

# ***3<sup>rd</sup> Quarter 2009 Results***

November 5, 2009

*The statements contained in this presentation that are not historical facts are forward-looking statements that involve certain risks and uncertainties, including, but not limited to, risks associated with the uncertainty of future performance of our partner companies, acquisitions or dispositions of interests in partner companies, the effect of economic conditions generally, capital spending by customers and development of the information technology and e-commerce markets, and other uncertainties detailed in the Company's filings with the Securities and Exchange Commission. These and other factors may cause actual results to differ materially from those projected.*

## Non-GAAP Financial Measures

*In an effort to illustrate macro trends within its core companies, ICG provides an aggregation of revenue and net loss figures reflecting 100% of the revenue and aggregate EBITDA for these companies. ICG calculates aggregate EBITDA for these purposes as earnings (losses) before interest, tax, depreciation and amortization and refers to it as "aggregate EBITDA." ICG refers to the aggregate revenue of its core partner companies as "aggregate revenue." ICG does not own its core companies in their entirety and, therefore, this information should be considered in this context. Aggregate revenue and aggregate EBITDA, in this context, represent certain of the financial measures used by ICG's management to evaluate the performance of core companies. ICG has excluded Vcommerce's historical results for all periods presented by assuming that the acquisition of substantially all of Vcommerce's assets by Channel Intelligence occurred as of January 1, 2008. ICG's management believes that the non-GAAP financial measures described herein provide useful information to investors, potential investors, securities analysts and others so each group can evaluate core companies' current and future prospects in a similar manner as ICG's management and review results on a comparable basis for all periods presented.*

- **ICG Direction**

- Walter Buckley, CEO

- **ICG Financial Overview**

- Kirk Morgan, CFO

- **Open Question & Answer Session**

## Highlights:

- Core partner companies reported Q3 2009 Aggregate EBITDA of \$1.8 million – a significant improvement over EBITDA loss of (\$5.3) million in Q3 2008
  - Excluding the impact of stock-based compensation and unusual items:
    - Aggregate EBITDA for the core companies in Q3 2009 was \$3.1 million, compared to \$(1.2) million in Q3 2008
    - Year to date, core companies reported \$20 million improvement in adjusted aggregate EBITDA results
- 4 of our 7 core companies saw healthy growth, with ICG Commerce leading the group with a 40% increase in revenues over Q3 2008
- Channel Intelligence acquired Vcommerce, leveraging Vcommerce's excellent technology on a more scalable platform

## ICG COMMERCE

Total Procurement. Maximized Savings.

- Leading procurement services provider
- Reported Q3 2009 revenue of \$20.5 million – 40% increase compared to Q3 008
- Q3 EBITDA of \$2.6 million compared to \$0.3 million in the prior year period
- Cash position at 9/30/09 of approximately \$20.6 million
- Continued to expand customer base in Q3, signing multi-year, multi-million dollar contracts with Clorox and Pinnacle Foods; will manage a majority of these companies' non-core spending
- Formed Consumer Products Advisory Board



**METASTORM®**

- Leading provider of Business Process Management software
- Reported revenue of \$16.5 million, as compared to \$21.6 million in Q3 2008
- Reported EBITDA of \$1.1 million in Q3 2009, as compared to \$1.5 million in the comparable 2008 quarter
- Cash balance at 9/30/09 was approximately \$8.5 million
- Several new signings in Q3, including Gilardi & Co, Liberty Mutual, LeasePlan, Tesco and PowerTech
- Existing customers extended and expanded relationship, including Boeing, St Jude Medical, United Airlines, U.S. Department of State and U.S. DHS Customs and Border Protection



- Provider of enterprise e-commerce solutions for online retail
- Closed Q3 with year-over-year revenues up 15%, despite continued pressure on the retail/e-tail sector
- Breakeven for Q3; continuing to manage expenses tightly
- Added several new customers, including 3M, Advanced Auto Parts, Harman International, Iron Mountain, JC Penny, P&G and ShopLocal
- Completed the acquisition of Vcommerce, which extends CI's end-to-end capabilities, particularly for manufacturers
- Launched a new online display performance advertising platform, which has already been adopted by retailers, including HP Home and Home Office, DeepDiscount.com, Advanced Auto Parts and Shoe Mall



starCITE™

- Provider of on-demand global meeting solutions
- Signed new contracts for its enterprise meetings management solutions with a Fortune 500 internet search company, a Fortune 1000 IT-software services provider and several financial services companies
- Continued to expand its footprint within its existing client base in the financial services, pharmaceutical, consulting and consumer products industries
- Toyota recently highlighted in BusinessWeek article about the auto giant's successes in slashing costs by using the StarCite platform
- Announced new partnerships with Experient, Inc. and Rearden Commerce



- Global provider of offshore IT services delivered from China
- Reported solid Q3 2009 year-over-year revenue growth and positive EBITDA, as compared to EBITDA loss in in Q3 2008
- Expanded business with existing clients including State Street Bank, Lending Tree, Tradecard, Interval and BNP Paribas during Q3
- Completed the integration of two previous acquisitions – SVG and GSAG
- Pipeline continues to grow

## **ICG Direction**

- Walter Buckley, CEO

## **ICG Financial Overview**

- Kirk Morgan, CFO

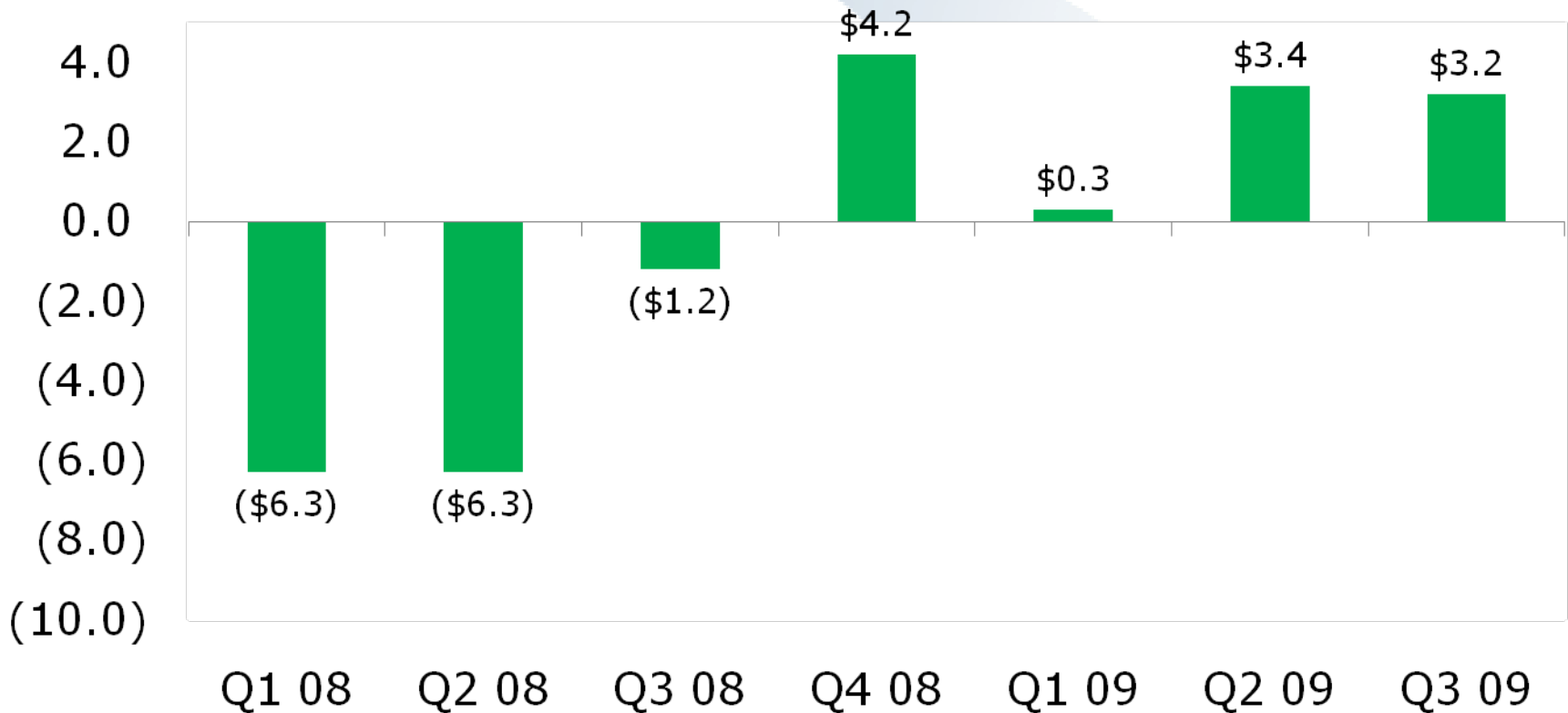
## **Open Question & Answer Session**

Third Quarter (\$MM)	Three Months Ended September 30,		Nine Months Ended September 30,	
	2009	2008	2009	2008
Revenue	\$ 22.6	\$ 17.1	\$ 66.3	\$ 50.7
Net income (loss)	\$ 3.1	\$ 22.5	\$ (16.5)	\$ 3.7
Significant gains (losses)	\$ 8.5	\$ 34.1	\$ 3.8	\$ 38.7
Net loss excluding these significant gains (losses)	\$ (5.4)	\$ (11.6)	\$ (20.3)	\$ (35.0)
<b>Significant items - gains (losses):</b>				
Other gains (losses):				
Gain on Creditex sale	\$ -	\$ 34.8	\$ 0.4	\$ 34.8
Gain (loss) on sales of marketable securities	\$ 14.0	\$ 1.4	\$ 14.1	\$ 1.4
Mark-to-market gains (charges) on Blackboard hedges	\$ (3.4)	\$ (1.7)	\$ (6.0)	\$ 0.6
Sales of partner companies	\$ -	\$ -	\$ 2.2	\$ 3.1
Dilution loss on equity method partner company	\$ (0.4)	\$ -	\$ (0.4)	\$ -
Other, net	\$ -	\$ (0.1)	\$ 1.0	\$ -
Other income (loss):	\$ 10.2	\$ 34.4	\$ 11.3	\$ 39.9
Impairment of consolidated partner company	\$ (1.1)	\$ -	\$ (4.9)	\$ -
Impairment of equity method partner company	\$ -	\$ -	\$ (0.5)	\$ -
Income taxes	\$ (0.5)	\$ 0.2	\$ (0.9)	\$ (0.1)
ICG's share of partner company charges, net	\$ (0.1)	\$ (0.5)	\$ (1.3)	\$ (1.1)
	\$ 8.5	\$ 34.1	\$ 3.7	\$ 38.7
Stock-based compensation-corporate and consolidated companies	\$ (0.7)	\$ (1.7)	\$ (3.1)	\$ (5.3)

Partner companies included in this data are Channel Intelligence, Freeborders, ICG Commerce, Investor Force, Metastorm, StarCite and WhiteFence.

Third Quarter (\$MM)	Three Months Ended September 30,	
	2009	2008
Aggregate Revenue	\$67.0	\$68.1
Expenses excluding interest, taxes, depreciation and amortization	<u>\$(65.2)</u>	<u>\$(73.4)</u>
Aggregate EBITDA/EBITDA (loss)	<u>\$1.8</u>	<u>\$(5.3)</u>
Aggregate net income (loss)	<u>\$(3.1)</u>	<u>\$(10.0)</u>

## Aggregate EBITDA Excluding Stock-Based Compensation and Unusual Items



Partner companies included in this data are Channel Intelligence, Freeborders, ICG Commerce, Investor Force, Metastorm, StarCite and WhiteFence.

(\$MM)	Nine Months Ended September 30,	
	2009	2008
Aggregate Revenue	\$199.9	\$188.7
Expenses excluding interest, taxes, depreciation and amortization	<u>\$(199.9)</u>	<u>\$(213.7)</u>
Aggregate EBITDA/EBITDA (loss)	<u>\$ -</u>	<u>\$(25.0)</u>
Aggregate net income (loss)	<u>\$(13.4)</u>	<u>\$(39.3)</u>
Aggregate EBITDA/EBITDA (loss), excluding stock-based compensation and unusual items	<u>\$6.9</u>	<u>\$(13.8)</u>

**Third Quarter**
**(\$MM)**

Cash at June 30, 2009	\$58.5	
Partner company fundings	\$(8.9)	
Receipt of proceeds from the sale of 250,000 shares of Blackboard	\$8.9	
Corporate operating expenses/interest/other	<u>\$(2.3)</u>	
Cash at September 30, 2009	\$56.2	
<u>Additional liquidity items:</u>		
Fair value of 1,787,060 Blackboard shares	\$67.5	} \$73.8
Fair value of Blackboard hedges	\$0.6	
Receivable for the Q3 sale of 150,000 shares of Blackboard (proceeds received in Q4)	\$5.7	
Fair value of GoIndustry holdings	\$9.8	
ICG's share of ICG Commerce's cash	<u>\$13.2</u>	
Total Liquidity at September 30, 2009	<u>\$153.0</u>	

# ***3rd Quarter 2009 Results***

November 5, 2009