



One Unique FOCUS: Valuation

While FOCUS' expertise spans a wide range of industries, our team is comprised of banking groups targeting particular market segments. One unique focus is corporate valuation services. With a combination of analytical expertise and real-life transaction experience, our team brings practical results to your valuation requirements and addresses transactional, tax and accounting needs.

Seasoned, Systematic, SuccessfulSM

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FOCUS Delivers Practical Results

Representative Valuation Assignments

**\$60 Million Publicly
Traded Government
Contractor**

Fairness Opinion
on Spin Off of
Software Division

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**The Richards
Corporation ESOP**

Fairness Opinion
Related to Richards'
Acquisition by
Zodiac Corporation

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**\$58 Million Federal
IT Contractor**

Valuation of Private
Company Common Stock

Pursuant to
Section 409A

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**\$110 Million Leveraged
Buyout Company**

Impairment Test and
Revaluation of
Identifiable
Intangible Assets

Pursuant to
ASC 350 (SFAS 142)

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**A Blue Cross Blue Shield
Company**

Determine Share Exchange
Ratio for Merger of
Three Health Care
Software Firms to Form
One Larger Company

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**\$135 Million Construction
Contracting Company**

Valuation for ESOP
Takeover and Strategic
M&A Alternatives

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Litigation Support

Expert Witness in
\$3.2 Billion M&A
Transaction Dispute
Involving Pharmaceutical
Industry

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Litigation Support

Expert Witness for
Economic Damages
Calculation in Gaming
Industry Dispute

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**\$52 Million Media
Company**

**Valuation of Private
Company Common Stock
(Pursuant to Section 409A)
for Private Equity Firm**

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Health Care Services Firm

**Valuation of \$105 Million
Target Company
for Proposed M&A
Transaction**

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Bio Tech Company

**Valuation of Private
Company Common Stock
for Development Stage
Bio Tech Firm (Pursuant
to Section 409A)**

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Alternative Energy Firm

**Valuation of Private
Company Common Stock
for Strategic Investor
Negotiations**

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Meeting Your Valuation Requirements

FOCUS Supplies Valuation Reports, Fairness Opinions and Consulting Services

Professional distinction in corporate valuation services is one of FOCUS' cornerstones and an important complement to the firm's 30 year experience in advising middle-market businesses on merger and acquisitions. FOCUS provides valuation reports, fairness opinions and related consulting services. The related reports often conform to complex FASB, IRS and SEC regulations. Representative valuation engagements include:

- Executive stock option pricing for private companies pursuant to IRC Section 409A;
- Private company ESOP valuation;
- Estate and gift tax filings, involving private company stock;
- The valuation of acquisition-related intangible assets and impairment tests pursuant to ASC 350 (formerly SFAS142);
- Litigation-related consulting and expert testimony;
- Fairness opinions on middle market M&A transactions; and
- Valuations for private equity or M&A transactions.

Clients benefit from the fact that FOCUS is a national firm, with seasoned professionals who inject real life M&A, industry and operational insights into a process that many competitors treat as an academic exercise. Clients include private firms, family-owned enterprises, public companies, private equity funds, law firms and accounting firms, both in the US and abroad.

FOCUS Corporate Valuations Service



Jeff Hooke, Managing Director

Heading FOCUS Corporate Valuation Services is Jeff Hooke, Managing Director. Mr. Hooke, an experienced investment banker, private equity executive and valuation professional, has worked at Lehman Brothers, Schroder Wertheim, the World Bank and Emerging Markets Partnership, a \$5 billion private equity fund.

A veteran of over 100 corporate transactions, Mr. Hooke is a nationally recognized valuation expert, having authored four books on M&A, valuation and finance. A portion of his valuation book is required reading for the global Certified Financial Analyst (CFA) program. Mr. Hooke is quoted regularly in the media on valuation and related topics. He is based in the Washington, DC headquarters.

About FOCUS LLC

FOCUS LLC provides a range of middle market investment banking services with an emphasis on mergers, acquisitions, divestitures and corporate finance. FOCUS is headquartered in Washington, D.C. with additional offices nationwide. Throughout the U.S. and worldwide, FOCUS specializes in middle market transaction, serving entrepreneurs, corporate owners and various types of investors across a broad range of industries. FOCUS bankers are seasoned operating and financial executives with extensive transaction experience.

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