

RealNetworks Foundation Matching Gift Program Guidelines

Introduction

RealNetworks is committed to supporting and encouraging its employees to contribute to charitable organizations.

To increase the impact of charitable giving by employees, the Company has instituted a Workplace Giving/Payroll Deduction Program and the Real Networks Foundation has instituted a Matching Grant Program.

The Workplace Giving Program enables RealNetworks employees to make charitable contributions through payroll deductions.

Contingent upon available funds, the Foundation will match donations from RealNetworks employees up to the \$10,000 per employee, per year.

Employees who choose to participate in both the Workplace Giving/Payroll Deduction Program through the Company and the EasyMatch online system may do so. The combined limit is still \$10,000 per employee

A large portion of the RealNetworks Foundation's budget is dedicated to matching contributions employees make to qualified nonprofit organizations. We strongly encourage you to participate in the Workplace Giving and Matching Grant Programs to establish a regular and easy way of donating to charity, as well as to compound the impact of your charitable donations.

With very few restrictions, these programs magnify the positive impact of employee giving in the local community and throughout the world.

For more information about the Company's Workplace Giving Program and the Foundation's Matching Grant Programs visit: www.easymatch.com/real. (The EasyMatch system is also accessible on RNN under the Foundation tab.)

Eligible Employees

All regular, RealNetworks employees (worldwide) are eligible to participate in the Workplace Giving and Employee Matching Gift Programs. (Interns, temporary, and contract employees are not eligible for this employee benefit.)

Currently, the Employee **Volunteer** Matching Program is open only to employees who volunteer with charities based in the United States.

Eligible Gifts of cash or stock

The RealNetworks Foundation matches qualified gifts of \$25 or more made in cash, by personal check, credit card, or through public stock by a regular employee of RealNetworks after their date of hire. Effective, January 1, 2009 matching grant requests must be submitted via the EasyMatch website within six months (180 days) after the donation has been made to be eligible for a matching grant.

Ineligible gifts

The following types of gifts are excluded from the Workplace Giving and Matching Grant Programs: gifts under \$25; contributions for which the donor receives a direct personal benefit, such as goods, services, gifts, advantages of membership, discounts, meals, or entertainment; pooled funds of more than one employee or an employee group; gifts of goods, materials, or services or the result of fundraising. Contributions must be made by an eligible employee and actually paid to the charity. (Pledges or promises to contribute in the future are not eligible for a matching grant.)

Please note that, with some individual gifts, the full amount that you paid may not be eligible for a match, because a portion of the gift may be used to pay for something that you received in return. For example, if you paid \$250 to attend a fundraising dinner, and the value of the dinner was \$50, then only \$200 is considered a donation and is eligible for matching.

Workplace Giving (Payroll Deduction) and Employee Gift and Volunteer Matching Grant Program limits

Contingent upon available funds, the RealNetworks Foundation will match up to \$10,000 per employee, per year. The matching limit includes contributions that you make through a payroll deduction, and gifts of cash or stock as well as volunteer time donated to eligible charitable organizations.

If your gifts are made through payroll deduction, the minimum deduction is \$5 per pay period, and your gifts will be automatically matched up to the annual limit. If your contributions are made individually, they must be personal gifts of \$25 or more in order to qualify for the match.

Employee Volunteer Matching Grant Program

Volunteer work performed on or after January 1, 2009 by an eligible employee, for an eligible charity will be eligible for a Volunteer Matching Grant so long as all other guidelines are met.

Definition of "Volunteer" Work

Unpaid work performed by a regular employee of RealNetworks at an eligible charity for which the employee, their family or other individual receives no personal, direct benefit. (Unpaid work that is a requirement of membership, is in lieu of tuition, fees or payment that would otherwise be due, is not considered to be "volunteer work" under this Program.)

Only volunteer work that has been performed is eligible for a Volunteer Matching Grant. Promises to volunteer do not qualify.

Eligible Volunteer Work

Two types of volunteerism qualify under the Employee Volunteer Matching Grant Program: volunteerism done by an individual employee and volunteerism done by a team of employees representing RealNetworks.

Employee Volunteer Matching Grant Program Requirements

Employees who volunteer on or after January 1, 2009 at an eligible organization for a minimum of 10 hours (to an annual limit of 60 hours per employee, per year) are eligible to submit an Employee Volunteer Matching Grant request. This request should be submitted via the EasyMatch system within six months (180 days) of the qualifying volunteer date.

Confirmed volunteer time will be matched at a rate of \$15 per hour for employees of RealNetworks.

Volunteering as a Team

Employees who volunteer as part of a team representing RealNetworks may submit a matching grant request when they have volunteered for at least four hours). This lower hourly requirement is to encourage employees to volunteer as part of a team at one-day events that would not otherwise meet the minimum hourly requirement.

Eligible charities

The Workplace Giving (payroll deduction) Program and Matching Grant Programs are designed to facilitate and recognize the diversity of giving among RealNetworks employees by allowing for payroll deductions and gift matching to a broad spectrum of nonprofit charitable organizations.

In order to receive Workplace Giving or Matching Grant Program funds through our online system, the recipient charity must be a nonprofit organization with U.S. Department of the Treasury 501(c)(3) public charity status or be classified as nonprofit because it is part of the public education system.

Ineligible charities

Supporting Organizations that would require the RealNetworks Foundation to take on expenditure responsibility are not eligible for a matching grant. Contributions made through a Donor Advised Fund also do not qualify for a matching grant

Non- U.S. based employee participation

All regular RealNetworks employees located outside of the U.S. are eligible to participate in the Employee Matching Gift Program, so long as the contribution is made to an eligible charity. The gifts you make to U.S. charities in non-U.S. dollars will be matched through the online system with an equivalent amount (according to the exchange rate on the date of the gift) in U.S. currency, up to the matching gift limit. Contributions you make to non-U.S. charities do not qualify for a matching grant unless the charity has been determined to be a 501(c)(3) equivalent.

Employees based outside of the United States are not currently eligible for the Volunteer Matching Grant Program through the RealNetworks Foundation.

Workplace giving through payroll deduction

The Workplace Giving Program is a simple, convenient system enabling employees to make regular donations to charity throughout the year through a payroll deduction. The deduction is taken from each of your 24 paychecks throughout the year in the amount you designate from your after-tax dollars and sent to your chosen charity.

Enrolling in the Workplace Giving Program

You may request a payroll deduction during the regular Benefits Open Enrollment Period each Fall. From time-to-time, there may be a second Open Enrollment offered and will be advertised for at least two weeks prior to the start of the Open Enrollment period.

During Open Enrollment, employees may designate a portion of each paycheck (minimum \$5 per organization, per paycheck) to be deducted and directed to any eligible 501(c)(3) organization or public educational institution. The amount you designate is then withheld from each paycheck, matched by the RealNetworks Foundation and directed to the charity (or charities) you designate at the end of each quarter.

To enroll in the Workplace Giving Program, go to www.easymatch.com/real during an open enrollment period to sign up for your payroll deduction to the qualified charity of your choice. The enrollment will be effective in January of the year following the regular Benefits Open Enrollment period. If you enroll during a special enrollment period (typically, in June) your enrollment will go into effect the following month.

Withdrawing from the Workplace Giving Program

Once you have submitted your payroll deduction request via EasyMatch, you may make changes to it during the same enrollment period by returning to www.easymatch.com/real and revising your request. If you would like to discontinue or change your deduction after the enrollment period has closed, please contact the Workplace Giving Program administrators at EasyMatch: (866) 545-9205 or real@easymatch.com.

Matching Employee Donations made through the Workplace Giving Program

The charitable donations you make through the Workplace Giving Program (payroll deduction) will automatically be matched up to the annual limit after the end of each quarter. **Please do not request a Matching Grant via EasyMatch for contributions you made via a payroll deduction.**

Requesting a matching grant for an individual donation

If you are not participating in the Workplace Giving Program, or if you also make cash gifts in addition to the Workplace Giving Program, you must request a match for each individual gift through the Matching Grant Programs Web site (www.easymatch.com/real). Remember that the combined total of all of your donations (and volunteer time) count toward your annual matching limit.

Gifts of public stock

The RealNetworks Foundation will also match the value of gifts of public stock that you make to eligible charities.

In order to gift your public stock, it must be stock that you own in full; i.e., you may not transfer stock options, nor gift unvested nor unexercised stock options. The trading window must also be open in order for you to make a gift of stock to your preferred charity.

Depending on where your RealNetworks stock resides, there are two different ways to gift your stock to a charity:

- If the stock to be gifted is in a brokerage account, you will need to contact your broker directly to set up the gift.
- If the stock to be gifted is in RealNetworks stock certificate form, you can bring the stock certificate to Laurie Deitz (206-674-2423, lauried@real.com), RealNetworks' stock plan administrator, and she will process the gift transaction for you.

If you wish to gift RN stock that you have received through options, the stock options must be both vested and exercised. Since the trading window must be open when you make your gift, you may sell stock in the open market during that period to cover the cost of exercising the options that will result in the issuance of the stock you intend to gift (i.e., you may make a cashless transaction in order to gift your stock). You must purchase the stock by exercising the options, and pay the appropriate taxes. Once you have exercised your vested options, you can gift them in one of the two ways described above.

Depending on your personal tax situation, gifting your RealNetworks stock may have positive or negative tax implications (for example, there will be tax consequences if you make a gift of stock that you purchased through the Employee Stock Purchase Plan, or stock that you have held for less than one year). **RealNetworks cannot give advice on your personal tax situation; consult a financial advisor or tax professional to advise you before making a stock gift.**

Workplace giving and matching grant payment schedule

Donations you make through the Workplace Giving Program and all matching grants are distributed to the charities four times per year, at the end of each quarter after verification that the organization is eligible and that your contribution has been received. Matching requests for individual gifts made within a given calendar year must be requested by March 31 of the following year and must be requested within 180 days of the contribution.

Your giving history

A complete history of all of your donations made through the Workplace Giving Program and/or as individual donations or volunteer time may be viewed on the RealNetworks Foundation Matching Gift and Volunteer Matching web site. Click on My Giving History.

For more information

If you have questions about the Workplace Giving or Matching Grant Programs, call the program administrator at (866) 545-9205 or send an e-mail to: real@EasyMatch.com.

For questions about the RealNetworks Foundation, please contact the Foundation Director, Kathryn Shields, at kshields@real.com.