





CORPORATE FINANCE

Deal Announcement

ADVISORY

KPMG Corporate Finance advised MediaWhiz, Inc. and ROWise Networks, LLC on a recapitalization led by Lake Capital.



**MediaWhiz, Inc. and
ROWise Networks, LLC**

KPMG Corporate Finance
acted as financial adviser
to MediaWhiz, Inc. and ROWise
Networks, LLC on a recapitalization
led by Lake Capital

Value not disclosed

June 2005

AUDIT ■ TAX ■ ADVISORY

"We had a great experience working with KPMG Corporate Finance. They put a terrific team on the deal that knew our industry backwards and forwards, and was committed to providing us with invaluable perspective and advice. We placed a lot of trust in them and they delivered at every turn. My recommendation to any owner who wants high quality advice on a transaction is to hire KPMG Corporate Finance."

Jason Cohen
President, MediaWhiz and ROWise Networks

AUDIT ■ TAX ■ ADVISORY

The Company

MediaWhiz, Inc. and ROWise Networks, LLC (collectively, "the Company") provide performance-based marketing services, including lead generation, affiliate marketing, media services, and e-mail marketing. The Company has relationships with more than 150 advertisers in a range of industries, including education, financial services, market research, and health. In addition, it has a broad network of Web site publishers who drive traffic to the Company's Web sites and offers. The Company's professionals assist with all aspects of a marketing campaign from design and testing to tracking and analysis.

The Situation

The Company was seeking liquidity at a valuation that reflected its profitability and growth, as well as a partner that understood the Company, had a commitment to the industry, and had the resources to help take the business to the "next level."

The Transaction

KPMG Corporate Finance conducted a competitive process to identify the partner that offered the greatest combination of value and strategic fit. KPMG Corporate Finance successfully leveraged its deep understanding of the industry, experience with middle market transactions, and extensive relationships with strategic buyers and private equity firms to find the optimum counterparty and complete a transaction that achieved the owner's objectives. KPMG Corporate Finance supported the Company through the entire process, including preparing marketing materials, contacting and arranging meetings with potential counterparties, coordinating due diligence, and successfully negotiating the terms of the transaction agreement.

KPMG Corporate Finance: Objectivity. Insight. Experience.

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Trust KPMG Corporate Finance LLC with Your Next Transaction

KPMG Corporate Finance LLC provides a full suite of investment banking and strategic advisory services to its domestic and international clients. Our professionals have the experience and depth of knowledge in global M&A to advise clients on mergers and acquisitions, sales and divestitures, buyouts, financings, restructurings, fairness opinions, and other strategic initiatives. In addition, we remain independent of financing sources, helping to ensure that our efforts are objective and aligned with the goals of KPMG's firms' clients. Operating in 51 countries, KPMG's Corporate Finance practice comprises more than 1,500 professionals who are able to meet the needs of KPMG's firms' clients across the globe. In 2004, KPMG's Corporate Finance practice was ranked the number one financial adviser for completing the highest number of transactions globally (361 deals totaling US\$18.9 billion), according to Thomson Financial's global M&A league tables.

We welcome the opportunity to meet you, learn more about your company's objectives, and discuss our people and capabilities.

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