

Simpson Thacher Represents Nielsen in Proposed Acquisition of Harris Interactive Inc.

11.27.13



Simpson Thacher is representing Nielsen Holdings N.V. in connection with its agreement to acquire all of the outstanding shares of Harris Interactive Inc. for \$2.00 per share, subject to adjustment as described in the merger agreement. The transaction is structured as a tender offer for all of the outstanding shares of Harris common stock. If the tender offer is successful, any shares not tendered in the tender offer will be acquired in a second step merger. The tender offer is subject to customary closing conditions, including the tender of at least a majority of the outstanding shares of Harris Interactive common stock (on a fully-diluted basis) and receipt of regulatory approvals.

Nielsen is a leading global information and measurement company that provides clients with a comprehensive understanding of consumers and consumer behavior. Harris Interactive is one of the world's leading market research firms and offers proprietary solutions in the areas of market and customer insight, corporate brand and reputation strategy, and marketing, advertising, public relations and communications research across a wide range of industries.

The Simpson Thacher team includes: Marni Lerner, Maripat Alpuche, Ravi Purushotham and Jeongseok Yu (M&A); Tristan Brown, Jeannine McSweeney and Nelli Zaltsman (Executive Compensation and Employee Benefits); John Creed and Seojung Park (Tax); Lori Lesser and Samantha Himelman (Intellectual Property); and Noreen Lavan (Environmental).

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