

SagePoint Equipment M&A Review for Q4 2010

An Analysis of M&A Activity and Valuation
Metrics in the Communications, IT and Consumer
Electronics Equipment Market Segments



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SagePoint's Viewpoint - Key Takeaways

- M&A dollar volume across SagePoint's entire Internet, Communications & IT Infrastructure ("ICIT") more than doubled in 2010 compared to 2009
 - Multi-billion dollar deals in all segments helped drive the strong rebound
 - Q4 M&A dollar volume across SagePoint's ICIT universe rose 13%, driven by the \$23B telco megamerger of VimpelCom and Weather Investments
- M&A transaction volume across SagePoint's ICIT universe was up nearly 25% in 2010 compared to 2009
 - Telecom Services and Software & Services drove the growth
 - Q4 M&A transaction volume across SagePoint's ICIT universe was up over 10% versus Q3'10, the second straight quarter of double digit transaction volume growth
- Median deal size across all targets in SagePoint's ICIT universe more than doubled to \$25M in 2010 from \$12M in 2009
- The Median LTM revenue multiple across all targets in SagePoint's ICIT Universe increased over 40% in 2010 to 2.0x
 - Improved market valuations and buyers aggressively acquiring to drive scale and broaden product offerings resulted in the highest annual median revenue multiple level in the past four years
 - The Q\$ Median LTM revenue multiple across all targets in SagePoint's ICIT Universe fell to 1.7x in Q4 as software multiples dropped significantly

SagePoint's Viewpoint - Key Takeaways Continued

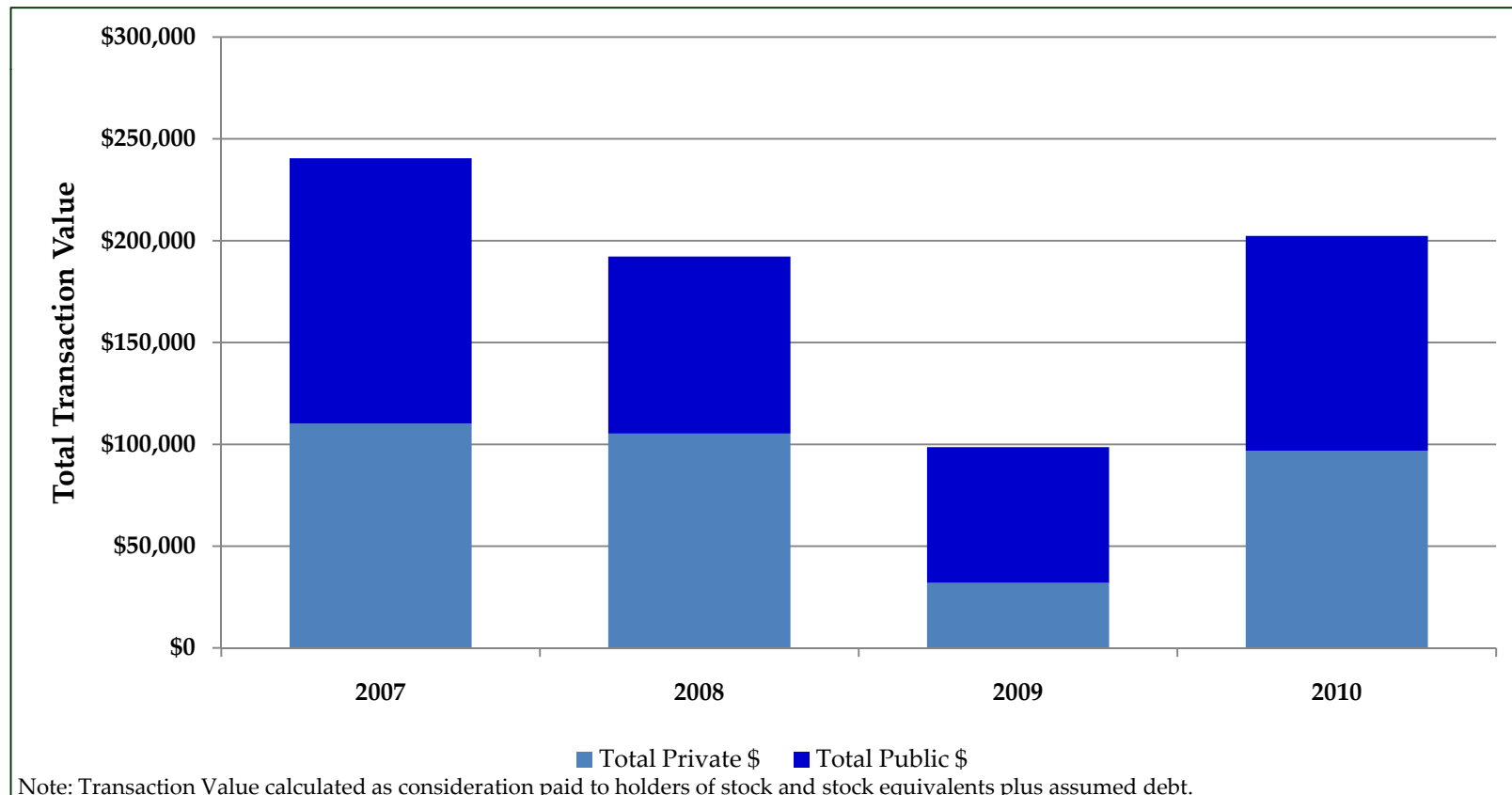
- 2010 dollar volume across SagePoint's Equipment universe nearly dropped in half from 2009 which saw ten \$1B+ deals, including six in Q4'09
 - Equipment M&A dollar volume grew 50% in Q4, significantly up for the third straight quarter as the M&A markets rebound
 - Carlyle/CommScope (\$4.5B) and EMC/Isilon (\$2.5B) represented more than half of total Q4 deal dollars
- 2010 Equipment M&A transaction volume was down slightly from 2009, primarily due to a very weak Q3'10
 - Equipment M&A transaction volume grew 64% in Q4 versus Q3, reversing a three quarter trend of shrinking deal volume
 - Components & Subsystems rebounded and Wireline Network doubled to its highest level in four years
- 2010 saw a steep drop in sub \$10M private Equipment deals and a strong increase in \$25-250M private Equipment deals
 - Sub \$100M deals dominated Equipment deals for private targets in Q4 with just 4 deals >\$100M
 - Median deal size dropped from Q3 but at \$40M is double the next highest quarter since beginning of '07
- A pickup in midsize public Equipment deals (\$100-250M) led to a big jump in median deal size for 2010
 - Two \$1B+ public deals were announced in Q4, well below the five deals in Q4'09 but only the second time in the past three years there were 4 or more \$500M+ public deals
 - Larger deals were more prevalent in Q4 with 5 of the 10 deals above \$250M with a median of \$266M

SagePoint's Viewpoint - Key Takeaways Continued

- 2010 Median LTM revenue multiples for private targets jumped to 1.6x from 1.1x in '09 while public multiples inched up slightly to 1.1x from 0.9x
 - Q4 Median LTM revenue multiples for private targets dipped slightly but remain healthy at 1.9x
 - Only three private deals were above 3x while just four private deals came in under 1x
 - Median LTM revenue multiples for public targets rose to 1.5x, returning to more typical levels on a historic basis
- The most active buyers for the past two years were led by Cisco with six deals (though just one deal in '10), and Ericsson with five deals, who has been picking up scraps of Nortel
- Notable Q4 transactions include:
 - Carlyle took CommScope private for \$4.5B
 - EMC's \$2.5B acquisition of Isilon Systems
 - Dell's \$884M acquisition of Compellent Technologies
 - Dover/Knowles' \$855M acquisition of NXP's Sound Solutions Business
 - Veritas Capital took CPI International private for \$524M
 - Teledyne's \$345M acquisition of DALSA
 - Mellanox's \$186.5M acquisition of Voltaire
 - Juniper's \$152M acquisition of Trapeze Networks
 - Francisco Partners' \$146M acquisition of Source Photonics
- SagePoint expects M&A transaction volume to remain healthy in 2011 though dollar volume will continue to bounce around depending on \$1B+ deal activity
 - SagePoint expects to continue to see \$100M+ private deals and a fair number of mid cap public deals

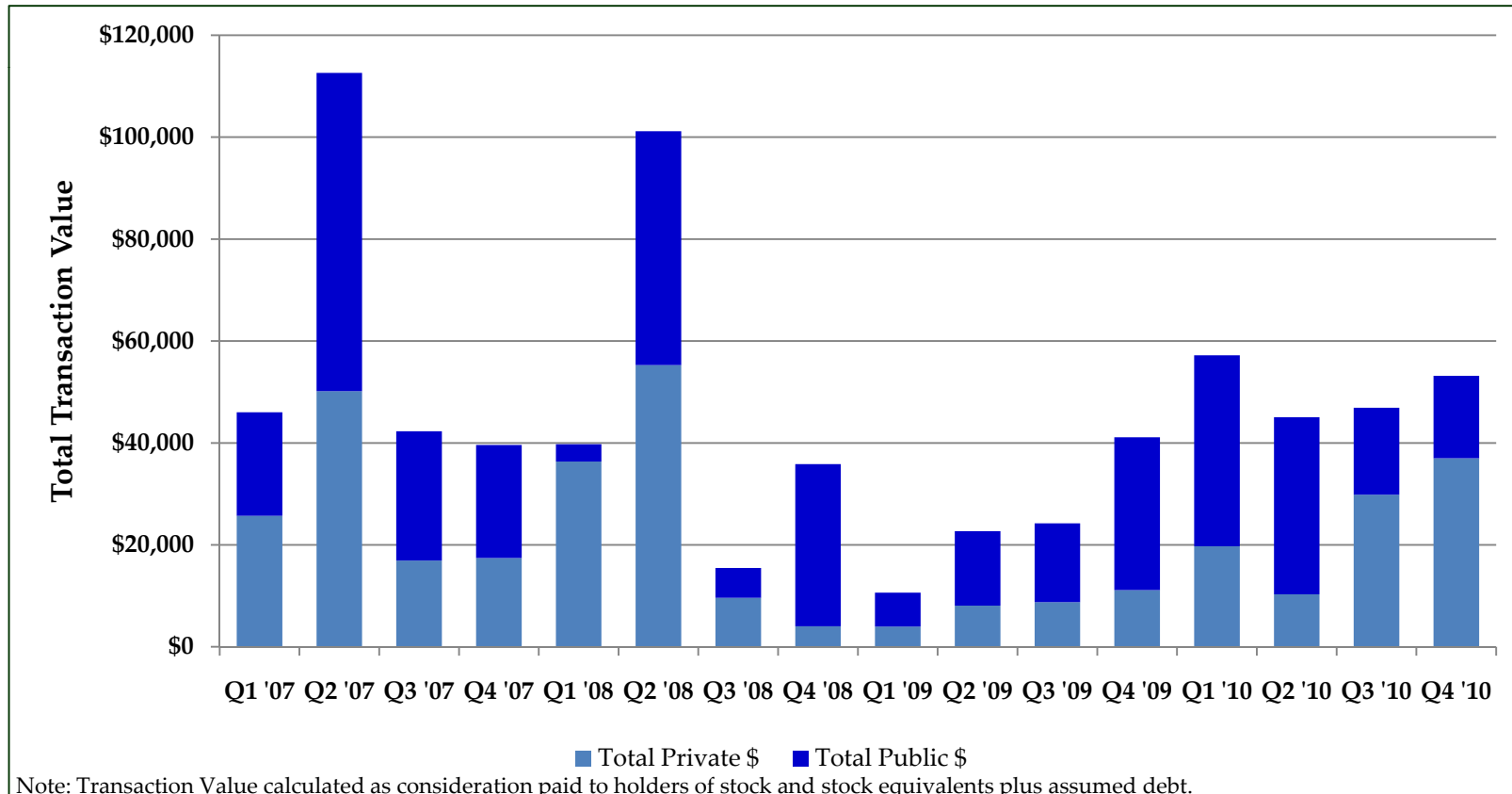
Annual M&A Dollar Volume – SagePoint ICIT Universe

- M&A dollar volume across SagePoint 's entire Internet, Communications & IT Infrastructure (“ICIT”) more than doubled in 2010 compared to 2009
- Multi-billion dollar deals in all segments helped drive the strong rebound
 - Telecom Services drove most of the increase with \$130.7B in 2010 versus \$38.4B in 2009, fueled by mega-mergers
 - Software & Services also grew significantly to \$47.9B in 2010 from \$9.9B in 2009



Quarterly M&A Dollar Volume – SagePoint ICIT Universe

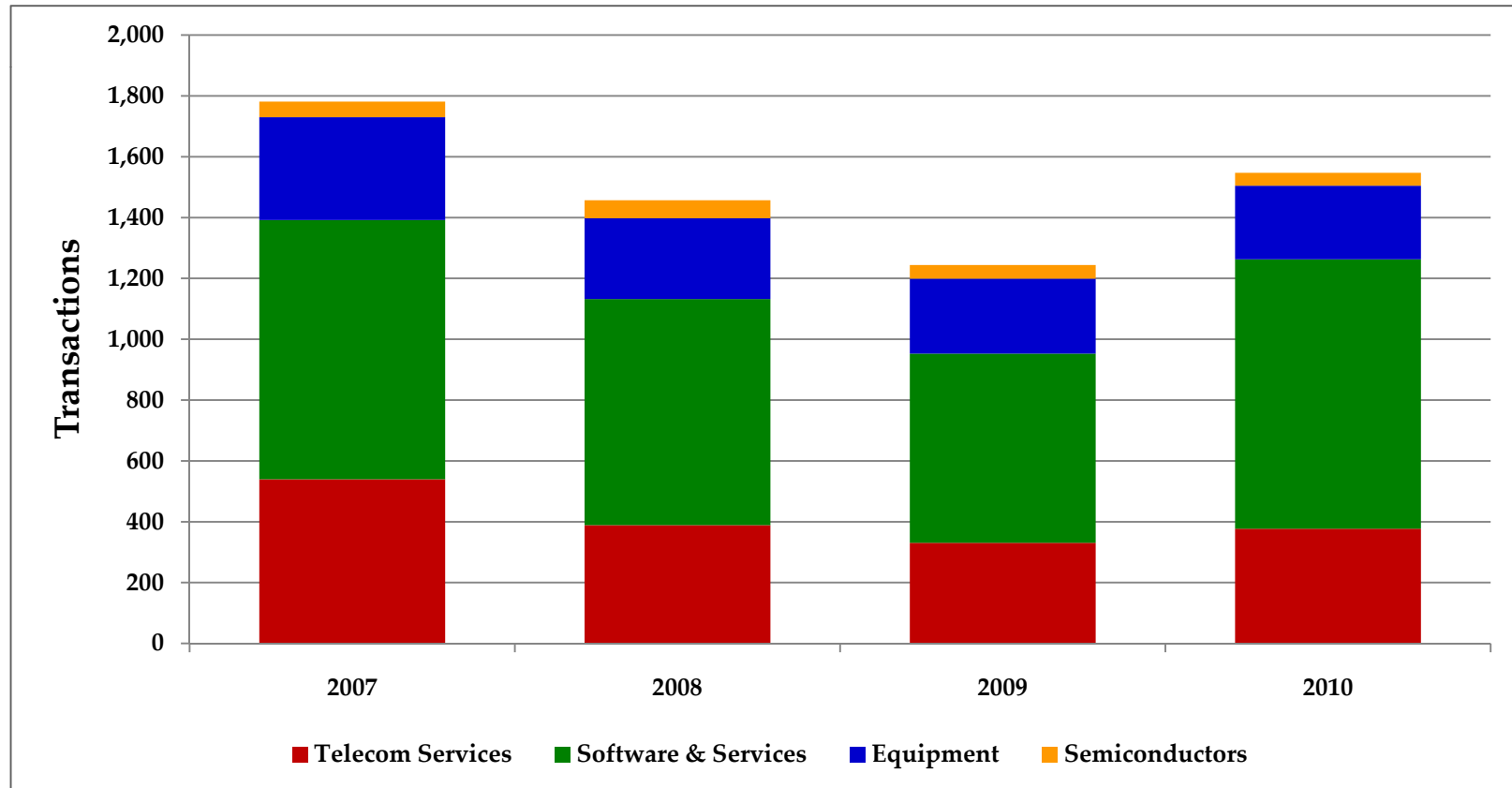
- M&A dollar volume across SagePoint 's ICIT Universe rose 13%, driven by the \$23B telco megamerger of VimpelCom and Weather Investments
 - Equipment total deal dollars showed continued growth, buoyed by Carlyle's \$4.5B buyout of CommScope and EMC's \$2.5B bid for Isilon
 - Semis deal dollars fell back to typical levels after an uncharacteristically strong Q3
 - Software total deal dollars were cut by more than half compared to huge Q3 that was driven by Intel's \$7.5B acquisition of McAfee



Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.

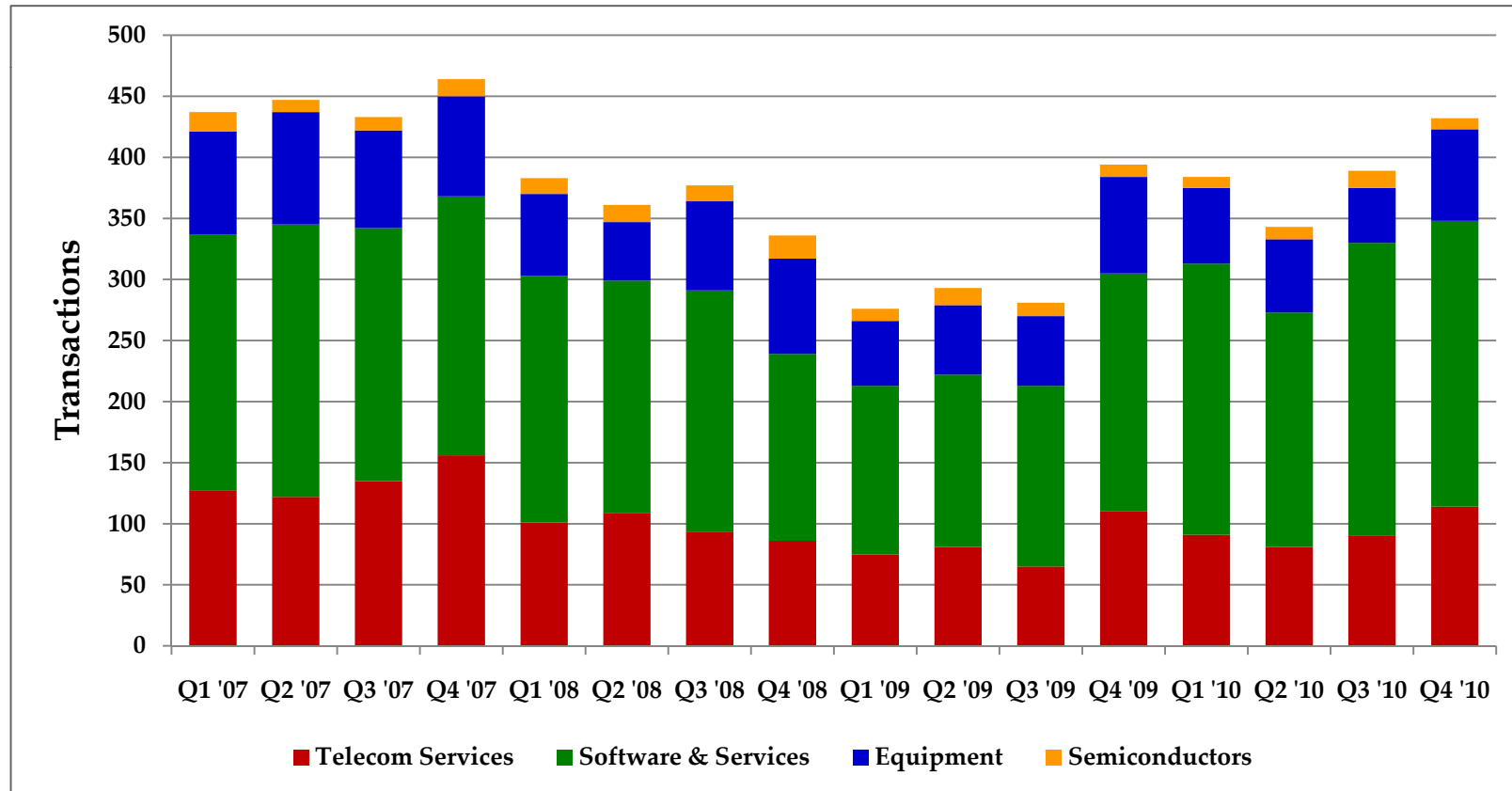
Annual M&A Transaction Volume – SagePoint ICIT Universe

- M&A transaction volume across SagePoint’s ICIT universe was up nearly 25% in 2010 compared to 2009
 - Telecom Services and Software & Services drove the growth while Semiconductors and Equipment were both slightly down
- Median deal size doubled from \$12M in 2009 to \$25M in 2010



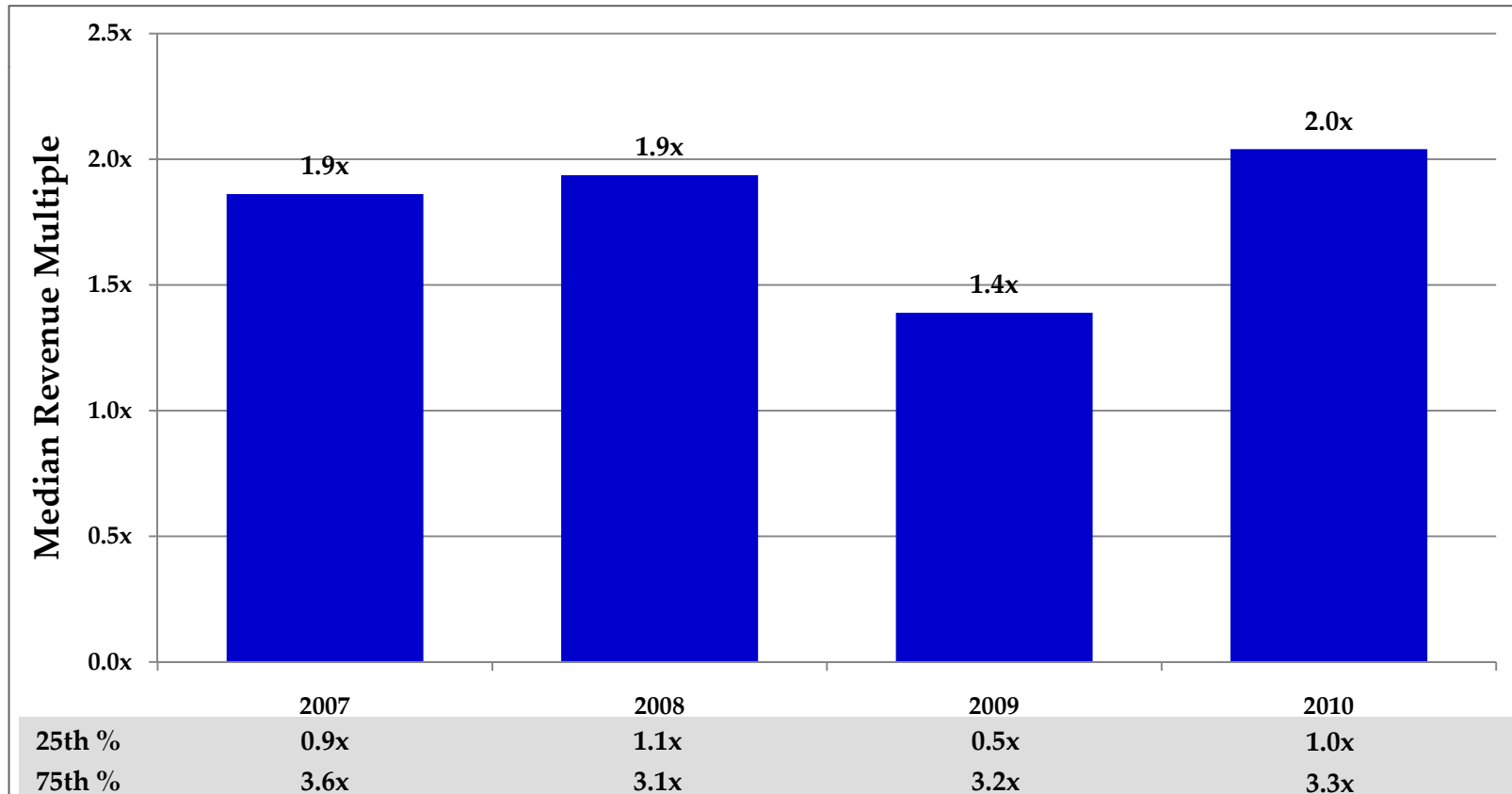
Quarterly M&A Transaction Volume – SagePoint ICIT Universe

- M&A transaction volume across SagePoint’s ICIT universe was up over 10% Q/Q again
- Q4’10 deal volume is nearing 2007 levels with over 400 deals for the first time since Q4’07
 - Equipment and Telco hit their highest quarterly volumes for the year, at or near two year highs
 - Software is down slightly from Q3’10 but still the largest deal volume for software in the past three years aside from Q3’10
- SagePoint expects M&A transaction volume to remain robust throughout 2011



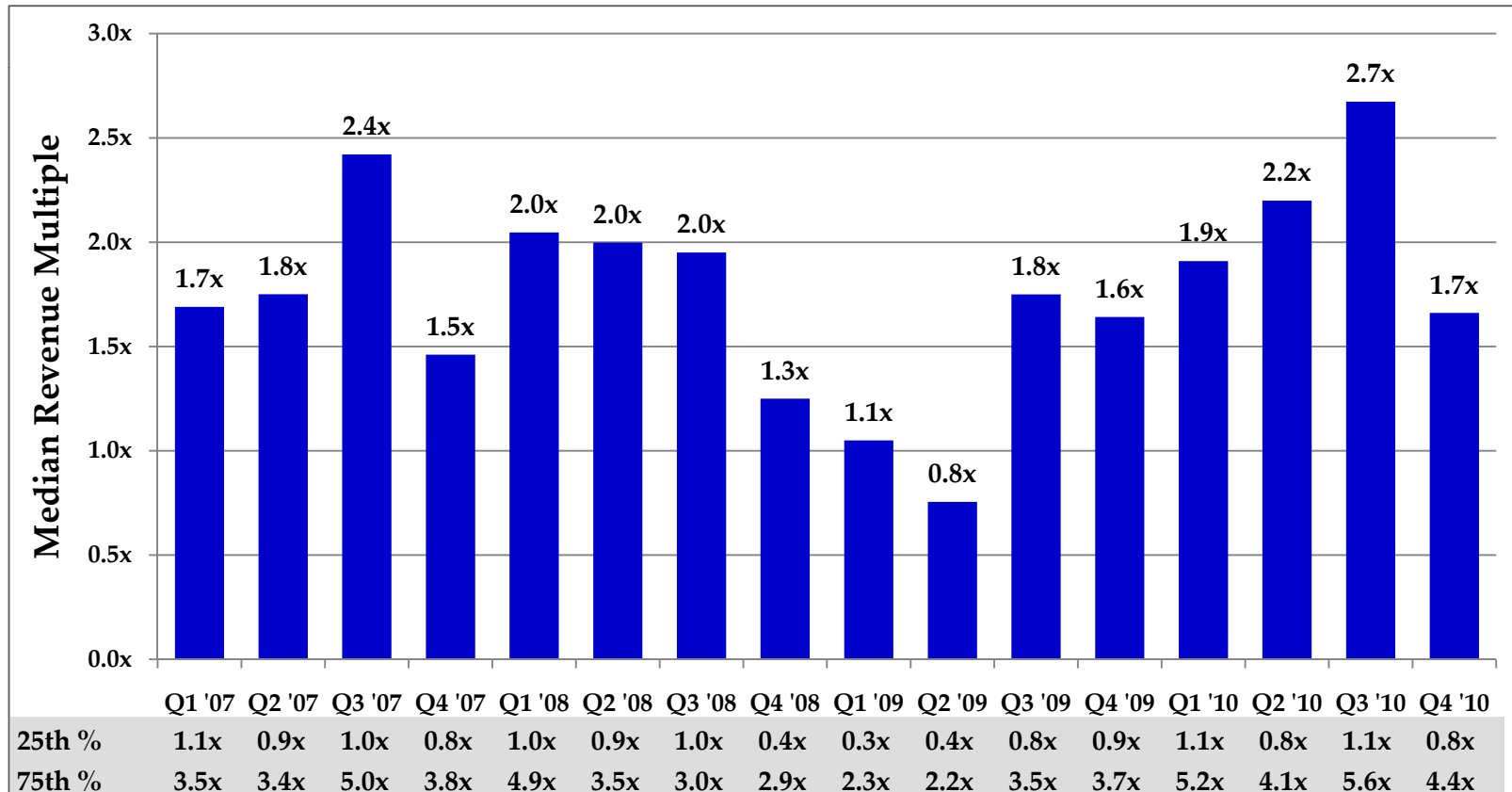
Annual M&A Median LTM Revenue Multiple – ICIT Universe

- The Median LTM revenue multiple across all targets in SagePoint’s ICIT Universe increased over 40% in 2010 to 2.0x
- Improved market valuations and buyers aggressively acquiring to drive scale and broaden product offerings resulted in the highest median revenue multiple level in the past four years
 - A multiple of 1.0x at the 25th percentile in 2010 demonstrates that distressed sales constituted a smaller portion of the mix compared to 2009



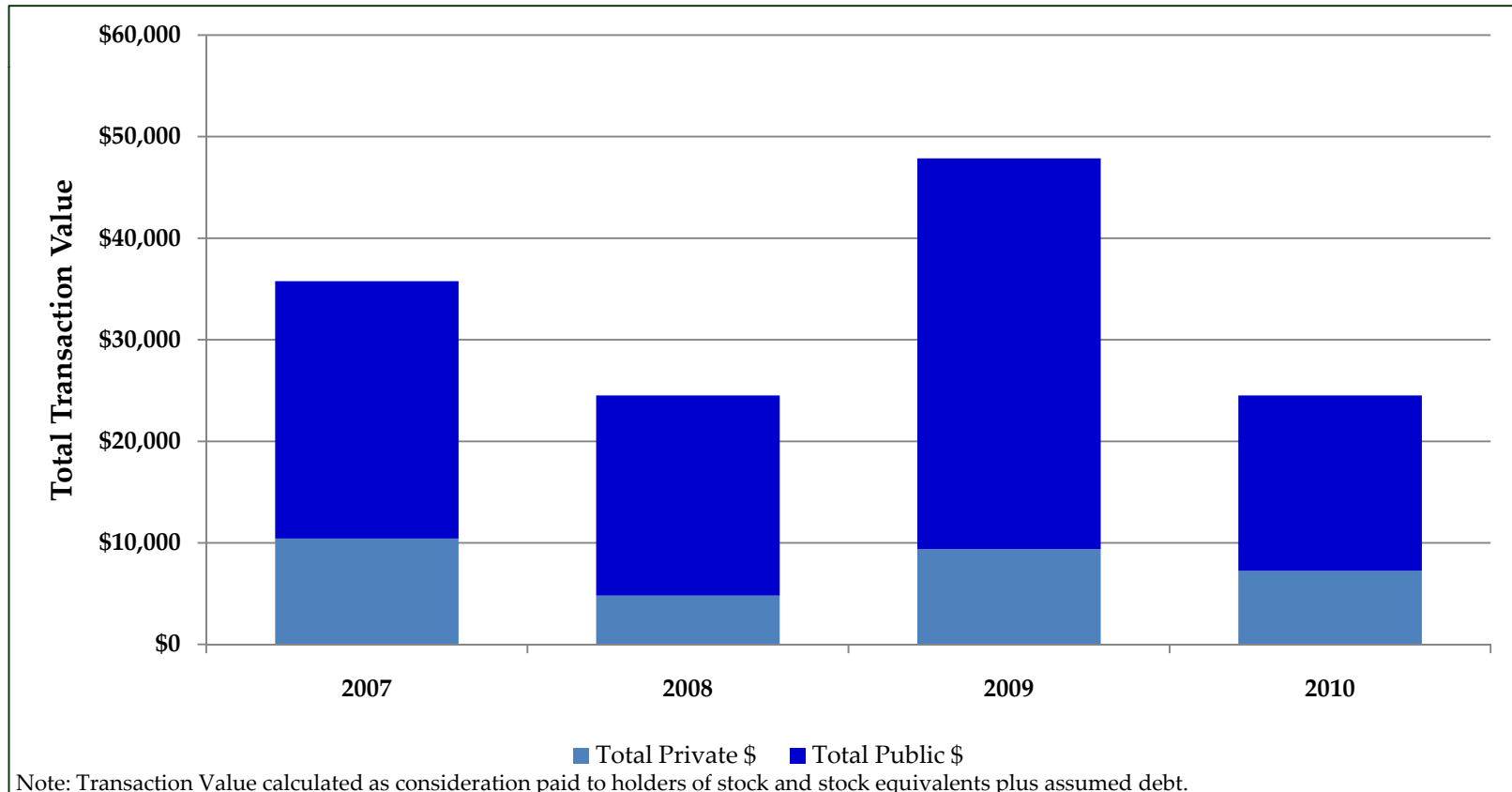
Quarterly M&A Median LTM Revenue Multiple – ICIT Universe

- The Median LTM revenue multiple across all targets in SagePoint’s ICIT Universe fell significantly to 1.7x in Q4, back within historical norms after hitting a three year high in Q3’10
 - The large drop came as the median Software & Services valuation multiple fell back to within its historic range to 2.8x, following three quarters of lofty valuations around 4x
 - Last quarter we stated that Q3’s 2.7x median revenue multiple was an aberration and expected multiples to settle closer to 2x and we believe the multiples will pull back up into the 2s for 2011



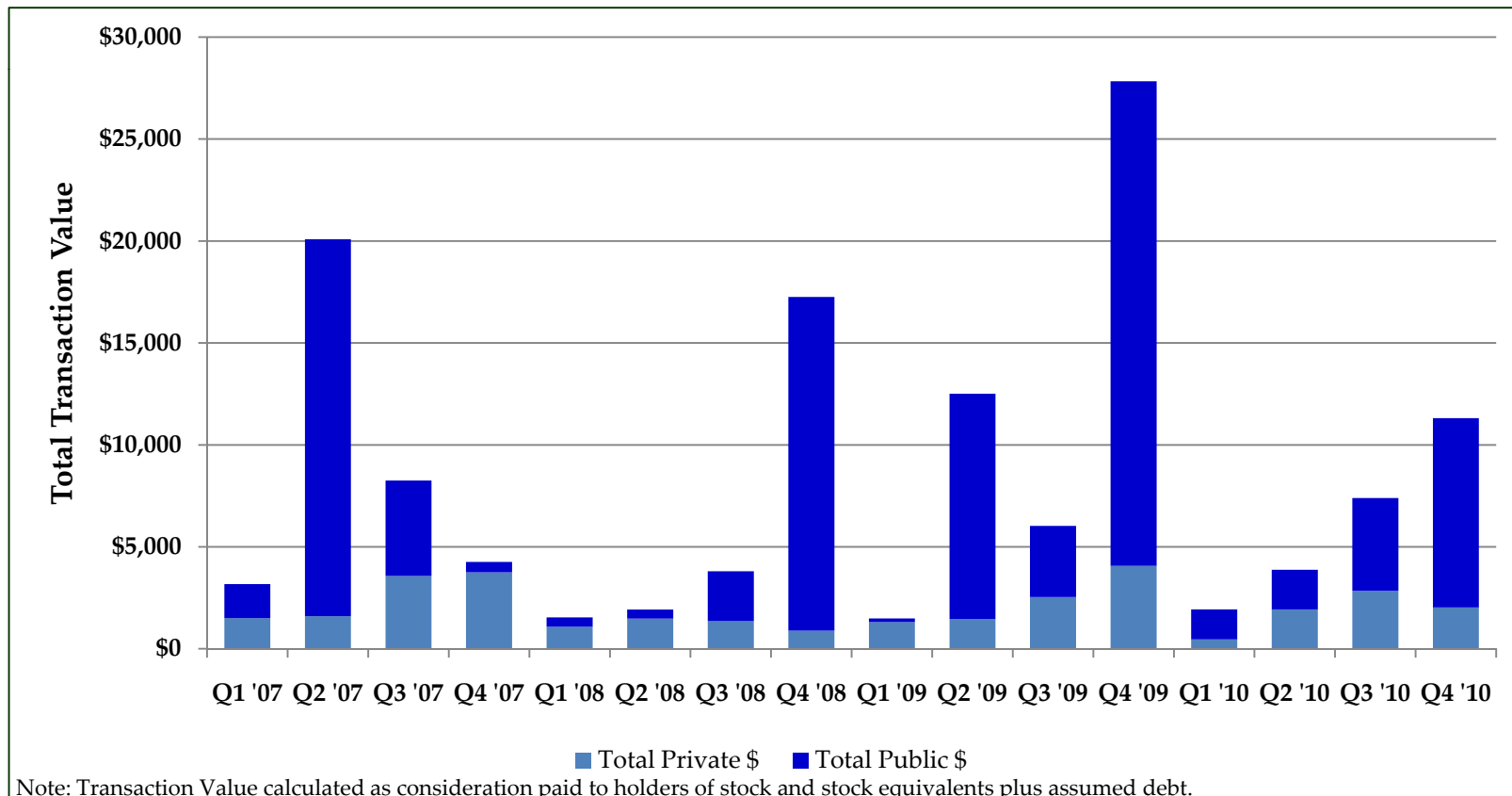
Annual M&A Dollar Volume – SagePoint Equipment Universe

- M&A dollar volume across SagePoint’s Equipment universe nearly dropped in half from 2009’s unusually high dollar volume which was driven by ten \$1B+ transactions
 - Six of 2009’s ten \$1B+ transactions came in Q4’09 which seemed to cause a bit of a slowdown entering 2010 as several major players digested those large deals



Quarterly M&A Dollar Volume – SagePoint Equipment Universe

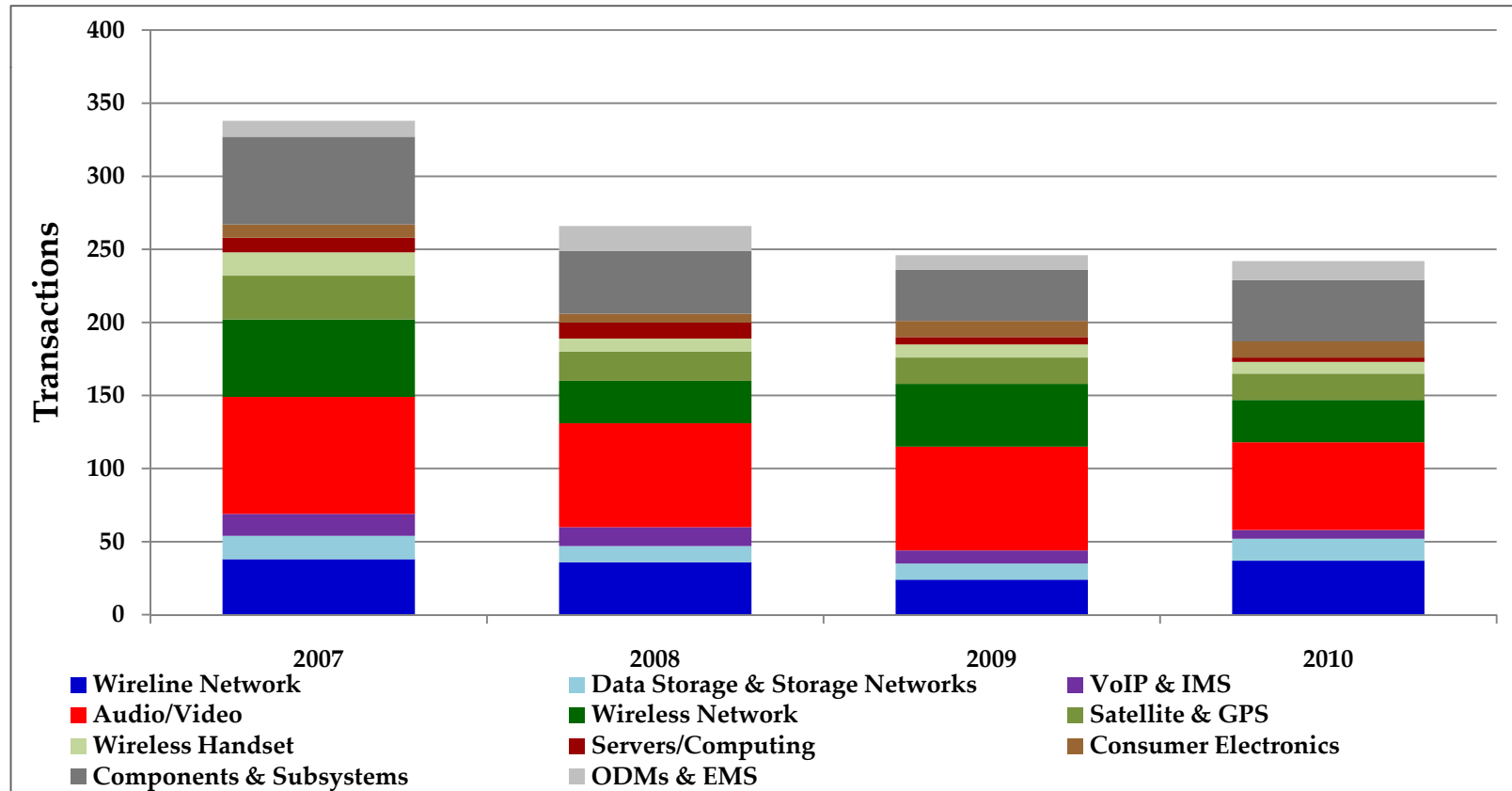
- M&A dollar volume across SagePoint's Equipment universe grew 50% in Q4, significantly up for the third straight quarter as the M&A markets rebound, but still far below Q4'09 which saw six \$1B+ transactions
 - \$1B+ Q4 transactions included Carlyle/CommScope (\$4.5B) and EMC/Isilon (\$2.5B) which together represented more than half of total dollar volume
 - Dell/Compellent (\$884M), Knowles/NXP Sound Solutions (\$855M) and Veritas/CPI Intl (\$524M) represented another 20% of total dollar volume



Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.

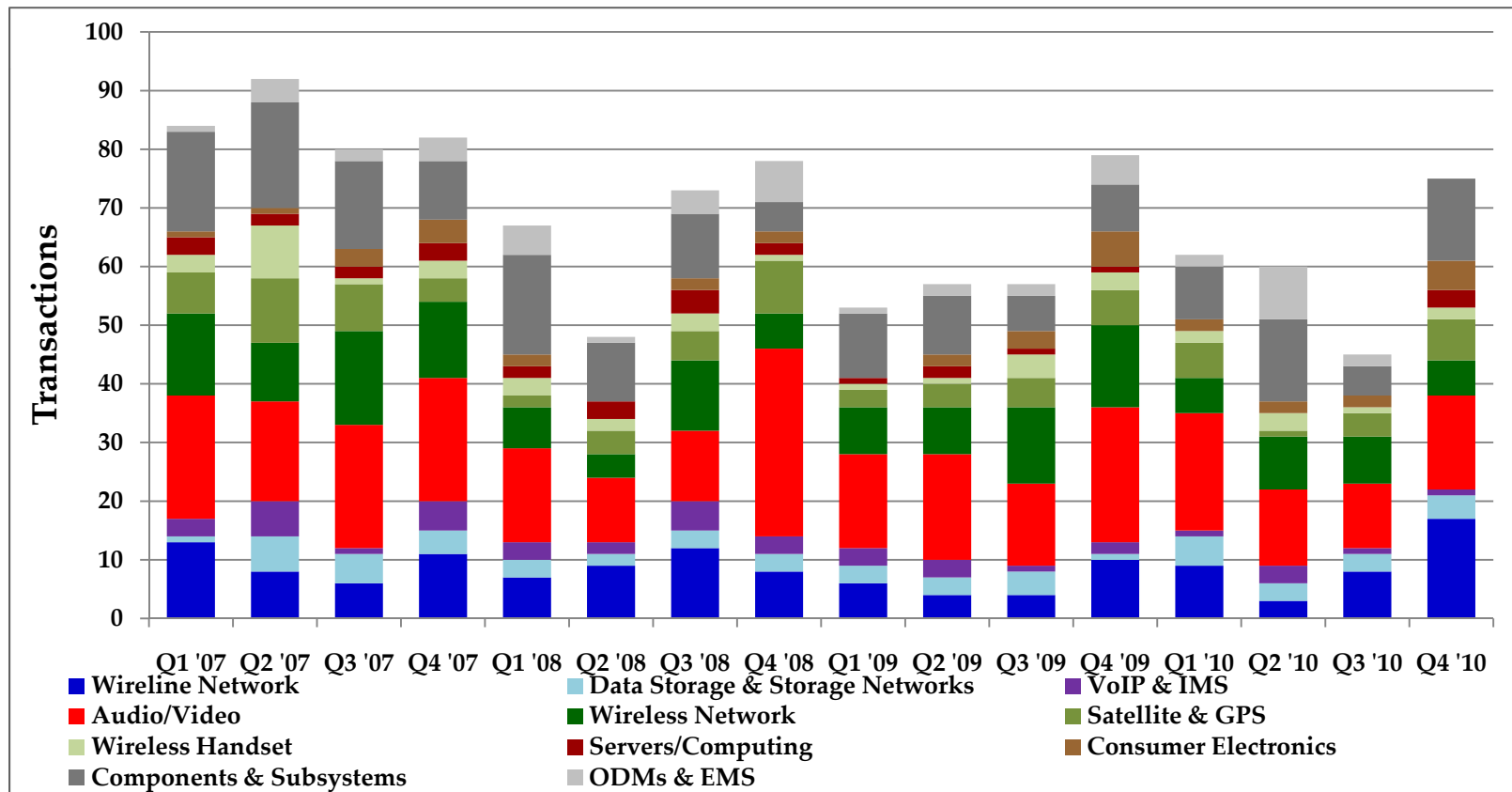
Annual M&A Transaction Volume – Equipment by Sector

- Equipment M&A transaction volume fell slightly in 2010
- M&A transaction volume has fallen each of the past three years as the industry has consolidated significantly and fewer active buyers remain independent
 - Nortel is the most recent example of a large, active buyer that has been consolidated
- While it is unlikely that transaction volume will return to 2007 levels in 2011, distressed transactions will be a smaller portion of the mix which bodes well for valuation multiples



Quarterly M&A Transaction Volume – Equipment by Sector

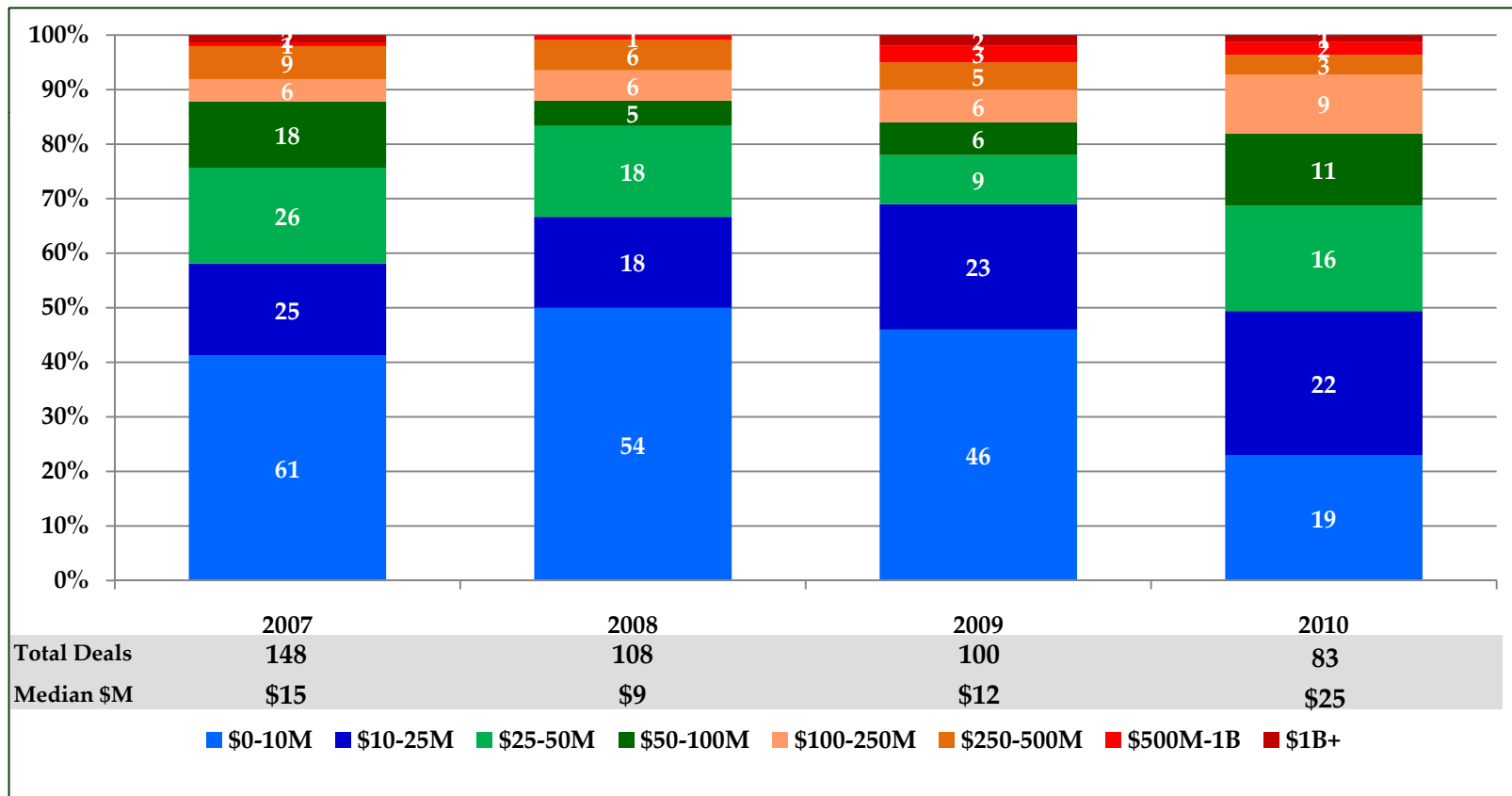
- Equipment M&A transaction volume grew 64% in Q4 versus Q3, reversing a three quarter trend of shrinking deal volume
- The increase in activity was driven by a rebound in Components & Subsystems deals along with a doubling of Wireline Network deals to its highest level in the past three years
- SagePoint expects M&A transaction volume to remain healthy in during 2011



Communications, IT & Consumer Electronics Equipment M&A – Q4 2010

Annual Transaction Volume by Deal Size – Private Equip. Targets

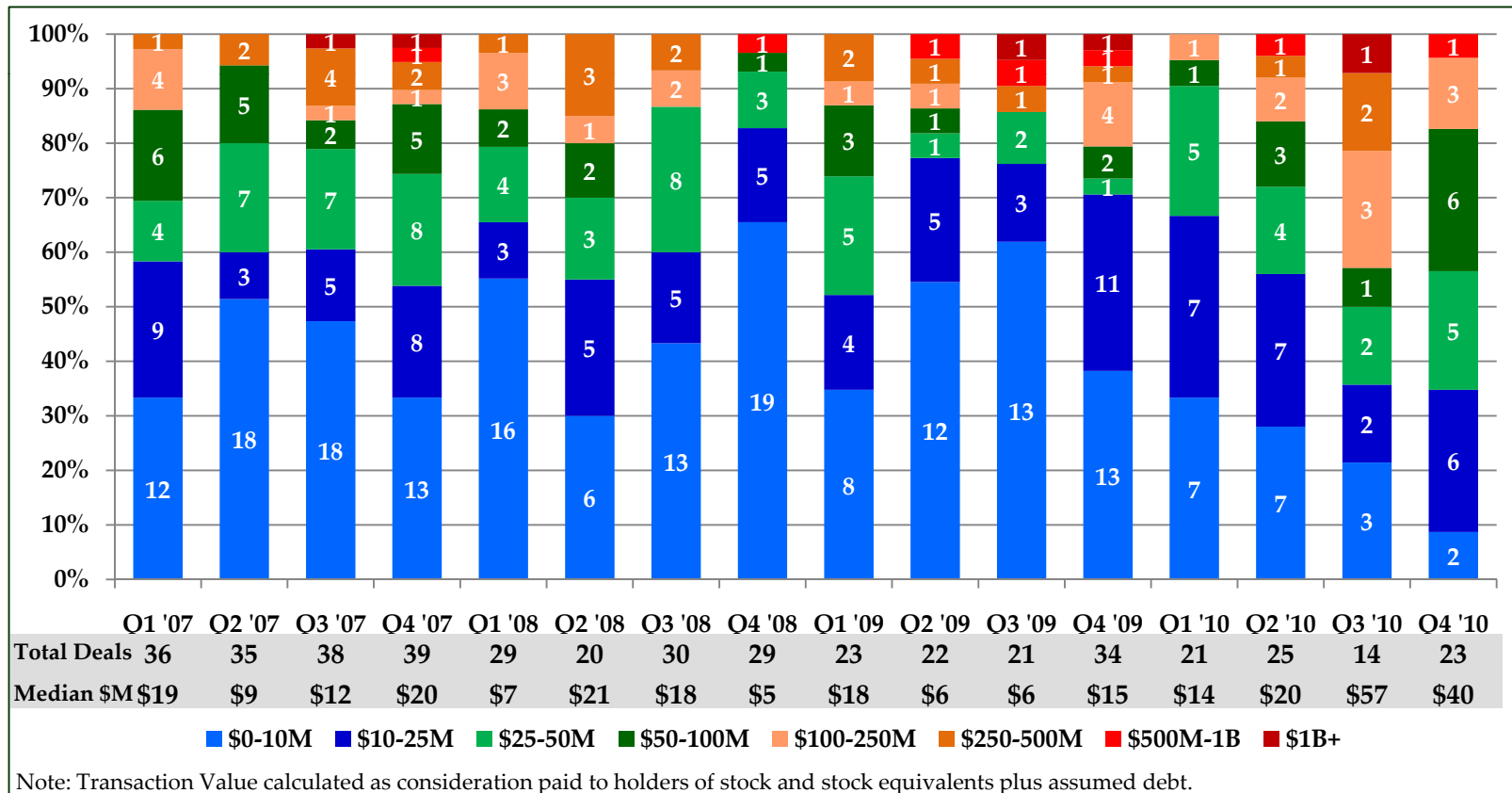
- In 2010 \$25-250M deals became a higher portion of the mix than in prior years with far fewer distressed sales under \$10M
 - The drop in sub \$10M deals coupled with increased activity in the \$25-250M range resulted in the median deal size doubling



Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.

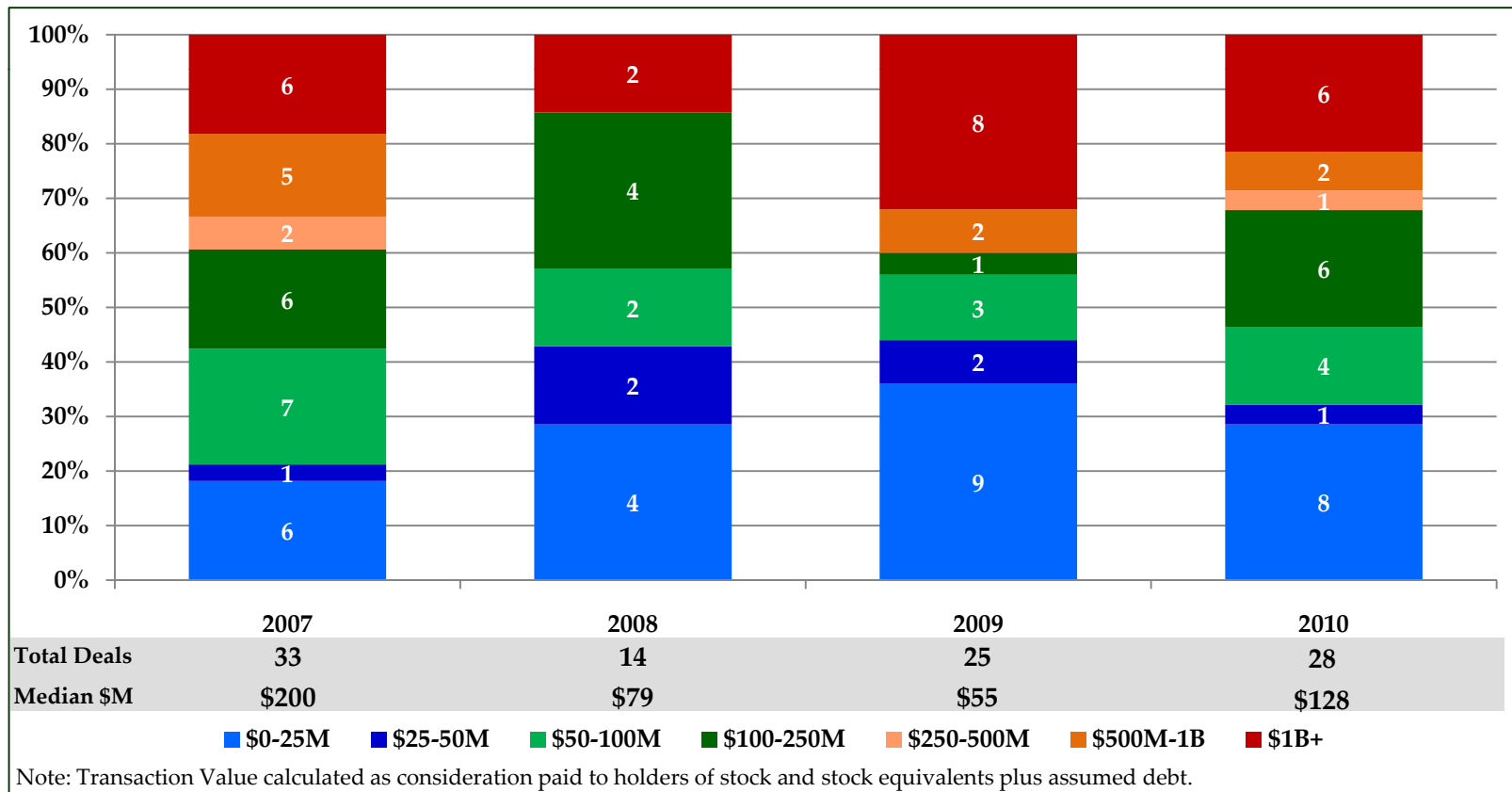
Quarterly Transaction Volume by Deal Size – Private Equip. Targets

- Sub \$100M deals dominated Equipment transactions for private targets in Q4 with just 4 deals above \$100M
 - Notable deals included Knowles/NXP’s Sound Solutions (\$855M), Juniper/Trapeze (\$152M) and Francisco Partners/MRV’s Source Photonics (\$146M)
- Median deal size dropped from Q3 but still remains at the high end of the historical range at \$40M, double the next highest level other than Q3
 - Only two deals announced deal values <\$10M, though 63% of deals did not disclose deal value



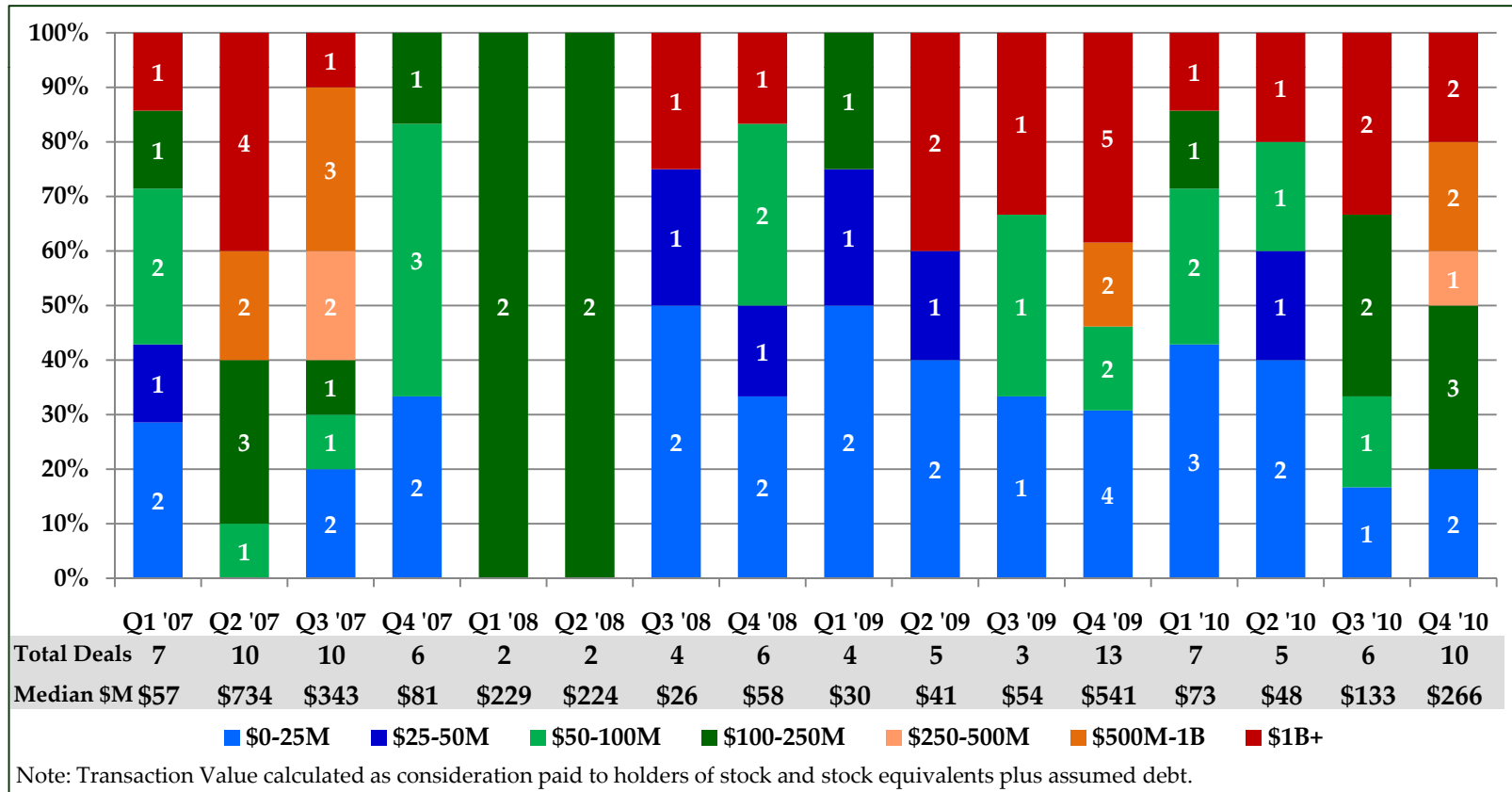
Annual Transaction Volume by Deal Size – Public Equip. Targets

- Despite total deal value for 2010 public equipment deals being less than half of 2009, there are some bright spots in the data
 - 2010 saw more public transactions than either 2009 or 2008
 - More \$100-500M deals took place than 2009 or 2008
 - Median deal value is up significantly from 2009 and 2008
- Aside from \$1B+ deals which drove huge total dollars in 2009, 2010 was a better year



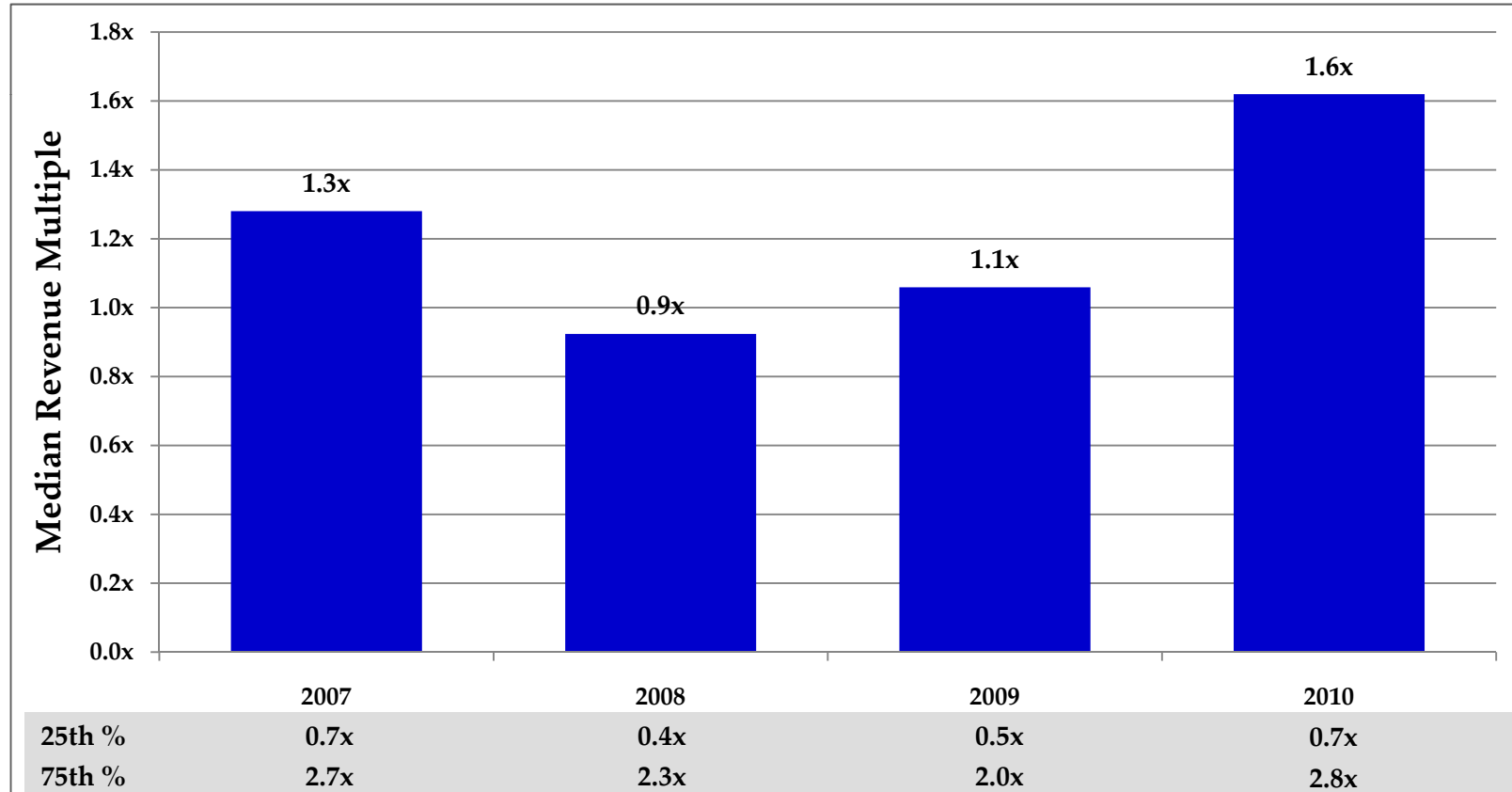
Quarterly Transaction Volume by Deal Size – Public Equip. Targets

- Two \$1B+ public deals were announced in Q4, well below the five deals in Q4'09 but only the second time in the past three years there were 4 or more \$500M+ public deals
 - Carlyle took CommScope private for \$4.5B and EMC acquired Isilon Systems for \$2.5B
- Larger deals were more prevalent with 5 of the 10 deals above \$250M with a median of \$266M
- SagePoint expects to see mid-cap deal activity continue while \$1B+ deals will remain sporadic



Annual Median M&A Revenue Multiples – Private Equip. Targets

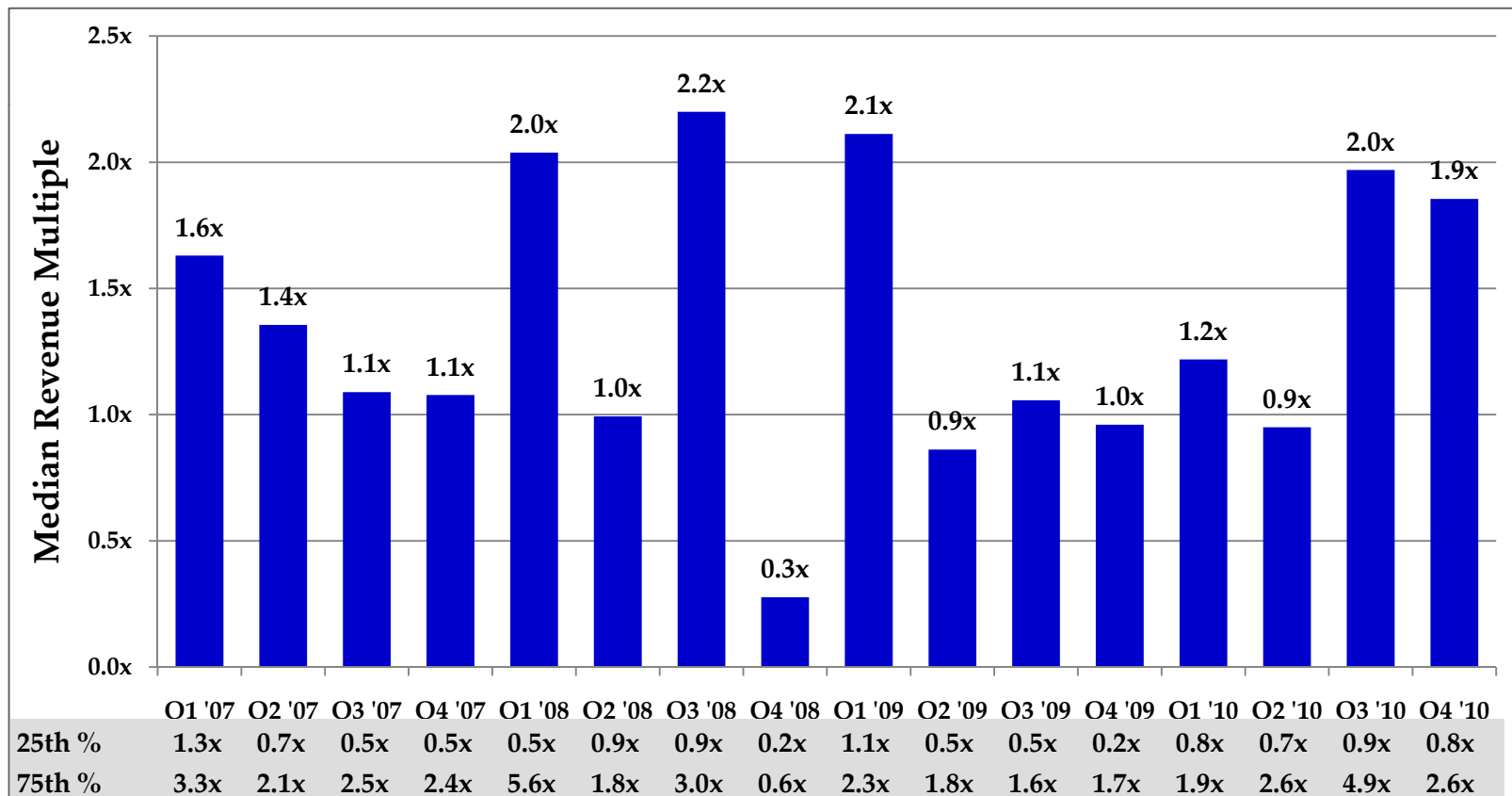
- Median LTM revenue multiples for private targets increased significantly in 2010 to 1.6x in 2010 from 1.1x in 2009
- The lower quartile shifted up as distressed deals constituted a smaller portion of the mix
- The higher quartile jumped significantly as more buyers moved aggressively



Note: Enterprise Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt less cash and cash equivalents.

Quarterly Median M&A Revenue Multiples – Private Equip. Targets

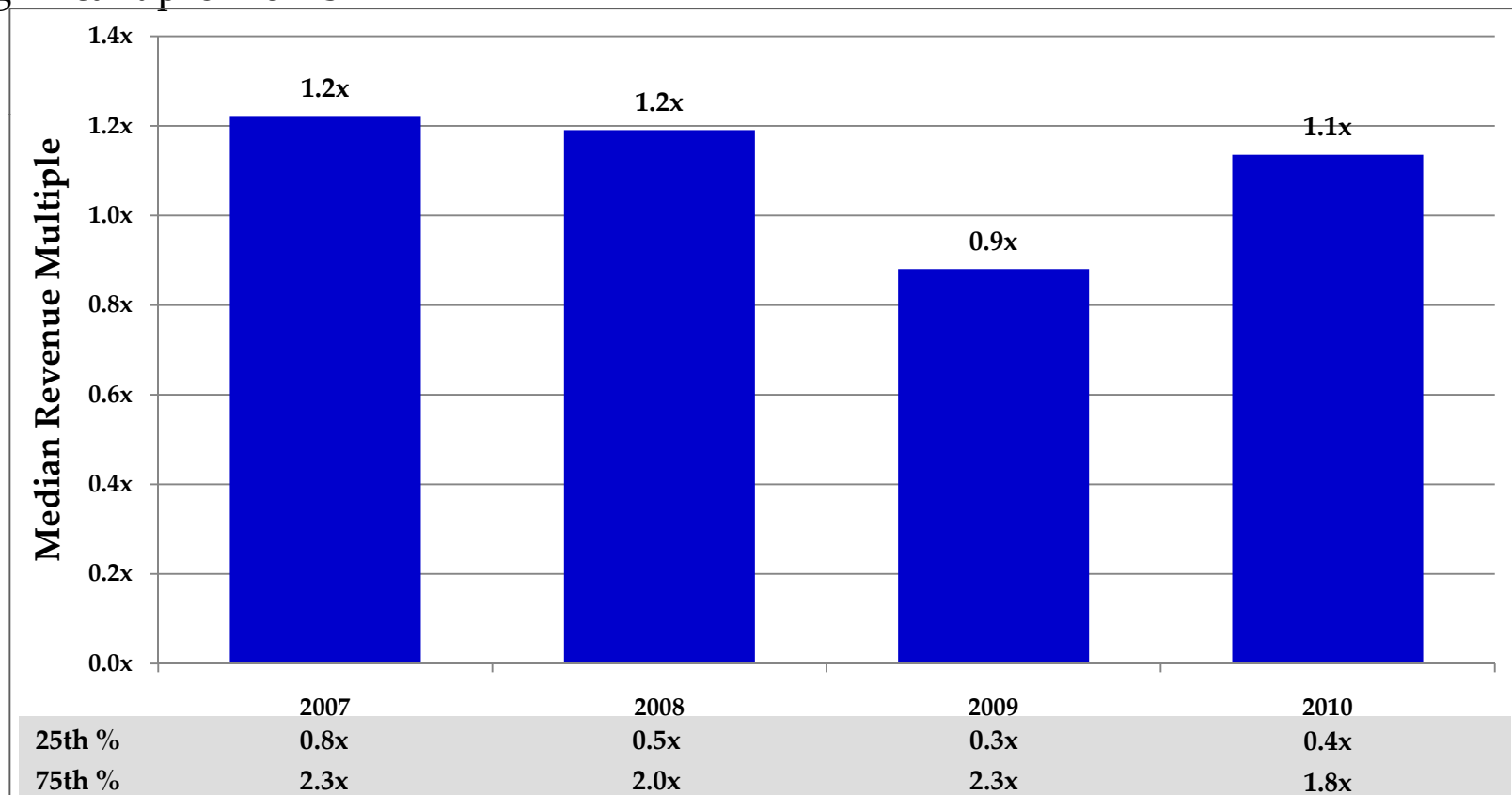
- Median LTM revenue multiples for private targets dipped slightly to 1.9x, still much healthier multiples than Q2'09-Q2'10
 - Only three deals saw multiples above 3x and all were smaller transactions while just four deals came in at multiples under 1x
- SagePoint expects private revenue multiples to remain in the 1.5-2.0x range as distressed sales become a smaller part of the mix and healthier buyers remain relatively aggressive



Note: Enterprise Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt less cash and cash equivalents.

Annual Median M&A Revenue Multiples – Public Equip. Targets

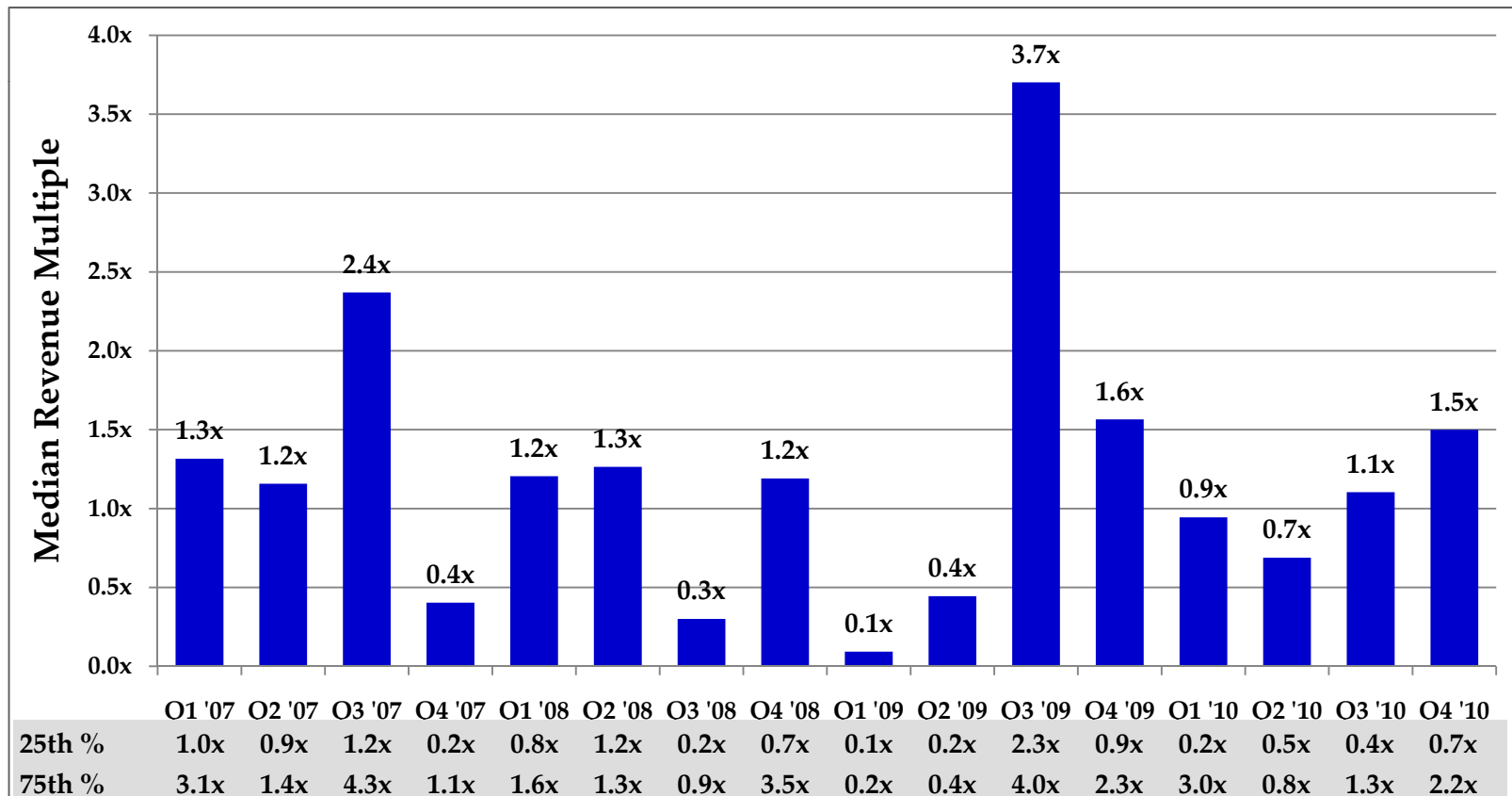
- Median LTM revenue multiples for public targets moved back up above 1x but remain slightly below 2007 and 2008 levels
- The lower quartile multiple of 0.4x shows that struggling public companies were acquired at bargain prices allowing larger players to utilize their scale to improve margins
- The higher quartile achieved just a 1.8x multiple as few public targets were able to command significant premiums



Note: Enterprise Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt less cash and cash equivalents.
Communications, IT & Consumer Electronics Equipment M&A – Q4 2010

Quarterly Median M&A Revenue Multiples – Public Equip. Targets

- Median LTM revenue multiples for public targets rose to 1.5x, returning to more typical levels on a historic basis
 - EMC paid up for Isilon Systems at 13.7x LTM revenues (8.5x NTM), valuing it quite aggressively
 - Dell continued the storage consolidation trend paying 5.6x for Compellent after its failed bid for 3PAR
 - 3PAR, Isilon and Compellent deals represent 30% of total Equipment deal dollars in the past 2 quarters
- SagePoint expects public M&A multiples to remain in the mid 1s







Note: Enterprise Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt less cash and cash equivalents.
Communications, IT & Consumer Electronics Equipment M&A – Q4 2010

Most Active Equipment Buyers – Last 2 Years

Company	# of Deals		Communications Equipment Transactions	
	Equip	Comm		
	6	10	9/2/10 - Arch Rock Corporation - NA 12/31/09 - Rohati Systems, Inc. - NA 10/23/09 - Digital Video Networks (STB) - \$44.5M	10/12/09 - Starent Networks, Corp. - \$2,828M 9/30/09 - Tandberg ASA (OB:TAA) - \$3,422M 3/18/09 - Pure Digital Technologies, Inc. - \$437M
	5	9	9/25/10 - Nortel Ntwks (Multi-Svc Switch) - \$65.0M 4/20/10 - LG-Nortel - \$242M 11/24/09 - Nortel Networks (GSM/GSM-R) - \$103M	7/24/09 - Nortel (CDMA & LTE Access) - \$1,130M 6/17/09 - AS Elcoteq Tallinn - \$41.6M
	4	4	6/15/09 - Perlos Telecom & Elec. Comp. - \$10.1M 6/15/09 - Perlos Precision Plastics - \$0.7M	2/27/09 - Perlos (Guangzhou) Plastics - \$47.7M 2/27/09 - Perlos (Beijing) Elec. & Telecom - \$28.2M
	3	9	8/23/10 - 3PAR, Inc. - \$2,320M 4/28/10 - Palm, Inc. - \$1,808M	11/11/09 - 3Com Corp (NasdaqGS:COMS) - \$3,401M
	3	3	3/31/10 - Sony Slovakia, Spol. S R.O. - NA 11/14/09 - Chi Mei Optoelec (TSEC:3009) - \$13,413M	10/5/09 - TPO Displays (GTSM:3195) - \$1,175M
	3	3	7/20/10 - Mintera Corporation - \$32.0M 12/16/09 - Xtellus, Inc. - \$15.5M	1/27/09 - Avanex Corp. - \$34.9M
	3	5	12/9/10 - TATA AUTOCOMP Mobility - NA 10/25/10 - ThingMagic, Inc. - NA	10/8/10 - Novariant, Inc., Terralite XPS Assets - NA
	3	3	7/12/10 - ADC Telecom (Nasdaq:ADCT) - \$1,908M 5/14/10 - Zarlink Semi (Optical Assets) - \$15.0M	1/20/10 - Sensitive Object SA - \$62.0M

Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.
Communications, IT & Consumer Electronics Equipment M&A – Q4 2010

Acquiror	Target	Deal Rationale/Commentary
		<p>Commscope provide communications infrastructure components in four segments: Antenna, Cable and Cabinet; Enterprise; Broadband and Wireless Network.</p>
Deal Summary		<p>Commscope has had some struggles in recent years competing with Chinese and Indian vendors but Carlyle believes the still valuable asset is undervalued with strong growth prospects.</p>
<p>Date: 10/26/10 Transaction Value: \$4,460M % Sought: 100% Consideration: Cash</p> <p><small>Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.</small></p>		<p>Some of Carlyle’s prior telecom plays have not fared well with 2005’s \$1.6B acquisition of Hawaiian Telecom going bankrupt three years later and Willcom, which was bought in ‘04, filing for bankruptcy earlier this year. Hopefully the components business will prove more successful than telco services.</p>
Valuation Metrics		<p>Carlyle is clearly putting its money to work in the Communications space with the acquisition of Syniverse for \$2.7B coming just a few days after the CommScope announcement.</p>
<p>LTM Revenue Multiple: 1.2x LTM P/E Multiple: 27.8x</p> <p>Premium to:</p> <ul style="list-style-type: none"> 1 day prior: 36.0% 1 week prior: 42.1% 1 month prior: 34.2% 		<p>The 36% premium is fairly healthy to the day prior price, although CommScope shares have fallen nearly 20% over the past 12 months.</p>

Acquiror	Target	Deal Rationale/Commentary
		<p>Isilon Systems provides scale-out network attached storage systems to more than 1,500 customers primarily in media, internet, life science and manufacturing.</p>
<h3>Deal Summary</h3>		<p>The acquisition helps EMC fill a product gap to improve its market position in mid-range NAS and unified storage and better compete with Isilon's primary competitor NetApp, as well as IBM, HP and likely Dell who following the Compellent acquisition is likely to move away from its current partnership with EMC and provide its own solution. EMC is expected to launch a new low-end product architecture in early '11 separate from Isilon.</p>
<p>Date: 11/14/10 Transaction Value: \$2,515M % Sought: 100% Consideration: Cash</p> <p><small>Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.</small></p>		<p>Isilon will complement EMC's Atmos external cloud object storage offering which together EMC expects to grow 3x to a \$1B run rate in H2'12. Given the good strategic fit and EMC's success growing Data Domain, analysts are positive on the transaction.</p>
<h3>Valuation Metrics</h3>		<p>EMC paid a high 8.5x NTM revenue, a little more than HP's 8x multiple in the 3Par bidding war, as it appeared eager to keep Isilon out of competitors' hands.</p>
<p>LTM Revenue Multiple: 13.7x LTM P/E Multiple: NM</p> <p>Premium to:</p> <ul style="list-style-type: none"> 1 day prior: 28.8% 1 week prior: 21.1% 1 month prior: 22.1% 		<p>EMC expects the deal to be immediately accretive.</p>

Acquiror



Target



Deal Rationale/Commentary

Deal Summary

Date: 12/9/10

Transaction Value: \$884M

% Sought: 100%

Consideration: Cash

Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.

Valuation Metrics

LTM Revenue Multiple: 5.6x

LTM P/E Multiple: 243x

Premium to:

1 day prior: (17.5)%

1 week prior: 2.7%

1 month prior: 18.8%

Compellent provides SAN solutions utilizing hardware and software to automate the movement and management of data. The company recently incorporated virtualization into its system so that two SANs could be seen as a single pool.

Dell's failed bid for 3PAR strained its partnership with EMC and with its bid for Compellent that relationship will die. Compellent's mid-range systems would compete directly with EMC's Clarion line which represented the bulk of Dell's sales within the partnership.

Compellent represented the last of the sizable, independent SAN vendors and Dell's last chance to bring a significant player in house following HP's outbid for 3PAR (10.9x LTM revs) and EMC's purchase of Isilon (13.7x LTM revs).

Dell's offer was at a 17.5% discount, though Compellent's price was running up following a strong quarterly earnings announcement.

Q4 M&A Transaction Spotlight – Equipment

Acquiror



Target



Deal Rationale/Commentary

Deal Summary

Date: 12/22/10

Transaction Value: \$855M

% Sought: 100%

Consideration: Cash

Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.

Valuation Metrics

LTM Revenue Multiple: 2.6x

LTM P/E Multiple: NA

Multiple on \$ Invested: NA

Investors

NXP

Dover Corp., through its subsidiary Knowles Electronics, has purchased NXP's Sound Solutions division which manufactures speakers and receivers for cell phones and other CE devices.

The deal helps NXP build its cash reserves while focusing on its core businesses. Along with the sale, Knowles agreed to use NXP as its sole source provider for certain high-performance mixed-signal semiconductors.

Knowles is one of the world's leading manufacturers of technologically advanced micro-acoustics solutions, including components to the global hearing aid industry and MEMS surface mount microphones to major cell phone brands and CE devices. The transaction broadens Knowles' product offerings, allowing it to offer a one-stop shop for customers needing microphones, speakers and receivers.

Knowles expects the deal to be slightly accretive to earnings in the first full year.

Q4 M&A Transaction Spotlight – Equipment

Acquiror



Target



Deal Rationale/Commentary

Deal Summary

Date: 11/26/10

Transaction Value: \$524M

% Sought: 100%

Consideration: Cash

Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.

Valuation Metrics

LTM Revenue Multiple: 1.3x

LTM P/E Multiple: 15.8x

Premium to:

1 day prior: 34.8%

1 week prior: 32.7%

1 month prior: 39.0%

CPI provides microwave, radio frequency, power and control products through its VED and Satcom Equipment segments.

Comtech, CPI's rival, had announced a deal to buy the company in May but the deal fell apart when Comtech's share price fell. That deal offered CPI \$16.40/sh with a mix of cash and stock versus the current all cash deal for \$19.50/sh.

Under Veritas, CPI plans to grow its presence in its current markets and look to broaden into new markets, leveraging Veritas' expertise in government outsourced services within defense, aerospace and infrastructure.

The deal values CPI at 8.1x LTM EBITDA and a healthy premium of 34.8% to the prior day price.

Acquiror



Target



Deal Rationale/Commentary

DALSA develops high performance CCD and CMOS image sensors, commercial digital cameras and image processing software.

Teledyne claims that their product lines and customer bases are nearly entirely complementary with DALSA's strength in visible light for commercial applications whereas Teledyne's core focus has been infrared solutions for government applications.

The price seems reasonable and from a strategic sense there appears to be a strong fit. Teledyne will broaden its technology base while diversifying its customer base to be less reliant upon government. Both companies also have strength in MEMS and Teledyne believes that their collective experience will lead to better products for both businesses.

Deal Summary

Date: 12/22/10

Transaction Value: \$345M

% Sought: 100%

Consideration: Cash

Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.

Valuation Metrics

LTM Revenue Multiple: 1.7x

LTM P/E Multiple: 26.0x

Premium to:

1 day prior: 25.9%

1 week prior: 26.7%

1 month prior: 33.2%

Acquiror



Target



Deal Rationale/Commentary

Deal Summary

Date: 11/29/10

Transaction Value: \$186.5M

% Sought: 100%

Consideration: Cash

Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.

Valuation Metrics

LTM Revenue Multiple: 2.3x

LTM P/E Multiple: NM

Premium to:

1 day prior: 36.1%

1 week prior: 34.6%

1 month prior: 29.4%

Voltaire develops Infiniband and Gigabit Ethernet server and storage switching solutions that enable scale-out computing fabrics for enterprise, HPC and cloud-computing markets. The bulk of Voltaire's revenue comes from its Infiniband products but GbE represents a growing percentage of sales. Key customers include IBM, HP and Fujitsu.

The acquisition adds scale to Mellanox' Infiniband business, brings additional software and systems expertise in house and creates the only end-to-end solution to target the GbE market with Mellanox providing the server-side products and Voltaire providing the switch-side.

Mellanox is using cash on hand to fund the acquisition and expects the deal to be \$0.02-0.05 accretive in 2011 with cost synergies of about \$10M in CY12. Some of the cost synergies comes from the elimination of cross-sell gross margin on silicon Mellanox bought from Voltaire.

Acquiror



Target



Deal Rationale/Commentary

Deal Summary

Date: 11/16/10

Transaction Value: \$152.0

% Sought: 100%

Consideration: Cash

Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.

Valuation Metrics

LTM Revenue Multiple: 2.2x

LTM P/E Multiple: NA

Multiple on \$ Invested: 1.1x

Investors

Belden, Inc. (NYSE:BDC)

Trapeze Networks develops WLAN systems and management software utilizing its intelligent switching capability to overcome limits of WLAN. The company has been awarded 17 patents, the most of any WLAN provider, with 49 more pending and has over 6,000 customers.

For Juniper, the acquisition adds complementary WLAN infrastructure to its portfolio of networking equipment. The addition of WLAN allows Juniper to offer enterprises an end to end routing, security, wired and wireless switching infrastructure solution that is scalable with high availability.

Juniper had been rumored to be shopping for a WLAN acquisition for a several months as they prepared to enter the competitive WLAN space. Juniper should be able to help boost growth as Trapeze has maintained a modest, loyal channel for some time and had recently worked to revamp its partner program to target fewer and more strategic VARs.

Belden got a 1.1x return on the \$136M it paid for Trapeze in June '08 for about the same 2.2x LTM revenue multiple as they received in the sale.

Q4 M&A Transaction Spotlight – Equipment

Acquiror



Target



Deal Rationale/Commentary

Deal Summary

Date: 10/26/10

Transaction Value: \$146.0M

% Sought: 100%

Consideration: Cash

Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.

Valuation Metrics

LTM Revenue Multiple: 0.7x

LTM P/E Multiple: NA

Multiple on \$ Invested: 1.2x

Investors

MRV Communications

Source Photonics provides optical communication products including PON subsystems, optical subsystems for FTTP and optical transceivers. The company's solutions help Tier 1 carriers deliver high bandwidth video, voice and data services.

MRV Communications sold off Source Photonics as part of a strategic shift away from fiber optic components and towards optical networking products as the company focuses on its core business and attempts to stabilize revenue and operating income.

MRV had built Source Photonics through the acquisitions of Fiberxon (\$110M) and Luminent (\$16.7M), though MRV had previously sold off other parts of the acquired businesses.

Appendix – Equipment M&A Transactions

Ann Date	Acquiror	Target	Transaction	
			Value	Value / Revenue
Wireline Network				
12/16/10	Beijer Electronics (OM:BELE)	Korenix Technology Co., Ltd.	11.9	NA
12/16/10	G&H Capital Holdings (Florida), Inc.	EM4, Inc.	19.0	4.2x
12/14/10	Altera Corp. (NasdaqGS:ALTR)	Avalon Microelectronics, Inc.	NA	NA
12/10/10	Euromicron AG (XTRA:EUC)	Leoni BCS Benelux BV and Leoni Nbg Fiber Optics GmbH	NA	NA
11/29/10	Mellanox Technologies, Ltd. (NasdaqGS:MLNX)	Voltaire Limited (NasdaqGM:VOLT)	186.5	2.3x
11/26/10	Ignis ASA (OB:IGNIS)	SmartOptics AS	15.7	1.5x
11/23/10	Belden, Inc. (NYSE:BDC)	GarrettCom, Inc.	52.0	1.3x
11/22/10	Tellabs Inc. (NasdaqGS:TLAB)	Zeugma Systems, Inc.	NA	NA
11/4/10	Comtech EF Data Corporation	Stampede Technologies, Inc.	NA	NA
11/4/10	iControl Networks, Inc.	uControl, Inc.	NA	NA
10/25/10	International Broadband Electric Communications, Inc.	Grid2020/BEC inc.	NA	NA
10/21/10	Riverbed Technology, Inc. (NasdaqGS:RVBD)	CACE Technologies, Inc.	20.0	5.0x
10/21/10	Advanced Digital Broadcast Holdings SA (SWX:ADBN)	Pirelli Broadband Solutions SPA	30.7	0.2x
10/14/10	One Equity Partners LLC; Vakif Girisim Sermayesi Yatirim Ortakligi A.S (IBSE:VKFRS)	Nortel Networks Netas Telekomunikasyon AS (IBSE:NETAS)	84.6	0.6x
10/13/10	DragonWave Inc. (TSX:DWI)	Axerra Networks, Inc.	25.0	2.6x
10/13/10	Samsung Machine Tool Engineering Company	New Grid Inc. (KOSE:A099440)	NA	NA
10/1/10	Spectris plc (LSE:SXS)	N-TRON Corp.	51.0	2.0x
Data Storage & Storage Networks				
12/16/10	RAID Incorporated	Excel Meridian Data, Inc.	NA	NA
12/9/10	Dell Inc. (NasdaqGS:DELL)	Compellent Technologies, Inc. (NYSE:CML)	884.2	5.6x
11/14/10	EMC Corporation (NYSE:EMC)	Isilon Systems, Inc. (NasdaqGM:ISLN)	2,515.2	13.7x
11/10/10	EMC Corporation (NYSE:EMC)	Bus-Tech, Inc.	NA	NA
VoIP & IMS				
10/19/10	ShoreTel, Inc. (NasdaqGM:SHOR)	Agito Networks, Inc.	11.4	12.7x

Ann Date	Acquiror	Target	Transaction	
			Value	Value / Revenue
Audio/Video				
12/22/10	Teledyne Technologies Inc. (NYSE:TDY)	DALSA Corp. (TSX:DSA)	344.9	1.7x
12/17/10	TPK Holding Co., Ltd. (TSEC:3673)	MasTouch Optoelectronics Technologies Co., Ltd.	NA	NA
12/9/10	Schneider Electric S.A. (ENXTPA:SU)	D5X S.A.S.	NA	NA
12/6/10	domo Limited	rVision, Inc.	48.0	NA
12/1/10	SITA	Signature Technologies, Inc.	NA	NA
11/19/10	Cooper Safety Ltd.	HERNIS Scan Systems AS	52.0	NA
11/16/10	Pamlico Capital	ATX Networks Corp.	NA	NA
11/11/10	TKH Group NV (ENXTAM:TWEKA)	Optelecom-NKF Inc. (NasdaqGM:OPTC)	20.1	0.6x
11/9/10	Funai Electric Co. Ltd. (TSE:6839)	Koninklijke Philips Electronics NV, North American Commercial-Use-Television Business	NA	NA
11/1/10	Gates That Open, LLC	Skycam, LLC	NA	NA
10/28/10	Iveda Corp. (OTCBB:IVDA)	Sole-Vision Technologies, Inc.	NA	NA
10/26/10	Qisda Corporation (TSEC:2352)	BenQ Europe B.V.	36.0	NA
10/12/10	NEP Broadcasting, LLC	American Hi Definition, Inc. And SVP Inc.	NA	NA
10/4/10	viZaar industrial imaging AG	FORT SA	NA	NA
10/3/10	TTC Technology Corp (OTCPK:TCLIF)	Shenzhen Foice Technology Co., Ltd.	NA	NA
Wireless Network				
12/23/10	Parter Capital Group GmbH	Technicolor SA, Grass Valley Transmission Business	NA	NA
12/9/10	ODIN Technologies, Inc.	Reva Systems Corporation	NA	NA
11/16/10	Juniper Networks, Inc. (NYSE:JNPR)	Trapeze Networks, Inc.	152.0	2.2x
11/3/10	Delta Dore S.A.	Atlantic RF	NA	NA
10/25/10	Trimble Navigation Limited (NasdaqGS:TRMB)	ThingMagic, Inc.	NA	NA
10/20/10	Titan Energy Worldwide, Inc. (OTCBB:TEWI)	Stanza Systems, Ltd.	NA	NA
10/12/10	Tellord Co. Ltd. (KOSE:A056730)	Accupix Inc.	NA	NA

Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt. Revenue per public filings and press releases if available, otherwise per analyst estimates. Partial year data is annualized if LTM data is not available. Deals with Public targets shaded.

Appendix – Equipment M&A Transactions

Ann Date	Acquiror	Target	Transaction Value	Value / Revenue
Satellite & GPS				
12/9/10	Trimble Navigation Limited (NasdaqGS:TRMB)	TATA AUTOCOMP Mobility Telematics Limited	NA	NA
11/23/10	Autovision Wireless Inc.	Longview Advantage Inc.	NA	NA
11/8/10	Nisshinbo Holdings Inc. (TSE:3105)	Japan Radio Co. Ltd. (TSE:6751)	154.4	0.3x
10/22/10	Astrium N.V.	ND SatCom GmbH	NA	NA
10/13/10	Maestro Wireless Solutions Limited	Vincotech GmbH, GPS Receiver Assets	NA	NA
10/8/10	Trimble Navigation Limited (NasdaqGS:TRMB)	Novariant, Inc., Terralite XPS Assets	NA	NA
10/5/10	WatchIt Technologies, Inc. (OTCPK:WTCT)	Ecologix, Inc.	NA	NA
Wireless Handset				
12/2/10	Spice i2i Limited (SGX:M09)	New tel Corporation Company Limited	22.0	NA
11/26/10	XiMAX Communications Sdn. Bhd.	XiMAX Communications Co. Ltd.	NA	NA
Servers/Computing				
12/9/10	ShuoYang Technology Co. Ltd.	Aaeon Technology Inc. (TSEC:2463)	178.4	1.9x
12/7/10	Shenzhen Founder Cyber Tech Co., Ltd.	Dongguan Founder Technology Computer Co., Ltd.	39.6	NA
10/19/10	Critical Path, Inc.	Mirapoint Software, Inc.	NA	NA
Consumer Electronics				
12/21/10	Jade Design, Inc.	Sherbourn Technologies, Inc.	NA	NA
12/10/10	T.C.L. Industries Holdings (H.K.) Limited	TCL Digital Technology (Shenzhen) Company Limited	6.3	NA
12/8/10	Lautsprecher Teufel GmbH	Raumfeld GmbH	NA	NA
10/29/10	Investors	Ngai Lik Industrial Holdings Limited (SEHK:332)	23.0	0.3x
10/7/10	iGo, Inc. (NasdaqGM:IGOI)	Aerial7 Industries, Inc.	3.3	1.7x

Ann Date	Acquiror	Target	Transaction Value	Value / Revenue
Components & Subsystems				
12/23/10	Investors	AIFOTEC Fiberoptics GmbH	NA	NA
12/22/10	Knowles Electronics, LLC	Sound Solutions	855.0	2.6x
12/9/10	Nidec Corp. (TSE:6594)	Sanyo Seimitsu Co., Ltd.	83.2	NA
12/3/10	Grupo Ormazabal	IKUSI - Ángel Iglesias S.A.	NA	NA
12/1/10	Ericsson (China) Communications Co. Ltd.	Guangdong Nortel Telecommunications Equipment Co., Ltd.	50.0	NA
11/29/10	Mitsubishi Electric Corporation (TSE:6503)	Vincotech GmbH	NA	NA
11/26/10	Veritas Capital	CPI International, Inc. (NasdaqGS:CPII)	523.8	1.3x
11/25/10	Lighthouse Technologies Ltd.	Lighthouse Technologies (Huizhou) Limited	NA	NA
11/19/10	The ZJF Group	FireComms Ltd.	NA	NA
11/3/10	Radiance Group Limited (SGX:5DC)	Global Invacom Limited	NA	NA
10/26/10	Francisco Partners Management LLC	Source Photonics, Inc.	146.0	0.7x
10/26/10	The Carlyle Group	CommScope, Inc. (NYSE:CTV)	4,459.8	1.2x
10/21/10	Beijer Electronics (OM:BELE)	QSI Corporation	NA	NA
10/1/10	Arrow Electronics, Inc. (NYSE:ARW)	Richardson Electronics Ltd., RF, Wireless and Power Division	210.0	0.6x

Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt. Revenue per public filings and press releases if available, otherwise per analyst estimates. Partial year data is annualized if LTM data is not available. Deals with Public targets shaded.

Appendix – Equipment M&A Data

Quarter	Sector	# of Deals		% w/ Ann.	Trans Value		Consideration ⁽¹⁾		Revenue	Deals w/	Stock Premium to ⁽¹⁾			Deals w/
		Total	Ann. Value	Value	Total	Median	All Cash	All Stock	Multiple ⁽¹⁾	Rev. Mult.	1 Day	1 Week	1 Month	Prem Info
Q1 '07	Communications Equipment	84	43	51%	\$3,174	\$20	55%	18%	1.5x	18	21.6%	19.8%	18.0%	6
Q2 '07	Communications Equipment	92	45	49%	\$20,091	\$33	70%	6%	1.2x	26	8.9%	11.9%	12.7%	10
Q3 '07	Communications Equipment	80	48	60%	\$8,249	\$23	72%	7%	1.5x	21	20.0%	27.3%	23.5%	9
Q4 '07	Communications Equipment	82	45	55%	\$4,260	\$24	78%	3%	0.9x	24	0.9%	6.7%	6.7%	6
Q1 '08	Communications Equipment	67	31	46%	\$1,538	\$8	76%	10%	1.3x	8	36.3%	30.1%	49.9%	2
Q2 '08	Communications Equipment	48	22	46%	\$1,928	\$25	87%	3%	1.1x	10	27.1%	24.2%	30.4%	2
Q3 '08	Communications Equipment	73	34	47%	\$3,801	\$18	73%	9%	1.0x	11	12.6%	18.9%	15.3%	4
Q4 '08	Communications Equipment	78	35	45%	\$17,256	\$8	76%	10%	0.6x	13	43.8%	25.4%	25.9%	6
Q1 '09	Communications Equipment	53	27	51%	\$1,487	\$25	76%	18%	0.3x	9	71.5%	63.5%	90.0%	4
Q2 '09	Communications Equipment	57	27	47%	\$12,514	\$10	66%	19%	0.5x	13	31.5%	37.8%	38.4%	5
Q3 '09	Communications Equipment	57	24	42%	\$6,025	\$7	76%	17%	1.6x	7	189.4%	206.6%	160.1%	2
Q4 '09	Communications Equipment	79	47	59%	\$27,835	\$17	67%	15%	1.2x	21	21.1%	19.8%	25.3%	12
Q1 '10	Communications Equipment	62	28	45%	\$1,929	\$16	76%	13%	1.2x	14	28.0%	29.9%	1.2%	5
Q2 '10	Communications Equipment	60	30	50%	\$3,876	\$21	65%	14%	0.8x	15	31.1%	26.8%	39.0%	5
Q3 '10	Communications Equipment	45	20	44%	\$7,393	\$84	81%	4%	1.5x	16	45.2%	64.9%	58.5%	6
Q4 '10	Communications Equipment	75	33	44%	\$11,315	\$51	78%	10%	1.7x	24	31.8%	29.7%	31.3%	10
Total	Communications Equipment	1092	539	49%	\$132,670	\$20	0%	0%	1.2x	250	26.1%	27.3%	29.8%	94
Q1 '07	Wireline Network	13	10	77%	\$781	\$40	50%	0%	1.8x	3	NA	NA	NA	0
Q2 '07	Wireline Network	8	4	50%	\$9	\$2	83%	0%	0.3x	2	NA	NA	NA	0
Q3 '07	Wireline Network	6	3	50%	\$1,232	\$25	75%	0%	0.9x	2	9.3%	8.2%	24.5%	1
Q4 '07	Wireline Network	11	7	64%	\$428	\$28	88%	0%	1.3x	5	0.9%	1.1%	(0.3)%	2
Q1 '08	Wireline Network	7	3	43%	\$308	\$34	50%	0%	12.2x	1	NA	NA	NA	0
Q2 '08	Wireline Network	9	4	44%	\$56	\$11	80%	0%	2.9x	1	NA	NA	NA	0
Q3 '08	Wireline Network	12	6	50%	\$2,658	\$35	75%	0%	2.3x	3	12.6%	18.9%	15.3%	2
Q4 '08	Wireline Network	8	3	38%	\$18	\$8	75%	0%	NA	0	NA	NA	NA	0
Q1 '09	Wireline Network	6	4	67%	\$222	\$54	40%	60%	1.6x	2	65.7%	73.6%	110.7%	1
Q2 '09	Wireline Network	4	2	50%	\$6	\$3	100%	0%	NA	0	NA	NA	NA	0
Q3 '09	Wireline Network	4	1	25%	\$900	\$900	100%	0%	0.4x	1	NA	NA	NA	0
Q4 '09	Wireline Network	10	8	80%	\$4,219	\$12	78%	0%	0.9x	3	46.0%	50.5%	38.6%	1
Q1 '10	Wireline Network	9	3	33%	\$37	\$11	100%	0%	0.6x	1	NA	NA	NA	0
Q2 '10	Wireline Network	3	3	100%	\$292	\$50	67%	0%	0.7x	1	NA	NA	NA	0
Q3 '10	Wireline Network	8	6	75%	\$2,573	\$114	83%	0%	1.6x	5	45.2%	70.3%	50.7%	2
Q4 '10	Wireline Network	17	10	59%	\$496	\$28	70%	10%	2.0x	9	36.1%	34.6%	29.4%	1
Total	Wireline Network	135	77	57%	\$14,235	\$25	-171%	-23%	1.5x	39	29.8%	38.4%	27.3%	10

Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.

1) Based on median revenue multiple and stock premium data where available.

Appendix – Equipment M&A Data

Quarter	Sector	# of Deals		% w/ Ann.	Trans Value		Consideration ⁽¹⁾		Revenue	Deals w/	Stock Premium to ⁽¹⁾			Deals w/
		Total	Ann. Value	Value	Total	Median	All Cash	All Stock	Multiple ⁽¹⁾	Rev. Mult.	1 Day	1 Week	1 Month	Prem Info
Q1 '07	Data Storage & Storage Networks	1	1	100%	\$57	\$57	0%	0%	NA	0	NA	NA	NA	0
Q2 '07	Data Storage & Storage Networks	6	3	50%	\$1,801	\$405	67%	0%	0.8x	2	10.9%	24.3%	39.5%	1
Q3 '07	Data Storage & Storage Networks	5	3	60%	\$508	\$200	100%	0%	30.5x	2	5.7%	4.0%	5.7%	1
Q4 '07	Data Storage & Storage Networks	4	3	75%	\$1,819	\$350	67%	0%	12.7x	1	NA	NA	NA	0
Q1 '08	Data Storage & Storage Networks	3	2	67%	\$244	\$122	100%	0%	0.5x	1	42.6%	20.3%	42.1%	1
Q2 '08	Data Storage & Storage Networks	2	1	50%	\$3	\$3	100%	0%	NA	0	NA	NA	NA	0
Q3 '08	Data Storage & Storage Networks	3	3	100%	\$630	\$275	50%	50%	2.8x	2	(73.9)%	(77.4)%	(89.0)%	1
Q4 '08	Data Storage & Storage Networks	3	0	0%	\$0	NA	100%	0%	NA	0	NA	NA	NA	0
Q1 '09	Data Storage & Storage Networks	3	1	33%	\$270	\$270	100%	0%	NA	0	NA	NA	NA	0
Q2 '09	Data Storage & Storage Networks	3	2	67%	\$2,666	\$1,333	50%	0%	4.4x	2	31.5%	37.8%	94.1%	1
Q3 '09	Data Storage & Storage Networks	4	1	25%	\$25	\$25	50%	50%	NA	0	NA	NA	NA	0
Q4 '09	Data Storage & Storage Networks	1	1	100%	\$1,304	\$1,304	0%	0%	2.1x	1	24.5%	17.8%	45.4%	1
Q1 '10	Data Storage & Storage Networks	5	2	40%	\$14	\$7	80%	0%	12.0x	1	NA	NA	NA	0
Q2 '10	Data Storage & Storage Networks	3	2	67%	\$54	\$27	50%	0%	NA	0	NA	NA	NA	0
Q3 '10	Data Storage & Storage Networks	3	2	67%	\$2,460	\$1,230	100%	0%	19.4x	2	82.9%	83.3%	247.4%	1
Q4 '10	Data Storage & Storage Networks	4	2	50%	\$3,399	\$1,700	50%	0%	9.6x	2	5.6%	11.9%	20.5%	2
Total	Data Storage & Storage Networks	53	29	55%	\$15,255	\$200	70%	6%	5.5x	16	24.5%	20.3%	39.5%	9
Q1 '07	VoIP & IMS	3	2	67%	\$258	\$129	67%	0%	1.5x	1	37.3%	30.0%	31.6%	1
Q2 '07	VoIP & IMS	6	3	50%	\$8,913	\$721	50%	25%	1.3x	2	7.8%	17.9%	19.6%	2
Q3 '07	VoIP & IMS	1	0	0%	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q4 '07	VoIP & IMS	5	2	40%	\$72	\$36	33%	33%	2.7x	1	NA	NA	NA	0
Q1 '08	VoIP & IMS	3	2	67%	\$299	\$150	50%	0%	3.3x	2	NA	NA	NA	0
Q2 '08	VoIP & IMS	2	0	0%	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q3 '08	VoIP & IMS	5	4	80%	\$34	\$4	100%	0%	NA	0	NA	NA	NA	0
Q4 '08	VoIP & IMS	3	0	0%	\$0	NA	100%	0%	NA	0	NA	NA	NA	0
Q1 '09	VoIP & IMS	3	0	0%	\$0	NA	100%	0%	NA	0	NA	NA	NA	0
Q2 '09	VoIP & IMS	3	2	67%	\$70	\$35	50%	0%	5.5x	1	NA	NA	NA	0
Q3 '09	VoIP & IMS	1	0	0%	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q4 '09	VoIP & IMS	2	0	0%	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q1 '10	VoIP & IMS	1	1	100%	\$0	\$0	100%	0%	NA	0	NA	NA	NA	0
Q2 '10	VoIP & IMS	3	2	67%	\$50	\$25	50%	0%	0.5x	1	26.3%	26.3%	8.2%	1
Q3 '10	VoIP & IMS	1	0	0%	\$0	NA	0%	100%	NA	0	NA	NA	NA	0
Q4 '10	VoIP & IMS	1	1	100%	\$11	\$11	100%	0%	12.7x	1	NA	NA	NA	0
Total	VoIP & IMS	43	19	44%	\$9,709	\$25	64%	12%	1.5x	9	17.5%	27.1%	19.9%	4

Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.

1) Based on median revenue multiple and stock premium data where available.

Appendix – Equipment M&A Data

Quarter	Sector	# of Deals		% w/ Ann.	Trans Value		Consideration ⁽¹⁾		Revenue	Deals w/	Stock Premium to ⁽¹⁾			Deals w/
		Total	Ann. Value	Value	Total	Median	All Cash	All Stock	Multiple ⁽¹⁾	Rev. Mult.	1 Day	1 Week	1 Month	Prem Info
Q1 '07	Audio/Video	21	8	38%	\$1,431	\$24	73%	18%	3.6x	4	7.8%	9.6%	9.5%	3
Q2 '07	Audio/Video	17	7	41%	\$717	\$33	67%	0%	1.8x	6	(2.2)%	7.1%	4.7%	1
Q3 '07	Audio/Video	21	14	67%	\$3,146	\$19	64%	7%	2.3x	5	28.1%	24.7%	19.0%	2
Q4 '07	Audio/Video	21	13	62%	\$335	\$13	81%	0%	1.2x	3	28.2%	28.2%	38.9%	1
Q1 '08	Audio/Video	16	6	38%	\$61	\$4	50%	13%	NA	0	NA	NA	NA	0
Q2 '08	Audio/Video	11	5	45%	\$391	\$26	86%	14%	0.9x	2	NA	NA	NA	0
Q3 '08	Audio/Video	12	5	42%	\$70	\$17	86%	0%	2.2x	3	154.6%	154.6%	37.5%	1
Q4 '08	Audio/Video	32	17	53%	\$16,446	\$9	88%	4%	0.7x	9	43.8%	31.5%	25.9%	4
Q1 '09	Audio/Video	16	8	50%	\$653	\$33	64%	18%	0.1x	3	53.3%	53.3%	9.5%	1
Q2 '09	Audio/Video	18	5	28%	\$509	\$20	56%	33%	0.4x	3	21.7%	23.3%	89.5%	2
Q3 '09	Audio/Video	14	7	50%	\$3,449	\$6	83%	0%	3.7x	1	24.4%	23.8%	22.4%	1
Q4 '09	Audio/Video	23	12	52%	\$18,111	\$142	54%	38%	1.2x	6	(0.6)%	2.5%	10.9%	3
Q1 '10	Audio/Video	20	9	45%	\$1,452	\$14	67%	33%	0.3x	3	0.0%	0.4%	0.4%	3
Q2 '10	Audio/Video	13	6	46%	\$385	\$11	50%	38%	0.7x	4	31.1%	26.8%	39.0%	1
Q3 '10	Audio/Video	11	2	18%	\$481	\$240	80%	0%	0.8x	2	63.6%	63.6%	63.6%	1
Q4 '10	Audio/Video	16	5	31%	\$501	\$48	78%	22%	1.1x	2	40.3%	56.9%	52.3%	2
Total	Audio/Video	282	129	46%	\$48,137	\$18	71%	14%	1.2x	56	27.0%	26.8%	24.4%	26
Q1 '07	Wireless Network	14	10	71%	\$110	\$8	40%	20%	1.3x	4	54.2%	39.9%	44.4%	1
Q2 '07	Wireless Network	10	7	70%	\$218	\$33	75%	0%	2.5x	2	NA	NA	NA	0
Q3 '07	Wireless Network	16	6	38%	\$58	\$5	88%	0%	9.3x	2	27.3%	27.3%	23.5%	1
Q4 '07	Wireless Network	13	7	54%	\$777	\$80	70%	0%	1.2x	5	38.4%	38.4%	40.8%	1
Q1 '08	Wireless Network	7	4	57%	\$43	\$7	100%	0%	0.7x	3	NA	NA	NA	0
Q2 '08	Wireless Network	4	3	75%	\$226	\$72	100%	0%	2.4x	1	NA	NA	NA	0
Q3 '08	Wireless Network	12	3	25%	\$33	\$5	75%	0%	NA	0	NA	NA	NA	0
Q4 '08	Wireless Network	6	4	67%	\$12	\$3	50%	25%	NA	0	(50.0)%	(51.7)%	(62.3)%	1
Q1 '09	Wireless Network	8	4	50%	\$136	\$9	100%	0%	0.3x	1	77.3%	53.3%	69.2%	1
Q2 '09	Wireless Network	8	2	25%	\$665	\$333	67%	33%	1.4x	1	NA	NA	NA	0
Q3 '09	Wireless Network	13	5	38%	\$1,161	\$11	57%	29%	1.1x	2	NA	NA	NA	0
Q4 '09	Wireless Network	14	8	57%	\$3,630	\$44	70%	0%	6.2x	4	21.7%	27.0%	30.3%	2
Q1 '10	Wireless Network	6	1	17%	\$73	\$73	33%	33%	3.5x	1	70.4%	64.3%	135.9%	1
Q2 '10	Wireless Network	9	3	33%	\$106	\$41	40%	20%	8.1x	3	45.6%	51.5%	37.6%	1
Q3 '10	Wireless Network	8	4	50%	\$1,519	\$151	80%	0%	0.3x	3	30.8%	45.7%	35.6%	1
Q4 '10	Wireless Network	6	1	17%	\$152	\$152	50%	0%	2.2x	1	NA	NA	NA	0
Total	Wireless Network	154	72	47%	\$8,921	\$15	68%	9%	1.8x	33	34.6%	39.2%	39.2%	10

Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.

1) Based on median revenue multiple and stock premium data where available.

Appendix – Equipment M&A Data

Quarter	Sector	# of Deals		% w/ Ann.	Trans Value		Consideration ⁽¹⁾		Revenue	Deals w/	Stock Premium to ⁽¹⁾			Deals w/
		Total	Ann. Value	Value	Total	Median	All Cash	All Stock	Multiple ⁽¹⁾	Rev. Mult.	1 Day	1 Week	1 Month	Prem Info
Q1 '07	Satellite & GPS	7	2	29%	\$94	\$47	67%	33%	1.3x	1	NA	NA	NA	0
Q2 '07	Satellite & GPS	11	4	36%	\$66	\$10	50%	17%	1.0x	2	NA	NA	NA	0
Q3 '07	Satellite & GPS	8	5	63%	\$556	\$38	100%	0%	3.4x	3	26.4%	31.3%	37.4%	1
Q4 '07	Satellite & GPS	4	1	25%	\$15	\$15	100%	0%	0.4x	1	NA	NA	NA	0
Q1 '08	Satellite & GPS	2	0	0%	\$0	NA	100%	0%	NA	0	NA	NA	NA	0
Q2 '08	Satellite & GPS	4	3	75%	\$270	\$45	100%	0%	1.1x	2	48.6%	45.2%	30.7%	1
Q3 '08	Satellite & GPS	5	1	20%	\$0	\$0	0%	0%	NA	0	NA	NA	NA	0
Q4 '08	Satellite & GPS	9	5	56%	\$138	\$20	67%	17%	1.2x	1	50.9%	50.9%	67.3%	1
Q1 '09	Satellite & GPS	3	2	67%	\$18	\$9	100%	0%	1.1x	1	NA	NA	NA	0
Q2 '09	Satellite & GPS	4	2	50%	\$133	\$67	100%	0%	0.5x	1	NA	NA	NA	0
Q3 '09	Satellite & GPS	5	3	60%	\$63	\$8	50%	50%	2.6x	2	354.5%	389.5%	297.7%	1
Q4 '09	Satellite & GPS	6	4	67%	\$25	\$3	75%	0%	NA	0	NA	NA	NA	0
Q1 '10	Satellite & GPS	6	4	67%	\$65	\$15	83%	0%	1.4x	3	NA	NA	NA	0
Q2 '10	Satellite & GPS	1	0	0%	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q3 '10	Satellite & GPS	4	2	50%	\$278	\$139	100%	0%	2.3x	1	NA	NA	NA	0
Q4 '10	Satellite & GPS	7	1	14%	\$154	\$154	100%	0%	0.3x	1	63.9%	69.5%	46.4%	1
Total	Satellite & GPS	86	39	45%	\$1,875	\$18	77%	10%	1.3x	19	50.9%	50.9%	46.4%	5
Q1 '07	Wireless Handset	3	1	33%	\$8	\$8	0%	0%	NA	0	NA	NA	NA	0
Q2 '07	Wireless Handset	9	5	56%	\$63	\$5	80%	20%	5.6x	1	NA	NA	NA	0
Q3 '07	Wireless Handset	1	1	100%	\$2	\$2	0%	100%	NA	0	NA	NA	NA	0
Q4 '07	Wireless Handset	3	2	67%	\$21	\$10	100%	0%	0.8x	1	NA	NA	NA	0
Q1 '08	Wireless Handset	3	3	100%	\$370	\$100	67%	33%	2.0x	1	29.9%	39.9%	57.7%	1
Q2 '08	Wireless Handset	2	1	50%	\$279	\$279	100%	0%	NA	0	NA	NA	NA	0
Q3 '08	Wireless Handset	3	3	100%	\$236	\$31	67%	33%	NA	0	NA	NA	NA	0
Q4 '08	Wireless Handset	1	1	100%	\$51	\$51	0%	0%	NA	0	NA	NA	NA	0
Q1 '09	Wireless Handset	1	1	100%	\$0	\$0	100%	0%	NA	0	NA	NA	NA	0
Q2 '09	Wireless Handset	1	1	100%	\$1	\$1	100%	0%	NA	0	NA	NA	NA	0
Q3 '09	Wireless Handset	4	3	75%	\$19	\$6	100%	0%	NA	0	NA	NA	NA	0
Q4 '09	Wireless Handset	3	2	67%	\$201	\$101	33%	33%	NA	0	NA	NA	NA	0
Q1 '10	Wireless Handset	2	1	50%	\$23	\$23	50%	50%	1.7x	1	NA	NA	NA	0
Q2 '10	Wireless Handset	3	2	67%	\$1,819	\$910	50%	0%	1.4x	2	22.6%	17.3%	46.2%	1
Q3 '10	Wireless Handset	1	1	100%	\$11	\$11	0%	0%	NA	0	NA	NA	NA	0
Q4 '10	Wireless Handset	2	1	50%	\$22	\$22	100%	0%	NA	0	NA	NA	NA	0
Total	Wireless Handset	42	29	69%	\$3,129	\$14	67%	18%	1.7x	6	26.3%	28.6%	51.9%	2

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1) Based on median revenue multiple and stock premium data where available.

Appendix – Equipment M&A Data

Quarter	Sector	# of Deals		% w/ Ann.	Trans Value		Consideration ⁽¹⁾		Revenue	Deals w/	Stock Premium to ⁽¹⁾			Deals w/
		Total	Ann. Value	Value	Total	Median	All Cash	All Stock	Multiple ⁽¹⁾	Rev. Mult.	1 Day	1 Week	1 Month	Prem Info
Q1 '07	Servers/Computing	3	1	33%	\$3	\$3	0%	100%	0.0x	1	NA	NA	NA	0
Q2 '07	Servers/Computing	2	0	0%	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q3 '07	Servers/Computing	2	2	100%	\$241	\$121	100%	0%	0.1x	1	NA	NA	NA	0
Q4 '07	Servers/Computing	3	0	0%	\$0	NA	100%	0%	NA	0	NA	NA	NA	0
Q1 '08	Servers/Computing	2	1	50%	\$1	\$1	50%	50%	NA	0	NA	NA	NA	0
Q2 '08	Servers/Computing	3	0	0%	\$0	NA	100%	0%	NA	0	NA	NA	NA	0
Q3 '08	Servers/Computing	4	1	25%	\$34	\$34	0%	0%	1.0x	1	NA	NA	NA	0
Q4 '08	Servers/Computing	2	1	50%	\$1	\$1	0%	50%	NA	0	NA	NA	NA	0
Q1 '09	Servers/Computing	1	1	100%	\$25	\$25	100%	0%	0.1x	1	220.5%	155.1%	180.9%	1
Q2 '09	Servers/Computing	2	1	50%	\$8,342	\$8,342	100%	0%	0.4x	1	42.0%	42.2%	17.3%	1
Q3 '09	Servers/Computing	1	0	0%	\$0	NA	100%	0%	NA	0	NA	NA	NA	0
Q4 '09	Servers/Computing	1	0	0%	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q1 '10	Servers/Computing	0	0	NA	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q2 '10	Servers/Computing	0	0	NA	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q3 '10	Servers/Computing	0	0	NA	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q4 '10	Servers/Computing	3	2	67%	\$218	\$109	100%	0%	1.9x	1	6.9%	4.6%	10.4%	1
Total	Servers/Computing	29	10	34%	\$8,865	\$37	69%	19%	0.3x	6	42.0%	42.2%	17.3%	3
Q1 '07	Consumer Electronics	1	0	0%	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q2 '07	Consumer Electronics	1	0	0%	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q3 '07	Consumer Electronics	3	2	67%	\$1,083	\$541	50%	50%	0.8x	2	12.7%	11.9%	6.1%	2
Q4 '07	Consumer Electronics	4	4	100%	\$582	\$15	100%	0%	0.3x	3	NA	NA	NA	0
Q1 '08	Consumer Electronics	2	0	0%	\$0	NA	100%	0%	NA	0	NA	NA	NA	0
Q2 '08	Consumer Electronics	0	0	NA	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q3 '08	Consumer Electronics	2	1	50%	\$7	\$7	50%	0%	NA	0	NA	NA	NA	0
Q4 '08	Consumer Electronics	2	1	50%	\$580	\$580	100%	0%	0.1x	1	NA	NA	NA	0
Q1 '09	Consumer Electronics	0	0	NA	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q2 '09	Consumer Electronics	2	1	50%	\$2	\$2	100%	0%	0.2x	1	(26.0)%	(7.5)%	(53.8)%	1
Q3 '09	Consumer Electronics	3	1	33%	\$42	\$42	100%	0%	NA	0	NA	NA	NA	0
Q4 '09	Consumer Electronics	6	4	67%	\$49	\$15	100%	0%	1.4x	2	366.7%	320.0%	342.1%	1
Q1 '10	Consumer Electronics	2	0	0%	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q2 '10	Consumer Electronics	2	1	50%	\$90	\$90	50%	0%	NA	0	NA	NA	NA	0
Q3 '10	Consumer Electronics	2	2	100%	\$61	\$31	100%	0%	0.4x	2	31.4%	45.3%	53.3%	1
Q4 '10	Consumer Electronics	5	3	60%	\$33	\$6	67%	0%	1.0x	2	(81.5)%	(76.6)%	(77.7)%	1
Total	Consumer Electronics	37	20	54%	\$2,529	\$17	83%	4%	0.3x	13	12.7%	11.9%	6.1%	6

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Appendix – Equipment M&A Data

Quarter	Sector	# of Deals		% w/ Ann.	Trans Value		Consideration ⁽¹⁾		Revenue	Deals w/	Stock Premium to ⁽¹⁾			Deals w/
		Total	Ann. Value	Value	Total	Median	All Cash	All Stock	Multiple ⁽¹⁾	Rev. Mult.	1 Day	1 Week	1 Month	Prem Info
Q1 '07	Components & Subsystems	17	7	41%	\$395	\$55	70%	20%	2.7x	3	NA	NA	NA	0
Q2 '07	Components & Subsystems	18	9	50%	\$3,195	\$7	80%	0%	1.1x	7	12.2%	11.9%	13.8%	4
Q3 '07	Components & Subsystems	15	12	80%	\$1,422	\$11	57%	7%	1.1x	4	17.5%	33.9%	28.8%	1
Q4 '07	Components & Subsystems	10	4	40%	\$193	\$52	50%	17%	1.3x	2	NA	NA	NA	0
Q1 '08	Components & Subsystems	17	8	47%	\$51	\$4	91%	9%	NA	0	NA	NA	NA	0
Q2 '08	Components & Subsystems	10	4	40%	\$692	\$124	83%	0%	1.1x	3	5.6%	3.2%	30.1%	1
Q3 '08	Components & Subsystems	11	6	55%	\$69	\$3	78%	22%	0.5x	1	NA	NA	NA	0
Q4 '08	Components & Subsystems	5	2	40%	\$3	\$1	50%	50%	0.2x	1	NA	NA	NA	0
Q1 '09	Components & Subsystems	11	5	45%	\$150	\$28	86%	14%	NA	0	NA	NA	NA	0
Q2 '09	Components & Subsystems	10	7	70%	\$97	\$10	67%	17%	1.1x	3	NA	NA	NA	0
Q3 '09	Components & Subsystems	6	3	50%	\$367	\$6	100%	0%	1.6x	1	NA	NA	NA	0
Q4 '09	Components & Subsystems	8	5	63%	\$180	\$15	86%	0%	1.6x	3	25.8%	45.1%	35.0%	2
Q1 '10	Components & Subsystems	9	5	56%	\$228	\$41	100%	0%	1.2x	2	28.0%	29.9%	33.8%	1
Q2 '10	Components & Subsystems	14	10	71%	\$1,025	\$18	100%	0%	0.8x	4	113.3%	112.6%	120.7%	1
Q3 '10	Components & Subsystems	5	1	20%	\$10	\$10	100%	0%	5.2x	1	NA	NA	NA	0
Q4 '10	Components & Subsystems	14	7	50%	\$6,328	\$210	89%	11%	1.2x	5	35.4%	37.4%	36.6%	2
Total	Components & Subsystems	180	95	53%	\$14,404	\$20	79%	9%	1.1x	40	22.7%	31.3%	32.0%	12
Q1 '07	ODMs & EMS	1	1	100%	\$37	\$37	0%	100%	0.2x	1	(18.4)%	(13.4)%	(18.4)%	1
Q2 '07	ODMs & EMS	4	3	75%	\$5,109	\$747	67%	0%	0.8x	2	8.8%	8.6%	12.7%	2
Q3 '07	ODMs & EMS	2	0	0%	\$0	NA	100%	0%	NA	0	NA	NA	NA	0
Q4 '07	ODMs & EMS	4	2	50%	\$19	\$9	100%	0%	0.2x	2	(14.6)%	(8.4)%	1.0%	2
Q1 '08	ODMs & EMS	5	2	40%	\$160	\$80	100%	0%	NA	0	NA	NA	NA	0
Q2 '08	ODMs & EMS	1	1	100%	\$10	\$10	0%	0%	0.9x	1	NA	NA	NA	0
Q3 '08	ODMs & EMS	4	1	25%	\$29	\$29	100%	0%	0.9x	1	NA	NA	NA	0
Q4 '08	ODMs & EMS	7	1	14%	\$8	\$8	100%	0%	0.3x	1	NA	NA	NA	0
Q1 '09	ODMs & EMS	1	1	100%	\$12	\$12	100%	0%	2.1x	1	NA	NA	NA	0
Q2 '09	ODMs & EMS	2	2	100%	\$21	\$11	0%	50%	NA	0	NA	NA	NA	0
Q3 '09	ODMs & EMS	2	0	0%	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Q4 '09	ODMs & EMS	5	3	60%	\$116	\$15	33%	67%	0.3x	2	(48.2)%	(50.3)%	(45.5)%	2
Q1 '10	ODMs & EMS	2	2	100%	\$37	\$18	50%	0%	0.3x	2	NA	NA	NA	0
Q2 '10	ODMs & EMS	9	1	11%	\$54	\$54	67%	33%	NA	0	NA	NA	NA	0
Q3 '10	ODMs & EMS	2	0	0%	\$0	NA	100%	0%	NA	0	NA	NA	NA	0
Q4 '10	ODMs & EMS	0	0	NA	\$0	NA	NA	NA	NA	0	NA	NA	NA	0
Total	ODMs & EMS	51	20	39%	\$5,612	\$23	67%	19%	0.3x	13	(9.0)%	(12.8)%	(3.4)%	7

Note: Transaction Value calculated as consideration paid to holders of stock and stock equivalents plus assumed debt.

1) Based on median revenue multiple and stock premium data where available.



Introduction to SagePoint Advisors

Introduction to SagePoint Advisors

SagePoint Advisors is a boutique investment banking firm providing merger, acquisition and strategic advisory services to technology and telecom companies and their venture backers.

Mission	To deliver the senior-level attention, trusted relationships and market insight on \$10-100 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	Software, hardware and services in the Wireless, VoIP, IP Video, Networking, Internet, Telecom Equipment, IT Infrastructure and Enabling Technology sectors
Offices	San Diego, CA

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

Value Chain	Wireless	VoIP	Video	Data
Services	Mobile messaging, content, search, LBS, social networking, gaming, etc.	VoIP service providers, voice search, website voice enablement, etc.	Cable & DBS, Internet video, conferencing, video delivery networks, etc.	Internet access, web hosting, co-location, SaaS delivery networks, etc.
Software	Mobile and fixed wireless application and infrastructure software, etc.	VoIP softphone client and server software, FMC software, etc.	Video encoding, transcoding, editing, sharing and player software, etc.	Networking & Internet client and server software, etc.
Equipment	Handsets and modules, fixed and mobile wireless equipment, etc.	VoIP handsets, gateways, IP-PBXs, SBCs, media servers, etc.	Cable & IPTV equipment, video conferencing, VOD, DVRs, STBs, etc.	WAN, LAN and optical data networking and telecom equipment, etc.
Semiconductors	3G/4G, WiMax, WLAN, & WPAN RF & BB ICs, etc.	VoIP DSPs and ASICs	Video encode/decode, processing and transport ICs, etc.	WAN, LAN, I/O storage and security networking ICs

Transaction Experience of SagePoint Team


































 <i>has been acquired by</i>  August 2009	 <i>has been acquired by</i> Undisclosed Buyer November 2008	 <i>has sold certain assets to</i> Undisclosed Handset OEM October 2008	 Buyside Advisory 2008	 <i>has been acquired by</i>  April 2008	 <i>has sold its assets to</i>  \$10,000,000 October 2007	 <i>has been acquired by</i>  \$34,875,000 September 2007
 Initial Public Offering \$82,500,000 Co-manage June 2007	 <i>has been acquired by</i>  January 2007	 Initial Public Offering \$167,440,000 Co-manager September 2006	 <i>has been acquired by</i>  August 2006	 <i>has been acquired by</i>  August 2006	 Senior Convertible Debentures \$5,000,000 Financial Advisor and Placement Agent July 2006	 <i>has sold its SRAM assets to</i>  January 2006
 Private Investment in Public Equity \$14,400,000 Co-Agent January 2006	 <i>has been acquired by</i>  October 2005	 <i>has agreed to the sale of their NAS Software Intellectual Property to</i>  \$50,000,000 May 2005	 <i>has sold a minority stake to</i> Strategic Investor 2005	 <i>has been acquired by</i>  August 2004	 <i>has been acquired by</i>  \$122,500,000 April 2004	 <i>has been acquired by</i>  March 2004
 <i>has been acquired by</i>  August 2003	 <i>has been acquired by</i>  December 2003	 <i>has been acquired by</i>  February 2003	 <i>has been acquired by</i>  April 2002	 Private Placement \$9,900,000 Placement Agent July 2001	 Private Placement \$11,000,000 Placement Agent May 2000	 <i>has merged with</i>  \$157,000,000 March 2000

Transaction Experience by Market Segment

SagePoint's Founder has led more than 75 M&A and fund raising engagements with deal experience across the entire communications and networking value chain.

Value Chain	Wireless	VoIP	Video	Data
Services	<ul style="list-style-type: none"> • Sale of Xumii to Myriad Group • Capital Raise for InfoSonics 	<ul style="list-style-type: none"> • Sale of AccessLine to Telanetix • Strategic Advisory for Voice 2.0 Service Provider 	<ul style="list-style-type: none"> • Strategic Advisory for DirecTV Reseller 	<ul style="list-style-type: none"> • Sale of Compute Intensive to Verio • Sale of GeoNet to Level 3 • Capital Raise for Speakeasy
Software	<ul style="list-style-type: none"> • Sale of Neven Vision to Google • Sale of SKY MobileMedia, 	<ul style="list-style-type: none"> • Sale of CrystalVoice to Global IP Solutions • Buyside Advisory for VOIP Softphone Vendor 	<ul style="list-style-type: none"> • IPO for Divx • Strategic Advisory for Mobile Video SW Vendor 	<ul style="list-style-type: none"> • Sale of LVL7 to Broadcom • Sale of Neteon to CA
Equipment	<ul style="list-style-type: none"> • Sale of Strix to Idream • Sale of Aiprime to Sierra Wireless 	<ul style="list-style-type: none"> • Strategic Advisory for Unified Messaging Vendor • Strategic Advisory for IP-PBX Vendor 	<ul style="list-style-type: none"> • Sale of Gyration to Philips • Sale of TIR to Philips 	<ul style="list-style-type: none"> • Sale of Network Physics to OpNet • Capital Raise for Raptor Networks • Sale of Procom to Sun
Semis	<ul style="list-style-type: none"> • Sale of CommAsic to Freescale • Peregrine Strategic Investment • Sale of Synad to ST 	<ul style="list-style-type: none"> • Strategic Advisory for Noise Cancellation IC Vendor 	<ul style="list-style-type: none"> • Sale of Vativ to Entropic • Strategic Advisory for Video Processing IC Vendor 	<ul style="list-style-type: none"> • Strategic Advisory for Storage Networking IC Vendor

Representative Buyer Relationships

Internet / Media	Service Providers	Communications Software / SaaS	Communications Equipment	Communications Semiconductors
         	         	         	         	         

Why Work With SagePoint?

- SagePoint delivers the senior-level attention, trusted relationships and market insight on \$10-100M transactions that larger investment banks reserve only for much larger transactions
- SagePoint's domain knowledge is world-class across the entire communications and networking value chain
- SagePoint has developed trusted relationships with the most active strategic buyers across the communications 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