

SALESFORCE COM INC
Form 425
March 20, 2018

Filed by salesforce.com, inc.
Pursuant to Rule 425 under the Securities Act of 1933, as amended
and deemed filed pursuant to Rule 14d-2
of the Securities Exchange Act of 1934, as amended
Subject Company: salesforce.com, inc.
(Commission File No. 001-32224)

General

The following communications are being filed in connection with the acquisition of MuleSoft, Inc. by salesforce.com, inc.

Who is MuleSoft?

MuleSoft provides one of the world's leading platforms for building application networks that connect enterprise apps, data and devices across any cloud and on-premise.

Who are MuleSoft's customers?

MuleSoft enables more than 1,200 customers including Coca-Cola, Unilever, Barclays and Mount Sinai to change and innovate faster, deliver differentiated customer experiences and increase operational efficiency.

How many employees does MuleSoft have? Where is the company based?

MuleSoft has approximately 1,200 employees. Its headquarters are in San Francisco, with additional offices in Amsterdam, Atlanta, Austin, Buenos Aires, Chicago, Cologne, Hong Kong, London, Melbourne, New York City, Paris, Pilar, Singapore, Stockholm, Sydney and Washington, D.C.

Why is Salesforce buying MuleSoft?

Companies of every size and every industry need to transform how they do business in the digital age and that transformation starts and ends with the customer. Together, Salesforce and MuleSoft will accelerate our customers digital transformations, enabling them to unlock data across legacy systems, cloud apps and devices to make smarter, faster decisions and create highly differentiated, connected customer experiences.

How much is Salesforce paying for MuleSoft?

Please see our press release.

When will the transaction close?

The transaction is expected to close in the second quarter of Salesforce's fiscal year 2019, ending July 31, 2018.

Additional Information and Where to Find It

The exchange offer referenced in this communication has not yet commenced. This communication is for informational purposes only and is neither an offer to purchase nor a solicitation of an offer to sell shares, nor is it a substitute for any offer materials that salesforce.com, inc. (the Company), its acquisition subsidiary and MuleSoft, Inc.

(MuleSoft) will file with the U.S. Securities and Exchange Commission (the SEC). At the time the exchange offer is commenced, the Company and its acquisition subsidiary will file a tender offer statement on Schedule TO, the Company will file a registration statement on Form S-4 and MuleSoft will file a Solicitation/Recommendation Statement on Schedule 14D-9 with the SEC with respect to the exchange offer. THE EXCHANGE OFFER MATERIALS (INCLUDING AN OFFER TO EXCHANGE, A RELATED LETTER OF TRANSMITTAL AND CERTAIN OTHER EXCHANGE OFFER DOCUMENTS) AND THE SOLICITATION/RECOMMENDATION STATEMENT WILL CONTAIN IMPORTANT INFORMATION. MULESOFT STOCKHOLDERS ARE URGED TO READ THESE DOCUMENTS CAREFULLY WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION THAT HOLDERS OF MULESOFT SECURITIES SHOULD CONSIDER BEFORE MAKING ANY DECISION REGARDING EXCHANGING THEIR SECURITIES. The

Solicitation/Recommendation Statement, the Offer to Exchange, the related Letter of Transmittal and certain other exchange offer documents will be made available to all MuleSoft stockholders at no expense to them. The exchange offer materials and the Solicitation/Recommendation Statement will be made available for free on the SEC's website at www.sec.gov. Copies of the documents filed with the SEC by the Company will be available free of charge under the Financials heading of the Investor Relations section of the Company's website at www.salesforce.com/investor or by contacting the Company's Investor Relations department at investor@salesforce.com.

In addition to the Solicitation/Recommendation Statement, the Offer to Exchange, the related Letter of Transmittal and certain other exchange offer documents, the Company and MuleSoft file annual, quarterly and current reports and other information with the SEC. You may read and copy any reports or other information filed by the Company and MuleSoft at the SEC public reference room at 100 F Street, N.E., Washington, D.C. 20549. Please call the SEC at 1-800-SEC-0330 for further information on the public reference room. The Company's and MuleSoft's filings with the SEC are also available to the public from commercial document-retrieval services and at the website maintained by the SEC at <http://www.sec.gov>.

Forward-Looking Statements

This communication contains forward-looking information related to the Company, MuleSoft and the acquisition of MuleSoft by the Company that involves substantial risks, uncertainties and assumptions that could cause actual results to differ materially from those expressed or implied by such statements. Forward-looking statements in this communication include, among other things, statements about the potential benefits of the proposed transaction, the Company's plans, objectives, expectations and intentions, the financial condition, results of operations and business of the Company, and the anticipated timing of closing of the proposed transaction. Risks and uncertainties include, among other things, risks related to the ability of the Company to consummate the proposed transaction on a timely basis or at all, including due to complexities resulting from the adoption of new accounting pronouncements and associated system implementations; the satisfaction of the conditions precedent to consummation of the proposed transaction, including having a sufficient number of MuleSoft's shares being validly tendered into the exchange offer to meet the minimum condition; the Company's ability to secure regulatory approvals on the terms expected, in a timely manner or at all; the Company's ability to successfully integrate MuleSoft's operations; the Company's ability to implement its plans, forecasts and other expectations with respect to MuleSoft's business after the completion of the transaction and realize expected synergies; the ability to realize the anticipated benefits of the proposed transaction, including the possibility that the expected benefits from the proposed transaction will not be realized or will not be realized within the expected time period; disruption from the transaction making it more difficult to maintain business and operational relationships; the negative effects of the announcement or the consummation of the proposed transaction on the market price of the Company's common stock or on the Company's operating results; significant transaction costs; unknown liabilities; the risk of litigation or regulatory actions related to the proposed transaction; the pace of change and innovation in enterprise cloud computing services; the competitive nature of the market in which the Company participates; the Company's service performance and security, including the resources and costs required to prevent, detect and remediate potential security breaches; the expenses associated with new data centers and third-party infrastructure providers; additional data center capacity; the Company's ability to protect its intellectual property rights and develop its brands; dependency on the development and maintenance of the infrastructure of the Internet; the ability to develop new services and product features; other business effects, including the effects of industry, market, economic, political or regulatory conditions; future exchange and interest rates; changes in tax and other laws, regulations, rates and policies, including those related to the provision of services on the Internet, those related to accessing the Internet and those addressing data privacy and import and export controls; future business combinations or disposals; the uncertainties inherent in research and development; competitive developments and climate change.

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Email from Marc to All Salesforce Employees

Subject line: Salesforce Signs Definitive Agreement to Acquire MuleSoft

[insert first name],

I'm excited to announce that Salesforce has entered into an agreement to acquire MuleSoft, one of the world's leading platforms for building application networks that connect enterprise apps, data, and devices.

Companies of every size and industry need to transform how they do business in the digital age and that transformation starts and ends with the customer.

Together Salesforce and MuleSoft will enable customers to connect all of their information together through their enterprise across all public and private clouds and data sources radically enhancing all innovation.

There is close cultural alignment between our two companies. We both operate with a strong set of core values and a relentless focus on customer success.

The success and integration of MuleSoft into Salesforce will be a strategic priority for us as we head toward \$20 billion. We look forward to welcoming the MuleSoft team to the Salesforce Ohana once the transaction closes, which is expected to occur in Q2 FY19.

You can find more information about the acquisition in our press release and employee FAQ.

Mahalo,

Marc

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Email from Marc to All MuleSoft

Subject line: We look forward to welcoming you to Salesforce!

Following Greg's email, I'm excited to connect with all of you about today's exciting news that Salesforce has entered into an agreement to acquire MuleSoft.

Each and every one of you has contributed to a phenomenal company. I am inspired by what you've built. We are thrilled to welcome the MuleSoft team to the Salesforce family once the transaction closes.

We both share a relentless focus on customer success and have purpose-driven missions and cultures. I strongly believe that together, we'll drive significant value for our customers, stockholders, and employees, while improving the state of the world.

Together, Salesforce and MuleSoft will accelerate our customers' digital transformations, enabling them to unlock any data regardless of where it resides to drive deep and intelligent customer experiences throughout a personalized 1:1 journey.

The success and integration of MuleSoft into Salesforce will be a strategic priority for us as we head toward \$20 billion. We're committed to helping MuleSoft advance its vision of the application network with AnyPoint Platform and deliver even more innovation to customers at scale as part of Salesforce.

Congratulations to the entire MuleSoft team!

Mahalo,

Marc

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All Salesforce Chatter Post

Exciting news Salesforce has signed a definitive agreement to acquire MuleSoft, the provider of one of the world's leading platforms for building application networks.

More than 1,200 customers in 60 countries around the world including Coca-Cola, Unilever, Barclays and Mount Sinai rely on MuleSoft to change and innovate faster, deliver differentiated customer experiences, and increase operational efficiency.

MuleSoft has approximately 1,200 employees. Its headquarters are in San Francisco, with additional offices in Amsterdam, Atlanta, Austin, Buenos Aires, Chicago, Cologne, Hong Kong, London, Melbourne, NYC, Paris, Pilar, Singapore, Stockholm, Sydney and Washington, D.C.

Together, Salesforce and MuleSoft will accelerate our customers' digital transformations, enabling them to unlock data across legacy systems, cloud apps and devices to make smarter, faster decisions and create highly differentiated, connected customer experiences.

MuleSoft will continue to build toward its vision of the application network with Anypoint Platform, and MuleSoft will power the new Salesforce Integration Cloud, which will enable all enterprises to surface any data regardless of where it resides to drive deep and intelligent customer experiences throughout a personalized 1:1 journey.

We expect the transaction to close in the second fiscal quarter, ending July 31, 2018. More information is available in our press release and on the Salesforce Newsroom.

Please direct any inbound media requests to pr@salesforce.com.

Important information can be found here: <http://investor.salesforce.com/about-us/Exchange-Offer-Legend>

Salesforce Newsroom Post with External FAQ

Salesforce Signs Definitive Agreement to Acquire MuleSoft

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Have more questions? Please see our [press release](#) or check out the FAQs below.

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How much is Salesforce paying for MuleSoft?

Please see our press release.

When will the transaction close?

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Salesforce Login Promo Copy

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Salesforce Homepage Banner Copy

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Salesforce Newsroom Banner Copy

Salesforce has signed a definitive agreement to acquire MuleSoft. Learn more [link to press release] [link to FAQ]
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Partner Community Post

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MuleSoft will continue to build toward its vision of the application network with Anypoint Platform, and its technology will power the new Salesforce Integration Cloud, which will enable all enterprises to surface any data regardless of where it resides to drive deep and intelligent customer experiences throughout a personalized 1:1 journey.

And of course, our growing and vibrant ecosystem of partners will continue to play a key role in the success of our customers.

For more information, check out the press release and our FAQ.

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In addition to the Solicitation/Recommendation Statement, the Offer to Exchange, the related Letter of Transmittal and certain other exchange offer documents, the Company and MuleSoft file annual, quarterly and current reports and other information with the SEC. You may read and copy any reports or other information filed by the Company and MuleSoft at the SEC public reference room at 100 F Street, N.E., Washington, D.C. 20549. Please call the SEC at 1-800-SEC-0330 for further information on the public reference room. The Company's and MuleSoft's filings with the SEC are also available to the public from commercial document-retrieval services and at the website maintained by the SEC at <http://www.sec.gov>.

Forward-Looking Statements

This communication contains forward-looking information related to the Company, MuleSoft and the acquisition of MuleSoft by the Company that involves substantial risks, uncertainties and assumptions that could cause actual results to differ materially from those expressed or implied by such statements. Forward-looking statements in this communication include, among other things, statements about the potential benefits of the proposed transaction, the Company's plans, objectives, expectations and intentions, the financial condition, results of operations and business of the Company, and the anticipated timing of closing of the proposed transaction. Risks and uncertainties include, among other things, risks related to the ability of the Company to consummate the proposed transaction on a timely basis or at all, including due to complexities resulting from the adoption of new accounting pronouncements and associated system implementations; the satisfaction of the conditions precedent to consummation of the proposed transaction, including having a sufficient number of MuleSoft's shares being validly tendered into the exchange offer to meet the minimum condition; the Company's ability to secure regulatory approvals on the terms expected, in a timely manner or at all; the Company's ability to successfully integrate MuleSoft's operations; the Company's ability to implement its plans, forecasts and other expectations with respect to MuleSoft's business after the completion of the transaction and realize expected synergies; the ability to realize the anticipated benefits of the proposed transaction, including the possibility that the expected benefits from the proposed transaction will not be realized or will not be realized within the expected time period; disruption from the transaction making it more difficult to maintain business and operational relationships; the negative effects of the announcement or the consummation of the proposed transaction on the market price of the Company's common stock or on the Company's operating results; significant transaction costs; unknown liabilities; the risk of litigation or regulatory actions related to the proposed transaction; the pace of change and innovation in enterprise cloud computing services; the competitive nature of the market in which the Company participates; the Company's service performance and security, including the resources and costs required to prevent, detect and remediate potential security breaches; the expenses associated with new data centers and third-party infrastructure providers; additional data center capacity; the Company's ability to protect its intellectual property rights and develop its brands; dependency on the development and maintenance of the infrastructure of the Internet; the ability to develop new services and product features; other business effects, including the effects of industry, market, economic, political or regulatory conditions; future exchange and interest rates; changes in tax and other laws, regulations, rates and policies, including those related to the provision of services on the Internet, those related to accessing the Internet and those addressing data privacy and import and export controls; future business combinations or disposals; the uncertainties inherent in research and development; competitive developments and climate change.

Further information on these and other risk and uncertainties relating to the Company can be found in its reports filed on Forms 10-K, 10-Q and 8-K and in other filings the Company makes with the SEC from time to time and available at www.sec.gov. These documents are available under the Financials heading of the Investor Relations section of the Company's website at www.salesforce.com/investor.

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Press Email (Sent with Press Release when live)

Hi -

I wanted to be sure you saw the exciting news that Salesforce has entered into an agreement to acquire MuleSoft.

Together, Salesforce and MuleSoft will accelerate our customers' digital transformations, enabling them to unlock data across legacy systems, cloud apps and devices to make smarter, faster decisions and create highly differentiated, connected customer experiences. The release can be found [here](#).

The transaction is scheduled to close in the second quarter of Salesforce's fiscal year 2019, ending July 31, 2018, subject to customary closing conditions.

Salesforce and MuleSoft will host a conference call to discuss this transaction at 2:30 p.m. (PT) / 5:30 p.m. (ET) on March 20, 2018. A live dial-in is available domestically at 866-901-SFDC or 866-901-7332 and internationally at 706-902-1764, passcode 6797006. A live audiocast of the event will be available on the Salesforce Investor Relations website at <http://www.salesforce.com/investor> and on MuleSoft's website at <https://investors.mulesoft.com/>. A replay will be available at 800-585-8367 or 855-859-2056 until midnight (ET) April 19, 2018.

Thanks,

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Industry Analyst Email (Sent to Analysts when the press release is live)

Analyst,

Salesforce has entered into an agreement to acquire MuleSoft. The release can be found [here](#).

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MuleSoft will continue to build toward its vision of the application network with Anypoint Platform, and MuleSoft will power the new Salesforce Integration Cloud, which will enable all enterprises to surface any data regardless of where it resides to drive deep and intelligent customer experiences throughout a personalized 1:1 journey.

The transaction is scheduled to close in the second quarter of Salesforce's fiscal year 2019, ending July 31, 2018, subject to customary closing conditions.

Kind regards,

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Social Posts

Twitter: Salesforce signs definitive agreement to acquire @MuleSoft! [link to press release].

Important: <http://investor.salesforce.com/about-us/Exchange-Offer-Legend>

Facebook: Salesforce signs definitive agreement to acquire MuleSoft! [link to press release]

Important: <http://investor.salesforce.com/about-us/Exchange-Offer-Legend>

LinkedIn: Salesforce signs definitive agreement to acquire MuleSoft! [link to press relase]

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