

RUNNING A BUSINESS
IS A JOURNEY.



CONFIDENTIAL

WE'RE BUILDING A PORTFOLIO OF HIGHLY PERFORMING BUSINESSES FOR THE BENEFIT OF EMPLOYEES



*"We humbly invite you to join
our family of companies."*

Mark Olander

President/CEO, TRI HoldCo, Inc.

WE'VE BEEN ON OUR JOURNEY FOR OVER 30 YEARS & WOULD LIKE TO DISCUSS HOW WE CAN HELP YOU:

- 1 Monetize the value you have built in your business.
- 2 Continue to actively run the business or to transition out to do something else.
- 3 Give your employees the opportunity to create their own wealth as part of our 100% employee-owned family of companies.

WE'VE CULTIVATED STEADY & PERSISTENT GROWTH

9%

**COMPOUND
ANNUAL GROWTH
RATE IN STOCK
PRICE SINCE 2011**

COVERING NORTH AMERICA



BASED IN CALIFORNIA

WE'VE BUILT A PLATFORM THAT PROVIDES:

EXTENSIVE SUPPORT

Professional Management

Adept at building strong organizations and thriving teams

Solid Infrastructure

Interorganizational Team that supports each other and provides resources and expertise in:



**IT &
CYBERSECURITY**



**HUMAN
RESOURCES**



OPERATIONS



**EMPLOYEE
TRAINING**



**SOFTWARE
DEVELOPMENT**



COMMUNICATIONS



**ACCOUNTING
& FINANCE**



...AND MORE!

DIVERSIFICATION

Through our "portfolio of companies" approach, over time your employees will build an increasing ownership stake in multiple companies in different industries with different customers.

EMPLOYEE OWNERSHIP

TRI HoldCo is a private, 100% employee-owned holding company that develops and operates a portfolio of innovative niche businesses for the benefit of our ESOP participants.

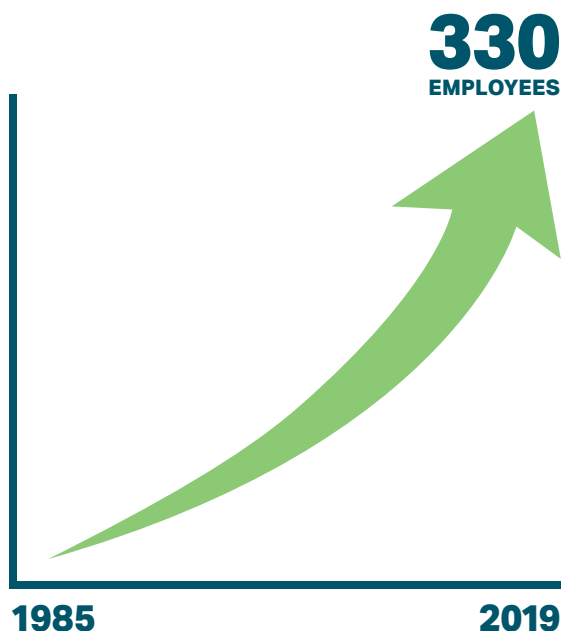


Imagine the satisfaction you will feel when you announce the sale to your employees and you tell them,

"As a result of the transaction, you will now become owners in the combined company."

With TRI HoldCo, you can sell your business knowing that you have done right by your employees.

Being an ESOP company provides us many advantages that we actively and aggressively leverage to drive long-term success, including:



AS A 100% EMPLOYEE-OWNED S-CORP WE ARE EXEMPT FROM FEDERAL TAXES.

This benefit increases our net income, which we can then reinvest into the business, further enhancing our competitive advantage.

THE EMPLOYEES OWN THE BUSINESS.

This benefit allows us to attract and retain the best and brightest talent.

WE ENJOY A "CULTURE OF OWNERSHIP" AT ALL LEVELS OF THE ORGANIZATION.

Our employees are directly committed to (and benefit from) the growth and development of our company's value through their daily actions and activities.

WHY SELL & WHY NOW?

ARE YOU READY TO MONETIZE YOUR
SUCCESS AND SECURE YOUR LEGACY?



IF YOU'RE TIRED OF DEALING WITH:

- Revenue declines
- Cost fluctuations
- Hiring challenges
- Litigation
- Personal guarantees
- Increasing regulations
- High taxes

IF YOU'RE CONCERNED ABOUT:

- Political uncertainty
- Escalating trade wars
- Capital investment
- Increasing competition
- Employee retention

IF YOU'RE INTERESTED IN CAPITALIZING ON:

- Longest US expansion on record
- Highest valuations since the Great Recession
- Lowest interest rates in 50+ years

Then the timing may never be better!



WHY SELL TO TRI HOLDCO?

WE PROMISE TO BE FAITHFUL STEWARDS OF YOUR...

BUSINESS

- Maintain and enhance current brand identity
- Operate independently
- Invest in expansion
- Enhance infrastructure
- Pursue new opportunities

CUSTOMERS

- Loyal customer base
- Management focused on customer satisfaction

EMPLOYEES

- ESOP participation
- Highly engaged
- Generous benefits
- Community involvement
- Enhanced career opportunities

88

**NET PROMOTER
SCORE**

Compared to industry average of 34

WHY YOU?

You have a strong company with a great reputation and growth potential

••

You may be ready to transition out of the company

••

You may want to focus on the aspects of the business you enjoy without the administrative burden

••

You may want an opportunity for you and your employees to grow personally, professionally and financially

FAQs

HOW WILL I RECEIVE PAYMENT FOR MY BUSINESS?

We can customize the structure to meet your personal tax and financial planning objectives. The goal is to match our needs with yours - not to necessarily require that a set structure be followed.

HOW LONG DO I STAY WITH THE COMPANY?

That is open for discussion and depends on your particular situation, the organizational structure of your business, and your goals.

WHAT HAPPENS TO MY TEAM?

Our goal is to retain the talent that you have developed and to maintain continuity. As an ESOP, we also want your employees to become owners and build wealth as the business grows.

WHAT HAPPENS TO MY CUSTOMERS?

Our goal is to retain and create a seamless transition for them. They trust you and are a core asset of your business.

WHAT IS THE NEXT STEP?

Contact DCA Partners as outlined on the next page.



NEXT STEPS

- 1** Contact DCA, the professional advisor we have engaged to facilitate the process.
- 2** We will send you a confidentiality agreement to ensure we each have comfort that everything we share with one another will be held in confidence and used exclusively to evaluate a possible transaction.
- 3** We will request preliminary information to verify the fair value of your business as well as strategic fit with TRI HoldCo's future strategy. Based upon that information, we will prepare initial valuation assumptions and questions.
- 4** We will schedule a time to meet with you to learn more about your business so that we can clarify mutual needs and discuss the potential to work together successfully on a transaction.
- 5** If we agree that a detailed transaction discussion might be beneficial, we will work to prepare a Term Sheet with the major points of a transaction included. We will review this together to ensure overall agreement.
- 6** Once we have agreed on the major points, we will work to conclude necessary due diligence, prepare and agree on a complete acquisition agreement, and work to close the transaction – ideally within 90 days.

CONTACT INFORMATION



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