UNITED ONLINE

Canaccord Genuity Growth Conference

August 12, 2015

Forward-Looking Statements and Risk Factors

This presentation contains forward looking statements within the meaning of the “safe harbor” provisions of the Private Securities Litigation Reform Act of 1995, as amended, based on our current expectations, estimates and projections about our operations, industry, financial condition, performance, results of operations, and liquidity. Statements containing words such as “may,” “believe,” “anticipate,” “expect,” “intend,” “plan,” “project,” “projections,” “business outlook,” “estimate,” or similar expressions constitute forward looking statements. These forward looking statements include, but are not limited to, statements regarding: future financial performance and results; revenues; operating expenses; operating income (loss); capital expenditures; depreciation and amortization; stock based compensation; restructuring and dispute settlement costs; and strategic initiatives including acquisitions and divestitures. Potential factors that could cause actual results to differ materially from those in the forward looking statements include, among others: the effect of competition; our inability to maintain or increase our advertising revenues; risks associated with litigation and governmental regulations or investigations, including reviews of business practices such as marketing, billing, renewal, and post transaction sales practices; risks associated with the integration or commercialization of new businesses, products, services, applications or features, or the success of new business models; our inability to maintain or increase the number of free and pay accounts, visitors to our websites, and members; problems associated with our operations, systems or technologies, including security breaches or inappropriate access to our network systems; our inability to retain key customers, vendors and personnel; changes in tax laws, our business or other factors that would impact anticipated tax benefits; as well as the risk factors disclosed in our filings with the Securities and Exchange Commission (www.sec.gov), including, without limitation, information under the captions “Management’s Discussion and Analysis of Financial Condition and Results of Operations” and “Risk Factors.” Readers are cautioned not to place undue reliance on these forward looking statements, which reflect management’s analysis only as of the date hereof. Any such forward looking statements are not guarantees of future performance or results and involve risks and uncertainties that may cause actual performance and results to differ materially from those predicted. Reported results should not be considered an indication of future performance. We undertake no obligation to update these forward looking statements to reflect the impact of events or circumstances arising after the date hereof, unless required by law.

Investment Highlights

- E-commerce / Loyalty and Value-Based Communications strategies provide path to growth

- Robust portfolio of product and technology assets

- Large and engaged user base

- Solid cash flow and healthy balance sheet

An Emerging Turnaround Story

Communicated a strategy and plan to restore sustainable long-term growth

1 Met or Exceeded Financial Targets

- Revenue & adjusted OIBDA within or exceeded expectations for past 7 quarters since Francis Lobo became CEO
- Focus on long-term sustainable growth in both revenue & profitability
- Positive free cash flow

2 Improved User Growth & Engagement

- Feature enhancements & new mobile experiences
- Increased email clicks & click-through rates
- Improved mobile subscription conversions

3 Upgraded & Improved Current Products

- Focus on mobile & improvement of user experience
- Expanded Sprint service to nationwide 4G LTE network
- Upgraded launched website, apps & new browser extension for MyPoints
- New mobile / tablet features & apps for Social Media segment

4 Developed & Launched New Products

- Released two new mobile apps in Commerce & Loyalty
- Soft launch of value-priced wireless phone service
- Launched Vobe app to simplify mobile decision-making

Solid Financial Position

(in millions; TTM as of 6/30/15)

Revenues

$207

Adjusted OIBDA[(1)]

$37

Free Cash Flow[(2)]

$16

Members

100+

Cash & Cash Equivalents

$75

Debt

$0

(1) Footnote (1) in the Appendix defines Adjusted Operating Income (Loss) Before Depreciation and Amortization. A reconciliation to its most comparable GAAP measure, Operating Income (Loss), is provided in the accompanying reconciliation tables.
(2) Footnote (2) in the Appendix defines Free Cash Flow. A reconciliation to its most comparable GAAP measure, Net Cash Provided by Operating Activities, is provided in the accompanying reconciliation tables.

Sale of Non-Strategic Asset, Classmates, Inc.

classmates™

- Completed sale of non-strategic asset, Classmates, Inc., to Intelius Holdings for $30 million cash on August 11, 2015

- Greater capital available to:

  ✓ Fuel more aggressive growth in existing businesses

  ✓ Invest in new products

  ✓ Pursue M&A opportunities in key growth areas (e-commerce / loyalty & value-based communications)

Diversified Portfolio of Product & Technology Assets

	Communications	Commerce & Loyalty	Social Media
Key Brands	NETZERO JUNO	MyPoints Swappable list+	StayFriends vobe

Segment Description	• Affordable 3G & 4G mobile broadband Internet access
	• Value-priced dial-up/DSL Internet access, email, Internet security, webhosting
	• Soft-launched value-priced wireless phone service
		• Shopping through online portals, apps and browser extensions
		  • *MyPoints – loyalty rewards e-commerce business*
		  • *Swappable – gift card app*
		  • *List+ – shopping app*
			• Social networking services & products
			• Launched Vobe – app to simplify mobile decision-making

Key Metrics (1)	**Pay Accounts:** 0.5 M **Churn:** 3.0% **ARPU:** $11.54 **Active Users:** 1.0 M	**Gross Merchandise Sales:** $54.4 M	**Pay Accounts:** 2.4 M **Churn:** 3.0% **ARPU:** $2.32 **Active Users:** 8.8 M

(1) For the second quarter ended 6/30/15. Note, the key metrics for the Social Media segment include Classmates, Inc. which was sold to Intelius Holdings, Inc. on August 11, 2015.

Multifaceted Monetization Strategy

United Online generates revenue through services, products and advertising in three segments

Communications

Subscriptions

- Monthly Internet access & voice services

Products

- Mobile broadband devices & phones online & in select retail locations

Advertising

- On Netzero & Juno websites

Commerce & Loyalty

Advertising

- Revenue share with merchant partners through:
    - Completion of online transactions
    - Physical gift card sales
    - Electronic gift codes
- Email interactions with members

Social Media

Subscriptions

- Access to social networking services online

Products

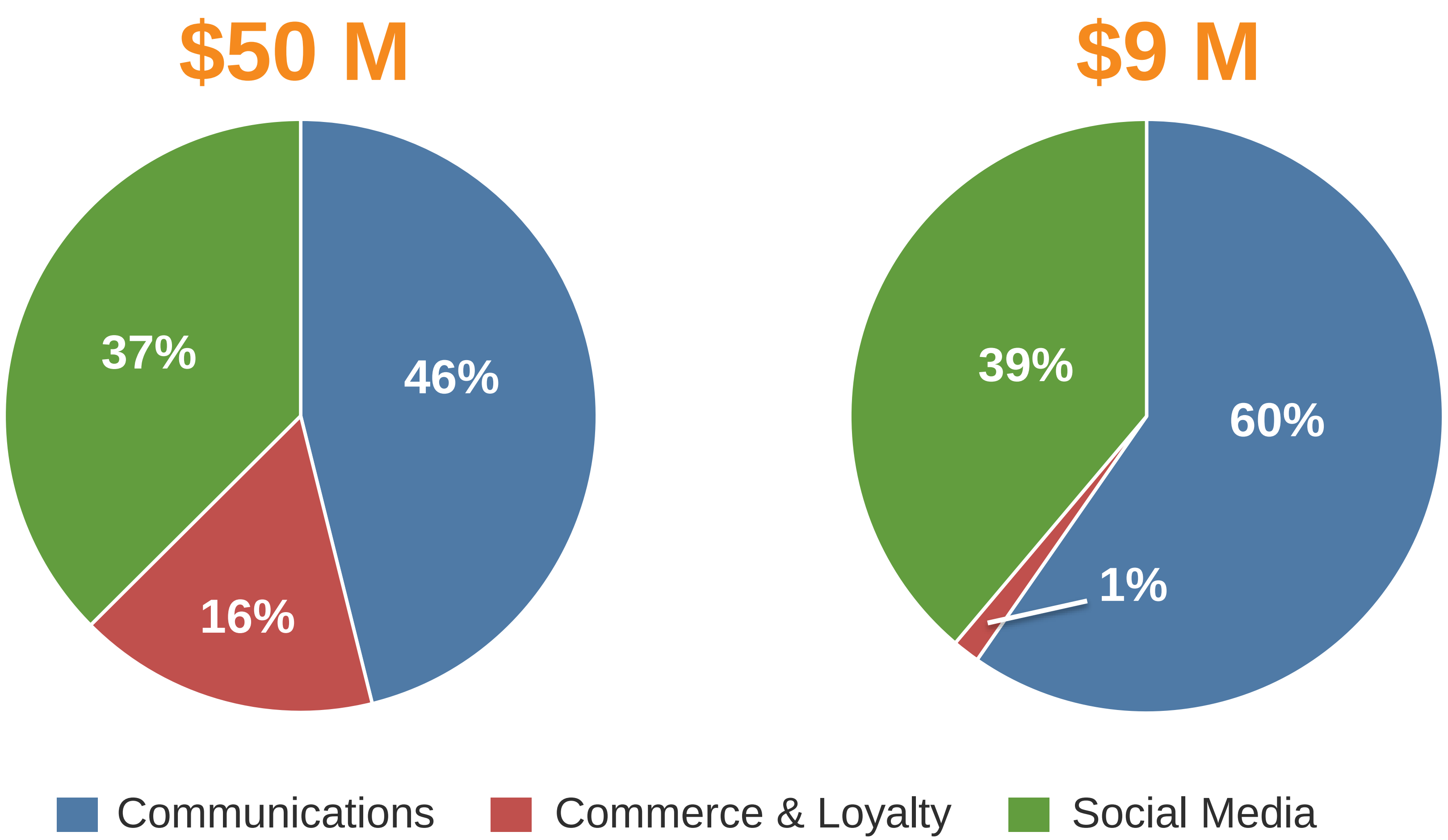
- Yearbooks and yearbook reprints online

Advertising

- On StayFriends' website

Q2 2015 Financial Results by Segment

Consolidated Revenues | **Adjusted OIBDA[(1)]**



Note: Results for the Social Media segment include Classmates, Inc. which was sold to Intelius Holdings, Inc. on August 11, 2015.

(1) Footnote (1) in the Appendix defines Segment Adjusted OIBDA. A reconciliation to its most comparable GAAP measure, Segment Income (Loss)from Operations, is provided in the accompanying reconciliation tables.

New Product Launches

Commerce & Loyalty		Communications
Swappable	list+ BETA	NETZERO
• App enabling mobile gift card purchases for self or as a gift • Incorporate personalized message, pictures & video • Recipient can "swap" or redeem gift card • Starting to market to MyPoints' member base of 9 million & broader e-commerce community • 70k downloads	• iOS app, desktop site & browser extension • Create & share shopping lists • Price comparison & product discovery features • 200+ participating retailers • Closed Beta[1]: 11k+ registered users • Pivot in progress	• Soft-launch of value-priced wireless phone service • Includes voice, text & data • Actively testing phone offerings, price points & target markets • Expect to launch in late Q4 2015 with new USP and branding

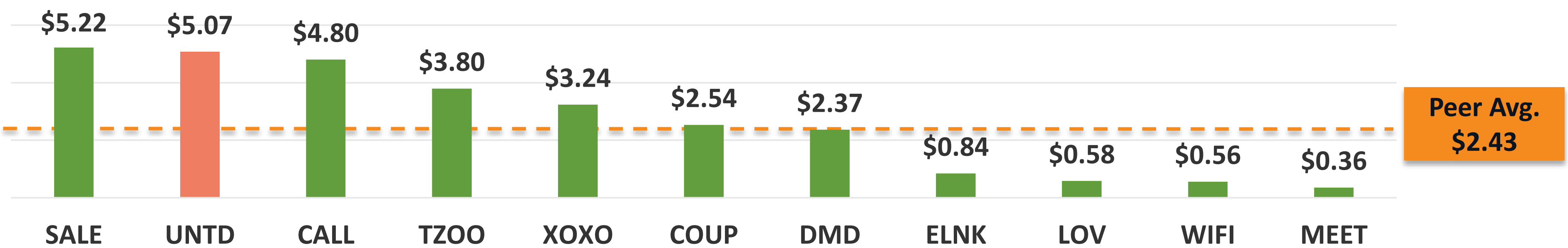
(1) Closed beta test phase launched in February 2015.

Long-Term Growth Opportunities

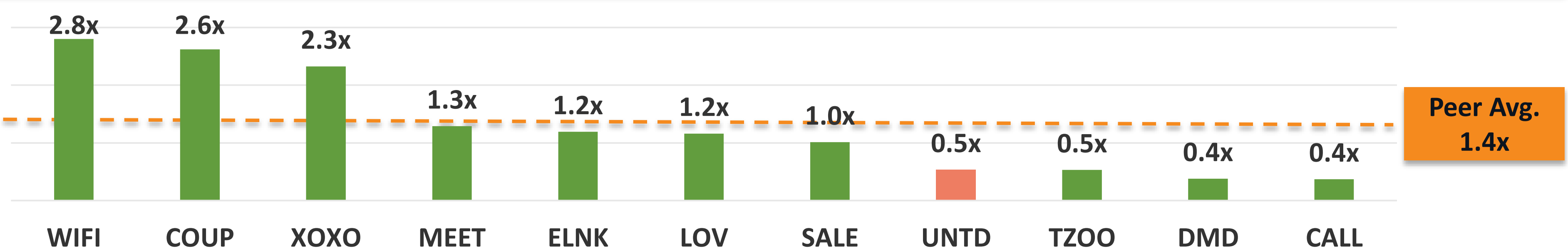
	Favorable Tailwinds	UNTD Strategy
e-Commerce and Loyalty	• $1 in $20 dollars spent online • e-commerce driving retail growth • 25% of e-commerce traffic originates from mobile devices • Global e-commerce sales expected to reach $1.7 trillion this year, a 17% YOY increase	• Re-inventing MyPoints • "Seamlessly Save Everywhere Everyday" • Q4 2015 & Q1 2016 roll-out for new products • Evaluating complementary M&A opportunities
Value-based Communications	• Smartphone penetration of nearly 75% • Low-to-moderate income Americans have the fewest smartphones and greatest upgrade opportunity • Connected home revolution • Increasing need for easy, high-quality and affordable access	• Growing the mobile broadband service • Launching new value-priced wireless phone service • Leverage third-party relationships • Utilize operations expertise • Leverage strong marketing and CRM capabilities

Significant Opportunity for Multiple Expansion

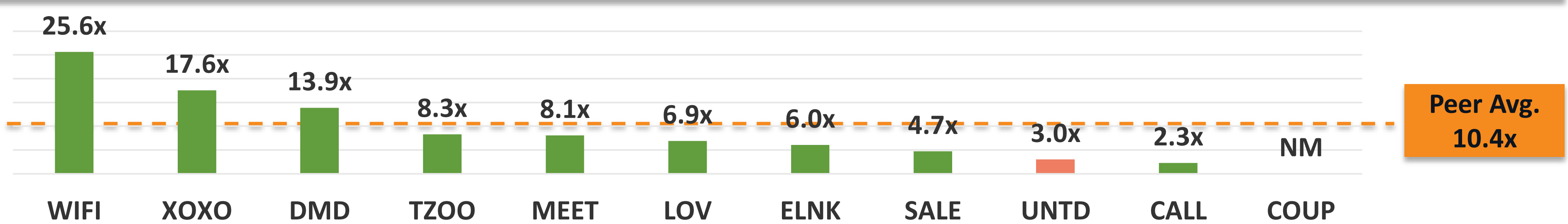
Cash / Diluted Share (1)



EV / TTM Revenue (1)



EV / TTM Adjusted EBITDA (1)(2)



Note: Based on equity market data as of August 7, 2015.

(1) As of the period ended June 30, 2015.

(2) Per S&P CapitalIQ, calculated as total revenues less cost of revenues, less SG&A expenses, less R&D expenses and plus D&A expenses. For UNTD, figure represents Adjusted OIBDA. A reconciliation to its most comparable GAAP measure, Operating Income (Loss), is provided in the accompanying reconciliation tables.

Key Takeaways

Valuable Assets	Financial Strength	Momentum
• Products and technology • Large and engaged user base • Strategic partners	• $75 million in cash • No debt • Solid cash flow	• Launching new products that resonate with our users • Focused on long-term sustainable growth in both revenue & profitability • Classmates sale provides additional capital for strategic growth initiatives

APPENDIX

- Definitions and accounting terms
- Reconciliation of non-GAAP items

Use of Non-GAAP Measures

In evaluating the company’s performance, management uses adjusted OIBDA, calculated both on a consolidated and segment basis, and free cash flow measures that are not determined in accordance with accounting principles generally accepted in the United States of America (“GAAP”). These measures are adjusted to exclude certain non cash expenses such as depreciation, amortization, stock based compensation, and impairment of goodwill, intangible assets and long lived assets. In addition, these measures are adjusted to exclude the items discussed below because such items are either operating expenses that would not otherwise have been incurred by the company in the normal course of the company’s business operations or are not reflective of the company’s core results over time. These items may include recurring as well as non recurring items. These adjustments should not be construed as an inference that all of these adjustments or costs are unusual, infrequent or non recurring. For example, certain restructuring and other exit costs may be considered recurring given the company’s ongoing efforts to be more cost effective and efficient, certain litigation or dispute settlement charges or gains may be viewed as recurring given that the company is continually involved in, and resolving, litigation, arbitration, investigations, disputes and similar matters, and certain transaction related costs may be deemed recurring given the company's regular evaluation of potential transactions. Notwithstanding that certain charges, costs or gains may be considered recurring, in order to provide meaningful comparisons, the company believes that it is appropriate to adjust for such charges, costs or gains because they are not reflective of the company’s core results and tend to vary based on timing, frequency and magnitude.

Restructuring and Other Exit Costs—Restructuring and other exit costs consist primarily of employee termination costs, facility closure and relocation costs, and contract termination costs.

Litigation or Dispute Settlement Charges or Gains—These charges or gains include estimated losses for which we have established a reserve, as well as actual settlements, judgments, fines, penalties, assessments or other resolutions against, or in favor of, the company related to litigation, arbitration, investigations, disputes or similar matters. Insurance recoveries received by the company related to such matters are also included in these adjustments.

Transaction Related Costs—The company excludes certain expense items resulting from actual or potential transactions such as business combinations, mergers, acquisitions, dispositions, spin offs, financing transactions, and other strategic transactions, including, without limitation, (i) compensation expenses and (ii) expenses for advisors and representatives such as investment bankers, consultants, attorneys, and accounting firms. Transaction related costs may also include, without limitation, transition and integration costs such as retention bonuses and acquisition related milestone payments to acquired employees.

Use of Non-GAAP Measures (continued)

(1) Adjusted operating income (loss) before depreciation and amortization (“adjusted OIBDA”) is defined by the company as operating income (loss) before depreciation; amortization; stock based compensation; restructuring and other exit costs; litigation or dispute settlement charges or gains; transaction related costs; and impairment of goodwill, intangible assets and long lived assets. The company’s definition of adjusted OIBDA has been and may continue to be modified from time to time to take into account non cash or unusual, infrequent or non recurring charges. Management believes that because adjusted OIBDA excludes (i) certain non cash expenses (such as depreciation, amortization, stock based compensation, and impairment of goodwill, intangible assets and long lived assets) and (ii) expenses that are not reflective of the company’s core operating results over time (such as restructuring and other exit costs, litigation or dispute settlement charges or gains, and transaction related costs), this measure provides investors with additional useful information to measure the company’s financial performance, particularly with respect to changes in performance from period to period. Management uses adjusted OIBDA to measure the company’s performance. The company’s board of directors has used this measure as a basis in determining certain compensation incentives for certain members of the company’s management. Adjusted OIBDA is not determined in accordance with GAAP and should be considered in addition to, not as a substitute for or superior to, financial measures determined in accordance with GAAP. A limitation associated with the use of adjusted OIBDA is that it does not reflect the periodic costs of certain tangible and intangible assets used in generating revenues in the company’s business. Management evaluates the costs of such tangible and intangible assets through other financial activities such as evaluations of capital expenditures and purchase accounting. An additional limitation associated with this measure is that it does not include stock based compensation expenses related to the company’s workforce. Management compensates for this limitation by providing a summary of stock based compensation expenses within the accompanying tables and in the footnotes accompanying its financial statements. A further limitation associated with the use of this measure is that it does not reflect the costs of restructuring and other exit costs, litigation or dispute settlement charges or gains, transaction related costs, and the impairment of goodwill, intangible assets and long lived assets. Management compensates for this limitation by providing supplemental information about such charges, gains and costs within its financial press releases and SEC filings, when applicable. An additional limitation associated with the use of this measure is that the term “adjusted OIBDA” does not have a standardized meaning. Therefore, other companies may use the same or a similarly named measure but exclude different items or use different computations, which may not provide investors a comparable view of the company’s performance in relation to other companies. Management compensates for this limitation by presenting the most comparable GAAP measure, operating income (loss), directly ahead of adjusted OIBDA within its financial press releases and by providing a reconciliation that shows and describes the adjustments made. A reconciliation to operating income (loss) is provided in the accompanying tables. In addition, many of the adjustments to the company’s GAAP financial measures reflect the exclusion of items that are recurring in nature and will be reflected in the company’s financial results for the foreseeable future.

Adjusted OIBDA for each of the company’s segments is defined by the company as segment income (loss) from operations before stock based compensation, restructuring and other exit costs, litigation or dispute settlement charges or gains, transaction related costs and the impairment of goodwill, intangible assets and long lived assets. The company’s definition of adjusted OIBDA for each of the company’s segments has been and may continue to be modified from time to time to take into account non cash or unusual, infrequent or non recurring charges. Management believes that because segment adjusted OIBDA and segment adjusted OIBDA as a percentage of segment revenues exclude (i) certain non cash expenses (such as stock based compensation, and the impairment of goodwill, intangible assets and long lived assets); and (ii) expenses that are not reflective of the segment’s core operating results over time (such as restructuring and other exit costs, litigation or dispute settlement charges or gains, and transaction related costs), these measures provide investors with additional useful information to evaluate the company’s segment financial performance, particularly with respect to changes in performance from period to period. Segment adjusted OIBDA and segment adjusted OIBDA as a percentage of segment revenues are not determined in accordance with GAAP and should be considered in addition to, not as a substitute for or superior to, financial measures determined in accordance with GAAP. A limitation associated with these measures is that they do not include stock based compensation expenses related to the company’s workforce. Management compensates for this limitation by providing a summary of stock based compensation expenses within the accompanying tables and in the footnotes accompanying its financial statements. A further limitation associated with the use of these measures is that they do not reflect the costs of restructuring and other exit costs, litigation or dispute settlement charges or gains, transaction related costs and impairment charges related to an operating segment. Management compensates for this limitation by providing supplemental information about such charges, gains and costs by segment within its financial press releases and SEC filings, when applicable. A reconciliation to segment income (loss) from operations, its most comparable GAAP measure, is provided in the accompanying tables.

Use of Non-GAAP Measures (continued)

(2) Free cash flow is defined by the company as net cash provided by operating activities, less capital expenditures and cash paid for or received from litigation or dispute settlement gains, and plus the excess tax benefits from equity awards, cash paid for restructuring and other exit costs, and cash paid for transaction related costs. Management believes that free cash flow provides investors with additional useful information to measure operating liquidity because it reflects the company's operating cash flows after investing in capital assets and prior to cash paid for restructuring and other exit costs, cash paid for or received from litigation or dispute settlement charges or gains, and cash paid for transaction related costs. It also fully reflects the tax benefits realized by the company from stock based compensation. This measure is used by management, and may also be useful for investors, to assess the company's ability to pay dividends, repay debt obligations, generate cash flow for a variety of strategic opportunities, including reinvestment in the business, and effect potential acquisitions and share repurchases. Free cash flow is not determined in accordance with GAAP and should be considered in addition to, not as a substitute for or superior to, measures determined in accordance with GAAP. A limitation of free cash flow is that it does not represent the total increase or decrease in cash during the period. An additional limitation associated with the use of this measure is that the term "free cash flow" does not have a standardized meaning. Therefore, other companies may use the same or a similarly named measure but exclude different items or use different computations, which may not provide investors a comparable view of the company's performance in relation to other companies. Management compensates for this limitation by presenting the most comparable GAAP measure, net cash provided by operating activities, directly ahead of free cash flow within its financial press releases and by providing a reconciliation that shows and describes the adjustments made. A reconciliation to net cash provided by operating activities is provided in the accompanying tables.

(3) A pay account is defined as a member who has paid for a subscription to a Communications or Social Media service, and whose subscription has not terminated or expired. A subscription provides the member with access to our service for a specific term (for example, a month or a year) and may be renewed upon the expiration of each term. One time purchases of our services, with the exception of our free and prepaid mobile broadband service, are not considered subscriptions and thus, are not included in the pay accounts metric. A pay account does not equate to a unique subscriber because one subscriber could have several pay accounts. In addition, at any point in time, our pay account base includes customers who previously purchased prepaid mobile broadband service and have been inactive for 90 days or less, as well as a number of accounts receiving a free period of service as either a promotion or retention tool, such as the subscribers receiving our free mobile broadband service, and a number of accounts that have notified us that they are terminating their service but whose service remains in effect.

Communications segment active accounts include all Communications segment pay accounts as of the date presented combined with the number of free dial up Internet access and email accounts that logged on to our services at least once during the preceding 31 days. Social Media segment active accounts are defined as the sum of all pay accounts as of the date presented; the monthly average for the period of all free accounts who have visited our domestic or international social networking websites (excluding schoolFeed, the Names Database and Yearbook app) at least once during the period; and the monthly average for the period of all loyalty marketing members who have earned or redeemed points during such period.

(4) ARPU is calculated by dividing services revenues generated from the pay accounts of our Communications or Social Media segment, as applicable, for a period (after translation into U.S. Dollars) by the average number of segment pay accounts for that period, divided by the number of months in that period.

Use of Non-GAAP Measures (continued)

(5) Our average monthly churn rate for a period is calculated as the total number of pay accounts that terminated or expired in a period divided by the average number of pay accounts for that period, divided by the number of months in that period. Our average monthly churn percentage may fluctuate from period to period due to our mix of subscription terms, which affects the timing of subscription expirations, and other factors. We make certain normalizing adjustments to the calculation of our churn percentage for periods in which we add a significant number of pay accounts due to acquisitions. For our Communications segment pay accounts, we do not include in our churn calculation accounts canceled during the first 30 days of service, other than dial up accounts that have upgraded from free accounts, and we do not include customers who previously purchased prepaid mobile broadband service and have been inactive for 90 days or more. A number of such accounts nevertheless will be included in our account totals at any given measurement date. Subscribers who cancel one pay service but subscribe to another pay service are not necessarily considered to have canceled a pay account depending on the services and, as such, our segment churn rates are not necessarily indicative of the percentage of subscribers canceling any particular service.

(6) Gross merchandise sales is the total dollar value of Commerce & Loyalty member purchases during the reporting period, excluding applicable taxes and net of refunds, directly on the MyPoints site, on third-party sites accessed through the MyPoints portal, or on other Commerce & Loyalty properties. We include the purchases and refunds that are reported by our partners on or before the 15th calendar day following the end of the reporting period, to allow our partners to report purchases completed within the reporting period.

Non-GAAP Reconciliation Tables: Adjusted OIBDA[1]

UNITED ONLINE, INC.

Unaudited Reconciliation of Operating Income (Loss) to Adjusted OIBDA

(in thousands)

	Quarter Ended June 30,		Six Months Ended June 30,	
	2015	**2014**	**2015**	**2014**
Operating income (loss)	$ 3,197	$ (399)	$ 2,890	$ (8,988)
Depreciation	2,820	3,426	5,794	6,814
Amortization of intangible assets	842	1,667	1,634	3,324
Operating income before depreciation and amortization	6,859	4,694	10,318	1,150
Stock-based compensation	1,615	2,031	3,520	4,902
Restructuring and other exit costs	822	331	967	2,587
Litigation or dispute settlement charges	21	3,099	161	4,734
Transaction-related costs	21	-	254	-
Adjusted OIBDA[1]	$ 9,338	$ 10,155	$ 15,220	$ 13,373

Non-GAAP Reconciliation Tables: Free Cash Flow(2)

UNITED ONLINE, INC.

Unaudited Reconciliation of Net Cash Provided By (Used For) Operating Activities to Free Cash Flow

(in thousands)

	Quarter Ended June 30,		Six Months Ended June 30,	
	2015	2014	2015	2014
Net cash provided by (used for) operating activities	$ (2,645)	$ 5,865	$ 1,676	$ 9,193
Adjustments:				
Capital expenditures	(3,452)	(2,895)	(5,293)	(5,142)
Excess tax benefits from equity awards	-	-	-	56
Cash paid for restructuring and other exit costs	576	1,378	845	2,269
Cash paid for litigation or dispute settlement charges(a)	6,406	596	7,267	976
Cash paid for transaction-related costs	72	-	267	575
Free cash flow(2)	$ 957	$ 4,944	$ 4,762	$ 7,927

(a) Cash paid for litigation or dispute settlement charges for the quarter and six months ended June 30, 2015 included a $6.4 million payment to the Internal Revenue Service for prior years related to the MyPoints member redemption liability tax treatment.