

Media Contacts:

April Harned

Articulate Communications Inc.

212-255-0080 ext. 11

aharned@articulatepr.com

Restricted Stock Systems Completes Banner Year

Leading Provider of Insider Trading and Compliance Software Experiences Rapid Revenue Growth, Expanding Blue-Chip Client List and Industry Accolades in 2006

PRINCETON, N.J. — Feb. 5, 2007 — Restricted Stock Systems, a provider of software and services for the management of insider trading, processing and compliance for restricted stock, today announced year-end success that includes revenue growth of more than 60 percent for the second consecutive year, a growing list of blue-chip clients, and ongoing alliances with The NASDAQ Stock Market, Inc. and the Depository Trust & Clearing Corporation (DTCC).

Founded in 2000, Restricted Stock Systems provides a powerful trade processing, risk management and compliance platform for corporate stock plan managers and brokerage firms. With products to support Rule 10b5-1 trading plans, Rule 144, Venture Capital distributions and Forms 3, 4 and 5, Restricted Stock Systems' automated solutions ensure data accuracy, eliminate risk, speed transaction processing and allow for the completion of required filings in a fully auditable environment. Providing real-time market data monitoring, built-in reporting tools and automatic trade notifications, brokers and stock plan managers can streamline trade operations and scale up their business with confidence.

"We attribute much of our success to the market's ongoing focus on restricted stock transactions and the world-class suite of software and services that we provide to reduce the cost and complexity inherent in the highly regulated securities industry," said Greg Besner, CEO of Restricted Stock Systems. "By providing the only commercially available software to manage Rule 10b5-1 trading plans and with a diversified list of brokerage and corporate *Fortune* 100 clients, we enter 2007 positioned for continued growth and success."

2006 highlights include:

- **Customer Wins:** Restricted Stock Systems increased its client roster by 68 percent in 2006, bringing the total number of clients to nearly 50, including five of the 10 largest financial institutions in the United States and four of the 10 largest companies in the world.

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- **Industry Accolades:** Based on its proven track record for revenue growth and technology innovation, Restricted Stock Systems was inducted by the New Jersey Technology Council (NJTC) into the NJTC Hall of Fame at an awards gala held Nov. 16, 2006. The company was previously named a Rising Star by Deloitte & Touche's Technology Fast 50 program in 2004, and Greg Besner was honored by Ernst & Young as Entrepreneur of the Year for Emerging Growth Companies in New Jersey in 2003.
- **Strategic Alliances:** To accelerate the adoption of Restricted Stock Systems' software and services, the company maintains a strong relationship with NASDAQ Corporate Services Network as a provider of Section 16 management solutions and has teamed with The Depository Trust & Clearing Corporation (DTCC), a provider of custody and asset servicing for more than two million securities issues from the United States and 100 other countries and territories.
- **Staff and Facilities:** To accommodate the tremendous growth experienced in 2006 and to effectively meet existing and future client opportunities, Restricted Stock Systems increased headcount by 30 percent and added a second IBM hosting facility.

About Restricted Stock Systems, Inc.

Restricted Stock Systems, Inc. provides the industry's only commercial software to manage Rule 10b5-1 trading plans in addition to software and services for processing and reporting of restricted and control stock and insider trading compliance. Offering the most comprehensive trade management and compliance solutions available, Restricted Stock Systems enables public companies and financial institutions to simplify the collection and verification of shareholder information, automate required filings and streamline compliance processing and reporting. With software and services to support Rule 10b5-1, Rule 144, Venture Capital distributions and Forms 3, 4 and 5, Restricted Stock Systems' insider trading and compliance solutions are used by many leading financial firms and *Fortune* 500 companies. For more information, visit www.rssgroup.com.

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