



Fusion Media Group Affiliate Program

Introductory Overview



FMG VISION:

Build the most dynamic, efficient Outdoor Advertising company in the United States in affiliation with certain Independent operators, while providing superior returns to all stakeholders.

Core Values:

- Entrepreneurialism - No one can run the assets as efficiently as the local entrepreneurs who built the Independents.
- Alignment of Interests - Win/Win or no Deal.
- Clear Incentives - People achieve what they are incented to achieve.
- Diversification - Core to managing risks. Managed risk provides better returns to all stakeholders.

Objective: Create a public holding company to provide the benefits and premium valuations of larger companies to our Independent Operator/Affiliates.



FUSION AFFILIATE PROGRAM:

- Sustaining American entrepreneurialism in a consolidating industry.
- FMG is providing a new option to balance personal/shareholder needs with desire to continue to operate existing company.
- FMG aligns its interests with the ongoing management through an up-front payment to acquire an equity interest in the company at market values.
- Management continues to run the day-to-day operations as before.
- Great for operators who are not “done” building their companies.
- FMG is in conversations with several Independents to execute this Vision.

FUSION AFFILIATE PROGRAM – Benefits:

- Diversification of net worth of Entrepreneur.
- Liquidity to resolve potential divergent shareholder/partner interests.
- Maintain current operating autonomy.
- Maintain current corporate identity and branding.
- Continue to participate in the growth of cash flow and equity value of the operation.
- Beneficial tax treatment with current capital gains rate/outlook (i.e. 15% today versus ?? in the future). *

Just like today, only better

* Not meant to be tax advice; consult your tax profession for your individual circumstances



OTHER FMG OFFERINGS:

- New build financing.
- Easement acquisition capital.
- Selective acquisition financing to Independent operators.

FMG principals have over 30 years operating and finance experience in the Media business, and have deployed over \$1Bn of investment capital over the past 15 years.



FMG MANAGEMENT:

Edward J. Lastes:

Prior to founding Fusion, Ed was the President and Chief Executive Officer of PNE Media, LLC from 2000 to 2006. PNE was created through over 60 acquisitions and owned approximately 7,000 billboard faces along the Eastern seaboard. Prior to PNE, Ed was the Chief Operating Officer of Blackstone Cable, LLC where he participated in acquiring, integrating, developing and selling over 20 cable television companies. Prior to that, Ed was the President and Chief Executive Officer of Invincible Technologies Corporation, a data storage services company, which was sold to a public entity. Previously, Ed served in various lending, corporate finance and credit capacities at Bank of Boston, including serving in the Media & Communications, Asset Recovery, Restructured Real Estate, Middle Market and Credit Departments. He holds a B.A. from St. Michael's College.

Lars Swanson:

Prior to founding Fusion, Lars was President of Swan Capital, LLC, a private equity investing and advisory firm. Swan Capital makes private investments and provides advisory services to Bank of America's Principal Investing unit, where Lars had worked since 1994 as a senior investment manager and member of the Investment Committee at BancBoston Ventures Inc. Lars invested over \$200MM in various private equity investments while at BancBoston, and was involved in over 100 M&A transactions and several IPOs. Lars is also Chairman of the Board of Directors of SkyCross, Inc., a leading, global manufacturer of antennae for wireless products. Prior to BancBoston Ventures, Lars was a lender in the Media & Communications group for Bank of Boston and was an Asset Recovery Officer. He holds a B.A. from Duke University.