



**Software & Tech-Enabled Services
M&A Update
Q2 2026**

Software & Tech-Enabled Services M&A Update Q2 2026

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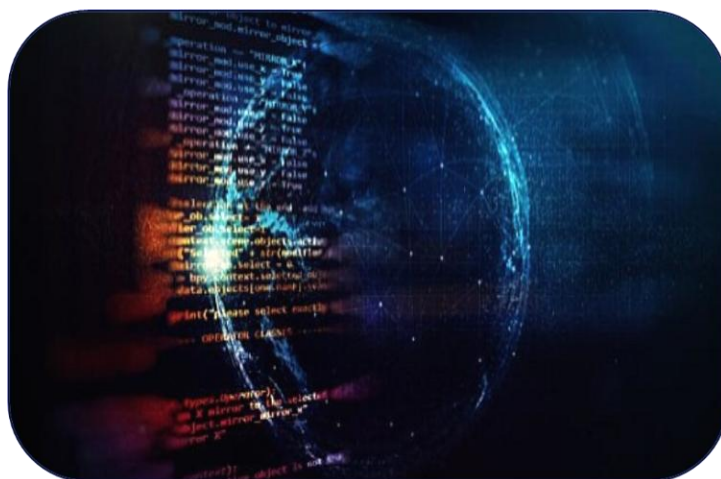
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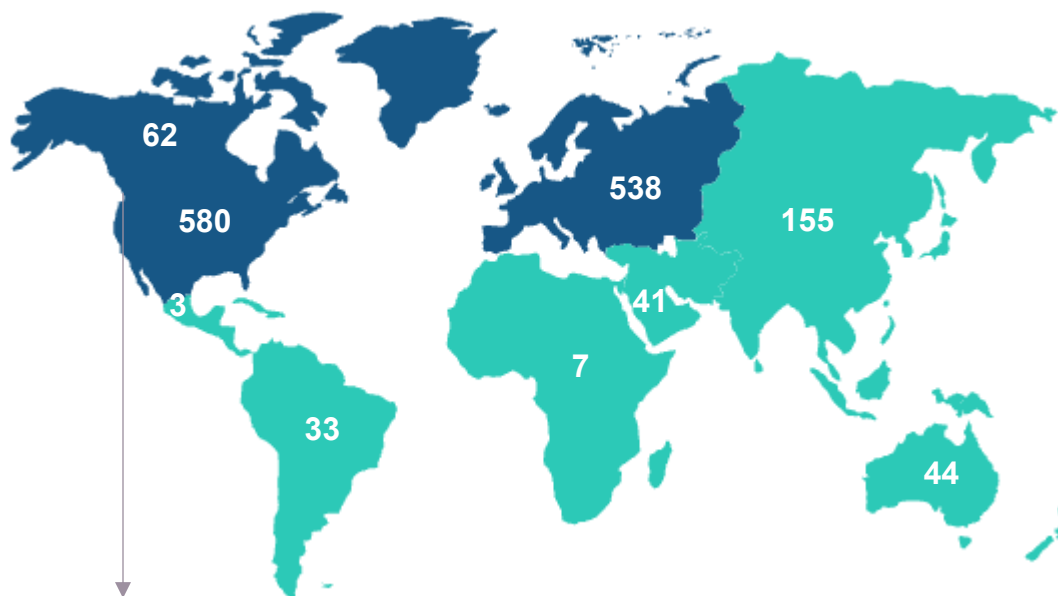
REPORT HIGHLIGHTS

- In Q2, the North American Technology Software Industry Index increased by 38.1%, outperforming the S&P 500 which increased 14.0% over the same period.
- The median EV/Revenue multiple for reported private equity deals decreased to 3.0x through 1H 2026 from 4.3x in 2025, but increased for strategic deals to 3.7x from 3.0x in the prior year.
- M&A deal volume in the sector increased 22.2% in Q2 to 1,463 deals from 1,197 in Q1 2026 and increased 29.6% from 1,129 deals in Q2 of the prior year.
- North America was the most active region in Q2 with 642 deals. A notable North American deal was Shield AI's \$12.7 billion acquisition of Aechelon Technology, a San Francisco based developer of defense simulation software.
- Total capital invested in M&A transactions decreased to \$87.7B in Q2 from \$432.7B in Q1 2026, with the prior quarter elevated primarily due to SpaceX's \$250.0 billion acquisition of xAI. Comparatively, the largest Q2 deal was Shield AI's \$12.7 billion acquisition of Aechelon Technology, mentioned above.



For more information on R.L. Hulett or this report please visit our website at rlhulett.com, call us at (314) 721-0607, or contact a professional listed on this page.

Of the 1,463 deals in the Software & Tech-Enabled Services sector in Q2, North America was the most active with 642 deals. A notable North American deal in Q2 (in addition to the Shield AI deal mentioned on the previous page) was Adobe's \$1.8 billion acquisition of SEMrush, a provider of content creation, document management, digital marketing and advertising software and services. Europe was the second most active with 538 transactions and all other regions combined for a total of 283 deals.



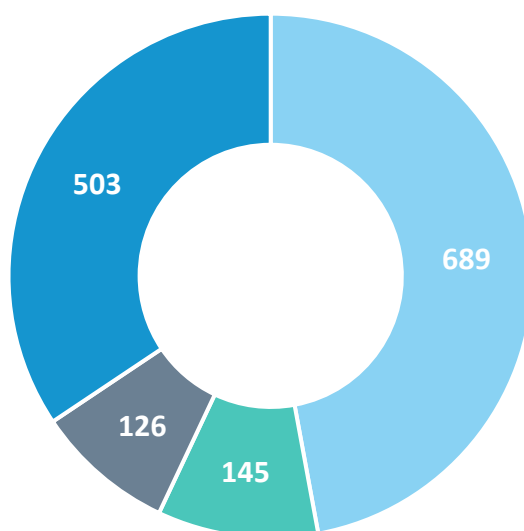
Canada:	62
United States:	580
West Coast:	190
Mid Atlantic:	125
Southeast:	72
Great Lakes:	50
Others:	143

In the U.S., the West Coast region was the most active area in Q2 with 190 deals, followed by the Mid Atlantic and Southeast with 125 and 72 closed transactions, respectively. A notable deal in the West Coast region this quarter was ServiceNow's \$7.8 billion acquisition of Armis, a San Francisco based developer of a cybersecurity platform. The Great Lakes region saw 50 closed transactions and all other U.S. regions combined for a total of 143 completed deals.

In Canada, 62 transactions closed in Q2, including Esab's \$1.45 billion acquisition of Eddyfi Technologies, a Quebec-based provider of testing equipment and software.

Of the 1,463 Software & Tech-Enabled Services deals in Q2, 689 deals were in the Business/Productivity subsector, making it the most active from an M&A volume standpoint. The Fintech and IT Consulting and Outsourcing Software subsectors saw 145 and 126 closed transactions, respectively, and all other subsectors combined for a total of 503 deals during the quarter.

Software & Tech-Enabled Services M&A Volume by Subsector



Business/Productivity

Financial Software

IT Consulting and Outsourcing

Other

Terja
WE SHAPE THE FUTURE

WORLDLINE

VISION MAXX

APPMAGIC

AvenAo
BY PRODWAYS

CLEARWATER
INTERNATIONAL

ALL STAR
SOFTWARE SYSTEMS

GEOKEY

yap2note

Teamshares

A|M|S

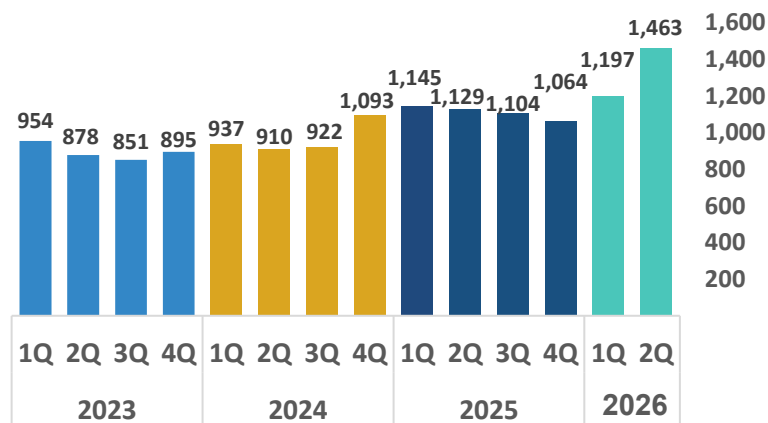
OmniSYS

Deal volume in the Software & Tech-Enabled Services sector increased 22.2% in Q2 to 1,463 deals from 1,197 in Q1 2026, and increased 29.6% from 1,129 deals in Q2 of the prior year. Q2 marks the highest level of deal volume seen in the last four years, reflecting a pronounced acceleration in Software & Tech-Enabled Services M&A driven by continued roll-up strategies across highly fragmented subsectors.

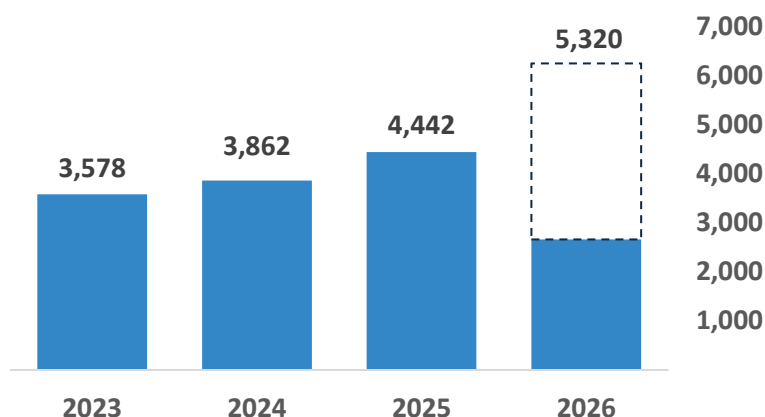
Annual deal volume is on pace to increase 19.8% to 5,320 deals in 2026, up from 4,442 in 2025. We attribute this projected increase to continued AI development creating new software markets and driving consolidation across adjacent tech-enabled service categories, as buyers move to acquire capabilities and data assets rather than build them internally. Elevated valuations for AI-native targets and strong strategic appetite for embedded AI functionality are supporting deal flow, though interest rate uncertainty and geopolitical volatility may still introduce pockets of caution for buyers weighing timing on larger transactions.

Total capital invested in M&A deals in the Software & Tech-Enabled Services sector decreased 79.7% in Q2 to \$87.7B from \$432.7B in Q1 2026, and increased 109.8% from \$41.8B in Q2 of the prior year. The elevated Q1 figure was primarily due to SpaceX's \$250.0 billion acquisition of xAI. Comparatively, the largest reported deal in Q2 2026 was Shield AI's \$12.7 billion acquisition of Aechelon Technology in June 2026.

Deal Volume

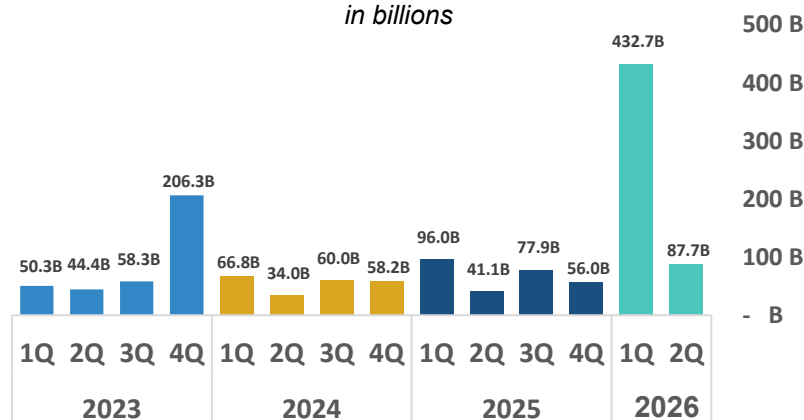


Deal Volume



Total Capital Invested

in billions

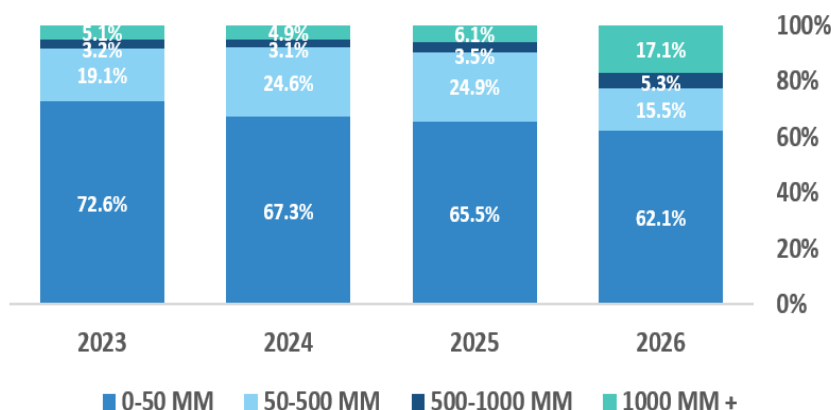


In 1H 2026, we generally saw a continued shift in mix toward larger-sized deals from the prior year. Specifically, the large cap market (\$1,000+ MM) increased to 17.1% from 6.1% in 2025. The upper middle (\$500 to \$1,000 MM) market increased to 5.3% from 3.5% in the prior year. The lower middle (\$0 to \$50 MM) and middle (\$50 to \$500 MM) market decreased to 62.1% and 15.5%, respectively, from 65.5% and 24.9% over the same period.

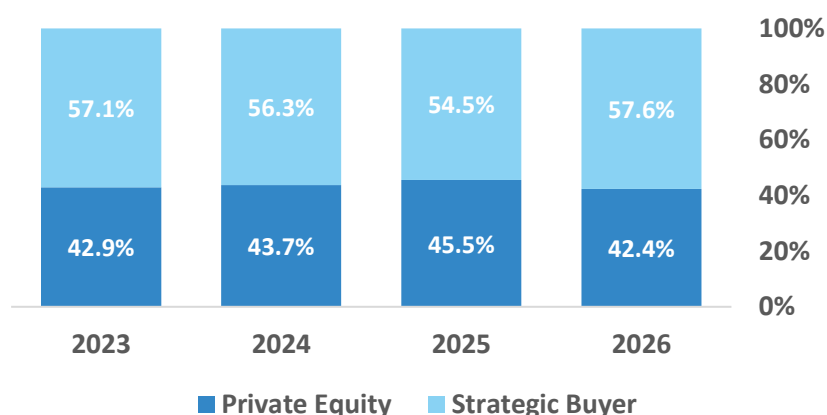
As a % of total deal volume, PE buyers trended slightly lower in 1H relative to strategic buyers, representing 42.4% of deal volume in the sector and down from 45.5% in 2025. In 1H, the trend of strategic buyers winning a higher share of deal volume compared to PE buyers continued, likely driven by strong strategic appetite for consolidation of new AI-driven capabilities in an increasingly AI-driven market, alongside continued PE sponsor selectivity amid a higher rate environment.

Total capital invested by PE investors (as a % of overall capital invested) decreased in 1H to 15.9% from 38.7% in 2025. The decline in PE's share of capital invested reflects a shift toward smaller-sized deals combined with the continued effect of mega-sized strategic transactions skewing the strategic buyer percentage higher.

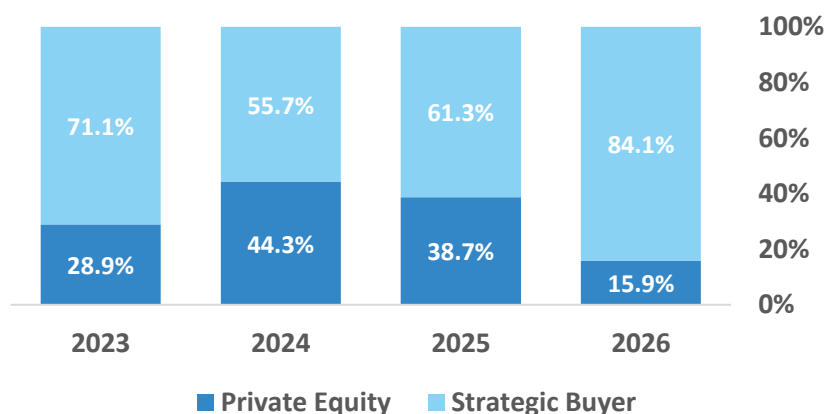
Deal Volume by Deal Size



Deal Volume by Acquirer



Total Capital Invested by Acquirer

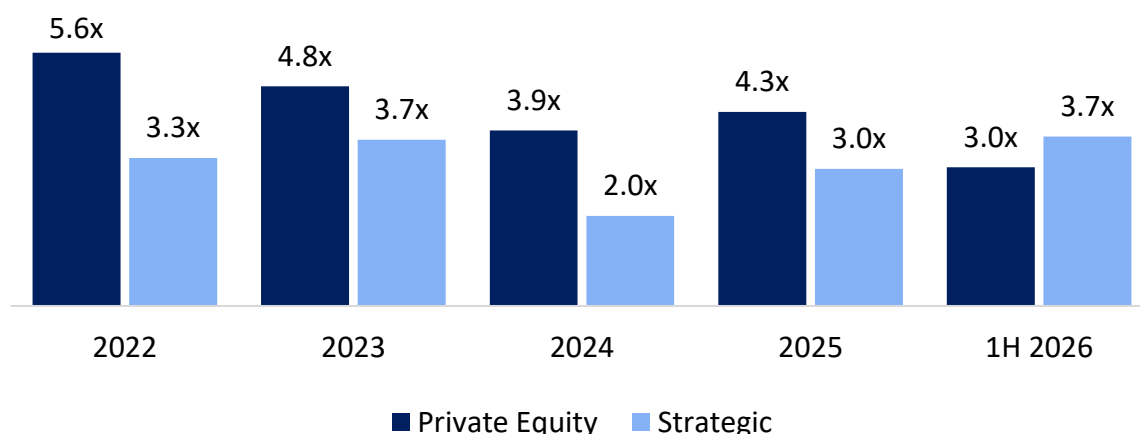


The median EV/Revenue multiple for reported private equity deals decreased to 3.0x in 1H from 4.3x in 2025, but for strategic deals increased to 3.7x from 3.0x in the prior year.

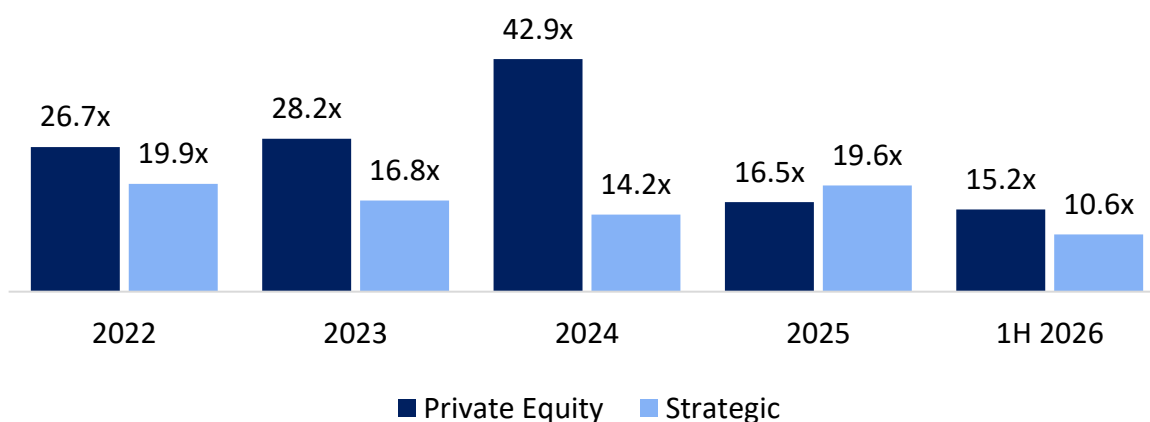
The median EV/EBITDA multiple for reported private equity deals decreased to 15.2x in 1H from 16.5x in 2025, and for strategic deals decreased to 10.6x from 19.6x in the prior year.

1H 2026 tied the highest EV/Revenue multiple for strategic deals in the last five years.

Reported EV/Revenue Multiples



Reported EV/EBITDA Multiples



Active Strategic Investors – Software & Tech-Enabled Services

Investor	2026 Investments	Select Targets
 OpenAI	3	 
	2	 
	2	 

Active Private Equity Investors – Software & Tech-Enabled Services

Investor	2026 Investments	Select Targets
	7	   
	6	    
	5	          

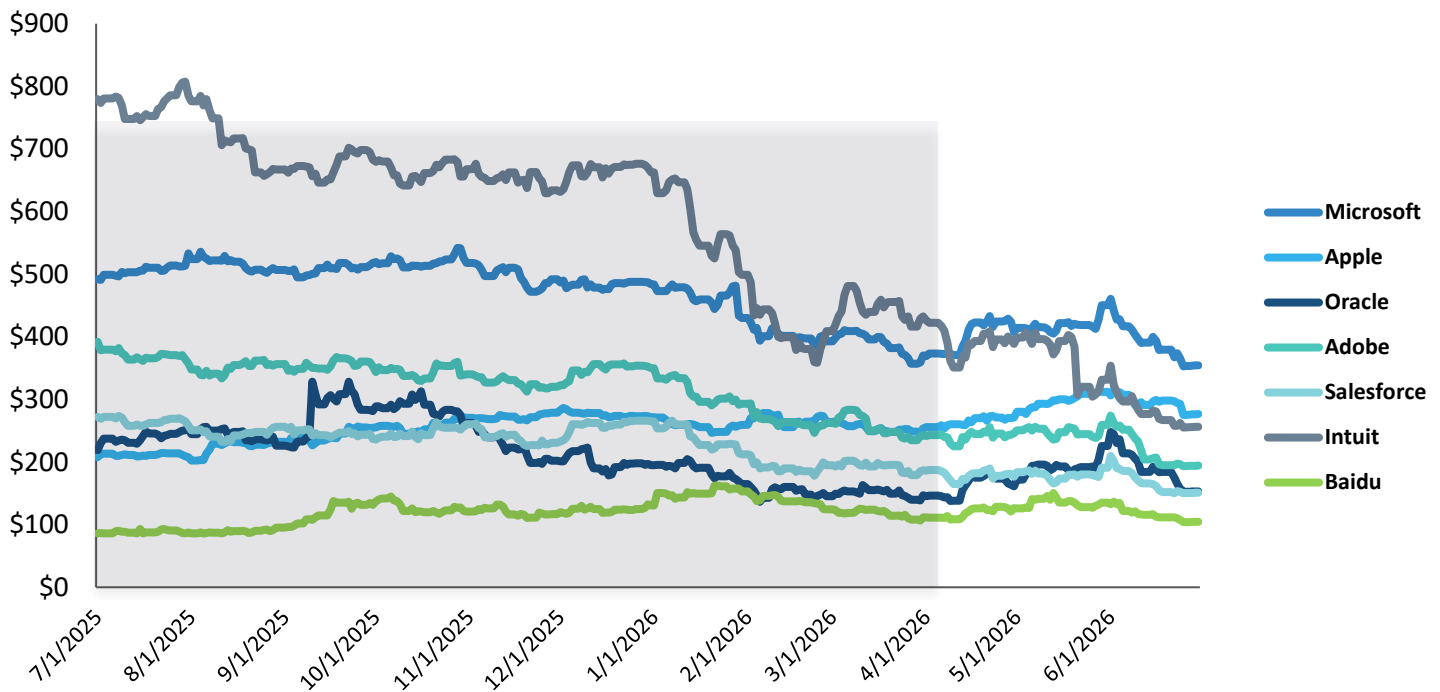
Date	Company Name	Investor	Deal Type	Deal Size (\$mm)	EV		Target Business Description
					Revenue	EBITDA	
25-Jun-2026	Clearwater Analytics Holdings	Francisco Partners, Permira	Buyout/ LBO	\$ 8,400.0		77.49x	Provider of investment management software supporting portfolio accounting, trading, analytics, and investment operations.
22-Jun-2026	Aechelon Technology	Shield AI	Merger/ Acquisition	12,700.0			Developer of defense simulation software and geospatial databases supporting military training and autonomous system operations.
16-Jun-2026	Eigen AI	Nebius Group	Merger/ Acquisition	643.0			Developer of artificial intelligence optimization software enabling enterprises to improve AI model performance, efficiency, and deployment.
15-Jun-2026	Thefork	American Express	Merger/ Acquisition	700.0	15.50x		Developer of a restaurant reservation and promotions platform enabling users to discover and book dining experiences.
08-Jun-2026	HCSS	Nemetschek Group	Merger/ Acquisition	2,400.0			Developer of construction management software supporting project management, field operations, scheduling, payroll, and job costing.
01-Jun-2026	dbt Labs	Fivetran	Merger/ Acquisition	3,000.0			Developer of analytics engineering software enabling organizations to build, manage, and deploy collaborative data transformation workflows.
01-Jun-2026	Eddyfi Technologies	ESAB	Merger/ Acquisition	1,450.0			Developer of non-destructive testing software and inspection technologies supporting industrial asset inspection and maintenance.
18-May-2026	Forsta	Accel, BDT & MSD Partners, CPP Investments	Buyout/ LBO	6,750.0			Developer of feedback and analytics software enabling organizations to collect, analyze, and visualize customer and market research data.
17-May-2026	TwoDots	Undisclosed Investor	Merger/ Acquisition	740.0	2.22x		Operator of a financial technology platform providing digital financial services.
14-May-2026	CSG Systems International	NEC	Merger/ Acquisition	2,900.0		13.90x	Provider of SaaS solutions supporting customer engagement, billing, payments, and digital business operations.
13-May-2026	Bluecore	Insider One	Merger/ Acquisition	1,000.0	2.76x		Developer of retail personalization and customer engagement software enabling retailers to deliver targeted marketing and shopping experiences.
11-May-2026	Udemy	Coursera	Merger/ Acquisition	2,511.9	2.58x	185.08x	Provider of an online learning platform enabling individuals and enterprises to develop workforce skills through digital education.
08-May-2026	Cantaloupe	365 Retail Markets	Buyout/ LBO	872.9		31.12x	Provider of self-service commerce software supporting payment processing, point-of-sale, logistics, and back-office management.
01-May-2026	Best Egg	Barclays	Merger/ Acquisition	800.0	3.45x		Developer of an online lending platform enabling consumers to access digital loans, credit products, and financial wellness tools.
28-Apr-2026	SEMrush	Adobe	Merger/ Acquisition	1,802.0			Provider of SaaS online visibility and digital marketing software enabling businesses to optimize search, content, and social media performance.
23-Apr-2026	Tipico Group	BetClic Everest	Merger/ Acquisition	5,407.6			Operator of an online sports betting and gaming platform enabling users to place wagers through digital and mobile channels.
High				12,700.0	15.5x	185.08x	
Low				643.0	2.22x	13.9x	
Mean				3,021.8	5.3x	76.9x	
Median				1,802.0	2.76x	54.31x	

Leading M&A Deals (Completed)

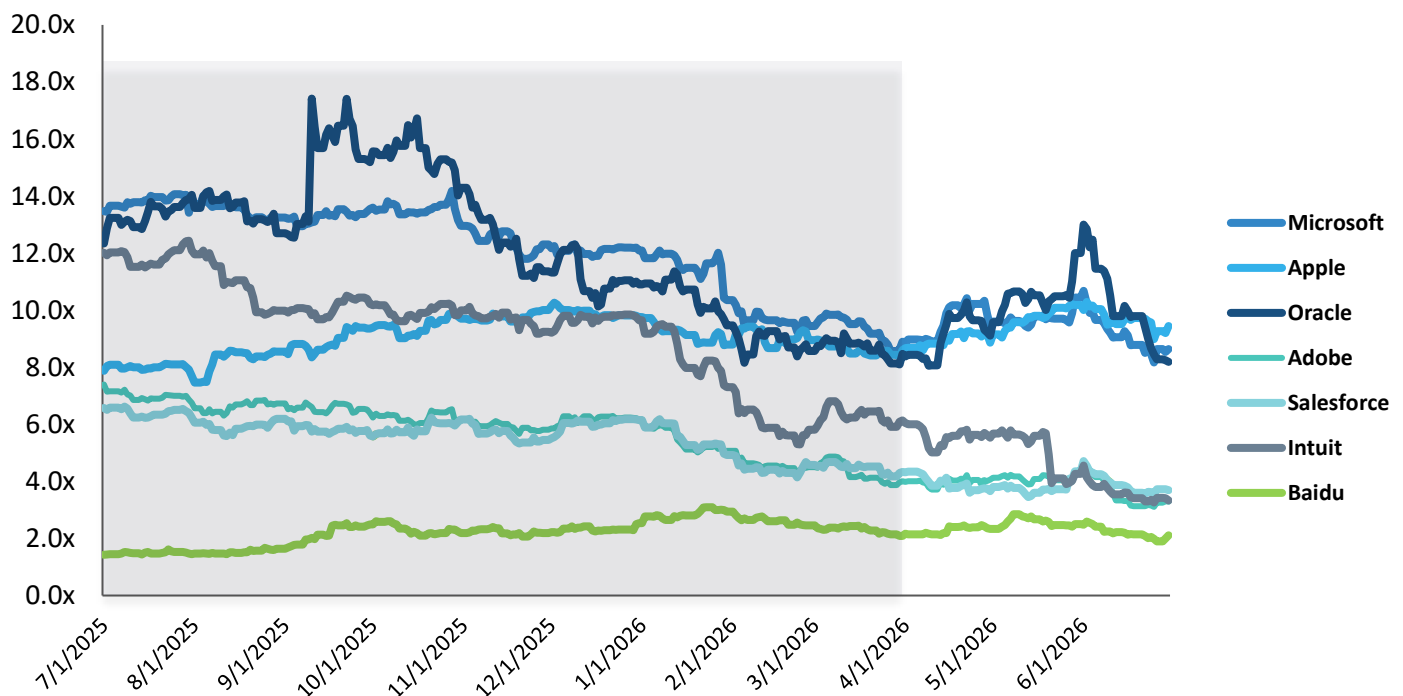


Target	Investor	Driver	Deal Synopsis
		Merger/ Acquisition	Aechelon Technology, a San Francisco based developer of defense simulation software and geo-specific databases, was acquired by Shield AI for \$12.7 billion in June 2026. The transaction adds Aechelon's physics-based synthetic training environments to Shield AI's autonomous systems portfolio, strengthening its ability to train warfighters and autonomous systems at scale. The deal reflects accelerating demand for advanced simulation infrastructure across U.S. defense programs.
		Buyout/LBO	Clearwater Analytics Holdings, a Boise-based provider of cloud-native investment accounting and portfolio management software, was taken private by Francisco Partners, Permira, Temasek Holdings, and Warburg Pincus for \$8.4 billion in June 2026. The buyout positions the consortium to accelerate platform growth and international expansion across Clearwater's institutional client base.
		Merger/ Acquisition	Armis, a San Francisco based asset intelligence cybersecurity platform providing real time visibility and threat management across network-connected devices, was acquired by ServiceNow for \$7.75 billion in April 2026. The transaction integrates Armis's device monitoring and endpoint analytics into ServiceNow's IT management platform, accelerating its push into unified security and IT operations.
		Merger/ Acquisition	Forsta, a London-based developer of feedback and analytics software enabling organizations to collect, analyze, and visualize customer and market research data, was acquired by Accel, BDT & MSD Partners, and CPP Investments for \$6.75 billion in May 2026. The buyout reflects strong investor confidence in Forsta's data collection, survey, and reporting capabilities as demand grows for integrated customer and market insight platforms.

Stock Price

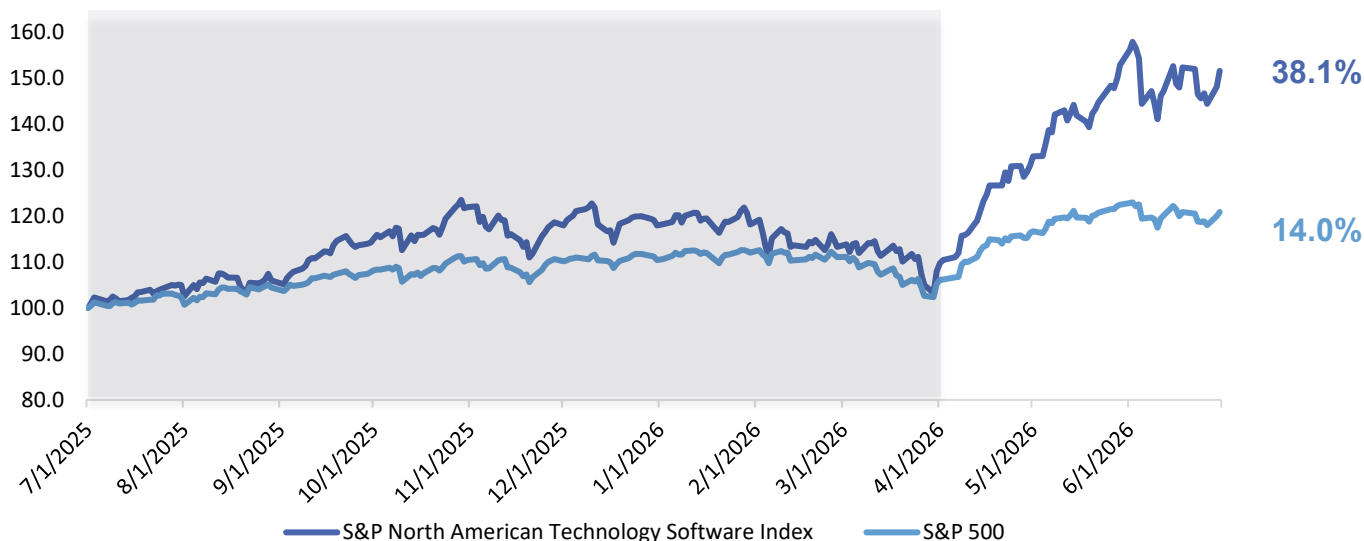


EV/Revenue



Index Performance

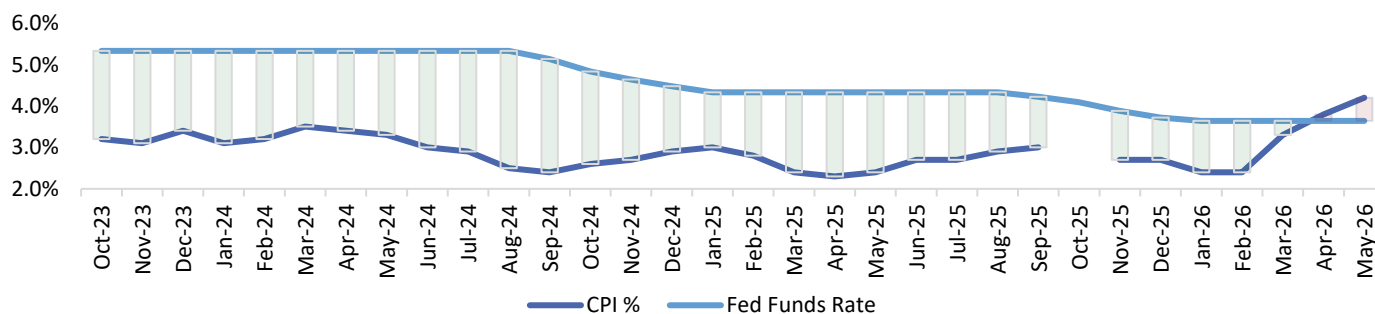
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Key External Drivers

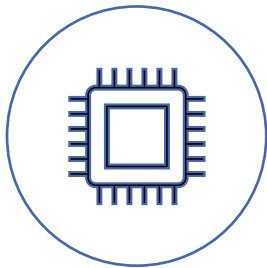
The market's gains are resting on an increasingly narrow foundation. AI infrastructure spending keeps lifting the chipmakers tied to it, while a handful of mega-caps like Nvidia, Microsoft, and Alphabet now set the index's direction. This concentration is the structural story: leadership and risk both hinge on whether these names hold. Broader earnings growth could eventually diversify leadership, but for now the market rests on the mega-caps.

The bigger story this quarter was the Fed itself. Kevin Warsh was sworn in as Chair on May 22, succeeding Jerome Powell, who is staying on the board in an unusual move for a former chair. Warsh's first meeting at the helm, on June 17, held rates steady at 3.50%–3.75% for a fourth straight meeting, but the tone turned hawkish: the committee erased its one remaining projected cut for the year and pushed easing out to 2027-2028, with several members now penciling in a hike instead. The catalyst was inflation: May CPI hit 4.2% year-over-year, a three-year high, driven largely by the energy and commodity disruption from the Iran war, which sent Brent crude above \$100/barrel at its peak before easing back by late June as hostilities cooled. The Strait of Hormuz remains a flashpoint given its role in roughly 27% of global seaborne oil trade, so renewed escalation is a real tail risk heading into Q3.



Note: The U.S. Bureau of Labor Statistics did not publish an official CPI reading for October 2025 due to the federal government shutdown, which disrupted data collection. As a result, no official year-over-year CPI figure is available for that month.

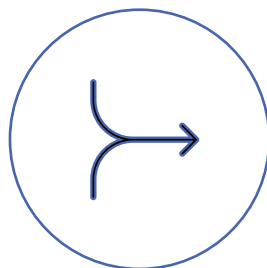
Emerging trends in the Software & Tech-Enabled Services sector



AI-Powered SaaS Consolidation

SaaS companies embed AI to fend off disruption

Enterprise software firms increasingly acquire AI teams and models to embed generative AI in core products before competitors can disrupt their markets. AI is now table stakes for competitive positioning across all cloud verticals. Growth equity and strategic buyers are paying premiums for bolt-on AI capabilities, creating secondary M&A momentum in software.



Vertical Software Platform Consolidation

Vertical acquisitions command deeper industry premiums

Rather than pursuing horizontal market share, acquirers consolidate vertically integrated software serving specific industries like manufacturing, logistics, and regulatory compliance. These platform owners deepen functionality and data moats within their vertical, gaining defensible competitive positioning. Private equity and strategic buyers pay premiums for software companies with mission-critical embedded workflows in defined verticals, driving robust deal flow.



Mature SaaS Take-Private Wave

Lower multiples accelerate PE-led SaaS exits

Public software companies facing valuation pressure are attracting PE and sovereign wealth fund take-privates at record pace. Stock-based merger structures preserve equity value through creative exchange ratio negotiations. Established, cash-generative SaaS platforms are targets for accelerated PE deployment throughout 2026 as public valuations remain depressed.



Vendor Consolidation & Full-Stack Bundling

CIO consolidation drives platform bundling strategies

Enterprise CIOs are aggressively reducing their vendor footprint, with 68 percent targeting 20 percent fewer software providers in 2026. Buyers are responding by bundling complementary solutions into integrated suites to become the consolidated platform of choice. Strategic acquirers and PE firms building modular, cross-sold portfolios are capturing outsized share gains from this vendor rationalization trend.



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Investment Bankers for the Middle Market

About

R.L. Hulett is a middle-market investment bank based in St. Louis, Missouri, providing M&A and financial advisory services to middle-market companies. Since its founding in 1981, the firm has advised in over 300+ transactions in a variety of industries including Software/Tech-Enabled Services, Business Services, Food & Consumer, Packaging, Transportation & Logistics, Healthcare and Industrials. The firm has an experienced team of M&A advisors consisting of former business owners, seasoned corporate executives, professional service firm partners, CPAs and MBAs. Our ability to deliver customized solutions to meet or exceed our clients' expectations is what sets us apart from our competitors.

Our Clients

\$10 - 250MM
Revenue

\$2 - 20MM
EBITDA

Middle Market
Privately Owned

Industries Served



**Software &
Tech-Enabled
Services**



Healthcare



**Plastics &
Packaging**



Industrials



**Transportation
& Logistics**



**Food &
Consumer**



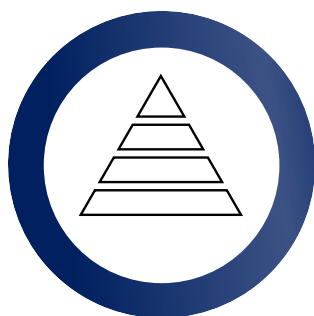
Sell-Side Advisory: Sell your business

Sell your business for the highest price and for the best terms. At R.L. Hulett, communicating the value of your business to targeted buyers and finding the best fit for your team is our forte. We strive to maintain your company's culture and heritage even as you transition out of your business.



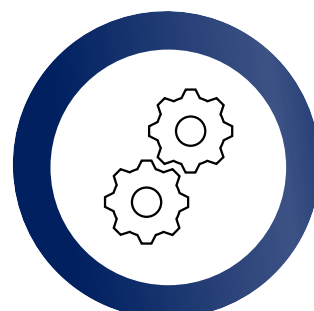
Buy-Side Advisory: Buy a business

Searching for acquisition targets can be a challenging and time-consuming task when trying to run your own business at the same time. Navigating the risks and pitfalls in negotiating valuation and deal structure can also be a daunting task for many business owners. Let our team help you minimize your risk and reduce time wasting efforts with our decades of experience in advising in both buy and sell-side M&A transactions. We utilize industry-leading M&A databases to scout for opportunities and pre-screen for "real" actionable targets so you can stay focused on what matters.



Capital Raise: Gain financial support

With nearly 40 years of experience in middle-market M&A advisory, we know how to package up your deal and put you in front of the right kind of investors who have the capital and the industry expertise you need to grow your business. Our team will develop a go-to-market strategy and advise on deal structure, valuation, due diligence and transition issues. Whether you are seeking capital for growth or trying to buy out other shareholders, we have the tools, expertise, and experience to execute a strategic process and find the optimal outcome to meet your objectives.



Restructuring: reorganization of your business

In today's uncertain economic times, more and more companies are finding themselves in unfamiliar, and unwanted, positions. Many business owners are hoping recovery is just around the corner; however, proactive measures are often required to maximize the remaining value of the business. Our team can aid banking institutions with workout situations by implementing internal controls over cash management and performing on-going cash flow modeling for their clients. We can also help business owners avoid having trouble making payments on their debts and avoid the cumbersome and low-value asset liquidation process.

Below are two recent transactions facilitated by R.L. Hulett, showcasing our expertise in the Software & Tech-Enabled Services sector. Each transaction exemplifies our commitment to delivering exceptional value and strategic growth for our clients.



has been acquired by



The Seller: Founded in St. Louis, Missouri in 1977, Mitchell Humphrey & Co. is a leading provider of public sector software solutions and IT services to municipalities and townships throughout the U.S. The Company's flagship solutions include FastTrackGov (FTG) - a web-based suite for licensing, permitting, code enforcement, and more - and Financial Management Software (FMS), designed to strengthen fiscal oversight for municipalities.

The Buyer: Founded by Andrew Draper and Bill Spittle in 2019, Tripleview acquires, innovates, and grows technology businesses focused on the public sector. The company invests in cloud-native solutions that support specialized public sector needs, ensuring ongoing support for existing products while developing user-friendly solutions for all users-from clerks to citizens.

Transaction Rationale: The acquisition expands Tripleview's portfolio with a suite of complementary public sector software solutions while providing MHC with the resources and infrastructure needed to accelerate growth and assist with a full cloud integration. In this transaction, R.L. Hulett acted as exclusive financial advisor to the Seller.



has sold substantially
all of its assets to



The Seller: Federated Software Group ("FSG") is a leading custom software engineering firm providing system development and related services to several mission-critical command & control and logistics systems operated by major commands within the U.S. Department of Defense.

The Buyer: Boeing, a leading aerospace & defense contractor with over \$73 billion in annual revenue, saw a fit for FSG within its integrated defense contracting platform under a company it had previously acquired called Tapestry Solutions.

Transaction Rationale: This acquisition expands Boeing's strategy to significantly expand their presence in the logistics command and control marketplace with FSG's existing contracts and customer relationships.

Over the years, R.L. Hulett has completed hundreds of transactions in a variety of industries. Below are several representative transactions highlighting the firm's experience in the Software and Tech-Enabled Services sector.



Has been acquired
by



Has been acquired by



PohlmanUSA®

Has completed a
recapitalization with



Sold substantially all
of its assets to



Has acquired



Has been acquired
by

SPELL CAPITAL



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Mr. Hulett has led M&A transactions in a variety of industries including manufacturing/industrial, software development/IT, business services and value-added distribution for over 15 years. Prior to joining the firm, he held senior level accounting and financial management positions in both public accounting and large corporations. Mr. Hulett began his career as a Certified Public Accountant with MPP&W, a St. Louis-based public accounting firm specializing in middle market companies. He then held various management positions in internal audit and corporate accounting with a Fortune 1000 industrial manufacturing company and also spent nine years with Enterprise Rent-A-Car Company as a department manager in the Corporate Accounting group. Mr. Hulett holds his Series 62, 63 and 79 securities registration. Mr. Hulett earned a Bachelor's Degree in Accounting from the University of Missouri, Columbia.



Jim Goebel
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Mr. Goebel has spent most of his career as an owner/operator of several successful businesses in the technology and distribution space. He was the sole founder of a cloud software/VoIP company built from scratch, scaled, and eventually acquired by Private Equity. He has been on both sides of the M&A table, leading myriad acquisitions and drove and oversaw several successful exits. He has extensive experience working with banking, private equity, deal structure, corporate finance and capital structure, and post deal company assimilations. Mr. Goebel has served on several industry as well as community nonprofit boards in both financial and advisory capacities. He holds a Bachelor's Degree from the University of Southern Indiana in Evansville Indiana.



Christopher Riley
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Mr. Riley has owned, operated, and sold multiple businesses spanning five decades in the technology, fabrication, hospitality, real estate, social media, financial services, automotive, private equity and business services industries. He owns multiple companies, United Cutwater and Cutwater Advisory Partners, that focus on identifying, funding, growing, and exiting businesses at their Optimum Value. Prior to joining the firm, he worked in New York in the investment banking industry for 10 years. He began his career with American Express as an Estate and Tax Planning Specialist. With degrees in Finance and Philosophy and a Master's in Organizational Psychology, Chris was educated at Santa Clara University, the London School of Economics and the Harvard Business School. Chris is Series 79 and Series 63 licensed, has seven board certifications in cyber intelligence, and is a licensed forensic investigator.



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Dax provides analytical support for senior-level deal managers and prepares confidential memorandums, financial models and industry research reports. Dax graduated from The University of Missouri with a Bachelor of Science degree in Finance from The Trulaske College of Business. Prior to joining the firm, Dax worked as a financial planning intern for Haribo of America, where he developed an automated sales report, utilized data to create an updated price costing model, and converted their outsourced payroll ledger to a more accurate format. During his time at The University of Missouri, Dax was involved with the Financial Planning Association and the University of Missouri Investment Group.



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Lynda Hulett leads the firm's marketing, administrative and communication efforts. She maintains the firm's proprietary CRM database, manages outbound firm communications and provides administrative support to senior deal managers. Prior to joining R.L. Hulett, Lynda spent the previous ten years in various marketing and administrative functions. Most recently, she worked as a client liaison providing administrative support for a CPA firm. Prior to that, she was employed by Moneta Group, a financial services advisory firm, where she provided marketing and administrative support to the client managers. Lynda graduated from the University of Missouri – Columbia, receiving her business degree with an emphasis in Marketing.



Robert L. Hulett
In Memoriam:
1943-2024

Mr. Hulett founded the firm in 1981 and has negotiated and completed more than 200 transactions throughout his career. He began his career as a Certified Public Accountant and practiced with Peat, Marwick, Mitchell & Co. in St. Louis as an Audit Manager and in New York as the Director of Training for Private Business. Mr. Hulett has also served as Chief Executive & Board Member for various middle market companies. As an educator, he was an adjunct professor at New York University and a tenured faculty member at Lindenwood University in St. Louis. He conducted training sessions for middle market CPA firms throughout the country for more than ten years. Mr. Hulett earned his BS/BA Cum Laude in Accounting from the University of Missouri-Columbia, and an MBA from Lindenwood University.



Trusted Advisors. Tenacious Advocates.

The data in this document has been derived from PitchBook Data and has been compiled by R.L. Hulett. This document is strictly for illustrative purposes only. The data presented in this document is not comprehensive and should not be used for benchmarking, valuation, or for any other decision making. R.L. Hulett accepts no responsibility for loss or damage caused by dependence on the information in this document.