

## Transaction News - Teradyne

Teradyne divests Manufacturing Software Group

Visiprise, Inc. to continue leading Manufacturing Execution Systems market

ALPHARETTA, GA - February 24, 2003 - NetVendor and Teradyne (NYSE: TER) announced today that the two companies have completed the sale of Teradyne's Manufacturing Software Group (MSG) to NetVendor, Inc. The two groups, both located in the metro Atlanta area, have merged to become Visiprise, Inc., effective immediately.

The new corporation will focus on developing, marketing and selling software solutions for discrete manufacturers, including manufacturing execution systems (MES) software, quality management software and new product introduction software. The Alpharetta, Georgia-based facilities that have served Teradyne MSG have become the new corporate headquarters of Visiprise.

"Combining NetVendor and Teradyne's Manufacturing Software Group to create Visiprise brings together complementary technologies that go a long way towards achieving collaborative manufacturing management. Engineering collaboration, business process management, and production management are key solution components that manufacturing organizations must get right in order to achieve operating excellence. Visiprise offers them all in a single solution," said Greg Gorbach, Service Director, Collaborative Manufacturing and Architecture, ARC Advisory Group.

"NetVendor and our investors had been looking for a synergistic acquisition which would strengthen our position in the market and create the opportunity for long-term success," said Sean McCloskey CEO, Visiprise (formerly CEO, NetVendor). The new company will have greater breadth and leverage, and will gain competitive advantages allowing us even more capability of delivering on collaborative manufacturing execution solutions " our core competency."

Teradyne is retaining a stake in the new company as a minority shareholder and will continue to have an ongoing relationship with Visiprise as a customer of the SCE product. "Visiprise represents an exciting opportunity for our investors, customers, partners, and employees," said Carl McCauley, COO, Visiprise (formerly VP of Software Operations, Teradyne). "The addition of NetVendor's collaborative design and business process management solutions further enhances Teradyne MSG's industry-leading manufacturing execution system, SCE, by providing solutions for new product introduction and collaborative design. With our history, customers, management team, and technology, we are ideally positioned to maintain and grow our leadership position in delivering collaborative solutions for discrete manufacturers."

Visiprise SCE allows manufacturers to manage and control processes across the entire enterprise, giving real-time visibility into operations across the globe. The addition of NetVendor's product line, Embrace Collaborative Workspace, as a module to SCE will strengthen SCE with modules targeted at FDA compliance, document management, new product introduction, mechanical CAD viewing and markup, collaboration tools, and business process management.