



# **B. Riley Financial Releases Statement Regarding Rent-A-Center Merger Agreement**

March 14, 2019

LOS ANGELES, March 14, 2019 (GLOBE NEWSWIRE) -- B. Riley Financial, Inc. (NASDAQ:RILY) (“B. Riley”) issued a statement in response to the Delaware Chancery Court’s decision that Rent-A-Center Inc.’s termination of its Merger Agreement with affiliates of Vintage Capital Management, LLC (“Vintage”) was valid.

“We are disappointed with the Court’s decision to not compel Rent-A-Center to complete the merger with Vintage. We committed our support for the deal in June due to Rent-A-Center’s strong fundamentals and we recognized the business could be turned around by implementing a disciplined strategy,” said Bryant Riley, Chairman and Co-CEO, B. Riley Financial. “Although B. Riley is not a party to the Merger Agreement, we secured the necessary debt and equity financing to fund the transaction months before Rent-A-Center elected to cancel the merger. We upheld our client commitments in support of closing the deal.”

The Court reserved judgment on the reverse breakup fee, pending supplemental briefing. B. Riley maintains that Rent-A-Center’s position with respect to the reverse breakup fee does not have merit.

## **About B. Riley Financial, Inc. (NASDAQ:RILY)**

B. Riley Financial, through its subsidiaries, provides collaborative financial services and solutions tailored to fit the capital raising and financial advisory needs of public and private companies and high net worth individuals. The company operates through several wholly-owned subsidiaries, including B. Riley FBR, a full-service investment bank and institutional brokerage; Great American Group, a leading provider of asset disposition, appraisal, corporate advisory and valuation services; GlassRatner, a specialty financial advisory services and consulting firm; B. Riley Wealth Management, B. Riley Asset Management and B. Riley Alternatives, which offer investment management to institutional and high net worth investors; Great American Capital Partners, which originates and underwrites senior secured loans for asset-rich companies; and B. Riley Principal Investments, which invests in or acquires companies and assets with attractive return profiles.

## **Forward-Looking Statements**

Statements in this press release that are not descriptions of historical facts are forward-looking statements that are based on management’s current expectations and assumptions and are subject to risks and uncertainties. If such risks or uncertainties materialize or such assumptions prove incorrect, our business, operating results, financial condition and stock price could be materially negatively affected. You should not place undue reliance on such forward-looking statements, which are based on the information currently available to us and speak only as of the date of this press release. Such forward looking statements include but are not limited to statements regarding Rent-A-Center's purported termination of the Merger Agreement and any implication concerning the outcome of any dispute that may arise in connection therewith, as well as appeals therefrom. Due to the inherent uncertainties of litigation, we may not prevail in these actions. Moreover, both the costs

of defending lawsuits and any settlements or judgments against us could adversely affect our results of operations and cash flows. Other factors that could adversely affect our results and cash flows include (without limitation) those risks described from time to time in B. Riley Financial, Inc.'s periodic filings with the SEC, including, without limitation, the risks described in B. Riley Financial, Inc.'s Annual Report on Form 10-K for the year ended December 31, 2018 under the captions "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations." These factors should be considered carefully, and readers are cautioned not to place undue reliance on such forward-looking statements. All information is current as of the date this press release is issued, and B. Riley Financial, Inc. undertakes no duty to update this information.

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