



CONSTELLIS ENTERS INTO DEFINITIVE AGREEMENT TO ACQUIRE OMNIPLEX WORLD SERVICES CORPORATION

Transaction Increases Scale and Strengthens Service Offering for Domestic Security Contracts; Brings Significant Upstream Capabilities to Constellis' Expanded Offering

RESTON, Va. & CHANTILLY, Va. (July 31, 2017)—Constellis, a leading provider of operational support and risk management services, announced today that it has entered into a definitive agreement to acquire OMNIPLEX World Services Corporation (“OMNIPLEX”). The acquisition of OMNIPLEX, a leading provider of protective and investigative services, will significantly enhance Constellis’ service offering to include sophisticated technology and consultative solutions while expanding Constellis’ U.S. intelligence community customer base and domestic presence.

In connection with the transaction, Altamont Capital Partners, OMNIPLEX's current majority owner, will exit its stake in OMNIPLEX. Terms of the deal were not disclosed.

The transaction brings to Constellis a company that predominantly supports well-funded, difficult-to-penetrate federal agencies across the intelligence, law enforcement and homeland security communities that have an ongoing need for a broad range of investigative and security requirements. Going forward, Constellis will leverage both companies’ outstanding past performance with the industry’s most revered compliance programs to pursue future government and commercial opportunities.

Headquartered in Chantilly, Va., OMNIPLEX has approximately 2,100 employees and a network of 1,700 investigators operating across the U.S. OMNIPLEX has an established track record as a leading provider of physical security, investigative and risk management services to federal government customers, primarily within the intelligence community. Over its 27-year history, OMNIPLEX has developed an outstanding reputation within its core markets as a trusted operating partner to sophisticated customers with complex service requirements.

“The acquisition of OMNIPLEX is another important step in our growth strategy as we continue to focus on diversifying our revenues by expanding our service offerings to critical customers,” said Jason DeYonker, Chief Executive Officer of Constellis. “OMNIPLEX’s core competency in investigative services is an important upstream capability that brings us closer to our customers to help address some of their most challenging concerns.”

Mike Santelli, Chief Executive Officer of OMNIPLEX, commented: “This merger is an excellent fit for both companies as OMNIPLEX and Constellis are known for commitments to the missions of our collective customers and high standards of excellence in the services each organization provides. Combining with Constellis will allow OMNIPLEX to provide more service offerings to our existing customers, while expanding into new markets and creating additional opportunities for our employees.”

Financing and Approvals

The transaction, which has been approved by the Boards of Directors of Constellis and OMNIPLEX, is expected to close in August of 2017. The transaction is subject to Defense Security Service (“DSS”) review and other customary closing conditions.

Constellis expects to fund the acquisition of OMNIPLEX with incremental first-lien term loans under its existing credit facility.

Advisors

Akin Gump Strauss Hauer & Feld LLP and Paul, Weiss, Rifkind, Wharton & Garrison LLP are serving as legal advisors to Constellis.

Forward-Looking Statements

This press release includes forward-looking statements. Readers are cautioned that these forward-looking statements are only predictions and are subject to risks, uncertainties, and assumptions that are difficult to predict and many of which are outside the control of the Company. Therefore, actual results may differ materially and adversely, in terms of quantum and timing, from those expressed in any forward-looking statements. The Company undertakes no obligation to revise or update any forward-looking statements for any reason except as may be required by law.

About Constellis

Constellis is the leading provider of risk management, humanitarian, social intelligence, training and operational support services to government and commercial clients throughout the world. Operating in over 45 countries, Constellis' 20,000 employees bring unparalleled dedication and passion for creating a safer world by upholding the highest standards of compliance, quality and integrity. Constellis' forward-thinking solutions span a broad range of synergistic services, including background investigations, social intelligence tools, advanced training capabilities, logistics and life support, UAV systems, global tracking technology, fire protection and medical services, information security and crisis response mitigation. At Constellis, our number one mission is to secure success for our customers. For more information, visit www.constellis.com.

About OMNIPLEX

OMNIPLEX provides protective services and background investigations to the Intelligence Community and federal government. It is managed under two operating groups, which include the Protective Services Group ("PSG") and Investigative Services Group ("ISG"). The company was founded in 1990 and has been majority-owned by Altamont Capital Partners since 2012. Throughout their 27 year history, OMNIPLEX has been a trusted provider of integrated security service solutions, delivering best-in-class background investigations, personnel security, and protective security services to the Intelligence Community, the Department of Homeland Security, and other federal government agencies and commercial clients. Their national footprint of nearly 3,800 staff, Security Officers, and Investigators share a corporate commitment to providing integrity, quality, and service in support of each customer's unique mission.

About Apollo

Constellis is a portfolio company of certain funds managed by affiliates of Apollo Global Management, LLC (together with its consolidated subsidiaries, "Apollo"), a leading global alternative investment manager with offices in New York, Los Angeles, Houston, Chicago, St. Louis, Bethesda, Toronto, London, Frankfurt, Madrid, Luxembourg, Mumbai, Delhi, Singapore, Hong Kong and Shanghai. Apollo had assets under management of approximately \$197 billion as of March 31, 2017 in private equity, credit and real estate funds invested across a core group of nine industries where Apollo has considerable knowledge and resources. For more information about Apollo, please visit www.agm.com.

About Altamont Capital Partners

Altamont Capital Partners is a private equity firm with over \$2.0 billion of capital under management, focused primarily on making long-term, control investments in middle market businesses. Altamont is often drawn to companies undergoing a transition, either operational or strategic, which it believes it can help navigate. Its approach relies on partnering with strong management, supporting the business with its considerable resources, and bringing a constructive and pragmatic mindset to drive significant long-term value. For more information, please visit www.altamontcapital.com.

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For more information, please contact:
Katy Pultz

Sr. Manager, Marketing & Communications
mediarelations@constellis.com
+1 703 673 5154