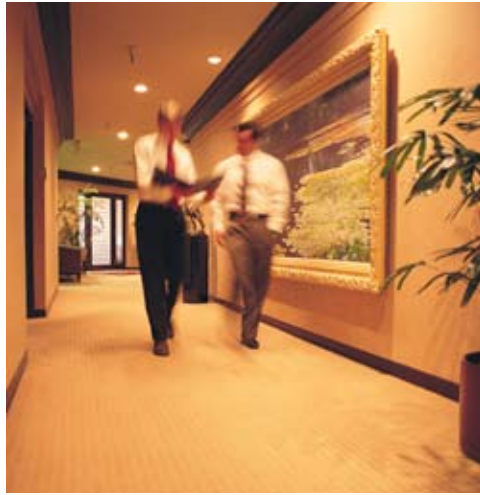


FOCUSED & FLEXIBLE

Creating value through acquisition and strategic management





Empire Investment Holdings is a private investment firm focused exclusively on creating value through the acquisition and strategic management of non-core business units from the Global 2000. Empire acquires controlling interests in mature businesses that can benefit from the firm's proven track record of creating long-term sustainable value through its merger and acquisition experience, coupled with its operational expertise. The firm's approach is specialized in addressing the complexities of acquiring non-core corporate divestitures, as well as ensuring post close business continuity.

► Focus on entrance strategy, not pre-defined exit strategy ◀

WHO WE ARE

Empire Investment Holdings is a private investment firm which adheres to a well defined and focused acquisition strategy that is driven by the firm's history in acquiring, operating and managing over 40 corporate divestitures. Our target characteristics for an investment enable us to focus on specific business profiles, which allow us to view opportunities in virtually any sector. In addition, we prefer not to constrain value creation by setting a pre-defined exit strategy when we approach an investment, but instead focus on a clear entrance strategy. The firm adheres to this approach since it allows for maximum flexibility in optimizing value creation, which can often be better attained by allowing adequate time to achieve strategic growth for the investment.

At Empire, we focus on investment opportunities that allow us to unlock and enhance value by leveraging our operational experience with corporate divestitures that are no longer considered strategic and are viewed as non-core. We invest in mature businesses with potential growth dynamics that offer strategically critical products and services to their customers, and which can play a strategic role in our portfolio. Empire has extensive experience in quickly identifying potential targets that fit this profile. The firm maintains a focused and flexible investment approach that is driven by the team's rich history and expertise in acquiring and strategically managing dozens of businesses across many sectors. Empire has a proven track record of optimizing and adding significant value through a structured, repeatable, and time-tested process.

OUR KEY STRENGTHS

- » Ability to evaluate and consummate transactions quickly.
- » Broad understanding of technology and operations, which vastly reduces our learning curve.
- » Operational and financial expertise, which enables us to pursue complex transactions associated with underperforming companies.
- » Extensive expertise with corporate divestitures and division carve outs, allowing us to quickly address specific requirements of the sellers, staff, management, customers, and suppliers, as well as post close infrastructure needs.
- » Understanding the goals of all stakeholders involved and ensuring business continuity post close.

Agile, Strategic, & Creative Environment



› Long-term commitment to each investment ◀

Creating New Opportunities

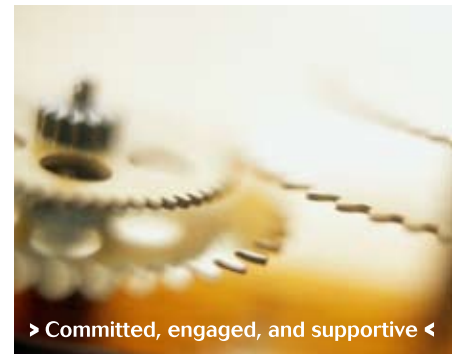
MERGERS & ACQUISITIONS

Empire's M&A team is always prepared to mobilize and coordinate the resources needed to quickly evaluate and execute a transaction. Our team is comprised primarily of in-house professionals that support every facet of a transaction, including: finance, legal, tax, human resources, risk management, operations, sales & marketing, communications, and technology. Empire works through the acquisition process while addressing all degrees of complexities associated with corporate divestitures, including minimizing any risk related to carving out the business unit from the parent. The firm is committed to supporting corporate sellers in attaining their strategic goals by maintaining a flexible, responsive, and highly focused environment, led by experienced professionals. If speed, decisiveness, and certainty of close are essential to the corporate seller, then Empire is the ideal option.

OPERATIONS

The first 120 days of a newly acquired company are viewed as the most critical to the success of the investment. In fact, prior to closing a transaction, Empire has developed a transition plan, which captures the operational, extraction and strategic needs of the newly acquired company. Post acquisition, the firm deploys a dedicated team of operational experts within various functional disciplines to support the company in the execution of the transition plan, as well as build out the company's new infrastructure. Although Empire executives can serve in interim management roles if necessary, companies are transitioned to maintain complete and standalone infrastructures. While Empire takes an active role in each of its portfolio companies, we insist that autonomous and empowered management is critical to the long-term success of any company. Post transition, each company benefits from our proactive

and ongoing involvement of the oversight committee who is accountable for overseeing the performance of each portfolio company. Our intent is to position our portfolio companies to possess the four basic fundamentals that we believe are essential to operate a successful business: strong management & workforce, operational excellence, financial stability, and clear long-term strategic direction.



› Committed, engaged, and supportive ◀



► Value creation through operating expertise ◀

EMPIRE PROFILE

Type of firm:

Privately held - Privately funded

Headquarters:

Miami, Florida

Year founded:

2003

Sources of capital:

Internally sourced - Private investors -
Strategic institutional relationships

Transaction range:

\$10 million to \$300 million

Preferred equity structure:

Majority control

Seller profile:

Global 2000 Company

Geographical preference:

Worldwide – Headquartered in the U.S.

Age of typical business:

10 plus years

Business model profiles:

Technology - Business Services - Niche
Manufacturing - Distribution

Revenue range:

\$25 million plus

Profitability:

Can vary

Business characteristics:

- » Non-core division or business unit
- » Mature business & established brand
- » Strategically critical products and services
- » Fragmented market
- » Recurring and / or predictable revenues
- » Established & loyal customer base
- » Business to business relationships
- » Complete or incomplete organization
- » Facing strategic, operational, organizational
and / or financial challenges



For a confidential discussion regarding the strategic objectives surrounding the divestiture of a business unit from the Global 2000, please contact us at:

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