

HaystackID and NightOwl Global Merger

1. About the Merger - Overview

HaystackID is a specialized eDiscovery services firm that helps corporations and law firms find, listen to, and learn from data when they face complex, data-intensive investigations and litigation. With a worldwide focus and an extensive portfolio of services that enable data and legal discovery efforts from data creation to defensible disposition throughout information, regulatory, and legal lifecycles, HaystackID's accelerated growth trajectory, recent funding, and identification of strategic expansion opportunities have put the company in the favorable position of being able to identify and rapidly enhance its ability to serve enterprise clients with customized and complex discovery needs through the targeted merger with an international enterprise eDiscovery leader.

NightOwl Global is an acknowledged leader and innovator in delivering enterprise legal managed technology solutions and has developed a strong and growing enterprise presence in North America, Europe, and Asia. With three decades of delivering service and support to the legal discovery ecosystem, NightOwl Global is an international leader in the delivery of enterprise consulting and services to corporate legal departments. This leadership, demonstrated in strong growth during the current pandemic and validated by industry recognition from research firms to include Gartner and Chambers and Partners, has positioned the company to further enhance its reach and resources through a merger with an eDiscovery leader with special expertise in remote collections, operationalized eDiscovery, and remote reviews.

The merger between HaystackID and NightOwl Global renders substantial offering alignment for an integrated and optimized delivery model of core cybersecurity (Cybersecurity Consult), forensics (Forensics First), eDiscovery (Early Case Insight), and legal document review (ReviewRight) services.

The merger also expands the combined company's expertise in cybersecurity, compliance, and corporate discovery management as well as provides established European and Asian operation bases to support continued company growth.

Just as with the recent pre-merger HaystackID acquisitions of Inspired Review, Envision Discovery, and eTERA Consulting, the merger with NightOwl Global significantly increases the depth and breadth of the combined company's ability to support four primary customer areas of need. Those critical four areas of need being:

- + The need to **detect and protect** electronically stored information (ESI) as part of privacy, security, and compliance initiatives.
- + The need to **preserve and collect** ESI in support of audit, investigation, and litigation cases and matters.
- + The need to **process and analyze** high volumes of ESI for data discovery and legal discovery requirements.
- +The need to **review and produce** ESI to help customers achieve their legal, informational, and business objectives.

The combining of experts, relationships, and infrastructure through the integration of HaystackID and NightOwl Global, all ultimately delivered under the HaystackID brand, will help the combined

company's customers more efficiently, effectively, and economically address these critical needs regardless of location or language with a robust technology and service portfolio.

The four core service offerings that will be enhanced significantly with the merger and that ultimately are expected to make the merger beneficial for customers include:

- + **Cybersecurity Consult** Services that help customers protect data.
- + **Forensics First** Services that help customers find data.
- + **Early Case Insight** Services that help customers listen to data.
- + **ReviewRight** Services that help customers learn from data.

These core offerings will continue to serve as the branded representation of targeted services designed to help customers meet their core data and legal discovery needs. Examples of current targeted services include:

Cybersecurity Consult Services

- + Cyber Risk (Vulnerabilities, Exposure, and Testing)
- + Information Governance (Compliance*, Privacy, and Protection)
- + Managed Security (Intelligence, Migration, and Remote)

Forensics First Services*

- + Computer Forensic Collections and Analysis
- + Computer Forensic Expert Witness Testimony
- + ESI Identification, Collection, and Preservation
- + ESI Triage Services
- + Data Discovery Consulting and Management*

Early Case Insight Services

- + ESI Ingestion and Processing
- + ESI Assessment and Analytics
- + ESI Hosting
- + Managed Services*
- + Legal Discovery Consulting and Management

ReviewRight Services

- + Virtual (Secure Remote Review)
- + Match (Document Review Staffing)
- + Translate (Document Translation and Review)
- + Manage (Managed Review)
- + Host (Review Hosting)
- + Automate (Technology-Assisted Review)*

** NightOwl Global Services mapped into core offerings or sub-offerings. Mapped offerings include Artificial Intelligence and Applied Sciences, Business Process Outsourcing, Compliance, Discovery Management, Intelligent Review, Investigations, and Managed Infrastructure.*

Additionally, the combined company technology stack includes, but is not limited to, industry and proprietary technologies such as:

Industry Technology

- + Aspera
- + Authenticity.AI
- + Brainspace
- + Exterro
- + Heretik
- + Nux
- + OpenText EnCase
- + Rampiva
- + Ringtail
- + Relativity
- + Relativity One
- + TextIQ
- + Veritone
- + X1 Social Discovery

Proprietary Technology

HaystackID Developed

- + ReviewRight (Match, Virtual)
- + Data Thresher
- + eCTD Review Module
- + Mobile Device Integrator

NightOwl Developed

- + Decision Center®
- + Mission Control®
- + nSight®

These four core offerings and the underlying technology stack will be available to combined company customers under three proven and customer-friendly pricing models. These pricing models include:

+ **Master Services Agreement (MSA):** Addresses the combination of expertise, technology, and time applied to manage and solve specific challenges and is typically quantified by pre-agreed upon tasks that are managed and accomplished for a particular time frame at negotiated rates that are usually lower than subscription or traditional project pricing rates.

+ **Subscription Pricing:** Addresses the combination of expertise, technology, and time applied to address specific needs and typically quantified by pre-agreed tasks that are accomplished for a particular time frame at fixed and tiered rates that are usually lower than traditional project pricing rates.

+ **Traditional Project Pricing:** Addresses the combination of expertise and technology applied to complete specific tasks and is typically quantified by the time or volume consumed or acted upon in the completion of agreed-upon tasks.

The four areas of need, four core offering categories, and three proven pricing models serve as the basis for the combined company's customer engagement through four consulting-centric practices. Those practices being the Corporate Consulting Practice, the Client Advisory Group, the Law Firm Consulting Practice, and the recently launched Cybersecurity Consulting Practice.

+ **Corporate Consulting Practice:** Launched initially with pre-merger HaystackID, the Corporate Consulting Practice provides corporations with a highly trained team of data and legal discovery experts to educate and advise on all aspects of information and litigation lifecycle management from data creation to defensible destruction. The practice is organized to support the core discovery functions of collections, processing, and review. It consists of a cross-disciplinary team of subject matter experts trained and experienced to programmatically assess, evaluate, educate, and advise corporations on all elements of eDiscovery. *This team will continue to support current pre-merger HaystackID customers and opportunities as well as engage new customers within the combined company as appropriate for customer needs.*

+ **Client Advisory Group:** The Client Advisory Group leverages NightOwl's experience in data management to directly assist organizations with their internal legal technology and data management needs. All programs engaged in by the Client Advisory Group feature a specialized client team comprising highly skilled individuals who work to solve the most complex of issues. The group combines the best products in the industry with a renowned global legal project team to deliver a seamless discovery experience while allowing customers to maintain complete control of your matters. *This team will continue to support NightOwl Global customers and opportunities as well as engage new customers within the combined company as appropriate for customer needs.*

+ **Law Firm Consulting Practice:** The Law Firm Consulting Practice provides law firms and government departments with a dedicated team of experts to educate and advise on the employment of eDiscovery talent and technology in support of audits, investigations, and litigation. The practice is organized to support the core discovery functions of collections, processing, and review. *This team will continue to support pre-merger HaystackID customers and opportunities as well as engage new customers within the combined company as appropriate for customer needs.*

+ **Cybersecurity Consulting Practice:** Providing a highly trained team of data security and digital forensic security experts to help assess, implement, and manage cyber risk, information governance, and managed security initiatives, the Cybersecurity Consulting Practice addresses the expanding needs of legal, information technology, and security professionals operating in the eDiscovery ecosystem with a dedicated consulting practice and a set of services designed to address cybersecurity challenges unique to audit, investigation, and litigation efforts. *This team combines pre-merger HaystackID and NightOwl expertise and technology to support all current and future combined company customers and opportunities.*

These expert practices, coupled with the areas of focus, core offerings, and proven pricing models, should significantly enhance and extend the overall support available to past, present, and future combined company customers, making the merger beneficial to all customers in the newly expanded combined company ecosystem.

2. About Merger Integration - Overview

The formal announcement of the merger to combined company customers and partners, as well as the initiation of communications with industry analysts and media professionals, will begin post-closing of the HaystackID merger with NightOwl Global.

With the announcement of the merger, HaystackID and NightOwl Global will begin the process of operational and workforce integration to optimize efficiencies and enhance the ability to support customers and partners. The combined company will be positioned to conduct operations with offices, data centers, and review centers throughout the world. Combined company geographical locations include:

U.S. Offices (14)

- + Washington DC (HQ)
- + Boston
- + New York
- + Detroit
- + Chicago
- + Minneapolis
- + Portland
- + San Francisco
- + Los Angeles
- + San Diego
- + Charlotte
- + Nashville
- + Atlanta
- + Miami

International Offices (6)

- + London
- + Dublin
- + Dusseldorf
- + Munich
- + Paris
- + Shanghai

Worldwide Data Centers (8)

- + Washington, DC
- + Boston
- + Chicago
- + Minneapolis
- + London
- + Dusseldorf
- + Frankfurt
- + Hong Kong

Worldwide Review Centers (3)

- + Miami
- + Detroit
- + Secure Remote Review (Virtual – Worldwide)

With the merger, the combined company will have an expanded and more diverse leadership team that will increase the depth and breadth of industry experience available to enhance customer and partner engagements. Key leaders in both HaystackID and NightOwl will remain in place, with the NightOwl senior leadership becoming active shareholders in the combined company, thus creating one of the most proven and successful executive teams in the eDiscovery ecosystem.

- + Hal Brooks, Chief Executive
- + Andrea Wallack, President
- + Andrew Parrish, Chief Operating Officer
- + John Wilson, Chief Information Security Officer and President of Forensics
- + Larry Marshall, Chief Financial Officer
- + Evan Craghead, Chief Technology Officer
- + Tom Palladino, Chief Strategy Officer
- + Rob Robinson, Chief Marketing Officer
- + Ashish Prasad, General Counsel

Additionally, all key sales, operations, and support teams for both parties in the merger will be retained to support the optimized delivery of consulting and services.

3. About Branding - Considerations

The combined company seeks to consolidate and update all branding, content, and communications as soon as practicable under the HaystackID corporate brand. From a corporate identity perspective, HaystackID will serve as the primary brand name and identity for the combined company. Sub-branding of specific business units, consulting, and service offerings may be architected to highlight the strong visual identity and name recognition of past acquired or recently merged brands and existing sub-brands.

- + **Company Brand: HaystackID** - Integrated and Optimized eDiscovery Services
- + **Sub-brand: NightOwl Global** - Enterprise Legal Managed Technology Solutions
- + **Sub-brand: ReviewRight** - Secure Remote Review Services

The convergence of all branding, content, and communications being under one visual identity and one company brand name is planned to occur no later than the end of the second calendar quarter in 2021. However, post-closing and until convergence of branding, the current HaystackID and NightOwl Global websites may be maintained and enhanced with updates based on leadership, location, and line of business adjustments resulting from the combining of companies.

4. About Operations – Business Continuity

All services and support provided by pre-merger HaystackID and NightOwl Global will continue to be supported post-merger, providing customers an expanded portfolio of offerings to support cybersecurity, consulting, and eDiscovery service needs.

Current procedures for all support and business requests will remain in place until customers are notified by their account managers of changes in processes, procedures, or contracts. Over time customers may expect a controlled migration of systems and contracts into a consolidated business and support organization. However, all changes will be proactively communicated to customers to ensure business and execution continuity.

Current contracts and pricing agreements will remain in effect for all pre-merger HaystackID and NightOwl Global customers. Over time pricing may be adjusted favorably for customers to reflect the great portfolio of consulting and services available from the combined company. Contractual pricing communications will be proactively initiated by assigned account managers before any changes to ensure comfort and continuity with any adjustments or updates.

5. About the Merger - Communications

All HaystackID customer requests for computer forensics, legal discovery and legal review services can be addressed through current HaystackID account managers by contacting HaystackID at 877-942-9782 or sales@haystackid.com.

All NightOwl Global customer requests for computer forensics, legal discovery and legal review services can be addressed through current NightOwl Global account managers by contacting NightOwl Global at 800.267.9695 or info@nightowlglobal.com

All media, analyst (financial and industry) requests for comment or information can be directed to Rob Robinson, CMO, HaystackID at 512-934-7531 or pr@haystackid.com.

6. About HaystackID

HaystackID is a specialized eDiscovery services firm that helps corporations and law firms find, listen to, and learn from data when they face complex, data-intensive investigations and litigation. With an earned reputation for mobilizing industry-leading computer forensics, eDiscovery, and attorney document review experts, our Forensics First, Early Case Insight, and ReviewRight services accelerate and deliver quality outcomes at a fair and predictable price.

HaystackID serves more than 500 of the world's leading corporations and law firms from North American and European locations. Our combination of expertise and technical excellence, coupled with a culture of white glove customer service, makes us the alternative legal services provider that is big enough to matter but small enough to care. Learn more today at HaystackID.com.

7. About NightOwl Global

NightOwl helps global organizations navigate the complex landscape of enterprise data for legal, security, and compliance teams. NightOwl differentiates itself by offering proprietary technology and program management combined with industry-leading third-party software. These tools streamline workflow and display key data, allowing in-house legal teams and outside counsel insight into the information that matters most. Reporting tools show measurable results and provide teams with data that drives the decision-making process.

The combination of NightOwl's unique and customizable technology solutions and its expert global consultancy solve the challenging issues that come with managing complex data portfolios. Whether responding to litigation, an investigation, or building predictable programs that reduce risk and improve compliance, NightOwl's tremendous value proposition makes it the industry partner of choice. Inspire greater. Learn more today at NightOwlGlobal.com.

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