

SEPTEMBER 2010 ▶▶

CXO PERSONAL TOOLBOX SERIES

What You Need To Know About Selling Your Company

Organizer and Moderator

Clark Childers, Partner, **Cherry, Bekaert & Holland, L.L.P.**

Alan Croll, CEO, **eknow, Inc.**

Presenters

Mary Ann Elliott, Former Chairman of the Board, **Arrowhead Global Solutions, Inc.**

Cameron Hamilton, Senior Managing Director, **The McLean Group**

Dennis Roberts, Chairman, **The McLean Group**

You are working hard to build your company, your customer base and your reputation. You know there will be great value to potential buyers.

- What are the most important things you should be doing right now to prepare for a sale while you continue to grow?
- How will you know when you are “ready” to sell and realize the best value?
- Once you are “ready,” what are the key steps to ensure a highly successful transaction?
- After the deal is done, how can you ensure a smooth and successful integration?
- There are so many things to consider: brokers, advisors, multiple buyers, confidentiality, due diligence, term sheets, LOIs, SPAs, deal structure, valuation, your role after the sale, and on and on. How do you deal with all of this and keep your business running?

We will address these and many more questions about Selling Your Company at the September 16, 2010 CXO Forum. Our panel of experts is top notch and will approach this discussion from the most pragmatic perspective:

Mary Ann Elliott built Arrowhead Global Solutions, Inc. over a 16-year period and successfully sold it in 2007. She will share her experiences from the sales process and enlighten us with practical pointers and “lessons learned.”

Cameron Hamilton played a key role in supporting Mary Ann in the sale of Arrowhead Global Solutions. He will explain the role the McLean Group played throughout the process.

Dennis Roberts has more than 35 years’ experience involving a multitude of transactions. Dennis will add his perspective on the overall process of selling your company and will pay particular attention to the subject of valuation.

After brief comments from each of our panelists, we will have a highly interactive discussion. This will be our opportunity to learn more from Mary Ann’s experience and draw upon the vast expertise of Cameron and Dennis to answer a host of other questions about the “sell-side” of M&A.

Please take a moment to review the bios of our esteemed panelists, which follow this invitation. **Then be sure to RSVP to the September 16th CXO Forum!**

Please note that September’s CXO Forum meeting will take place on the **THIRD** Thursday.

CXO Forum 09-10 SERIES

JOIN US!

THURSDAY
SEPTEMBER 16
2010

7:30am to 8:00am
Networking and
Continental Breakfast

8:00am to 9:00am
CXO Forum
Panelist(s) Presentation

9:00am to 9:15am
Burning Issues

*Discuss your specific
issues and challenges
with colleagues and
fellow CXO members*

Location
Cherry, Bekaert, &
Holland
1934 Old Gallows Road
4th Floor
Vienna, VA 22182
703-506-4440
For directions, visit
www.CXOForum.com

CXO Forum

FOUNDING PARTNER



STRATEGIC PARTNERS



eknow.

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BRING A GUEST!

Inquire about volunteer opportunities in CXO Forum today!

Neal G. Koller

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MARK YOUR CALENDAR FOR NEXT MONTH'S PRESENTATION

SEP	September 16, 2010: Mergers & Acquisitions
OCT	October 14, 2010: Executive Leadership Presenters: Clay Parcells, President, Executive Leadership Performance LLC Dave Ramos, President, Dashboard Group
OCT	October 28, 2010: CXO Forum Fall Membership & Social Evening
NOV	November 11, 2010: Smart Growth: Critical Metrics in Organic Expansion
DEC	December 9, 2010: Maneuvering in the 2011 Economic Environment
JAN	January 13, 2011: Financing Growth (i.e., sources, types, debt/equity)
FEB	February 10, 2011: Global Opportunities
MAR	March 10, 2011 Sales and Marketing Organization
APR	April 14, 2010 CXO Forum Roundtable
APR	April 28, 2011 Spring CXO Forum Membership Drive & Social
MAY	May 12, 2011 Talent: The ABCs in Your Team
JUN	June 9, 2011 Successes & Failures of Explosive Growth: Voices of Experience

2009-2010 SEASON SPOTLIGHTS



Dennis Ratner

“Growing a Company from \$0 to \$500M: Insight from a Business Leader”



Scott Ulvi and Tony Martin, Ph.D.

“Selling to the Government: What Small Business CEO’s Need to Know (To Win Contracts)”



Stephen S Fuller Ph.D

“2010 Economic Forecast: What’s Ahead for the U.S. and Washington on Jobs, Housing, Growth Sectors, and More”

CXO FORUM FALL SOCIAL
Stay tuned for a **private invitation** for you and your CXO Forum guest.
October 28, 2010

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Check out the membership features, directory, and calendars! Not a member? Join today! Membership is limited to 100 leading CXO’s in our region. Contact Michael Velotta, CXO Forum Membership: mvelotta@cxoforum.com

SEPTEMBER BIOS ▶▶

Mary Ann Elliott
Chairman of the Board
Arrowhead Global Solutions, Inc.



Mary Ann Elliott, entered semi-retirement October 2007 as Chairman of the Board and Chief Executive Officer of Arrowhead Global Solutions, Inc., following the sale of the company to CapRock Holdings a private firm headquartered in Houston, TX in May 2007. Today, she serves as an advisor to several

firms in the government sector, is a Board member for 4 organizations, and operates the "Morningstar Foundation" focused on education, children's initiatives, and animal rescue programs.

Ms. Elliott is a recognized expert in mobile satellite services and international private satellite networks. Arrowhead was founded January 1991, as a Native American, Woman-Owned, Small Business. Mary Ann is a frequent lecturer and author on the subject of commercial satellite services. Ever the entrepreneur, since 2003, she has been instrumental in the founding of three new companies where she is either Chairman of the Board or on the Executive Board of Directors. Each of the three new firms is growing successfully with revenues ranging from \$4 to \$70 million in 2010.

Arrowhead was founded in 1991 in the basement of her townhouse, with a staff of one, and first year revenues of \$64 thousand. Following the events of September 11, 2001 the company's revenues grew from \$15M to \$100M in 2005. Arrowhead was known as a trusted and quality contractor for the US Military, Intelligence Community and the Department of Homeland Security. The firm won 3 contracts valued at over \$1 Billion with 10 year periods of performance.

Ms. Elliott worked across the gamut of the wireless communications revolution. She made her entry into the field working as the first female with Motorola in the traditional wireless terrestrial market and then moved into the new technology field of navigation and communication by satellite. Prior to founding Arrowhead, she held management positions with COMSAT International, Contel's American Satellite Division, Talon Technology and Navidyne.

Board of Directors and Advisory Councils:

- AFCEA, Executive Board Member and Technical Committee Member
- George Washington University's Space & Advanced Communications Research Institute, (SACRI) – Board of Directors
- UltiSat, Board of Directors
- Core 180, Board of Directors
- University of North Carolina at Pembroke - Native American Endowment Program
- United States Coast Guard Foundation, Past Member Board of Directors
- AT&T, Supplier Advisory Development Council, Past Board Member
- NASA, Minority Business Advisory Council, Past Board Member
- Washington Space Business Round Table - Past Chairman of the Board

Affiliations:

- Woman & Minorities in Defense - Task Force Member
- Women in Aerospace
- Society of Satellite Professionals International - Corporate Member
- National Space Society
- Serves on numerous additional community fund-raising and membership committees for a variety of charitable organizations.

SEPTEMBER BIOS ▶▶

Cameron Hamilton, AVA
Senior Managing Director
The McLean Group



Cameron Hamilton, a Senior Managing Director of The McLean Group, joined the firm in 2001 and has been involved in more than 20 successful sell- and buy-side M&A and capital formation engagements. Currently, he focuses on serving federal contracting and defense technology clients. His recent deals include Tetra Tech's acquisition of Haselwood Enterprises and DPK

Consulting, Arrowhead Global Solutions' acquisition by Caprock Communications, Abraxas Corporation's acquisition of Dauntless, Dyncorp's acquisition of Casals & Associates, FIC's acquisition by MPD, Defense Systems acquisition of by Wireless Facilities, and CPI's acquisition of Columbia Research Corporation, among others. Before joining The McLean Group, Mr. Hamilton led the consulting division responsible for strategic business process analysis and return-on-investment opportunity valuation at ClearCross, Inc., a leading international trade compliance software vendor. He also was the primary financial analyst supporting ClearCross' multiple acquisitions and capital raises. Mr. Hamilton holds an AB in economics from Princeton University, where he was a member of nationally ranked varsity swimming and water polo teams.

Professional Credentials

- FINRA Registered Representative (Series 7, 63)

Professional Memberships

- Armed Forces Communications and Electronics Association (AFCEA)
- Business Alliance of George Mason University (Board of Directors)

Dennis Roberts
Chairman, Senior Managing Director
The McLean Group



Dennis Roberts is Chairman of The McLean Group, LLC. Mr. Roberts has more than 35 years' accounting and investment-banking experience involving a multitude of transactions across a wide variety of industries and markets.

Mr. Roberts was the founder, chairman and CEO of a publicly-held National Bank holding company from 1984 to 1992. Prior to that, he was founder and senior partner of a large Washington, DC area accounting firm that he sold to his partners in 1987. While a practicing CPA, Mr. Roberts focused on M&A, commercial finance and similar transactions.

A graduate of Benjamin Franklin University (which subsequently merged with George Washington University), Mr. Roberts teaches, lectures and writes on M&A, business valuation and corporate finance to national audiences. He is the author of *Mergers & Acquisitions: An Insider's Guide to the Purchase and Sale of Middle Market Business Interests*, published by John Wiley & Sons in 2009.

Professional Credentials

- FINRA Registered Representative and Firm Principal (Series 7, 24, 28, 63)
- CPA (Virginia)
- Certified Valuation Analyst (CVA) through NACVA
- Accredited in Business Valuation (ABV) through AICPA
- Enrolled Federal Tax Accountant

Professional Memberships

- Association for Corporate Growth (ACG)
- National Association of Certified Valuation Analysts (NACVA)
- The Virginia Society of CPAs
- American Institute of CPAs (AICPA)