

PRIVATE EQUITY IN INFORMATION

financially sponsored acquisitions in the information industry

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1st Half 2009 Key Highlights

- The largest announced transaction for the 1st Half of 2009 was Charter House Capital Partners' acquisition of Wood Mackenzie from Candover Partners Ltd. for \$914 million.
- The segments with the largest transaction volume for 1st Half of 2009 were Science & Technology and Lifestyle & Entertainment with 15 transactions.
- The most active buyers announced for the 1st Half of 2009, by way of volume of transactions either purchased direct or through partner or affiliated business, were Veronis Suhler Stevenson (HealthCommunities.com, Inc., Voyager Learning Company, Two Tradeshows from Technology Systems Corporation and Medical Education Partnership, Ltd.) and The Carlyle Group (MAXIMIS software from Unisys Corporation, 10East Corporation, Evare, LLC and Wellsphere) with 4 purchases each.

1st Half 2009 Key Trends

- Total transaction volume in the 1st Half of 2009 decreased by 13 percent over the 1st Half of 2008 from 110 in 2008 to 96 in 2009.
- Total transaction value in the 1st Half of 2009 decreased by 80 percent over the 1st Half of 2008, from \$14.04 billion in 2008 to \$2.77 billion in 2009.

M&A MARKET OVERVIEW

The most active buyer, in terms of volume between 2007 and the 1st Half of 2009, was Veronis Suhler Stevenson with 25 transactions.

Between 2007 and the 1st Half of 2009 transactions receiving enterprise values greater than \$160 million garnered the higher median enterprise value multiple of 2.5 times revenue which is 57 percent greater than companies who received enterprise values of \$10 to \$20 million which captured a median enterprise value of 1.59 times revenue.

In terms of value, the most active market segment that Berkery Noyes tracked between 2007 and the 1st Half of 2009 was Lifestyle & Entertainment with an aggregate transaction value of \$73.21 billion. The least active segment was Construction & Real Estate with an aggregate transaction value of \$1.86 billion.

M&A Market Dynamics - 1st Half

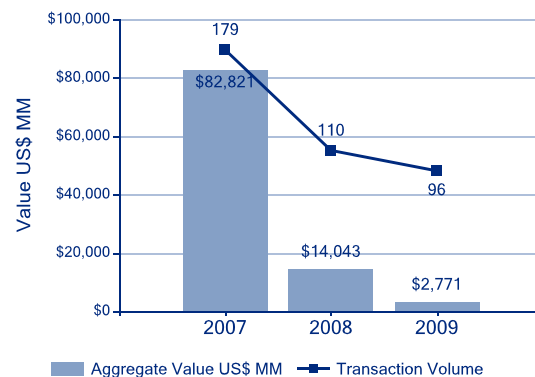


Figure 1. 1st Half 2007 - 2009 value and volume comparison

Median Enterprise Value Multiples - 1st Half

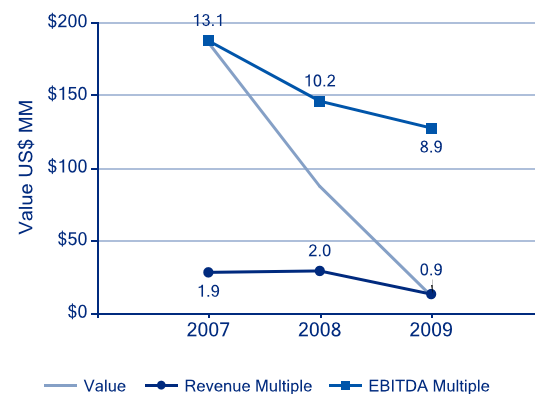


Figure 2. 1st Half 2007 - 2009 median: Value, Revenue, EBITDA comparison.

Bell Curve - Histogram - 1st Half

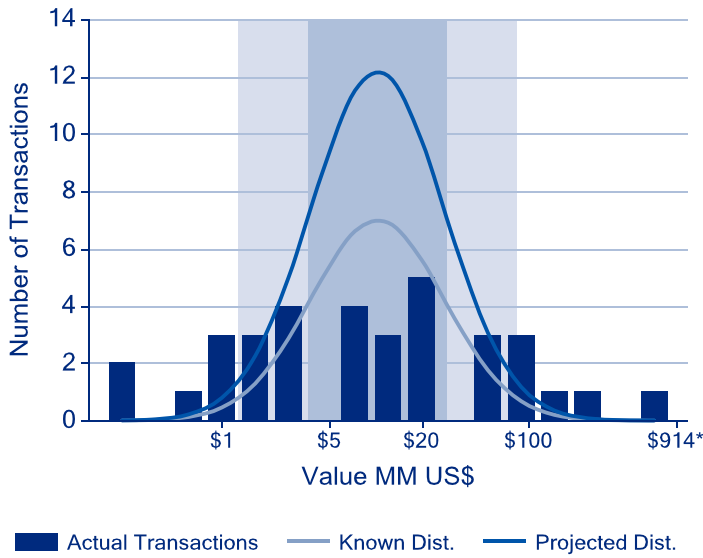


Figure 3. Shows distribution among private equity information transactions based on publicly available information and Berkery Noyes estimates. Using a logarithmic scale, we determined that nearly two-thirds of companies purchased had enterprise values of \$0.6 million to \$54.6 million. Based on these data, we estimate the total transaction value of deals done from in the 1st Half of 2009 at \$2.8 billion.

* Indicates the largest transaction.

Distribution Table - 1st Half

Value in MM US\$	Known Number	Projected Number	Total Number	%	Cumulative %
\$0.2	2	0	2	6 %	6 %
\$0.4	0	0	0	0 %	6 %
\$0.6	1	0	1	3 %	9 %
\$1.0	3	1	3	9 %	17 %
\$1.6	3	2	5	9 %	26 %
\$2.7	4	5	8	11 %	37 %
\$4.5	0	9	8	0 %	37 %
\$7.4	4	12	15	11 %	49 %
\$12.2	3	12	15	9 %	57 %
\$20.1	5	10	14	14 %	71 %
\$33.1	0	6	6	0 %	71 %
\$54.6	3	3	6	9 %	80 %
\$90.0	3	1	4	9 %	89 %
\$148.4	1	0	1	3 %	91 %
\$244.7	1	0	1	3 %	94 %
\$403.4	0	0	0	0 %	94 %
\$665.1	1	0	1	3 %	97 %
Total #	35	61	96		
Total \$ Value	\$2,140	\$631	\$2,771		

■ Middle 3rd of Industry ■ Middle 2/3rds of Industry

Figure 4. Presents the data depicted in the bell curve-histogram.

TRANSACTION VOLUME QUARTERLY COMPARISON | Jan. 1 through June 30, 2007 - 2009

Transactions By Quarter

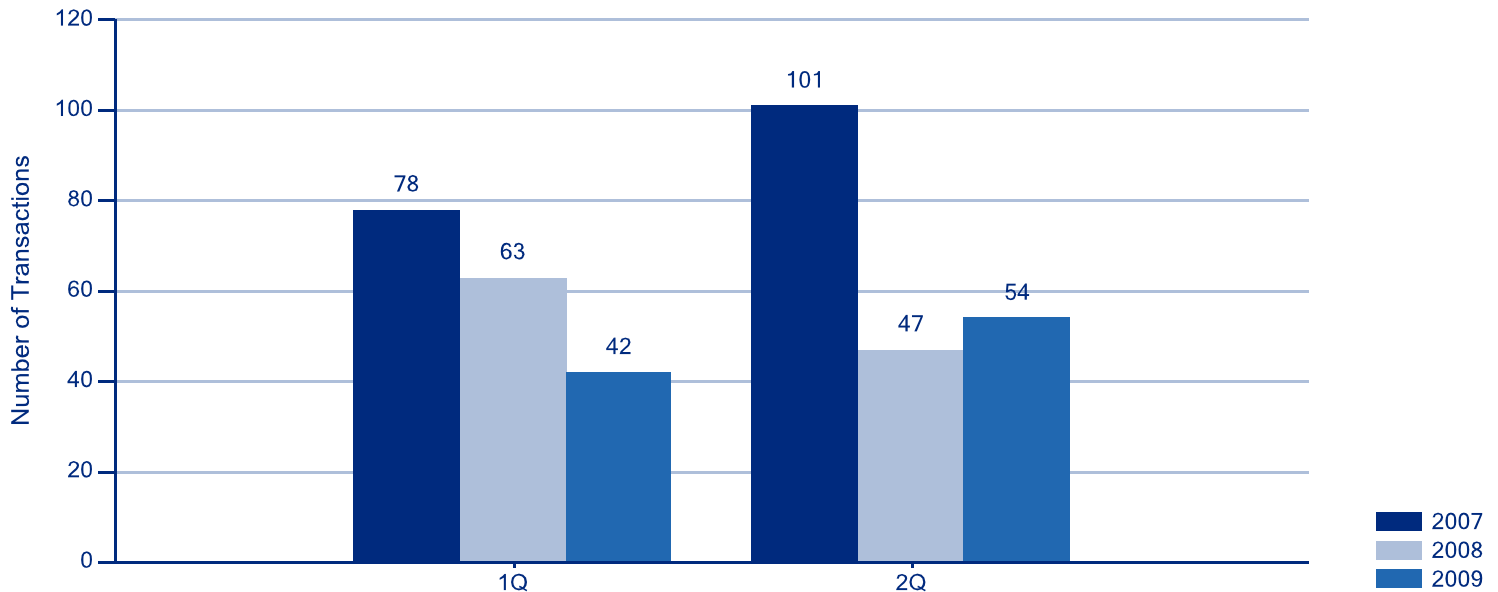


Figure 5. Presents quarterly transaction volume for 2007, 2008, and 2009.

PURCHASER ANALYSIS

Top Ten Notable Transactions - 1st Half 2009

Deal Date	Target Name	Buyer	Value MM US\$
06/19/09	Wood Mackenzie	Charterhouse Capital Partners	\$914
01/16/09	21 TV Stations from Pappas Telecasting Companies	Cerberus Capital Management, L.P., Fortress Investment Group LLC, Angelo, Gordon & Co.	\$260
01/12/09	Aladdin Knowledge Systems Ltd.	SafeNet Inc.	\$133
06/22/09	Voyager Learning Company	Cambium Learning	\$131
05/27/09	SumTotal Systems, Inc.	Vista Equity Partners	\$93
02/23/09	JupiterImages Corporation	Getty Images, Inc.	\$91
04/13/09	Entrust, Inc.	Thoma Bravo, LLC	\$89
06/12/09	SoftBrands, Inc.	Infor Global Solutions	\$81
04/29/09	I-many, Inc.	LLR Partners	\$58
02/13/09	Alarm.com, Inc.	ABS Capital Partners, L.P.	\$32
2009 Aggregate Transaction Value			\$2,771
Top 10 Aggregate Transaction Value			\$1,882
Top 10 Aggregate Value as a Percentage of All Transactions			68 %

Figure 6. Lists the top ten *announced* transactions in the 1st Half of 2009 and calculates their aggregate transaction value as a percentage of the total aggregate transaction value as shown on Figure 1 & 4.

Median EV/Revenue Multiples By Size

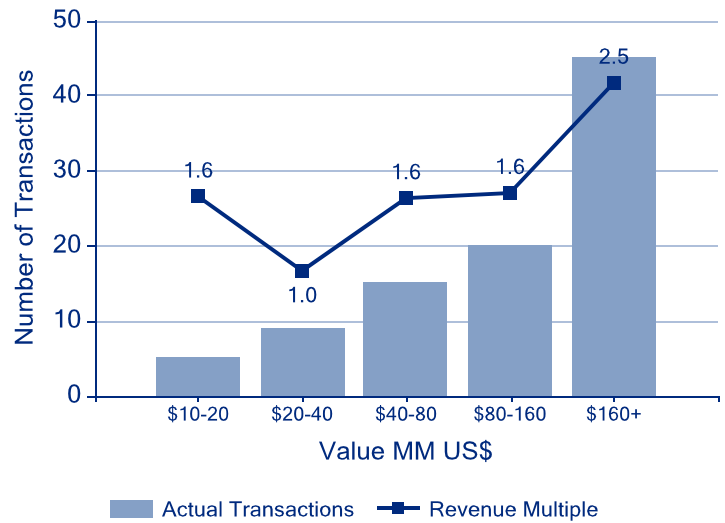


Figure 7. Presents the median enterprise value/revenue multiples of transactions involving private equity buyers in the information industry based on publicly available data between *January 2007 and June 2009*.

TRANSACTION VOLUME & VALUE BY SEGMENT | *January 1, 2007 through June 30, 2009*

Median EV/Revenue and EBITDA Multiples By Market Segment

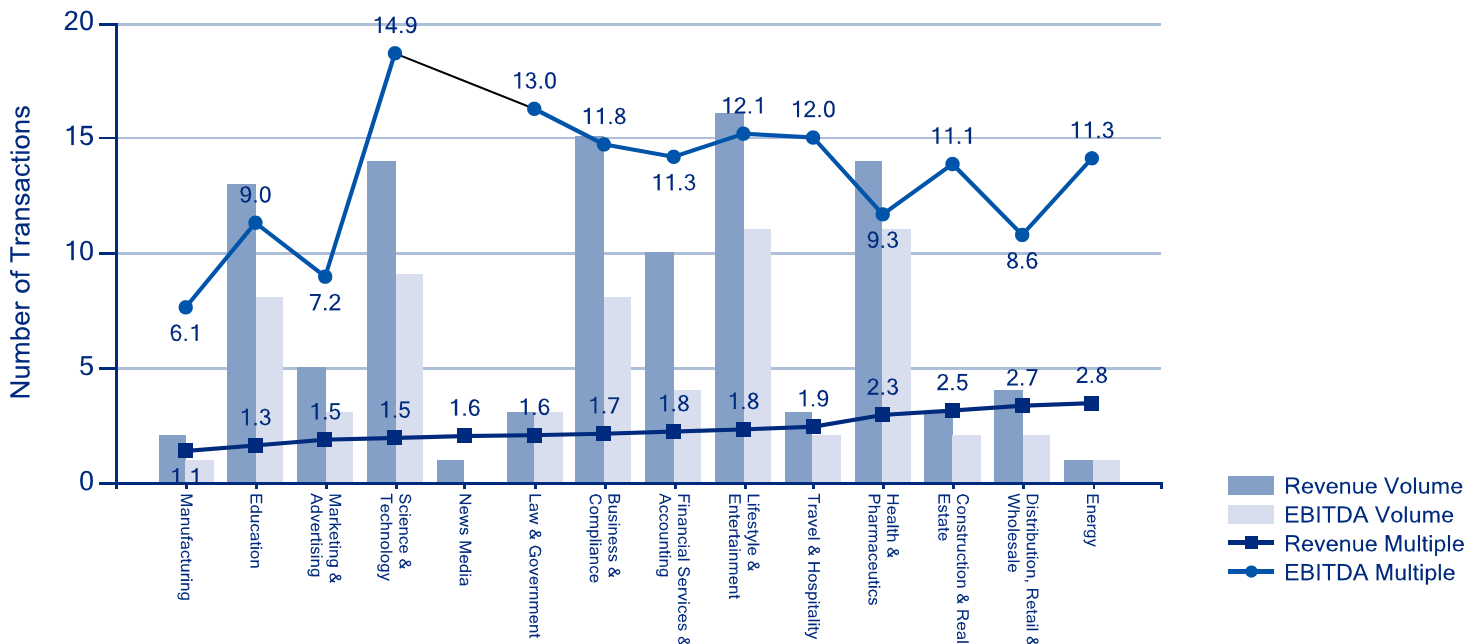


Figure 8. Presents the private equity transaction values by target segments within the information industry from 2007 to 2009. Revenue volume reflects the number for deals used to calculate the median EV/Revenue multiples in their respective segments. EBITDA volume reflects the number of deals used to calculate the median EV/EBITDA multiples in their respective segments.

Note: The actual volume of transactions in each segment is higher. The higher the volume the more reliable the multiple is. (See Figure 9 for description of market segments.)

About Berkery Noyes

Founded in 1980, Berkery Noyes is the leading independent investment bank specializing in the information content and technology industries. The firm has initiated, managed and closed more than 450 merger and acquisition transactions for privately held and publicly traded companies in the business, technology, education, health, financial and legal information segments. Berkery Noyes is unique among investment banking firms in that we combine truly independent strategic research and industry intelligence with senior information technology banking expertise. With no equity fund or brokerage business to manage, our partners and investment banking professionals are one hundred percent focused on M&A advisory services. Berkery Noyes employs over 40 professionals with deep industry knowledge and experience who strive to exceed our clients' expectations by maximizing the full value of their information technology and content assets.

All charts in this report are based on data gathered by Berkery Noyes. All transaction statistics are based on announcement date. The most current information is available in our Weekly Deal Report which can be accessed via our website at www.berkerynoyes.com. Click on the "Publications" tab to sign up.

Contact us today for a confidential discussion of your strategic options.

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FOOTNOTES

Market Segments

Market Segment	Description
Business & Compliance	Business Management, Regulatory Compliance, Risk, Customer Support, Human Resource
Construction & Real Estate	Construction, Real Estate Management, Sales and Rental
Distribution, Retail & Wholesale	Distribution, Retailing, and Wholesaling
Education	K-12, Higher Ed, Professional Training
Energy	Electricity, Fossil Fuels, Alternative Energy, Clean Tech, Energy Utilities
Financial Services & Accounting	Capital Markets, Investing, Commercial Banking, Mortgage, Insurance, Tax, Accounting
Health & Pharmaceuticals	Healthcare, Health Insurance, Pharmaceuticals
Law & Government	Federal, State, Local Government, Defense, Homeland Security, Law Enforcement, Politics, Law
Lifestyle & Entertainment	Film, Music, Television, Video Games, Literature, Sports, Fashion, Home & Garden
Manufacturing	Electronics, Computers, Automobiles, Aerospace, Plastics, etc...
Marketing & Advertising	Marketing, Advertising, Market Research, Demographics
News Media	Television, Radio Broadcasting, General News Agencies & Newspapers
Science & Technology	Engineering, Security, Communications, Internet Technology
Transportation	Trucking, Shipping, Rail, Logistics, Navigation
Travel & Hospitality	Travel, Hotel, Dining, Food and Beverages

Figure 9. Represents what types of software/media/online companies are included in Figure 8.

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