

BUSINESS SERVICES

Quarterly Update Third Quarter 2017





Table Of Contents

Recent Representative Engagements

page 4

Market Overview

page **6**

Notable Industry Developments

page 10

Selected M&A Transactions By Sector

page 12

Valuation Metrics By Sector

page 24

Notes

page 28



Q3 2017 Highlights

November, 2017

For the third quarter of 2017, the SCA Business Services Index increased by 5.0% compared with an increase of 3.7% for the S&P 500. While the Business Services sector as a whole outperformed the broader market, several sub-sectors were notable for their performance. In particular, IT Services (up 8%), HR Services (up 12%) and Marketing Services (up 16%) all enjoyed very strong performance in the quarter. Overall, investors remain very bullish on the outlook for all types of technology-enabled, outsourced services.

After a series of high profile private-equity platform acquisitions in the second quarter of 2017, the Business Services M&A environment during Q3 2017 was dominated by strategic "tuck-in" acquisitions. Notable merger and acquisition transactions during the quarter included:

- Accenture plc (NYSE:ACN) agreed to acquire Interactive Broadband Consulting Group, LLC, a provider of consulting services for broadband, mobility, media, and technology companies for \$720 million.
- OptumInsight, Inc. agreed to acquire The Advisory Board Company (NasdaqGS:ABCO), a provider of best practices research and insight, technology, consulting and management, and data-enabled services.
- H.I.G. Capital, LLC signed a definitive agreement to acquire NCI, Inc. (NasdaqGS:NCIT), a
 provider of information technology and professional services and solutions to defense,
 intelligence, healthcare, and civilian government agencies worldwide.
- Adecco Group AG (SWX:ADEN) acquired BioBridges, LLC, a provider of clinical consulting which represents and manages the careers of professionals servicing the pharma, biotech, and medical device industries.
- Oasis Outsourcing, Inc. acquired DHR Operations, LLC, a provider of human resource services focusing on consulting, policies and procedures, training, and recruitment.
- Valassis Communications, through its parent company Harland Clarke Holdings, agreed to acquire MaxPoint Interactive (NASDAQ:MXPT), a leading digital marketing technology company, for \$92 million.
- AE Industrial Partners, LLC completed the acquisition of CDI Corp. (NYSE:CDI), a provider of engineering, information technology, and staffing solutions worldwide.

We welcome your comments and hope you find our SOLIConnect report informative.

Grayy F Hayord

Gregory Hagood Senior Managing Directorghagood@soliccapital.com



Edward R. Casas Senior Managing Director ecasas@soliccapital.com





Recent Representative Engagements *



^{*} Includes transactions led by the team of SOLIC professionals at predecessor firms

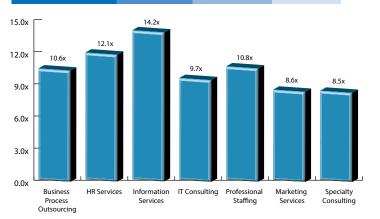
Page Left Intentionally Blank

Page 4 Page 5

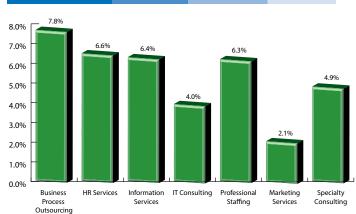


Market Overview

Enterprise Value to NTM EBITDA by SCA Sector

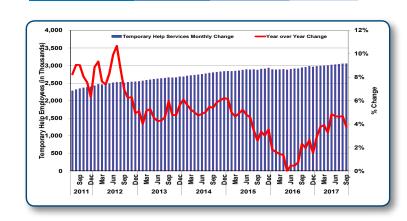


LTM Annual Revenue Growth by SCA Sector

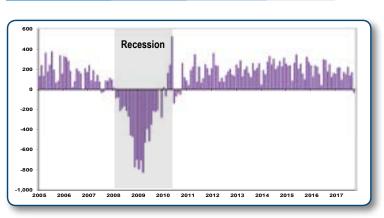


Transaction valuations decreased slightly, while both revenue multiples and EBITDA multiples increased slightly during Q3-17.

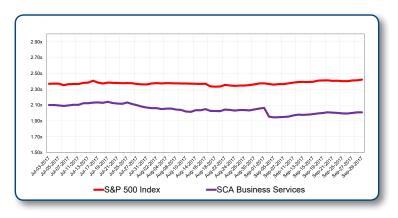
Temporary Help Services Trends



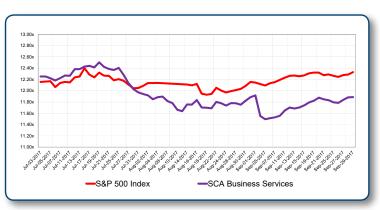
Net Change in U.S. Employment



SCA Business Services Universe vs. S&P 500 Total Enterprise Value / Revenue



SCA Business Services Universe vs. S&P 500 Total Enterprise Value / EBITDA



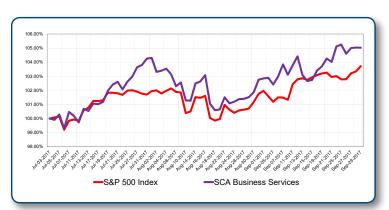
Page 6 Page 7

^{*} Please see pages 24-27 for SCA Business Services Universe and additional information in the "Notes" section at the end of this report

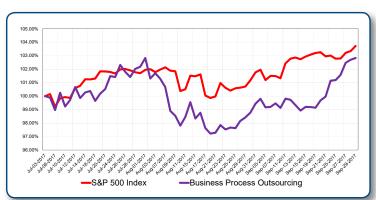


Sector Stock Performance (one year)

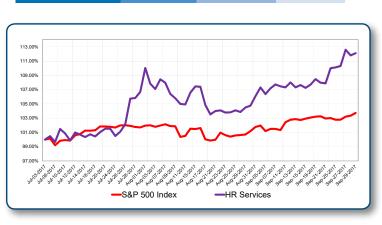
SCA Business Services Universe vs. S&P 500



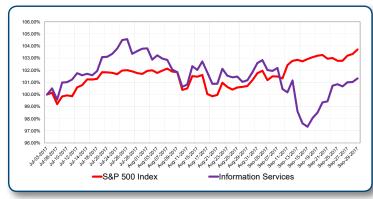
SCA Business Process
Outsourcing Sector vs. S&P 500



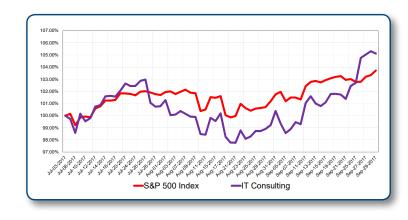
SCA HR Services Sector vs. S&P 500



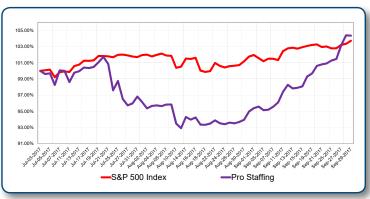
SCA Information Services Sector vs. S&P 500



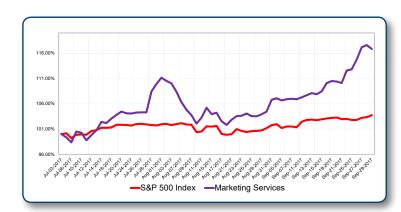
SCA IT Consulting Sector vs. S&P 500



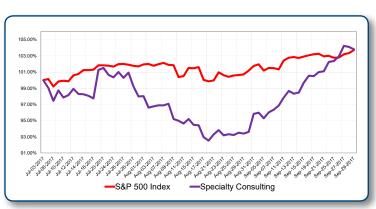
SCA Professional Staffing Sector vs. S&P 500



SCA Marketing Services Sector vs. S&P 500



SCA Specialty Consulting Sector vs. S&P 500



^{*} Please see pages 24-27 for SCA Business Services Universe and additional information in the "Notes" section at the end of this report

Page 8 Page 9





Motable Industry Developments

Employment in Private Sector Expands

The Standard and Poor's Information Technology Index increased +9.21% during the third guarter of 2017 compared to a +3.91% increase in the second guarter of 2017. The S&P Information Technology Index outperformed the S&P 500 index by +5.49% during the third guarter of 2017 driven by increased profitability and robust valuations incorporating equity market expectations of continued deregulation and the anticipation of tax reform.

Gains Continue in the S&P Information Technology Index

According to the ADP National Employment Report, private sector employment increased by +135,000 jobs from August to September. Goods-producing employment rose by +48,000 jobs in September, up from +33,000 jobs in August. Service-providing employment rose by +88,000 jobs in September, down from +204,000 in August. The ADP National Employment Report indicates that professional & business increased by +51,000 jobs in September, while education & healthcare grew by +29,000 jobs, leisure & hospitality grew by +20,000, other services grew by +13,000, and financial activities grew by +4,000 jobs.

Third Quarter 2017

Total Nonfarm Payroll Employment Contracts in September after Hurricanes

Total nonfarm payroll employment, as reported by the Bureau of Labor Statistics, decreased by -33,000 in September, a decrease from the trailing 12-month average of +172,000 per month. A steep decline in food services and drinking places combined with lower than expected growth in various industries were exacerbated by the aftermath of Hurricanes Harvey and Irma. In September, jobs in healthcare increased by +23,000, transportation & warehousing increased by +22,000, business & professional services increased by +13,000, and financial activities increased by +10,000. The unemployment rate slightly decreased by -0.2 percentage points to 4.2% in September, and the number of unemployed persons decreased to 6.8 million.

Small Business Optimism Slides in September

A new report from the National Federation of Independent Business (NFIB) stated the NFIB Small Business Optimism Index tumbled in September, falling -2.3 points this month to 103 due to a tightening in sales expectations. Sales decreased by -2 points, despite significant gains in July and August. Sales expectations and inventory shrunk by -12 points and -3 points, respectively. Capital spending increased +1 point with owners planning capital outlays in the next 3 to 6 months falling -5 points to 27%. The average rate paid on short maturity remained unchanged at 5.6%.

Temporary Workers Penetration Rate Continues to

Temporary jobs increased by +5,900 in September from August while the temporary penetration rate continued its all-time high. The "temporary penetration rate" represents the percentage of temporary workers to total workers and is commonly used as a metric to track the staffing sector. The temporary penetration rose to 2.08% in September, according to the Bureau of Labor Statistics. The temporary penetration rate is significant, as marginal increases have a larger macroeconomic impact, amplifying growth as the broader labor market improves. Continued robust employment growth and a vibrant labor market are highly correlative in support of increased household spending.

GDP Exceeds Estimates

The Bureau of Labor Statistics reported Q3 GDP growth of +3.0%, following a revised GDP growth of +3.1% last quarter. Analysts predicted growth of + 2.5%, expecting more economic drag from the hurricanes in Texas and Florida. Q3 growth was propelled by a strong increase in consumer spending of +2.4%, compounded by a +3.3% rise last guarter. Business investment in equipment continued its robust growth with an increase of +8.6%, following an increase of +8.2% last quarter. Strong gains in nonresidential fixed investment, net exports, and government spending also contributed to this quarter's growth.

Page 10 Page 11



Selected M&A Transactions

Date	Target	Buyer	Enterprise Value (\$ mm)	Enterprise Value / Revenue	Enterprise Value / EBITDA
Busines	s Process Outsou	rcing			
08/16/17	USA800, Inc.	The Results Companies, LLC	n/a	n/a	n/a
Description:	management, and inbound/ou center services; real time cred	acquired USA800, Inc., an inbound catbound support services; after hours, lit card processing services; and call resist based in Kansas City, Missouri.	overflow, and d	lisaster recover	y contact
08/01/17	W Squared, Inc.	Lattimore Black Morgan & Cain, P.C.	n/a	n/a	n/a
Description:		n, P.C. acquired W Squared, Inc., a prablished companies. W Squared, Inc.		•	•

Consult	ing Services						
09/12/17	Hawkins Retirement	DWC ERISA Consultants, LLC	n/a	n/a	n/a		
Description:	DWC - The 401(k) Experts acquired Hawkins Retirement, a provider of plan design and consulting services, plan document services, annual compliance testing services, annual reporting services, and 3(16) fiduciary services for qualified retirement plans nationwide. Hawkins Retirement was founded in 2015 and is based in Orem, Utah.						
09/11/17	Defense Group, Inc.	SOS International, LLC	n/a	n/a	n/a		
Description:	integration, management, and	SOS International, LLC acquired Defense Group, Inc., a provider of research, development, analysis, integration, management, and marketing support solutions to federal and state government agencies, local government agencies, and commercial clients. Defense Group, Inc. was founded in 1987 and is based in Vienna, Virginia.					
09/07/17	Institutional Shareholder Services, Inc.	Genstar Capital, LLC	\$720.0	n/a	n/a		
Description:	Genstar Capital, LLC, in partnership with management of Institutional Shareholder Services, Inc., entered into a definitive agreement to acquire Institutional Shareholder Services, Inc., a provider of proxy advisory and corporate governance solutions to financial market participants. Institutional Shareholder Services, Inc. was founded in 1985 and is based in Rockville, Maryland.						



Date	Target	Buyer	Enterprise Value (\$ mm)	Enterprise Value / Revenue	Enterprise Value / EBITDA
09/06/17	Interactive Broadband Consulting Group, LLC	Accenture plc (NYSE:ACN)	n/a	n/a	n/a
Description:	a provider of consulting services for Broadband Consulting Group, LLC	d an agreement to acquire Interact or broadband, mobility, media, and C was founded in 2001 and is base	I technology co	ompanies. Inter	active
09/06/17	Global Insurance Management Company, LLC	Coverys, Inc.	n/a	n/a	n/a
Description:	LLC, a provider of consultancy se	tive merger agreement to acquire or rvices to create and manage medion d reinsurers. Global Insurance Ma Florida.	cal liability insu	rance to the pro	operty and
09/06/17	Exemplary Performance, LLC	EntreQuest, Inc.	n/a	n/a	n/a
Description:	•	ary Performance, LLC, a provider nesses and government agencies. Annapolis, Maryland.	•		_
08/29/17	The Advisory Board Company (NasdaqGS:ABCO)	OptumInsight, Inc.	n/a	n/a	n/a
Description:	OptumInsight, Inc. entered into an (NasdaqGS:ABCO), a provider of	n agreement and plan of merger to best practices research and insigh Advisory Board Company was foun	nt, technology,	consulting and	management,
08/29/17	Education Advisory Board	Vista Equity Partners, LLC	\$1,550.0	n/a	n/a
Description:	purchase agreement to acquire E	P. managed by Vista Equity Partner ducation Advisory Board, a provide nt affairs leaders at universities.	er of research a	and practical ad	vice
08/24/17	LCI, Inc.	Verisk Analytics, Inc. (NasdagGS:VRSK)	\$151.0	n/a	n/a
Description:		VRSK) signed a definitive agreement tools for banks and cred			

Page 12 Page 13



Date	Target	Buyer	Enterprise Value (\$ mm)	Enterprise Value / Revenue	Enterprise Value / EBITDA
08/24/17	R2Net, Inc.	Sterling Jewelers, Inc.	\$328.0	n/a	n/a
Description:	- Carlotte	to an agreement and plan of merge ortar jewelry stores. R2Net, Inc. wa	•	•	
08/21/17	herronpalmer, LLC	Pacific Resources Benefits Advisors, LLC	n/a	n/a	n/a
Description:	provider of consulting services to	rs, LLC acquired substantially all of employers on selecting, implement and employee benefit programs. he	ting, and mana	iging relationshi	ps with
08/15/17	Evans International Enterprises, Inc.	Waterhouse Group, Inc.	n/a	n/a	n/a
Description:	· · · · · · · · · · · · · · · · · · ·	Evans International Enterprises, Interprises, Inc. is based in Atlanta, G	•	of management	consulting
08/11/17	TwoFour Holdings, LLC	eClerx, LLC	n/a	n/a	n/a
Description:	provider of strategic and tactical of	definitive agreement to purchase the consulting services for banks, broke ded in 2002 and is based in White	erages, hedge	funds, and asse	
08/08/17	Envision Business Consulting, LLC	Strong-Bridge Consulting, LLC	n/a	n/a	n/a
Description:	consulting services to commercia	greed to acquire Envision Business I, government, and non-profit orgar vision Business Consulting, LLC wa	nizations in De	nver, Milwauke	e, and the
08/01/17	Drake Beil & Associates, LLC	Frontline Performance Group, LLC	n/a	n/a	n/a
Description:	•	C acquired Drake Beil & Associates Drake Beil & Associates, LLC was	•	. •	_
07/25/17	Anderson Corporate Solutions, Inc.	Risk Strategies Company, Inc.	n/a	n/a	n/a
Description:	Risk Strategies Company, Inc. ac	equired Anderson Corporate Solution nderson Corporate Solutions, Inc. v	•		

Date	Target	Buyer	Enterprise Value (\$ mm)	Enterprise Value / Revenue	Enterprise Value / EBITDA
07/13/17	Headwaters SC, LP	Ernst & Young, LLP	n/a	n/a	n/a
Ernst & Young, LLP acquired Headwaters SC, LP, a provider of advisory and consulting services for business owning families and family offices. Headwaters SC, LP was founded in 1982 and is based in Sewickley, Pennsylvania.					
07/12/17	Vynamic, LLC	UDG Healthcare plc (LSE:UDG)	\$32.0	n/a	n/a
Description:	including project management, s	acquired Vynamic, LLC, a provider ystems implementation, vendor selection was founded in 2002 and is based	ection, process	designing, and	strategic
07/12/17	The Tyton Group, LLC	The Spencer Thomas Group, LLC	n/a	n/a	n/a
Description:	•	C acquired The Tyton Group, LLC, and Group, LLC was founded in 2014	•	•	•

110		
HK	Ser	vice
		VICC

09/15/17	Administrative Resources, Inc.	Staff One, Inc.	n/a	n/a	n/a
Description:	•	strative Resources, Inc., a provider of sses. Administrative Resources, Inc.		-	
07/12/17	Oasis Outsourcing Holdings, Inc.	Kelso & Company	n/a	n/a	n/a
Description:	solutions including human resou	unknown minority stake in Oasis Outs urces services, employee benefits, pa services. Oasis Outsourcing, Inc. was	yroll administi	ration, healthca	re reform
07/06/17	DHR Operations, LLC	Oasis Outsourcing Holdings, Inc.	n/a	n/a	n/a
Description:	Oasis Outsourcing, Inc. acquired DHR Operations, LLC, a provider of human resource services focusing on consulting, policies and procedures, training, and recruitment. DHR Operations, LLC was founded in 1996 and is based in Phoenix, Arizona.				

Page 14 Page 15



Date	Target	Buyer	Enterprise Value (\$ mm)	Enterprise Value / Revenue	Enterprise Value / EBITDA	
IT Servi	ces					
09/25/17	Folio Dynamics, Inc.	Envestnet, Inc. (NYSE:ENV)	\$195.0	n/a	n/a	
Description:	cloud-based wealth manage for registered investment ad	entered into an agreement to acquire ment technology platform, advisory ser visors, banks, broker dealers, custodial in 2007 and is headquartered in Secal	vices, and manns, and wealth s	aged account s service provider	olutions	
00/40/47	luf-7- u lu-	ManTech International	#400.0	I -		
09/18/17	InfoZen, Inc.	Corporation (NasdaqGS:MANT)	\$180.0	n/a	n/a	
Description:	ManTech International Corporation (NASDAQ:MANT) signed a definitive agreement to acquire InfoZen, Inc., a provider of cloud managed services, agile software development, DevOps, systems engineering, and information technology management services to the federal government. InfoZen, Inc. was founded in 1995 and is based in Bethesda, Maryland.					
09/15/17	Starlight Media, Inc.	Starlight Culture Entertainment Group Limited (SEHK:1159)	\$25.2	n/a	n/a	
Description:	Media, Inc., a provider of info	ent Group Limited (SEHK:1159) entered ormation technology support and netwo based in Beverly Hills, California.				
09/07/17	Cogint, Inc. (NasdaqGM:COGT)	BlueFocus International Marketing Portfolio	n/a	n/a	n/a	
Description:	BlueFocus International Marketing Portfolio entered into a business combination agreement to acquire Cogint, Inc. (NasdaqGM:COGT) in a reverse merger transaction. Cogint, Inc., a data and analytics company, provides cloud-based information and performance marketing solutions to enterprises in various industries. Cogint, Inc. is headquartered in Boca Raton, Florida.					
09/06/17	Newgistics, Inc.	Pitney Bowes, Inc. (NYSE:PBI)	\$475.0	1.0x	n/a	
Description:	Pitney Bowes, Inc. (NYSE:PBI) signed a definitive agreement to acquire Newgistics, Inc., a provider of omnichannel commerce software and technology services for retailers and brands in the U.S. and internationally. Newgistics, Inc. was founded in 1999 and is headquartered in Austin, Texas.					

Date	Target	Buyer	Enterprise Value (\$ mm)	Enterprise Value / Revenue	Enterprise Value / EBITDA
09/05/17	eVestment Alliance, LLC	Nasdaq, Inc. (NasdaqGS:NDAQ)	\$705.0	n/a	n/a
Description:		agreed to acquire eVestment Allia al investing community worldwide. orgia.			
08/24/17	Globalsoft Solutions, Inc.	Tekplay Systems Limited	\$5.0	n/a	n/a
Description:		d Globalsoft Solutions, Inc., a provi		-	or SAP.
08/21/17	Castle Access, Inc.	Zayo Group Holdings, Inc. (NYSE:ZAYO)	\$11.9	n/a	n/a
Description:	, , ,	E:ZAYO) acquired Castle Access, In founded in 2000 and is based in S			ade data
08/21/17	Springpath, Inc.	Cisco Systems, Inc. (NasdaqGS:CSCO)	\$320.0	n/a	n/a
Description:	an enterprise-grade storage and	CSCO) entered into a letter of interdata management software that proc. was founded in 2012 and is base	ovides storage	services and ru	•
08/08/17	BAM Technologies, LLC	The Walt Disney Company (NYSE:DIS)	\$3,761.9	n/a	n/a
Description:	BAM Technologies, LLC, a softwa	E:DIS) entered into an agreement tare development company providins. BAM Technologies, LLC was fou	g web and mol	oile solutions fo	r government,
08/03/17	Parallel 6, Inc.	PRA Health Sciences, Inc. (NasdaqGS:PRAH)	\$49.7	n/a	n/a
Description:	PRA Health Sciences, Inc. (NasdaqGS:PRAH) acquired Parallel 6, Inc., a developer and provider of enterprise cloud-based technologies that enable customer engagement and real-time data insights across multiple industries. Parallel 6, Inc. was incorporated in 2009 and is based in San Diego, California.				
08/03/17	Active Network, LLC	Global Payments, Inc. (NYSE:GPN)	\$1,206.6	n/a	n/a
Description:	Global Payments, Inc. (NYSE:GPN) agreed to acquire Active Network, LLC, a provider of cloud based activity and participant management, and registration software solutions that connect activity and event organizers with participants worldwide. Active Network, LLC was founded in 1998 and is headquartered in Dallas, Texas.				

Page 16 Page 17



Date	Target	Buyer	Enterprise Value (\$ mm)	Enterprise Value / Revenue	Enterprise Value / EBITDA	
08/02/17	Numerex Corp. (NasdaqGS:NMRX)	Sierra Wireless, Inc. (TSX:SW)	\$121.5	1.86x	n/a	
Description:		ntered into a definitive agreement to abling the Internet of Things (IoT) p tered in Atlanta, Georgia.				
08/01/17	Network Engineering Services, Inc.	Gabe's Construction Co., Inc.	\$1.5	n/a	n/a	
Description:	company, engaged in the design,	quired Network Engineering Service optimization, and testing of wireles ounded in 2002 and is based in Mel	s communicat	ion networks. N	, ,	
07/28/17	FORTRUST, LLC	Iron Mountain Incorporated (NYSE:IRM)	\$128.0	n/a	n/a	
Description:	•	E:IRM) agreed to acquire FORTRU, LLC was founded in 2000 and is b			enter and	
07/06/17	Fireglass	Symantec Corporation (NasdaqGS:SYMC)	\$225.0	n/a	n/a	
Description:	Symantec Corporation (NasdaqG cyber security solutions.	S:SYMC) entered into an agreeme	ent to acquire F	ireglass, a deve	eloper of	
07/04/17	Hill Top Security, Inc.	Big Wind Capital, Inc. (CNSX:BWC)	\$1.1	n/a	n/a	
Description:	Inc., a developer of a digital platfo	(C) entered into a letter of intent to orm of business processes, IT syste rity, Inc. was founded in 2009 and i	ems, and data	for clients to ex	•	
07/03/17	NCI, Inc. (NasdaqGS:NCIT)	H.I.G. Capital, LLC	\$285.1	0.87x	9.61x	
Description:	acquire NCI, Inc. (NasdaqGS:NC solutions to defense, intelligence,	HIG Middle Market LBO Fund II, a fund managed by H.I.G. Capital, LLC signed a definitive agreement to acquire NCI, Inc. (NasdaqGS:NCIT), a provider of information technology and professional services and solutions to defense, intelligence, healthcare, and civilian government agencies worldwide. NCI, Inc. was founded in 1989 and is headquartered in Reston, Virginia.				

Date	Target	Buyer	Enterprise Value (\$ mm)	Enterprise Value / Revenue	Enterprise Value / EBITDA
Marketi	ng Services				
09/25/17	MMI Emerging Solutions, LLC d/b/a Aisle 9 Retail, Inc.	Marketing Management, Inc.	n/a	n/a	n/a
Description:		uired Aisle 9 Retail, Inc., a provider rices. Aisle 9 Retail, Inc. is based i	•	•	ng,
09/20/17	Acturus, Inc.	MetrixLab US, Inc.	\$13.4	0.58x	4.47x
Description:		uire Acturus, Inc., a provider of mai for analysis services. Acturus, Inc.			
09/18/17	National CineMedia, Inc. (NasdaqGS:NCMI)	Standard General LP	\$1,619.6	3.81x	8.63x
Description:		o an agreement to acquire a 19.79 igital media network in North Amer Centennial, Colorado.			
09/12/17	Strategic Planning & Retail Innovation Group	CITIES Market Studios, Inc.	n/a	n/a	n/a
Description:	•	ired Strategic Planning & Retail Inronsumer startups. Strategic Plann lis, Minnesota.		•	•
09/11/17	SellNet Media, LLC	V Capital Group	\$20.0	n/a	n/a
Description:		Media, LLC, a provider of digital m ledica, LLC was incorporated in 20		•	
09/09/17	Wire Stone, LLC	Accenture plc (NYSE:ACN)	n/a	n/a	n/a
Description:	Accenture plc (NYSE:ACN) acqui 2000 and is based in Sacramento	red Wire Stone, LLC, a marketing , California.	agency. Wire	Stone, LLC was	founded in
09/07/17	Delphic, a Hero Digital Company, LLC	HERO Digital, LLC	n/a	n/a	n/a
Description:	• • • • • • • • • • • • • • • • • • • •	hic Sage, LLC, a provider of digital and is headquartered in Philadelph	•	•	s. Delphic

Page 18 Page 19



Date	Target	Buyer	Enterprise Value (\$ mm)	Enterprise Value / Revenue	Enterprise Value / EBITDA
09/05/17	Rocket Fuel, Inc. (NasdaqGS:FUEL)	Sizmek, Inc.	\$147.3	0.4x	n/a
Description:	Sizmek Inc. entered into a definiti	ive agreement to acquire Rocket F ising solutions. Rocket Fuel, Inc. v			•
08/30/17	SpotXchange, Inc.	RTL Group SA (BDL:006146252)	\$388.7	n/a	n/a
Description:		agreed to acquire the remaining 3 ertising platform for publishers and			
08/28/17	MaxPoint Interactive	Valassis Communications	\$92.0	n/a	n/a
Description:	Interactive (NASDAQ:MXPT), a le	gh its parent company Harland Clar eading digital marketing technology nat generates hyperlocal intelligend pleted on October 10, 2017.	company, for	\$92 million. Ma	xPoint is a
08/15/17	Proventus Consulting, LLC	Trozzolo Communications Group	n/a	n/a	n/a
Description:	•	acquired Proventus Consulting, Llulting services to the legal industry. nsas City, Missouri.	•	• • •	
08/15/17	MW2, LLC	Nimble Impressions, LLC	n/a	n/a	n/a
Description:	Nimble Impressions acquired MV 1976 and is based in Saint Cloud	V2, LLC, a provider of strategic mail, Minnesota.	rketing services	s. MW2, LLC w	as founded in
08/08/17	Brand Connections, LLC	Advantage Solutions, Inc.	n/a	n/a	n/a
Description:	•	ed Brand Connections, LLC, a med n 2001 and is headquartered in Ne		ng agency. Bra	nd
08/06/17	Unify Marketing & Technology Solutions, LLC	Elevate Technology + Digital Group	n/a	n/a	n/a
Description:	(B2B) marketing and technology	up acquired Unify Marketing & Tecl consulting company that provides s s was founded in 2016 and is base	strategic marke	ting solutions.	

Date	Target	Buyer	Enterprise Value (\$ mm)	Enterprise Value / Revenue	Enterprise Value / EBITDA			
08/01/17	Parscale Digital, Inc.	CloudCommerce, Inc. (OTCPK:CLWD)	\$9.0	n/a	n/a			
Description:		CLWD) acquired Parscale Creative, eative, Inc. is based in San Antonio		r of enterprise d	ligital			
08/01/17	Social Media Beast	PowerPost, Inc.	n/a	n/a	n/a			
Description:	PowerPost, Inc. acquired Social I founded in 2010 and is based in	Media Beast, a provider of digital m Chicago, Illinois.	arketing servic	es. Social Med	lia Beast was			
08/01/17	Breakfast at 12, LLC	Workhorse Marketing	n/a	n/a	n/a			
Description:	•	reakfast at 12, LLC, a provider of di d in 2012 and is based in Katy, Tex	•	g and advertisin	g services.			
07/31/17	Scripps Networks Interactive, Inc. (NasdaqGS:SNI)	Discovery Communications, Inc. (NasdaqGS:DISC.A)	\$14.9	4.3x	9.3x			
Description:	Networks Interactive, Inc. (Nasda	(NasdaqGS:DISC.A) entered into a qGS:SNI), a developer of lifestyle-o ences and advertisers. Scripps Ne- essee.	oriented conter	nt that focuses o	on specifically			
07/25/17	WPNarrative	Will Packer Media	n/a	n/a	n/a			
Description:	Will Packer Media acquired WPN WPNarrative was founded in 201	larrative, a marketing and technolog 3 and is based in New York.	gy company pr	oviding advertis	sing services.			
07/20/17	Spyder Trap, Inc.	Bright Health Management, Inc.	n/a	n/a	n/a			
Description:		acquired Spyder Trap, Inc., a providend is based in Minneapolis, Minnes	_	arketing service	s. Spyder			
07/20/17	Search Integrations, LLC	ImageWorks, LLC	n/a	n/a	n/a			
Description:	ImageWorks, LLC acquired Search Integrations, LLC, a provider of digital marketing services. Search Integrations, LLC was founded in 2015 and is based in Vernon, Connecticut.							
07/07/17	WOW!brands, LLC	BDS Marketing, Inc.	n/a	n/a	n/a			
Description:	Description: BDS Marketing, Inc. acquired WOW!brands, LLC, a provider of brand strategy, digital marketing, and development services. WOW!brands, LLC was founded in 2009 and is based in Columbus, Ohio.							

Page 20 Page 21



Date	Target	Buyer	Enterprise Value (\$ mm)	Enterprise Value / Revenue	Enterprise Value / EBITDA
07/06/17	TNG, Inc.	Point B, Inc.	n/a	n/a	n/a
Description:	Point B, Inc. acquired TNG, Inc., a based in Portland, Oregon.	a provider of digital marketing servi	ices. TNG, Inc	: was founded i	n 1993 and is

Professi	ional Staffing									
09/25/17	Principle Solutions Group, LLC	Eliassen Group, LLC	n/a	n/a	n/a					
Description:	• • • • • • • • • • • • • • • • • • • •	Principle Solutions Group, LLC, a p Froup, LLC was founded in 2006 ar		•	y staffing and					
09/21/17	Smart Resources, Inc.	BG Finance and Accounting, Inc.	\$8.0	0.61x	n/a					
Description:	service providing office, clerical,	GG Finance and Accounting, Inc. acquired substantially all of the assets of Smart Resources, Inc., a staffing service providing office, clerical, and executive staff, as well as temporary, temporary-to-hire, and permanent employees. Smart Resources, Inc. founded in 1994 and is based in Chicago, Illinois.								
09/19/17	firstPRO, Inc.	Staffing 360 Solutions, Inc. (NasdaqCM:STAF)	\$8.0	n/a	n/a					
Description:	•	sdaqCM:STAF) acquired substantia s. firstPRO, Inc. was founded in 19			•					
09/18/17	PrimeStaff, Inc.	George Konik Associates, Inc.	n/a	n/a	n/a					
Description:		acquired PrimeStaff, Inc., a provide adquartered in Shoreview, Minneso		services. Prime	Staff, Inc.					
09/14/17	BioBridges, LLC	Adecco Group AG (SWX:ADEN)	n/a	n/a	n/a					
Adecco Group AG (SWX:ADEN) acquired BioBridges, LLC, a provider of clinical consulting which and manages the careers of professionals servicing the pharma, biotech, and medical device indu BioBridges, LLC was founded in 2005 and is headquartered in Wellesley, Massachusetts.										

Date	Target	Buyer	Enterprise Value (\$ mm)	Enterprise Value / Revenue	Enterprise Value / EBITDA					
09/12/17	CDI Corp. (NYSE:CDI)	AE Industrial Partners, LLC	\$154.2	0.20x	n/a					
Description:	of AE Industrial Partners, LLC con	p, Ae Industrial Partners Fund I-A, mpleted the acquisition of CDI Corp. ng solutions worldwide. CDI Corp.	p. (NYSE:CDI)	, a provider of e	ngineering,					
08/08/17	RN & Allied Specialties, Inc.	Aya Healthcare, Inc.	n/a	n/a	n/a					
Description:	•	Aya Healthcare, Inc. acquired RN & Allied Specialties, a provider of nurse and allied staffing services. Aya Healthcare, Inc. was founded in 1995 and is based in Indianapolis, Indiana.								
08/02/17	Taylor Winfield, Inc.	Focus Search Partners, LLC	n/a	n/a	n/a					
Description:	•	uired Taylor Winfield, Inc., an exect ategic talent management services exas.	•		•					
07/19/17	Staffing Options and Solutions, Inc.	The Stepping Stones Group, LLC	n/a	n/a	n/a					
Description:	· · · · · · · · · · · · · · · · · · ·	acquired Staffing Options and Sol services. Staffing Options and Solu		•	<u> </u>					
07/06/17	HM Long Global Partners Ltd.	ZRG Partners, LLC	n/a	n/a	n/a					
Description:	ZRG Partners, LLC acquired certain assets of HM Long Global Partners Ltd., a retained executive search company that focuses on the leadership requirements of public and private life sciences companies. HM Long Global Partners Ltd. was founded in 2015 and is based in New York.									

Page 22 Page 23



Waluation Metrics by Sector

Ticker	Company Name	Stock Price	% of 52 Week High	Market Cap (\$mm)	Enterprise Value (\$mm)		orise Val		P/E
						LTM Revenue	LTM EBITDA	NTM EBITDA	
Business	Process Outsourcing ^[1]								
CVG	Convergys Corporation	25.89	84.7%	2,415.0	2,530.0	0.9x	7.0x	7.2x	19.7x
EXLS	ExlService Holdings, Inc.	58.32	97.5%	1,967.8	1,776.2	2.5x	17.6x	12.7x	29.6x
G	Genpact Limited	28.75	90.0%	5,546.0	6,380.9	2.4x	14.8x	13.5x	21.7x
IRM	Iron Mountain Incorporated	38.90	95.7%	10,370.4	16,600.9	4.4x	13.7x	12.6x	53.2x
PRGX	PRGX Global, Inc.	7.00	95.9%	156.7	157.4	1.1x	18.8x	7.4x	NM
PRSC	The Providence Service Corporation	54.08	98.3%	730.2	751.9	0.5x	12.2x	11.6x	NM
SRT	StarTek, Inc.	11.75	79.5%	187.4	211.0	0.7x	11.5x	9.8x	44.8x
SYKE	Sykes Enterprises, Incorporated	29.16	84.5%	1,240.7	1,206.3	0.8x	7.0x	7.4x	18.3x
TTEC	TeleTech Holdings, Inc.	41.75	96.1%	1,913.9	2,100.2	1.6x	12.3x	10.6x	43.4x
WNS	WNS (Holdings) Limited	36.50	97.5%	1,845.0	1,767.8	2.8x	20.4x	13.6x	45.7x
					Mean	1.5x	13.5x	10.6x	34.5x

HR Serv	HR Services ^[2]											
JOBS	51job, Inc.	60.61	97.8%	3,722.1	2,891.9	7.7x	25.3x	17.6x	44.8x			
ADP	Automatic Data Processing, Inc.	109.32	89.8%	48,584.2	47,803.0	3.9x	17.6x	17.2x	28.4x			
BBSI	Barrett Business Services, Inc.	56.53	84.5%	412.4	398.1	0.5x	13.3x	9.6x	22.8x			
DHX	DHI Group, Inc.	2.60	30.8%	131.1	177.5	0.8x	4.5x	4.1x	NM			
NSP	Insperity, Inc.	88.00	94.0%	1,834.5	1,695.1	0.5x	13.3x	9.3x	25.5x			
PAYX	Paychex, Inc.	59.96	95.1%	21,503.4	21,180.0	6.7x	15.5x	14.5x	26.6x			
					Mean	1.4x	14.9x	12.1x	29.6x			

^[1] IRM has been excluded from mean EV / LTM Sales multiple calculation.





Ticker	Company Name	Stock Price	% of 52 Week High	Market Cap (\$mm)	Enterprise Value (\$mm)	Enterprise Value to:			P/E
						LTM Revenue	LTM EBITDA	NTM EBITDA	
Informati	on Services ^[3]								
ABCO	The Advisory Board Company	53.63	90.1%	2,186.3	2,644.5	3.3x	12.8x	13.1x	20.4x
CPRT	Copart, Inc.	34.37	98.6%	7,931.7	8,355.2	5.8x	15.8x	14.1x	20.7x
CSGP	CoStar Group, Inc.	268.25	93.2%	9,580.2	9,320.4	10.4x	42.3x	29.1x	90.1x
DNB	The Dun & Bradstreet Corporation	116.41	84.6%	4,302.2	5,619.7	3.3x	13.0x	11.1x	37.9x
EFX	Equifax Inc.	105.99	72.1%	12,758.3	15,247.1	4.6x	12.5x	11.9x	22.5x
FDS	FactSet Research Systems Inc.	180.11	97.8%	7,065.4	7,413.2	6.1x	18.5x	16.0x	27.7x
FICO	Fair Isaac Corporation	140.50	95.6%	4,303.5	4,784.6	5.2x	23.7x	17.6x	37.7x
FORR	Forrester Research, Inc.	41.85	94.3%	742.2	616.9	1.9x	16.4x	14.5x	42.7x
IT	Gartner, Inc.	124.41	95.7%	11,271.2	14,110.0	5.1x	37.8x	18.0x	255.3x
INWK	InnerWorkings, Inc.	11.25	94.2%	602.1	697.2	0.6x	15.1x	10.1x	32.7x
LQDT	Liquidity Services, Inc.	5.90	51.3%	185.9	71.9	0.3x	NM	NM	NM
MORN	Morningstar, Inc.	84.99	99.3%	3,614.6	3,505.0	4.1x	15.5x	NM	22.3x
RBA	Ritchie Bros. Auctioneers Incorporated	31.62	79.1%	3,386.5	3,965.8	7.0x	19.5x	16.0x	68.8x
					Mean	3.7x	16.3x	14.2x	29.4x

^[3] CSGP & RBA have been excluded from mean EV / LTM Sales multiple calculation. CSGP & IT have been excluded from mean EV / LTM EBITDA multiple calculation. CSGP has been excluded from EV / NTM EBITDA calculation. CSGP, IT & RBA have been excluded from mean P/E multiple calculation.

Page 24

^[2] JOBS and PAYX have been excluded from mean EV / LTM Sales multiple calculation.



Ticker	Company Name	Stock Price	% of 52 Week High	Market Cap (\$mm)	Enterprise Value (\$mm)	Enter	prise Val	ue to:	P/E
						LTM Revenue	LTM EBITDA	NTM EBITDA	
IT Cons	ulting ^[4]								
ACN	Accenture plc	135.07	97.4%	83,471.4	80,127.4	2.3x	13.5x	12.3x	24.8x
CTSH	Cognizant Technology Solutions Corporation	72.54	99.4%	42,843.8	39,456.8	2.8x	14.2x	12.5x	23.3x
CTG	Computer Task Group, Incorporated	5.36	84.7%	84.2	75.6	0.2x	13.0x	8.1x	NM
DST	DST Systems, Inc.	54.88	87.2%	3,320.7	3,827.0	2.1x	8.7x	8.7x	8.4x
PRFT	Perficient, Inc.	19.67	97.2%	690.8	753.1	1.7x	15.9x	9.3x	47.8x
SNX	SYNNEX Corporation	126.51	96.3%	5,052.8	5,858.0	0.4x	9.3x	7.8x	17.2x
SYNT	Syntel, Inc.	19.65	45.5%	1,644.2	1,955.1	2.1x	7.9x	9.0x	NM
					Mean	1.6x	11.8x	9.7x	18.4x
Marketir	ng Services ^[5]								
ACXM	Acxiom Corporation	24.64	81.1%	1,966.5	2,033.9	2.3x	26.1x	10.6x	NM
HHS	Harte Hanks, Inc.	1.07	57.8%	66.3	22.7	0.1x	9.0x	NM	NM
VVI	Viad Corp	60.90	98.8%	1,242.9	1,453.2	1.1x	9.6x	10.9x	19.1x
					Mean	1.2x	9.3x	10.8x	19.1x
Professi	onal Staffing ^[6]								
SWX: ADEN	Adecco Group AG	75.40	96.8%	12,839.6	13,906.4	0.5x	10.3x	9.4x	15.5x
AMN	AMN Healthcare Services, Inc.	45.70	99.5%	2,191.2	2,505.8	1.3x	10.6x	9.5x	19.3x
CCRN	Cross Country Healthcare, Inc.	14.23	86.9%	519.3	521.4	0.6x	13.4x	10.2x	52.5x
KELY.A	Kelly Services, Inc.	25.09	98.5%	954.0	893.9	0.2x	8.9x	8.0x	7.5x
KFRC	Kforce Inc.	20.20	75.0%	510.9	634.9	0.5x	8.6x	7.4x	14.7x
MAN	ManpowerGroup Inc.	117.82	97.5%	7,862.6	8,267.5	0.4x	9.7x	9.1x	18.0x
ASGN	On Assignment, Inc.	53.68	96.7%	2,834.6	3,395.4	1.3x	12.9x	10.6x	26.3x

[4] PRFT	has been	excluded	from me	an P/F r	nultinle (calculation.
1 4 1 F 1X1 1	Has been	CYCIUUCU	II OIII IIIC	5aii F / L i	HUILIDIE (Jaiculation.

^[5] ACXM has been excluded from mean EV / LTM EBITDA multiple calculation.[6] CCRN & RCMT have been excluded from mean P/E multiple calculation.

Ticker	Company Name	Stock Price	% of 52 Week High	Market Cap (\$mm)	Enterprise Value (\$mm)	Enterp	Enterprise Value to:		P/E
						LTM Revenue	LTM EBITDA	NTM EBITDA	
ENTAM: RAND	Randstad Holding NV	52.34	89.6%	9,591.5	11,155.9	0.5x	11.2x	9.4x	16.5x
RCMT	RCM Technologies, Inc.	5.72	79.1%	68.7	78.4	0.4x	12.4x	8.9x	119.0x
RECN	Resources Connection, Inc.	13.90	70.2%	415.6	401.3	0.7x	9.6x	9.4x	24.8x
RHI	Robert Half International Inc.	50.34	98.7%	6,351.8	6,054.9	1.2x	10.2x	10.0x	19.5x
STAF	Staffing 360 Solutions, Inc.	0.89	57.8%	13.8	36.3	0.2x	8.4x	3.1x	NM
TBI	TrueBlue, Inc.	22.45	78.2%	840.2	922.2	0.4x	6.6x	7.3x	15.9x
					Mean	0.6x	10.2x	8.6x	17.8x

Specialt	y Consulting ^[7]								
CBZ	CBIZ, Inc.	16.25	98.5%	878.0	1,089.2	1.3x	11.9x	10.3x	18.9x
CRAI	CRA International, Inc.	41.05	98.2%	337.6	323.7	0.9x	11.0x	5.4x	29.4x
EXPO	Exponent, Inc.	73.90	98.0%	1,906.1	1,744.1	5.6x	24.3x	20.3x	38.3x
FCN	FTI Consulting, Inc.	35.48	75.3%	1,369.5	1,711.9	1.0x	11.5x	8.3x	38.8x
HURN	Huron Consulting Group Inc.	34.30	56.6%	728.4	1,115.7	1.5x	10.0x	10.5x	NM
MMS	MAXIMUS, Inc.	64.50	98.7%	4,184.1	4,099.9	1.7x	10.7x	10.0x	20.7x
NCI	Navigant Consulting, Inc.	16.92	60.7%	790.7	968.9	1.0x	7.3x	6.6x	16.3x
HCKT	The Hackett Group, Inc.	15.19	73.4%	438.5	444.1	1.7x	10.9x	8.6x	20.2x
					Mean	1.3x	10.5x	8.5x	26.1x

OVERALL BUSINESS SERVICES SECTOR 1.6x 12.4x 10.6x 25.0x Mean

Page 26

^[7] EXPO has been excluded from mean EV / LTM Sales, EV / LTM EBITDA & EV / NTM EBITDA multiple calculations.



NOTES

Notes

- Sources: Capital IQ, Bloomberg, company 10-K, 10-Q and 8-K SEC filings, annual reports, press releases, Bureau of Labor Statistics and others as indicated.
- Any public companies chosen for the "SCA Business Services Universe" are companies commonly used for industry information to show performance within a sector. They do not include all public companies that could be categorized within the sector and were not created as benchmarks; they do not imply benchmarking and do not constitute recommendations for a particular security and/or sector. The charts and graphs used in this report have been compiled by SOLIC Capital Advisors solely for purposes of illustration.

For further information regarding our Business Services, please contact: Edward R. Casas, Senior Managing Director, ecasas@soliccapital.com Gregory Hagood, Senior Managing Director, ghagood@soliccapital.com

To view all of quarterly industry reports or to make changes to your subscription(s), please go to www.soliccapital.com/SOLIConnect

SCA gathers its data from sources it considers reliable. However, it does not guarantee the accuracy or completeness of the information provided within this publication. Any opinions presented reflect the current judgment of the authors and are subject to change. SCA makes no warranties, expressed or implied, regarding the accuracy of this information or any opinions expressed by the authors. (Officers, directors and employees of SOLIC and its subsidiaries may have positions in the securities of the companies discussed.) This publication does not constitute a recommendation with respect to the securities of any company discussed herein, and it should not be construed as such. SCA or its affiliates may from time to time provide investment banking or related services to these companies. Like all SCA employees, the authors of this publication receive compensation that is affected by overall firm profitability.

©2017 SOLIC Capital Advisors, LLC. All rights reserved.

Investment banking, private placement, merger, acquisition and divestiture services offered through SOLIC Capital, LLC. Member FINRA/SIPC. SOLIC Capital Management, LLC is a Registered Investment Adviser in the State of Illinois. SOLIC is not a certified public accounting firm and does not provide audit, attest, or public accounting services.

About SOLIC

LEADERSHIP TEAM

Edward R. Casas Managing Partner and Senior Managing Director

Neil F. Luria Senior Managing Director

Gregory F. Hagood Senior Managing Director President of SOLIC Capital, LLC

Robert E. Annas Senior Managing Director

Kim J. Brady Senior Managing Director

Matthew M. Caine Managing Director

George N. Koutsonicolis
Managing Director

Raoul Nowitz
Managing Director

Matthew E. Rubin Managing Director SOLIC Capital Advisors, LLC ("SCA") is a leading specialty investment bank providing merger & acquisition, restructuring, capital placement and valuation advisory services to companies, lenders, institutional investors, the legal community and other creditor constituencies. SCA is a subsidiary of SOLIC Holdings, LLC which includes: SOLIC Capital Advisors (financial advisory), SOLIC Capital Partners (principal investing), SOLIC Capital, LLC (FINRA registered Broker/Dealer), and SOLIC Capital Management (asset management services).







Page 28

