PrimeGlobal INTERNATIO



ASAD ABBAS & CO.

Certified Public Accountants and Consultants

Accounting For Your Future

Commitment to Excellence

As'ad Abbas, CPA, CMA, CFM. Founder and Managing Partner



Mr. Abbas has 20 years of diversified experience in Audit, Finance, Accounting and Planning in several countries in the Middle East region, Mr. Abbas has been involved with the development and implementation of strategic plans for international, national and local clients. Mr Abbas has deep expertise and knowledge in emerging market industries particularly in aerospace, consumer goods, distribution, contracting, investment, Industrials and media. Mr Abbas vast experience in these industries and in the profession makes him an expert in strategic planning, management auditing, evaluation and setting up accounting systems and controls, valuation, due diligance and acquisitions as well as conducting project and feasibility studies. Mr. Abbas is a Certified Public Accountant (CPA), Certified Management Accountant (CMA) and Certified Financial Manager (CFM) from the USA and holds a Bachelor degree in Accounting and Economics from The University of Jordan







"Our aim is to deliver the highest quality certified public accounting services and business solutions that directly contribute to the success of our clients"

"Experience has proven that the success in meeting clients need comes not only from understanding the financial side of their business... but equally as important... understanding the people side "



ABOUT US

As'ad Abbas & Co is a leading Certified Public Accountacy (CPA) firm focused on meeting the audit, accounting, advisory and consulting needs of small and midsized companies, under its core purpose of "Building Value with Values," A.A & Co assists clients in reaching their goals; A.A & Co prides itself on establishing a close working relationship with the clients. Our aim is to become your trusted business advisors, assisting you in any way necessary to help you reach your goals. We invite you to contact us so that we may have the opportunity to satisfy your accounting, financial and business objectives, and to help you focus on achieving your goals.

The firm's exclusive focus is on providing the highest level of service and benefits to privately and publicly held businesses. We provide a full range of services, including audits, accountings, strategic planning; detailed analysis of acquisitions and financial restructuring; expert financial advice; management and succession advisory services; litigation support and forensic accounting and business profitability consulting.

We are able to serve your needs both domestically and internationally.

A.A & Co has always had a strong commitment to quality and service. We approach the audit as a service for the benefit of stakeholders. We place strict standards and high expectations on our professionals. You can be assured of a thorough process, efficiently delivered, within reasonable cost. We are keenly aware that personalized service is crucial to client satisfaction. The people of A.A & Co are a dedicated group of professionals clearly focused on serving our clients' needs and interests.

The firm is registered in the ministry of economy under registration no. (61)

MISSION STATEMENT

Our mission is to be our clients' Expert Partner, accomplishing this through creativity, innovation, insight, integrity and care. We are committed to connecting clients with experts partners who provide them with industry knowledge and innovative insights.



An Association of Independent Accounting Firms

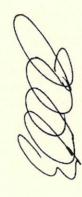
CERTIFICATE OF MEMBERSHIP

We hereby certify that

ASAD ABBAS & Co.

Having met strict requirements for quality of services, professional staff, business ethics and international representation, has qualified for membership as of this day

November 6, 2012



Edward A. Davis Chairman, PrimeGlobal Board of Directors Worldwide

Peter Davies

Chairman, PrimeGlobal Board of Directors Europe, Middle East, & Africa Region



"In the ever changing business world, businesses need a firm they can count on, that understands thier business and has the resources to meet thier needs "

Our Services

Audit and Accounting Audit:

- External audit
- Review and Compilation
- Interim statements
- Management flash reports
- Special financial reports
- Budgets

Accounting:

- Bookkeeping
- Supervision
- Monthly reporting
- Computerization of accounts

Advisory and Consulting

- Business Management
- Business Advisory
- Business Recovery
- Overheads Reduction
- Due Diligence
- Valuation
- Merger and Acquisitions

Litigation and Forensic

- Litigation
- Forensic
- Computer Forensic
- Company's Liquidation

Business Risk Services

- Corporate Governance and Internal audit
- Operations Review







"In A.A & Co, we take the worry away letting you focus on more important things"

"Getting to know our clients businesss is important, getting to know them personally is critical to serving them successfully"



ACCOUNTING AND AUDITING SERVICES

Auditing and Accounting is the mainstay of our practice. We offer a broad range of financial reporting services to meet the diverse needs of various types of business. Our breadth of experience gives us the perspective to perform auditing and accounting services skillfully and efficiently.

Our Auditing and Accounting services include:

FINANCIAL REPORTS

Audits

We approach the audit as a service for the benefit of stakeholders. We demand audit excellence and set tough policies to achieve it. We hire talented people and invest heavily in training and tools, including systems for achieving consistency, objectivity and accountability in strict compliance with professional standards.

We also rely on experience. Our senior people are extensively involved in the audit process and actively communicate with your company's leadership.

We are committed to the highest standards in performing quality audits.

We meet with clients regularly. Our auditors focus on midsized companies and serve them well.

- Reviews and Compilations
- Attestation
- · Interim statements
- Management flash reports
- Special financial reports
- Budgets

ACCOUNTING SERVICES

We're dedicated to helping our clients improve the quality of their financial reporting. We deal with the form and content of financial statements and provide guidance on financial accounting matters. We provide local, personal, experienced accounting service for your financial questions. We hire talented people and invest heavily in training and tools, our services offered include.

- Book keeping assistance
- Supervision services
- · Monthly reporting
- · Computerization of accounts

ADVISORY AND CONSULTING SERVICES

Companies today face a myriad of complex business challenges. To help navigate through these challenges, A.A & Co business consultants provide a comprehensive range of services in the areas of financial management, human resources, operations, risk management, strategy and technology. We offer a customized approach to our services that's based on your needs — combining in-depth industry knowledge and a longstanding commitment to growing companies.

BUSINESS MANAGEMENT

COMPREHENSIVE BUSINESS MANAGEMENT SERVICES

our team stands ready to provide a full range of business management services, including.



"Today's business environment demands the ability to anticipate future opportunities and challenges, at A.A & Co. we are prepared for those challenges"

- Business financial planning (development of goals/budgets, analysis of insurance/stocks)
- Cash management advisory services (cash flow analysis)
- · Coordination of business insurance needs
- · Interface with investment advisors
- · Arrangement of financing (mortgages, loans, etc.)
- · Payment of bills and vendor liaison
- · Preparation of special analysis for attorneys
- Payroll processing

BUSINESS ADVISORY PRACTICE

A.A & Co provides robust business advisory services to CEOs and entrepreneur/owners in a wide range of industries. A.A & Co methodology is to team with CEOs and entrepreneur/owners to co create breakthrough plans that identify the big Opportunities and Early Victories — then execute with excellence to deliver measurable results that, where appropriate, surround clients with 360 degrees of service.

Services are delivered in this "one-two punch" of strategy and execution in multiple areas of the client's business, including:

- improving operational excellence while lowering costs
- · organizational assessment
- · improved profitability.

BUSINESS RECOVERY SERVICES

True business advisors prove their value in an uncertain economy. And that's exactly why A.A & Co has pulled together a multidisciplinary team of experts to provide advisory services to the privately-held business owner during tumultuous economic times.

A.A & Co has the expertise in a number of highly specialized advisory areas particularly relevant to businesses in an uncertain economy. The services represented in this group include a number of financing/restructuring, cost reduction and business advisory services that go well-beyond the "traditional" professional services provided by public accounting firms.

.A.A & Co is serving as "more than just an accounting firm" to our clients.

A.A & Co has a team of senior executives ready to meet with you to review these issues. It is a visit that could mean the difference between the success and failure of your business in these uncertain times.

OVERHEAD COST REDUCTION

Our cost reduction services focus on one single idea: Achieving permanent step-downs in your expense structure. Through our deep experience, we deliver tangible, long-term results without sacrificing quality or service. We target expense categories common to most companies and organizations, the ones that deliver significant and well defined savings in nearly every case:

"At A.A. & Co. We use best practice techniques to ensure that our clients receive tailored reports of the highest quality in an efficient and cost effective manner. "



- Office supplies and related items
- Copiers
- Overnight delivery
- **Telecommunications**
- **Printing**
- Payroll services
- Janitorial/cleaning supplies

Our expert team identifies saving opportunities, conveys them in an easy to understand report, with detailed recommendations ready to implement.

Our fees depend entirely on what you save and begin only when savings are realized, a totally riskless proposition.

DUE DILIGENCE

We provide full commercial, financial, and market due diligence services for acquisitions or disposals.

The purpose of acquisition due diligence is to ensure that the acquirer fully understands the key risks around the business that it is buying, by assessing and validating assumptions that underlie the deal, giving the acquirer a coherent overview of the financial position and obligations, and providing the acquirer with valuable information to support negotiation of the purchase consideration.

We can also develop or review the cash flow models used to assess the economics of the acquisition.

Effective acquisition due diligence of a business ensures that the purchaser fully understands the drivers behind the past investment history and performance.

Many clients also ask us to undertake reviews before they commit to a sale of business. The purpose here is to alert the client to issues that a potential acquirer may raise, thereby giving time to respond to and deal with those issues. Experience shows that vendor assistance can significantly speed up the disposal process and help to maximize the sale proceeds.

VALUATION SERVICES

Valuation services are critical to those who must rely on the value of a business to make informed decisions. Valuations services become even more critical when there is no active market that provides a quoted market price for a business or investment. A.A & Co valuations are an excellent management tool which can be used to maximize shareholders' value and generate benefits.

A.A & Co professionals use a variety of tools in determining valuations, including the use of databases, extensive research, and financial theory. In addition, our forensic backgrounds are invaluable when scrutinizing the underlying numbers and assumptions. This can have a significant effect on valuations. Our valuations are prepared by experienced valuation professionals to avoid the inaccurate conclusions of applying generic industry "rules of thumb." An objective and credible valuation will always reduce questions and ambiguity and help minimize exposure to litigation and dispute resolution.



"At A. A & Co. We ensure that our clients receive accurate, reliable, and timely service. with access to senior level team member who are knowledgeable, qualified and consistent"

Services

MERGERS AND ACQUISITIONS SERVICES

Making the decision to buy or sell a business is one of the most important decisions a business owner will ever make. Because of the far-reaching ramifications of that decision and the complexity of the merger and acquisition (M&A) process, it is important that the process be directed by experienced professionals dedicated to the M&A process.

The merger and acquisition (M&A) professionals at A.A & Co provide a comprehensive menu of services to the individual or business looking to buy, sell or merge. We are ready to guide our clients in a wide range of industries through the complex merger and acquisition process. the group's capabilities include:

- · Developing and implementing the M&A strategy.
- Conducting a thorough and accurate valuation of your business,
- Finding a motivated buyer through
 A.A & Co network of contacts and an analysis of the market in which you operate.
- · Managing negotiations.
- · Structuring and arranging financing
- Providing required due diligence.
- · Managing the deal process
- · Assisting with the integration of the businesses.
- · Providing the technology infrastructure

At A.A & Co, we know the "deal is not done" when final papers are signed. What remains to be done is the blending of operational systems, personalities, management styles and cultures of two different organizations. Our professionals are there for their clients to assure a successful transition for the new business, its owner, and the employees. These are just a few of the many reasons that clients choose A.A & Co to handle their merger and acquisition process.

BUSINESS RISK

A.A & Co Business Risk Services team helps companies manage their risk at a strategic and operational level. While you work closely with a small team that is well versed in every discipline of business risk services, you also have access to the support and expertise of specialists and the experience of professionals. This affords us the attention to detail and flexibility of a boutique firm and the intellectual capital of a national firm.

Our Business Risk Services team helps companies.

- Strengthen the effectiveness of their corporate gover nances including their system of internal controls;
- Strengthen the effectiveness of our clients' overall business operations
- Strengthen the controls, security, operation and selection of technology
- Maximize the efficiencies of our clients electronic information management; and
- · By providing internal audit functions.

" In the changing landscape of regulatory and business environment, A.A & Co stands well positioned to provide quality and objective internal audit services to a diverse client base."



CORPORATE GOVERNANCE AND INTERNAL AUDIT

Our team of professionals enables businesses to design and assess the internal controls of their financial reporting systems by certifying that their system of internal controls has been evaluated against a recognized internal control standard that will be effective in preventing a material misstatement in a company's financial statements.

These companies have seen and experienced how the best practices can help them improve business operations and secure their assets as well.

A.A & Co maintains best practices in performing our assessments. Our top-down, yet cost effective approach affords our clients a complete solution in a timely manner and is favorably opined by the Big Four and second tier audit firms.

A.A & Co also consults with audit committees and boards of directors on ways in which they can strengthen the corporate governance over their businesses. By doing so they ensure that their principles and policies will flow throughout the organization to achieve the integrity and standards with which they want the company to operate. It also allows them to monitor their business to identify deviations from the policies they establish.

A.A & Co is available to provide consulting services to the Board of Directors, Audit Committees and Management including internal financial investigations, review of new Accounting policies, due diligence audits, reporting, and special projects

.OPERATIONS REVIEWS (OPERATIONAL, INFOR-MATION TECHNOLOGY AND FINANCIAL MAN-AGEMENT)

The Business Risk Services Group performs reviews to determine the effectiveness of our clients' overall business operations in three key areas: operations, information technology and financial management. The process that we use to evaluate each area includes:

- Interviews with selected employees from each stage of the company's work and information flow;
- · Interviews with key vendors and clients;
- · A dry run through key business processes;
- · Analysis and testing of findings; and
- · Practical recommendations based on our research.



"It is difficult to find professionals with significant experience in responding to disputes and managing the risk of fraud, in A.A & Co. we understand forensics accounting and fraud investigations and has the experience to help you "

LITIGATION, FORENSIC SERVICES

The consultants in A.A & Co Litigation, Forensic and Valuations Services Group possess the experience and credentials recognized by attorneys, businesspeople and the courts to act as experts to help them make informed decisions. The group's depth, extensive intellectual capital base, state-of-the-art technology and use of international professionals are strategically utilized to create effective and efficient solutions to dispute resolution matters.

LITIGATION SERVICES

In litigation, your positions are only as strong as your ability to support and present them. As experts, we are thoroughly prepared to support your position with knowledgeable, credible and objective analysis. We are able to present complex data in ways that our clients, judges, jurors, arbitrators and mediators can comprehend. The result? Helping you build and prove stronger cases.

Areas in which we perform Litigation Services include:

- · Contract disputes
- Disputed construction and contractor claims
- · Expert witness
- Lost profit and damage calculations
- · Lost value

FORENSIC SERVICES

It's all in the detail. As forensic accountants, our professionals utilize all of their accounting, auditing, computer, and investigative skills when conducting forensic analysis or an investigation. Equally critical is our ability to immediately understand complex transactions and to communicate financial information clearly and concisely. Our professionals are dedicated to dig deeper and deeper into the detail, knowing that's where the answers lie.

- · Accounting and auditing malpractice
- · Bank fraud
- · Bankruptcy and insolvency
- · Business failures
- · Criminal investigations
- Defalcations
- · Forensic insolvency and bankruptcy
- · Fraudulent transfer of funds
- · Internal investigations
- · Tracing assets

COMPUTER FORENSICS

we employ the use of state-or-the-art technologies and best practice analytical and investigative techniques to identify, collect, examine and preserve evidence/information which is magnetically stored or encoded. We are able to:

- Secure the subject system (from tampering during the operation);
- Acquire a copy of hard drive (if applicable);
- Identify and recover all files (including those deleted);
- Access/copy hidden, protected and temporary files;
- Study 'special' areas on the drive (eg: residue from previously deleted files);
- Investigate data/settings from installed applications/programs;
- Assess the system as a whole, including its structure;
- Consider general factors relating to the users activity;
 and
- · Create detailed report.



P.O. Box: 78142, Dubai, United Arab Emirates
Tel: +971 4 432 9083, Fax: +971 4 432 9084
Business Bay, Aspect Tower, Zone 'B' 4th Floor, Office No. 405

P.O. Box: 46305, Abu Dhabi, United Arab Emirates

Tel: +971 2 628 2650, Fax: +971 2 628 2655

Saleh Ibrahim Al Saman Building, Hamdan St. Block 'B' 3rd Floor, Office

No. 301

Website: www.abbasaccounting.ae Email: info@abbasaccounting.ae







"No matter where or when, we are always there for you..."