HP TO ACQUIRE AUTONOMY

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Deal terms summary

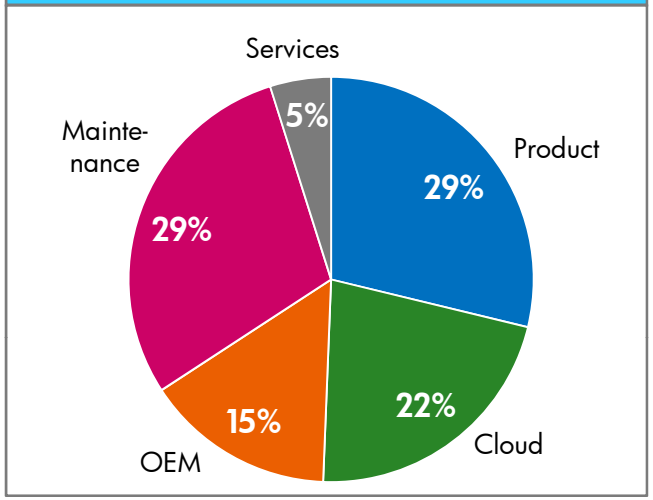
- Offer price of £25.50 per share ($42.11 per share) | All cash offer
- Enterprise Value of £6.7B ($11.0B) | Diluted Equity Value of £7.1B ($11.7B)
- Premium of 64% to the closing price of £15.58 per share ($25.73 per share) on 08/17/2011
- Premium of 58% to the 1-month average price of £16.18 per share ($26.72 per share)
- Premium of 50% to the 3-month average price of £17.02 per share ($28.10 per share)
- Unanimous Autonomy Board approval with recommendation that Autonomy shareholders accept the offer | The directors of Autonomy have irrevocably undertaken to accept the offer in respect of their own shareholdings of approximately 9.1%
- Expected to close by the end of calendar year 2011

Notes: GBP converted to USD using daily spot rates as of 8/17/2011. USD:GBP exchange rate of 1.6512:1.0000

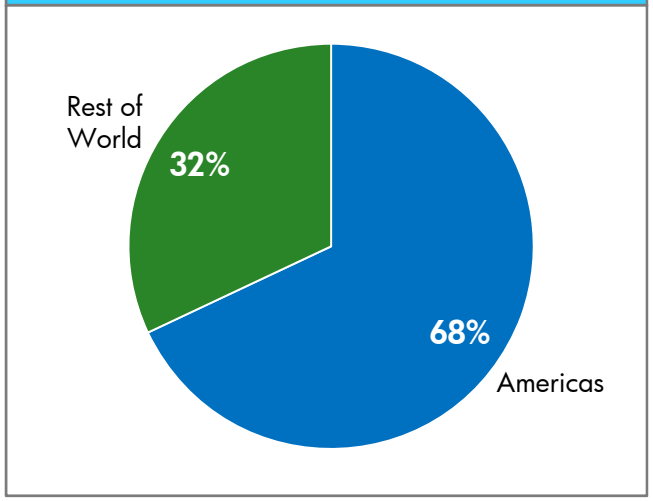
AUTONOMY COMPANY OVERVIEW

- **Founded**: 1996
- **Headquarters**: Cambridge, UK
  San Francisco, CA
- **Company Description**: Global leader in infrastructure software for the enterprise that helps organizations to derive value from their information, as well as mitigate the risks associated with those same assets
- **Listing Exchange**: London Stock Exchange
- **TTM[1] Revenue**: $931M
- **TTM[1] Adjusted Operating Profit[2]**: $395M
- **Employees**: Approximately 2,700
- **Customers**: Over 25,000 accounts with global companies, law firms and public sector agencies

Revenue by type (FY 2010)



Revenue by geography (FY 2010)



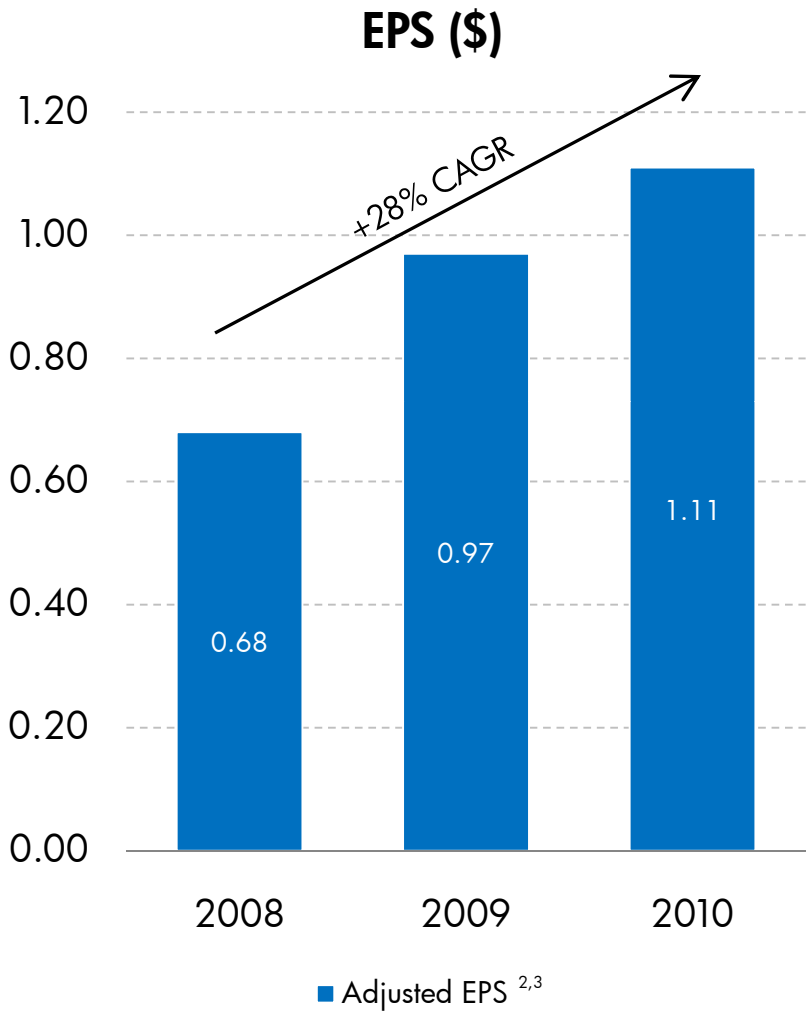
Notes: [1] Trailing Twelve Months
[2] Excludes amortization of purchased intangibles, share-based compensation, post-acquisition restructuring costs, gain/loss on foreign exchange and impairment of investments
Source: Company filings, company web site

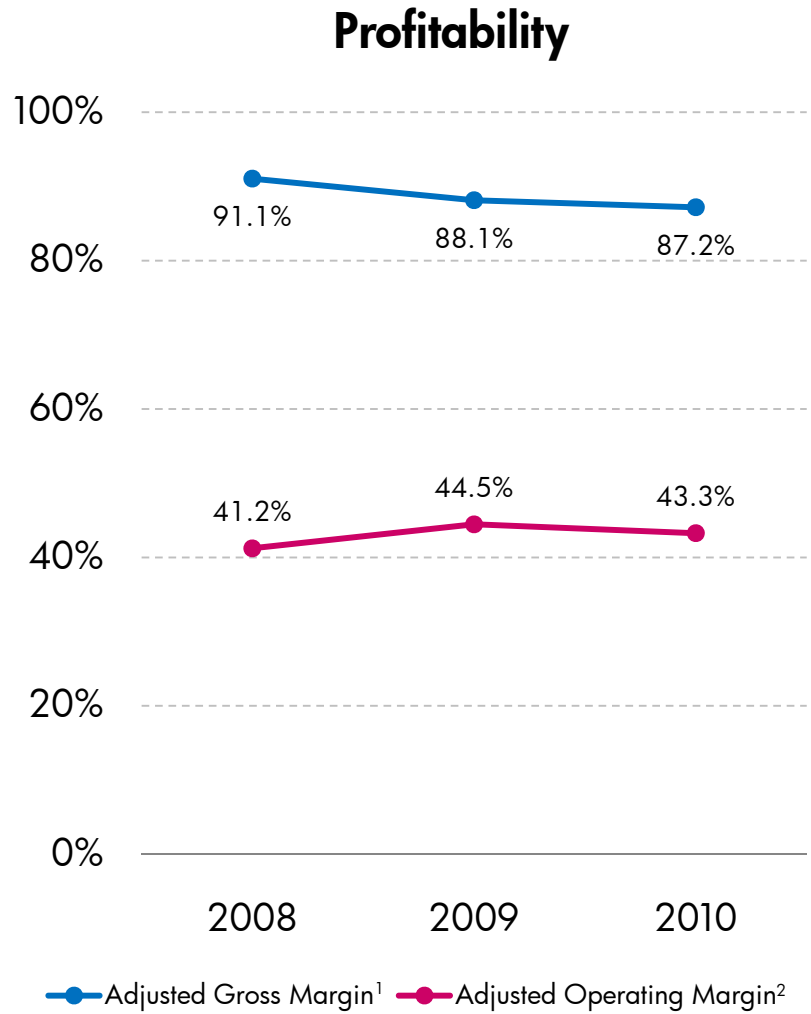
AUTONOMY ARCHITECTURE OVERVIEW

Source: Company materials

- Intelligent Data Operating Layer (IDOL) is the de-facto standard among more than 400 OEMs
- IDOL supported by substantial IP
- Comprehensive platform: 500+ functions
- Autonomy is a significant cloud player with over 30 petabytes of customer information under management

AUTONOMY FINANCIAL OVERVIEW





Notes: [1] Excludes amortization of purchased intangibles
[2] Excludes amortization of purchased intangibles, share-based compensation, post-acquisition restructuring costs, gain/loss on foreign exchange and impairment of investments
[3] Adjusted for conversion of loan notes
Source: Company filings