



**Your legal rights are affected whether you act, or don't act. Read this Notice carefully.**

<b>YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT:</b>	
<b>SUBMIT A CLAIM FORM</b>	The only way to get a payment.
<b>EXCLUDE YOURSELF</b>	Get no payment. This is the only option that allows you to participate in another lawsuit against the Defendants relating to the legal claims in this case.
<b>OBJECT</b>	You may write to the Court if you don't like this settlement.
<b>GO TO A HEARING</b>	You may ask to speak in Court about the fairness of the settlement.
<b>DO NOTHING</b>	Get no payment.

These rights and options—and the deadlines to exercise them—are explained in this Notice.

The Court in charge of this case must decide whether to approve the Settlement. Payments will be made if the Court approves the Settlement and, if there are any appeals, after appeals are resolved. Please be patient.

### **BASIC INFORMATION**

#### **1. Why Did I Get This Notice Package?**

You or someone in your family may have purchased common stock of Datatec between June 26, 2003 and December 16, 2003, inclusive.

The Court ordered that you be sent this Notice because you have a right to know about a proposed settlement of a class action lawsuit, and about all of your options, before the Court decides whether to approve the Settlement. If the Court approves it and after any objections or appeals are resolved, the Settlement Administrator appointed by the Court will make the payments that the Settlement allows.

This package explains the lawsuit, the Settlement, your legal rights, what benefits are available, who is eligible for them, and how to get them.

The Court in charge of the case in the United States is the United States District Court for the District of New Jersey, and the case is known as *In re Datatec Systems, Inc. Securities Litigation*, No. 2:04-CV-525 GEB-MCA. The people who sued are called the Lead Plaintiffs, and the company and the individuals they sued, D&T (Datatec's former independent auditor), and Isaac J. Gaon and Raymond R. Koch (former officers of Datatec) are called the Defendants.

#### **2. What Is This Lawsuit About?**

This case was brought as a class action alleging that the Defendants issued or audited false and misleading information to Datatec's stockholders and the investing public regarding the Company's financial condition resulting in the artificial inflation of the price of Datatec common stock between June 26, 2003 and December 16, 2003, inclusive. Defendants deny that they did anything wrong. Defendants also deny the allegations that the Lead Plaintiffs or the Settlement Class has suffered damage, or that the price of Datatec common stock was artificially inflated by reasons of alleged misrepresentations, non-disclosures, or otherwise.

#### **3. Why Is This a Class Action?**

In a class action, one or more people called class representatives (in this case the Lead Plaintiffs) sue on behalf of people who have similar claims. Here, all these people are called Class Members of a Settlement Class or Class Members. One court will resolve the issues for all Class Members except for those who exclude themselves from the Settlement Class. Chief Judge Brown is presiding over this class action.

#### **4. Why Is There a Settlement?**

The Court granted D&T's motion to dismiss with prejudice, holding that D&T had not acted with unlawful intent, ending the litigation against D&T. The Lead Plaintiffs planned to ask the Court to reconsider its decision, and if unsuccessful, to appeal the decision to the Third Circuit Court of Appeals. Also, the Court granted in part and denied in part Defendants Gaon and Koch's motions to dismiss. Both sides agreed to a settlement. That way, they avoid the risks and expense of further litigation, possibly including the cost of a trial, and eligible Class Members who make valid claims will get compensation. The Lead Plaintiffs and their attorneys think the Settlement is best for all Class Members since there is a possibility that a motion for reconsideration would be denied and the District Court's decision would be affirmed, and that further litigation against Defendants Gaon and Koch may not produce a recovery, together resulting in no recovery to the plaintiffs or the class<sup>2</sup>.

<sup>2</sup>Lead Plaintiffs conducted an investigation of Defendant Koch's ability to contribute to a settlement or to respond to a judgement in this case. That investigation supports the conclusion that further litigation against Koch is not in the best interests of Lead Plaintiffs and the Class. Accordingly, Lead Plaintiffs intend, subject to Court approval, to file a motion for voluntary dismissal without prejudice of Koch after the Court conducts a hearing on final approval of the proposed settlements with D&T and Gaon. Accordingly, Koch will not be granted a release in the event Settlement is granted final approval.

## WHO IS IN THE SETTLEMENT

To see if you will get money from this Settlement, you first have to determine if you are a Member.

### 5. How Do I Know if I Am Part of the Settlement?

The Settlement Class includes all persons who purchased Datatec common stock between June 26, 2003 and December 16, 2003, inclusive, except those persons and entities that are excluded, as described below.

### 6. What Are the Exceptions to Being Included?

You are not a member of the Settlement Class if you are a Defendant, a member of the immediate family of one of the individual Defendants listed in question 1, an entity in which any Defendant has or had a controlling interest; a current or former director or officer of D&T, or a legal representative, heir, successor, or assign of any excluded party.

If you sold Datatec common stock between June 26, 2003 and December 16, 2003, that alone does not make you a Member. You are a Member only if you purchased Datatec common stock between June 26, 2003 and December 16, 2003, inclusive.

### 7. I'm Still Not Sure if I Am Included.

If you are still not sure whether you are included, you can ask for free help. You can call 1-866-274-4004 for more information. Or you can fill out and return the claim form described in question 10, to see if you qualify.

## THE SETTLEMENT BENEFITS - WHAT YOU GET

### 8. What Does the Settlement Provide?

Defendants have together agreed to pay \$750,000 in cash to be divided among all eligible Class Members who send in valid claim forms, after payment of Court-approved attorneys' fees and expenses and the costs of claims administration, including the costs of printing and mailing this Notice and the cost of publishing newspaper notice.

### 9. How Much Will My Payment Be?

Your share of the fund will depend on the number of valid claim forms that Class Members send in and how many shares you purchased during the relevant period and when you bought and sold them. A claim will be calculated as follows:

1. For shares of common stock purchased between June 26, 2003 and December 4, 2003, inclusive, and
  - a. retained at the end of trading on March 15, 2004, the Recognized Loss shall be the lesser of:
    - i. \$0.49 per share; or
    - ii. the difference between the purchase price per share and \$0.65;<sup>3</sup>
  - b. sold between June 26, 2003 and December 4, 2003, inclusive, there shall be no Recognized Loss;
  - c. sold between December 5, 2003 and December 16, 2003, inclusive, the Recognized Loss shall be the lesser of:
    - i. \$0.39 per share; or
    - ii. the difference between the purchase price per share and the sales price per share;
  - d. sold between December 17, 2003 and March 15, 2004, inclusive, the Recognized Loss shall be the lesser of:
    - i. \$0.49 per share; or
    - ii. the difference between the purchase price per share and the sales price per share; or
    - iii. the difference between the purchase price per share and the average closing price of Datatec common stock between December 17, 2003 and the date of sale.<sup>4</sup>
2. For shares of common stock purchased between December 5, 2003 and December 16, 2003, inclusive, and
  - a. retained at the end of trading on March 15, 2004, the Recognized Loss shall be the lesser of:
    - i. \$0.10 per share; or
    - ii. the difference between the purchase price per share and \$0.65;
  - b. sold between December 5, 2003 and December 16, 2003, inclusive, there shall be no Recognized Loss;
  - c. sold between December 17, 2003 and March 15, 2004, inclusive, the Recognized Loss shall be the lesser of:
    - i. \$0.10 per share; or
    - ii. the difference between the purchase price per share and the sales price per share; or
    - iii. the difference between the purchase price per share and the average closing price of Datatec common stock between December 17, 2003 and the date of sale.

<sup>3</sup> Pursuant to Section 21(D)(e)(1) of the Private Securities Litigation Reform Act of 1995, "in any private action arising under this title in which the plaintiff seeks to establish damages by reference to the market price of a security, the award of damages to the plaintiff shall not exceed the difference between the purchase or sale price paid or received, as appropriate, by the plaintiff for the subject security and the mean trading price of that security during the 90-day period beginning on the date on which the information correcting the misstatement or omission that is the basis for the action is disseminated." The mean closing price of Datatec common stock during the 90-day period beginning on December 17, 2003 and ending on March 15, 2004 was \$0.65.

<sup>4</sup> Pursuant to Section 21(D)(e)(2) of the Private Securities Litigation Reform Act of 1995, "in any private action arising under this title in which the plaintiff seeks to establish damages by reference to the market price of a security, if the plaintiff sells or repurchases the subject security prior to the expiration of the 90-day period described in paragraph (1), the plaintiff's damages shall not exceed the difference between the purchase or sale price paid or received, as appropriate, by the plaintiff for the security and the mean trading price of the security during the period beginning immediately after dissemination of information correcting the misstatement or omission and ending on the date on which the plaintiff sells or repurchases the security."

## HOW YOU GET A PAYMENT - SUBMITTING A CLAIM FORM

### 10. How Will I Get a Payment?

To qualify for payment, you must be an eligible Class Member and you must send in a claim form. A claim form is enclosed with this Notice. Read the instructions carefully, fill out the form, include all the documents the form asks for, sign it, and mail it in the enclosed envelope postmarked no later than September 24, 2007.

### 11. When Will I Get My Payment?

The Court will hold a hearing on September 24, 2007, to decide whether to approve the Settlement. If the Court approves the Settlement, there may be an appeal. It is always uncertain whether these appeals can be resolved, and resolving them can take time, perhaps several years. Everyone who sends in a claim form will be informed of the determination with respect to their claim. Please be patient.

### 12. What Am I Giving Up to Get a Payment or Stay in the Settlement Class?

Unless you exclude yourself, you are staying in the class, and that means that you cannot sue, continue to sue, or be part of any other lawsuit against the Defendants about issues that were raised or could have been raised, whether known or unknown, in this case. It also means that all of the Court's orders will apply to you and legally bind you and you will release your claims in this case against Defendants. The terms of the release are included in the claim form that is enclosed.

### EXCLUDING YOURSELF FROM THE SETTLEMENT

If you don't want a payment from this Settlement, but you want to keep the right to sue or continue to sue Defendants on your own about the same legal issues in this case, then you must take steps to get out of the Settlement Class. This is called excluding yourself or is sometimes referred to as opting out of the class.

### 13. How Do I Get Out of the Settlement Class?

To exclude yourself from the Settlement Class, you must send a letter by mail stating that you want to be excluded from the Settlement Class. Write to *In re Datatec Systems, Inc. Securities Litigation* at the address below. You must include your name, address, telephone number, your signature, and the number of shares of Datatec common stock you purchased between June 26, 2003 and December 16, 2003, inclusive, the number of shares sold during this time period, if any, and the dates of such purchases and sales. You must mail your exclusion request postmarked no later than September 4, 2007 to:

In re Datatec Systems, Inc. Securities Litigation  
c/o Strategic Claims Services  
PO Box 230  
600 North Jackson St, Suite 3  
Media, PA 19063

You cannot exclude yourself on the phone or by e-mail. If you ask to be excluded, you are not eligible to get any Settlement payment, and you cannot object to the Settlement. You will not be legally bound by anything that happens in this lawsuit.

### 14. If I Do Not Exclude Myself, Can I Sue Defendants for the Same Thing Later?

No. Unless you exclude yourself, you give up any right to sue Defendants for the claims resolved by this Settlement, as well as any claims, known or unknown that could have been asserted in the Action. If you have a pending lawsuit against Defendants, speak to your lawyer in that case immediately. Remember, the exclusion deadline is September 4, 2007.

### 15. If I Exclude Myself, Can I Get Money from This Settlement?

No. If you exclude yourself, do not send in a claim form. But, you may sue, continue to sue, or be part of a different lawsuit against Defendants.

### THE LAWYERS REPRESENTING YOU

### 16. Do I Have a Lawyer in This Case?

The law firm of Cohen, Milstein, Hausfeld & Toll, P.L.L.C. has been appointed by the Court to act as Lead Counsel for Plaintiffs in the litigation. These lawyers are called Lead Plaintiffs' Counsel. You will not be charged for these lawyers. If you want to be represented by your own lawyer, you may hire one at your own expense.

### 17. How Will the Lawyers Be Paid?

Lead Plaintiffs' Counsel will ask the Court for attorneys' fees. Counsel in the litigation will request attorneys' fees not to exceed 30% of the Settlement Fund and for reimbursement of their out-of-pocket expenses not to exceed \$75,000, which were advanced in connection with the Action. Such sums as may be approved by the Court will be paid from the Settlement Fund. Class Members are not personally liable for any such fees or expenses.

The attorneys' fees and expenses requested will be the only payment to plaintiffs' counsel for their efforts in achieving this Settlement and for their risk in undertaking this representation on a wholly contingent basis. To date, Lead Plaintiffs' Counsel have not been paid for their services for conducting this litigation on behalf of the Lead Plaintiffs and the Class nor for their substantial out-of-pocket expenses. The fee requested will compensate Lead Plaintiffs' Counsel for their work in achieving the Settlement and is well within the range of fees awarded to class counsel under similar circumstances in other cases of this type. The Court may award less than this amount.

### **OBJECTING TO THE SETTLEMENT**

You can tell the Court that you don't agree with the Settlement or some part of it.

#### **18. How Do I Tell the Court that I Don't Like the Settlement?**

If you are a Member, you can object to the Settlement if you don't like any part of it. You can give reasons why you think the Court should not approve it. The Court will consider your views. To object in the litigation, you must send a letter saying that you object to the Settlement in *In re Datatec Systems, Inc. Securities Litigation*, No. 2:04-CV-525 GEB-MCA. Be sure to include your name, address, telephone number, your signature, the number of shares of Datatec common stock purchased and sold between June 26, 2003 and December 16, 2003, inclusive, and the reasons you object to the Settlement. Any objection to the Settlement must be mailed or delivered such that it is received by each of the following no later than September 4, 2007:

<b>CLERK OF THE COURT:</b>	<b>PLAINTIFFS' LEAD COUNSEL:</b>	<b>COUNSEL FOR DEFENDANT DELOITTE &amp; TOUCHE LLP:</b>	<b>COUNSEL FOR DEFENDANT: ISAAC J. GAON</b>
Clerk of the Court UNITED STATES DISTRICT COURT DISTRICT OF NEW JERSEY Clarkson S. Federal Building & U.S. Courthouse 402 East State Street Trenton, NJ 08608	COHEN, MILSTEIN, HAUSFELD & TOLL, P.L.L.C. DANIEL S. SOMMERS JOSEPH P. HELM, III 1100 New York Avenue, N.W. West Tower, Suite 500 Washington, DC 20005-3964	HUGHES HUBBARD & REED LLP WILLIAM R. MAGUIRE JEFFREY GREILSHEIMER One Battery Park Plaza New York, N.Y. 10004-1482	MORRISON COHEN LLP EDWARD P. GILBERT 909 Third Avenue New York, N.Y. 10022

#### **19. What's the Difference Between Objecting and Excluding?**

If you exclude yourself, you have no basis to object because the case no longer affects you.

### **THE COURT'S SETTLEMENT FAIRNESS HEARING**

The Court will hold a hearing to decide whether to approve the Settlement. You may attend and you may ask to speak, but you don't have to.

#### **20. When and Where Will the Court Decide Whether to Approve the Settlement?**

The Court will hold a Settlement Fairness Hearing at 1:00 p.m. on September 24, 2007, at the Clarkson S. Fisher Federal Building & U.S. Courthouse, 402 East State Street, Trenton, New Jersey. At the hearing the Court will consider whether the Settlement is fair, reasonable, and adequate. If there are objections, the Court will consider them. The Judge will listen to people who have asked to speak at the hearing. The Court will also consider how much to pay to Lead Plaintiffs' Counsel. The Court may decide these issues at the hearing or take them under consideration. We do not know how long these decisions will take.

#### **21. Do I Have to Come to the Hearing?**

No. Lead Plaintiffs' Counsel will answer questions the Judge may have. But, you are welcome to come at your own expense. If you send an objection, you don't have to come to Court to talk about it. As long as you delivered your written objection on time, the Court will consider it. You may also pay your own lawyer to attend, but it is not necessary.

#### **22. May I Speak at the Hearing?**

You may ask the Court for permission to speak at the Settlement Hearing. To do so, you must send a letter to the Court saying that it is your intention to appear at the Settlement Fairness Hearing. Be sure to include your name, address, telephone number, your signature, and the number of shares of Datatec common stock purchased and sold between June 26, 2003 and December 16, 2003, inclusive. Your notice of intention to appear must be delivered such that it is received no later than September 4, 2007 by the Clerk of the Court, Lead Plaintiffs' Counsel, and Defendants' Counsel, at the addresses listed in question 18. You cannot speak at the Settlement Hearing if you exclude yourself from the Settlement Class.

## IF YOU DO NOTHING

### 23. What Happens if I Do Nothing at All?

If you do nothing, you'll get no money from this Settlement. But, unless you exclude yourself, you won't be able to start a lawsuit, or be part of any other lawsuit against Defendants about the same issues in this case, or any issues, known or unknown, that could have been asserted in this case.

### GETTING MORE INFORMATION

### 24. Are There More Details About the Settlement?

This Notice summarizes the proposed settlement. More details are in the Stipulation dated as of April 16, 2007. You can get a copy of the Stipulation by writing to the Settlement Administrator at the address listed below, or from the Clerk's office at the United States District Court for the District of New Jersey, during regular business hours.

### 25. How Do I Get More Information?

You can call the Settlement Administrator toll free at (866) 274-4004, or write or visit its website at [www.strategicclaims.net](http://www.strategicclaims.net).

***DO NOT TELEPHONE THE COURT REGARDING THIS NOTICE***

### SPECIAL NOTICE TO NOMINEES

If you hold any Datatec common stock purchased between June 26, 2003 and December 16, 2003, inclusive as nominee for a beneficial owner, then, within fifteen (15) calendar days after you receive this Notice, you must either: (1) send a copy of this Notice by first class mail to all such persons; or (2) provide a list of the names and addresses of such persons to the Settlement Administrator:

In re Datatec Systems, Inc. Securities Litigation  
c/o Strategic Claims Services  
PO Box 230  
600 North Jackson St, Suite 3  
Media, PA 19063

If you choose to mail the Notice and Proof of Claim yourself, you may obtain from the Settlement Administrator (without cost to you) as many additional copies of these documents as you will need to complete the mailing. Regardless of whether you choose to complete the mailing yourself or elect to have the mailing performed for you, you may obtain reimbursement for or advancement of reasonable administrative costs actually incurred or expected to be incurred in connection with forwarding the Notice and Proof of Claim and which would have not been incurred but for the obligation to forward the Notice and Proof of Claim, upon submission of appropriate documentation to the Settlement Administrator.

DATED: May 9, 2007

BY ORDER OF THE COURT  
UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY.

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF NEW JERSEY

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IN RE: DATATEC SYSTEMS, INC.,  
SECURITIES LITIGATION

This Document Relates to: All cases

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Master File No. 2:04-CV-525 GEB-MCA

**PROOF OF CLAIM AND RELEASE**

**DEADLINE FOR SUBMISSION OF  
DATATEC SYSTEMS, INC. ("DATATEC") SECURITIES LITIGATION  
POSTMARKED ON OR BEFORE SEPTEMBER 24, 2007**

IF YOU PURCHASED OR OTHERWISE ACQUIRED DATATEC SYSTEMS, INC. ("DATATEC") COMMON STOCK DURING THE PERIOD FROM JUNE 26, 2003 THROUGH DECEMBER 16, 2003, INCLUSIVE, (THE "CLASS PERIOD"), THEN YOU ARE A CLASS MEMBER AND MAY BE ENTITLED TO SHARE IN THE SETTLEMENT PROCEEDS IN THIS ACTION.

EXCLUDED FROM THE CLASS ARE ANY PUTATIVE CLASS MEMBERS WHO EXCLUDE THEMSELVES BY FILING A REQUEST FOR EXCLUSION IN ACCORDANCE WITH THE REQUIREMENTS SET FORTH IN THE ACCOMPANYING NOTICE.

IF YOU ARE A MEMBER OF THE CLASS, YOU MUST COMPLETE AND SUBMIT THIS FORM IN ORDER TO BE ELIGIBLE TO RECEIVE ANY SETTLEMENT BENEFITS.

YOU MUST EITHER:

A) COMPLETE AND SIGN THIS PROOF OF CLAIM AND RELEASE AND MAIL IT BY FIRST CLASS MAIL, POSTMARKED NO LATER THAN SEPTEMBER 24, 2007 TO:

In re Datatec Systems, Inc.  
c/o Strategic Claims Services  
PO Box 230  
600 N. Jackson St, Suite 3  
Media, PA 19063

- OR -

B) COMPLETE AND SUBMIT THE ELECTRONIC PROOF OF CLAIM AND RELEASE, NO LATER THAN 12:00 A.M. EASTERN STANDARD TIME SEPTEMBER 24, 2007, FOUND AT:

[www.strategicclaims.net](http://www.strategicclaims.net)

YOUR FAILURE TO SUBMIT YOUR CLAIM BY SEPTEMBER 24, 2007 MAY SUBJECT YOUR CLAIM TO REJECTION AND PRECLUDE YOUR RECEIVING ANY MONEY IN CONNECTION WITH THE SETTLEMENT OF THIS LITIGATION. **YOU WILL BEAR ALL RISKS OF DELAY OR NON-DELIVERY OF YOUR CLAIM.**

DO NOT MAIL OR DELIVER YOUR CLAIM TO THE COURT, OR TO ANY OF THE PARTIES OR THEIR COUNSEL, AS ANY SUCH CLAIM WILL BE DEEMED NOT TO HAVE BEEN SUBMITTED. SUBMIT YOUR CLAIM ONLY TO STRATEGIC CLAIMS SERVICES.

**CLAIM FORM INSTRUCTIONS**

1. If you purchased or otherwise acquired Datatec common stock and held the certificate(s) in your name, you are the beneficial owner as well as the record owner. If, however, you purchased or otherwise acquired these Datatec common stock and the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial owner and the third party is the record owner.

2. Use ¶ 15 of this form entitled "Claimant Information" to identify each beneficial owner and, if different, each record owner, of the Datatec securities which form the basis of this claim.

THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL OWNER OR OWNERS, OR THE LEGAL REPRESENTATIVE OF SUCH OWNER OR OWNERS, OF THE DATATEC COMMON STOCK UPON WHICH THIS CLAIM IS BASED.

3. All joint owners must sign this claim. If you are acting in a representative capacity on behalf of a Class Member, e.g., as an executor, administrator, trustee, conservator, or other representative, documentation establishing your current authority to act on behalf of that Class Member must accompany this claim, and your title or capacity must be stated. Such documentation would include letters testamentary, letters of administration, or a copy of the trust documents. The Social Security or Taxpayer Identification Number and telephone number of the beneficial owner may be used in verifying the claim and must be included. Failure to provide the foregoing information could delay verification of your claim or result in rejection of your claim.

4. Use ¶ 16, §§ a, b, c, and d of this form entitled “Schedule of Trading Activity” to supply all required details of your transaction(s) in Datatec securities. If you need more space, attach separate, numbered sheets giving all of the required information in substantially the same form. Print your name and Social Security or Taxpayer Identification Number at the top of each additional sheet.

5. On the schedule, provide all of the requested information with respect to **all** of your purchases and all of your sales of Datatec securities that took place during the Class Period, whether such transactions resulted in a profit or a loss. Failure to report all such transactions may result in the rejection of your claim.

6. List each transaction in the Class Period separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day and year of each transaction you list.

7. The date of purchase, acquisition or sale is the “contract” or “trade” date and not the “settlement” date.

8. In processing claims, the first-in, first-out (“FIFO”) basis will be applied to purchases and sales. Sales will be matched in chronological order, by trade date, first against the securities held as of the close of trading on June 25, 2003 (the last day before the Class Period begins) and then against the purchases during the Class Period.

9. The date of covering a “short sale” is deemed to be the date of purchase of Datatec common stock. The date of a “short sale” is deemed to be the date of sale of Datatec common stock. Shares originally sold short will result in a zero Recognized Claim.

10. Where securities were purchased/sold by reason of having exercised an option/warrant, the option/warrant premium should be incorporated into the price accordingly.

11. If an Authorized Claimant’s trading activity during the Class Period exceeds 50 transactions, he, she or it must provide, in an electronic file, all purchases and sales information required in ¶ 16, the Schedule of Trading Activity. For a copy of instructions and parameters concerning an electronic submission, contact Strategic Claims Services by phone: (866) 274-4004, by fax (610) 565-7985 or by visiting its website: [www.strategicclaims.net](http://www.strategicclaims.net).

12. No cash payment will be made on a claim where the potential distribution amount is \$5.00 or less. Regardless of whether any payment or distribution is made or received, Class Members, except those who submit a valid and timely Request for Exclusion, shall continue to be bound by the full and complete release, remise and discharge of each of the “Released D&T Parties” of all “Released and Settled D&T Claims” and of each of the “Released Gaon Parties” of all “Released and Settled Gaon Claims,” as defined in the Notice.

13. Brokerage commissions and transfer taxes paid by you in connection with your purchase and sale of Datatec securities should be excluded from the purchase and sale prices.

14. **Copies** of brokers’ confirmations or other documentation of your transactions in Datatec common stock should be attached to your claim. IF ANY SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN A COPY OR EQUIVALENT DOCUMENTS FROM YOUR BROKER OR PORTFOLIO MANAGER BECAUSE THESE DOCUMENTS ARE NECESSARY TO PROVE AND PROCESS YOUR CLAIM. For a complete listing of the documentation deemed acceptable by the Claims Administrator, please refer to the website [www.strategicclaims.net](http://www.strategicclaims.net). Failure to provide acceptable documentation could delay verification of your claim or result in rejection of your claim.



**17. Certification**

a. I/We hereby certify that I/we purchased or otherwise acquired Datatec common stock between June 26, 2003 and December 16, 2003, inclusive. (Do not submit this Proof of Claim if the representation is not true for you.)

b. By submitting this Proof of Claim, I/we state that I/we believe in good faith that I am/we are a member of the Class as defined above and in the Notice of Proposed Settlement of Class Action, Hearing on Proposed Settlement and Attorneys' Fee Petition and Right to Share in Settlement Fund (the "Notice"), or am/are acting for such person; that I am/we are not a Defendant in the Action or anyone excluded from the Class; that I/we have read and understand the Notice; that I/we believe that I am/we are entitled to receive a share of the Net Settlement Fund; that I/we elect to participate in the proposed Settlement described in the Notice; and that I/we have not filed a request for exclusion.

c. I/We have set forth where requested above all relevant information with respect to each purchase or acquisition of Datatec common stock during the time periods requested, each sale, if any, of such securities, the balance, if any, at the close of trading on June 25, 2003 and March 15, 2004.

d. I/We have enclosed photocopies of the stockbroker's confirmation slips, stockbroker's statements, or other documents evidencing each purchase, sale or retention of Datatec common stock listed above in support of my/our claim.

e. I/We understand that the information contained in this Proof of Claim is subject to such verification as Strategic Claims Services may request or as the Court may direct, and I/we agree to cooperate in any such verification. (The information requested herein is designed to provide the minimum amount of information necessary to process most simple claims. Strategic Claims Services may request additional information as required to efficiently and reliably calculate your Recognized Claim. In some cases acceptance of the claim may be conditioned upon the production of additional information, including, where applicable, information concerning transactions in any derivatives of the subject securities such as options.)

f. Upon the occurrence of the Effective Date (as defined in the Notice) my/our signature(s) hereto will constitute a full and complete release, remise and discharge by me/us or, if I am/we are submitting this Proof of Claim and Release on behalf of a corporation, a partnership, estate or one or more other persons, by it, him, her or them, and by my/our, its, his, her or their heirs, executors, administrators, successors, and assigns of each of the "Released D&T Parties" of all "Released and Settled D&T Claims" and of each of the "Released Gaon Parties" of all "Released and Settled Gaon Claims," as defined in the Notice.

g. I/We certify that I am/we are NOT subject to backup withholding under the provisions of Section 3406 (a)(1)(c) of the Internal Revenue Code.

NOTE: If you have been notified by the I.R.S. that you are subject to backup withholding, please strike out the word "NOT" in the certification above.

h. I/We consent to the jurisdiction of the Court with respect to questions concerning the validity of this Proof of Claim. I/We understand and agree that my/our claim may be subject to investigation and discovery under the Federal Rules of Civil Procedure, provided that such investigation and discovery shall be limited to my/our status as Class Member(s) and the validity and amount of my/our claim. No discovery shall be allowed on the merits of the action or the Settlement.

I/We have read the foregoing Proof of Claim and Release and certify that all of the information contained herein, and in the supporting documents attached hereto, is true, correct and complete to the best of my/our knowledge, information and belief, and that this form was executed on the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_ in \_\_\_\_\_, (City) \_\_\_\_\_ (State/Country) \_\_\_\_\_.

\_\_\_\_\_  
Signature of Claimant

\_\_\_\_\_  
(Print your name here)

\_\_\_\_\_  
Signature of Joint Claimant, if any

\_\_\_\_\_  
(Print your name here)

\_\_\_\_\_  
(Signature of person signing on behalf of Claimant)

\_\_\_\_\_  
(Print your name here)

\_\_\_\_\_  
(Capacity of person signing on behalf of Claimant, if other than an individual, e.g., Executor, President, Custodian, etc.)

**THIS PROOF OF CLAIM MUST BE:**

**A) MAILED VIA FIRST CLASS MAIL POSTMARKED ON OR BEFORE SEPTEMBER 24, 2007 TO:**

In re Datatec Systems, Inc.  
c/o Strategic Claims Services  
PO Box 230  
600 N. Jackson St, Suite 3  
Media, PA 19063

- OR -

**B) SUBMITTED ELECTRONICALLY NO LATER THAN 12:00 A.M. EASTERN STANDARD TIME SEPTEMBER 24, 2007 TO:**

[www.strategicclaims.net](http://www.strategicclaims.net)

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.  
THANK YOU FOR YOUR PATIENCE.**

**Reminder Checklist:**

1. Remember to sign the above Release and Certification.
2. Remember to attach only **copies** of acceptable supporting documentation, a complete list of which can be found on our website.
3. Do not send original securities certificates.
4. Keep a copy of the completed claim form for your own records.
5. If you want an acknowledgment of receipt of your claim form, please send it Certified Mail, Return Receipt Requested, or its equivalent. **You will bear all risks of delay or non-delivery of your claim.**
6. If you move after submitting your claim form, please send us your new address.
7. If you have any questions or concerns regarding your claim, please contact:

In re Datatec Systems, Inc.  
c/o Strategic Claims Services  
PO Box 230  
600 N. Jackson St, Suite 3  
Media, PA 19063  
Telephone: (866) 274-4004  
Facsimile: (610) 565-7985  
Website: [www.strategicclaims.net](http://www.strategicclaims.net)

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