



Robert F. Reilly

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**Robert Reilly** is a managing director with Willamette Management Associates. His practice includes business valuation, forensic analysis, and financial opinion services.

He has performed the following types of valuation and economic analyses: economic event analyses, merger and acquisition valuations, divestiture and spin-off valuations, solvency and insolvency analyses, fairness and adequacy opinions, ESOP formation and adequate consideration analyses, private inurement/intermediate sanctions opinions, acquisition purchase accounting allocations, reasonableness of compensation analyses, restructuring and reorganization analyses, tangible asset/intangible asset intercompany transfer price analyses, and lost profits/economic damages analyses.

He has prepared these valuation and economic analyses for the following purposes: transaction pricing and structuring (merger, acquisition, liquidation, and divestiture); taxation planning and compliance (federal income, gift, and estate tax; state and local property tax; transfer tax); financing securitization and collateralization; employee corporate ownership (ESOP employer stock transactions and compliance valuations); forensic analysis and dispute resolution; corporate strategic planning and management information; bankruptcy and troubled company support (recapitalization, reorganization, restructuring); financial accounting and public reporting; and regulatory compliance and corporate governance.

Mr. Rielly has valued the following types of business entities and securities: close corporation business enterprise, close corporation fractional ownership interests, public corporation restricted stock, public corporation subsidiaries/ divisions, complex capital structures (various classes of common/preferred stock; options, warrants, grants, rights), general and limited partnership interests, joint ventures, proprietorships, professional service corporations, professional practices, LLPs and LLCs, license agreements, and franchises.

He has performed valuation, remaining useful life, lost profits/economic damages, and arm's-length royalty rate/transfer price analyses related to the following types of intangible assets: advertising campaigns and programs, appraisal plants, broadcast licenses, building permits, cable TV franchises, certificates of need, computer software, computer databases, contract rights, core depositors, copyrights, credit information files, customer and supplier contracts, customer lists and customer relationships, development/commercialization rights, distribution rights, distribution systems, employment contracts, engineering drawings, film libraries, franchise contracts and rights, going-concern value, goodwill, leasehold interests, licenses, literary compositions, loan portfolios, management contracts, manuscripts, mining and mineral rights, mortgage servicing rights, musical compositions, noncompete covenants, patent applications, patents, patient charts and records, permits, possessory interests, prizes and awards, procedural manuals, production backlogs, proprietary technology, solicitation rights, subscriber lists, technical documentation and libraries, trained and assembled workforces, trade names, trademarks, trade secrets, training manuals and documentation, and air/water/land use rights.

Mr. Rielly has performed business and property valuations in the following industries: accounting and consulting, advertising, administrative services, aerospace, apparel, appraisal, automobile dealerships, automobile manufacturing,

automobile suppliers, aviation, bottling, broadband, brokerage, cable television, cement, chemical, commercial banking, chemicals, communications, computer services, construction and contracting, consumer finance, consumer products, cosmetics, cruise ship lines, data processing, decontamination, defense, distribution, education, entertainment, equipment leasing, fast food, financial services, food processing, food service, forest products, grocery, health care, home health services, hotel and hospitality, insurance, internet, investment banking, leasing, manufacturing, marine, medical and dental practice, mining and mineral extraction, money management, natural resources, petrochemical, petroleum, pharmaceuticals, plastics, printing, public utilities, publishing, radio broadcasting, railroad, real estate development, recreational services, refinery, restaurant, retailing, shipping, steel, telecommunications, television broadcasting, textiles, thrift institutions, transportation and trucking, vacation and leisure, vocational training, waste management, water and wastewater, and wholesaling.

He has prepared financial advisory analyses and economic analyses for merger and acquisition purposes: identification of M&A targets, valuation of target company synergistic/strategic benefits, identification and assessment of divestiture/spin-off opportunities, economic analysis of alternative deal structures, negotiation of deal price and terms, assessment of fairness and solvency of proposed transactions, and design/valuation of alternative equity and debt instruments.

Mr. Rielly has been accepted as an expert witness in various federal, state, and international courts and before various boards and tribunals. This expert testimony has related to business, stock, and property valuation matters and to lost profits/economic damages matters. He has served as an expert witness in the following types of litigation: bankruptcy, breach of contract, breach of fiduciary duty, condemnation, conservatorship, corporate dissolution, expropriation, federal income tax, federal gift and estate tax, intellectual property infringement, lender liability, marital dissolution, dissenting shareholder appraisal rights/shareholder oppression, property tax appeal, reasonableness of executive compensation, solvency and insolvency, stockholder suits, tort claims, wrongful death/personal injury, and reasonableness of royalty rates and/or transfer prices. He has served as a court-appointed arbitrator with respect to squeeze-out merger dissenting shareholder rights actions.

Prior to Willamette Management Associates, Robert was a partner and national director of valuation services for the Deloitte & Touche accounting firm. Prior to Deloitte & Touche, Robert was vice president of Arthur D. Little Valuation, Inc., a valuation services firm. Prior to that, Robert was the director of corporate development for Huffy Corporation, a manufacturing company. Prior to that, he was a senior consultant for Booz, Allen & Hamilton, a management consulting firm.

Mr. Rielly holds a master of business administration degree in finance from the Columbia University Graduate School of Business. He holds a Bachelor of Arts degree in economics from Columbia University.