

The 363 *Marketplace*SM

What is The 363 Marketplace?

Marshall & Stevens' 363 Marketplace is an internet empowered system for marketing assets and businesses offered for sale pursuant to Section 363 of the Bankruptcy Code.

What does Marshall & Stevens offer?

The 363 Marketplace is more than just another internet "business for sale" listing site. It is a destination where distressed sellers can achieve cost-effective market exposure for their assets, and buyers can efficiently find assets of demonstrated value.

Using the 363 Marketplace enables distressed or insolvent sellers to market and potentially dispose of assets in a cost effective manner while satisfying court requirements for sale approval under Section 363 of the US Bankruptcy Code.

In order to maintain the quality of The 363 Marketplace, Marshall & Stevens:



Conducts a detailed valuation of each asset or business posted on the marketplace;

Prepares offering materials, designed to efficiently communicate to potential buyers the data critical to their understanding of the opportunity;

Screens potential buyers to determine the bona fides and financial qualifications of such buyers; and

Oversees access, structuring, and population of the due diligence data room.

In order to assume maximum exposure for its clients,

Marshall & Stevens in addition to maintaining The 363 Marketplace, assigns a staff specialist to directly contact likely qualified buyers from its proprietary databases and to supervise the marketing process.

In the case of competing offers, Marshall & Stevens will, as a premium service, evaluate offers and value the packages of proposed consideration and offer its opinion as to the fairness of the proposed transaction.

Understanding that this process is part of a judicial proceeding, a representative of Marshall & Stevens will attend any required hearings, and provide testimony as to the procedures followed with respect to the marketing effort. If included in the engagement, Marshall & Stevens will also testify as to the relative value of the offers received and the fairness of any proposed transaction.

What premium services are offered with the 363 Marketplace?

Marshall & Stevens offers to its subscribers, the following premium services:

- A video management presentation to be included in the data room;
- Assignment of an investment banker specialized in the subscribers business to implement the sale process and to lead the sale negotiations;
- Bid evaluation service: assessment of the comparative value of various offer proposals; and
- Fairness Opinion: determination of the fairness of the proposed transaction to the subscriber and its various constituencies.



Why Marshall & Stevens?

Marshall & Stevens is uniquely positioned to provide this service:

Marshall & Stevens is at heart a company with deep roots in valuation. We have been providing quality valuation and appraisal services for more than 75 years. We believe our history for integrity and quality in the valuation arena will lend credibility to any sales process conducted through our 363 Marketplace.

With offices in Los Angeles, Chicago, New York, Philadelphia, St. Louis and Tampa, we are able to represent our clients on a truly national basis.

Our professionals have provided expert testimony in literally hundreds of cases. We are highly experienced in the evidentiary aspects of judicial hearings and court proceedings.

We have been involved in the restructuring and reorganization of billions of dollars of assets, and have valuation experience in a wide range of business activities with a great variety of asset classes.

Our investment banking specialists have likewise been involved in billions of dollars of purchase and sale transactions, representing buyers, sellers, and financiers.