

FINANCIAL INFO July 2007

Current Price	\$ 0.45
Market Cap	\$ 23.7 M
Shares Outstanding	52.68 M
Float	42.81 M
52 Week Range	\$ 0.35–1.12
Cash	2.45 M
Working Capital	2.47 M
Insider Ownership	23.93%
Fiscal Year End	31-Dec

VALUATION

Revenue (ttm)	\$21.23 M
Price/Sales (ttm)	1.44

Source: SEC Filled 10-K

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BUSINESS DESCRIPTION

Universal Guardian Holdings Company (UGHO) is a Delaware corporation, headquartered in Newport Beach, California. UGHO is a multifaceted, global risk mitigation company that provides integrated security products, systems, and services designed to mitigate security threats worldwide. Universal Guardian's global risk mitigation group provides strategic and tactical security services, integrated global supply chain asset visibility with RFID Source Tagging Solutions and non-lethal and tactical products from operations in the Americas, Europe, Middle and East, Africa, Central Asia and Asia Pacific. UGHO has spent the last three years building a strong senior management team and advisory board who have managed the introduction of innovative products and systems. In addition to non-lethal consumer, military, and law-enforcement protection products, UGHO has expanded the delivery of security services, and positioned UGHO as an emerging global leader in international transportation and supply chain logistics systems and strategic security services for industry.

With the global threat of terrorism and military conflicts raging across the world, UGHO is at a major inflection point. The Company is poised to capitalize on multiple revenue streams in the *multi-billion dollar* homeland and international security markets. The opportunity for growth in this market is reflected in UGHO's operations which have recorded ten (10) consecutive quarters of revenue growth, with the last seven quarters posting record revenues. All the while UGHO significantly improved its gross margins and expects profitability for 2007.

UGHO's Cobra StunLight™ has received approval from the Los Angeles Sheriffs Department for use by its more than 12,000 deputies. Only 2% of all products tested by the LASD gain approval, this validates the quality of the product for both Law Enforcement and Consumers. The Cobra StunLight™ has also been shipped to the Mexican Federal Police, International law enforcement agencies, and domestic law enforcement agencies. UGHO has also launched its Cobra StunLight™ sales program to target the global consumer market. The program allows consumers to purchase the Cobra StunLight™ products directly through its website and call centers worldwide. Additionally, in late 2006, UGHO announced the appointment of marketing executives with proven track records in the development of dynamic corporate marketing programs that have produced more than \$1 billion in revenue during their tenure with Nautilus/Bowflex. They will utilize those same proven marketing strategies to accelerate the growth of Universal Guardian products, systems and services worldwide.



UGHO has launched their Total Asset Guardian™ (TAG3, www.tag3.com) Platform; a commercially deployed, Global Trade Management software used for compliance labeling, supply-chain security, asset tracking and utilization. The platform allows companies of any size to benefit from asset visibility and interoperability in an end to end supply-chain environment by utilizing RFID technology. The platform will be offered through three programs (TagEasy™, TagStation™, TagCentral™) designed to target both small and medium sized companies, as well as large scale conglomerates. The programs will be subscription based, which requires little to no capital investment from companies who wish to implement this technology. The Department of Defense (DoD) recently issued a policy that mandated 60,000 of its suppliers to

become RFID compliant for new or renewed contracts beginning October 2006. The U.S. Department of Defense mandates require all supplier shipments to become RFID compliant by October 1, 2008 for federal fiscal year 2009. Not only has UGHO met new Department of Defense RFID requirements, but its unique automated Advance Shipping Notice (ASN) feature allows 60,000 suppliers to provide accurate inventory counts before the shipment is received by the DoD. UGHO has begun marketing to Department of Defense suppliers, and is currently one of the few RFID players in this space to hold all of the DoD certifications. UGHO certifications include, C-TPAT for "GreenLane" shipping, and EPC mandates for Global electronic processing. UGHO's RFID program boasts the following industry leading characteristics:

- No Capital Investment
- Minimal IT resources required
- Increased Supply Chain Efficiencies
- Compatible with GPS/GPRS/SAT/RFID visibility control devices

The increase in global threats from terrorist and criminal groups has exposed vast vulnerabilities in the methods and systems used to protect government and corporate assets. UGHO's Services Group provides business risk mitigation and strategic security services to multi-national businesses, financial institutions, governments, embassies, militaries, non-governmental organizations, multi-national corporations and high profile individual clients. Universal Guardian Services Group undertakes manned guarding and physical security tasks in some of the harshest environments and its Insured Security Services Division offers a range of specialist insurance based security products providing cover and response to kidnap for ransom, emergency relocation and recovery, cargo escorting, extortion, product tampering and piracy, as well as cover against political risk, contract frustration, contractors 'All Risk' and personal accident.

From assessment to implementation, clients benefit from UGHO's Services Groups' of services, resulting in a more efficient, cost-effective security program. UGHO's service experts develop proactive, tiered approaches that can respond quickly to changing threat conditions and help ensure operational continuity in the wake of a crisis.

UGHO's Services Group works with its clients to identify the risk and develop programs to minimize the vulnerability and protect against it. Should the need arise; staff are on hand to be deployed immediately to assist with the management of a crisis and mitigate any losses. While UGHO's Services Group would prefer to have a working relationship with a client before a crisis situation, trained experts will work with any organization providing beneficial solutions to each situation.

With manned offices throughout the Middle and Far East, Asia, Africa and North America, UGHO's Services Group is able to offer advice and operate in most countries of the world. Using both indigenous and expatriate staff, UGHO's Services Group offers intelligent working knowledge of a country, and its environment and risks.

VALUE PROPOSITION

At current trading levels, UGHO's stock presents enormous upside potential. Under the leadership of Mr. Michael Skellern and his impressive management team, board of directors, and advisory board, UGHO is poised for strong and profitable growth. UGHO has created a robust and comprehensive product and service menu for the global risk mitigation industry. The Company is also poised to increase its market share in three large and growing global markets: non-lethal use of force products, ground breaking RFID logistics and asset tracking technologies, and Security Services for Governments and Commercial entities worldwide.

The tenth consecutive quarterly revenue increase and record quarter generated by UGHO demonstrates strong momentum in the business and reflects Management's ability to execute strategies effectively. Universal Guardian's Service Group has been the principal revenue driver while the Company has been developed patented and patent pending products and systems over the past several years. UGHO's revolutionary Cobra StunLight has been gaining traction and professional use credibility in law enforcement agencies around the world, including the Los Angeles Sheriffs Department. We believe the anticipated launch of the Total Asset Guardian™ (TAG3) program has created a tremendous opportunity for Universal Guardian to capture revenues in the RFID industry. Keep in mind that Savi, an RFID company, was purchased by Lockheed Martin for \$400 million with only \$20 million in revenue. Furthermore, UGHO is benefiting from the initiation of the consumer sales programs for the Cobra StunLight™. Based on the Company's current performance and its future growth prospect, our

INVESTMENT HIGHLIGHTS

target price is \$2.76 for Universal Guardian Holdings, Inc. (UGHO).

- Universal Guardian has delivered ten (10) consecutive quarters of revenue growth.
- Fiscal year 2006 revenues were up 54 percent year-over-year
- The Company is approaching Profitability. (Expected in 2007)
- Security industries market is expected to reach \$100 billion per annum in 2007.
- Universal Guardian is uniquely positioned to address the growing global market for security products, systems, and services to mitigate terrorism and security threats.
- Universal Guardian meets the increasing world-wide demand for integrated transportation, maritime, and global supply chain asset visibility solutions.
- Universal Guardian has a strong intellectual property portfolio of patented and patent pending products and systems.
- Exceptional Board of Directors and Advisory Board with vast industry experience in Finance, Defense, National Intelligence, and International business industries.
- Strong intellectual property portfolio patented and several patent pending products and systems.
- Universal Guardian has an expanding government, military, and multi-national customer-base.
- Universal Guardian has diverse and comprehensive security products, systems, and services, offering end-to-end solutions for governments and businesses.
- Universal Guardian's products, systems, and services target several key multi-billion markets.

MANAGEMENT TEAM

Michael Skellern, *President and Chief Executive Officer*

Mr. Skellern founded Universal Guardian in 2001 and currently serves as Chairman and Chief Executive Officer. Mr. Skellern has over 25 years of experience as a CEO and international business builder. Prior to founding Universal Guardian, Mr. Skellern served for over 24 years as President and CEO of Pacific International, a global business development and consulting firm that provides international business services to the consumer, industrial, government, and military sectors. Mr. Skellern has participated on the Board of Directors of several companies and has been a featured speaker and panel moderator at international business, finance, technology and security conferences in the United States, Europe and Asia.

Kevin F. Pickard, *Chief Financial Officer*

Kevin F. Pickard, is a CPA with experience providing management consulting services for small to medium sized companies, including preparing required SEC filings for public companies, due diligence on potential acquisition candidates, preparing projections and business plans, assisting with restructuring of companies and positioning companies for initial public offerings. Mr. Pickard has practiced as a CPA for over 19 years and has been involved in five initial public offerings and numerous private placement offerings. He is a Partner with Pickard & Green, CPAs. He founded Pickard & Company, CPAs, APC in 2000 that was subsequently merged with Green & Green, CPA Inc. in 2006 to form Pickard & Green, CPAs. Prior to that he was an Audit Partner with Singer Lewak Greenbaum & Goldstein, LLP where is co-managed the firm's securities practice group. He spent over nine years with Coopers & Lybrand, L.L.P., (currently PricewaterhouseCoopers, LLP) where he focused on auditing companies in the insurance, high-tech and manufacturing industries. Mr. Pickard earned a Bachelors of Science in Accounting and Master of Accountancy from Brigham Young University.

MANAGEMENT TEAM Contd.

Dr. Mel Brashears, *Director*

Dr. Brashears has been a director of Universal Guardian since July 2003. He also serves as Chairman of Irvine Sensors. He was Sector President and Chief Operating Officer at Lockheed Martin Corporation responsible for \$8.5 billion in annual revenue and 35,000 employees. Dr. Brashears has over 30 years experience in design and development of products and systems for the worldwide delivery of high-speed data and information. Dr. Brashears is a graduate of the University of Missouri, where he earned his bachelor's, master's and Ph.D. degrees in engineering, and where he also taught.

Michael D. Bozarth, *Director*

Mr. Bozarth has enjoyed a twenty-one year career at Accenture serving as a Managing Partner in the Financial Services Industry Practice. He has spent his career in strategy, planning and the implementation of large scale infrastructure programs and became a full equity partner in 1996. Mr. Bozarth was the partner in charge of several key clients in North America and abroad, including some of the world's largest retail banks, lenders, and credit card companies. Mr. Bozarth graduated from the University of Southern California in 1984 with a Bachelors of Science degree in Computer Science Engineering. He also serves on the Board of the University of Southern California Associates for the Marshall School of Business and MRE, Inc., a real estate development company.

Dr. Kenneth Merchant, *Director and Audit Chair*

Ken Merchant holds the Deloitte & Touche LLP Chair of Accountancy at the University of Southern California. He is currently teaching in USC's Executive MBA and Global Executive MBA programs and is the ethics coordinator for USC's undergraduate accounting program. Previously he served as Senior Associate Dean-Corporate Programs in USC's Marshall School of Business (2003-04) and as Dean of USC's Leventhal School of Accounting (1994-2001). Professor Merchant is also a research professor (part-time) at the University of Maastricht (the Netherlands). Before joining USC in 1990, and he previously taught at Harvard University (1978-1990) and the University of California (Berkeley) (1976-77). Professor Merchant is a graduate of Union College (BA), Columbia University (MBA), and the University of California, Berkeley (PhD and is a Certified Public Accountant (Texas).

BOARD OF ADVISORS

Richard A. Clarke, *Advisor*

Counter-terrorism Czar to four U.S. Presidents, U.S. Department of Defense, U.S. State Department., #1 Best-selling Author, ABC News Commentator.

Mr. Clarke is an internationally recognized expert on security, including homeland security, national security, cyber security, and counter-terrorism. Mr. Clarke served the last three Presidents as a senior White House Advisor and is currently an on-air consultant for ABC News.

Roger Cressey, *Advisor*

U.S. Counter-terrorism Policy Advisory - National Security Council, NBS News Commentator

Mr. Cressey served as Chief of Staff to the President's Critical Infrastructure Protection Board at the White House and as Director for Transnational Threats on the National Security Council and Head of U.S. counter-terrorism policy. He has served in the Department of Defense as Deputy Director for War Plans and the U.S. Department of State, Middle East Security. Mr. Cressey currently teaches a graduate course on U.S. counter-terrorism policy at Georgetown University.

Clifford Roth, *Advisor*

Maritime Security, National Cargo Security & American Port Security Committees, Attorney

Mr. Roth has held several executive positions in the international maritime industry including Litton Industries Marine Group, Sea Land Services, American Shipbuilding and Prudential Grace Lines. Mr. Roth served as an Attorney with the U.S. Army Material Command and U.S. Maritime Administration.

BOARD OF ADVISORS Contd.**Colonel John Alexander, Ph.D. (RET), *Advisor***

U.S. Army Special Forces, U.S. Special Operations Command Advisor, and Noted Author

Dr. John Alexander is one of the world's leading authority's special operations and non-lethal weapons. He currently serves a Senior Fellow at the Joint Special Operations University, and has served as an advisor to senior officials at the Afghan Ministry of Defense. Dr. Alexander has served on the National Research Council Committee for Assessment of Non-Lethal Weapons Science and Technology and has been inducted into National Air and Space Museum Hall of Fame and the U.S. Army OCS Hall of Fame. He the author of *The Warrior's Edge*, (1990) *Future War*, (1999), and the sequel, *Winning the War*, (2003)

Commissioner Rocco J. Diina , *Advisor*

Former Police Commissioner and Chief of the Buffalo, NY Police Department

Commissioner Diina is an accomplished law enforcement administrator, security firm founder and community leader. He is a graduate of the FBI National Executive Institute, Senior Management Institute (Harvard University) and former instructor of the FBI International Academy. He is also a respected member of the following organizations: Major Cities Chiefs, Major Cities Joint Terrorism Task Force, Police Executive Research Forum and the International Association of Chiefs

UGHO PUBLIC COMPARABLES*

Symbol	Price	52 Week	52 Week	20-Day	100-Day	1 year
	07/20/2007	High	Low	Change	Change	Change
UGHO	\$ 0.45	1.12	0.35	(10.69%)	(44.79%)	(40.01%)
EKCS	\$ 0.90	1.13	0.33	9.76%	20.00%	11.11%
TASR	\$ 17.41	17.65	6.86	40.18%	106.77%	128.78%
AH	\$ 87.77	87.84	50.16	2.59%	35.11%	60.02%
CDCY	\$ 5.51	8.79	4.88	1.10%	(23.65%)	(16.26%)
GVSS	\$ 0.67	1.15	0.01	(21.18%)	(41.23%)	(37.96%)
HBE	\$ 3.71	6.42	3.20	(7.02%)	(37.33%)	(2.11%)
Symbol	Revenues	Revenue	Market Cap	Float	% Held by	Shares
		Per Share			Insiders	Outstanding
UGHO	21.23 M	0.419	\$ 23.70 M	42.81 M	23.47%	52.68 M
EKCS	8.25 M	0.946	\$ 7.85 M	6.19 M	N/A	8.72 M
TASR	69.13 M	1.115	\$ 1.08 B	57.79 M	7.88 %	62.08 M
AH	2.80B	78.98	\$ 3.09 B	32.84 M	8.85%	35.58 M
CDCY	138.12 M	16.571	\$ 46.49 M	6.66 M	28.96%	8.44M
GVSS	43.30 M	4.182	\$ 18.84 M	10.79 M	3.89%	28.13 M
HBE	42.20 M	7.345	\$ 21.87 M	2.97 M	55.26%	5.90 M
Symbol	EPS (ttm)	P/E (ttm)	Price to Sales	Institutional	Company Name	
			(ttm)	Ownership (%)		
UGHO	(0.22)	N/A	1.12	N/A	Universal Guardian Holdings, Inc.	
EKCS	(0.14)	N/A	0.95	N/A	Electronic Control Security, Inc.	
TASR	(0.07)	N/A	15.63	35.30%	TASER International, Inc.	
AH	3.46	24.66	1.11	N/A	Armor Holdings, Inc.	
CDCY	(2.18)	N/A	0.34	41.60%	CompuDyne Corp.	
GVSS	(1.34)	N/A	0.44	N/A	GVI Security Solutions Inc.	
HBE	(0.26)	N/A	0.52	2.80%	Henry Bros. Electronics, Inc.	

* Data provided by Capital IQ, a Division of Standard & Poors

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