

DEPARTMENT OF SPECIAL SERVICES
Township of Union Public Schools
M-E-M-O-R-A-N-D-U-M

TO: Greg Tatum
C: Diane Cappiello, Julia Vicidomini
FROM: Kim Conti *AK*
RE: Board Agenda
DATE: November 12, 2015

The committee recommends and I so move that the board approve PCMG, Inc. (State Award #M-0003. Contract #89854) which acquired En Pointe Technologies previously approved on May 19, 2015 to transition to IEP Direct (Special Education student data tracking system) from Tracker (Contour Data) effective July 1, 2015, in accordance with the information in the hands of each board member.



March 16, 2015

PCM to Acquire Assets of En Pointe Technologies Sales, Inc.

EL SEGUNDO, Calif.--(BUSINESS WIRE)-- PCM, Inc. (NASDAQ:PCMI) today announced that it has entered into an agreement to acquire the assets of En Pointe Technologies Sales, Inc.'s IT solutions provider business, excluding current tangible assets, such as accounts receivable and inventory. En Pointe Technologies Sales, Inc., one of the nation's largest independent IT solutions providers, is headquartered in Southern California. Under the terms of the agreement, PCM will pay an initial purchase price of \$15 million in cash and certain contingent earn-out consideration over a three year period. The assets will be acquired by an indirect wholly-owned subsidiary of PCM, which subsidiary will operate under the En Pointe brand following the closing. The transaction is subject to certain closing conditions.

En Pointe is the largest acquisition by PCM to date based on revenues, and is expected to significantly enhance PCM's relationships with several key vendor partners, provide incremental advanced technical certifications and operational expertise in key practice areas, and bring the consolidated business significantly increased scale. The acquisition is consistent with PCM's commitment to grow its business in the areas of software and advanced technology solutions. PCM will be transitioning En Pointe's business during the second quarter and expects this acquisition to be accretive beginning in the third quarter.

En Pointe, which is headquartered in Gardena, California, specializes in Microsoft-centric IT environments, offering hardware, software licensing and services. As one of the largest Systems Integrators and Licensing Solutions Providers in the United States, En Pointe assists customers in architecting, acquiring, and implementing integrated IT solutions anchored to the Microsoft ecosystem. En Pointe has served a broad range of customers in its 22 year history, including small, mid-market and enterprise commercial clients, as well as state and local government, education and non-profit organizations in the United States. En Pointe maintains Cisco Gold, Google Premier, HP Platinum, Lenovo Premier, Microsoft LSP, NetApp Platinum, Symantec Platinum and VMWare Platinum certifications, among many others.

En Pointe had audited revenues of \$393 million for their year ended September 30, 2014, and unaudited revenues of \$411 million for the trailing twelve-month period ending December 31, 2014. En Pointe's gross margin is slightly higher than PCM's current gross margin profile given their higher mix of software and solution sales.

Frank Khulusi, PCM's Chairman and Chief Executive Officer, stated, "En Pointe has grown significantly in recent years, which is a testament to the core strength of the En Pointe team. We are offering nearly all of their existing 240 employees equivalent positions at the new company and expect them to join us upon closing."

En Pointe has an established and proven management team, including Michael Rapp, President, Dr. Shahzad Munawwar, COO & CIO, Robert Bogle, Senior Vice President - Sales and Herbert Hogue, Senior Vice President - PSO, who will continue to manage the day-to-day business.

Khulusi continued, "We are very excited to announce the pending acquisition of En Pointe by PCM. We believe that this acquisition will be very complimentary to our commercial and public sector segments and provide us a tremendous opportunity to leverage PCM's existing services capabilities as incremental offerings to the En Pointe customer base. We also believe En Pointe will bring significant software and solutions experience that will ultimately benefit the PCM customer base as well. We are proud to have the En Pointe team join us."

Bob Din, Chief Executive Officer of En Pointe, stated, "We have transformed En Pointe over the years into a leading national solutions provider, and I am happy to know that PCM shares in my vision for the future. I trust PCM will enhance the En Pointe legacy of adding significant value to our customers, and will also create continuing opportunities for our valuable and loyal employee base."

Michael Rapp, President of En Pointe, stated, "We believe the operational efficiencies gained by leveraging PCM's size, our combined national presence and scale and En Pointe's software and solutions expertise, will make this an incredible combination for our customers, partners and employees. We are thrilled that both organizations share a common commitment to operational excellence and customer satisfaction."

B. Riley & Co. issued a fairness opinion to PCM in conjunction with this transaction. En Pointe was represented in this transaction by martinwolf.

About PCM, Inc.

PCM, Inc., through its wholly-owned subsidiaries, is a leading technology solutions provider to small and medium sized businesses, mid-market and enterprise customers, government and educational institutions and individual consumers. In the 12 months ended December 31, 2014, we generated approximately \$1.4 billion in revenue and now have approximately 2,700 employees, 64% of which are in sales or service positions. For more information please visit investor.pcm.com or call (310) 354-5600.

About En Pointe Technologies Sales, Inc.

Driving innovation for over 20 years in the IT channel, En Pointe Technologies Sales helps customers stay ahead by delivering technology to power the modern office and data center. As one of the largest national solution providers, customers leverage En Pointe for designing, acquiring, deploying, and supporting technology across their organization. For more information, visit: www.enpointe.com, or follow [@EnPointeTech](https://twitter.com/EnPointeTech) and www.linkedin.com/company/en-pointe-technologies.

Forward-looking Statements

This press release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Such statements include the statements regarding the impact or benefits of the prospective acquisition of assets of En Pointe Technologies Sales, Inc. on our customers, partners and employees, the opportunities to leverage our services capabilities as a result of the acquisition, our expectations of increased certifications and operational capabilities the acquisition is expected to bring to us and the impacts of the acquisition on our future results of operations. Our statements regarding our expectations, hopes or intentions regarding the future are forward-looking statements which involve certain risks and uncertainties, and actual results may differ materially from those discussed in any such statement. There can be no assurance that we will receive any increase in sales or profits, increased opportunities to leverage our service capabilities, benefits to our customers, partners or employees or increased certifications or operational capabilities. Factors that could cause actual results to differ are discussed under the heading "Risk Factors" in Item 1A, Part II of our Form 10-Q for the period ended September 30, 2014, on file with the Securities and Exchange Commission, and in our other reports filed from time to time with the SEC. All forward-looking statements in this document are made as of the date hereof, based on information available to us as of the date hereof, and we assume no obligation to update any forward-looking statements.

Genesis Select Corporation
Budd Zuckerman, 303-415-0200

Source: PCM, Inc.

News Provided by Acquire Media



STATE OF NEW JERSEY BUSINESS REGISTRATION CERTIFICATE

Taxpayer Name: PCMG, INC.
Trade Name:
Address: 14120 NEWBROOK DR, SUITE 100
CHANTILLY, VA 20151-2273
Certificate Number: 1117796
Effective Date: January 07, 2005
Date of Issuance: June 21, 2013

For Office Use Only:
20130621131322766

**STATE OF NEW JERSEY
W-9/QUESTIONNAIRE**

THE STATE OF NEW JERSEY REQUIRES THE FOLLOWING INFORMATION TO ESTABLISH YOUR NAME, ADDRESS AND TAXPAYER ID ON STATE RECORDS. THE INFORMATION IS USED TO POPULATE AND MAINTAIN THE STATE'S VENDOR/PAYEE FILE AND MUST BE COMPLETED BEFORE PAYMENTS ARE MADE.

IMPORTANT: YOU WILL NOT BE PAID BY THE STATE OF NEW JERSEY UNTIL THIS FORM IS COMPLETED, SIGNED AND RETURNED. FOR ADDITIONAL INFORMATION CALL (609) 633-8183 OR EMAIL: AATUNIT@TREAS.NJ.GOV

Return completed form to:
OMB VENDOR CONTROL
PO BOX 221
TRENTON, NJ 08625 or
FAX: (609) 984-5210

PART I. REQUEST FOR TAXPAYER IDENTIFICATION NUMBER AND CERTIFICATION

1. Name (as shown on your tax return): PCMG, Inc.

Doing business as (if different than name):

2. Address line 1: 14120 Newbrook Drive, Suite 100

Address line 2:

3. City: Chantilly State: VA Zip: 20151

If the above contains preprinted data that is incorrect, cross it out and write the correct information immediately next to it.

4. Taxpayer Identification Number (TIN) Enter your TIN below and select the type of number listed.

330964088

- SOCIAL SECURITY NUMBER
 EMPLOYER IDENTIFICATION NUMBER

5. Certification: Under penalties of perjury, I certify that:

- (1) The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
(2) I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
(3) I am a U.S. citizen or other US person as defined by the IRS.

Certification Instructions: You must cross out item (2) above if you have been notified by the IRS that you are currently subject to backup withholding because of underreported interest or dividends on your tax return. For real estate transactions, item (2) does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an IRA, and generally payments other than interest or dividends, you are not required to sign the certification, but you must provide your correct TIN.

Sign Here

Signature

Date 09/10/2015

PART II. VENDOR/PAYEE DATA; STATE OF NEW JERSEY VENDOR/PAYEE INFORMATION QUESTIONNAIRE

1. Enter the code from the list below that best describes your primary business function:

VENDORS

VG=VENDORS WHO SELL OR MANUFACTURE GOODS

HC=HEALTHCARE SERVICES (NON STATE AGENCIES)

VS=VENDORS WHO RENDER SERVICE OR RECEIVE RENT PAYMENTS

LG=LEGAL SERVICES

VG

CS=CONSTRUCTION VENDORS WHO RENDER SERVICES

CG=CONSTRUCTION VENDORS WHO SELL OR MANUFACTURE GOODS

GOVERNMENT ENTITIES

AC=AUTHORITY/COMMISSION

CF=CONFIDENTIAL FUND

PC=PETTY CASH

SD=SCHOOL DISTRICT

FA=FEDERAL AGENCY

FD=FIRE DISTRICT

CM=COUNTY/MUNICIPALITY

EP=NJ STATE EMPLOYEE

SA=STATE AGENCY

WB=WELFARE BOARD

CJ=STATE COLLEGE/UNIVERSITY

OTHER VENDORS

OT=OTHER VENDOR (PLEASE SPECIFY) _____

2. Primary Contact Information (ALL FIELDS ARE REQUIRED):

Name: Dave Wiltz

Phone: 800-825-5468

Email: contract@pcmg.com

Please check here if you are interested in receiving information about payments by direct deposit.

IF YOU ARE A NJ STATE EMPLOYEE, NJ MANAGER OF A CONFIDENTIAL FUND OR PETTY CASH FUND, DO NOT ANSWER THE BALANCE OF THE QUESTIONNAIRE.

3. What is the principle activity of your organization?

M=MANUFACTURING
S=SERVICE

H=HEALTH RELATED SERVICE
G=GOVERNMENT

C=CONSTRUCTION
L=LEGAL
O=OTHER (PLEASE SPECIFY) Reseller

4. Enter the code from the list below that best describes your organization

C

C=CORPORATION

I=INDIVIDUAL

P=PARTNERSHIP

L= LIMITED LIABILITY COMPANY

IMPORTANT: ANSWER ALL QUESTIONS (PRINT CLEARLY OR TYPE)



TERM CONTRACT SEARCH BY TNUMBER

[Click Here to search more Term Contracts](#)

T-Number	Title	Vendor	Contract #
M0003_16-1E 24052	SOFTWARE LICENSE & RELATED SER	PCMG INC	89854

[TOP](#)



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Contract#:	89853
Expiration Date:	06/30/20
Terms:	NONE
Delivery:	30 DAYS ARO
Small Business Enterprise:	NO
Minority Business Enterprise:	NO
Women Business Enterprise:	NO
Cooperative Purchasing *:	YES
* WILL VENDOR EXTEND CONTRACT PRICES TO COOPERATIVE PURCHASING PARTICIPANTS?	
Vendor Name & Address:	PCMG INC 14160 NEWBROOK DR/STE 210 CHANTILLY, VA 20151
Contact Person:	BILL ABRAMS
Contact Phone:	877-609-5173
Order Fax:	000-000-0000
Contract#:	89854
Expiration Date:	06/30/20
Terms:	NONE
Delivery:	30 DAYS ARO
Small Business Enterprise:	NO
Minority Business Enterprise:	NO
Women Business Enterprise:	NO
Cooperative Purchasing *:	YES
* WILL VENDOR EXTEND CONTRACT PRICES TO COOPERATIVE PURCHASING PARTICIPANTS?	
Vendor Name & Address:	SHI INTERNATIONAL CORP 290 DAVIDSON AVE SOMERSET, NJ 08873
Contact Person:	NICK GRAPPONE
Contact Phone:	732-564-8189
Order Fax:	000-000-0000
Contract#:	89851
Expiration Date:	06/30/20
Terms:	NONE
Delivery:	30 DAYS ARO
Small Business Enterprise:	NO
Minority Business Enterprise:	YES
Women Business Enterprise:	YES
Cooperative Purchasing *:	YES
* WILL VENDOR EXTEND CONTRACT PRICES TO COOPERATIVE PURCHASING PARTICIPANTS?	

CONTRACT ITEMS/SERVICES BY VENDOR					
Vendor: CDW GOVERNMENT LLC			Contract Number: 89849		
LINE#	DESCRIPTION/MFGR/BRAND	EST QUANTITY	UNIT	% DISCOUNT	UNIT PRICE
00001	COMM CODE: 208-80-076100 [COMPUTER SOFTWARE FOR MICROCOMPUTERS,...] ITEM DESCRIPTION: GENERAL SOFTWARE	1.000	EA	NET	N/A
00002	COMM CODE: 208-80-076482 [COMPUTER SOFTWARE FOR MICROCOMPUTERS,...] ITEM DESCRIPTION: MAINTENANCE AND SUPPORT	1.000	EA	NET	N/A
00003	COMM CODE: 208-80-076145 [COMPUTER SOFTWARE FOR MICROCOMPUTERS,...] ITEM DESCRIPTION: SOFTWARE RELATED SERVICES	1.000	EA	NET	N/A