

CORUM

USA

Switzerland

Germany

France

United Kingdom

Canada

Norway

Brazil

Merge Briefing

PRICEWATERHOUSECOOPERS 

Merge Briefing

Agenda

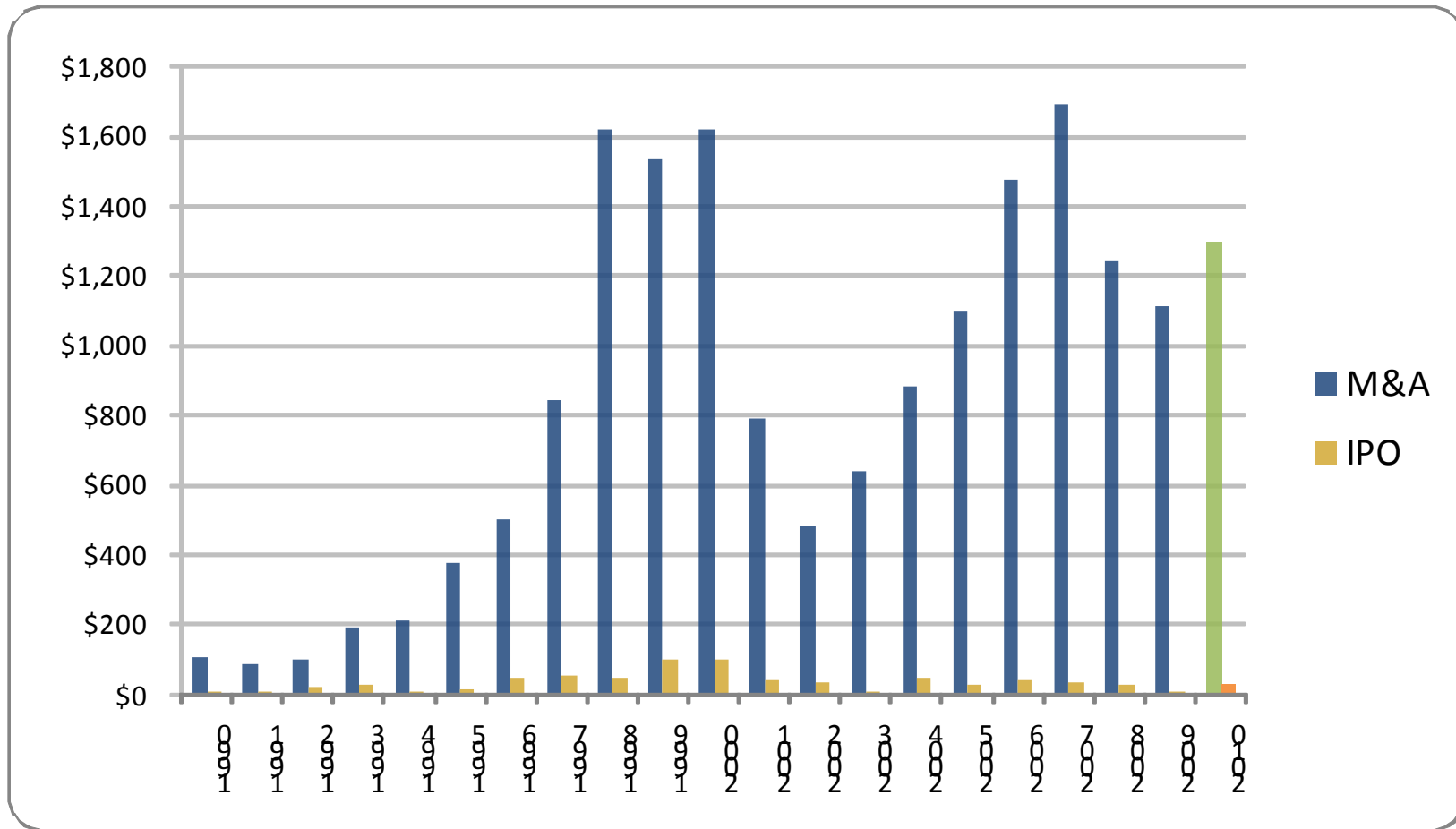
- Market Perspective
- Deal Activity & Valuations
- The M&A Process
- Canadian Forecasts
- Q&A

M&A Specialists

- M&A specialists since 1985 – with offices globally
- Privately held companies – sell side (control change) - software
- Senior staff, former CEOs
- 220+ transactions completed – 50% cross border
- \$6 billion in wealth created for clients (\$2mm to \$75mm at a time)
- Host of *Selling Up Selling Out* – Most attended executive conference
- Host of *M&A Monthly* – Largest M&A Webcast
- Host of multi-national *Merge Briefings*
- Sponsor of World Financial Symposiums (WFS) conferences

M&A is the Primary Source of Liquidity

In Dollar Volume (Billions) – All Industries



Software M&A Activity 2002-2010

Total Deal Volume vs. Total Deal Value



Transactions/Valuations Are Up

Corum Index

	Mar-09	Mar-10
# of Transactions	220	278
# of Mega Deals	0	4
Largest Deal	\$590	\$1,993
Average Deal Size	\$97	\$274
Median Seller Size	\$65	\$22
# VC backed Exits	25	25
% Terms Undisclosed	77%	76%
All Cash (announced)	49%	22%
% Targets were Public	18%	15%
% Public Buyers	33%	48%

Recent Corum Transactions



Rudolph is a provider of process characterization equipment and software for wafer fabs. Adventa provides Advanced Process Control technologies to semiconductor manufacturers for tool automation.

Rudolph: USA
Adventa: USA



API provides human capital management solutions to the healthcare industry. Clearview provides workflow management solutions for healthcare staffing agencies to recruit, credential, schedule and pay temporary staff.

API Healthcare: USA
Clearview Staffing: USA



Ipswitch's Network Management Division is the maker of WhatsUp Gold and innovative network management solutions. Dorian provides event log management solutions for Windows.

Ipswitch: USA
Dorian: USA



Allegiance offers next generation feedback management SW to help grow customer and employee loyalty and engagement. Inquisite is a leader in Enterprise Feedback Management software that facilitates the gathering, understanding, and acting upon business-critical data.

Allegiance: USA
Inquisite: USA

Recent Corum Transactions



Neopost is a worldwide provider of mailing machines, postage meters, and software solutions. Satori Software is a leader in address management tools with focus on the postal delivery space.

Neopost: France
Satori Software: USA



SAI Global provides information services and solutions for managing risk, achieving compliance and driving business development. Cintellate does this in the areas of environment, health, safety (EHS) and risk-related performance.

SAI Global: Australia
Cintellate: Australia



Geoservices is a leader in oilfield services to evaluate and optimize field exploration. Petrospec is a leader in geopressure analysis and drilling engineering SW for hydrocarbon exploration and production.

Geoservices Group: France
Petrospec: USA



Hitachi is a global vendor of mining equipment while Wenco is a leading vendor of mine management systems, enabling Hitachi to offer solutions to increase mine productivity.

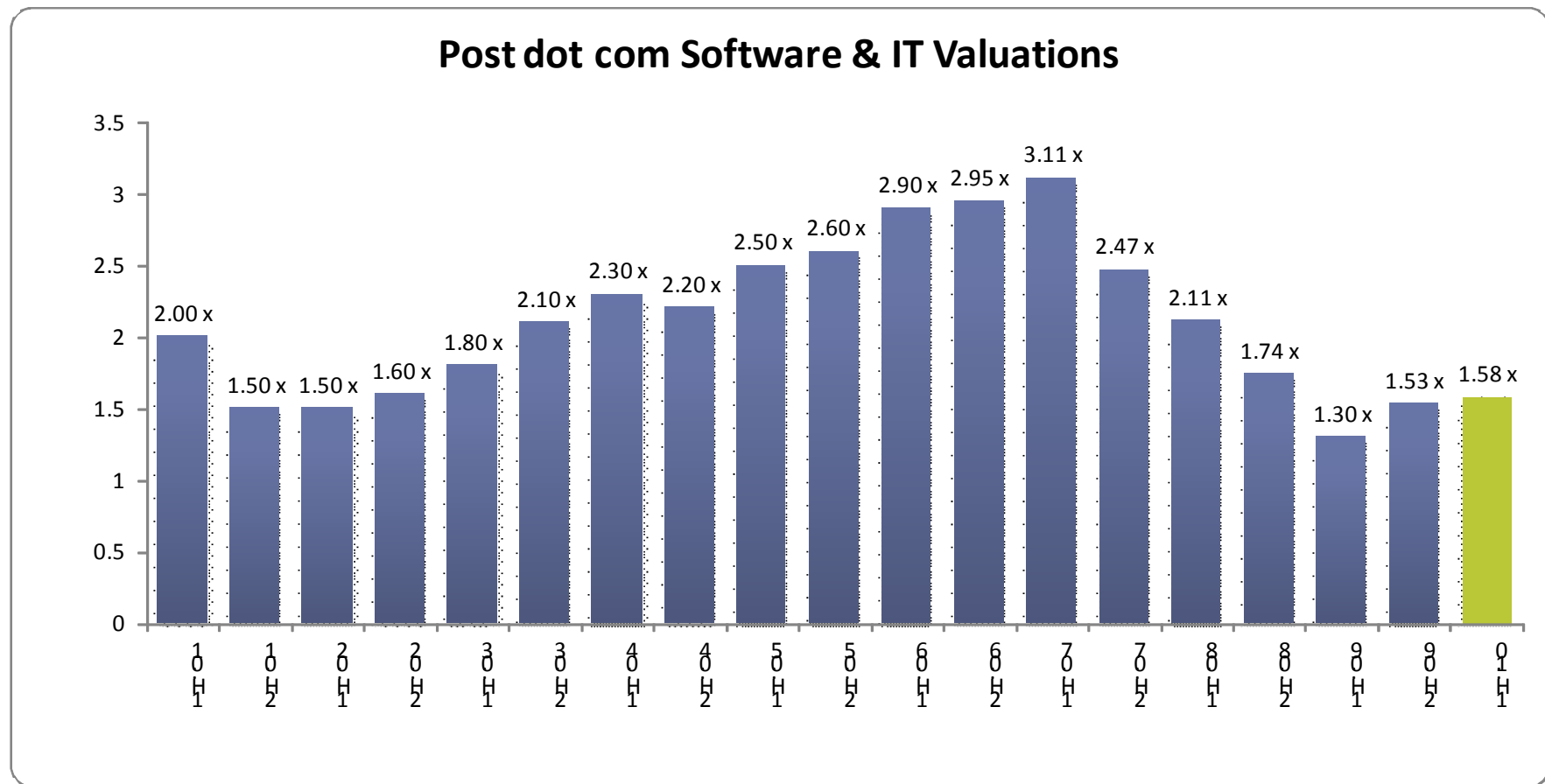
Hitachi: Japan
Wenco: Canada

Trends and Drivers

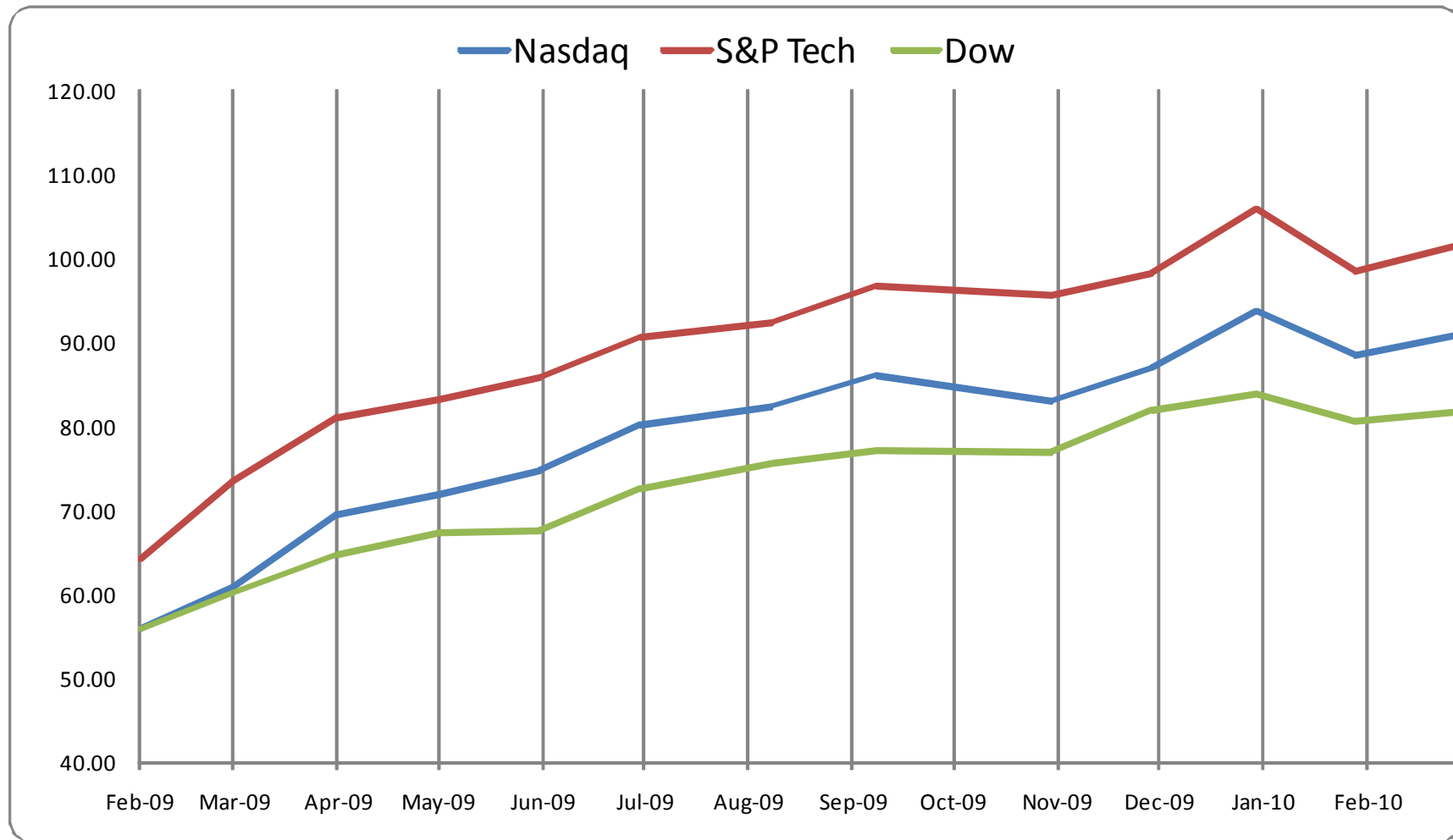
- Cash deals – buyers are flush
- More earnouts, notes, installment sales
- More asset sales, divestitures
- Smaller deals increasing – fewer transformational blockbusters
- Mid-market buyers are being acquired
- Strategic buyers are very active
- Financial buyers have re-entered the bidding

Transaction Multiples on the Rise

Median Valuations in EV/S

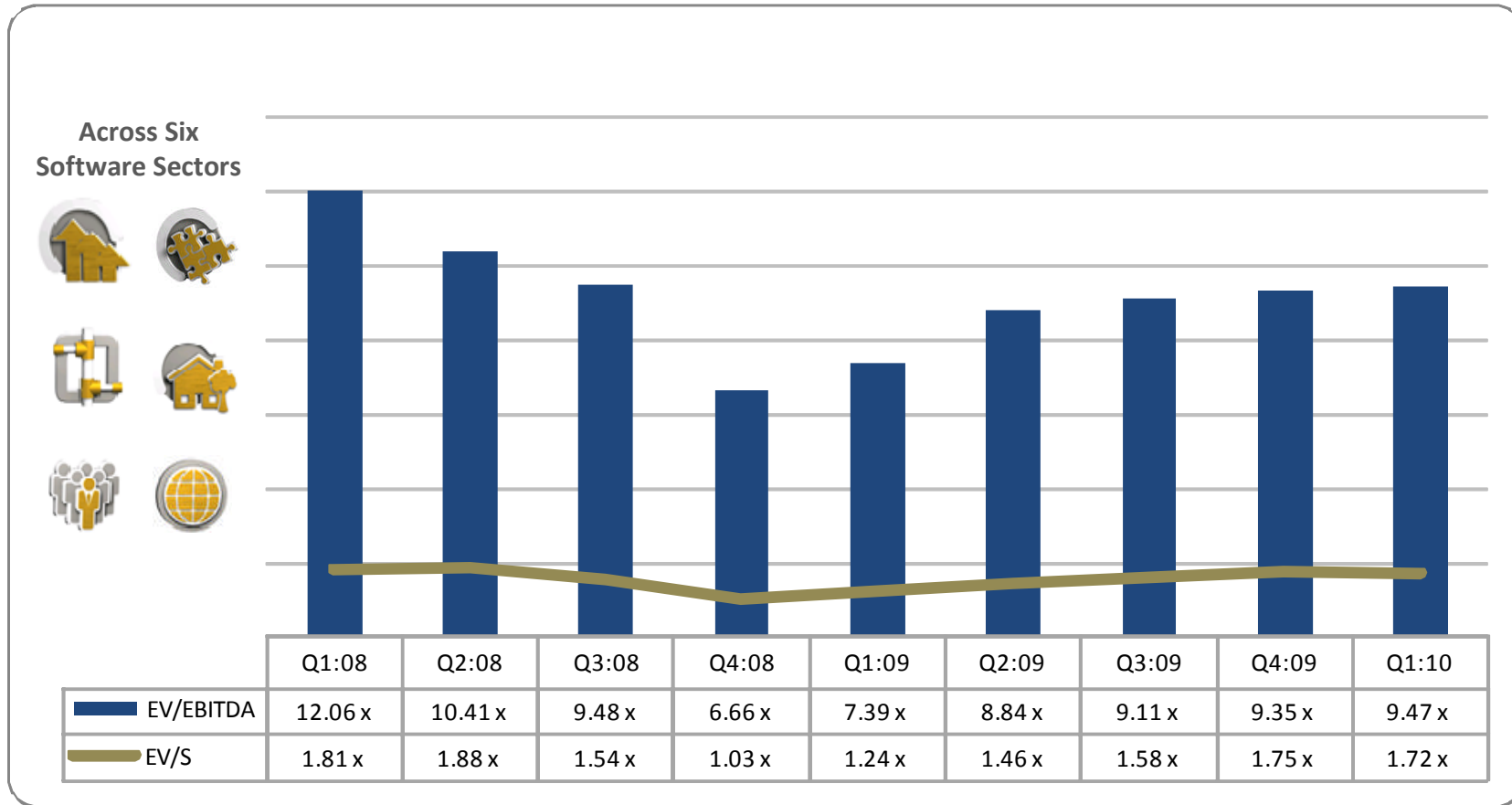


Public Markets



Public Market Multiples

Public Valuations – 6 Sectors

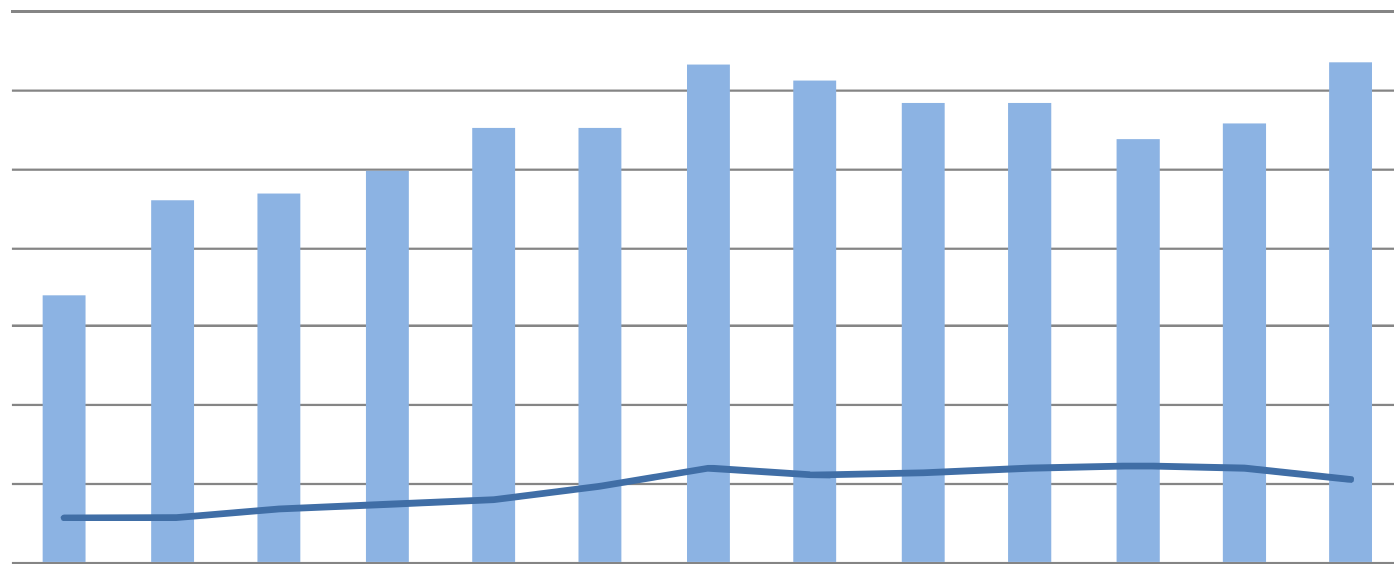


Horizontal Application Software Market

Public Valuations



Horizontal
Application
Software



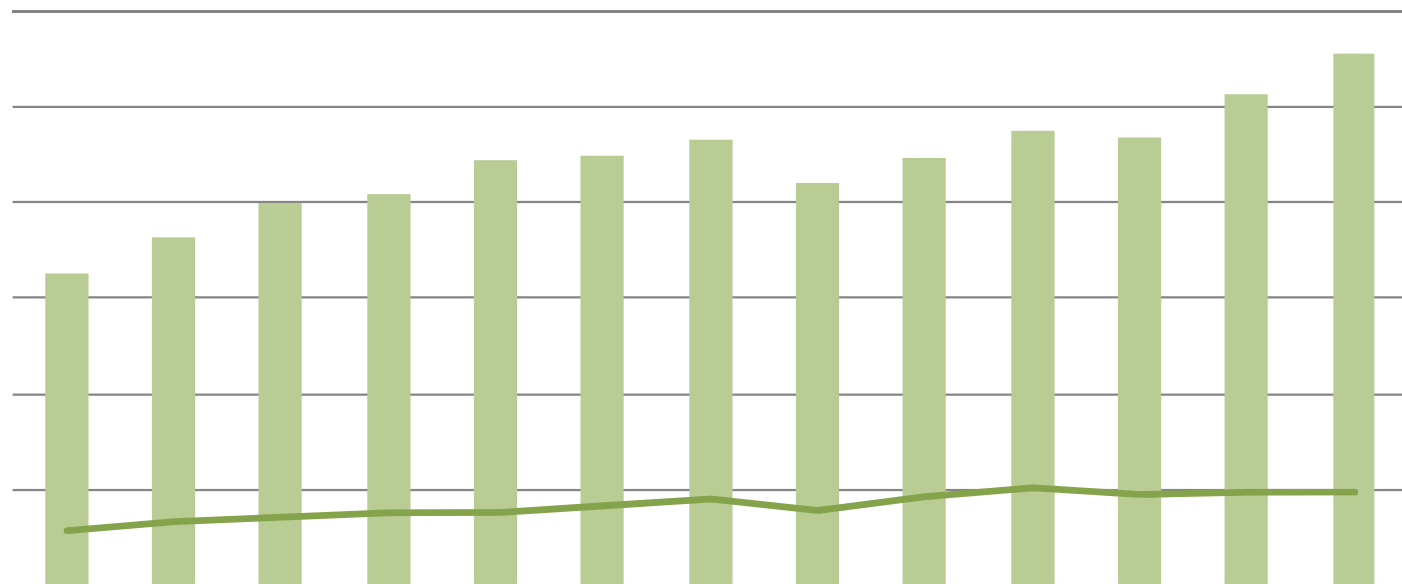
	Mar-09	Apr-09	May-09	Jun-09	Jul-09	Aug-09	Sep-09	Oct-09	Nov-09	Dec-09	Jan-10	Feb-10	Mar-10
EV/EBITDA	6.82 x	9.23 x	9.39 x	9.99 x	11.06 x	11.06 x	12.67 x	12.26 x	11.66 x	11.67 x	10.76 x	11.16 x	12.71 x
EV/S	1.12 x	1.16 x	1.35 x	1.50 x	1.58 x	1.93 x	2.41 x	2.21 x	2.29 x	2.41 x	2.48 x	2.42 x	2.11 x

Vertical Application Software Market

Public Valuations



Vertical
Application
Software



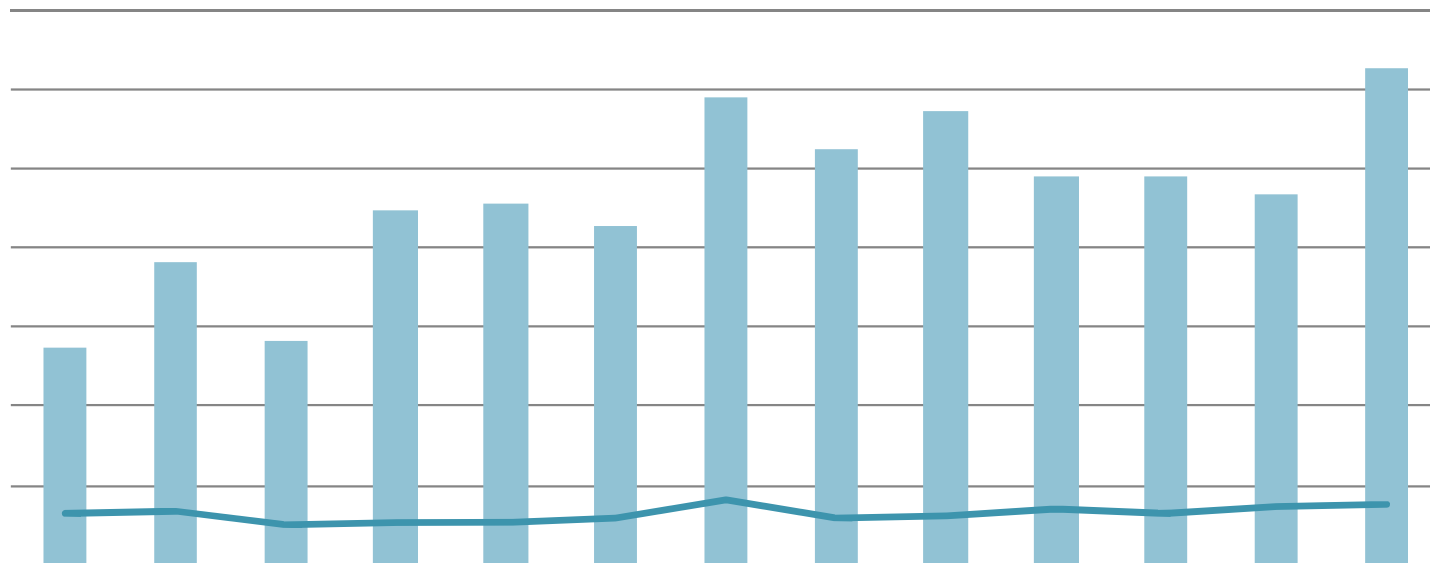
	Mar-09	Apr-09	May-09	Jun-09	Jul-09	Aug-09	Sep-09	Oct-09	Nov-09	Dec-09	Jan-10	Feb-10	Mar-10
EV/EBITDA	6.53 x	7.26 x	7.99 x	8.17 x	8.91 x	9.01 x	9.32 x	8.42 x	8.96 x	9.54 x	9.37 x	10.30 x	11.15 x
EV/S	1.14 x	1.31 x	1.40 x	1.51 x	1.51 x	1.66 x	1.80 x	1.57 x	1.82 x	2.01 x	1.90 x	1.92 x	1.95 x

Consumer Application Software Market

Public Valuations



Consumer Application Software



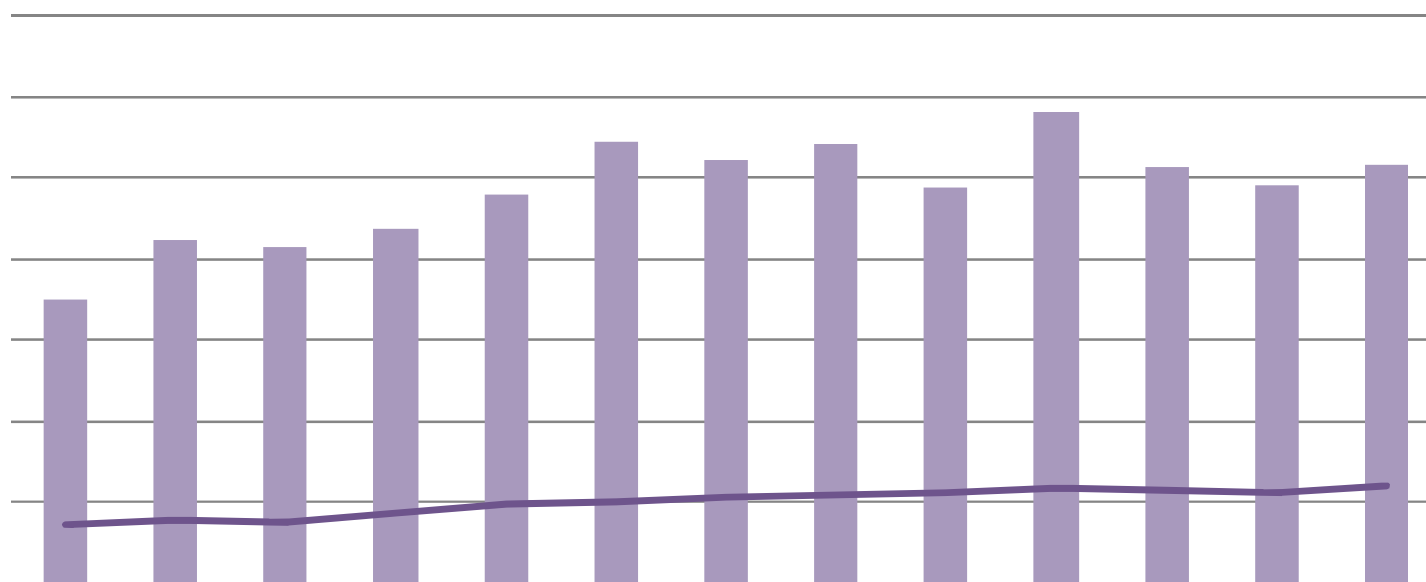
	Mar-09	Apr-09	May-09	Jun-09	Jul-09	Aug-09	Sep-09	Oct-09	Nov-09	Dec-09	Jan-10	Feb-10	Mar-10
EV/EBITDA	2.74 x	3.81 x	2.83 x	4.47 x	4.57 x	4.27 x	5.88 x	5.23 x	5.71 x	4.91 x	4.89 x	4.67 x	6.25 x
EV/S	0.64 x	0.69 x	0.50 x	0.53 x	0.53 x	0.59 x	0.83 x	0.60 x	0.61 x	0.70 x	0.66 x	0.73 x	0.77 x

Infrastructure Market

Public Valuations



Infrastructure Software



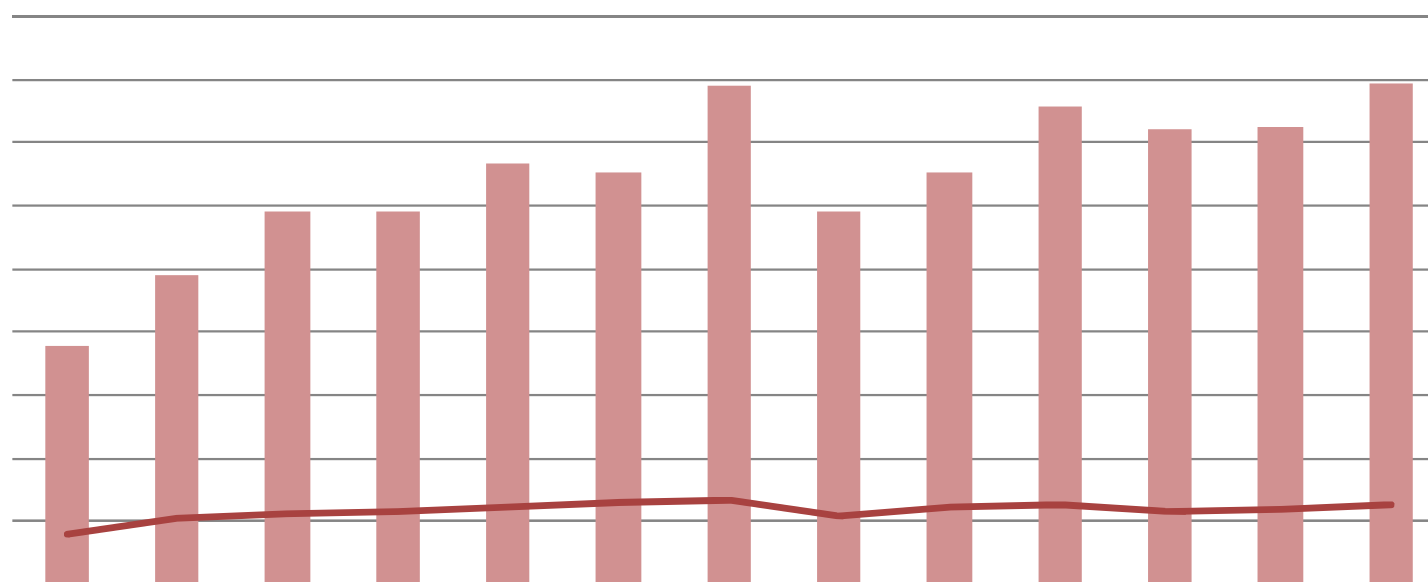
	Mar-09	Apr-09	May-09	Jun-09	Jul-09	Aug-09	Sep-09	Oct-09	Nov-09	Dec-09	Jan-10	Feb-10	Mar-10
EV/EBITDA	6.98 x	8.46 x	8.29 x	8.74 x	9.59 x	10.92 x	10.46 x	10.81 x	9.76 x	11.61 x	10.26 x	9.83 x	10.33 x
EV/S	1.43 x	1.55 x	1.52 x	1.72 x	1.95 x	2.02 x	2.14 x	2.20 x	2.27 x	2.37 x	2.30 x	2.24 x	2.39 x

Internet Market

Public Valuations



Internet



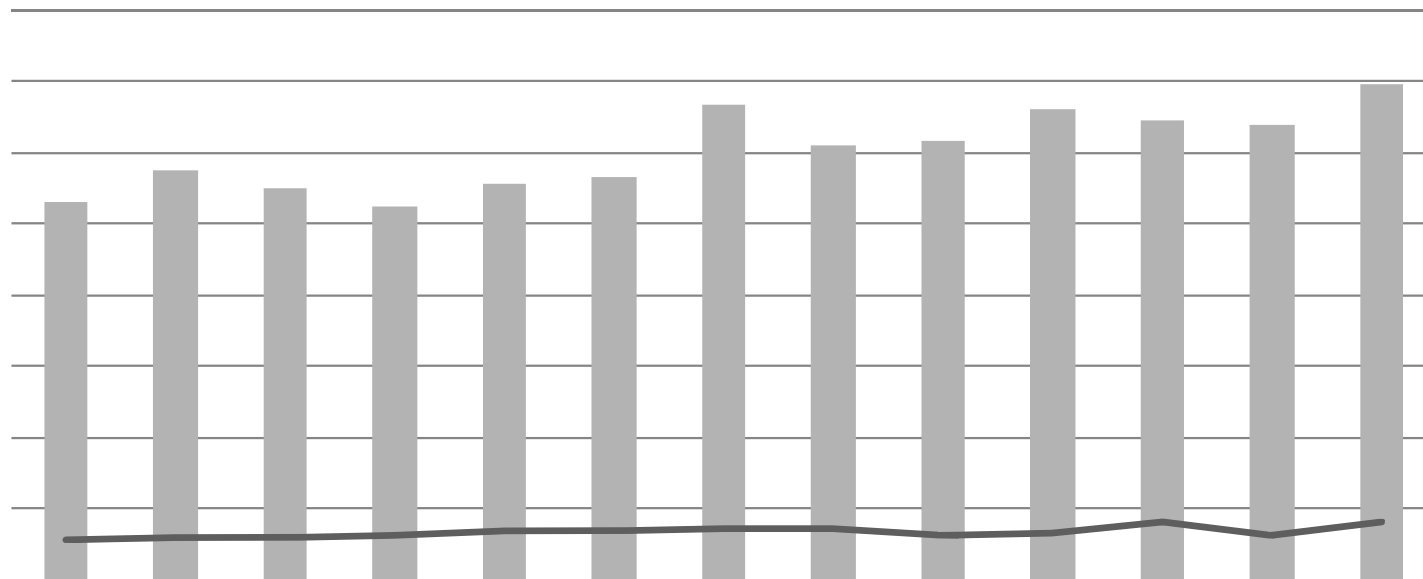
	Mar-09	Apr-09	May-09	Jun-09	Jul-09	Aug-09	Sep-09	Oct-09	Nov-09	Dec-09	Jan-10	Feb-10	Mar-10
EV/EBITDA	7.54 x	9.80 x	11.78 x	11.81 x	13.32 x	13.02 x	15.80 x	11.81 x	13.03 x	15.13 x	14.40 x	14.52 x	15.89 x
EV/S	1.60 x	2.11 x	2.26 x	2.30 x	2.48 x	2.60 x	2.70 x	2.19 x	2.45 x	2.55 x	2.34 x	2.36 x	2.54 x

IT Services Market

Public Valuations



IT Services

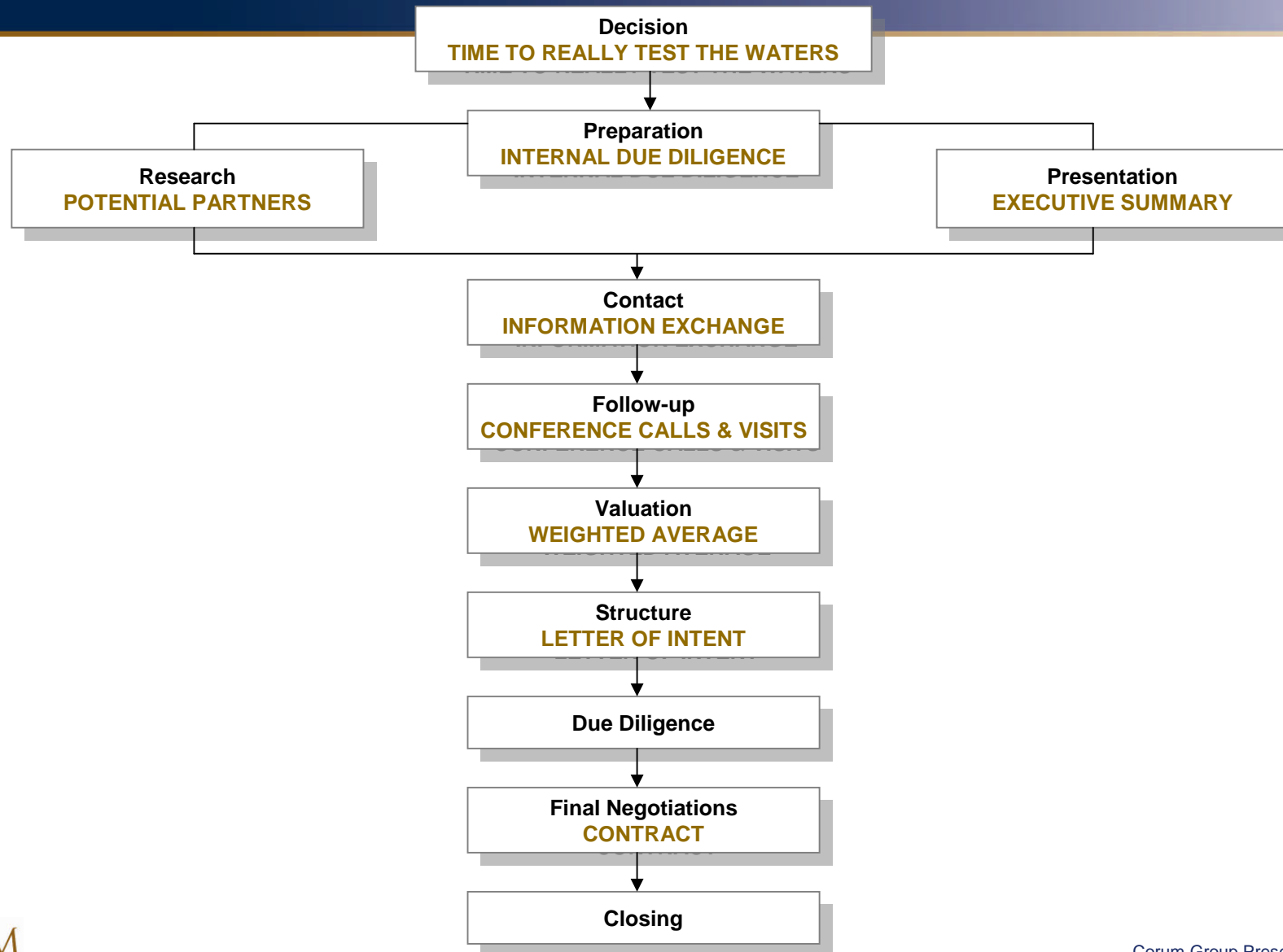


	Mar-09	Apr-09	May-09	Jun-09	Jul-09	Aug-09	Sep-09	Oct-09	Nov-09	Dec-09	Jan-10	Feb-10	Mar-10
EV/EBITDA	5.32 x	5.76 x	5.51 x	5.24 x	5.56 x	5.67 x	6.66 x	6.10 x	6.16 x	6.60 x	6.44 x	6.37 x	6.97 x
EV/S	0.56 x	0.60 x	0.61 x	0.63 x	0.68 x	0.68 x	0.73 x	0.73 x	0.63 x	0.67 x	0.81 x	0.64 x	0.83 x

Merge Briefing

The M&A Process

M&A Process



M&A Process and Timeline

The Goal: Truly understand how the market values the company

The Method: Detailed research, timely communication and time-proven sales process

The Strategy: Pro-actively conduct a controlled auction that provides your company with multiple options at the highest supportable valuation

Weeks 1 – 6 Preparation	Weeks 7 – 23 Buyer Contact	Weeks 24-28 Deal Negotiations	Weeks 28-36+ DA
<ul style="list-style-type: none"> Complete CEO worksheet Conduct IPM with Corum team Prepare executive summary Finalize buyers list Develop synergy and contribution analysis Compile financial memorandum Valuation report 	<ul style="list-style-type: none"> Initiate dialogs with potential buyers Qualify interest Distribute executive summary, NDAs and confidential financial memorandum Organize conference calls, site visits and meetings Provide valuation guidance Initiate auction phase Qualify indications of interest 	<ul style="list-style-type: none"> Manage auction process Organize final management discussions/visits Negotiate with top bidder(s) Final due diligence process 	<ul style="list-style-type: none"> Negotiate definitive purchase agreement and related deal documentation Negotiate employment and non-compete agreements
<ul style="list-style-type: none"> Deliverable-based progress reporting 	<ul style="list-style-type: none"> Bi-weekly review, ad hoc contact with customer lead, report to/at Board meeting 	<ul style="list-style-type: none"> Ad hoc reviews, report to/at Board meetings 	<ul style="list-style-type: none"> Ad hoc reviews, report to/at Board meetings

Presenting Your Company

You Will Need (Minimum):

- Researched buyers list (contact names and EAs)
- Strategic analysis per buyer
- Introductory Letter(s)
- Executive Summary (Opportunity Overview)
- Transaction NDA
- Financial Memorandum
- Corporate Presentation (verbal / PPT)
- Valuation (later)

What Buyers Value (Not Just Technology)

- Vision
- Research
- Management
- Business Model (SaaS)
- Planning
- R&D Process
- Patents
- Record Keeping
- Documentation
- Pricing
- Support
- Market Share
- Staff
- International
- User Base
- Marketing
- Channels
- Alliances
- Competitive Position
- Technology
- Sales Process
- Recurring Revenue
- Growth
- Profitability
- Domain Expertise

...Want to keep you out of competitors' hands.

Target Buyers

Identify the target companies

The A List

You probably know who they are;
they may have already approached
you

**Strategic
Buyers**

The B List

Similar characteristics to the A list
candidates, but you are not familiar
with them

- Foreign firms*
- Non-technology

**Financial
Buyers**

** Don't ignore newly public international firms*

Top Strategic Buyers

For the Decade (2000 - 2010)

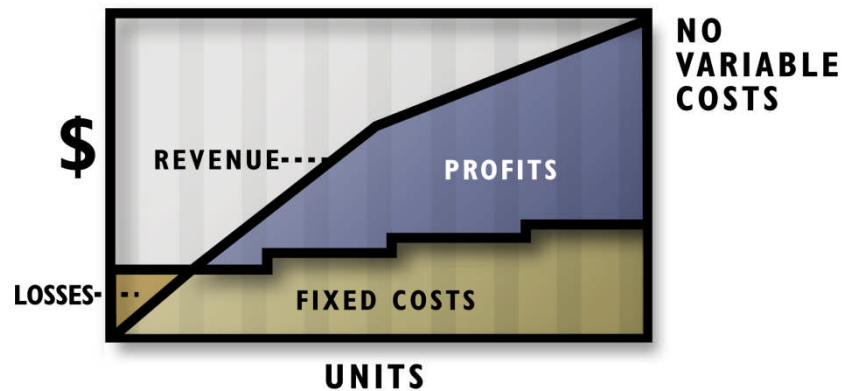
Company	# of Deals	Current Cash in Billions
Microsoft	94	\$33.5
Cisco	88	\$39.7
IBM	85	\$14
EMC	66	\$6.7
Oracle	60	\$20.8
Google	60	\$24.5
HP	56	\$13.6
Apple	52	\$24.8
Yahoo!	45	\$3.3
SAP	38	\$N/A

Don't forget the
Financial Buyers...

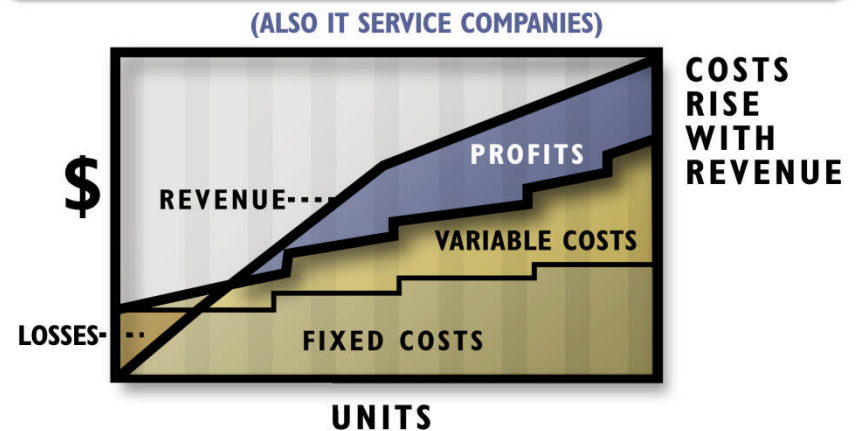
over \$500 Billion
(2x Strategic Buyers)

Why Software Companies Are So Valuable

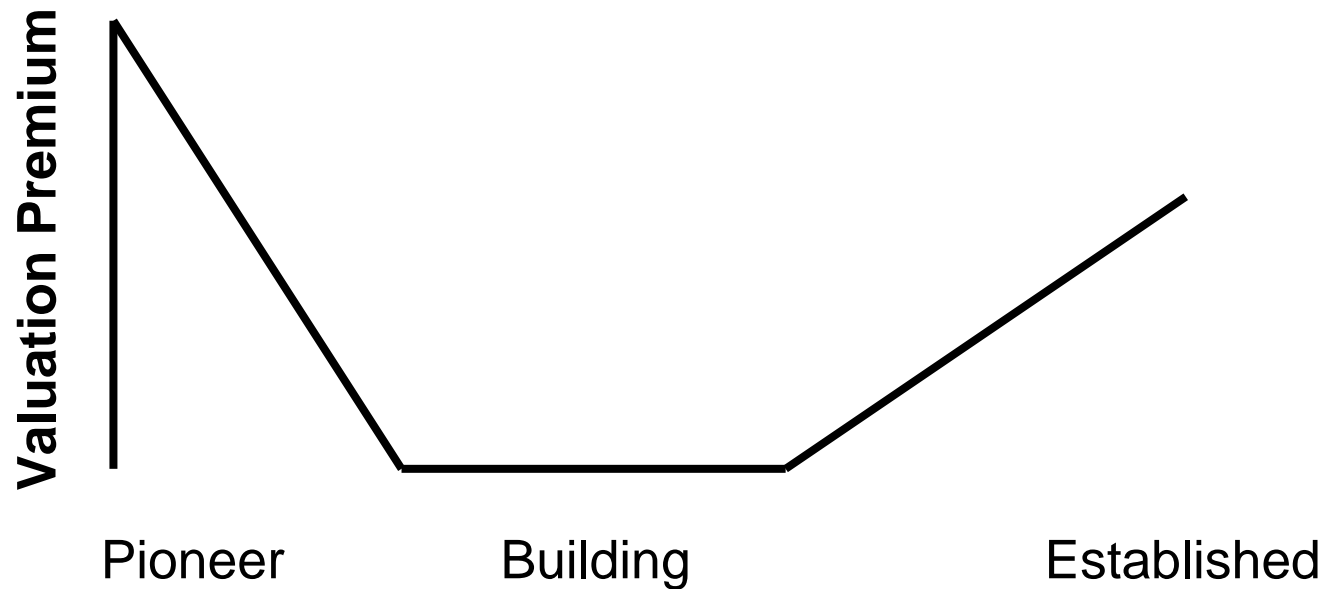
TYPICAL SOFTWARE COMPANY



TYPICAL TRADITIONAL COMPANY (ALSO IT SERVICE COMPANIES)



Corum Valuation Lifecycle



Stages of Growth

Primary Ways to Value a Software Company

1 Sales Multiple (EV/S) – Public Company

2 Earnings Multiple (PE)

3 Similar Company Transaction

4 Discounted Cash Flow (DCF)

5 Replacement Value

Valuation – Intangible Assets

- Balance sheets have little to do with software or IT service company valuations
 - Deal participants with a background in traditional M&A may be overly focused on balance sheet-based valuation methods
- The major assets of software/IT service companies are intangible
 - Intellectual property
 - User base
 - Channels
 - Leads/Process
 - Alliances
 - Staff/Domain Expertise
 - Technology
 - Website/SEO
- The value of intangibles is hard to measure and must be sold

Valuation – The Challenging Part

- Good three-year forecasts
 - Growth rates
 - Profitability
 - Discount rate
 - Terminal value
- Relevant public company peer group
- Finding M&A transaction data for comparable sales
- Recasting can change the value

Sales Multiple (EV/S) – Public Company

The ratio of a public company's trailing 12-months revenue to its market capitalization.

For example:

	Revenues	Market Cap.	Sales Multiple	Liquidity Discount
Sellco	\$44.5 Mil	\$133.1 Mil	3.34	25%
Sales Multiple After Discount =				2.50

Public companies trade at higher multiples compared to private companies due to market liquidity, access to equity capital and benefit from an increased market exposure. To compensate for this difference, apply a 25% liquidity discount.

Earnings Multiple (PE)

The ratio of a public company's annual net earnings to its market capitalization.

For example:

	Earnings	Market Cap.	Earnings Multiple	Liquidity Discount
Sellco	\$16.3 Mil	\$445.4 Mil	27.32	25%
Earnings Multiple After Discount =				20.49

Companies that are pre-revenue or have small profits focus on technology development rather than marketing. This builds an intellectual property base that cannot be accurately expressed in its earnings ratio.

This method may not reflect fair market value for a private company in this stage.

Similar Company Transaction

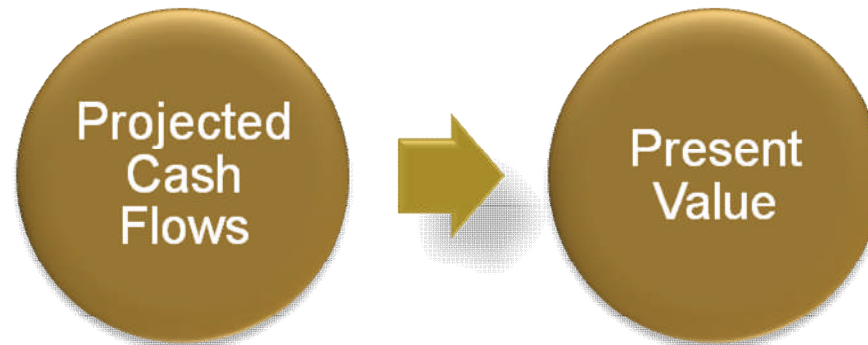
- The selling price of a similar company can provide a close gauge of what the Seller's firm is worth.
- A transaction multiple is derived by determining the purchase price divided by the Seller's revenues.

Replacement Value

- This is a classic make vs. buy analysis. The value of a company can be determined by the cost of replacing the software and assets of the business.
- Once estimates of development costs are done, multiply the total costs by a “time to market” multiple.
- This quantifies the time in terms of lost momentum, market share & lost sales opportunities if a buyer decides to develop a comparable product suite.

Discounted Cash Flow

- The value is the sum of future projected cash flows discounted back to the present value



- Use three-year financial projections
- A terminal value captures the value of the cash flows after the forecast period
 - The terminal value can be calculated many ways
 - A multiple of Year 3 revenue is common for the software industry

Recast (Example) – Before and After

	Actual	Adjustment	Recast
<u>Revenue</u>			
License	\$10,000,000		\$10,000,000
Support & Maintenance	\$6,000,000		\$6,000,000
Consulting	\$4,000,000		\$4,000,000
Total Revenue	\$20,000,000		\$20,000,000
Cost of Revenue	\$5,500,000		\$5,500,000
Gross Margin	\$14,500,000		\$14,500,000
<u>Operating Expenses</u>			
Sales & Marketing	\$4,800,000	(\$4,900)	\$4,795,100
R&D Expense	\$2,000,000	SR&ED	\$2,000,000
General & Administration	\$3,600,000	(\$1,215,900)	\$2,384,100
Other Operating Exp.	\$600,000	(\$16,600)	\$583,400
Total Operating Expense	\$11,000,000		\$9,762,600
Operating Income	\$3,500,000		\$4,737,400
<u>Other Expenses</u>			
Interest Expense	\$250,000	(\$50,000)	\$200,000
Depreciation	\$150,000		\$150,000
Earnings Before Tax	\$3,100,000		\$4,387,400

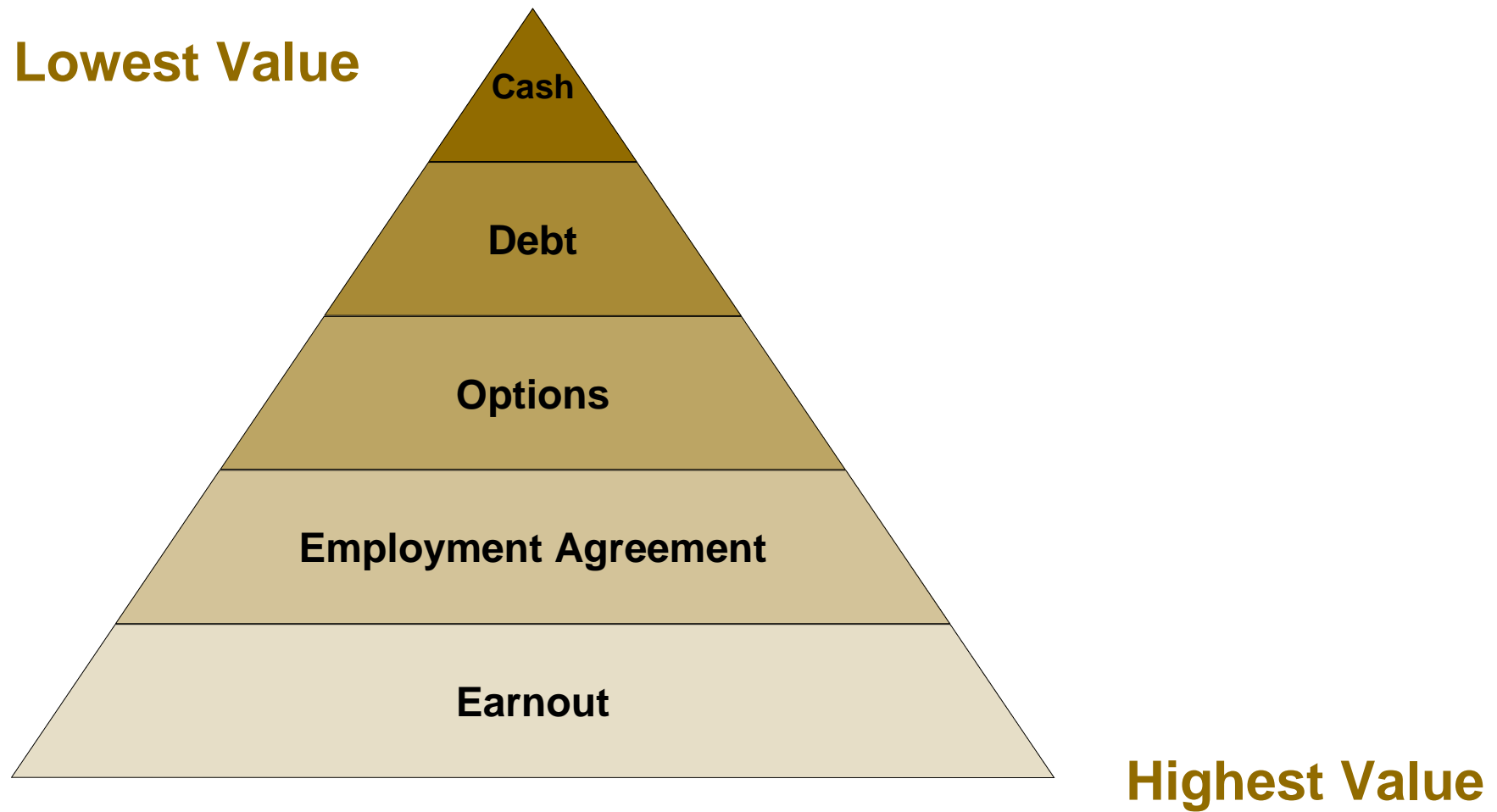
Common Valuation Mistakes

- Not providing clean financial data
- Using improper revenue recognition methods
- Overly aggressive or timid forecasts
- Using forecasts that are not based on the company going forward as a standalone entity
- Irrelevant and/or outdated comparables
- Comparing public to private companies without applying a liquidity discount
- Not using the appropriate time period (TTM, FYE, etc.)

Structure – More Important Than Price

- **What is being purchased?**
 - Stock or Assets
 - Sellers generally prefer to sell shares
 - Better tax benefits
 - Less liability
 - Fewer minority shareholder problems
- **How and when it is paid**
- **The currency used**
- **Will involve non-competes, employment agreements, etc.**

Structure



Forms of Payment – Structure Analysis

Five Representative Transactions (\$10 Million+ in Trailing Revenue)

In CAD millions	A	B	C	D	E
Value (Est.)	10.0	21.0	40.0	52.0	65.0
Cash	10.0	12.0	20.0	22.0	20.0
Public Stock	No	No	Yes	Yes	No
Private Stock	No	No	No	No	Yes
Employment Agreement	No	Yes	Yes	Yes	Yes
Consulting Agreement	Yes	Yes	No	Yes	No
Non-Compete	No	Yes	Yes	Yes	Yes
Earnout	No	No	Yes	Yes	Yes
Employee Bonus	Yes	No	No	Yes	No
Escrow & Adj.	No	Yes	Yes	Yes	Yes

Negotiation – Typical Flow



What Are You Negotiating?

Price

- You want the buyer to pay at least intrinsic value; the buyer would prefer to pay less.
- Assuming you have a strategic buyer, you want him to share the delta between Fair Market Value and his Strategic Value; the buyer would prefer to keep it all.

Risk

- You want the buyer to assume most if not all of the risk.
- He would prefer that you to take all the risk for an unlimited time.

Negotiation - Qualifying the Buyer

- Why are you interested in my company?
- Has your company done acquisitions before?
 - How did they work out?
 - Can I talk to their people?
- Do you have a preferred deal structure; if so, what is it?
- What is the approval process you must follow?
- Who is involved in the decision?
- How do you see our company fitting into yours?
- What is the process you use for integrating acquisitions?

Buyer Tactics



- Hide the level of interest they actually have
- Attempt to receive all the benefits of an acquisition through:
 - Exclusive License Deal
 - Distribution Agreement
 - Minority Investment
 - Specific Asset Purchase
- Dispute the quality of the valuation
 - Dismiss comparable companies used without offering “better choices”
 - Argue that the transactions cited are not relevant
 - Argue that the future profits you expect are not reasonable
- Tell you your price is unreasonable and ask you to sharpen your pencil (negotiate with yourself!)

Seller Should:

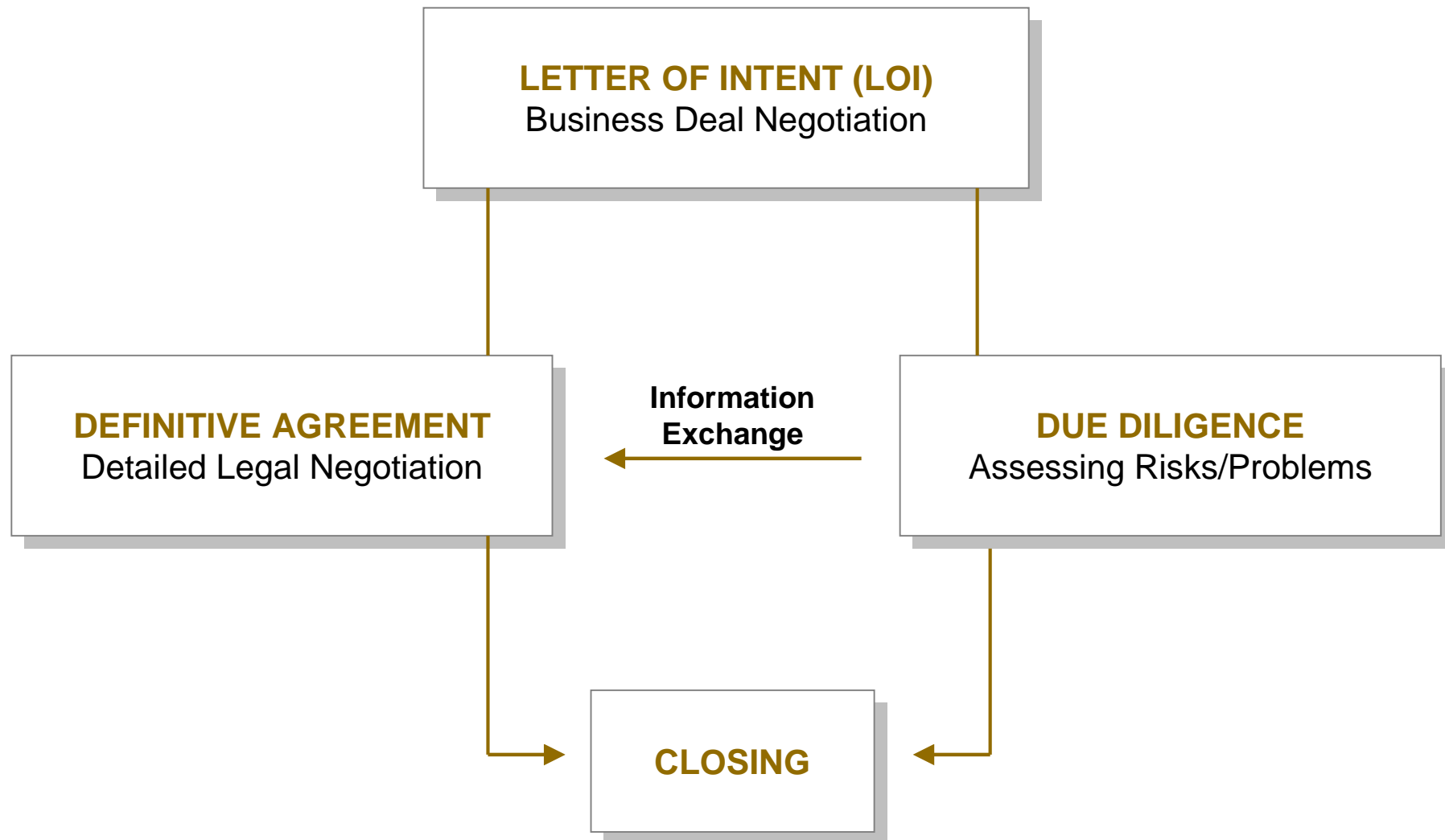
- Create competition (bidders)
- Reveal problems early while leverage is highest
- Be specific in the LOI (Letter of Intent)
- Be willing to negotiate a creative structure to close the valuation gap between buyer and seller
- Close as quickly as possible

Negotiation – The Basics

- Communication is key – deal openly and honestly
- Negotiation is not an event; it is a process
- Early and personal interaction between the principals gets deals done
- Use your intermediaries to take the heat from contentious discussions
- Know your own position before you start
- Try to understand the buyer's wants and needs
- Stay focused on the issues; do not get emotional
- Build a framework that leads back to common ground
- Be flexible on structure

LISTEN – they will tell you what is valuable

LOI Process Timeline



The Letter of Intent (LOI)

- The agreed purchase price
- The manner of payment/structure
- Procedures for completing a definitive agreement
- Stock registration rights, obligations and restrictions
- Contingent pricing adjustments
- “No Shop” or “Stand Still” provision *
- Break-up fee and other contingencies
- “Conduct of Business”

** Try to make this for a short period of time*

Definitive Agreement

- The binding Definitive Agreement sets forth almost all of the legal understandings of the buyer and seller
- Negotiations will focus on liabilities:
 - Representations and warranties
 - Escrow or holdback
 - Survival
 - Knowledge qualifiers

Definitive Agreement - Attachments

Attached to the primary acquisition agreement may be...

- Employment Agreements
- Non-Compete Covenant
- Assignments, Releases, Bill of Sale
- Schedules, Exhibits and Appendices
- Promissory Notes, Security Agreements
- Private Placement Memorandum, Registration, Proxy
- Opinions of Counsel, Fairness Opinions, Comfort Letters

... so allow enough time; get an early draft of the agreement

Definitive Agreement – Risk Allocation



The **Buyer** will want...

- Ability to abandon the transaction in the event of unforeseen defects
- Penny-for-penny compensation for losses arising from assuming unknown risks

The **Seller** will want...

- The closing to occur as soon as possible after the agreement is signed
- No post-closing event to require a refund of the purchase price, or worse

Due Diligence Checklist

You Will Need (Minimum):

- Income Tax Returns – three years
- Financial Statements – three years
- Projections – three years
- Bank and accounting records
- Copies of leases and contracts
- Written explanation of the business model/methodologies
- Analysis of competitors/market/opportunities
- Overview of financial condition/requirements of the company
- Customer/Supplier lists/Agreements
- Copies of all sales literature
- Organization chart/key job descriptions
- List of all assets owned
- Board minutes/resolutions

Integration

Too many transactions fail due to lack of integration planning*

How to keep employees:

- Welcome Bonuses
- Stock
- Stock Options
- Completion Bonuses
- Retention Bonuses
- Profit Sharing

Have the right communication
with your employees during
the process

** EY Report says 53% of all transactions don't meet expectations of buyer or seller*

M&A Myths & Misperceptions

“The buyer will relocate/fire staff.”

“The buyer will let management go.”

“If the company has problems (lawsuits, etc.) it cannot be sold.”

“Smaller companies cannot sell.”

“Buyers only focus on technology.”

“The company is non-profitable/has a negative net worth, therefore it cannot sell.”

Biggest Mistakes in Process

Dealing with only one buyer

No leverage in negotiation

Improper research of potential buyers

“A,” “B,” financial, international

Not understanding buyer’s process/models

Timeline, decision-makers

Improper due diligence preparation

This will prolong the process

Not qualifying buyer properly

Ability, interest, etc.

Not orchestrating all buyers properly

This is the tough part!

A Professionally Executed M&A Transaction will include the following (on average)*:

700 to 1,000

communications of various kinds (email, voicemail, letters, conference calls, etc.)

10 to 30

expressions of interest

15 to 20

NDA's

8 to 10

qualified parties

1 to 2

offers

*Based on a global search

Five Benefits of Global Search

1. Better business model (through preparation)
2. Deeper competitive understanding (research)
3. Market feedback (buyer dialogue)
4. Business relationships (due diligence process)
5. Meaningful transaction (strategic or financial)

10 Things to Look for in an M&A Advisor

1. Are they centered on your industry – software/tech
2. Is there focus - sellside transaction experience
3. Are they conflicted with buyers, consulting, opinions, etc.
4. Do they have senior staff involved - no juniors allowed!
5. Is there a team assigned; this is not a one-man effort.
6. Are they international - the buyers are.
7. Do they have proprietary industry research/contacts
8. Are they a respected group in their field
9. Do they have a detailed global search process
10. Is there a track record of success



What's Hot and What's Next in Canada

Gartner Top 10 Strategic Technologies

- Cloud Computing
- Advanced Analytics (optimization and simulation)
- Client Computing Platform
- IT for Green
- Reshaping the Data Center
- Social Computing
- Security – Activity Monitoring
- Flash Memory
- Virtualization Availability
- Mobile Applications

Gartner Says that by....

- 2012
 - 20% of businesses will own no IT assets
 - India-centric service companies will represent 20% of the leading cloud aggregators
 - Facebook will become the hub for social networks integration and web socialization
 - 60% of a new PC's total life greenhouse gas emissions will have occurred before the user first turns on the machine
- 2013
 - Mobile phones will overtake PCs as the most common Web access device worldwide
- 2014
 - Most IT business cases will include carbon remediation costs
 - More than 3B of the world's adult population will be able to transact electronically via mobile and internet
- 2015
 - Internet marketing will be regulated by 2015, controlling more than \$250B worldwide
 - Context will be as influential to mobile consumer services and relationships as search engines are to the web

IDC Technology Predictions - 2010

1. Improved growth and stability in the telecom market
2. Emerging markets will lead the IT recovery. BRIC 8–13%.
3. Cloud computing will expand and mature
4. Watershed year for mobile devices as strategic platform
5. Public networks — will continue aggressive evolution to fiber and 3G and 4G wireless.
6. The IT industry's transformations will drive a frenetic pace of M&A activity

Trends- Canada

- Why 80% of you plan to be acquired in the next Five years – last call for 2010
 - Build up from last year
 - Dearth of Capital
 - VC's are losing runway
 - Slow recovery will flatten sales
 - Strong C\$ hurts productively
 - Baby Boomers are tired
 - Valuations are good – for now

Trends- Canada

- Why Buyers might buy you
 - Markets are up – buyers are feeling rich
 - Organic growth is hard
 - Internal innovation is hard
 - Integration is getting easier
 - Love Canadian companies

Canadian Buyers

Buyer	Target	Value	Market
Yellow Media Inc.	Canpages Inc [fka Canadian Phone Directories Inc.]	\$220,239,000	Web Content Management & Publishing AS34
Research In Motion	Viigo	Undisclosed	Mobile – Content Delivery AS35
EXFO	NetHawk Oyj	\$47,316,000	IT Services – Wireless Focus AS36
Open Text Corporation	Nstein Technologies Inc.	\$33,485,500	Web Content Management AS37
Yellow Pages Group Co.	Clear Sky Media Inc	Undisclosed	E-commerce AS38
Yellow Pages Group Co.	411 Local Search Corp (411.ca brand and domain names)	Undisclosed	Web Content Management and Search AS39
Constellation HomeBuilder Systems Inc. [Constellation Software]	G1440	Undisclosed	IT Services AS40
Tranzeo Wireless Technologies Inc.	Aperto Networks, Inc.	\$5,000,000	Infrastructure: WiMAX-based AS41
CSDC Systems Inc	Grantium Inc [fka Infoterra Inc]	Undisclosed	Government AS42

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- AS34** Publishes searchable online and print telephone directories for businesses and consumers in Canada through www.canpages.ca.
Alina, 5/14/2010
- AS35** Provides mobile content delivery software for use on smartphones for businesses and consumers. Software delivers content such as news, weather, sports, entertainment, business, entertainment, travel and politics.
Alina, 5/14/2010
- AS36** Provides wireless telecommunications testing, monitoring and analysis systems and software for wireless equipment manufacturers and service providers.
Alina, 5/14/2010
- AS37** Provides text analytics, digital asset management and Web content management software for businesses.
Alina, 5/14/2010
- AS38** Operates online shopping deal and coupon directories and price comparison websites for consumers in Canada through www.redflagdeals.com, www.pricecanada.com and www.scarlettlounge.com.
Alina, 5/14/2010
- AS39** 411 Local Search Corp.'s 411.ca domain names. 411.ca provides a search engine that enables users to find businesses, individuals and telephone numbers in Canada.
Alina, 5/14/2010
- AS40** Provides software and Web development, online marketing, search engine optimization (SEO), and IT staffing and consulting services for businesses in the Baltimore/Washington metropolitan area. Also provides managed Web security services. Transaction inclu
Alina, 5/14/2010
- AS41** Provides WiMAX-based infrastructure hardware, including base stations, gateways and adapters, for wireless telecommunications service providers.
Alina, 5/14/2010
- AS42** Provides enterprise grant management (EGM) software that enables government agencies in North America to deploy, automate and manage federal, state and locate municipality program funding online.
Alina, 5/14/2010

Canadian Sellers

Buyer	Target	Value	Market
Inukshuk Wireless	Craig Wireless Systems Ltd. (Canadian wireless spectrum)	\$78,247,000	Communications
PayPoint plc	Verrus Mobile Technologies Inc.	\$37,350,000	Mobile
Federal Signal Corporation	Sirit [iTech Capital]	\$71,200,000	Supply Chain
Harris Corp.	OSI Geospatial Inc. (soldier systems IP)	\$6,500,000	Government
Zylog Systems Limited	Brainhunter Inc.	Undisclosed	HR
Google	BumpTop	Undisclosed	3D

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- AS43** The Canadian wireless spectrum of Craig Wireless Systems, which provides wireless broadband Internet service for consumers and business in Manitoba and British Columbia California.
Alina, 5/14/2010
- AS44** Provides a mobile payment service that enables consumers and businesses to make and receive payments.
Alina, 5/14/2010
- AS45** OSI Geospatial's soldier systems IP, which provides wearable sensors and soldier tracking systems for the military.
Alina, 5/14/2010
- AS46** Provides contract and permanent IT staffing services for businesses in Canada. Also provides online employment classified ads for job seekers and outsourced payroll management services for businesses. Transaction was reported by MydigitalFC.com on January
Alina, 5/14/2010
- AS47** Designs and manufactures RFID systems for businesses. Systems are used for supply chain management, asset tracking and control and vehicle identification purposes.
Alina, 5/14/2010

Corum Perspective

Questions?

Contact Information

Corum Group Ltd.

19805 North Creek Parkway
Suite 300
Bothell, WA 98011
USA

+1 425-455-8281

BruceL@CorumGroup.com

613 291 2476

Visit our website at
www.corumgroup.com

Corum Group International S.à.r.l.

Beim Paradeplatz
Buechenstr. 9
8185 Winkel
Switzerland

+41 43 888 7590