

BUSINESS SERVICES

Quarterly Update Second 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**



Q2 2017 Highlights

July, 2017

For the second quarter of 2017, the SCA Business Services Index increased by 5.4% compared with an increase of 7.7% 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, the IT Services and IT Consulting sectors were up over 6%, while Marketing Services and HR Services both underperformed the S&P 500. Despite some concerns about weaker than expected economic growth in the second half of 2017, investors remain generally bullish on all types of technology enabled service offerings.

The Business Services M&A environment during Q2 2017 was highlighted by a series of high-profile platform acquisitions by private equity firms. While strategic consolidation continued with multiple "tuck-in" acquisitions, it was the numerous large PE deals that grabbed the market's attention.

Notable merger and acquisition transactions during the quarter included:

- Warburg Pincus LLC acquiring a 43% stake in Tata Technologies Limited, a provider of engineering and design services to manufacturers and their suppliers in the automotive, aerospace, and engineering markets.
- Apollo Global Management, LLC agreeing to acquire West Corporation (NasdaqGS:WSTC), a provider
 of business process outsourcing and network infrastructure services.
- Goldman Sachs Merchant Banking, West Street Capital Partners VII, L.P. and Eurazeo (ENXTPA:RF) agreeing to acquire Dominion Web Solutions, an operator of an integrated platform of branded marketplaces and digital marketing solutions for the powersport, RV, commercial truck, and equipment industries.
- Aurora Capital Group acquired Randall-Reilly, LLC, a provider of data, media advertising, and custom marketing services to clients in the banking, trucking, construction, and agriculture industries.
- Apollo Global Management, LLC agreeing to acquire a 75.7% stake in CareerBuilder, LLC, a provider of HR software and service solutions that connect job seekers and employers.
- A group of investors including RAF Industries, Inc., Cimarron Healthcare Capital LP and Leavitt Equity Partners agreeing to acquire a stake in Advanced Medical Pricing Solutions, a provider of claim repricing, cost containment and management, and fee negotiation services.
- TPG Growth acquiring a majority stake in Medical Solutions, LLC, an interim clinical staffing company.

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

Gragy 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

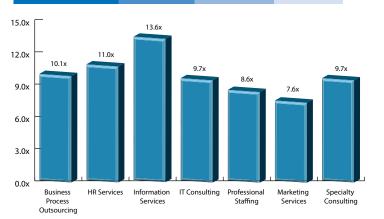
Page Left Intentionally Blank

Page 4 Page 5

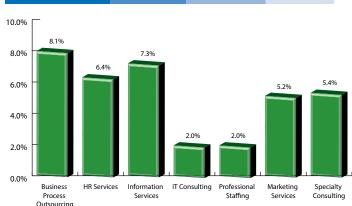


Market Overview

Enterprise Value to NTM EBITDA by SCA Sector

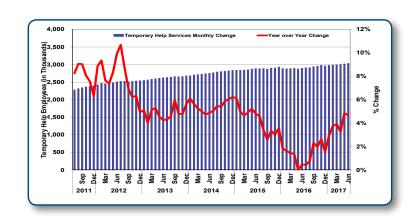


LTM Annual Revenue Growth by SCA Sector

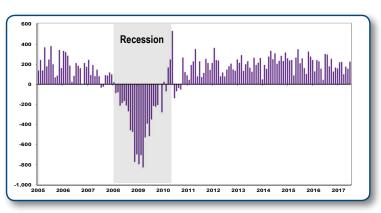


Transaction valuations remained strong, while both revenue multiples and EBITDA multiples changed little throughout Q2-17.

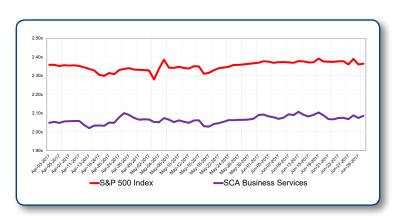
Temporary Help Services Trends



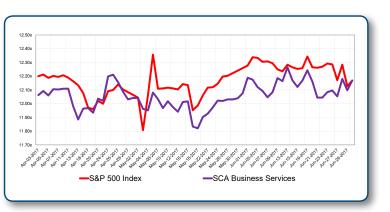
Net Change in U.S. Employment



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



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



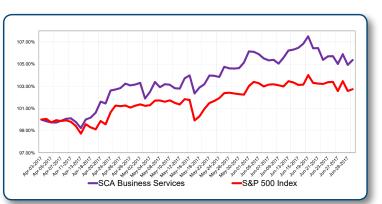
Page 6 Page 7

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

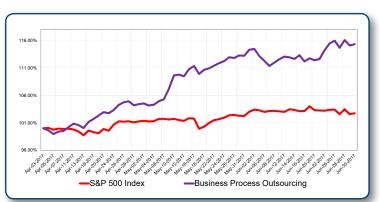


Sector Stock Performance (one year)

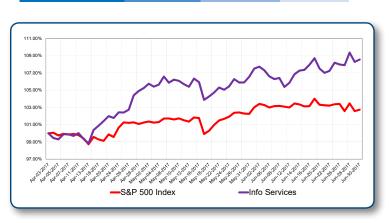
SCA Business Services Universe vs. S&P 500



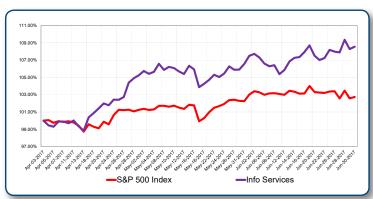
SCA Business Process
Outsourcing Sector vs. S&P 500



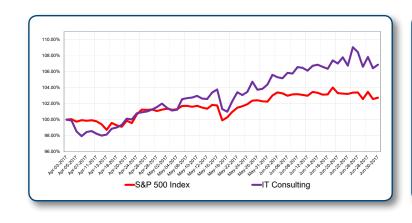
SCA HR Services Sector vs. S&P 500



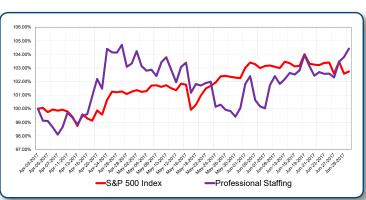
SCA Information Services Sector vs. S&P 500



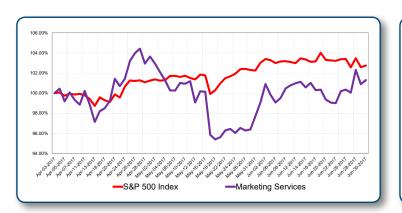
SCA IT Consulting Sector vs. S&P 500



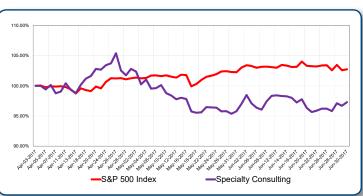
SCA Professional Staffing Sector vs. S&P 500



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

Increases in S&P Information Technology Index

The Standard and Poor's Information Technology Index increased 3.62% during the second quarter of 2017, versus a 10.84% increase in the first quarter of 2017. The Information Technology Index outperformed the S&P 500 index by 1.12% during the second guarter of 2017. The primary companies propelling this growth are Facebook, Amazon, and Google, which are more commonly known as members of the FANG stock group.

Employment in Private Sector Increases

According to the ADP National Employment Report, private sector employment increased by 158,000 jobs from May to June. Goodsproducing employment was unchanged in June. Service-providing employment rose by 158,000 jobs in June, down from 253,000 in May. The ADP National Employment Report indicates that professional & business increased by 69,000 jobs in June, while trade/transportation/ utilities grew by 30,000 jobs, education/health grew by 28,000, leisure/ hospitality grew by 11,000, and other services grew by 9,000 jobs. The financial activities industry added 10,000 jobs in June.

Second Quarter 2017

Total Nonfarm Payroll Employment Increases by 222,000 in June

Total nonfarm payroll employment, as reported by the Bureau of Labor Statistics, increased by 222,000 in June, an increase from the past three-month average of 149,000 per month. In June, health care increased by 37,000, business & professional services increased by 35,000, food service increased by 29,000, social assistance increased by 23,000, financial activities increased by 17,000, and mining increased by 8,000.

Unemployment Rate Decreases Slightly

The Bureau of Labor Statistics reported that job gains occurred in several industries, led by health care, professional & business services, social assistance, mining, financial activities, and food service. Manufacturing, construction, wholesale trade, retail trade, transportation & warehousing, information, and government showed little change. The unemployment rate slightly decreased by 10 basis points to 4.4% in June, and the number of unemployed persons decreased to 7.0 million.

Temporary Workers Penetration Rate Reaches All

Temporary jobs increased by 13,400 in June from May while the temporary penetration rate concurrently recorded its third consecutive 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 2.07% in June, 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.

Small Business Optimism Fades in Second Quarter

A new report from the National Federation of Independent Business (NFIB) states that the NFIB Small Business Optimism Index sustained its remarkable surge since November 2016 with a decrease of 0.9 points in June, to 103.6. Sales decreased by 4 points, which is not promising for growth in the second half of 2017. Sales expectations decreased by 5 points and inventory decreased 2 points. Capital spending decreased 5 points and the percent of owners planning capital outlays in the next 3 to 6 months rose 3 points to 30%. The average rate paid on short maturity loans increased slightly to 5.6%.

Page 10 Page 11



Selected M&A Transactions

| Date | Target | Buyer | Enterprise Value (\$ mm) | Enterprise Value / Revenue | Enterprise Value / EBITDA | | |
|--------------|---|--|--------------------------------|----------------------------------|---------------------------------|--|--|
| Busines | ss Process Outsou | rcing | | | | | |
| 06/13/17 | TMG Health, Inc. | Cognizant Technology Solutions Corporation (NasdaqGS:CTSH) | n/a | n/a | n/a | | |
| Description: | Cognizant Technology Solutions Corporation (NasdaqGS:CTSH) entered into a definitive agreement to acquire TMG Health, Inc., a provider of technology-enabled business process outsourcing services for insurers, employers, health plans, and providers in the Medicare Advantage, Medicare Part D, Managed Medicaid care, and group retiree health plan markets. TMG Health, Inc. was founded in 1998 and is headquartered in King of Prussia, Pennsylvania. | | | | | | |
| 06/07/17 | Park Road Solutions, Inc. | Eight Dragons Company (OTCPK:EDRG) | \$0.7 | n/a | n/a | | |
| Description: | Eight Dragons Company (OTCPK:EDRG) acquired Park Road Solutions, Inc., a provider of outsourced Chief Technology Officer, Chief Security Officer, and information technology managed services. Park Road Solutions, Inc. was incorporated in 2015 and is based in Hollywood, Florida. | | | | | | |
| 05/16/17 | Vertex Business Services, LLC, BPO & Contact Center Operations | Faneuil, Inc. | \$12.8 | n/a | n/a | | |
| Description: | | sset purchase agreement to acquire The BPO and contact center operases. | | • | | | |
| 05/02/17 | XMi Holdings, Inc. | South Central, Inc. | n/a | n/a | n/a | | |
| Description: | Inc, a provider of business ma | C. Phillips, CEO of XMi Holdings, langement outsourcing and entrepreduced in XMi Holdings, Inc. was founded in | eneurial support s | services to orga | nizations, | | |
| 04/24/17 | Urban Fulfillment Services, LLC | HCL Technologies Limited (NSEI:HCLTECH) | n/a | n/a | n/a | | |
| Description: | HCL Technologies Limited (NS | SEI:HCLTECH) agreed to acquire Uutsourcing and fulfillment services. | | | • | | |



| Date | Target | Buyer | Enterprise Value (\$ mm) | Enterprise Value / Revenue | Enterprise Value / EBITDA | | |
|--------------|--|---|--------------------------------|----------------------------------|---------------------------------|--|--|
| 04/20/17 | Advanced Medical Pricing Solutions | RAF Industries, Inc. & Cimarron Healthcare Capital LP & Leavitt Equity Partners | n/a | n/a | n/a | | |
| Description: | A group of investors including RAF Industries, Inc., Cimarron Healthcare Capital LP and Leavitt Equity Partners agreed to acquire an unknown stake in Advanced Medical Pricing Solutions, a provider of claim re-pricing, cost containment and management, and fee negotiation services. Advanced Medical Pricing Solutions was founded in 1995 and is based in Chamblee, Georgia. | | | | | | |
| 04/05/17 | National Legal Services, LLC | Keais Records Service, LLC | n/a | n/a | n/a | | |
| Description: | Keais Records Service, LLC acquired National Legal Services, LLC, a provider of outsourced legal, document-retrieval, and document-preparation services. National Legal Services, LLC is based Temecula, California. | | | | | | |

| Consult | ing Services | | | | |
|--------------|----------------------------------|---|------------------|----------------|----------------|
| 06/15/17 | Tata Technologies Limited | Warburg Pincus, LLC | \$837.2 | n/a | n/a |
| Description: | design services and product life | acquire 43% stake in Tata Technolocycle management (PLM) products e, aerospace, and engineering marker Pune, India. | and services pri | marily to manu | ifacturers and |
| 06/09/17 | The Crypto Company | CROE, Inc. | \$25.3 | n/a | n/a |
| Description: | | o Company, a provider of consulting et and digital currencies. The Crypt rnia. | • | | |
| 06/07/17 | Brady Insurance Planning | HUB International Limited | n/a | n/a | n/a |
| Description: | • | red the assets of Brady Insurance F sign and delivery of employee benef n Hicksville, New York. | • • | _ | • |

Page 12



| Date | Target | Buyer | Enterprise Value (\$ mm) | Enterprise Value / Revenue | Enterprise Value / EBITDA | | |
|--------------|--|--|--------------------------------|----------------------------------|---|--|--|
| 06/05/17 | Lux Research, Inc. | Bregal Sagemount | n/a | n/a | n/a | | |
| Description: | | Research, Inc., a research and advrging technologies. Lux Research, chusetts. | | | | | |
| 06/01/17 | 4i, Inc. | Fractal Analytics, Inc. | n/a | n/a | n/a | | |
| Description: | | i, Inc., a provider of growth strategy was founded in 2001 and is based | | | Iting to | | |
| 06/01/17 | Vicenti, Lloyd & Stutzman, LLP | CliftonLarsonAllen, LLP | n/a | n/a | n/a | | |
| Description: | • | l Vicenti, Lloyd & Stutzman, LLP, a l vas founded in 1953 and is headqua | | • | • | | |
| 05/24/17 | Line of Sight, LLC | The Newberry Group, Inc. | n/a | n/a | n/a | | |
| Description: | | red Line of Sight, LLC, a provider of n 2005 and is based in Ellicott City, | | ning and tactica | I advice. Line | | |
| 05/09/17 | Jibe Consulting, Inc. | The Hackett Group, Inc. (NasdaqGS:HCKT) | \$20.0 | n/a | n/a | | |
| Description: | • | qGS:HCKT) acquired Jibe Consultinulting, Inc. was founded in 2004 and | • | • | • | | |
| 05/03/17 | The Collingwood Group, LLC | The Situs Companies, LLC | n/a | n/a | n/a | | |
| Description: | The Situs Companies, LLC acquired The Collingwood Group, LLC, a provider of advisory services and business development opportunities combined with access to decision makers, financial sponsors, corporate boards, and senior industry executives. The Collingwood Group, LLC was founded in 2009 and is based in Washington, DC. | | | | | | |
| 04/26/17 | Fuld & Company, Inc. | Accretio Investments Pte., Ltd. | \$3.8 | n/a | n/a | | |
| Description: | research and consulting services | Accretio Investments Pte., Ltd. agreed to acquire a 95.09% stake in Fuld & Company, Inc., a provider of research and consulting services in the field of competitive intelligence. Fuld & Company, Inc. was founded in 1979 and is based in Boston, Massachusetts. | | | | | |

| Date | Target | Buyer | Enterprise Value (\$ mm) | Enterprise Value / Revenue | Enterprise Value / EBITDA |
|--------------|---------------------------------------|---|--------------------------------|----------------------------------|---------------------------------|
| 04/26/17 | BBVI Consulting, LLC | Medical Innovation Holdings, Inc. (OTCPK:MIHI) | n/a | n/a | n/a |
| Description: | a provider of consulting services i | (OTCPK:MIHI) entered into a lette n international business developme gy consulting. BBVI Consulting, LL | ent, commoditi | es brokerage, ir | nvestment |
| 04/11/17 | Mekenix Commerce, Inc. | Mezzi Holdings, Inc. (TSXV:MZI) | \$0.8 | n/a | n/a |
| Description: | , | entered into an agreement to acquiting services. Mekenix Commerce | | | |
| 04/04/17 | Hilton Consulting Corporation | BDO USA, LLP | n/a | n/a | n/a |
| Description: | · · · · · · · · · · · · · · · · · · · | onsulting Corporation, a provider o ded in 1996 and is based in Clifton, | • | t consulting serv | vices. Hilton |

| HR Serv | rices | | | | |
|--------------|--------------------------|---|--------|-------------------|-----------|
| 05/26/17 | Compass HRM, Inc. | Asure Software, Inc. (NasdaqGS:CYBR) | \$6.0 | n/a | n/a |
| Description: | • | M:ASUR) acquired Compass HRM, Ir ass HRM, Inc. was founded in 2011 ar | | | |
| 05/03/17 | Expaticore Services, LLC | Immedis Unlimited Company | \$10.0 | n/a | n/a |
| Description: | | cquired Expaticore Services, LLC, a p 2002 and is based in Iselin, New Jerse | | roll services. Ex | kpaticore |

Page 14 Page 15



| Date | Target | Buyer | Enterprise Value (\$ mm) | Enterprise Value / Revenue | Enterprise Value / EBITDA | | |
|--------------|---|---|--------------------------------|----------------------------------|---------------------------------|--|--|
| IT Servio | ces | | | | | | |
| 06/30/17 | Cloud Security Corporation (OTCPK:CLDS) | Undisclosed Buyer | \$0.4 | n/a | n/a | | |
| Description: | Michael R. Dunn signed a definitive agreement to acquire a 92% stake in Cloud Security Corporation | | | | | | |
| 06/23/17 | Clarity Consulting, Inc. | Perficient, Inc. (NasdagGS:PRFT) | \$9.4 | 0.4x | n/a | | |
| Description: | Perficient, Inc. (NasdaqGS:PRFT) acquired Clarity Consulting, Inc, a provider of enterprise software applications for businesses. Clarity Consulting, Inc. was founded in 1994 and is based in Chicago, Illinois. | | | | | | |
| 06/14/17 | Perseus Telecom Limited | GTT Communications, Inc. (NYSE:GTT) | \$39.5 | n/a | n/a | | |
| Description: | the banking, trading, finance, fun | E:GTT) acquired Perseus Telecom d management, broadcast media, I cal industries. Perseus Telecom Li | aw firms, capit | al partnerships, | global | | |
| 06/13/17 | ViaWest, Inc. | Peak 10 Holding Corporation | \$1,675.0 | n/a | n/a | | |
| Description: | . . | tered into an agreement to acquire age solutions and colocation to IT cd Village, Colorado. | | • | | | |
| 06/05/17 | Covisint Corporation (NasdaqGS:COVS) | Open Text Corporation (NasdaqGS:OTEX) | \$69.2 | 1.0x | n/a | | |
| Description: | Open Text Corporation (Nasdaq0 | GS:OTEX) entered into an agreeme an open enterprise-class cloud pla | | | | | |

| Date | Target | Buyer | Enterprise Value (\$ mm) | Enterprise Value / Revenue | Enterprise Value / EBITDA | |
|--------------|--|---|--------------------------------|----------------------------------|---------------------------------|--|
| 06/01/17 | PointSource, LLC | Globant S.A. (NYSE:GLOB) | \$28.0 | n/a | n/a | |
| Description: | | red into a definitive stock purchase solutions for the retail, supply chair d in Raleigh, North Carolina. | | | | |
| 05/29/17 | CardConnect Corp. | First Data Corporation (NYSE:FDC) | \$716.3 | 1.2x | 26.6x | |
| Description: | First Data Corporation (NYSE:FDC) entered into a definitive merger agreement to acquire CardConnect Corp. (NasdaqGM:CCN), a provider of payment processing solutions to small and medium business merchants and enterprise customers. CardConnect Corp. was founded in 2013 and is located in King of Prussia, Pennsylvania. | | | | | |
| 05/24/17 | NES Associates, LLC | CSRA, Inc. (NYSE:CSRA) | \$105.0 | n/a | n/a | |
| Description: | information technology services to | a definitive agreement to acquire Nother Department of Defense and control 2006 and is based in Alexandria, V | other federal go | | | |
| 05/16/17 | OneCloud Consulting, Inc. | ePlus Technology, inc. | \$13.3 | n/a | n/a | |
| Description: | | acquire OneCloud Consulting, a pr levelopment, and technical training Milpitas, California. | | | | |
| 05/11/17 | Conjur, Inc. | CyberArk Software Ltd. (NasdagGS:CYBR) | \$42.0 | n/a | n/a | |
| Description: | authorization platform for develop | GS:CYBR) acquired Conjur, Inc., a ers and security teams to monitor, jur, Inc. was founded in 2011 and i | adopt, manag | e, secure, and a | audit modern | |
| 05/09/17 | Vonage Holdings Corp., Hosted Infrastructure Product Line | Rapidscale, Inc. | \$4.0 | n/a | n/a | |
| Description: | Holdings Corp. (NYSE:VG). The | finitive agreement to acquire Host Hosted Infrastructure product line , IT services, hosted firewall, backu | comprises infra | astructure as a | service, | |

Page 16 Page 17



| Date | Target | Buyer | Enterprise Value (\$ mm) | Enterprise Value / Revenue | Enterprise Value / EBITDA |
|--------------|-------------------------------------|---|--------------------------------|----------------------------------|---------------------------------|
| 05/09/17 | West Corporation (NasdaqGS:WSTC) | Apollo Global Management, LLC (NYSE:APO) | \$4,950.0 | 2.2x | 7.6x |
| Description: | to acquire West Corporation (Nas | Global Management, LLC (NYSE: daqGS:WSTC), a provider of comr founded in 1986 and is headquarte | nunication and | l network infrast | _ |
| 04/17/17 | Wilcon Holdings, LLC | Crown Castle International Corp. (NYSE:CCI) | \$600.0 | n/a | n/a |
| Description: | LLC, a provider of fiber optic and | (NYSE:CCI) entered into a definitive data center infrastructure solutions in Southern California. Wilcon Hoalifornia. | to businesses | s, wireless carrie | ers, and other |
| 04/06/17 | Zycron, Inc. | BG Staffing, LLC | \$23.0 | 0.6x | n/a |
| Description: | • | intially all assets of Zycron, Inc, a pagement, software engineering, areased in Nashville, Tennessee. | | • | • |
| 04/05/17 | LendingTools.com, Inc. | Juniper Payments, LLC | \$13.0 | n/a | n/a |
| Description: | | acquire LendingTools.com, Inc., and systems for financial institutions ass. | | | |
| 04/03/17 | ConnectSolutions, Inc. | AASKI Technology, Inc. | \$5.8 | n/a | n/a |
| Description: | businesses and government ager | ConnectSolutions, Inc., a provider ncies for high-consequence virtual to was founded in 2007 and is based | training and we | eb conferencing | through |

| Date | Target | Buyer | Enterprise Value (\$ mm) | Enterprise Value / Revenue | Enterprise Value / EBITDA | | |
|--------------|--|---|--------------------------------|----------------------------------|---------------------------------|--|--|
| Marketi | ing Services | | | | | | |
| 06/22/17 | React2Media, LLC | Antevenio, S.A. (ENXTPA:ALANT) | \$4.4 | 0.8x | n/a | | |
| Description: | • | T) acquired a 51% stake in React2l React2Media, LLC was founded in | | | _ | | |
| 06/20/17 | Troika Design Group | M2 nGage Group, Inc. (OTCPK:MTWO) | \$8.5 | n/a | n/a | | |
| Description: | • • • • • • | MTWO) signed a merger agreemen on networks and shows. Troika Desi | • | • | | | |
| 06/20/17 | Target Marketing, Inc. | The Image Group, Inc. | n/a | n/a | n/a | | |
| Description: | The Image Group, Inc. agreed to was founded in 1987 and is base | acquire Target Marketing, a promo d in Ashland, Virginia. | tional marketin | g agency. Targ | et Marketing | | |
| 06/13/17 | Personalities & Promotions International, Inc. | LST Marketing, LLC | n/a | n/a | n/a | | |
| Description: | J. 1 | rsonalities & Promotions Internation national, Inc. was founded in 1993 | | | ng services. | | |
| 06/09/17 | Ticketfly, Inc. | Eventbrite, Inc. | \$200.0 | n/a | n/a | | |
| Description: | Eventbrite, Inc. entered into a definitive agreement to acquire Ticketfly, Inc., a provider of ticketing, marketing, and analytics tools that help event promoters and venues to book talent, streamline operations, sell tickets, increase revenue, and reward loyal fans. Ticketfly, Inc. was founded in 2008 and is based in San Francisco, California. | | | | | | |
| 06/08/17 | BrandSource Incentives, LLC | Sharp Incentives, LLC | n/a | n/a | n/a | | |
| Description: | · | Brand Source Incentives, a provided apployees and clients. Brand Source | • | | | | |

Page 18 Page 19



| Date | Target | Buyer | Enterprise Value (\$ mm) | Enterprise Value / Revenue | Enterprise Value / EBITDA |
|--------------|---|--|--------------------------------|----------------------------------|---------------------------------|
| 06/05/17 | Randall-Reilly, LLC | Aurora Capital Group | n/a | n/a | n/a |
| Description: | marketing services to clients in th | andall-Reilly, LLC, a provider of dat e banking sector, trucking, constru- and is headquartered in Tuscaloos | ction, and agric | | |
| 06/03/17 | Badger Graphic Systems, Inc. | Quality Resource Group, Inc. | n/a | n/a | n/a |
| Description: | • | uired Badger Graphic Systems, a pot mail, and signage services. Bad Wisconsin. | • | | • |
| 06/01/17 | TMS Communications, Inc. | FreemanXP | n/a | n/a | n/a |
| Description: | | nunications, Inc., doing business as s. Fusion Brand Experiences was | | | |
| 05/17/17 | Alt Studios, LLC | OBI Creative | n/a | n/a | n/a |
| Description: | • | s, LLC, a provider of advertising, manufacture in 2013 and is based in Des | • | • | strategy |
| 05/15/17 | lCiDigital, Inc. | Beringer Capital | n/a | n/a | n/a |
| Description: | • | rity stake in ICiDigital, Inc., a techniting solutions. ICiDigital, Inc. was | • | | |
| 05/15/17 | Adaptive Inbound Marketing Solutions, LLC | QC Marketing | n/a | n/a | n/a |
| Description: | • | Inbound Marketing Solutions, LLC, tions, LLC was founded in 2008 ar | • | | • |
| 05/10/17 | Lion New Media, LLC | AdSupply, Inc. | n/a | n/a | n/a |
| Description: | provider offering local market stra | reement to acquire Lion New Medi Itegy, digital media planning, digital Lion New Media, LLC was founde | media buying | , optimizing and | reporting, |

| Date | Target | Buyer | Enterprise Value (\$ mm) | Enterprise Value / Revenue | Enterprise Value / EBITDA | | |
|--------------|--|---|--------------------------------|----------------------------------|---------------------------------|--|--|
| 05/10/17 | The Halo Group, A Didit Company | Did-it.com, LLC | n/a | n/a | n/a | | |
| Description: | specializing in trade and consume | o Group, Inc, a full-service brandiner public relations, brand strategy, a Group, Inc. was founded in 1994 a | and social med | ia, as well as m | • | | |
| 05/10/17 | Dominion Web Solutions, LLC | Goldman Sachs Group, Merchant Banking Division & Eurazeo (ENXTPA:RF) | \$680.0 | n/a | n/a | | |
| Description: | Eurazeo (ENXTPA:RF) and West Street Capital Partners VII, L.P. agreed to acquire Dominion Web Solutions, an operater of an integrated platform of branded marketplaces and digital marketing solutions for the powersport, RV, commercial truck, and equipment industries. Dominion Web Solutions was founded in 2009 and is based in Norfolk, Virginia. | | | | | | |
| 05/03/17 | DMV Digital Holdings Company, Inc. | A.H. Belo Corporation (NYSE:AHC) | \$35.6 | n/a | n/a | | |
| Description: | of cloud-based, multi-channel dis | C) acquired a 20% stake of DMV I tributed marketing automation softs. DMV Digital Holdings Company, | ware for small a | and medium bu | sinesses, | | |
| 05/02/17 | Crisp Media, Inc. | Quotient Technology, Inc. (NYSE:QUOT) | \$57.2 | n/a | n/a | | |
| Description: | shopper activation company, deve | QUOT) signed a definitive agreemeloping an end-to-end platform that oppers. Crisp Media, Inc. was four | t links data, an | alytics, and per | sonalized | | |
| 04/25/17 | Blackfox, Inc. | Momentous Entertainment Group, Inc. (OTCPK:MMEG) | n/a | n/a | n/a | | |
| Description: | | , Inc. (OTCPK:MMEG) signed a le ces. Blackfox, Inc. was founded in | | | | | |
| 04/24/17 | The Core Organization, Inc. | Vision Integrated Graphics Group, LLC | n/a | n/a | n/a | | |
| Description: | • | , LLC acquired The Core Organiza The Core Organization, Inc. was fo | | | | | |

Page 20



| Date | Target | Buyer | Enterprise Value (\$ mm) | Enterprise Value / Revenue | Enterprise Value / EBITDA |
|--------------|---|--|--------------------------------|----------------------------------|---------------------------------|
| 04/10/17 | Campbell, Harrington & Brear, Inc. | JPL Integrated Communications, Inc. | n/a | n/a | n/a |
| Description: | an advertising agency providing b | Inc. signed an agreement to acquin brand, marketing, and communicati ded in 1978 and is based in York, F | on manageme | • | |
| 04/10/17 | RetailMeNot, Inc. | Harland Clarke Holdings Corp. | \$455.1 | 1.5x | 14.8x |
| Description: | | ntered into an agreement and plan stination for online and in-store pur stin, Texas. | | • | |
| 04/05/17 | Proforma Midwest Marketing and Promotions | Proforma Kapco | n/a | n/a | n/a |
| Description: | • • | na Midwest Marketing and Promoti keting and Promotions was founde | | • | • |

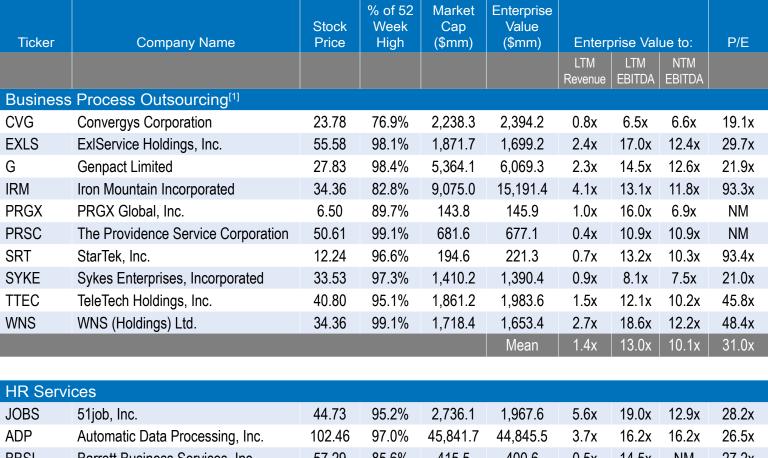
| Professi | ional Staffing | | | | |
|--------------|--------------------------------|--|-----------------|----------------|--------------|
| 06/19/17 | CareerBuilder, LLC | Apollo Global Management, LLC (NYSE:APO) & Ontario Teachers' Pension Plan Board | \$627.5 | 0.9x | n/a |
| Description: | CareerBuilder, LLC, a provider | C (NYSE:APO), entered into a definiti of HR software and service solutions d in 1995 and is based in Chicago, Illi | that connect jo | • | |
| 06/14/17 | Medical Solutions, LLC | TPG Growth | n/a | n/a | n/a |
| Description: | • | y stake in Medical Solutions, LLC, an 1997 and is headquartered in Omaha | | staffing compa | any. Medical |

| Date | Target | Buyer | Enterprise Value (\$ mm) | Enterprise Value / Revenue | Enterprise Value / EBITDA |
|--------------|---------------------------------|---|--------------------------------|----------------------------------|---------------------------------|
| 06/13/17 | Advantage RN, LLC | Cross Country Healthcare, Inc. (NasdaqGS:CCRN) | \$86.8 | 0.9x | 8.7x |
| Description: | and business of Advantage RN, I | NasdaqGS:CCRN) completed the a LLC, a provider of nurses and healt s. Advantage RN, LLC was incorpo | hcare professi | onals for travel | assignments |
| 05/17/17 | WTW Associates, Inc. | Buffkin / Baker | n/a | n/a | n/a |
| Description: | · | ssociates, Inc., a provider of execut y, law, and professional services inc New York. | | | |
| 05/01/17 | JobLocationMap, Inc. | Peak Global Consultants Limited | \$0.3 | n/a | n/a |
| Description: | | entered into an agreement to acquiny focusing on providing visual job d in Henderson, Nevada. | | | |
| 04/18/17 | Teachers-Teachers.com, Inc. | Frontline Technologies Group, LLC | n/a | n/a | n/a |
| Description: | • | .C acquired Teachers-Teachers.com s.com, Inc. is based in St. Louis, M | • | der of a job sea | rch website |
| 04/03/17 | SNI Companies, Inc. | Gee Group, Inc. (AMEX:JOB) | \$86.0 | 0.8x | n/a |
| Description: | | reed to acquire SNI Companies, Inc. wa | | | |

Page 22 Page 23



Waluation Metrics by Sector



| HR Serv | rices | | | | | | | | |
|---------|---------------------------------|--------|-------|----------|----------|------|-------|-------|-------|
| JOBS | 51job, Inc. | 44.73 | 95.2% | 2,736.1 | 1,967.6 | 5.6x | 19.0x | 12.9x | 28.2x |
| ADP | Automatic Data Processing, Inc. | 102.46 | 97.0% | 45,841.7 | 44,845.5 | 3.7x | 16.2x | 16.2x | 26.5x |
| BBSI | Barrett Business Services, Inc. | 57.29 | 85.6% | 415.5 | 400.6 | 0.5x | 14.5x | NM | 27.2x |
| DHX | DHI Group, Inc. | 2.85 | 33.8% | 144.2 | 196.3 | 0.9x | 4.4x | 4.3x | NM |
| NSP | Insperity, Inc. | 71.00 | 75.8% | 1,495.9 | 1,294.6 | 0.4x | 10.8x | 7.5x | 21.9x |
| PAYX | Paychex, Inc. | 56.94 | 90.3% | 20,464.2 | 20,140.8 | 6.4x | 14.7x | 13.8x | 25.3x |
| | | | | | Mean | 2.9x | 13.3x | 11.0x | 25.8x |

^[1] IRM has been excluded from mean EV / LTM Sales multiple calculation. IRM and SRT have been excluded from the mean P/E multiple calculations.





| Ticker | Company Name | Stock Price | % of 52 Week High | Market Cap (\$mm) | Enterprise Value (\$mm) | Enterprise Value to: | | ue to: | P/E |
|-----------|--|----------------|-------------------------|-------------------------|-------------------------------|----------------------|---------------|---------------|-------|
| | | | | | | LTM Revenue | LTM EBITDA | NTM EBITDA | |
| Informati | on Services ^[2] | | | | | | | | |
| ABCO | The Advisory Board Company | 51.50 | 94.5% | 2,090.1 | 2,543.8 | 3.2x | 13.6x | 12.4x | 20.9x |
| SCOR | comScore, Inc. | 26.25 | 75.3% | 1,503.5 | 1,389.6 | 3.8x | 37.4x | 11.1x | NM |
| CPRT | Copart, Inc. | 31.79 | 99.3% | 7,322.2 | 7,699.5 | 5.5x | 15.3x | 13.4x | 18.3x |
| CSGP | CoStar Group, Inc. | 263.60 | 98.1% | 8,632.6 | 8,364.2 | 9.7x | 37.6x | 28.9x | 94.8x |
| DNB | The Dun & Bradstreet Corporation | 108.15 | 76.4% | 3,990.5 | 5,337.6 | 3.1x | 12.2x | 10.5x | 45.4x |
| EFX | Equifax Inc. | 137.42 | 95.4% | 16,519.3 | 19,129.4 | 5.9x | 16.2x | 15.0x | 30.9x |
| FDS | FactSet Research Systems Inc. | 166.18 | 90.5% | 6,557.2 | 6,938.5 | 5.9x | 16.9x | 15.6x | 19.4x |
| FICO | Fair Isaac Corporation | 139.41 | 99.1% | 4,316.8 | 4,826.7 | 5.2x | 23.0x | 18.5x | 34.7x |
| FORR | Forrester Research, Inc. | 39.15 | 88.2% | 694.4 | 559.8 | 1.7x | 14.2x | 13.9x | 37.1x |
| IT | Gartner, Inc. | 123.51 | 98.9% | 11,169.0 | 11,576.4 | 4.6x | 29.2x | 14.7x | 56.2x |
| INWK | InnerWorkings, Inc. | 11.60 | 97.2% | 616.2 | 700.0 | 0.6x | 15.6x | 10.3x | 51.0x |
| LQDT | Liquidity Services, Inc. | 6.35 | 55.3% | 199.9 | 83.8 | 0.3x | NM | NM | NM |
| MORN | Morningstar, Inc. | 78.34 | 91.6% | 3,363.2 | 3,281.0 | 4.0x | 14.8x | NM | 22.6x |
| RBA | Ritchie Bros. Auctioneers Incorporated | 28.74 | 71.9% | 3,074.8 | 3,463.7 | 6.2x | 17.4x | 14.2x | 42.3x |
| | | | | | Mean | 3.8x | 17.1x | 13.6x | 34.4x |

^[2] SCOR has been excluded from mean EV / LTM EBITDA multiple calculation. CSGP has been excluded from all mean multiple calculations.

Page 24 Page 25



| | | Stock | % of 52 Week | Market Cap | Enterprise Value | | | | |
|----------------|--|--------|-----------------|---------------|---------------------|----------------|---------------|---------------|-------|
| Ticker | Company Name | Price | High | (\$mm) | (\$mm) | | orise Val | | P/E |
| | | | | | | LTM Revenue | LTM EBITDA | NTM EBITDA | |
| IT Consu | ılting | | | | | | | | |
| ACN | Accenture plc | 123.68 | 96.3% | 76,432.6 | 73,784.7 | 2.2x | 12.7x | 11.9x | 21.9x |
| CTSH | Cognizant Technology Solutions Corporation | 66.40 | 97.4% | 39,109.4 | 36,044.4 | 2.6x | 13.3x | 11.8x | 24.2x |
| CTG | Computer Task Group, Incorporated | 5.59 | 88.4% | 86.7 | 76.6 | 0.2x | 10.8x | 8.0x | NM |
| DST | DST Systems, Inc. | 61.70 | 95.9% | 3,810.6 | 4,280.9 | 2.7x | 11.4x | 9.8x | 10.5x |
| PRFT | Perficient, Inc. | 18.64 | 82.3% | 667.0 | 694.7 | 1.5x | 14.8x | 9.1x | 37.2x |
| SNX | SYNNEX Corporation | 119.96 | 91.3% | 4,788.1 | 5,567.0 | 0.4x | 9.2x | 8.6x | 17.2x |
| SYNT | Syntel, Inc. | 16.96 | 35.0% | 1,418.5 | 1,791.0 | 1.9x | 6.9x | 8.4x | NM |
| | | | | | Mean | 1.6x | 11.3x | 9.7x | 22.2x |
| | | | | | | | | | |
| Marketin | g Services | | | | | | | | |
| ACXM | Acxiom Corporation | 25.98 | 85.5% | 2,054.6 | 2,113.3 | 2.4x | 24.9x | 11.0x | NM |
| HHS | Harte Hanks, Inc. | 1.03 | 52.6% | 63.5 | 17.5 | NM | NM | 2.8x | NM |
| VVI | Viad Corp | 47.25 | 96.7% | 963.0 | 1,187.2 | 0.9x | 8.4x | 9.0x | 16.7x |
| | | | | | Mean | 1.7x | 16.7x | 7.6x | 16.7x |
| | | | | | | | | | |
| Profession | onal Staffing ^[3] | | | | | | | | |
| SWX: ADEN | Adecco Group AG | 72.90 | 93.6% | 12,413.9 | 13,302.7 | 0.5x | 10.1x | 9.3x | 15.4x |
| AMN | AMN Healthcare Services, Inc. | 39.05 | 86.8% | 1,870.6 | 2,195.1 | 1.1x | 9.7x | 8.4x | 17.2x |
| CDI | CDI Corp. | 5.85 | 60.6% | 109.3 | 116.8 | 0.1x | NM | NM | NM |
| CCRN | Cross Country Healthcare, Inc. | 12.91 | 78.8% | 470.4 | 493.7 | 0.6x | 12.6x | 10.3x | NM |
| KELY.A | Kelly Services, Inc. | 22.45 | 90.9% | 859.0 | 813.0 | 0.2x | 8.8x | 8.2x | 7.3x |
| KFRC | Kforce Inc. | 19.60 | 72.7% | 494.6 | 627.5 | 0.5x | 8.5x | 7.5x | 14.5x |
| MAN | ManpowerGroup Inc. | 111.65 | 99.6% | 7,489.4 | 7,685.3 | 0.4x | 9.1x | 8.7x | 17.4x |
| ASGN | On Assignment, Inc. | 54.15 | 98.2% | 2,860.0 | 3,453.1 | 1.4x | 13.5x | 10.8x | 28.3x |
| ENTAM: RAND | Randstad Holding NV | 51.12 | 87.5% | 9,367.6 | 10,497.5 | 0.5x | 10.7x | 8.8x | 16.0x |

| Ticker | Company Name | Stock Price | % of 52 Week High | Market Cap (\$mm) | Enterprise Value (\$mm) | Enterprise Value to: | | ue to: | P/E |
|----------------------------------|--------------------------------|----------------|-------------------------|-------------------------|-------------------------------|----------------------|---------------|---------------|-------|
| | | | | | | LTM Revenue | LTM EBITDA | NTM EBITDA | |
| RCMT | RCM Technologies, Inc. | 5.05 | 69.8% | 60.4 | 72.8 | 0.4x | 11.8x | NM | 47.0x |
| RECN | Resources Connection, Inc. | 13.70 | 69.2% | 406.3 | 409.6 | 0.7x | 8.9x | 9.6x | 21.2x |
| RHI | Robert Half International Inc. | 47.93 | 94.0% | 6,095.6 | 5,836.5 | 1.1x | 9.6x | 9.5x | 18.1x |
| STAF | Staffing 360 Solutions, Inc. | 0.70 | 35.2% | 10.2 | 31.4 | 0.2x | 16.0x | 4.2x | NM |
| TBI | TrueBlue, Inc. | 26.50 | 92.3% | 996.1 | 1,049.7 | 0.4x | 7.4x | 8.1x | NM |
| | | | | | Mean | 0.6x | 10.5x | 8.6x | 17.3x |
| | | | | | | | | | |
| Specialt | y Consulting ^[4] | | | | | | | | |
| CBZ | CBIZ, Inc. | 15.00 | 94.3% | 802.7 | 1,014.2 | 1.2x | 11.0x | 9.8x | 18.5x |
| CRAI | CRA International, Inc. | 36.32 | 90.8% | 311.4 | 296.3 | 0.9x | 10.8x | 5.0x | 23.4x |
| EXPO | Exponent, Inc. | 58.30 | 90.0% | 1,508.3 | 1,353.4 | 4.5x | 20.4x | 16.9x | 32.4x |
| FCN | FTI Consulting, Inc. | 34.96 | 74.2% | 1,328.1 | 1,609.9 | 0.9x | 9.8x | 7.8x | 21.0x |
| HURN | Huron Consulting Group Inc. | 43.20 | 66.5% | 917.5 | 1,327.1 | 1.8x | 10.3x | 11.2x | 24.5x |
| MMS | MAXIMUS, Inc. | 62.63 | 96.4% | 4,059.8 | 4,084.4 | 1.7x | 10.6x | 10.5x | 20.5x |
| NCI | Navigant Consulting, Inc. | 19.76 | 70.9% | 933.6 | 1,102.8 | 1.2x | 7.7x | 7.4x | 17.0x |
| HCKT | The Hackett Group, Inc. | 15.50 | 74.9% | 452.9 | 444.9 | 1.7x | 11.0x | 8.8x | 20.1x |
| | | | | | Mean | 1.3x | 10.2x | 9.7x | 22.2x |
| | | | | | | | | | |
| OVERALL BUSINESS SERVICES SECTOR | | | | | Mean | 1.9x | 13.2x | 10.0x | 24.2x |

Page 26 Page 27

^[3] RCMT has been excluded from mean P/E multiple calculation.[4] EXPO has been excluded from mean EV / LTM Sales and EV / LTM EBITDA multiple calculations.





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

