



Strategic Tenant Advisory Services

Real Estate Expertise for
Office Users





EXECUTIVE SUMMARY

Cushman & Wakefield is pleased to present our capabilities to assist Daxko with its growing real estate portfolio. We believe Cushman & Wakefield is the best partner for Daxko based on our team, platform, services, and most importantly, our focus on growing middle market companies. Our core team of Mark McGranahan, Jay Seiden and Daniel Johnson is prepared to dedicate the time and resources to make this a successful partnership with no conflicts of interest.

So What Makes Cushman & Wakefield the Best Partner?

MANAGING GROWTH. It's our understanding that Daxko has plans to grow organically, and via acquisition. Our expertise in workplace strategy, lease negotiation and pre-acquisition diligence will ensure Daxko's physical footprint always supports the company's over-arching financial, operational, and human resource objectives.

CUSTOMIZED SOLUTION. While all the big providers offer scale, bigger is NOT better. C&W through its recent merger of four companies has allowed us to reinvent the service delivery model for growing companies like Daxko. We have created our Portfolio Solutions group which has taken the best practices from our large corporate clients and scaled them down in a broker led model. Our core team will be a conduit to ensure that the foundation is set for Daxko's growth, delivering the right processes and procedures to ensure Daxko's executive team makes the best real estate decisions.

DEDICATED/EXPERIENCED TEAM. Mark, Jay and Dan will be dedicated to the success of Daxko. We have worked with various firms with national and global portfolios including Broadcom, Taleo, Wells Fargo, Metaswitch Networks, Gensler and others. We know how to run the process and access C&W resources around the globe to ensure a consistent deliverable and value-added results.

WE BOTH HAVE A BRIGHT FUTURE. C&W and Daxko are both private equity owned (TPG in our case). TPG has significantly invested in C&W because of the enormous potential we have to disrupt the commercial real estate industry. TPG is not only the largest shareholder of C&W but continues to strategically invest in C&W's strategic growth. We believe this shared trajectory and understanding will support the foundation of a long term partnership.

CORE SERVICES

Daxko's future real estate requirements would be wholly supported by Cushman & Wakefield's in-house core capabilities and resources. Our team will develop solutions that address your specific goals and challenges (e.g., centralization, operating cost reduction, workforce engagement/productivity, etc.) To generate results that are important to you and your bottom line, we will collaborate with our in-house professionals around the world, supported by proven processes, leading technology, market research and relevant experience. As we learn more about Daxko's immediate and long-term requirements, we will work with you to integrate any of the following services we offer.

TENANT REPRESENTATION From leases to property acquisitions and dispositions, C&W advises and executes on optimal strategies in alignment with your organizational goals.

PROJECT & DEVELOPMENT SERVICES From tenant improvement construction to day-to-day move management, our platform and expertise ensure on-time, under-budget execution with no surprises. Flexible staffing models help deliver consistent results across portfolios.

SPACE PLANNING & STRATEGIC CONSULTING Our deep expertise in areas such as workplace strategy, change management and portfolio optimization enables your organization to win new talent and achieve strategic goals.

LEASE ADMINISTRATION Through rigorous process and strategic analysis, we transform data into knowledge that supports improved decision-making. With better visibility into their real estate portfolios, we can help clients align real estate strategy to business imperatives; manage costs; and reduce risks across the enterprise.

FACILITIES SERVICES C&W Services is a leading integrated facility services provider that helps clients drive down facility operating expenses, increase facility efficiency and uptime, make strategic business decisions and create a positive occupant experience.

ASSET SERVICES An ownership perspective influences every aspect of our services. From providing property due diligence during acquisition, through day-to-day operations, to value realization through a sale or refinancing, our programs are highly customized to unique operational priorities and financial goals.

CAPITAL MARKETS World-leaders in real estate Capital Markets expertise, our professionals provide comprehensive advisory and execution services to clients engaged in buying, selling, investing in, financing, or developing real estate and real estate-related assets. Our solutions are tailored to meet the objectives of private and institutional owners and investors, as well as corporate owners and occupiers.

VALUATION & ADVISORY For owned assets, valuation professionals have access to real-time market data and insights of our leasing, research and capital markets experts. Our model – unique to the industry – combines the best of research analytics and real estate consulting expertise.

EXPERIENCE

We work with clients of all sizes to provide one-off and ongoing services. A representative summary of our global client experience includes the following:

600+
PORTFOLIO CLIENTS
IN 70 COUNTRIES

4 BILLION SF
FACILITIES MANAGEMENT

20,000
FACILITIES GLOBALLY

\$108.3 BILLION
IN LEASING AND SALES
TRANSACTIONS

94 MILLION SF
OF CONSTRUCTION PROJECTS,
WORTH \$2.58 BILLION

100,000
PORTFOLIO ADMINISTRATION
CLIENT LOCATIONS
(1.8 BILLION SF)

\$6.5 BILLION
STRATEGIC CONSULTING VALUE
DELIVERED (100+ CLIENTS)



SELECT SOFTWARE & TECHNOLOGY REPRESENTATIVE CLIENTS



CUSHMAN & WAKEFIELD TECHNOLOGY PRACTICE GROUP

Cushman & Wakefield's Technology Practice Group brings together advisors from primary tech clusters across the globe in a collaborative team serving the real estate needs of these organizations.

The group focuses on start-up, emerging private and early-stage public companies, including those developing software products and services and those leveraging new technology to disrupt existing markets through innovation. Cushman & Wakefield advisors work closely with company founders, leaders, and investors to create real estate strategies, acquire and build the optimum workplace for each stage of growth — from co-working spaces to short-term leased locations, from multi-year lease commitments to owned buildings and campuses.

**44% OF TECHNOLOGY COMPANIES LISTED
ON “FORTUNE GLOBAL 500” ARE C&W
GLOBAL OR REGIONAL CLIENTS.**

TRANSACTION MANAGEMENT OVERVIEW

All C&W transactions—both large and small—follow the same, proven process and standards, which are then customized to Daxko’s specific preferences and requirements. At the outset of the account, we will create a “Playbook” jointly with Daxko’s Real Estate team to ensure that all processes are consistent and approved.

The account leads (Mark, Jay and Dan) will oversee all transactions and ensure every transaction is properly sourced and follows the processes implemented for the Daxko account—in full alignment with Daxko’s overall real estate strategy. They will collaborate with regional and market leaders to ensure consistent, high-quality service is delivered across all assignments in all markets portfolio-wide, regardless of project size, type or location. Smaller transactions will always be pursued with the same diligence that is typically reserved for larger transactions.



Additionally, through past experience, the Account Team has tremendous built-in goodwill with the field brokers in many markets around the world. This further ensures that transactions of all sizes will be treated with the same exemplary service.

By managing all transactions across your owned and leased portfolio, we will help you optimize your portfolio and adjust to changing market and competitive conditions.



BENEFITS TO DAXKO

Better Transaction Terms.

Better deal terms, more flexible options, and optimal timing are only a few of the benefits we achieve for tenants because of the experience of our tenant representation teams. C&W's familiarity with the markets enables us to benchmark costs accurately and learn about opportunities before they become available.

Understanding clients' businesses and needs.

Innovative solutions result from C&W's ability to integrate information about a client's industry, business goals, and culture with our real estate knowledge and skills. The distinct advantage that C&W professionals add is the insight that comes from knowledge and experience.

Financial analysis, implementation, and forecasting.

Standardized financial analyses (cash flow, GAAP, NPV) will enable thorough comparison of space options for Daxko. Daxko will also benefit from an accurate budget for annual occupancy costs based on actual market experience. C&W's in-depth financial analysis enables Daxko, not the landlord, to control Daxko's lease structure.

Market data and analysis.

C&W is the only real estate services firm that performs primary research and maintains and analyzes proprietary data. Daxko's real estate decision, therefore, will be informed and supported by C&W's superior information.

Strong relationships with landlords.

C&W's established relationship with landlords in the market is a benefit to Daxko. C&W's history with both tenants and landlords – as well as our substantial market share – will enable the team to achieve lease terms that will be both advantageous to Daxko and acceptable to the landlord. This will reduce negotiation time and enhance Daxko's relationship with its landlord.

We have global reach with local expertise.

We pair our significant breadth of resources with local expertise to ensure we can meet Daxko's needs and surpass your expectations. Our unique idesk program will ensure the best in class service globally. We strive to recruit the greatest talent, and support them and their work with a global, integrated platform. The Account Team for Daxko will act in your best interests, and has access to whatever resources are needed to remain nimble and responsive throughout the partnership.

We collaborate to innovate.

Our global expertise and broad industry experience allow us to create innovative solutions derived from the knowledge transfer that occurs within a culture that celebrates best practices. We take a lessons-learned approach and collaborate across markets and business lines to innovate and are constantly looking to improve our processes and performance. Innovation is a cornerstone of our corporate culture, and we will bring that attitude of innovation to our work with Daxko.

At C&W, we do not look to adapt our clients to our policies, practices, solutions or results, but rather customize and develop client specific policies, practices, solutions and results that are unique to our clients individual strategic goals.

PROPOSED COMPENSATION

The Cushman & Wakefield team will provide Transaction Management, Account Management and Portfolio Solutions at no cost to Daxko. For portfolio-based, multi-service and multi-year engagements, we can offer client rebates from commissions received by C&W from acquisition transactions in which C&W represents the client's interests and where compensation is paid by a third party. Rebates may be used to offset the costs of tenant improvements, rent, or to procure other C&W services.

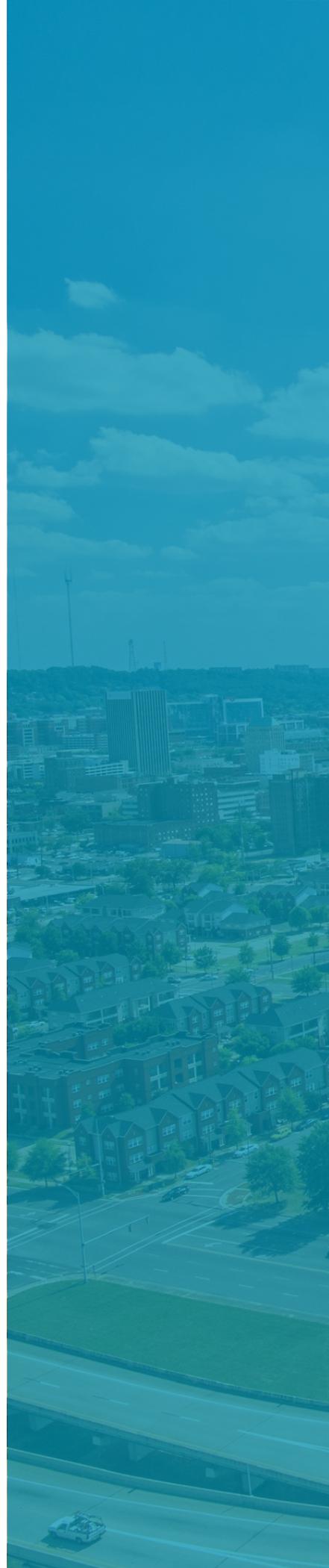
Rebates are calculated on an incremental schedule on a per-transaction basis and generally start after a minimum commission level is met. Distribution of rebates is closely monitored and documented in each instance to assure the appropriate application consistent with Daxko's directive.

Cushman & Wakefield proposes the fee-share schedule below, which represents proposed fee participation on an event-by-event basis once expenses associated with the transaction are covered. These fees are carefully structured to incentivize field brokers to properly align their performance to Daxko's requirements.

Fee Range	Fee Share
\$0 - \$100,000	0%
\$100,001 - \$250,000	15%
\$250,001 - \$500,000	20%
\$500,001 - \$1,000,000	30%
\$1,000,001+	35%

The pricing model provided herein is our recommendation based on what is currently known about the Daxko portfolio and future requirements. Cushman & Wakefield is flexible and open to alternative pricing models once we have established a complete understanding of Daxko's scope of work. As a full-service corporate real estate company, we can also deliver multiple other services and pricing once scope is established, including ongoing Project Management, Workplace Strategy, Labor Consulting, Portfolio Strategy, Lease Administration, Lease Audit, and Business Incentives.

* It is important to note that fee-share application follows local commission customs, and thus, for instance, lease acquisitions are payable by the landlord in North America and the client in the UK, most of EMEA, and portions of APAC.







About Cushman & Wakefield

Cushman & Wakefield is a leading global real estate services firm that helps clients transform the way people work, shop, and live. The firm's 43,000 employees in more than 60 countries provide deep local and global insights that create significant value for occupiers and investors around the world. Cushman & Wakefield is among the largest commercial real estate services firms with revenue of \$5 billion across core services of agency leasing, asset services, capital markets, facility services (C&W Services), global occupier services, investment & asset management (DTZ Investors), project & development services, tenant representation, and valuation & advisory.

To learn how you can achieve a real estate solution that supports your firm's goals, visit cushmanwakefield.com, or contact:

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Cushman & Wakefield Capabilities

Primary Services

Global Occupier Services
Capital Markets
Investment & Asset Management
Valuation & Advisory
Project and Development Services
Tenant Representation
Agency Leasing
Asset Services
Facility Services

Sectors

Airports & Ports
Automotive
Banking/Financial Services
Data Centers
Education
Energy (oil & gas)
Food & Beverage
Government
Healthcare
Higher Education
Hospitality
Industrial
Land
Legal/Professional Services
Life Sciences/Pharma
Multi-family
Net Lease Investment Services
Not-for-Profit
Residential
Retail
Technology