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OVERVIEW

Mr. Hanan has built and managed several firms, including one of the nation's leading valuation firms. An outside director of public and private firms, seasoned public speaker, author, educator and expert witness, Mr. Hanan is a nationally recognized leader in value measurement and shareholder value creation. His strengths include deep insight into econometrics, financial economics, and valuation methodologies. He is highly analytical, quantitative, creative, and utilizes these skills in providing financial valuations of business interests, transaction, and estate planning advice. He also provides strategic advice on sell-side and buy-side transactions, corporate restructurings, and business econometrics to identify new opportunities and value-added initiatives.

EMPLOYMENT HISTORY

2001 – Present **ValueScope, Inc.**
Founder and President *Southlake, TX*
Mr. Hanan founded ValueScope, a value-centric consultancy that specializes in value measurement, identifying and quantifying value-added strategies, representing companies in business transactions to maximize value, performing economic and investment analysis, addressing extensive estate and gift valuation issues, determining executive compensation issues, and assisting clients as experts in US Tax Court and other courts.

The firm utilizes its expertise in financial economics to value business interests and corporate assets for SEC, FASB, and IRS reporting purposes. The firm prepares fairness and solvency opinions for Boards of Directors who have a fiduciary duty to protect shareholder interests.

The firm is expert at identifying value drivers and strategies to assist business owners in maximizing shareholder value at the highest return to risk profile. Its business intelligence services often involve sophisticated data analysis and econometrics to facilitate better pricing, resource allocation and performance improvement decisions.

ValueScope also represents companies in sell- and buy-side transactions to harvest the most value or to realize the highest ROI on a purchase. This involves the determination of various fundamental and market value ranges, to structuring and negotiating the deal.

ValueScope consultants are also called on to testify as experts in valuation and corporate finance matters for tax and commercial damages cases.

2001 – Present **Other Initiatives**

During this period, Mr. Hanan successfully launched a leading consumer Internet-based technology firm, now with over one million members. As President, he conceived the idea, created the vision, developed, and patented certain components of the technology, and managed the staffing and growth through its early stage of development.

Mr. Hanan is also the lead director of a $40 million privately held consumer marketing and retail firm, based in Chicago. He has developed marketing and financial econometric models and developed and executed numerous process improvement initiatives to increase growth and profitability.

Mr. Hanan was also elected to the Board of Trustees of the Alliance for Higher Education, responsible for overseeing the North Texas technology commercialization initiatives and Emerging Technology Fund for the State of Texas.

1987 – 2000 **Business Valuation Services, Inc.**
Founder and President *Dallas, TX*
Mr. Hanan founded Business Valuation Services, Inc. in 1987, and built it into one of the countries' leading financial valuation and advisory firms. With offices in Dallas, Chicago, and San Diego, Mr. Hanan directed its national operations and provided project management on major valuation assignments. He published and lectured on numerous occasions and testified extensively as an expert witness in matters involving valuation and economic loss. Mr. Hanan sold the firm in 1998 and remained President until 2000.

1987 **H.D. Vest Business Valuation Services, Inc.**
President *Irving, TX*
Mr. Hanan established a new business unit, directing all valuation and appraisal services for H.D. Vest Financial Services, a large national broker/dealer. The valuation division performed assignments relating to acquisition and divestiture planning, post-acquisition allocations of purchase price, business and stock valuations, intangible property valuations and litigation matters.

1986 – 1987 **Touche Ross & Co.**
Senior Manager, Valuation Engineering and Appraisal Services *Chicago, IL*
Mr. Hanan directed the regional financial valuation activities of Touche Ross & Co. He managed appraisal assignments in the following industries: insurance, banking, financial services, publishing, hospitality, electronics, computer hardware and software, energy, high technology and manufacturing, processing plants, television, radio and cable systems, retailing, leasing, health care, medical and dental practices, real estate development, brokerage, wholesaling, professional sports franchises, and others.

1983 – 1986 **Arthur D. Little Valuation**
Manager *Chicago, IL/Dallas, TX*
Mr. Hanan was responsible for project and personnel management. He recruited, trained, and supervised consultants in the overall valuation of business entities, including intangible assets. Mr. Hanan presided over progress meetings and presentations to clients and advisors. He developed models in the areas of fairness opinions, pre-acquisition transaction structuring, divestiture planning and litigation.

1978 – 1982 **Motorola Govt. Electronics Group**
Design and Manufacturing Engineer *Scottsdale, AZ*
Mr. Hanan performed reliability studies, and designed test programs and production flows for high-reliability defense and commercial communications systems. He supervised designs and assemblies of digital communications circuits, subsystems and power supplies and managed assignments relating to LSI Technology for the Custom Integrated Circuit Section.

FORMAL EDUCATION

Master of Business Administration, Finance - 1983
Loyola University, Chicago, Illinois
Post Graduate Courses, Electrical Engineering – 1978/79
Arizona State University, Tempe, Arizona
Bachelor of Science, Electrical Engineering - 1978
University of Illinois, Champaign-Urbana, Illinois

ACADEMIC HONORS

Beta Gamma Sigma (Business Scholastic Honor Society)
Tau Beta Pi (Engineering Scholastic Honor Society)
Eta Kappa Nu (Electrical Engineering Scholastic Honor Society)
Research Fellowship, Loyola University
Full Academic Scholarship, University of Illinois

FEDERAL AND STATE LICENSES AWARDED

National Association of Securities Dealers
Series 7 General Securities License
Series 63 Texas State Securities License

ACCREDITATIONS AND DESIGNATIONS AWARDED

CFA - Chartered Financial Analyst (CFA Institute)
ASA - Accredited Senior Appraiser (American Society of Appraisers)

ORGANIZATIONS AND PROFESSIONAL ASSOCIATIONS

The CFA Institute
Dallas Society of Financial Analysts
Beta Gamma Sigma Alumni – Dallas Chapter

BOARD SEATS

Director on boards and advisory boards of various private companies and charitable foundations
Former Director, Einstein Noah Bagel Corp; NASDAQ – Golden, CO (company sold)
Former Director, private consumer, and builder supply company – Chicago, IL (company sold)
Former Director, Board of Trustees, Alliance for Higher Education / North Texas Regional Center for Innovation and Commercialization (Board Disbanded)

PUBLICATIONS

"Transcending Fair Market Value" – Private Publication, April 2021

"Information Asymmetry in Private Company Transactions" – Private Publication, January 2020.

"Estate and Gift Dynamics in the Era of the Big Exemption and Election Uncertainty" – Private Publication, October 2019.

"Maximizing Value Throughout the Business Life Cycle" – Private Publication, February 2019.

"Economic Overview – Fourth Quarter 2018" – Private Publication, February 2019.

"Is it Time to Change the Name of the Most Valuable Player Award?" – Private Publication, January 2019.

"The Relationship Between S&P 500 Returns, Earnings Growth, P/E Expansion, and Interest Rates" – Private Publication, November 2018.

"The Renaissance Board" – Private Publication, October 2018.

“Economic Overview – Third Quarter 2018” – Private Publication, October 2018.

“Economic Overview – First Quarter 2018” – Private Publication, April 2018.

“Ten Reasons to Get a Business Valuation Prior to a Transaction!” – Private Publication, March 2018.

“The S&P 500 – Part 3: Stock Market Timing” – Private Publication, February 2018.

“The S&P 500 Returns: A Historical Perspective – Part 2” – Private Publication, August 2017.

“The S&P 500 P/E Ratio: A Historical Perspective” – Private Publication, July 2017.

“Estate Planning Mathematics – A Valuation Problem” – Private Publication, September 2016.

“Value of High-Intensity Exercise” – Private Publication, August 2016.

“March Madness Employee Productivity” – Private Publication, March 2016.

“Presidential Predictions 2016” – Private Publication, March 2016.

“White Paper: 3 Paths to Value Creation” – Private Publication, February 2016.

“Stock Market Performance During and After Recessions: An Historical Perspective” – Private Publication, January 2009.

“Underwater Stock Options: A Drag on the Company’s Financial Performance” – Private Publication, August 2009.

“Helping Boards Work Better” – Published in *Financial Executive*, June 2001.

“What Should be in the Boardbook” – Published in *Directors and Boards*, Spring 2001.

Financial Valuation: Businesses and Business Interest – 1998 & 1999 Update, Co-editor - Publisher: Warren, Gorham & Lamont.

“Employee Value and its Relationship to Fair and Reasonable Compensation, Employment Agreement and Covenant Not to Compete Valuation” – Chapter 13D – Published in *Financial Valuation: Businesses and Business Interest* – 1998 Update, Publisher: Warren, Gorham & Lamont.

“Calculating the Economic Life of the Core Deposit Base” – Published in *The BancNote.*

"Core Deposit Favorable Financing" – Published in *The BancNote.*

"The Treatment of Risk in Cash Flow Analysis" – Published in *Accounting Today,* the *Ohio Public Accountant* and *Practice Update – Accountant's Workbook Series.*

"When Professionals Divorce: How the Practice is Divided" – Published in *Pennsylvania Law Journal-Reporter, Accounting News* and *National Public Accountant.*

"Law Changes Business Buy-Sell Strategy" – Published in *International Association of Financial Planning Journal.*

"Mergers and Acquisitions – The Effect of the 1986 Tax Reform Act" – Published in *New York State CPA Journal* and *The Ohio Public Accountant.*

"Placing the Correct Value on a Practice" – Published in the state EA journal of California.

"Placing the Correct Value on an Accounting Practice" – Published in state CPA journals in Idaho, Arkansas, and Vermont.

LECTURES AND APPEARANCES

"realBusiness Business Seminar" – April 23, 2020. Mr. Hanan was one of the experts in a panel discussion geared towards business owners regarding succession planning. Other panel experts included Nexus Advisors, LLC, Scheef & Stone, and MassMutual.

"realBusiness Business Succession Event" – April 9, 2020. Mr. Hanan was one of the experts in a panel discussion geared towards business owners regarding succession planning. Other panel experts included Nexus Advisors, LLC, SYRConsulting, Scheef & Stone, and MassMutual.

"What's Your Data Worth" – The Greater Irving-Las Colinas Chamber of Commerce Data Management Event. Meeting – Las Colinas, Texas – May 13, 2014. Mr. Hanan was one of the experts in a panel discussion of the ability to drive enterprise value using data. Other panel experts included Brainspace Corporation, Epsilon, and TravisWolff.

"Discounted Cash Flow Analysis: The Four-Step Process" – 2009 IRS Gift and Estate ETA Conference – Orlando, Florida – August 5-6, 2009. Mr. Hanan was selected as the sole outside speaker on a variety of valuation topics, focusing on valuation methodology, discounts, technical issues, and appropriate discounted cash flow modeling.

“Valuation Insights” – Jackson Walker, L.L.P., Corporate Securities Practice – Dallas, Texas – October 21, 2009.

“Valuation Topics in Mergers and Acquisitions” – Grief, Inc. management team – Delaware, Ohio – June 2009.

“Current Trends in Valuation” – Cantey Hanger LLP – Dallas, Texas – March 26, 2009.

“Critically Analyzing Business Valuation Reports” and “Discounted Cash Flow Analysis” – IRS DVD presentations filmed at the IRS studios – Washington, D.C., August 15, 2006. Mr. Hanan was selected as the sole outside speaker on valuation.

“Valuation Discounts in Family Limited Partnerships” – IRS Sixth National Continuing Legal Education for Estate Tax Attorneys – Atlanta, Georgia – September 26-29, 2005.

“One Entrepreneur’s Anecdotes to Building, Managing, Measuring and Harvesting Value” – BBA Entrepreneurship Class, The Murphy Enterprise Center, University of North Texas – Denton, Texas – April 17, 2002.

“Key Issues Confronting Estate and Gift Attorneys”– Estate and Gift Tax Valuation Workshop, Internal Revenue Service – New Orleans, Louisiana – February 27, 2002.

“Essential Knowledge of Valuation Issues in Estate and Gift Matters” – Dallas CPA Club – Dallas, Texas – September 23, 1999.

“Inside the Determination of Discount Rates” – IRS Engineering Group Southeast Region – New Orleans, Louisiana – September 8, 1999.

“Working with Expert Witnesses in the Tax Court” – Guest Lecturer, IRS Expert School – Milwaukee, Wisconsin – March 24, 1999.

“Intellectual Property Valuation” – Jenkens & Gilchrist – Dallas, Texas – March 10, 1999.

“Business Valuation Careers for the Finance MBA” – Southern Methodist University, Edwin Cox School of Business – Dallas, Texas – February 8, 1999.

Broadcast.com Television Interview with Byron Harris, Reporter – WFAA Channel 8, Dallas/Ft. Worth ABC Affiliate – Dallas, Texas – January 12, 1999.

“CBIZ Valuation Services Division Presentation” Analyst – Institutional Investor Conference – New York, New York – November 18, 1998.

“Developing a Plan for the Future” – H. D. Vest Financial Services, Inc., Vest National Convention – Dallas, Texas - November 6, 1998.

“Understanding Financial Statements, Corporate Value and Damages” – Brown, McCarroll & Oaks Hartline, L.L.P. – Austin, Texas – October 9, 1998.

“Intellectual Property Valuation” – IRS Engineers Group, Continuing Professional Education – Dallas, Texas – September 17, 1998.

“Estate and Gift Tax Valuation Issues” – IRS Estate & Gift Tax Division, Continuing Professional Education – Kansas City, Missouri – August 13 and 20, 1998.

“Intellectual Property Valuation” – Texas Society of Certified Public Accountants, Dallas Chapter - Texas Board of Public Accountancy, Continuing Professional Education – Dallas, Texas – July 1998.

“Valuing Trade Names, Copyrights and Royalties” – Manhattan District, Estate and Gift Tax Continuing Education Seminar – New York New York – April 1998.

“Careers in Business Valuation” – Southern Methodist University, Edwin Cox School of Business – Dallas, Texas – February 1998.

“The Valuation of CPA and Financial Services Practices” – Vest National, H. D. Vest Financial Services, Inc. – Dallas, Texas – December 1997.

“Understanding Financial Statements, Corporate Value and Damages” – Winstead, Sechrest & Minick, P.C. – Dallas, Texas – December 1997.

“Topical Issues and Expert Effectiveness for Valuation Cases” – Internal Revenue Service; Phoenix, Arizona – November 1997.

“Topical Issues and Tax Court Cases Relating to Gift and Estate Tax Valuation” – Internal Revenue Service – Dallas, Texas – September 1997.

“How Business Valuation Can Assist the Real Estate Appraiser” – IRS - St. Louis, Missouri – September 1997.

“Current Issues and Approaches to the Valuation of Distressed Businesses” – Turnaround Management Association – Dallas, Texas – June 1997.

“Careers in Business Valuation” – The University of Texas at Dallas, Cohort MBA Program – Dallas, Texas - March 1997.

"Recognizing and Solving Your Valuation Requirements" – Dallas North Rotary Club – Dallas, Texas – February 1997.

"Current Approaches and Issues to the Valuation of Business and Investment Interests" – IRS Gift and Estates, Midstates Region – Dallas, Texas – May 1996.

"Inventory Valuation for Ad Valorem Taxation (Appraisal of Inventory Under Section 23.12 of the Texas Property Tax Code)" – Business Enterprise Value Seminar for Appraisal Districts – Dallas, Texas – January 1996.

"Business Valuation Issues for Property Tax Professionals" – Texas Association of Property Tax Professionals – Houston, Texas – September 1995.

"Current Issues, Approaches, and Anecdotal War Stories to Valuation of Business and Investment Interests" – IRS Western Region Continuing Professional Education for Estate Tax Attorneys – San Francisco, California – September 1995.

"Current Issues and Approaches to Valuation of Business and Investments Interests" – Notre Dame Tax and Estate Planning Institute – South Bend, Indiana – September 1995.

"Valuation: Common Battleground Issues and Anecdotal War Stories" – IRS Estate and Gift Tax Continuing Professional Education – Dallas, Texas – August 1995.

"Valuation Services to Licensed Securities Representatives" – H. D. Vest Financial Services – Dallas, Texas – August 1995.

RECENT EXPERT WITNESS TESTIMONY

Estate of Ethel Bell Wright, Deceased, Susan Armistead, Executor, et. al., Petitioners, v. Commissioner of Internal Revenue, Respondent – United States Tax Court (Los Angeles) – Docket Nos. 0005291-16; 14009-16; 16208-16

Superior Trading, LLC, Jetstream Business Limited, Tax Matters Partner, et al., Petitioners, v. Commissioner of Internal Revenue, Respondent – United States Tax Court (Chicago) – Docket No. 20171-07 et al.

Manuel Alfredo Sosa and Quipica, Inc., Plaintiffs, v. Honghua America, LLC, NCE Management, LLC, and Sichuan Honghua Petroleum Equipment Co., Ltd. – 270th Judicial District (Harris County, Texas) – Docket No. 2009-63740

Sugarloaf Fund, LLC, Jetstream Business Limited, Tax Matters Partner, Petitioner, v. Commissioner of Internal Revenue, Respondent – United States Tax Court (Chicago) – Docket No. 000671-10

Samuel Wegbreit & Elizabeth J. Wegbreit, et al., Petitioner, v. Commissioner of Internal Revenue, Respondent – United States Tax Court (Chicago) – Docket Nos. 7109-13,15305-13