable quarterly periods of the prior year.

	Q1 2014	Q2 2014	Q3 2014	Q4 2014	Q1 2015
EMEA Revenue growth, excluding FX	22 %	36 %	55 %	18 %	13 %
FX Effect	4	6	1	(10)	(19)
EMEA Revenue growth	26 %	42 %	56 %	8 %	(6) %
Rest of World Revenue growth, excluding FX	(2) %	(1) %	(20) %	(9) %	(8) %
FX Effect	(13)	(9)	(4)	(10)	(10)
Rest of World Revenue growth	(15) %	(10) %	(24) %	(19) %	(18) %
Consolidated Revenue growth, excluding FX	22 %	17 %	21 %	19 %	10 %
FX Effect	(1)	1	(1)	(4)	(7)
Consolidated Revenue growth	21 %	18 %	20 %	15 %	3 %

The effect on North America's gross billings by category from changes in foreign exchange rates versus the U.S. Dollar for the three months ended March 31, 2015 was as follows:

	At Avg. Q1 2014 Rates ⁽¹⁾	Exchange Rate Effect ⁽²⁾	March 31, 2015 As Reported	March 31, 2014 As Reported	Y/Y % Growth	Y/Y% Growth excluding FX
Local:						
Third party and other	\$ 513,222	\$ (664)	\$ 512,558	\$ 456,952	12.2 %	12.3 %
Goods:						
Third party	6,677	(317)	6,360	6,782	(6.2) %	(1.5) %
Direct	278,381	—	278,381	236,114	17.9	17.9
Total	285,058	(317)	284,741	242,896	17.2 %	17.4
Travel:						
Third party	96,797	(119)	96,678	81,921	18.0 %	18.2 %
Total gross billings	\$ 895,077	\$ (1,100)	\$ 893,977	\$ 781,769	14.4 %	14.5 %

The effect on EMEA's gross billings by category from changes in foreign exchange rates versus the U.S. Dollar for the three months ended March 31, 2015 was as follows:

	At Avg. Q1 2014 Rates ⁽¹⁾	Exchange Rate Effect ⁽²⁾	March 31, 2015 As Reported	March 31, 2014 As Reported	Y/Y % Growth	Y/Y% Growth excluding FX
Local:						
Third party and other	\$ 258,190	\$ (40,592)	\$ 217,598	\$ 262,141	(17.0) %	(1.5) %
Goods:						
Third party	83,200	(13,663)	69,537	93,599	(25.7) %	(11.1) %
Direct	129,559	(22,570)	106,989	89,414	19.7	44.9
Total	212,759	(36,233)	176,526	183,013	(3.5) %	16.3 %
Travel:						
Third party	80,106	(15,041)	65,065	68,434	(4.9) %	17.1 %
Total gross billings	\$ 551,055	\$ (91,866)	\$ 459,189	\$ 513,588	(10.6) %	7.3 %

The effect on Rest of World's gross billings by category from changes in foreign exchange rates versus the U.S. Dollar for the three months ended March 31, 2015 was as follows:

	At Avg. Q1 2014 Rates ⁽¹⁾	Exchange Rate Effect ⁽²⁾	March 31, 2015 As Reported	March 31, 2014 As Reported	Y/Y % Growth	Y/Y% Growth excluding FX
Local:						
Third party and other	\$ 112,736	\$ (13,001)	\$ 99,735	\$ 112,660	(11.5) %	0.1 %
Goods:						
Third party	67,910	(6,621)	61,289	74,338	(17.6) %	(8.6) %
Direct	5,594	(729)	4,865	5,185	(6.2)	7.9
Total	73,504	(7,350)	66,154	79,523	(16.8) %	(7.6) %
Travel:						
Third party	37,367	(4,421)	32,946	33,166	(0.7) %	12.7 %
Total gross billings	\$ 223,607	\$ (24,772)	\$ 198,835	\$ 225,349	(11.8) %	(0.8) %

The effect on consolidated gross billings by category from changes in foreign exchange rates versus the U.S. Dollar for the three months ended March 31, 2015 was as follows:

	At Avg. Q1 2014 Rates ⁽¹⁾	Exchange Rate Effect ⁽²⁾	March 31, 2015 As Reported	March 31, 2014 As Reported	Y/Y % Growth	Y/Y% Growth excluding FX
Local:						
Third party and other	\$ 884,148	\$ (54,257)	\$ 829,891	\$ 831,753	(0.2) %	6.3 %
Goods:						
Third party	157,787	(20,601)	137,186	174,719	(21.5) %	(9.7) %
Direct	413,534	(23,299)	390,235	330,713	18.0	25.0
Total	571,321	(43,900)	527,421	505,432	4.4 %	13.0 %
Travel:						
Third party	214,270	(19,581)	194,689	183,521	6.1 %	16.8 %
Total gross billings	\$ 1,669,739	\$ (117,738)	\$ 1,552,001	\$ 1,520,706	2.1 %	9.8 %

(1) Represents the financial statement balances that would have resulted had average exchange rates in the reporting period been the same as those in effect during the three months ended March 31, 2014.

(2) Represents the increase or decrease in reported amounts resulting from changes in exchange rates from those in effect in the comparable period.

Groupon, Inc.
Supplemental Financial Information and Business Metrics ⁽⁹⁾⁽¹⁰⁾
(financial data in thousands; active customers in millions)
(unaudited)

	Q1 2014	Q2 2014	Q3 2014	Q4 2014	Q1 2015
Segments					
North America Segment:					
Gross Billings ⁽¹⁾ :					
Local ⁽²⁾ Gross Billings	\$ 456,952	\$ 461,366	\$ 446,573	\$ 499,250	\$ 512,558
Goods Gross Billings	242,896	247,618	242,893	369,033	284,741
Travel Gross Billings	81,921	89,861	84,820	80,296	96,678
Total Gross Billings	\$ 781,769	\$ 798,845	\$ 774,286	\$ 948,579	\$ 893,977
Year-over-year growth	15 %	12 %	16 %	20 %	14 %
% Third Party and Other	70 %	70 %	69 %	62 %	69 %
% Direct	30 %	30 %	31 %	38 %	31 %
Gross Billings Trailing Twelve Months (TTM)	\$ 2,947,694	\$ 3,034,334	\$ 3,143,621	\$ 3,303,479	\$ 3,415,687
Revenue ⁽³⁾ :					
Local Revenue	\$ 177,247	\$ 164,500	\$ 161,912	\$ 170,946	\$ 180,864
Goods Revenue	237,435	241,626	238,955	362,863	279,029
Travel Revenue	16,380	17,805	17,627	17,165	19,989
Total Revenue	\$ 431,062	\$ 423,931	\$ 418,494	\$ 550,974	\$ 479,882
Year-over-year growth	27 %	12 %	16 %	24 %	11 %
% Third Party and Other	45 %	43 %	43 %	35 %	42 %
% Direct	55 %	57 %	57 %	65 %	58 %
Revenue TTM	\$ 1,612,866	\$ 1,659,615	\$ 1,717,271	\$ 1,824,461	\$ 1,873,281
Gross Profit ⁽⁴⁾ :					
Local Gross Profit	\$ 152,622	\$ 142,674	\$ 138,189	\$ 147,582	\$ 154,776
% of North America Local Gross Billings	33.4 %	30.9 %	30.9 %	29.6 %	30.2 %
Goods Gross Profit	12,604	22,961	23,953	34,404	23,923
% of North America Goods Gross Billings	5.2 %	9.3 %	9.9 %	9.3 %	8.4 %
Travel Gross Profit	14,442	14,365	14,000	14,187	15,791
% of North America Travel Gross Billings	17.6 %	16.0 %	16.5 %	17.7 %	16.3 %
Total Gross Profit	\$ 179,668	\$ 180,000	\$ 176,142	\$ 196,173	\$ 194,490
Year-over-year growth	4 %	(7) %	3 %	13 %	8 %
% Third Party and Other	94 %	88 %	87 %	83 %	88 %
% Direct	6 %	12 %	13 %	17 %	12 %
% of North America Total Gross Billings	23.0 %	22.5 %	22.7 %	20.7 %	21.8 %
EMEA Segment:					
Gross Billings:					
Local Gross Billings	\$ 262,141	\$ 227,266	\$ 218,615	\$ 242,119	\$ 217,598
Goods Gross Billings	183,013	190,957	191,006	245,712	176,526
Travel Gross Billings	68,434	65,032	79,802	72,710	65,065
Total Gross Billings	\$ 513,588	\$ 483,255	\$ 489,423	\$ 560,541	\$ 459,189
Year-over-year growth	4 %	— %	10 %	(1) %	(11) %
Year-over-year growth, excluding FX ⁽⁵⁾	1 %	(4) %	10 %	8 %	7 %
% Third Party and Other	83 %	80 %	78 %	74 %	77 %
% Direct	17 %	20 %	22 %	26 %	23 %
Gross Billings TTM	\$ 2,004,869	\$ 2,005,874	\$ 2,051,979	\$ 2,046,807	\$ 1,992,408
Revenue:					
Local Revenue	\$ 109,120	\$ 96,485	\$ 90,002	\$ 95,572	\$ 82,536
Goods Revenue	106,889	115,413	123,110	160,582	118,967
Travel Revenue	14,884	15,792	16,960	16,321	14,717
Total Revenue	\$ 230,893	\$ 227,690	\$ 230,072	\$ 272,475	\$ 216,220
Year-over-year growth	26 %	42 %	56 %	8 %	(6) %
Year-over-year growth, excluding FX	22 %	36 %	55 %	18 %	13 %
% Third Party and Other	61 %	57 %	53 %	46 %	51 %
% Direct	39 %	43 %	47 %	54 %	49 %
Revenue TTM	\$ 790,010	\$ 857,738	\$ 939,860	\$ 961,130	\$ 946,457
Gross Profit:					
Local Gross Profit	\$ 100,066	\$ 90,373	\$ 83,956	\$ 90,150	\$ 77,356
% of EMEA Local Gross Billings	38.2 %	39.8 %	38.4 %	37.2 %	35.5 %
Goods Gross Profit	27,302	35,432	32,252	38,154	25,481
% of EMEA Goods Gross Billings	14.9 %	18.6 %	16.9 %	15.5 %	14.4 %
Travel Gross Profit	13,669	14,894	15,440	15,226	12,400
% of EMEA Travel Gross Billings	20.0 %	22.9 %	19.3 %	20.9 %	19.1 %
Total Gross Profit	\$ 141,037	\$ 140,699	\$ 131,648	\$ 143,530	\$ 115,237
Year-over-year growth	(8) %	1 %	6 %	(6) %	(18) %
% Third Party and Other	92 %	85 %	85 %	82 %	87 %
% Direct	8 %	15 %	15 %	18 %	13 %
% of EMEA Total Gross Billings	27.5 %	29.1 %	26.9 %	25.6 %	25.1 %

Rest of World Segment:

Gross Billings:										
Local Gross Billings	\$	112,660	\$	112,741	\$	120,269	\$	105,420	\$	99,735
Goods Gross Billings		79,523		73,876		70,615		77,816		66,154
Travel Gross Billings		33,166		33,393		35,754		32,313		32,946
Total Gross Billings	\$	225,349	\$	220,010	\$	226,638	\$	215,549	\$	198,835
<i>Year-over-year growth</i>		(4) %		— %		(3) %		(10) %		(12) %
<i>Year-over-year growth, excluding FX</i>		9 %		8 %		1 %		— %		(1) %
<i>% Third Party and Other</i>		98 %		98 %		98 %		96 %		98 %
<i>% Direct</i>		2 %		2 %		2 %		4 %		2 %
Gross Billings TTM	\$	917,704	\$	918,363	\$	910,670	\$	887,546	\$	861,032

Revenue:										
Local Revenue	\$	38,932	\$	37,018	\$	39,034	\$	32,264	\$	30,281
Goods Revenue		20,628		21,065		19,426		21,758		17,478
Travel Revenue		6,900		6,507		7,243		5,757		6,495
Total Revenue	\$	66,460	\$	64,590	\$	65,703	\$	59,779	\$	54,254
<i>Year-over-year growth</i>		(15) %		(10) %		(24) %		(19) %		(18) %
<i>Year-over-year growth, excluding FX</i>		(2) %		(1) %		(20) %		(9) %		(8) %
<i>% Third Party and Other</i>		92 %		92 %		92 %		86 %		91 %
<i>% Direct</i>		8 %		8 %		8 %		14 %		9 %
Revenue TTM	\$	297,792	\$	290,779	\$	270,211	\$	256,532	\$	244,326

Gross Profit:										
Local Gross Profit	\$	31,798	\$	31,997	\$	34,373	\$	27,175	\$	26,161
<i>% of Rest of World Local Gross Billings</i>		28.2 %		28.4 %		28.6 %		25.8 %		26.2 %
Goods Gross Profit		7,364		8,786		7,571		7,416		6,612
<i>% of Rest of World Goods Gross Billings</i>		9.3 %		11.9 %		10.7 %		9.5 %		10.0 %
Travel Gross Profit		5,645		4,928		5,544		3,815		4,906
<i>% of Rest of World Travel Gross Billings</i>		17.0 %		14.8 %		15.5 %		11.8 %		14.9 %
Total Gross Profit	\$	44,807	\$	45,711	\$	47,488	\$	38,406	\$	37,679
<i>Year-over-year growth</i>		(15) %		(10) %		(26) %		(24) %		(16) %
<i>% Third Party and Other</i>		103 %		99 %		100 %		96 %		99 %
<i>% Direct</i>		(3) %		1 %		— %		4 %		1 %
<i>% of Rest of World Total Gross Billings</i>		19.9 %		20.8 %		21.0 %		17.8 %		18.9 %

Consolidated Results of Operations:

Gross Billings:										
Local Gross Billings	\$	831,753	\$	801,373	\$	785,457	\$	846,789	\$	829,891
Goods Gross Billings		505,432		512,451		504,514		692,561		527,421
Travel Gross Billings		183,521		188,286		200,376		185,319		194,689
Total Gross Billings	\$	1,520,706	\$	1,502,110	\$	1,490,347	\$	1,724,669	\$	1,552,001
<i>Year-over-year growth</i>		8 %		6 %		11 %		8 %		2 %
<i>Year-over-year growth, excluding FX</i>		9 %		6 %		12 %		13 %		10 %
<i>% Third Party and Other</i>		78 %		77 %		76 %		70 %		75 %
<i>% Direct</i>		22 %		23 %		24 %		30 %		25 %
Gross Billings TTM	\$	5,870,267	\$	5,958,571	\$	6,106,270	\$	6,237,832	\$	6,269,127
<i>Year-over-year growth</i>		8 %		7 %		7 %		8 %		7 %

Revenue:										
Local Revenue	\$	325,299	\$	298,003	\$	290,948	\$	298,782	\$	293,681
Goods Revenue		364,952		378,104		381,491		545,203		415,474
Travel Revenue		38,164		40,104		41,830		39,243		41,201
Total Revenue	\$	728,415	\$	716,211	\$	714,269	\$	883,228	\$	750,356
<i>Year-over-year growth</i>		21 %		18 %		20 %		15 %		3 %
<i>Year-over-year growth, excluding FX</i>		22 %		17 %		21 %		19 %		10 %
<i>% Third Party and Other</i>		55 %		52 %		51 %		42 %		48 %
<i>% Direct</i>		45 %		48 %		49 %		58 %		52 %
Revenue TTM	\$	2,700,668	\$	2,808,132	\$	2,927,342	\$	3,042,123	\$	3,064,064
<i>Year-over-year growth</i>		14 %		16 %		20 %		18 %		13 %

Gross Profit:										
Local Gross Profit	\$	284,486	\$	265,044	\$	256,518	\$	264,907	\$	258,293
<i>% of Consolidated Local Gross Billings</i>		34.2 %		33.1 %		32.7 %		31.3 %		31.1 %
Goods Gross Profit		47,270		67,179		63,776		79,974		56,016
<i>% of Consolidated Goods Gross Billings</i>		9.4 %		13.1 %		12.6 %		11.5 %		10.6 %
Travel Gross Profit		33,756		34,187		34,984		33,228		33,097
<i>% of Consolidated Travel Gross Billings</i>		18.4 %		18.2 %		17.5 %		17.0 %		17.0 %
Total Gross Profit	\$	365,512	\$	366,410	\$	355,278	\$	378,109	\$	347,406
<i>Year-over-year growth</i>		(4) %		(5) %		(1) %		— %		(5) %
<i>% Third Party and Other</i>		94 %		88 %		88 %		84 %		89 %
<i>% Direct</i>		6 %		12 %		12 %		16 %		11 %
<i>% of Total Consolidated Gross Billings</i>		24.0 %		24.4 %		23.8 %		21.9 %		22.4 %

Marketing	\$	69,185	\$	57,699	\$	55,258	\$	59,812	\$	52,533
Selling, general and administrative	\$	300,906	\$	305,740	\$	299,275	\$	285,472	\$	289,847
Adjusted EBITDA	\$	45,765	\$	59,735	\$	63,887	\$	92,914	\$	72,370
<i>% of Total Consolidated Gross Billings</i>		3.0 %		4.0 %		4.3 %		5.4 %		4.7 %
<i>% of Total Consolidated Revenue</i>		6.3 %		8.3 %		8.9 %		10.5 %		9.6 %

Free cash flow is a non-GAAP financial measure. The following is a reconciliation of free cash flow to the most comparable U.S. GAAP financial measure, "Net cash provided by (used in) operating activities from continuing operations."

	Q1 2014	Q2 2014	Q3 2014	Q4 2014	Q1 2015
Net cash (used in) provided by operating activities from continuing operations	\$ (14,574)	\$ (28,525)	\$ 22,324	\$ 273,272	\$ 40,711
Purchases of property and equipment and capitalized software from continuing operations	(16,093)	(28,712)	(18,638)	(20,117)	(18,294)
Free cash flow	\$ (30,667)	\$ (57,237)	\$ 3,686	\$ 253,155	\$ 22,417
Net cash provided by operating activities from continuing operations (TTM)	\$ 195,098	\$ 123,271	\$ 157,500	\$ 252,497	\$ 307,782
Purchases of property and equipment and capitalized software from continuing operations (TTM)	(65,130)	(79,800)	(83,374)	(83,560)	(85,761)
Free cash flow (TTM)	\$ 129,968	\$ 43,471	\$ 74,126	\$ 168,937	\$ 222,021
Net cash used in investing activities from continuing operations	\$ (62,994)	\$ (32,157)	\$ (19,046)	\$ (35,175)	\$ (19,443)
Net cash used in financing activities	\$ (41,492)	\$ (114,753)	\$ (16,823)	\$ (21,088)	\$ (32,942)
Net cash used in investing activities from continuing operations	\$ (128,630)	\$ (144,925)	\$ (137,527)	\$ (149,372)	\$ (105,821)
Net cash used in financing activities (TTM)	\$ (113,847)	\$ (220,659)	\$ (228,512)	\$ (194,156)	\$ (185,606)
Other Metrics:					
Active Customers ⁽⁶⁾					
North America	21.8	22.6	23.5	24.1	24.6
EMEA	14.5	14.5	14.9	15.2	15.3
Rest of World	8.7	8.8	8.2	8.1	8.2
Total Active Customers	45.0	45.9	46.6	47.4	48.1
TTM Gross Billings / Average Active Customer ⁽⁷⁾					
North America	\$ 147	\$ 145	\$ 145	\$ 147	\$ 147
EMEA	141	141	142	139	134
Rest of World	104	104	108	105	101
Consolidated	136	136	137	137	135

Global headcount as of March 31, 2015 and 2014 was as follows:

	Q1 2014	Q1 2015
Sales ⁽⁸⁾	4,715	4,429
% North America	30 %	30 %
% EMEA	41 %	42 %
% Rest of World	29 %	28 %
Other	6,503	6,386
Total Headcount	11,218	10,815

- Represents the total dollar value of customer purchases of goods and services, excluding applicable taxes and net of estimated refunds.
- Local represents deals from local merchants, deals with national merchants, and deals through local events. Other revenue transactions include advertising, payment processing, point of sale and commission revenue.
- Includes third party revenue, direct revenue and other revenue. Third party revenue is related to sales for which the Company acts as a marketing agent for the merchant. This revenue is recorded on a net basis. Direct revenue is primarily related to the sale of products for which the Company is the merchant of record. These revenues are accounted for on a gross basis, with the cost of inventory included in cost of revenue. Other revenue primarily consists of advertising revenue, payment processing revenue, point of sale revenue and commission revenue.
- Represents third party revenue, direct revenue and other revenue reduced by cost of revenue. Cost of revenue is comprised of direct and certain indirect costs incurred to generate revenue. Third party cost of revenue includes estimated refunds for which the merchant's share is not recoverable. Direct cost of revenue includes the cost of inventory, shipping and fulfillment costs and inventory markdowns. Other costs incurred to generate revenue are allocated to cost of third party and other revenue and direct revenue for each of our categories (Local, Goods, and Travel) in proportion to gross billings during the period.
- Represents the change in financial measures that would have resulted had average exchange rates in the reporting periods been the same as those in effect in the prior year period.
- Reflects the total number of unique user accounts who have purchased a voucher or product from us during the trailing twelve months.
- Reflects the total gross billings generated in the trailing twelve months per average active customer over that period.
- Includes merchant sales representatives, as well as sales support from continuing operations.
- Financial information and other metrics have been retrospectively adjusted to exclude Ticket Monster, which has been classified as discontinued operations.
- The definition, methodology and appropriateness of each of our supplemental metrics is reviewed periodically. As a result, metrics are subject to removal and/or change.