



Groupon Announces Pricing of Initial Public Offering

CHICAGO--(BUSINESS WIRE)-- Groupon, Inc. (NASDAQ: GRPN) today announced the initial public offering of 35,000,000 shares of its Class A common stock at a price of \$20 per share. In addition, Groupon has granted the underwriters a 30-day option to purchase up to an additional 5,250,000 shares of Class A common stock to cover over-allotments, if any. All of the shares of Class A common stock are being offered by Groupon. The company's shares are expected to begin trading on The NASDAQ Global Select Market on November 4, 2011 under the ticker symbol "GRPN."

The lead book-running managers of the offering are Morgan Stanley & Co. LLC, Goldman, Sachs & Co., and Credit Suisse Securities (USA) LLC. Additional book-running managers are Allen & Company LLC, BofA Merrill Lynch, Barclays Capital Inc., Citigroup Global Markets, Inc., Deutsche Bank Securities, Inc., J.P. Morgan Securities LLC, Wells Fargo Securities, LLC and William Blair & Company, LLC. Co-managers are Loop Capital Markets, RBC Capital Markets LLC, and The Williams Capital Group, L.P.

The offering of these securities is being made only by means of a prospectus, copies of which may be obtained by contacting: Morgan Stanley & Co. LLC, Attention: Prospectus Department, 180 Varick Street, Second Floor, New York, NY 10014, via telephone: +1 (866) 718-1649, or by e-mail: prospectus@morganstanley.com; or Goldman, Sachs & Co., Attention: Prospectus Department, 200 West Street, New York, NY 10282, via telephone: +1 (866) 471-2526, via facsimile: +1 (212) 902-9316, or by e-mail: prospectus-ny@ny.email.gs.com; or Credit Suisse Securities (USA) LLC, Attention: Prospectus Department, One Madison Avenue, New York, NY 10010, via telephone: +1 (800) 221-1037, or by e-mail: newyork.prospectus@credit-suisse.com.

A registration statement relating to these securities was declared effective by the Securities and Exchange Commission on November 3, 2011. This press release shall not constitute an offer to sell or a solicitation of an offer to buy, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

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