



SEVEN HILLS

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Firm Profile

Based in San Francisco, Seven Hills is a leading independent provider of financial advisory and corporate finance services to innovative companies driving growth in their respective markets. We offer a wide range of transaction and sector-specific guidance tailored to the unique needs of management, investors and their companies. Our clients value our judgment, candor and insight. Our experience has been gained through years at major Wall Street firms and independent growth company-focused investment banks. Our reach is international with 20% of our activity cross-border.

Industry Focus

We have considerable transaction experience and a global network of relationships in our focus industries. Our clients enjoy accelerating market demand for their products and services. We advise companies with enterprise values between \$25 and \$500 million in the following sectors:



Software
Communications

Digital Media
Semiconductors

Internet
Systems



Biopharmaceuticals
Medical Technology

Diagnostics
Services

Healthcare IT



Renewable Energy
Storage Technologies

Smart Grid
Biofuels



Business services
Industrial Growth

Manufacturing
Consumer Growth

BPO

Services

Financial Advisory

- Sell-Side and Buy-Side Representation
- Restructurings and Recapitalizations
- Takeover Preparedness and Defense
- Fairness Opinions
- Strategic Financial Advice

Corporate Finance

- PIPE Financings
- Registered Direct Placements
- Private Equity Placements
- Private Debt Placements

Seven Hills Advantage

Proven Expertise

- Over 100 announced transactions
- Senior professionals with transaction and operating expertise
- Professional staff of over 30

Broad Relationship Network

- Corporate decision-makers
- Key industry participants
- Private equity and debt investors
- Institutional public company investors

Exceptional Client Service

- Partner strategy and insight
- Independent, creative and tailored advice to management and boards

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Select Completed Engagements

<p>HIT SOFTWARE®</p> <p>has been acquired by</p> <p>BackOffice ASSOCIATES</p> <p>The undersigned acted as financial advisor to HIT Software, Inc.</p> <p>SEVEN HILLS April 2010</p>	<p>ENTELOS®</p> <p>has completed a restructuring of its debt with</p> <p>IMPERIUM PARTNERS GROUP</p> <p>The undersigned acted as exclusive financial advisors</p> <p>SEVEN HILLS April 2010</p>	<p>SOLAR POWER PARTNERS</p> <p>Equity Financing \$13,233,328</p> <p>The undersigned acted as placement agent in this transaction</p> <p>SEVEN HILLS April 2010</p>	<p>Senior Educators Insurance Services <i>competing insurances</i></p> <p>has been acquired by</p> <p>Hewitt</p> <p>The undersigned acted as financial advisor to Senior Educators Limited</p> <p>SEVEN HILLS March 2010</p>	<p>ENERGY RECOMMERCE</p> <p>has been acquired by</p> <p>National Semiconductor</p> <p>The undersigned acted as financial advisor</p> <p>SEVEN HILLS October 2009</p>
<p>Medion</p> <p>has sold</p> <p>THCNN</p> <p>to</p> <p>LEE EQUITY</p> <p>The undersigned acted as financial advisor to Medion Inc.</p> <p>SEVEN HILLS September 2009</p>	<p>Alpha Innotech</p> <p>has signed a definitive agreement to merge with</p> <p>Cell Biosciences</p> <p>The undersigned rendered a fairness opinion to the Board of Alpha Innotech Corp.</p> <p>SEVEN HILLS October 2009</p>	<p>Medion</p> <p>has sold</p> <p>THCNN</p> <p>to</p> <p>LEE EQUITY</p> <p>The undersigned acted as financial advisor to Medion Inc.</p> <p>SEVEN HILLS September 2009</p>	<p>NANOGEN</p> <p>has sold substantially all its assets to</p> <p>ELITechGroup</p> <p>\$25,700,000</p> <p>The undersigned acted as special financial advisor to Nanogen, Inc.</p> <p>SEVEN HILLS June 2009</p>	<p>ClearFuels Technology Inc.</p> <p>has formed a strategic partnership and sold a minority equity stake to</p> <p>RENTECH</p> <p>The undersigned acted as a strategic advisor in this transaction.</p> <p>SEVEN HILLS June 2009</p>
<p>callwave</p> <p>Going Private Transaction</p> <p>The undersigned acted as financial advisor to the Independent Committee of CallWave, Inc.</p> <p>SEVEN HILLS June 2009</p>	<p>OPTIONETICS <i>Your Investment Education Resource</i></p> <p>has been acquired by</p> <p>optionsXpress</p> <p>\$37,500,000</p> <p>The undersigned acted as financial advisor to Optionetics, Inc.</p> <p>SEVEN HILLS May 2009</p>	<p>IRI</p> <p>has divested its Apollo software business to</p> <p>Aldata</p> <p>The undersigned acted as financial advisor to Information Resources, Inc.</p> <p>SEVEN HILLS December 2008</p>	<p>SOLAR POWER PARTNERS</p> <p>Equity & Debt Financings \$47,000,000</p> <p>The undersigned acted as exclusive placement agent in this transaction.</p> <p>SEVEN HILLS September 2008</p>	<p>TEVA</p> <p>has divested its 72% interest in</p> <p>IVAX</p> <p>to an investor group \$14,000,000</p> <p>The undersigned acted as financial advisor to IVAX Diagnostics, Inc.</p> <p>SEVEN HILLS September 2008</p>
<p>VIBES</p> <p>Series A Preferred Stock \$15,000,000</p> <p>The undersigned acted as exclusive placement agent in this transaction.</p> <p>SEVEN HILLS August 2008</p>	<p>3M</p> <p>has sold</p> <p>HighJump</p> <p>a 3M Company</p> <p>to</p> <p>BV</p> <p>Battery Ventures</p> <p>The undersigned acted as financial advisor to 3M Company</p> <p>SEVEN HILLS June 2008</p>	<p>INOVA Diagnostics, Inc.</p> <p>has been acquired by</p> <p>Warren Group</p> <p>The undersigned acted as financial advisor to INOVA Diagnostics, Inc.</p> <p>SEVEN HILLS January 2008</p>	<p>xeye</p> <p>has been acquired by</p> <p>ODYSSEY</p> <p>The undersigned acted as financial advisor to Xeye Incorporated</p> <p>SEVEN HILLS January 2008</p>	<p>PhoneSpots</p> <p>has been acquired by</p> <p>callgenie</p> <p>The undersigned acted as financial advisor to PhoneSpots, Inc.</p> <p>SEVEN HILLS January 2008</p>
<p>uNav</p> <p>has been acquired by</p> <p>ATHFROX</p> <p>The undersigned acted as financial advisor to u-Nav Microelectronics Corp.</p> <p>SEVEN HILLS December 2007</p>	<p>WORKFORCE SOFTWARE</p> <p>Senior Secured Debt \$5,500,000</p> <p>The undersigned acted as exclusive placement agent in this transaction.</p> <p>SEVEN HILLS December 2007</p>	<p>CRYPTOGRAPHY RESEARCH</p> <p>has sold its SPDC business to</p> <p>maCrovision</p> <p>\$45,000,000</p> <p>The undersigned acted as financial advisor to Cryptography Research, Inc.</p> <p>SEVEN HILLS November 2007</p>	<p>PAVILION TECHNOLOGIES</p> <p>has been acquired by</p> <p>Rockwell Automation</p> <p>The undersigned acted as financial advisor to Pavilion Technologies, Inc.</p> <p>SEVEN HILLS November 2007</p>	<p>Interlace Systems</p> <p>has been acquired by</p> <p>ORACLE®</p> <p>The undersigned acted as financial advisor to Interlace Systems, Inc.</p> <p>SEVEN HILLS November 2007</p>
<p>OPLINK <i>powered by OMBI partner</i></p> <p>has acquired a majority stake and the remaining minority stake in</p> <p>OCP</p> <p>\$179,000,000</p> <p>The undersigned acted as financial advisor to Oplink Communications, Inc. in both transactions</p> <p>SEVEN HILLS October 2007</p>	<p>NEXTANCE®</p> <p>has been acquired by</p> <p>versata.</p> <p>The undersigned acted as financial advisor to Nextance, Inc.</p> <p>SEVEN HILLS September 2007</p>	<p>Corium</p> <p>Series C Preferred Stock \$25,100,000</p> <p>The undersigned acted as exclusive placement agent in this transaction.</p> <p>SEVEN HILLS September 2007</p>	<p>StrataGent Life Sciences</p> <p>Has merged into</p> <p>Corium</p> <p>The undersigned acted as financial advisor to Corium International, Inc.</p> <p>SEVEN HILLS September 2007</p>	<p>NANOGEN</p> <p>Senior Convertible Notes and Warrants \$20,000,000</p> <p>The undersigned acted as exclusive placement agent in this transaction.</p> <p>SEVEN HILLS August 2007</p>

