

SagePoint Software & Services 125

Q4 2010 Valuation & Performance Review

An Analysis of Public Communications, Internet and IT Infrastructure Software & Services Companies from a Valuation and M&A Perspective

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SagePoint Software & Services 125 Universe

Q4 Adds:

- Demand Media
- Mail.ru
- SouFun
- Youku.com

	Market Segment											
	Network & Systems Mgt	Data Mgt & Infrastructure	Security	Carrier Back Office	Messaging & Conferencing	VoIP & Voice Applications	Video / Multimedia	Connectivity & Mobility	Mobile & LBS Applications	Mobile/Web Content & Games	Portals & Social Ntwks	Search & Mktg Services
1	Access Co											
2	Adobe						X	X				
3	Akamai									X		
4	Amdocs			X								
5	Ancestry.com										X	
6	AOL									X	X	
7	Aplix											
8	AsiaInfo			X								
9	AutoNavi											
10	Autonomy			X								
11	Avid						X					
12	Baidu									X	X	
13	Bitstream											
14	BMC			X								
15	BroadSoft											
16	CA			X								
17	Changyou.com											
18	Check Point				X							
19	ChinaCache											
20	Citrix			X								
21	ClickSoftware											
22	Commtouch				X							
23	CommVault											
24	Compuware			X								
25	comScore										X	
26	Constant Contact				X							
27	Convergys											
28	CSG Systems				X							
29	CyberLink						X					
30	Daum Comm.									X		
31	DG FastChannel								X			
32	DigiCore										X	

Q4 Drops:

- Aplix
- McAfee
- Sonic Solutions
- Syniverse

	Market Segment											
	Network & Systems Mgt	Data Mgt & Infrastructure	Security	Carrier Back Office	Messaging & Conferencing	VoIP & Voice Applications	Video / Multimedia	Connectivity & Mobility	Mobile & LBS Applications	Mobile/Web Content & Games	Portals & Social Ntwks	Search & Mktg Services
33	Digital River											
34	DigitalGlobe											
35	Dolby									X		
36	DTS									X		
37	Enghouse Systems									X		
38	Fortinet							X				
39	F-Secure							X				
40	Giant Interactive										X	
41	Google										X	
42	Gree										X	
43	IAC/InterActive										X	
44	IBM						X					
45	Index Holdings									X		
46	Informatica										X	
47	InfoSpace										X	
48	Infraware									X		
49	Interactive Intel.							X				
50	Intermap									X		
51	Intralinks							X				
52	Ituran							X				
53	j2 Global							X				
54	Keynote Systems						X					
55	Leshi Internet											
56	Limelight Ntwks									X		
57	LivePerson							X				
58	LogMeIn									X		
59	Marchex										X	
60	McAfee						X					
61	Meetic											
62	Microsoft						X					
63	MicroStrategy											
64	Mixi										X	

SagePoint Software & Services 125 Universe – Continued

		Market Segment											
		Network & Systems Mgt	Data Mgt & Infrastructure	Security	Carrier Back Office	Messaging & Conferencing	VoIP & Voice Applications	Video / Multimedia	Connectivity & Mobility	Mobile & LBS Applications	Mobile/Web Content & Games	Portals & Social Ntwks	Search & Mktg Services
65	Motricity							X					
66	Myriad						X						
67	NEOWIZ												
68	Netease.com									X			
69	Netflix									X			
70	NetScout	X											
71	NeuStar				X								
72	Neutral Tandem			X									
73	NHN										X		
74	NICE Systems					X							
75	Novell	X											
76	Nuance					X							
77	Openwave				X								
78	Opera						X						
79	OPNET Tech.	X						X					
80	Oracle		X										
81	Perfect World					X							
82	Premiere Global								X				
83	Progress Software	X											
84	Qlik		X										
85	Quest Software	X											
86	RealNetworks									X			
87	Red Hat		X										
88	Rovi					X							
89	SAP		X										
90	SeaChange						X						
91	Shanda Games									X			
92	Shutterfly										X		
93	Sina										X		
94	Smith Micro						X						
95	Software AG	X											

		Market Segment											
		Network & Systems Mgt	Data Mgt & Infrastructure	Security	Carrier Back Office	Messaging & Conferencing	VoIP & Voice Applications	Video / Multimedia	Connectivity & Mobility	Mobile & LBS Applications	Mobile/Web Content & Games	Portals & Social Ntwks	Search & Mktg Services
96	Sohu.com												X
97	SolarWinds	X											
98	Sonic Solutions											X	
99	Sourcefire		X										
100	SRS Labs											X	
101	Symantec			X									
102	Synchronoss				X								
103	Syniverse			X									
104	TCS									X			
105	TechTarget												X
106	Teleperformance							X					
107	TeleTech							X					
108	Tencent												
109	Teradata	X											
110	Tibco		X										
111	TNS								X				
112	TradeDoubler												X
113	Trend Micro			X									
114	Universo Online										X		
115	ValueClick					X							X
116	Verisign												
117	VIZRT											X	
118	VMware									X			
119	Wave Systems					X							
120	Websense						X						
121	Webtech							X					
122	XATA									X			
123	XING												X
124	Yahoo Japan											X	X
125	Yahoo!											X	X

SagePoint's Viewpoint - Key Takeaways

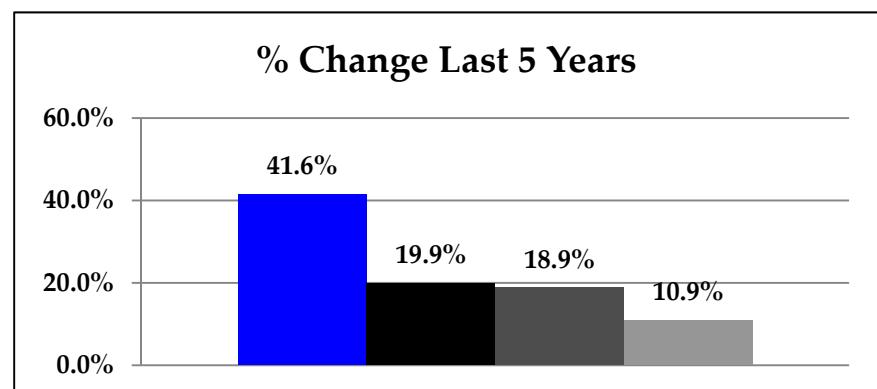
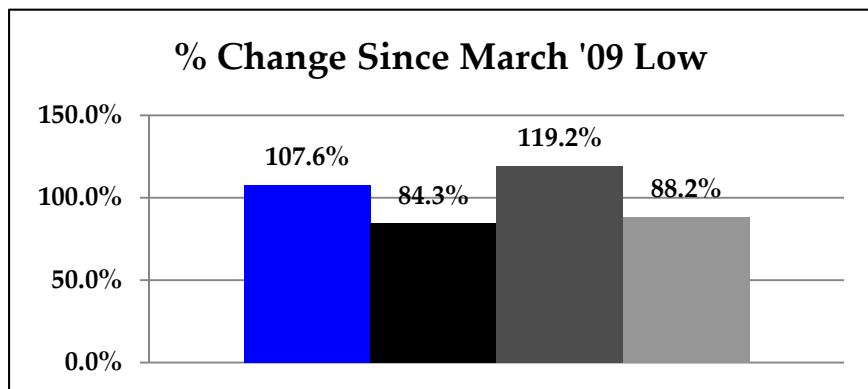
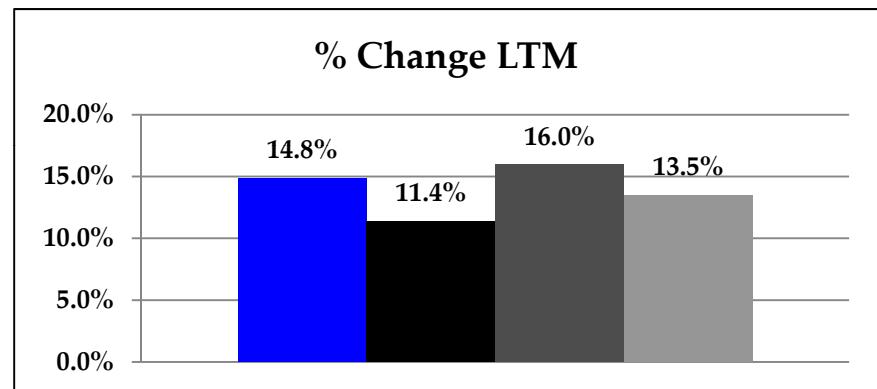
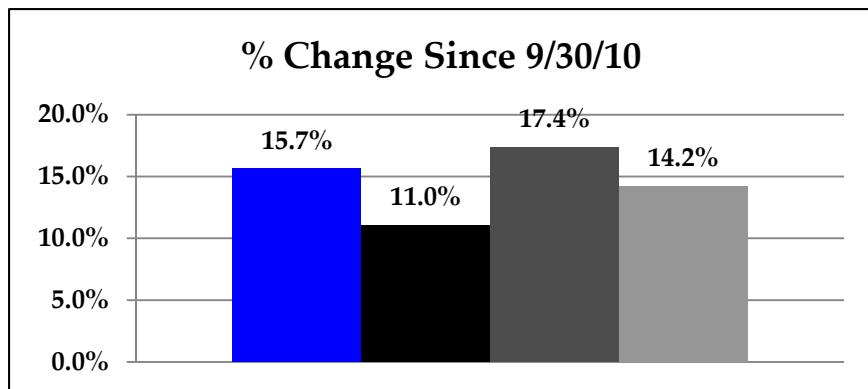
- The Software & Services 125 has outperformed all but the NASDAQ since the beginning of Q3 and over the last twelve months, up ~15% over both periods
 - Most segments posted median appreciation of 16-25% with Video/Multimedia and Mobile & LBS Apps as the biggest laggards again this quarter
- Median LTM revenue multiples are up significantly, passing 3x for the first time since Q4'07 on a strong rally since the start of September
 - Software & Services 125 trade at a median NTM multiple of 3x
 - Data Mgt & Infrastructure and Messaging & Conferencing segments command top median revenue multiples, both above 5x LTM and 3.9x NTM
- Median EBITDA multiples have rebounded to 12.7x, fueled by a strong rally starting in September, reaching their highest level in three years
 - 70% of Software & Services 125 companies trade above 10x EBITDA with just 5 still struggling with LTM EV/EBITDA below 5x
 - Most Software & Services segments are trading at relatively tight range of 9.5-12.5x NTM EBITDA
- Median P/E multiples continue to recover from the drop in H1'10 and now stand at 23.8x, still well below 2007 peak levels
 - Just 20 of the Software & Services 125 vendors trade at less than 15x EPS and only 5 under 10x
 - Software & Services 125 trade at a median NTM P/E multiple of 19.5x on median NTM growth expectations of 18%

SagePoint's Viewpoint - Key Takeaways Continued

- Software & Services 125 posted double digit median revenue growth for the fourth straight quarter, up 18.8%, the highest growth rate in two years
 - Software & Services 125 projects median revenue growth will continue at 18% NTM, which is encouraging given this growth rate is off higher, healthier revenue bases following the recovery over the past four quarters
- Median EPS growth for the Software & Services 125 decreased in Q4 but remains a strong 36%
 - Double digit median EPS growth is expected to continue at 22.7% over the next twelve months
 - All segments project ~15%+ EPS growth over the next twelve months
- M&A activity remained strong in Q4, though down slightly from Q3 in transaction volume
 - Notable Q4 deals included Carlyle Group/Syniverse (\$2.7B), Attachmate/Novell (\$2.1B), Rovi/Sonic Solutions (\$698M), DeNA/ngmoco (\$400M), News Corp/Wireless Generation (\$360M), Salesforce.com/Heroku (\$252M), J2/Protus IP Solutions (\$212M), Assa Abloy & HID/ActivIdentity (\$161M), RIM/The Astonishing Tribe (\$120M), Aksia & Wise/Eidos Media (\$112M)
 - With 35% of the Software & Services 125 below \$200 million in LTM revenues and 40% at market caps below \$1 billion, the sector remains fragmented which should be a catalyst for further consolidation
 - Hardware players are increasingly looking to software acquisitions to broaden portfolios and provide high margin, high growth business lines that are complementary to existing products

SagePoint Software & Services 125 Index Performance

- The Software & Services 125 has outperformed all but the NASDAQ since the beginning of Q3 and over the last twelve months, up ~15% over both periods
- Over the past 5 years Software & Services 125 has strongly outperformed the other indices, up over 40% and more than double the SagePoint 400 Index and NASDAQ and nearly 4x the DJIA



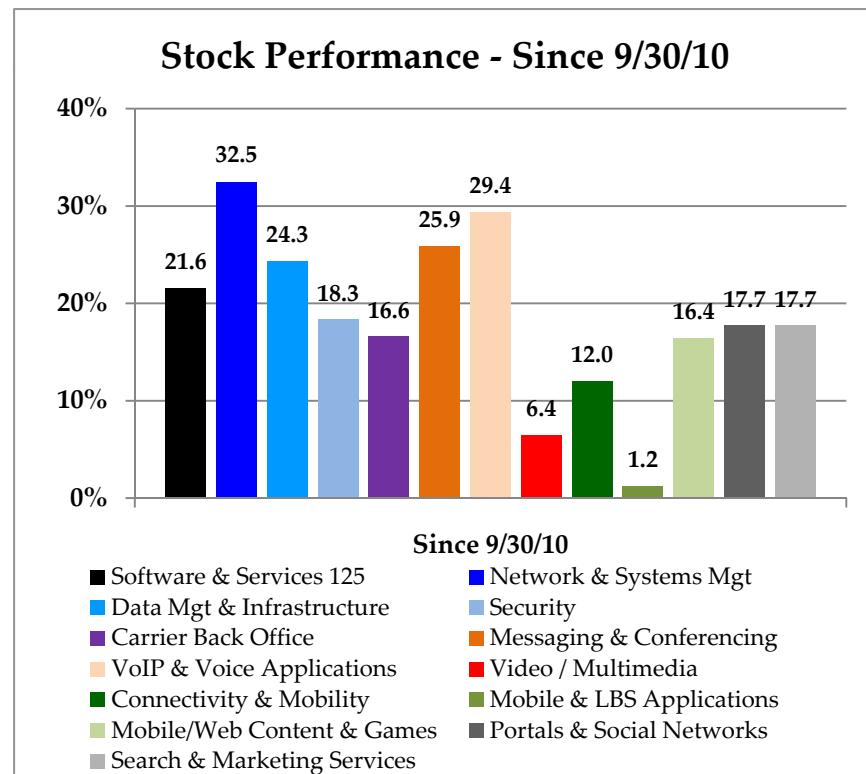
■ Software & Services 125* ■ SagePoint 400 Index* ■ NASDAQ ■ DJIA

* Market Value weighted index

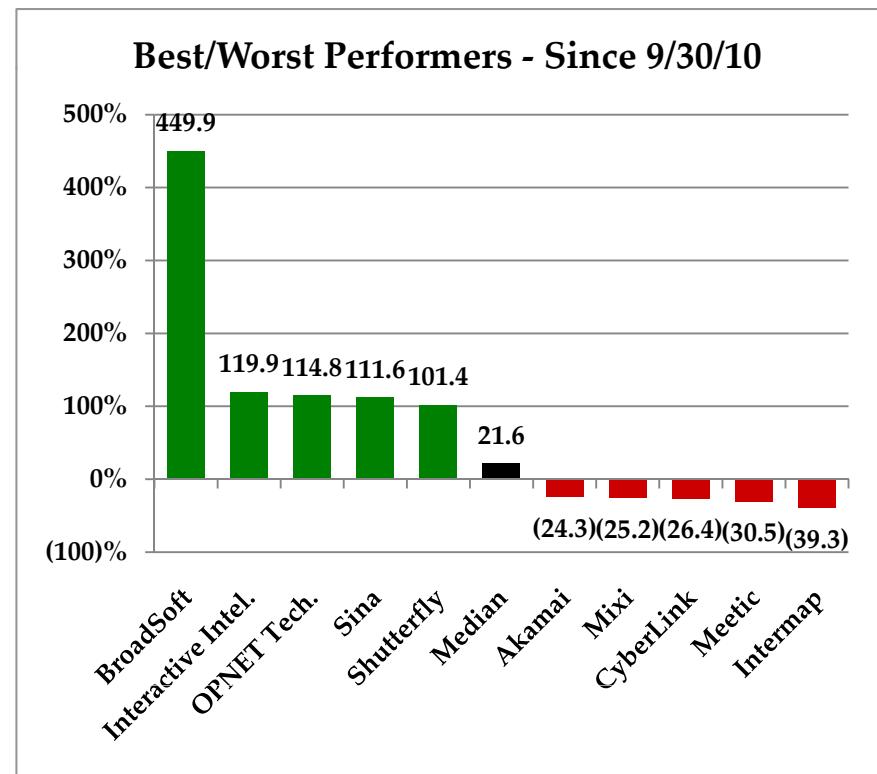
SagePoint Software & Services 125 – Q4 2010

Stock Performance Since Beginning of Q4

- The SagePoint Software & Services 125 is up a median of 21.6% since the start of Q4
 - Most segments appreciated ~16-25% with Video/Multimedia and Mobile & LBS Apps as the biggest laggards again this quarter
 - After hovering at its IPO price for 4 months out of the gates, Broadsoft has been on a tear
 - Interactive Intelligence jumped nearly 50% in Oct and again in Jan on positive guidance from mgt
 - OPNET, Sina and Shutterfly all more than doubled
 - Intermap continues to plummet on declining revenue as losses mount

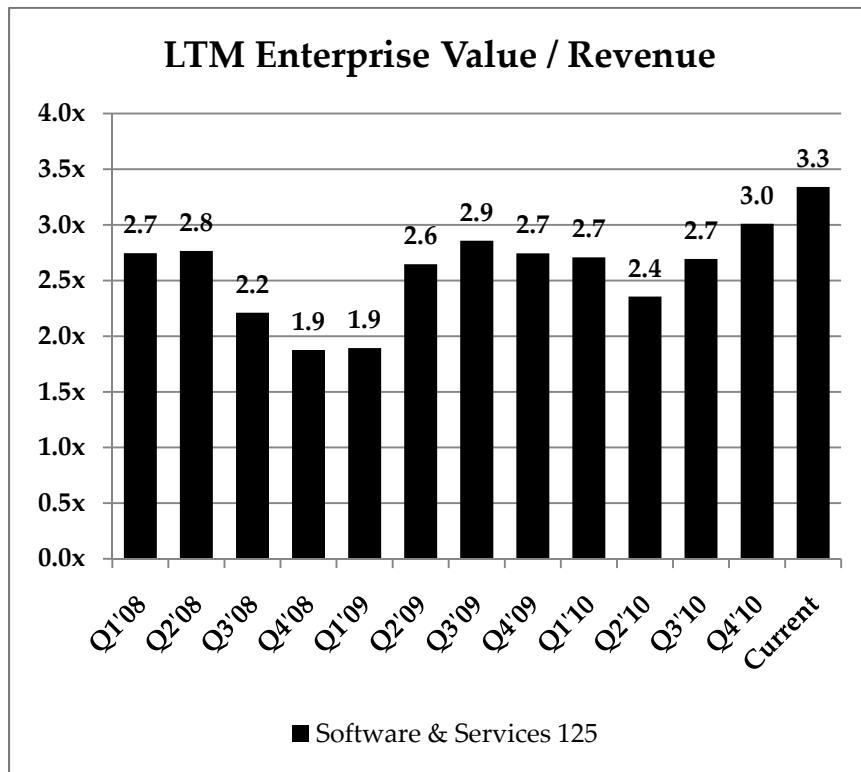


Source: SagePoint Advisors & Capital IQ

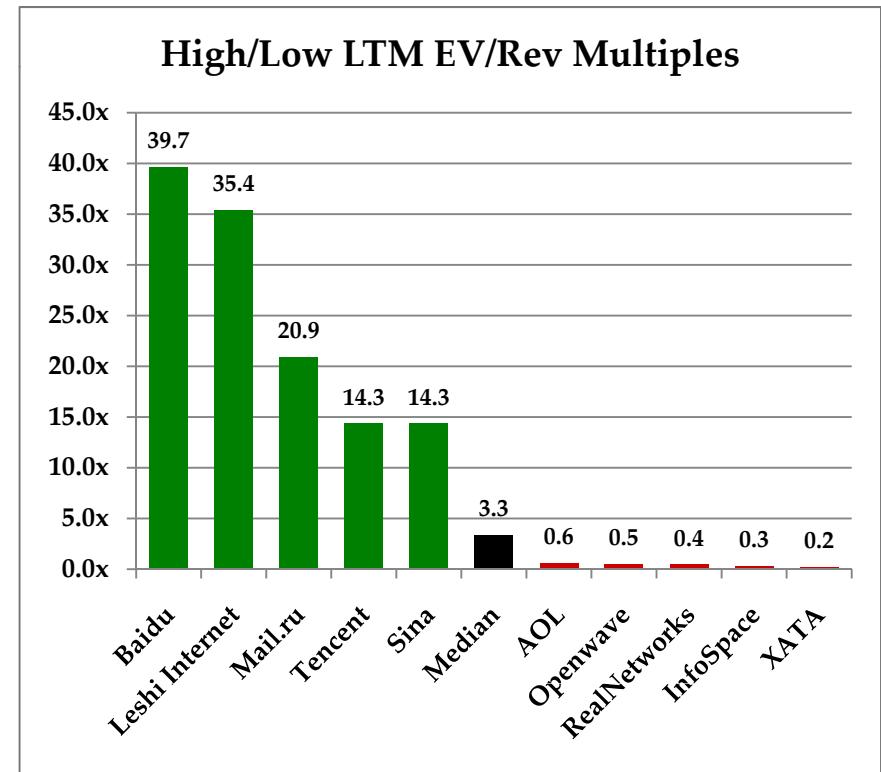


Valuation Metrics – LTM Revenue Multiples

- Median LTM revenue multiples are up significantly, passing 3x for the first time since Q4'07 on a strong rally since the start of September
 - Asian Internet and mobile companies continue to trade at high multiples due to strong margins and growth expectations, representing all but one of the top 5
 - Mail.ru provides the leading social and messaging networks in Russia
 - 13 of Software & Services 125 vendors are trading at less than 1x LTM revenues

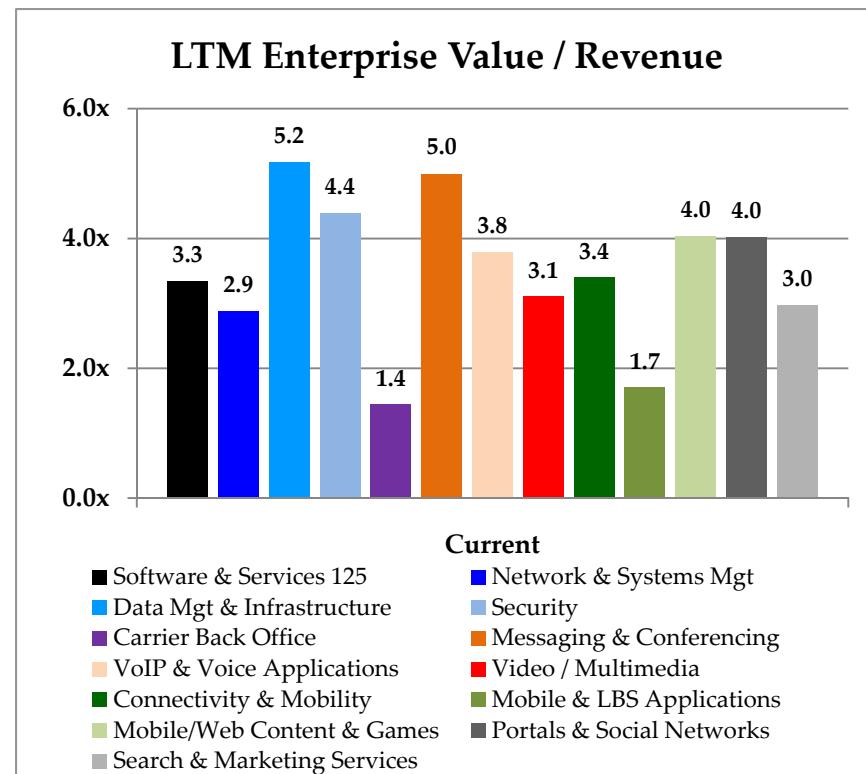


Source: SagePoint Advisors & Capital IQ

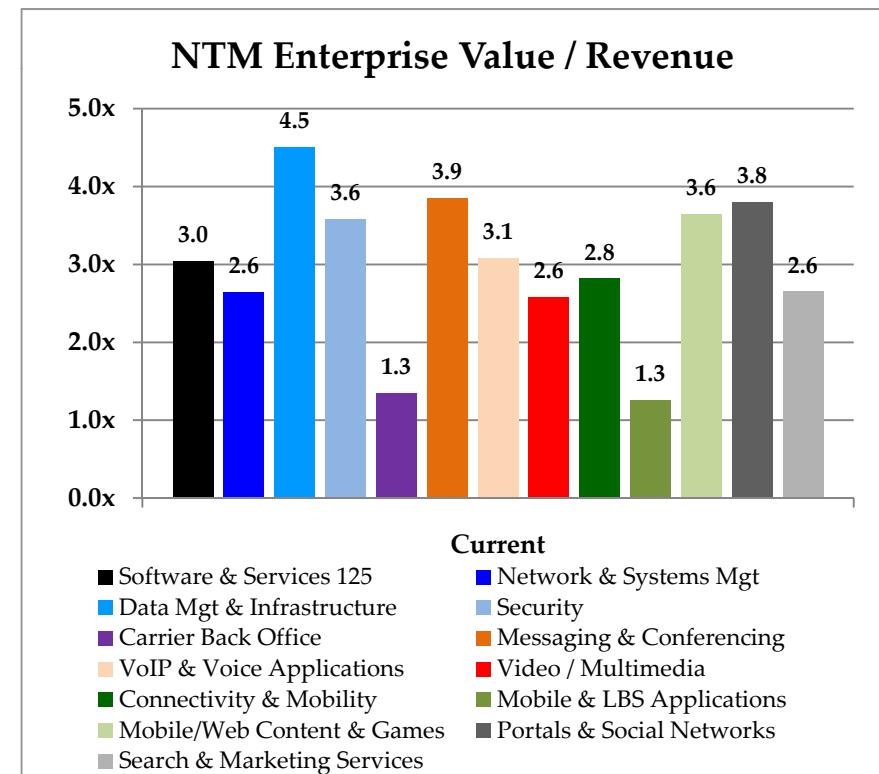


Valuation Metrics – Revenue Multiples By Segment

- Software & Services 125 trade at a median NTM multiple of 3x
- Data Mgt & Infrastructure and Messaging & Conferencing segments command top median revenue multiples, both above 5x LTM and 3.9x NTM
- Portals & Social Networks, Security and Mobile/Web Content & Games also trade at premium multiples above 3.5x NTM
 - Carrier Back Office and Mobile & LBS Applications trade at weak multiples due to weak margins



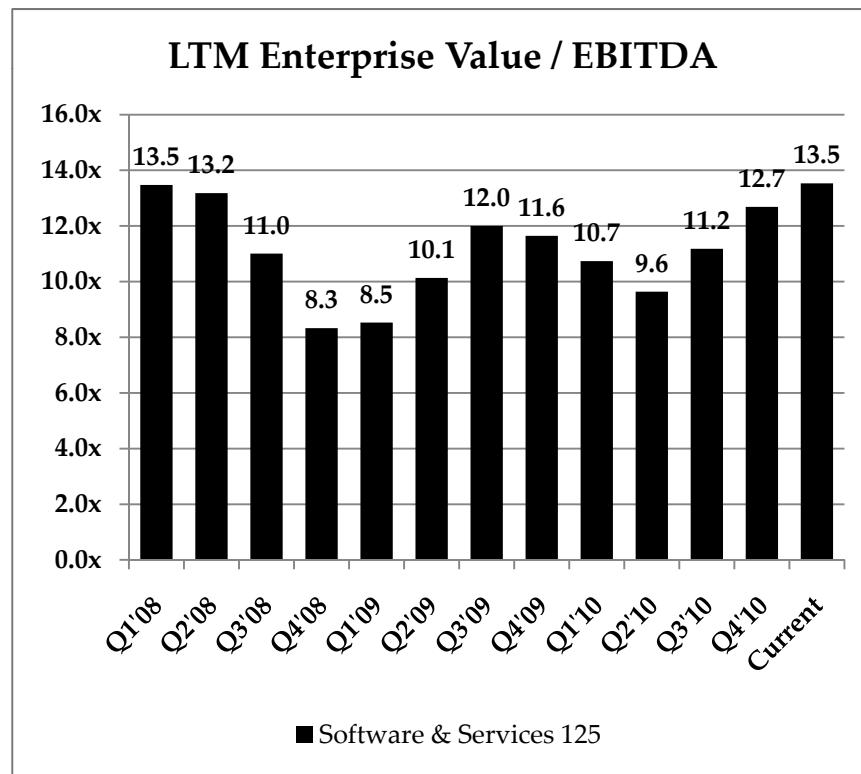
Source: SagePoint Advisors & Capital IQ



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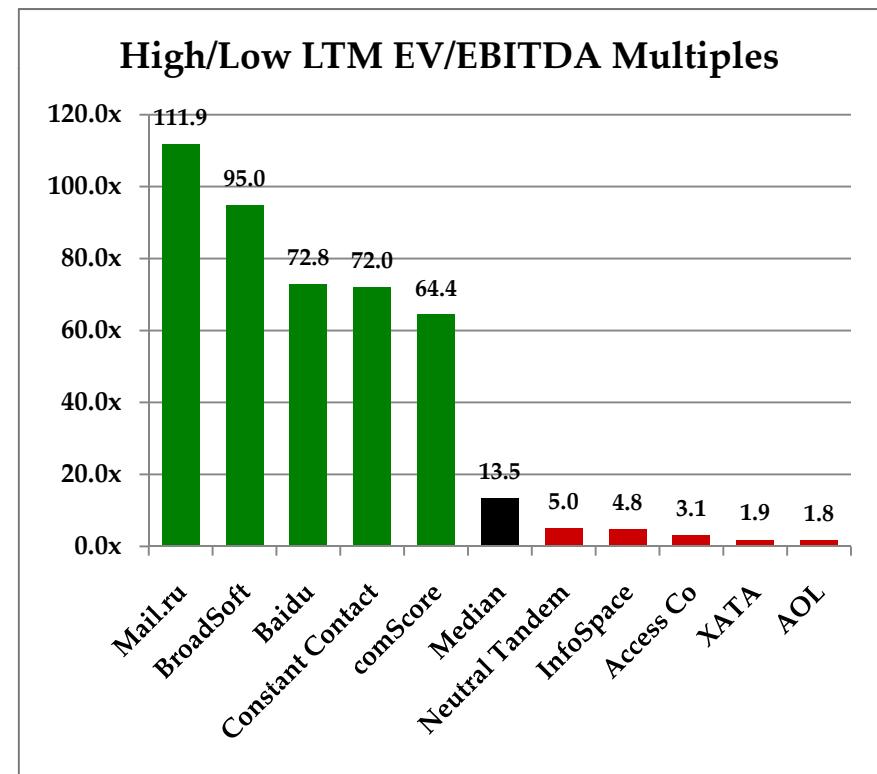
Valuation Metrics – LTM EBITDA Multiples

- Median EBITDA multiples have rebounded, fueled by a strong rally starting in September, reaching their highest level in three years
 - Mail.ru, Constant Contact and comScore all project triple digit NTM EBITDA growth
 - Broadsoft and Baidu both project solid growth with strong margins driving profits
- 70% of Software & Services 125 companies trade above 10x EBITDA with just 5 still struggling with LTM EV/EBITDA below 5x



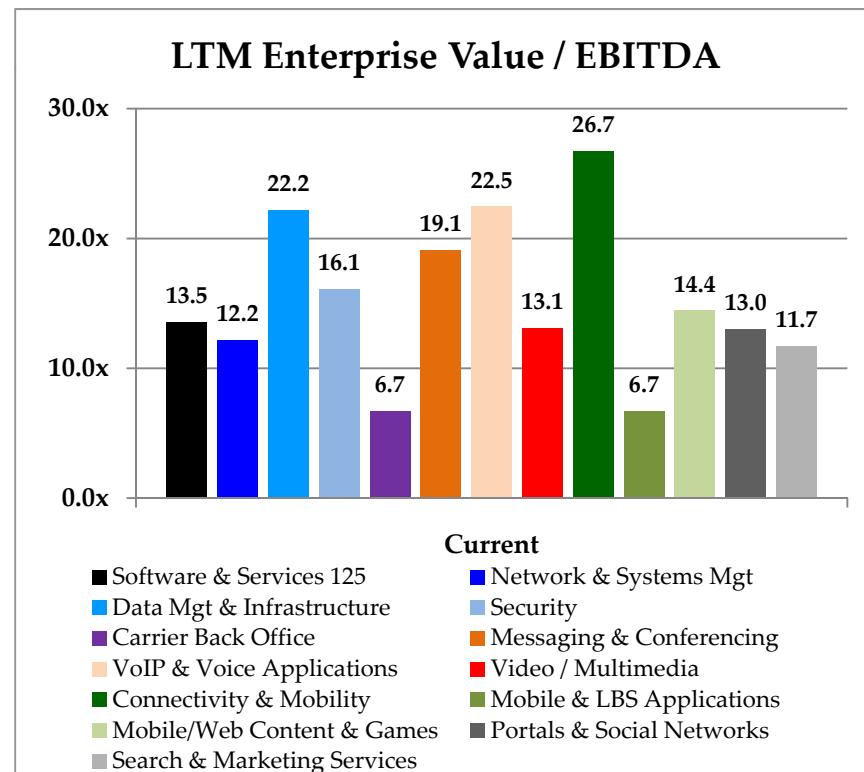
Source: SagePoint Advisors & Capital IQ

Note: Excludes companies with an LTM EBITDA margin below 5%



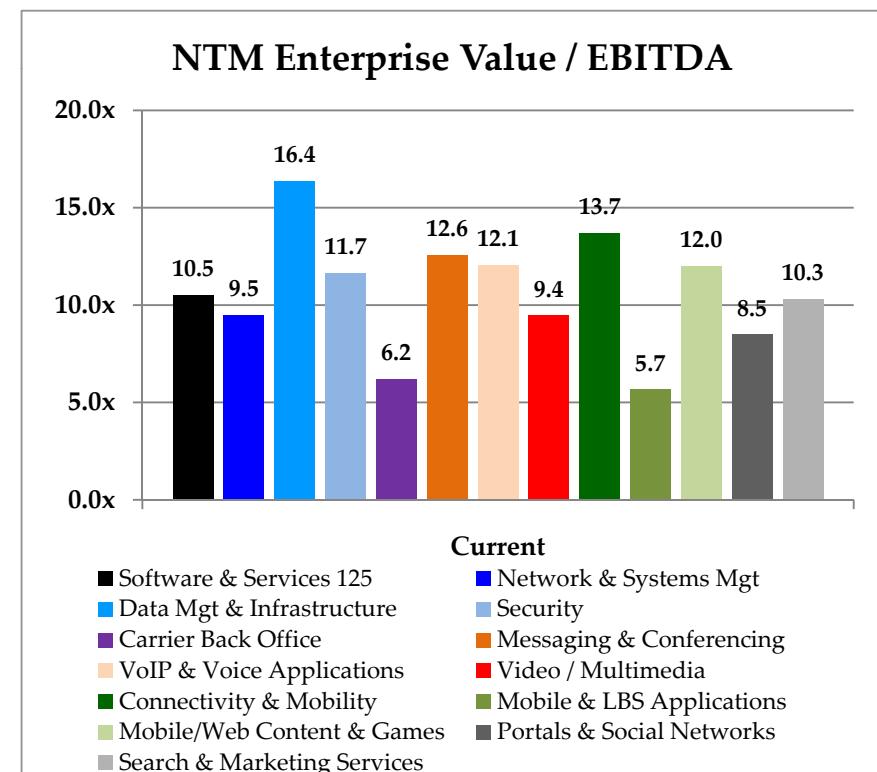
Valuation Metrics – EBITDA Multiples By Segment

- Most Software & Services segments are trading at relatively tight range of 9.5-12.5x NTM EBITDA
 - Data Mgt & Infrastructure investors appear willing to pay for slightly above median growth for a well positioned segment
 - Connectivity & Mobility trade at premium median NTM EBITDA multiples on generally strong growth expectations
 - Carrier Back Office and Mobile & LBS Applications considerably underperform the median



Source: SagePoint Advisors & Capital IQ

Note: Excludes companies with an LTM EBITDA margin below 5%

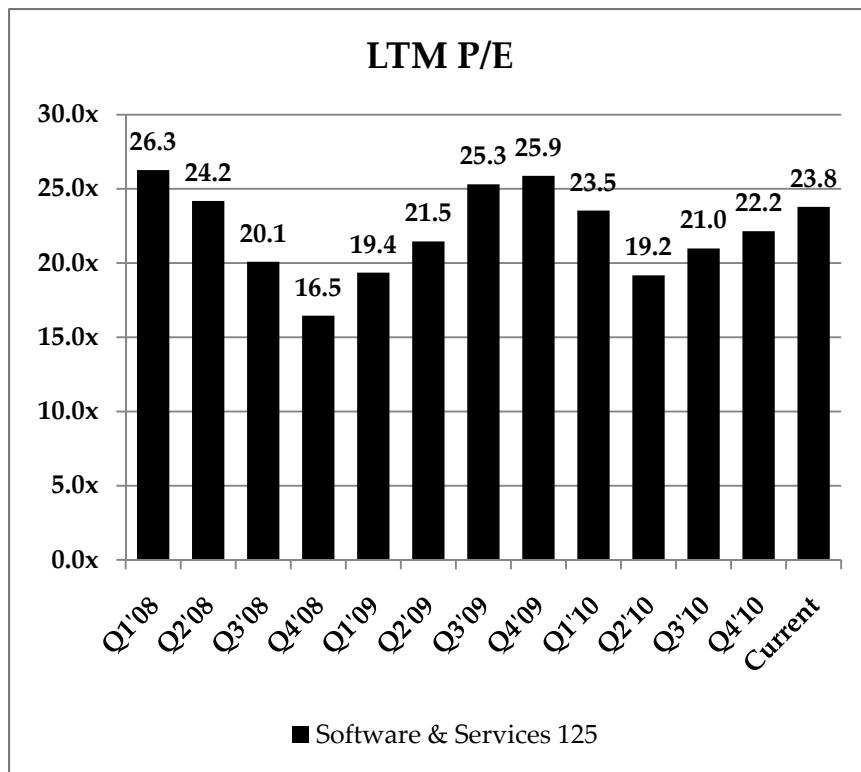


Source: SagePoint Advisors & Capital IQ

Note: Excludes companies with an NTM EBITDA margin below 5%

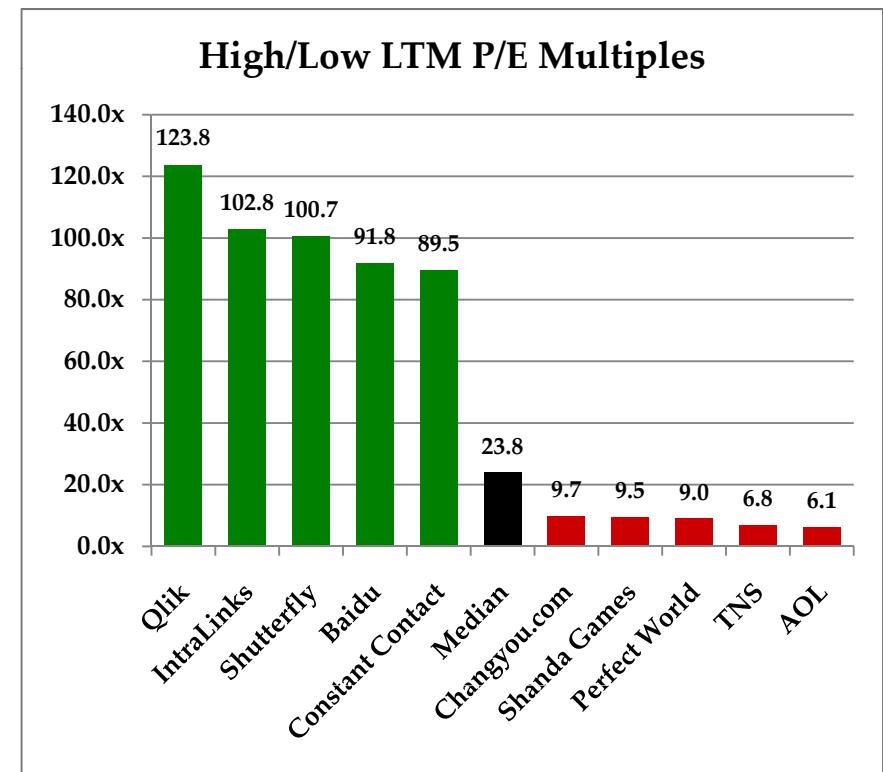
Valuation Metrics – LTM P/E Multiples

- Median P/E multiples continue to recover from the drop in H1'10 and now stand at 23.8x, still well below 2007 peak levels
 - IntraLinks projects triple digit EPS growth over the next twelve months while Qlik, Shutterfly, Baidu and Constant Contact project EPS growth in the 60-80% range
 - Qlik and Baidu's strong gross margins (91% and 81%, respectively) will help drive profitability, particularly for Qlik as SG&A becomes a smaller percentage of revenue
- Just 20 of the Software & Services 125 vendors trade at less than 15x EPS and only 5 under 10x



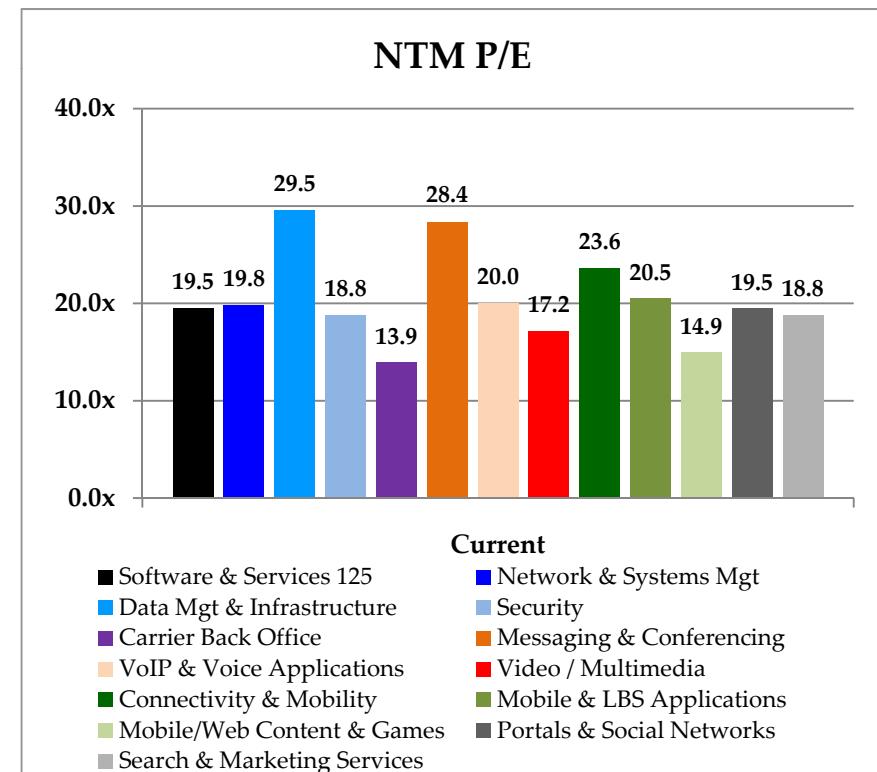
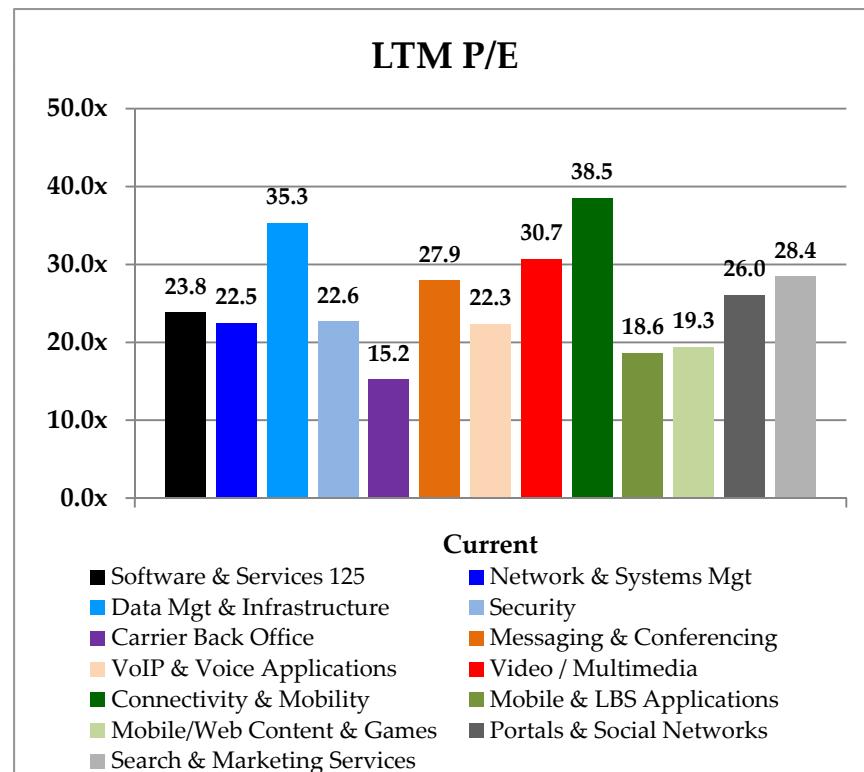
Source: SagePoint Advisors & Capital IQ

Note: Excludes companies with an LTM net margin below 2.5%



Valuation Metrics – P/E Multiples By Segment

- Software & Services 125 trade at a median NTM P/E multiple of 19.5x on median NTM EPS growth expectations of 18%
 - Data Mgt & Infrastructure, Messaging & Conferencing and Connectivity & Mobility trade at premium multiples of more than 23x NTM earnings
 - Mobile VoIP & Voice Applications and Mobile & LBS Applications also trade well at above 20x
 - Carrier Back Office and Mobile/Web Content & Games underperform with sub 15x NTM P/E multiples



Source: SagePoint Advisors & Capital IQ

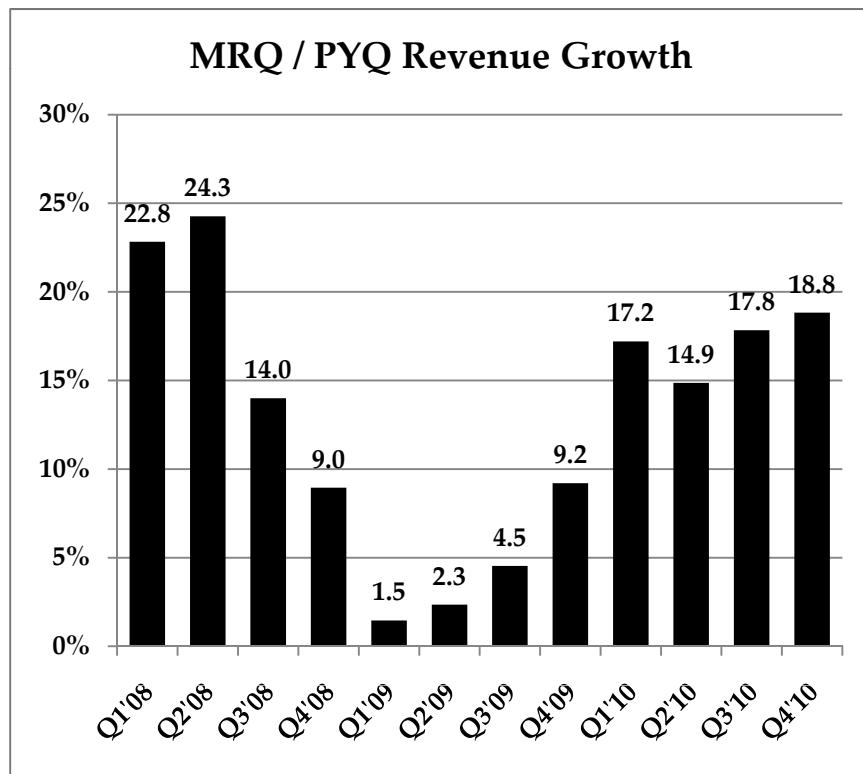
Note: Excludes companies with an LTM net margin below 2.5%

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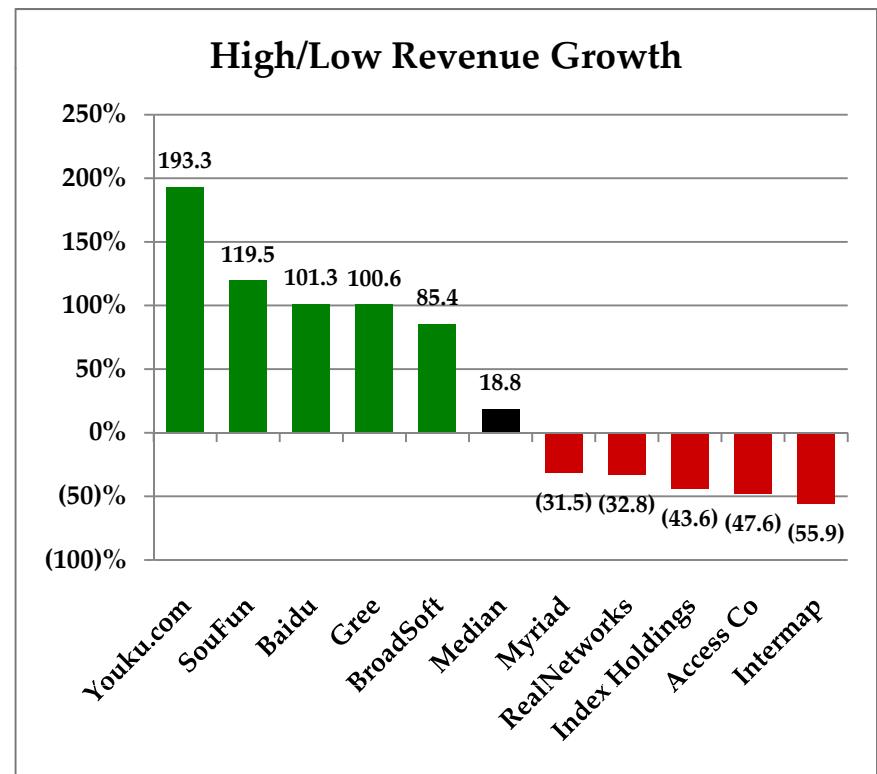
Note: Excludes companies with an NTM net margin below 2.5%

Operating Metrics – Revenue Growth

- Software & Services 125 posted double digit median revenue growth for the fourth straight quarter, up 18.8%, the highest growth rate in two years
 - Asian internet players lead revenue growth, taking the top 4 spots
 - Broadsoft came through with a very strong Q4, driving up its stock price
 - Intermap, Access, RealNetworks and Index Holdings all posted double digit sequential Q/Q growth in Q4, but remain well below PYQ numbers



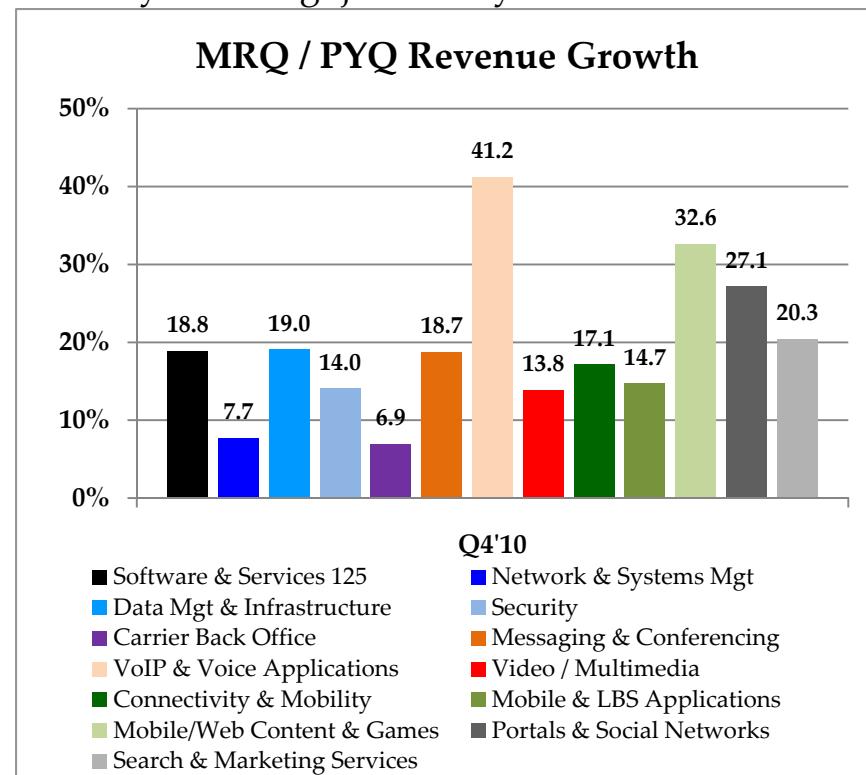
Source: SagePoint Advisors & Capital IQ



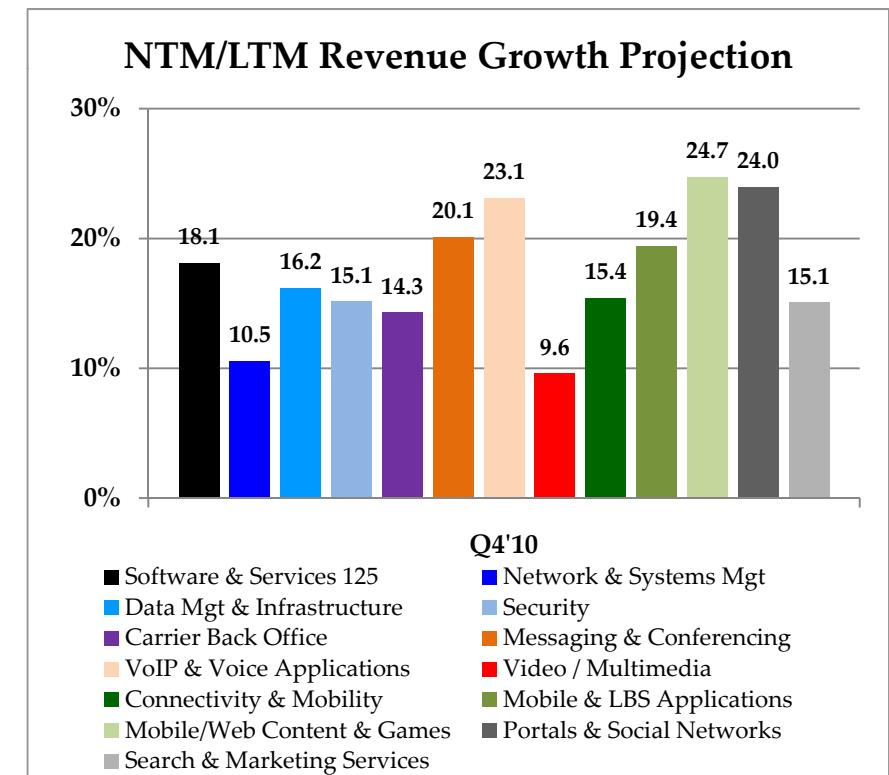
Source: SagePoint Advisors & Capital IQ

Operating Metrics – Revenue Growth by Segment

- Software & Services 125 projects median revenue growth will continue at 18% NTM, which is encouraging given this growth rate is off higher, healthier revenue bases following the recovery over the past four quarters
 - Mobile/Web Content & Games leads with 25% growth expected as increased content consumption, particularly video, will drive demand
 - Portals & Social Networks, VoIP & Voice Apps and Messaging & Conferencing also project 20%+ growth
 - Only Video/Multimedia projects less than double digit growth, though they come close, and Network & Systems Mgt just barely make it into double digits



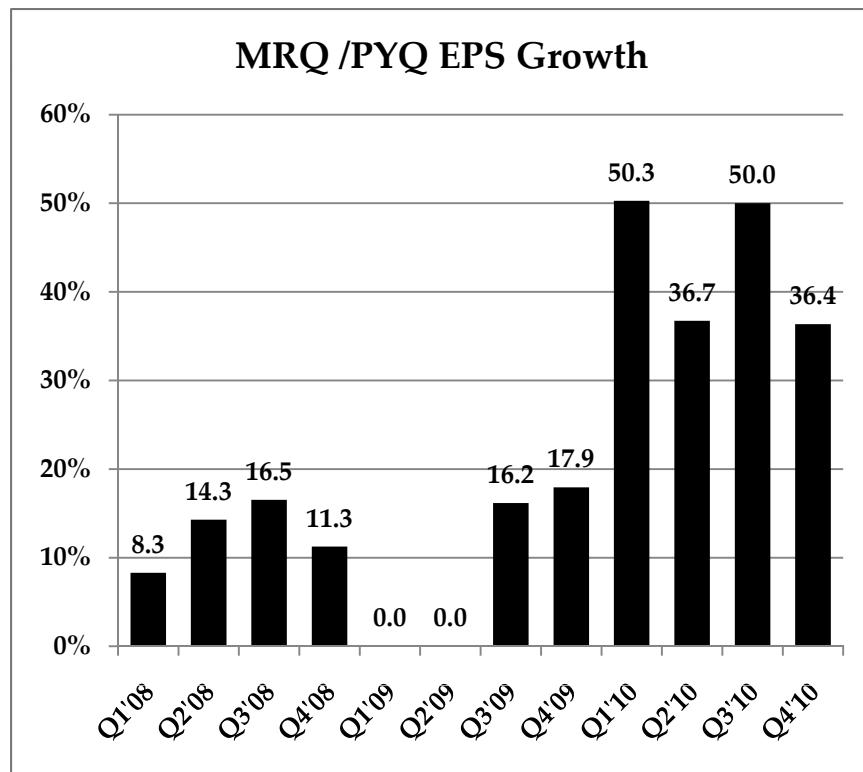
Source: SagePoint Advisors & Capital IQ



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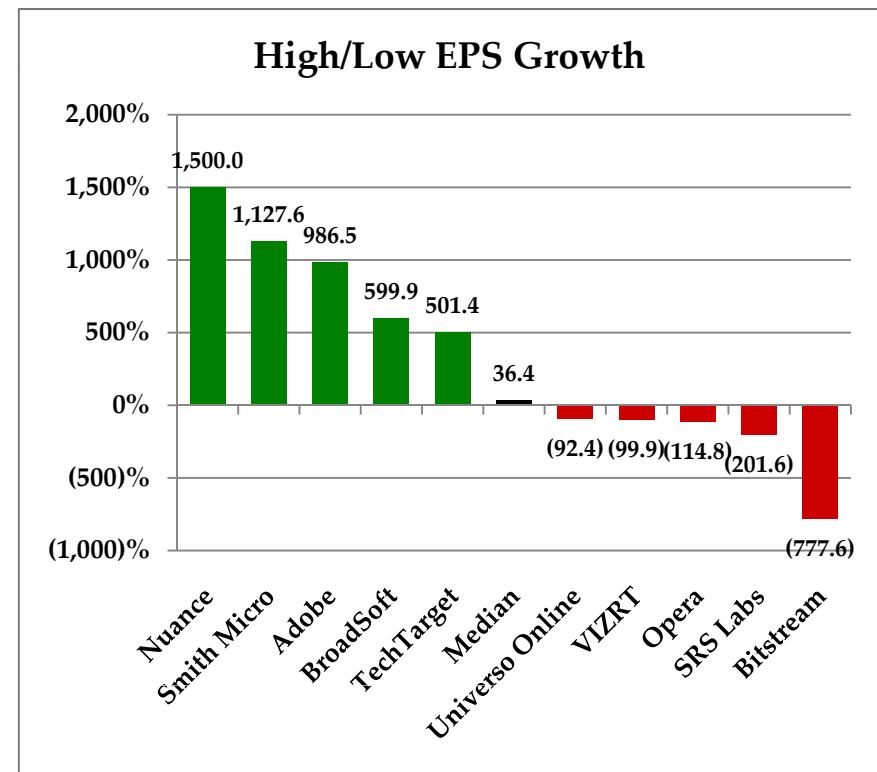
Operating Metrics – EPS Growth

- Median EPS growth for the Software & Services 125 decreased in Q4 but remains a strong 36%
- Numerous companies are posting huge EPS growth as growing revenues are driving operating leverage and strong cash flows, particularly compared to weaker prior year quarters
 - Nuance's huge growth comes as the company turned a small loss into strong earnings
 - Bitstream, on the other hand, turned a few percent positive net margin into 10%+ negative net margin
 - 30 companies posted EPS contraction, though just 10 of those posted revenue contraction



Source: SagePoint Advisors & Capital IQ

Note: Excludes companies with a net margin between -1% and 1% in the PYQ

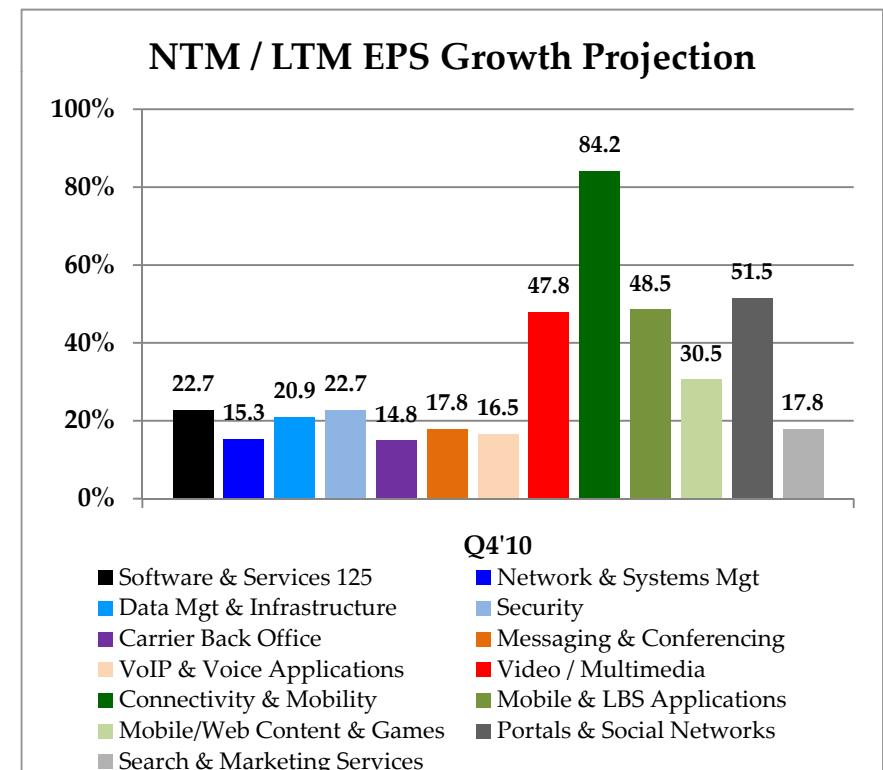
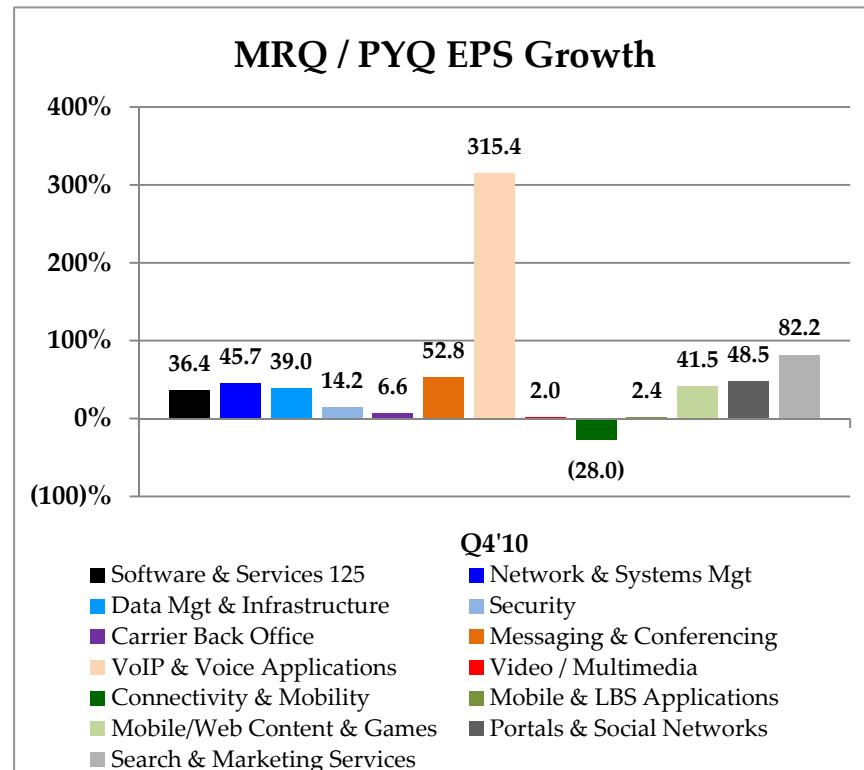


Source: SagePoint Advisors & Capital IQ

Note: Excludes companies with a net margin between -1% and 1% in the PYQ

Operating Metrics – EPS Growth by Segment

- Double digit median EPS growth is expected to continue at 22.7% over the next twelve months
- All segments project ~15%+ EPS growth over the next twelve months
 - Connectivity & Mobility is expected to lead with 80% growth after being the only segment to contract
 - Video/Multimedia and Mobile & LBS Apps expect nearly 50% growth after also being MRQ/PYQ laggards
 - 4 of the 5 VoIP and Voice Applications vendors posted triple digit MRQ/PRQ EPS growth
 - Portals & Social Networks EPS growth rate is expected to remain consistently high in the 50% range

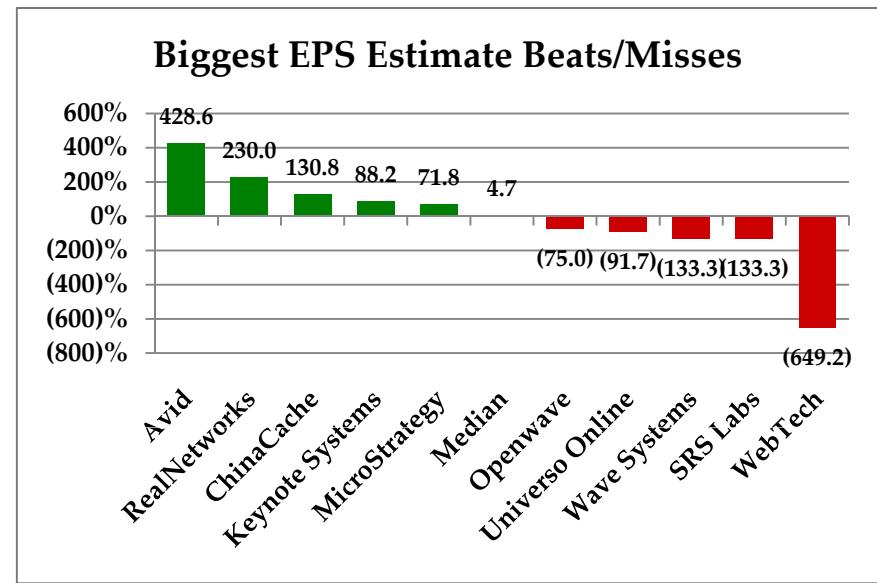
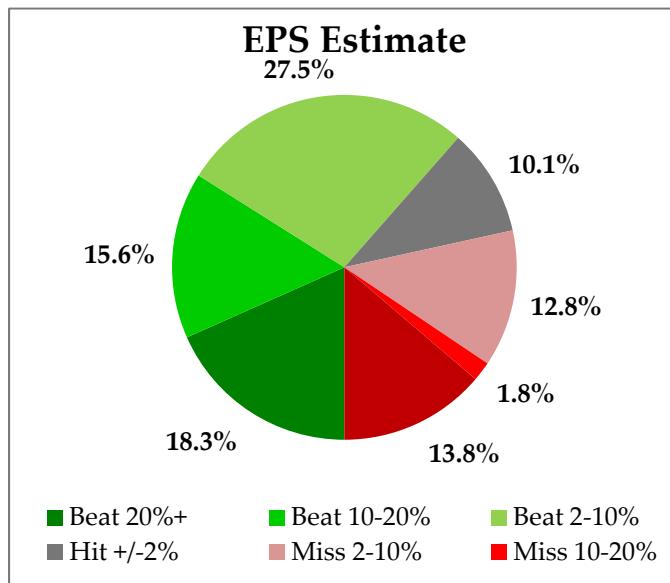
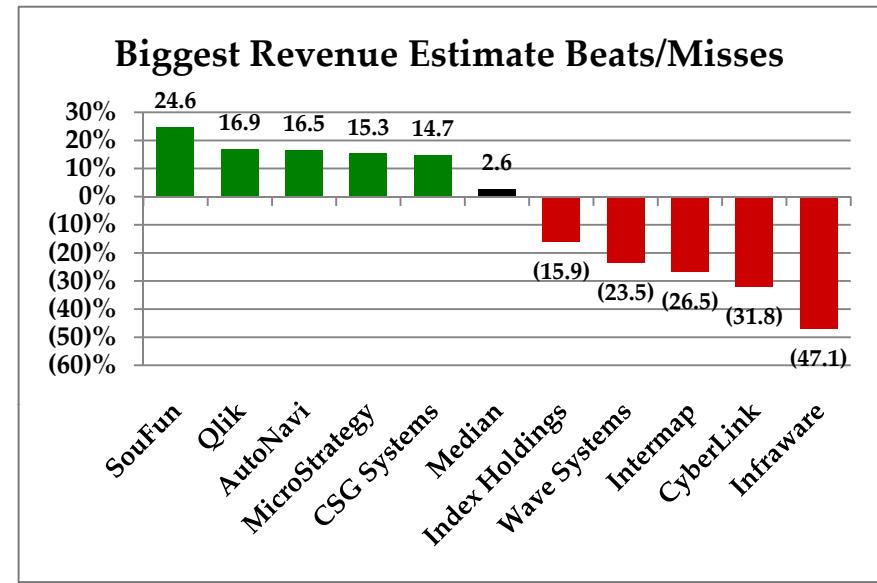
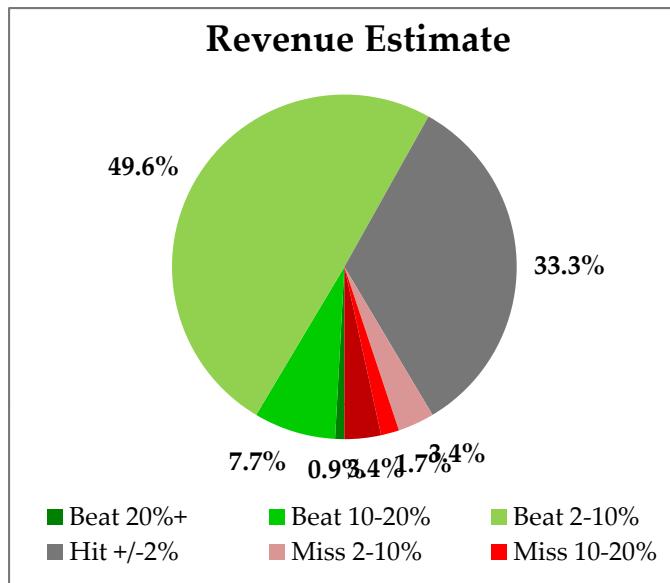


Source: SagePoint Advisors & Capital IQ

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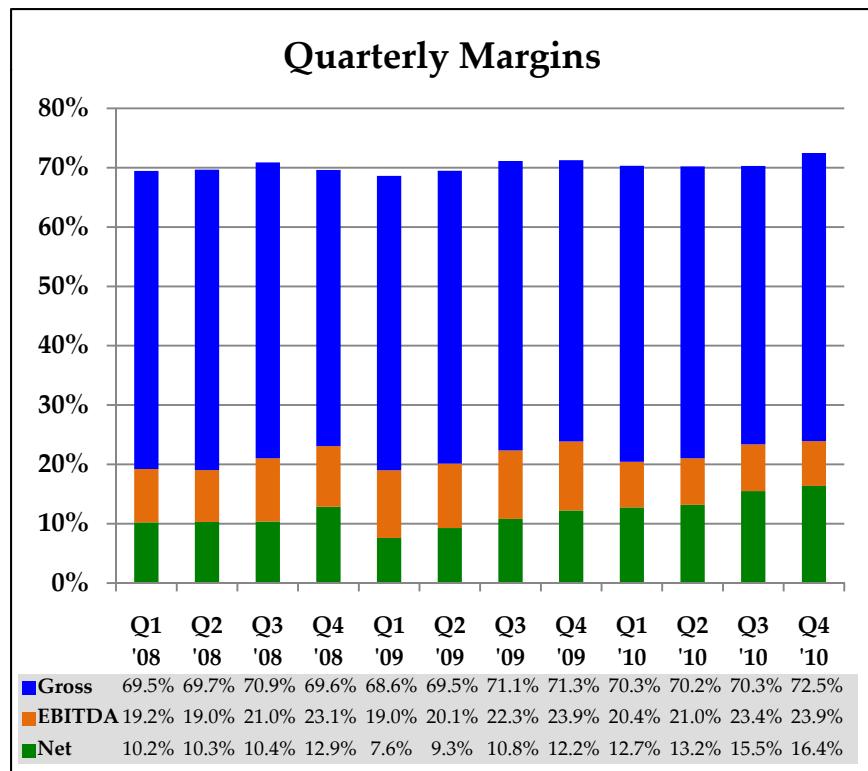
Performance Versus Analyst Estimates

- 91.5% of the Software & Services 125 met or beat revenue estimates and 71.5% met or beat EPS

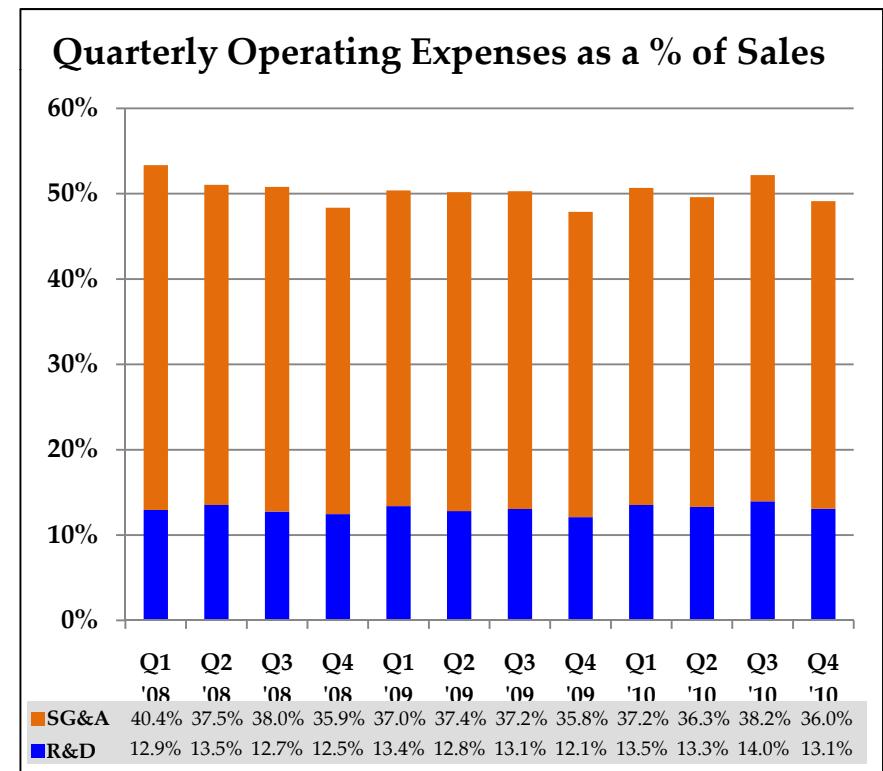


Quarterly Margins & Operating Expenses as a % of Sales Trends

- Operating models improved to record levels, driven by strong revenue growth
 - Gross margins increased to a three year high of 72.5%
 - EBITDA margins also hit their three year high of 23.9%
 - Net margins followed suit, up to a three year high of 16.4%
- Opex fell as a % of Sales to its third lowest level in three years as revenue growth provides improved scale despite aggregate spending increases



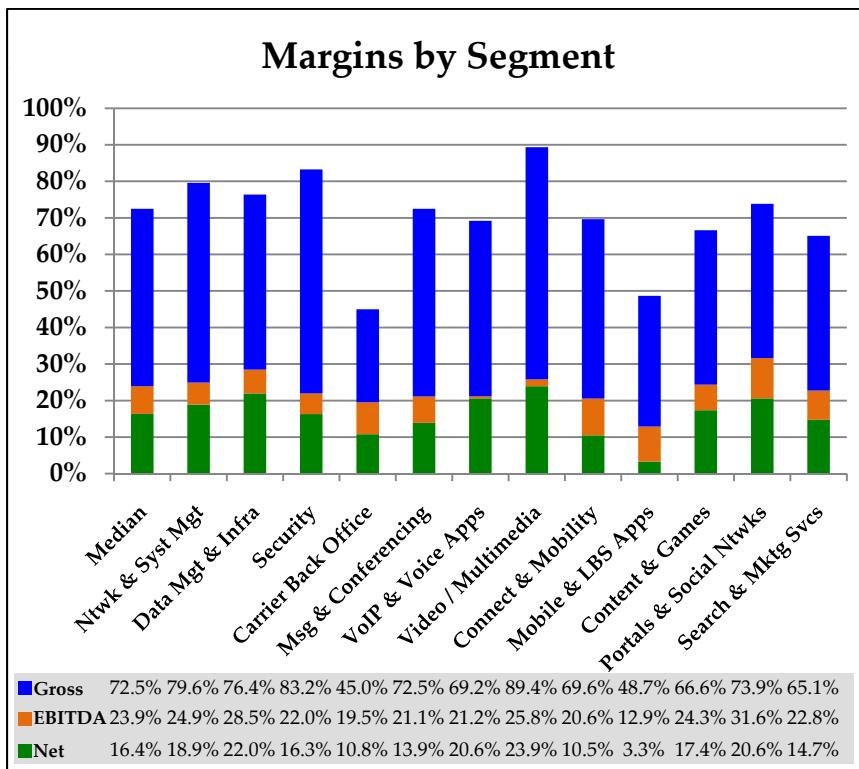
Source: SagePoint Advisors & Capital IQ



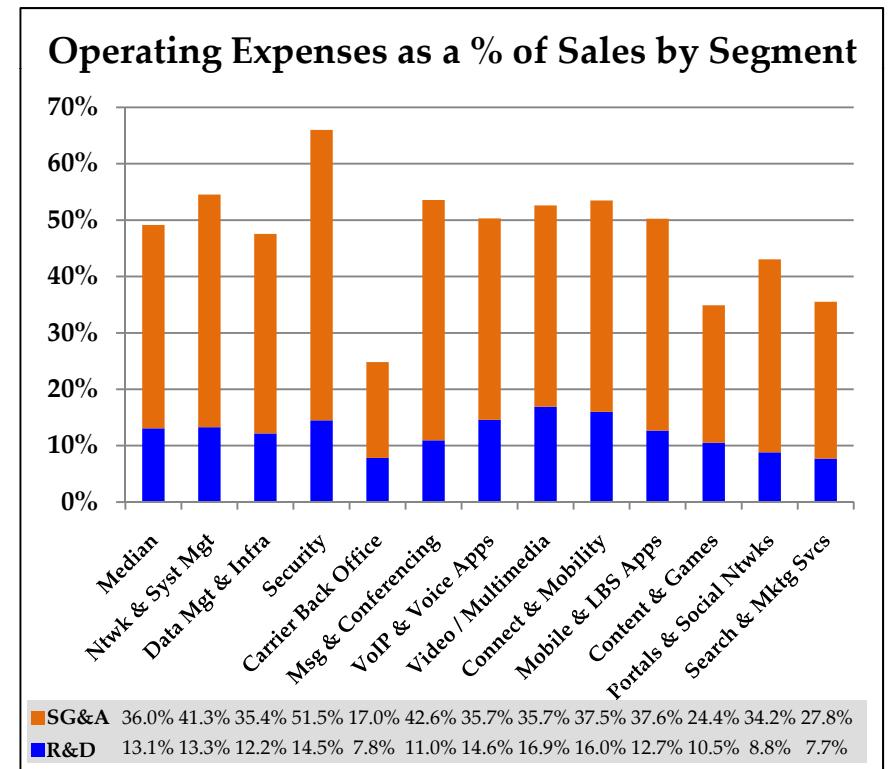
Source: SagePoint Advisors & Capital IQ

Margins & Operating Expenses as a % of Sales by Segment

- Video/Multimedia delivers high EBITDA and Net margins despite high R&D costs on industry leading gross margins of nearly 90%
- Security achieves healthy profits despite huge SG&A costs due to high gross margins
- Carrier Back Office manages decent profit margins despite very weak gross margins due to low opex requirements
- Mobile & LBS Apps' weak gross margins and relatively high opex results in low profit margins



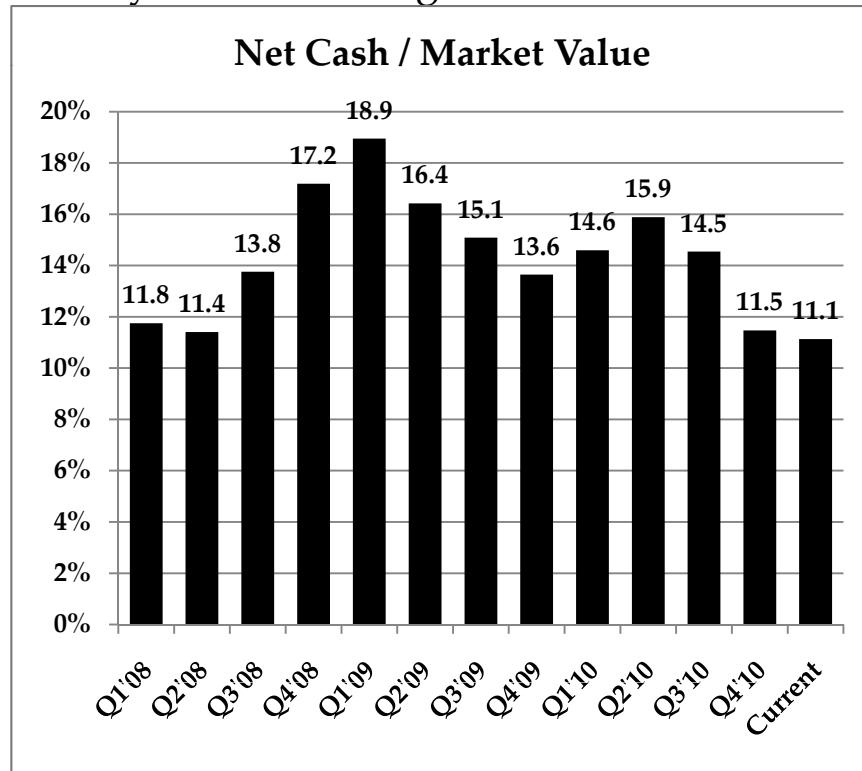
Source: SagePoint Advisors & Capital IQ



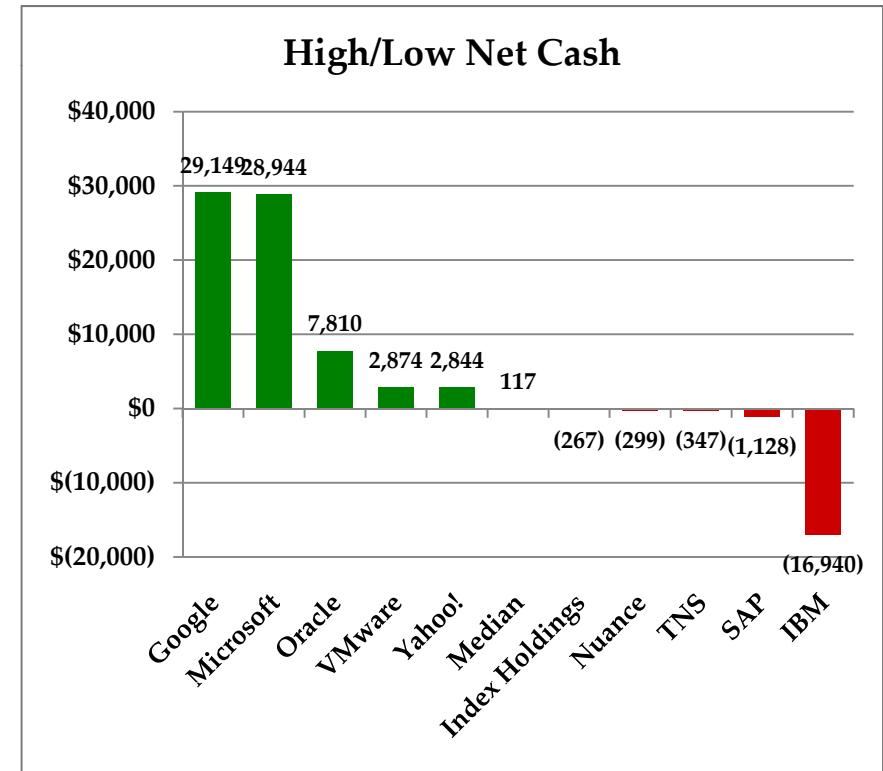
Source: SagePoint Advisors & Capital IQ

Balance Sheet Strength – Net Cash Position

- Median Net Cash / Market Value has fallen sharply to its lowest level in two years despite generally solid cash flows as the market rally drove up market values
- 27 companies have over \$500M in Net Cash which provides a war chest for acquisitions
 - Google, Oracle, VMware, CA and SAP all made sizable acquisitions in 2010 while Microsoft has made a number of smaller acquisitions
 - IBM spent over \$2B in cash on acquisitions despite heavy debt load
- Only Index Holdings has a Net Debt / EBITDA ratio of more than 3x



Source: SagePoint Advisors & Capital IQ



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Introduction to SagePoint Advisors

Introduction to SagePoint Advisors

SagePoint Advisors is a boutique investment banking firm focused exclusively on providing merger, acquisition and strategic advisory services to growth companies in the technology and telecom sectors.

Mission	To deliver the senior-level attention, trusted relationships and market insight on \$20-150 million M&A transactions that other investment banks reserve only for much larger transactions.
Services	Sell Side Advisory, Divestitures, Buy Side Advisory, Strategic Investments
Industry Focus	Internet, Communications & IT Infrastructure
Offices	San Diego, CA

SagePoint Advisors Team

David P. Michaels - Founder & Managing Director



Prior to founding SagePoint Advisors in 2008, David Michaels was a Co-Founder, Partner and Managing Director at Montgomery & Co., a leading investment bank focused on serving emerging-growth technology companies and their venture backers. Mr. Michaels co-founded Montgomery's investment banking business in 1996 as the lead banker and played an instrumental role in building the business to over \$50 million in revenues and 80 employees. Mr. Michaels launched Montgomery's San Diego office in 2003 and established Montgomery as the dominant brand in the region. Mr. Michaels also ran the firm's Communications and Digital Media Technology practice areas for several years prior to his departure. During his 14 year tenure at Montgomery, Mr. Michaels advised CEOs and Boards on more than 75 corporate strategy, M&A and fund raising engagements.

Mr. Michaels has intimate knowledge of the strategic landscape, market dynamics and technology underpinnings of several high technology market segments including wireless infrastructure, software and services, voice, video and data infrastructure, software and services, storage infrastructure and software, networking equipment, Internet software and services and semiconductors. Prior to co-founding Montgomery's investment banking business, Mr. Michaels managed strategic consulting assignments for the firm including market entry analysis, acquisition search studies and strategic portfolio assessments.

Prior to joining the Montgomery in 1994, Mr. Michaels held various investment banking positions including a position within Bankers Trust Corporate Finance Department, where he helped execute merger and acquisition assignments such as sale mandates and valuation analyses. Prior to that, Mr. Michaels worked as a structural engineer at General Dynamics, where he assisted on the Advanced Tactical Fighter program. Mr. Michaels received an M.B.A. with an emphasis in marketing and entrepreneurship from the Anderson School of Management at UCLA and holds a B.S. in Mechanical Engineering from the University of Michigan.

Teak Murphy - Senior Associate



Prior to joining SagePoint, Teak worked as a Senior Associate with Enterprise Partners Venture Capital, the largest Southern California based VC firm, where he evaluated investment opportunities and worked closely with senior management and board members to successfully grow portfolio companies. Prior to Enterprise Partners, Teak worked as an Associate in technology investment banking at Montgomery & Co. where he spent three years working closely with SagePoint's founder David Michaels on buy-side and sell-side M&A transactions. Prior to Montgomery, Teak worked at Cowen & Co. advising technology companies on M&A and IPO transactions.

Teak's experience working on fund raising, mergers and acquisitions, and initial public offerings as both an advisor and investor provides unique insight into the needs of venture-backed companies. Teak graduated from the University of Southern California with honors, receiving a B.S. in Business Administration and Finance .

Primary Industry Focus – Communications & Networking

Segment	Subcategory Examples	
Cloud, SaaS & Internet	<ul style="list-style-type: none"> • Cloud Computing • Cloud Storage • Cloud Security • Software-as-a-Service 	<ul style="list-style-type: none"> • Web Hosting & Colocation • Web-Based Communications • Social Networking • Internet Search & Marketing
Wireless & Mobile	<ul style="list-style-type: none"> • Mobile Applications • Mobile Advertising • Mobile Payments • Location Based Services • Wireless Gateways 	<ul style="list-style-type: none"> • Network Infrastructure • Network Software • Client Devices • Semiconductors
Voice, Video & Data	<ul style="list-style-type: none"> • Service Providers • Client Software • Server Software • Telecom Equipment 	<ul style="list-style-type: none"> • Customer Premise Equipment • Consumer Devices • Semiconductors
IT Infrastructure	<ul style="list-style-type: none"> • Data Networking • Computing • Storage • Security • Virtualization 	<ul style="list-style-type: none"> • Network Management • Systems Management • Application Acceleration • Data Analytics

Transaction Experience of SagePoint Team

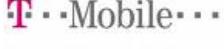
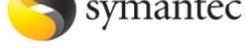
 <p>Continuous Computing™</p> <p>has been acquired by</p> <p>RadiSys.</p> <p>Up to \$120,000,000 Pending</p>	 <p>Xumii...stay connected</p> <p>has been acquired by</p> <p>myriad™</p> <p>August 2009</p>	 <p>Strix Network's Wireless SYSTEMS</p> <p>has been acquired by</p> <p>Undisclosed Buyer</p> <p>November 2008</p>	 <p>SKY MOBILEMEDIA</p> <p>has sold certain assets to</p> <p>Undisclosed Handset OEM</p> <p>October 2008</p>	 <p>SKY MOBILEMEDIA</p> <p>Buyside Advisory</p> <p>2008</p>	 <p>vativ technologies</p> <p>has been acquired by</p> <p>ENTROPIC communications</p> <p>April 2008</p>	 <p>Network Physics</p> <p>has sold its assets to</p> <p>OPNET Moving Networks and Applications Platform™</p> <p>\$10,000,000 October 2007</p>
 <p>ACCESSLINE communications</p> <p>has been acquired by</p> <p>Telanetix</p> <p>\$34,875,000 September 2007</p>	 <p>MuthenTec The Power of Touch</p> <p>Initial Public Offering \$82,500,000 Co-manage</p> <p>June 2007</p>	 <p>CrystalVoice</p> <p>has been acquired by</p> <p>eGIPS</p> <p>January 2007</p>	 <p>DIVX®</p> <p>Initial Public Offering \$167,440,000 Co-manager</p> <p>September 2006</p>	 <p>nevenvision MACHINE VISION TECHNOLOGY</p> <p>has been acquired by</p> <p>Google™</p> <p>August 2006</p>	 <p>GERS RETAIL SYSTEMS</p> <p>has been acquired by</p> <p>GOLDEN GATE CAPITAL</p> <p>August 2006</p>	 <p>RAPTOR NETWORKS TECHNOLOGY INC</p> <p>Senior Convertible Debentures \$5,000,000 Financial Advisor and Placement Agent</p> <p>July 2006</p>
 <p>UNICRU</p> <p>has been acquired by</p> <p>KRONOS®</p> <p>\$150,000,000 July 2006</p>	 <p>ZMD</p> <p>has sold its SRAM assets to</p> <p>SIMTEK</p> <p>January 2006</p>	 <p>INFOSONICS</p> <p>Private Investment in Public Equity \$14,400,000 Co-Agent</p> <p>January 2006</p>	 <p>COMMASIC</p> <p>has been acquired by</p> <p>freescale semiconductors</p> <p>October 2005</p>	 <p>PROCOM TECHNOLOGY</p> <p>has agreed to the sale of their NAS Software Intellectual Property to</p> <p>Sun microsystems</p> <p>\$50,000,000 May 2005</p>	 <p>Peregrine Semiconductor</p> <p>has sold a minority stake to</p> <p>Strategic Investor</p> <p>2005</p>	 <p>Gyration</p> <p>has been acquired by</p> <p>THOMSON</p> <p>August 2004</p>
 <p>element the e-way of software</p> <p>has been acquired by</p> <p>Digital River</p> <p>\$122,500,000 April 2004</p>	 <p>Synad Technologies</p> <p>has been acquired by</p> <p>ST</p> <p>December 2003</p>	 <p>AIRPRIME™</p> <p>has been acquired by</p> <p>SIERRA WIRELESS</p> <p>August 2003</p>	 <p>Netreon</p> <p>has been acquired by</p> <p>ca</p> <p>February 2003</p>	 <p>ZONE OF TRUST™</p> <p>has been acquired by</p> <p>GUARDENT™</p> <p>April 2002</p>	 <p>dataDIRECT NETWORKS</p> <p>Private Placement \$9,900,000 Placement Agent</p> <p>July 2001</p>	 <p>TELECORE the leader in emerging data technology</p> <p>has merged with</p> <p>viaSource Communications, Inc.</p> <p>\$157,000,000 March 2000</p>

Transaction Experience by Market Segment

The SagePoint Team has led more than 75 M&A and fund raising engagements with deal experience across the Internet, Communications and IT Infrastructure value chain.

Segment	Transaction Experience Examples	
Cloud, SaaS & Internet	<ul style="list-style-type: none"> • Xumii sale to Myriad Group • AccessLine sale to Telanetix • Neven Vision sale to Google • Unicru sale to Kronos • Element5 sale to Digital River 	<ul style="list-style-type: none"> • ZoneOfTrust sale to Guardent • GeoNet sale to Level 3 • Compute Intensive sale to Verio • Speakeasy Capital Raise • Cephren Strategic Investment
Wireless & Mobile	<ul style="list-style-type: none"> • CCPU sale to Radisys • Xumii sale to Myriad Group • Strix sale to Idream • Sky Mobile Media Asset Sale • Neven Vision sale to Google 	<ul style="list-style-type: none"> • CommAsic sale to Freescale • Peregrine Strategic Investment • Synad sale to STMicro • Airprime sale to Sierra Wireless • Tachyon Capital Raise
Voice, Video & Data	<ul style="list-style-type: none"> • Vativ sale to Entropic • AccessLine sale to Telanetix • CrystalVoice sale to GIPS • DivX IPO • TIR sale to Philips 	<ul style="list-style-type: none"> • Gyration sale to Philips • Compute Intensive sale to Verio • Speakeasy Capital Raise • Tachyon Capital Raise • Telecore sale to ViaSource
IT Infrastructure	<ul style="list-style-type: none"> • Network Physics sale to OpNet • AuthenTec IPO • Raptor Networks Capital Raise • Procom sale to Sun 	<ul style="list-style-type: none"> • LVL7 sale to Broadcom • Netreon sale to CA • ZoneOfTrust sale to Guardent • DataDirect Capital Raise

Representative Buyer Relationships

Internet / Media	Service Providers	IT Infrastructure & Software	Telecom Equipment	Consumer Electronics	Semiconductors
          	         	           	       	        	         

Why Work With SagePoint?

- SagePoint delivers the senior-level attention, trusted relationships and market insight on \$20-150M transactions that larger investment banks reserve only for much larger transactions
- SagePoint's domain knowledge is world-class across most segments of the Internet, Communications and IT Infrastructure value chain
- SagePoint has developed trusted relationships with the most active strategic buyers across the Internet, Communications and IT Infrastructure value chain
- SagePoint has the M&A expertise that comes only from decades of experience focusing on strategic transactions
- SagePoint's unwavering integrity and commitment to intellectual honesty ensures that we tell our clients what they need to hear to make sound business decisions
- At SagePoint, we offer sage advice that points our clients in the right direction to ensure an optimal outcome