

STRATEGIC EQUITY GROUP

INVESTMENT BANKING & VALUATION ADVISORY SERVICES

ABOUT SEG

STRATEGIC EQUITY GROUP (SEG) is a California-based investment banking and valuation advisory services firm dedicated to maximizing value for middle-market companies going through the process of a merger, acquisition, divestiture, or other form of ownership transition. Though our focus is the middle-market, our clients range from young, rapidly growing companies to large, publicly traded industry leaders.

Our firm can assist you in the following practice areas:

- Merger & Acquisition Advisory
- Corporate Finance
- Financial Reporting & Tax Compliance
- Business Valuations, Fairness & Financial Opinions
- ESOP Formation & Valuation
- Distressed Situations

Since 1989, SEG has focused its efforts on a market sector typically underserved by larger investment banks. Whether it is a closely-held business, a middle-market company, or a Fortune "1000" enterprise, our loyal clients have repeatedly turned to Strategic Equity Group through maturing stages of their company's growth.

SEG offers its clients the senior level involvement one expects from a boutique firm, with the depth of experience and expertise usually found in larger firms. Each engagement is handled by professionals with extensive transaction and operational experience, which ensures that transactions progress with a minimum amount of disruption and delay. In addition, our firm has an extensive network of potential acquirers, sellers, and funding sources.

Much of our work is referred to us. Through countless successful transactions, we have earned the trust of company advisors and have become advisor of choice for Big Four and regional accounting firms as well as prominent law firms on the West Coast.

The following is a partial list of representative engagements:

 <p>DZIN A leading design and building company</p> <p>Has been acquired by AGI Media</p> <p>We assisted in the negotiations and acted as the exclusive financial advisor to DZIN, The Design Group.</p> <p>STRATEGIC EQUITY GROUP INVESTMENT BANKING</p>	 <p>PIFER A provider of consultation, systems integration, and implementation programs for the fitness industry</p> <p>Has been acquired by COMPUSHARE</p> <p>We initiated the transaction, assisted in the negotiations, and acted as the exclusive financial advisor to CompShare, Inc.</p> <p>STRATEGIC EQUITY GROUP INVESTMENT BANKING</p>	 <p>ABT Advanced Barter Technologies, Inc.</p> <p>Has been acquired by HUTCHINSON</p> <p>A Time Free FR company</p> <p>We assisted in the negotiations and represented certain shareholders of Advanced Barter Technologies, Inc.</p> <p>STRATEGIC EQUITY GROUP INVESTMENT BANKING</p>	 <p>The assets of APEX FITNESS CENTER</p> <p>Has been acquired by A National Health Club Chain</p> <p>We assisted in the negotiations and acted as the exclusive financial advisor to Apex Fitness, Inc.</p> <p>STRATEGIC EQUITY GROUP INVESTMENT BANKING</p>	 <p>BRIGADE The assets of BRIGADE QUARTERS</p> <p>We assisted in the negotiations as the financial advisor to Brigade Quarters, Inc.</p> <p>STRATEGIC EQUITY GROUP INVESTMENT BANKING</p>	 <p>RFC Capital FINANCIAL SERVICES</p> <p>Has received working capital financing from BRIGADE</p> <p>The underwriter arranged the financing and acted as Financial Advisor to ConexOne Communications, Inc.</p> <p>STRATEGIC EQUITY GROUP INVESTMENT BANKING</p>	 <p>NATIONAL OAK DISTRIBUTORS INC.</p> <p>Has completed a merger with NATIONAL PIPE INC.</p> <p>We assisted in the negotiations as the financial advisor to the Oak Distributors, Inc., Employee Stock Ownership Trust and issued a fairness opinion in connection with the transaction.</p> <p>STRATEGIC EQUITY GROUP INVESTMENT BANKING</p>
 <p>ALANAR A leader in developing and selling real estate technology solutions</p> <p>Has merged with ALANAR</p> <p>We assisted in the negotiations and acted as the exclusive financial advisor to shareholders of Alanar Technologies, Inc.</p> <p>STRATEGIC EQUITY GROUP INVESTMENT BANKING</p>	 <p>YUM YUM CANDY COMPANY, INC.</p> <p>Has been acquired by YUM YUM</p> <p>We initiated the transaction, assisted in the negotiations, and acted as the financial advisor to the Unsecured Creditors of East Coast Sugar Company, Inc.</p> <p>STRATEGIC EQUITY GROUP INVESTMENT BANKING</p>	 <p>EPOCH ENERGY SERVICES</p> <p>Has sold \$57.8M to several private investors</p> <p>We acted as financial advisors to the selling shareholders.</p> <p>STRATEGIC EQUITY GROUP INVESTMENT BANKING</p>	 <p>FOX SECURITY SERVICES INC.</p> <p>Has been acquired by ACSI</p> <p>We initiated this transaction, assisted in the negotiations, and acted as the exclusive financial advisors for Security Services.</p> <p>STRATEGIC EQUITY GROUP INVESTMENT BANKING</p>	 <p>Kal Plastics INC.</p> <p>Has acquired the business of CAMDEN</p> <p>We initiated this transaction, assisted in the negotiations, and acted as financial advisor to Kal Plastics.</p> <p>STRATEGIC EQUITY GROUP INVESTMENT BANKING</p>	 <p>QUEST SOFTWARE INC.</p> <p>Has been acquired by QUEST SOFTWARE</p> <p>We initiated this transaction, assisted in the negotiations, and acted as the exclusive financial advisor to shareholders of Quest Software, Inc.</p> <p>STRATEGIC EQUITY GROUP INVESTMENT BANKING</p>	 <p>KRETEK INC.</p> <p>Has been acquired by KRETEK</p> <p>We acted as the exclusive financial advisor to Kretek USA, Inc.</p> <p>STRATEGIC EQUITY GROUP INVESTMENT BANKING</p>

LOS ANGELES ORANGE COUNTY

9841 Airport Blvd., Suite 650, Los Angeles, California 90045 ♦ P: 310.568.9380
6 Hutton Centre Drive, Suite 860, South Coast Metro, California 92707 ♦ P: 714.444.3833

www.sego.com

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