



Stock Ownership Guidelines for Directors and Executives

Approved as Amended on October 30, 2014

Directors

The Web.com Group, Inc. (the “Company”) Stock Ownership Guidelines require each non-employee member of the Board (“Covered Director”) to achieve ownership of a number of Qualifying Shares (as that term is set forth below) with a market value equal to a multiple of the Covered Director’s annual retainer amount (in effect upon the later of January 1, 2014 or the date he or she first becomes a Covered Director). The market value (which is defined herein as being the closing price of the stock on the Achievement Date (as defined below)) of the Qualifying Shares each Director is required to own or hold (the “Required Market Value”) is as follows:

- Director: A multiple of five (5) times the Covered Director’s annual retainer amount.

Once established, the Required Market Value will not change as a result of a change in the annual retainer compensation, any fluctuations in the market price of the Company’s common stock or in the event of a stock split, reverse stock split, stock dividend or similar change in the Company’s capital structure.

A Covered Director is required to achieve ownership of a number of Qualifying Shares meeting the Required Market Value within the later of three (3) years after the adoption of these Stock Ownership Guidelines or three (3) years after first being designated as a Covered Director. A Covered Director may not sell Company granted Qualifying shares until after the Achievement Date (as defined below). Net exercise transactions or surrendering Qualifying Shares to pay taxes shall not be a violation of these guidelines.

Ownership of Required Share Level

On the trading day the Covered Director achieves ownership of Qualifying Shares meeting his or her Required Market Value (the Covered Director’s “Achievement Date”), the Covered Director’s Required Market Value will be converted into a number of shares based on the closing market price of a share of common stock on the Achievement Date. The resulting number of shares is referred to as the Covered Director’s “Required Share Level.” Once a Covered Director’s Required Share Level is determined, the Director must maintain ownership of a number of Qualifying Shares meeting the Required Share Level for so long as he or she remains a Covered Director. The Covered Director’s Required Share Level will not increase after determination of the Required Share Level.

In the event of a stock split, reverse stock split, stock dividend or other similar change in the Company's outstanding capital stock, the Nominating and Corporate Governance Committee will evaluate whether to adjust the Required Share Level for any Covered Director whose Required Share Level has been established as of the date of the change in capital structure. Otherwise, once established, a Covered Director's Required Share Level will not change as a result of fluctuations in the market price of the Company's common stock.

Covered Executives

Each Covered Executive must achieve ownership of a number of Qualifying Shares with a market value equal to a multiple of the Covered Executive's base salary (in effect upon the later of January 1, 2014 or the date he or she first becomes a Covered Executive). The market value of the Qualifying Shares each Covered Executive is required to own or hold (the "Required Market Value") is as follows:

- Chief Executive Officer: A multiple of five (5) times the executive's base salary.
- Chief Financial Officer: A multiple of four (4) times the executive's base salary.
- Chief Operating Officer: A multiple of four (4) times the executive's base salary.
- Other Executives: A multiple of three (3) times the executive's base salary.

A Covered Executive's Required Market Value will be re-evaluated and re-calculated as a result of a change in title. Otherwise, once established, the Required Market Value will not change as a result of a change in base salary, any fluctuations in the market price of the Company's common stock or in the event of a stock split, reverse stock split, stock dividend or similar change in the Company's capital structure.

Covered Executives are required to achieve ownership of a number of Qualifying Shares meeting the Required Market Value within the later of three (3) years after the adoption of these Stock Ownership Guidelines or three (3) years after first being designated as a Covered Executive. If a Covered Executive's Required Market Value increases because of a change in title, a three (3) year period to achieve share ownership meeting any incremental increase in the applicable Required Market Value begins with the date of the title change. A Covered Executive may not sell Company granted Qualifying shares until after the Achievement Date. Net exercise transactions or surrendering Qualifying Shares to pay taxes shall not be a violation of these guidelines.

Ownership of Required Share Level

On the trading day the Covered Executive achieves ownership of Qualifying Shares meeting his or her Required Market Value (the Covered Executive's "Achievement Date"), the Covered Executive's Required Market Value will be converted into a number of shares based on the closing market price of a share of common stock on the Achievement Date. The resulting number of shares is referred to as the Covered Executive's "Required Share Level." Once a Covered Executive's Required Share Level is determined, the Covered Executive must maintain ownership of a number of Qualifying Shares meeting the Required Share Level for so long as he or she remains a Covered Executive. The Covered Executive's Required Share Level will not

increase except in connection with a change in the Covered Executive's Required Market Value as a result of a change in title after determination of the Required Share Level.

In the event of a stock split, reverse stock split, stock dividend or other similar change in the Company's outstanding capital stock, the Governance Committee will evaluate whether to adjust the Required Share Level for any Covered Executive whose Required Share Level has been established as of the date of the change in capital structure. Otherwise, once established, a Covered Executive's Required Share Level will not change as a result of fluctuations in the market price of the Company's common stock.

Qualifying Shares

The following may be used in determining stock ownership for purposes of these guidelines ("Qualifying Shares"):

- Shares owned separately by the Covered Director or Covered Executive, or owned either jointly with, or separately, by his immediate family members residing in the same household;
- Shares held in trust for the benefit of the Covered Director or Covered Executive or his immediate family members;
- Shares purchased in the open market;
- Shares held through the Company's 401(k) Plan;
- 50% of vested stock options;
- 75% of restricted stock awards; and
- 75% of restricted stock units

Exceptions

There may be instances where these Stock Ownership Guidelines would place a severe hardship on a Covered Executive or Covered Director. In such instances, the Nominating and Corporate Governance Committee will make the final decision as to developing an alternative stock ownership guideline for the Covered Executive or Covered Director that reflects both the intention of these Stock Ownership Guidelines and the personal circumstances of the Covered Executive or Covered Director.

Change of Control

These guidelines shall terminate upon a Change of Control. A “***Change of Control***” shall mean any of the following: (A) a sale, lease or other disposition in one transaction or a series of transactions, of all or substantially all of the assets of the Company, (B) a merger or consolidation in which the Company is not the surviving entity or if the Company is the surviving entity, as a result of which the shares of the Company’s capital stock are converted into or exchanged for cash, securities of another entity, or other property, unless (in any case) the holders of the Company’s outstanding shares of capital stock immediately before such transaction own more than fifty percent (50%) of the combined voting power of the outstanding securities of the surviving entity immediately after the transaction, (C) the Company’s stockholders approve a plan or proposal to liquidate or dissolve the Company or (D) a person or group hereafter acquires beneficial ownership of more than fifty percent (50%) of the outstanding voting securities of the Company (all within the meaning of Section 13(d) of the Securities Exchange Act of 1934, as amended, and the regulations promulgated thereunder).