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**Curtis Financial Group, LLC
Regional M&A Activity Report
113 Deals in the Third Quarter and 386 Deals for the Year**

Philadelphia, PA, November 17, 2008 – Curtis Financial Group, LLC released the results of its Third Quarter Regional M&A Report highlighting that the national decline in M&A Activity was also experienced in the regional market. Acquisitions by operating companies (i.e. strategic buyers) increased to over 90% of all activity during the first nine months of the year with financial buyers making up the remainder. After accounting for an average of 13% to 15% of all deal activity for each of the past three years, it is clear that financial buyers (8.8% of all Q3 deals) have been significantly impacted by the restrictive credit markets and reduced availability of leveraged acquisition financing.

Q3 Volume Down 15.7%

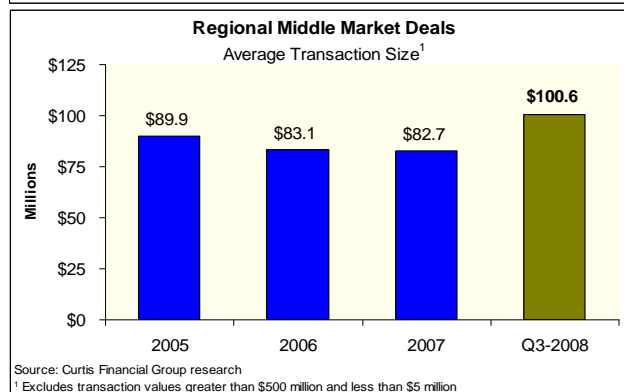
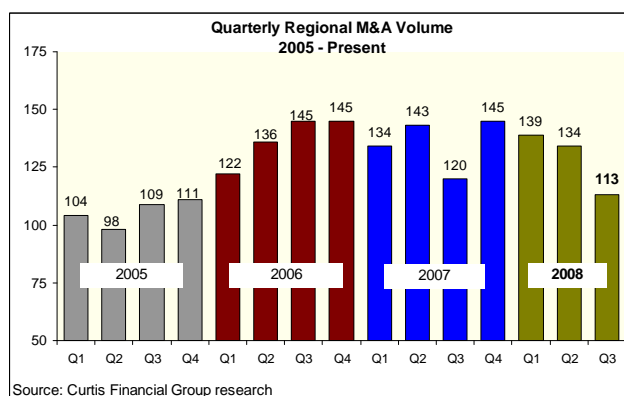
In the third quarter, 113 deals closed representing almost a 16% decrease from the second quarter as M&A activity continued to slow in the face of economic uncertainty. Historically, volume is comparable to 2005 levels which were seen as a sensible M&A market.

For the first nine months of 2008, 386 deals closed representing just a 2.8% decline from the comparable prior year period.

Both strategic and financial buyers have expressed an increased focus on quality companies and an aversion to companies lacking clear strategic direction and having valuation unrealistic expectations.

Average M&A Deal Size up to \$100.6 million

Within the middle market (deals valued between \$5 million and \$500 million), the average third quarter transaction size was \$100.6 million, well above the prior year's averages due in part to fewer lower-quality, lower-value deals.



The largest four deals closing during the third quarter are summarized in the following table.

<u>Date</u>	<u>Buyer</u>	<u>Target</u>	<u>Enterprise Value</u>
7/2/2008	Honeywell Intl., Inc. (NYSE: HON)	Metrologic Instruments Inc.	\$720 million
7/24/2008	Nasdaq OMX Group Inc. (NASDAQ: NDAQ)	Phila. Stock Exchange, Inc.	\$652 million
9/29/2008	Cobham plc (LSE: COB)	M/A-COM, Inc. (sold by Tyco Electronics Corp.)	\$425 million
8/14/2008	Berwind Corporation	Old Mother Hubbard, Inc.	\$400 million

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Third Quarter 2008

More Activity by Local Buyers

Locally based buyers were increasingly active during the third quarter, acquiring 37% of the 57 locally based companies purchased during the period - well above the 23% average for the prior fourteen quarters. Buyers from outside the region continued to account for the majority with approximately 63% of all acquired companies.

More Activity by Strategic Buyers

In the third quarter, strategic buyers comprised an increasing percentage (91.2% versus a historical average of 85.5%) of all deals compared to private equity buyers (8.8%) who continue to face headwinds from the tightened credit markets. Market conditions continue to favor strategic buyers as we look forward to 2009.

Buyers of Regional Companies				
	<u>2005-07</u>	<u>%</u>	<u>Q3-08</u>	<u>%</u>
Private Equity	107	14.5%	5	8.8%
Strategic Buyers (Public)	307	41.5%	22	38.6%
Strategic Buyers (Private)	<u>324</u>	<u>44.0%</u>	<u>30</u>	<u>52.6%</u>
Total	275	100.0%	66	100.0%

Industry Sector M&A

In reviewing M&A activity in detail, the decline in overall activity was not evenly dispersed across industry sectors. For the first nine months of 2008, three industry groups showed increased volume over the comparable 2007 period while eight industry sectors showed decreased activity. Selected industry sector data is highlighted in the following table.

<u>Increased Activity</u>		<u>Decreased Activity</u>	
Industrials	89 deals, ↑ 25%	Business Services	48 deals, ↓ 33%
Financial Services	43 deals, ↑ 79%	Professional Services	12 deals, ↓ 33%
Consumer	49 deals, ↑ 6%	Materials	25 deals, ↓ 26%
		Media & Publication	17 deals, ↓ 17%

The Curtis Regional M&A Report

Curtis Financial Group maintains a proprietary database of over 1,900 closed M&A transactions involving companies based in Southeastern Pennsylvania, South and Central New Jersey, and Delaware. Database transactions are limited to closed change-of-control transactions for operating businesses since the beginning of 2005.

Curtis Financial Group, LLC is an investment banking firm that advises middle market companies on mergers, acquisitions, divestitures, raising capital, and provides fairness opinions, business valuations, and related corporate finance services. Our professionals have completed merger and acquisitions worth over \$1.6 billion in transaction value, financing transactions of more than \$1 billion, and over 150 fairness opinions and 1,500 valuations.

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