

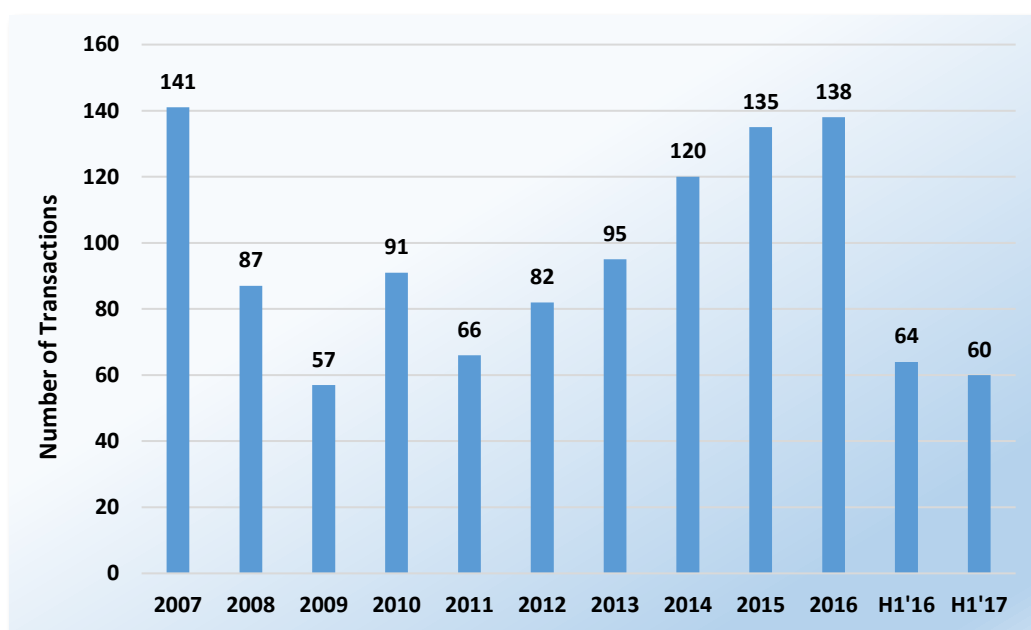
H1 2017 Human Capital M&A Intelligence Report

September 14, 2017 – Irvine – De Bellas & Co., the leading investment banking firm serving the Staffing and Workforce Solutions industries exclusively, reported today that sixty M&A transactions were announced or completed in H1 2017 and six-month period to period remains unchanged. Private strategic buyers made up almost 70% of the overall activity, while private equity firms accounted for about 20% of the activity which is significantly higher than previous quarters and is indicative of the trend for financial investors to continue acquiring firms as platform and bolt-on acquisitions.

Information Technology acquisitions lead in deal volume with twelve transactions or over 25% of overall activity followed by Commercial Staffing with eleven transactions and Healthcare with ten transactions.

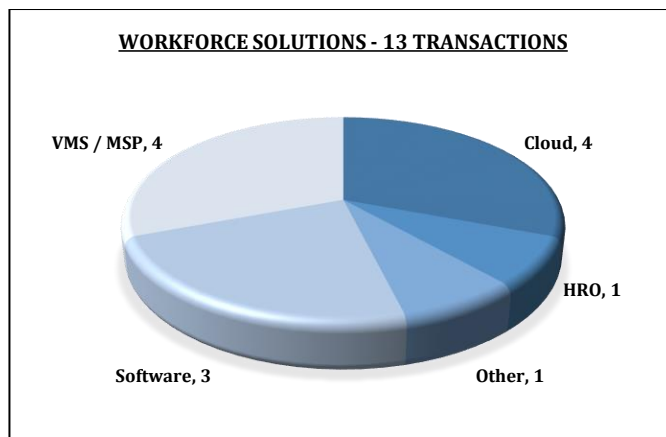
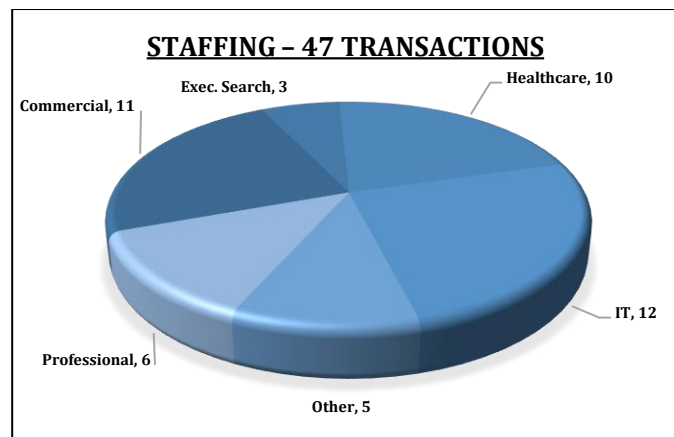
The top five public staffing buyers during the first half of 2017 accounted for seven of the sixty transactions. Notable public buyers included GGE (NYSE MKT: JOB), BG Staffing (NYSE MKT: BGSF), Team Health Holdings, Inc. (NYSE: TMH), IAC (NASDAQ: IAC) and Cross Country Healthcare, Inc. (NASDAQ: CCRN) and ManpowerGroup (NYSE: MAN).

M&A Activity 2007- H1 2017

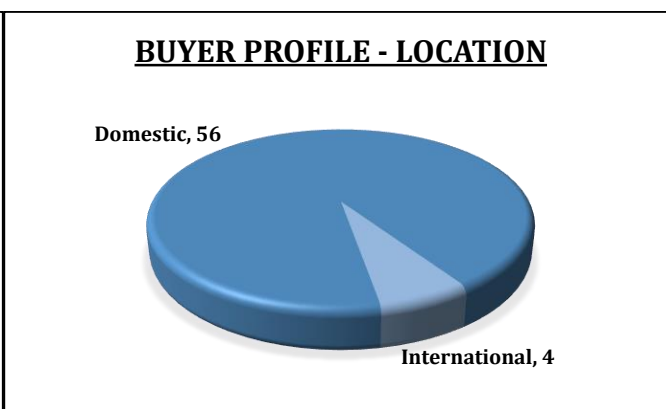


	IT Staffing / Solutions	Commercial	Healthcare	Executive Search	Professional	Other Staffing	Workforce Solutions	Total
Q1 2017	4	7	3	2	5	4	7	32
Q2 2017	8	4	7	1	1	1	6	28
Total	12	11	10	3	6	5	13	60

H1 2017 M&A Activity by Segment



Buyer Profile



H1 2017 Notable Transactions

Thaxton Barabe- American Healthcare Staffing Group acquired Thaxton Barabe, a provider of interim healthcare executives too hospitals.

Thaxton Barabe was founded in 2013 and is based in Portland, Ore. Its brand will remain and executives will continue with the firm under the new ownership. However, terms of the deal were not announced.

“Adding interim healthcare leadership to our existing offering will allow us to better serve our hospital customers throughout the country,” said Mark Smith, CEO of American Healthcare Staffing Group. “With AHSG’s multiple divisions and national presence, we are well positioned to take advantage of the positive tailwinds in the healthcare staffing sector.”

De Bellas & Co. acted as financial advisor to Thaxton Barabe in connection with the transaction, which closed Tuesday.

The acquirer, American Healthcare Staffing Group, is based in Edmond, Okla., and operates in five segments: dialysis, pharmacy, interim healthcare leadership, travel nurse and VMS. It is led by Executive Chairman

Steve Francis and is a portfolio company of BelHealth Investment Partners LLC, a healthcare-focused private equity firm.

SNI Companies- GEE Group Inc. (NYSE MKT: JOB) acquired SNI Companies, a professional staffing and recruitment services provider. Under the terms of the agreement, the Naperville, Ill.-based staffing provider acquired SNI Companies for \$86 million; the consideration was comprised of \$44.7 million in cash, \$28.8 million of GEE convertible preferred stock and \$12.5 million of convertible subordinated notes.

SNI had approximately \$113.5 million in revenue in 2016. It counts 34 offices in 14 states. Led by co-founder and current chairman and CEO Ron Smith, it is included on Staffing Industry Analysts' list of largest staffing firms in the US. Divisions include Accounting Now, SNI Technology, Legal Now, SNI Financial, Staffing Now, SNI Energy and SNI Certes.

AIM Consulting- Addison Group acquired AIM Consulting, a technology consulting firm with headquarters in Seattle and branch offices in both Denver and Minneapolis. The acquisition strengthens Addison Group's presence in these key markets and adds AIM Consulting's leadership team and customer portfolio.

The deal closed April 17; terms of the transaction were not disclosed. AIM Consulting's leadership team will remain, and the official company name will be AIM Consulting, an Addison Group Company.

AIM Consulting provides clients with consultants as part of its full-cycle IT consulting services with a portion of its revenue coming from high-end IT staffing. The company was founded in 2006 and counts more than 400 customers.

Advantage RN- Cross Country Healthcare Inc. (NASDAQ: CCRN) yesterday agreed to acquire Advantage RN for an aggregate purchase price of \$88 million, subject to a post-closing working capital adjustment. The deal includes affiliates Advantage On Call LLC, Advantage Locums LLC and Advantage RN Local Staffing LLC.

Cross Country, based in Boca Raton, Fla., ranks as the third-largest healthcare staffing firm in the US.

Advantage RN, a West Chester, Ohio-based healthcare staffing provider founded in 2003, deploys many of its nurses through managed service providers and vendor management systems and maintains direct relationships with hospitals. It posted annual revenue of approximately \$100 million in 2016. The company ranks No. 14 on Staffing Industry Analysts' list of largest travel nurse staffing firms.

Zycron Information Technologies- BG Staffing Inc. (NYSE MKT: BGSF), a Plano, Texas-based staffing firm, acquired substantially all of the assets of Zycron Inc., effective April 3.

Zycron provides IT temporary staffing throughout the southeastern US region and selected markets across the country to Fortune 500 companies and government entities. The company had revenue of approximately \$38.3 million in calendar year 2016. The deal included a combination of \$19 million cash, \$1 million (70,670 unregistered shares) of BG Staffing common stock, and certain earn-out provisions. Texas Capital Bank, as the lead agent, provided financing for the acquisition through a new revolver and term loan credit facility.



Zycron, founded in 1991, has offices in Nashville, Chattanooga, and Memphis, Tenn., as well as Dallas. The Zycron trade name will remain and operate as a separate brand under the BG Staffing Inc. umbrella. With the addition of the Zycron offices, BG now has operations in 56 offices and 25 states.

H1 2017 Transactions


Date	Target	Staffing Acquirer	Target Business Description
Staffing Companies			
1/3/2017	Resources4Staffing	CorTech International	Industrial And Clerical Staffing
1/3/2017	Tradesmen International	Blackstone (NYSE: BX) and Wellspring Capital Management	Skilled Trade Staffing
1/6/2017	TechPro Inc.	Artech Information Systems LLC	IT Solutions & Staffing
1/9/2017	Medical Staffing Options	Health Carousel	Healthcare Staffing
1/13/2017	Dryden Human Capital	eTeam Inc.	Insurance, Sales And Marketing And Retail Staffing
1/17/2017	Butler America	HCL Technologies	Engineering Staffing
1/18/2017	Trinity Healthcare Staffing Group	Travel Nurses Across America	Healthcare Staffing
1/20/2017	ASG Renaissance (staffing contracts)	Kyyba Inc.	Professional Staffing
1/27/2017	SRI	The Cheyenne Group	Executive Search
2/2/2017	Swanson Staffing	Elwood Staffing	Commercial Staffing
2/15/2017	Ciber, Inc. (NYSE: CBR) Spain unit only	ManpowerGroup (NYSE: MAN)	IT Solutions & Staffing
2/28/2017	Impact Solutions LLC	Trillium Staffing	Skilled Trade Staffing
3/6/2017	Premier Staffing, Inc.	BelFlex Staffing Network	Light Industrial Staffing
3/7/2017	MusicRowSearch	Buffkin / Baker	Professional Staffing And Executive Search
3/10/2017	Kirby Bates Associates	Jackson Healthcare	Executive Retained Search
3/16/2017	OmniSource Staffing	Malone Workforce Solutions	Light Industrial Staffing
3/16/2017	Geneva Technical Services LLC	Highlands Ventures LLC	IT Staffing
3/20/2017	Plante Moran Staffing	LegalPartners LLC	Legal Staffing Services
3/23/2017	ProjectTemps	Legalpeople	Legal Staffing
3/23/2017	TalentBridge USA	Employee Relations Associate Family of Companies	Professional Staffing And Executive Search
3/30/2017	Caliper Family of Companies	CorTech International	Commercial Staffing
3/30/2017	Futurestaff	MAU Workforce	Commercial Staffing
3/31/2017	Trace Staffing Solutions	Amzak Capital Management	Commercial Staffing
3/31/2017	General Healthcare Resources	GHR Acquisition - Parent of RecruitIQ Staffing	Healthcare Staffing
3/31/2017	Embedded Resource Group	Yoh, a Day & Zimmerman Company	IT Staffing
4/2/2017	SNI Companies	GEE (NYSEMKT: JOB)	Professional Staffing and Recruitment
4/3/2017	Zycron, Inc.	BG Staffing (NYSE MKT: BGSF)	IT Staffing
4/8/2017	Planet Group, Inc.	ApTask	IT staffing
4/10/2017	Ciber, Inc. (NYSE: CBR)	Capgemini	IT Solutions & Staffing
4/17/2017	Aim Consulting	Addison Group	IT Consulting
4/18/2017	Exact Recruiting Solutions	Simone Healthcare Consultants	Healthcare staffing
4/20/2017	LCL Staffing	Intermountain Staffing	Commercial Staffing
4/20/2017	Staffing Plus, Inc.	Walker Business & Staffing Services, Inc.	Commercial Staffing
4/22/2017	Global Technical Talent, Inc.	Precocity LLC	IT staffing
4/24/2017	Rail Temps, Inc.	Hallon	Rail Road Staffing
5/1/2017	RCK LLC	Corps Team	Executive Search and Staffing
5/1/2017	Synergy Emergency Physicians, Inc.	Team Health Holdings, Inc. (NYSE: TMH)	Healthcare Staffing
5/3/2017	Thaxton Barabe	American Healthcare Staffing Group	Healthcare Staffing
5/8/2017	Medical Solutions	TPG Growth	Healthcare Staffing
5/9/2017	Medical Physics	L2 Capital Partners	Healthcare Staffing
5/19/2017	TSR, Inc.	Zeff Capital	IT Staffing
5/20/2017	Tata Technologies	Warburg Pincus	IT Staffing and consulting.
5/24/2017	Triage Staffing Partners	McCarthy Capital	Healthcare Staffing
5/25/2017	Tricore Consultants	Rackspace Hosting	Cloud and IT Staffing
6/14/2017	Advantage RN	Cross Country Healthcare, Inc. (NASDAQ: CCRN)	Healthcare Staffing
6/19/2017	TechRecruiters	Nissen Staffing Continuum, Inc.	Operations Management, Engineering, IT, Professional Support, Technical and High-level Assembly
6/20/2017	Virtual Resource Management Corp.	Industrial Staffing Services, Inc.	Commercial Staffing
Workforce Solutions			
1/13/2017	The Marcus Buckingham Company	Automatic Data Processing (NASDAQ: ADP)	Cloud Performance And Talent Management
1/19/2017	True North Service	LogicGear	Software Testing
2/6/2017	American HealthCare Staffing Association LLC	BelHealth Investment Partners LLC	VMS
2/8/2017	EHD Technologies	PeopleLink	Quality Assurance Services
3/8/2017	Centricity Contingent Staffing	HealthcareSource	Software
3/15/2017	Fyre	Peoplenet	Software
4/20/2017	ReCode	Juno	Human cloud
5/1/2017	Dahl Consulting	Doherty	Workforce Process management, VMS, Sourcing & Staffing Services
5/3/2017	Angies' List	IAC (NASDAQ: IAC)	Human cloud
5/10/2017	Pro Unlimited	Harvest Partners	VMS/MSP
6/5/2017	YourSource Management Group	AccessPoint	HR Outsourcing
6/19/2017	CareerBuilder LLC	Apollo Global Management LLC	Human cloud
1/10/2017	MSX International	Bain Capital Private Equity	Managed Service Provider

Source: Capital IQ, Staffing Industry Analysts and De Bellas & Co.

De Bellas & Co. Certain Recent Transactions


 Has been acquired by



 We represented the seller.




 Has been recapitalized by


 We advised PeopleShare.




 Has been acquired by




 We represented the seller.





 Has been acquired by


 We represented the seller.




 Has been acquired by


 We represented the seller.




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 We represented the seller.



About De Bellas & Co.

Serving the Staffing industry since 1985, De Bellas & Co. is the leading M&A Advisory firm focused exclusively on the Staffing and Workforce Solutions industry. We have advised in over 225 completed transactions and have performed hundreds of valuations, as well as corporate financial advisory assignments.

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De Bellas monitors nationwide consolidation activity to support its Investment Banking specialty as an advisor in all facets of M&A for its Staffing Services clients. For more information about De Bellas & Co. visit our website at: www.debellas.com