ASCENT CAPITAL GROUP INC

Monitronics
Monitored Security Systems

Security Networks Acquisition Overview

July 10, 2013

Forward Looking Statements

This presentation contains or may contain certain statements forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements about the pending acquisition of Security Networks, LLC, the completion of the proposed acquisition financing, the realization of estimated synergies from the pending acquisition, expected transaction costs, business strategies, market potential, future financial performance, the integration of acquired assets and other matters that are not historical facts. These forward-looking statements involve many risks and uncertainties that could cause actual results to differ materially from those expressed or implied by such statements, including, without limitation, the operating performance of Monitronics' network, the completion of the pending acquisition of Security Networks and the proposed acquisition financing, Monitronics' ability integrate the business and operations of Security Networks, competitive issues, continued access to capital on terms acceptable to Ascent and Monitronics, our ability to capitalize on acquisition opportunities, general market conditions and regulatory issues. These forward looking statements speak only as of the date hereof, and Ascent expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statement contained herein to reflect any change in Ascent's or Monitronics' expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based.

This presentation will discuss certain non-GAAP financial measures, including Adjusted EBITDA of Monitronics and Security Networks. With respect to CY 2011 included throughout this presentation, Adjusted EBITDA for Monitronics was recast to add back a one-time reserve of $2.6m taken in 2011 in connection with an ongoing litigation matter that management views as a non-recurring, non-operating expense. As companies often define non-GAAP financial measures differently, Adjusted EBITDA as calculated by us may not be comparable to similarly titled measures reported by other companies. Please see Monitronics' Annual Form 10-K filed with the Securities and Exchange Commission on March 1, 2013, as well as our Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission ("SEC") on May 14, 2013. **For applicable definitions and reconciliations, see the Appendix at the end of this presentation together with Ascent's Current Report on Form 8-K filed with the SEC on October 14, 2011 (as amended on March 6, 2012).**

Security Networks Transaction Overview

Transaction Overview

- Ascent Capital subsidiary Monitronics has agreed to acquire Security Networks from Oak Hill Capital Partners and certain related persons
  - Purchase price of $487.5 million in cash plus 253,333 newly issued Ascent Series A shares with an agreed-value of $20 million at signing, based on the delivery of $8.8 million(1) of closing date RMR (as defined in the purchase agreement)
  - Final purchase price to be adjusted based on actual RMR (above or below $8.8 million target) delivered at closing
  - Expected to close in mid-August 2013, subject to customary closing conditions, including regulatory approvals
  - Will finance a significant portion of the cash purchase price with increased Monitronics debt and new borrowings at the Ascent level, together with an incremental amount of Ascent cash from its balance sheet

(1) Includes wholesale monitoring revenue.

Transaction Rationale

Strategic

- Similar business models leveraging national dealer program
- Quality portfolio of subscribers and dealers
- Opportunity to acquire higher-growth company

Financial

- Security Networks' subscribers and RMR expected to grow faster than Monitronics
- Expect to accrue meaningful operational synergies by eliminating duplicative functions. Once integrated, $4-6 million of duplicative costs are expected to be eliminated per year(1)

Operational

- Monitronics' management experienced in security industry acquisitions
- Similar product offering facilitates understanding of target's business
- Fold in nature of acquisition results in lower integration risk

(1) Included for illustrative purposes only. Not intended to reflect management's projections or guidance.

Security Networks Business Overview

Security Networks Overview

Security Networks Snapshot

- Highly strategic dealer-based alarm monitoring company
- Diversified network of over 225 high-quality dealers
  - Disciplined underwriting practices
  - Initiated over 61K accounts in 2012
  - Supports Monitronics' growth initiatives
- High quality subscriber base
  - Approximately 195K subscribers as of 6/30/2013
  - 720 overall portfolio average credit score
- 2012 Metrics show strong, profitable growth
  - $78.5 million revenue
  - $46.5 million[1] Adjusted EBITDA
  - $7.2 million[2] RMR

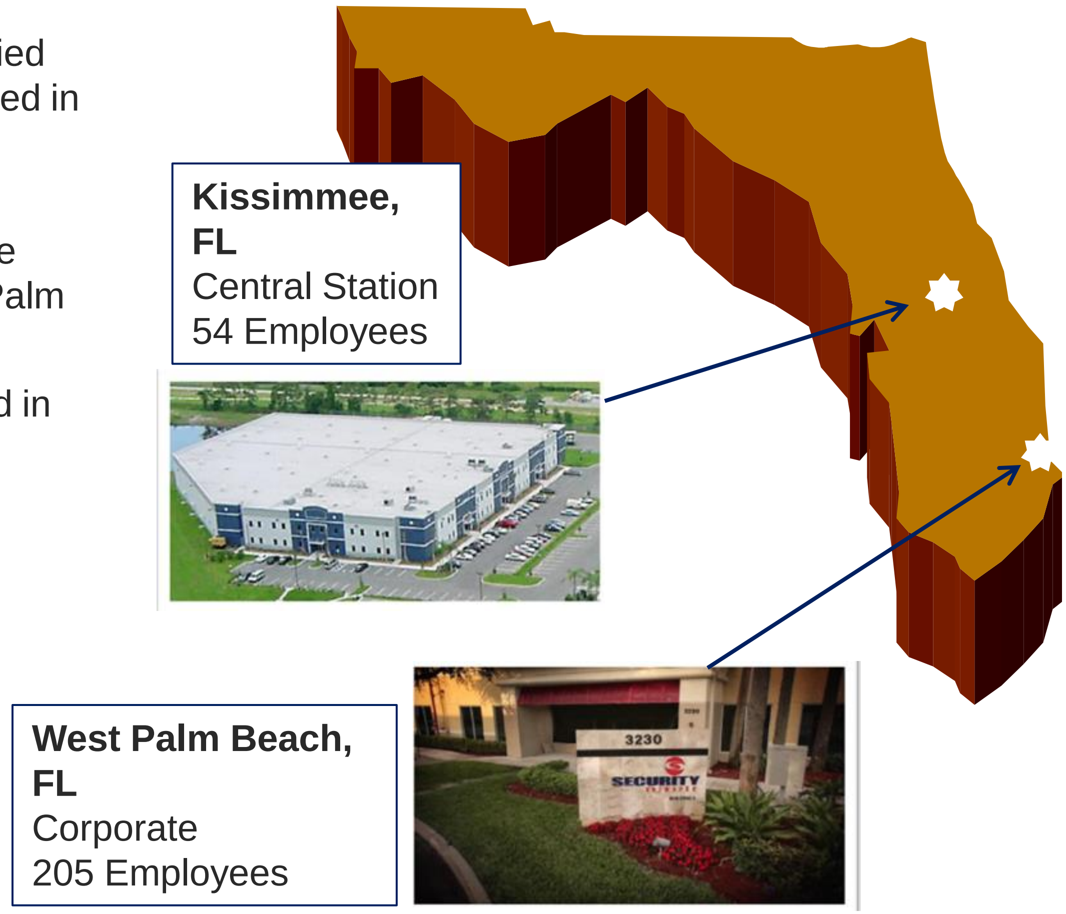
Key Statistics (at 6/30/13)	
RMR (MM)[2]	$8.4
Subscribers	~195K
Residential / Commercial	95% / 5%

2012 Purchase Statistics	
Average Credit Score	721
Cellular Percentage	74%
Approximate Average RMR per Account	$45.00

(1) Adjusted EBITDA for the year ended December 31, 2012 excludes approximately $982 thousand of contingent consideration earn out expense related to 2010 acquisition transaction.
(2) Includes $0.1 million of wholesale RMR.

Security Networks Overview

- Corporate and Monitoring operations located in Florida
  - U.L. listed, Five Diamond Certified Central Monitoring Station located in Kissimmee
  - Accounting, Customer Service, Affiliate Relations and Corporate Headquarters located in West Palm Beach
  - 50+ Service Technicians located in high concentration markets nationwide
- Over 300 total SN Employees



Similar / Complementary Business Model to Monitronics

	Monitronics Monitored Security Systems	Security Networks
Residential Security Monitoring	✓	✓
3-5 yr Customer Contract Terms	✓	✓
Dealer Program	✓	✓
High Quality Credit Customer Base	✓	✓
Field Service Operations	✓	✓
Founded	1994	2000
Dealers	370	225
Employees	820	300+
Subscribers	839K	~195K
Portfolio Average Credit Score	720	720

Note: Data is as of 3/31/13 except for Subscribers and Portfolio Average Credit Score, which is as of 6/30/13.

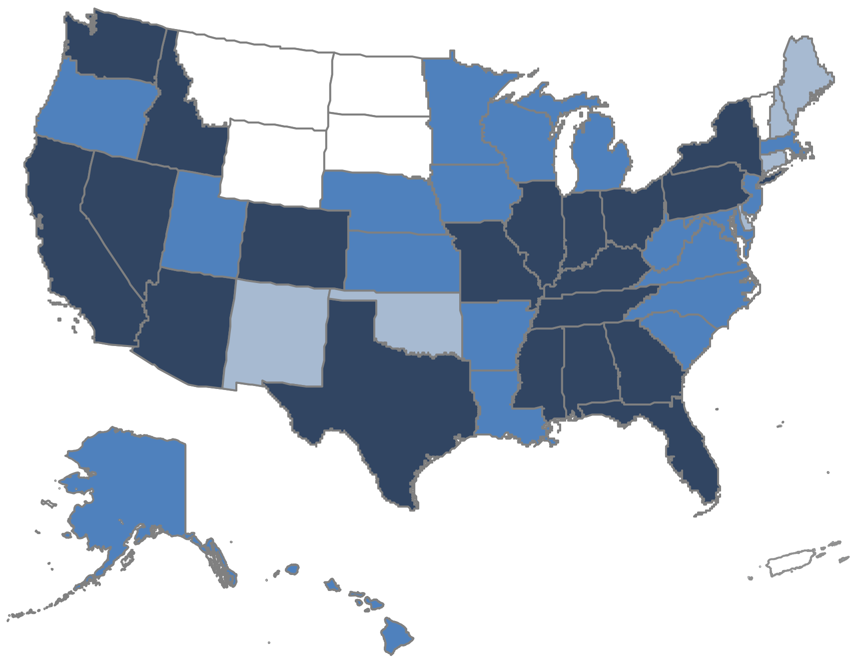
Similar Account Underwriting Standards

	Monitronics Monitored Security Systems	SECURITY networks
Strict Credit Score Criterion with 600 Minimum	✓	✓
Home Ownership / No Renters	✓	✓
First Month Monitoring Payment	✓	✓
Monitored at Company's Monitoring Center	✓	✓
QC Audits of System Installations	✓	✓
Pre-Purchase Survey Calls	✓	✓

Dealer Network Coverage

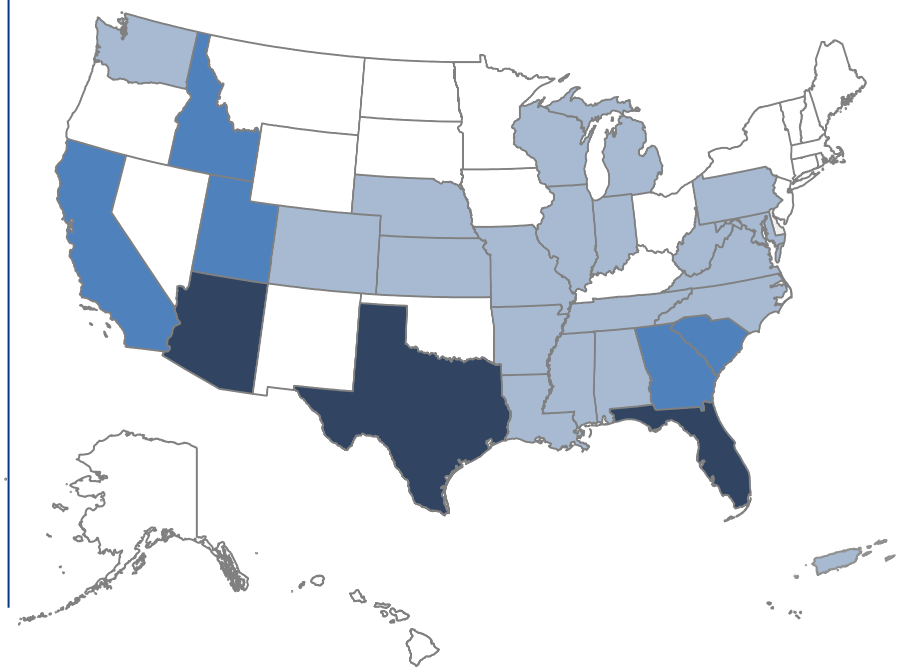
Monitronics(1)

- ~370 dealers nationwide covering all 50 states, District of Columbia and Puerto Rico



Security Networks(2)

- ~225 active dealers nationwide generating accounts in 33 states

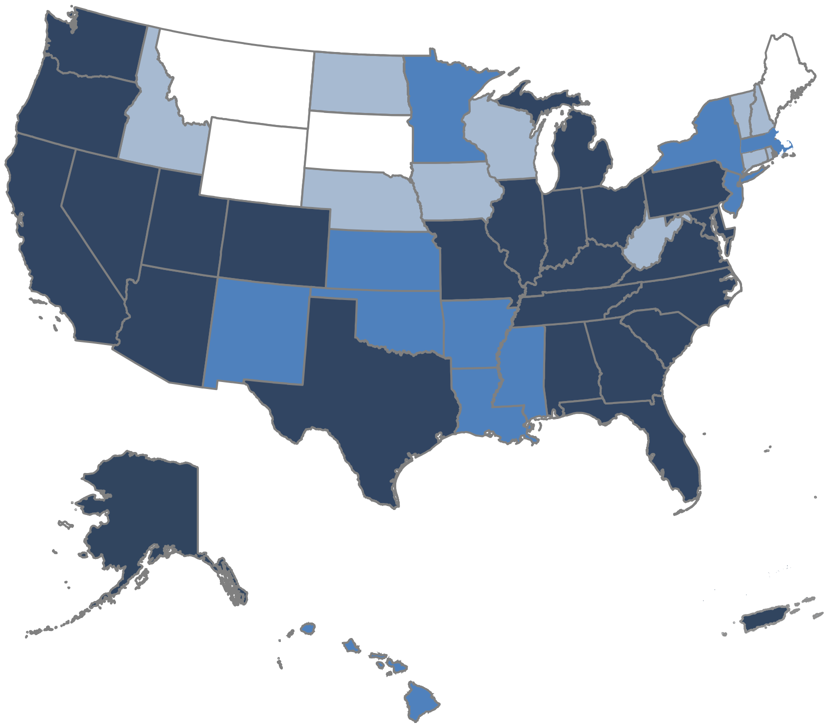


≥20 Dealers ≥10 Dealers ≥5 Dealers <5 Dealers

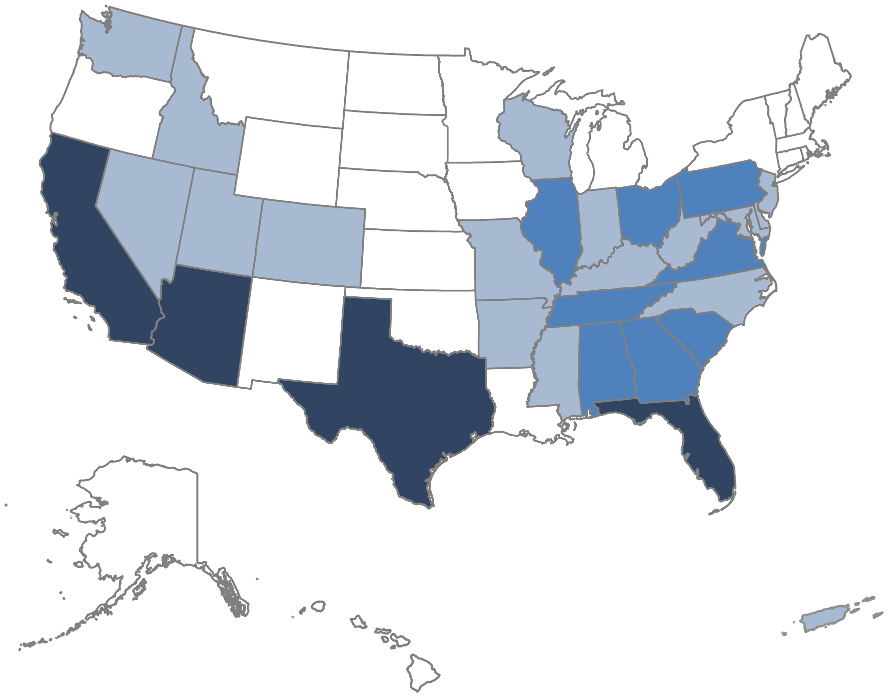
(1) Source: Monitronics; based on purchased alarm monitoring contracts over last 12 months, as of March 31, 2013; excludes network of field service-only dealers.
(2) Source: Security Networks; based on purchased alarm monitoring contracts over last 3 months, as of March 31, 2013; excludes network of field service-only dealers.

Subscriber Network Coverage(1)

Monitronics



Security Networks



≥10,000 Alarm Monitoring Contracts

≥5,000 Alarm Monitoring Contracts

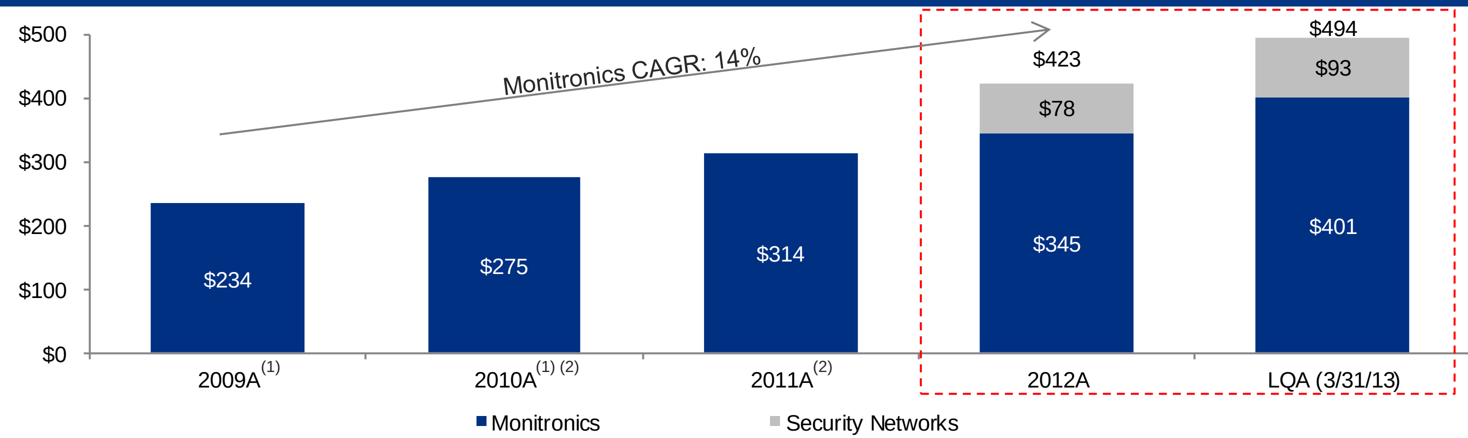
≥1,000 Alarm Monitoring Contracts

<1,000 Alarm Monitoring Contracts

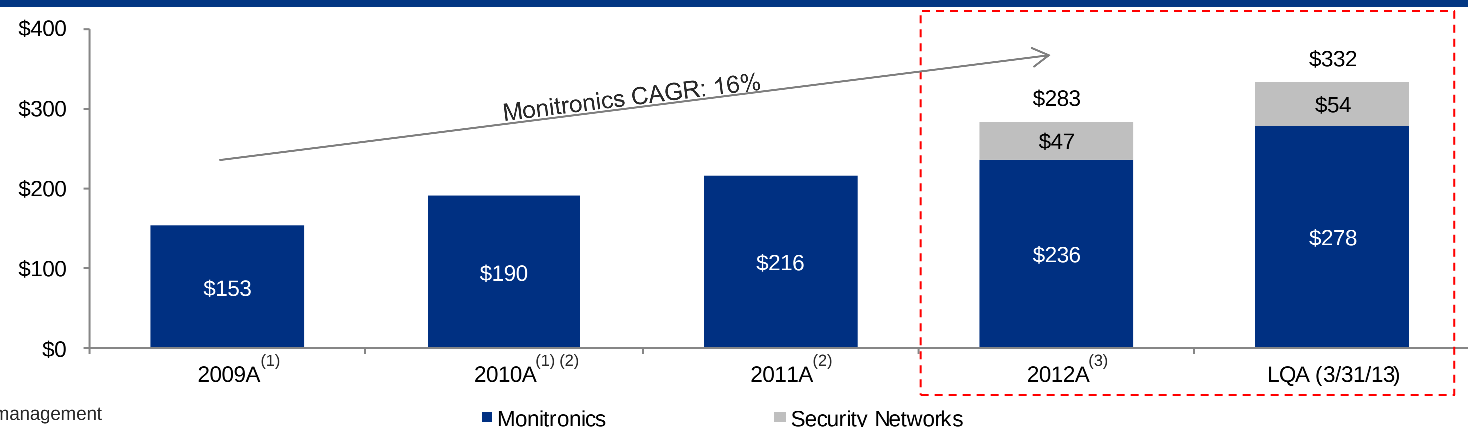
(1) As of 3/31/13.

Historical Operational Profile

Revenue ($ million)



Adjusted EBITDA ($ million)



Source: Company management

(1) 2009 and 2010 Revenue and Adjusted EBITDA for Monitronics are as of the fiscal year ended June 30th; the Company changed to calendar year fiscal years in connection with its acquisition by Ascent in December 2010.

(2) Monitronics revenue and Adjusted EBITDA for the years ended December 31, 2011 and December 31, 2010 exclude the negative impact of a $2.3 million and $3.0 million, respectively, fair value adjustment related to deferred revenue in relation to Ascent's acquisition of Monitronics.

(3) Security Networks Adjusted EBITDA for the years ended December 31, 2012 and December 31, 2011 excludes approximately $982 thousand and $8.3 million, respectively, of contingent consideration earn out expense related to the 2010 acquisition of Security Networks by Oak Hill and its affiliates.

Appendix

Monitronics Adjusted EBITDA Reconciliation

($ in Millions)	For The Quarter Ended March 31,		For The Year Ended December 31,	
	2013 Actual	2012 Actual	2012 Actual	2011 Actual
Net Income (Loss)	**$1,349**	**($3,772)**	**($16,030)**	**($6,010)**
Amortization of subscriber accounts and dealer network	44,315	38,081	163,468	159,619
Depreciation	1,488	1,302	5,286	4,704
Stock-based compensation expense	361	299	1,384	393
Realized/unrealized loss on derivative instruments	--	2,044	2,044	10,601
Refinancing costs	--	6,241	6,245	--
Interest expense	21,127	11,622	71,328	42,655
Income tax expense	774	667	2,616	2,523
Adjusted EBITDA	**$69,414**	**$56,484**	**$236,341**	**$214,485**

Security Networks Adjusted EBITDA Reconciliation

($ in Millions)	For The Quarter Ended March 31,		For The YE Dec. 31,
	2013	2012	2012
	Actual	Actual	Actual
Net Income (Loss)	**$1,209**	**$1,359**	**$3,576**
Amortization of subscriber network	7,131	4,869	24,470
Depreciation	286	261	1,138
Stock-based compensation expense	99	93	388
Interest expense	4,881	3,058	15,816
Income tax expense	14	1	100
Contingent consideration earnout expense	--	--	982
Adjusted EBITDA	**$13,620**	**$9,641**	**$46,470**

Appendix

Monitronics generally defines Adjusted EBITDA as net income (loss) before interest, taxes, depreciation and amortization (including the amortization of subscriber accounts) and realized and unrealized loss on derivative instruments, and other non-cash or non-recurring charges such as acquisition related professional fees, write off of deferred financing costs, and stock-based and other non-cash long-term incentive compensation. Adjusted EBITDA does not represent cash flow from operations as defined by generally accepted accounting principles, should not be construed as an alternative to net income or loss and is indicative neither of Monitronics' operating performance nor of cash flows available to fund all of its cash needs. It is, however, a measurement Monitronics believes is useful to investors to evaluate its operating performance. Adjusted EBITDA is also a measure that Monitronics believes is customarily used by financial analysts to evaluate the financial performance of companies in the security alarm monitoring industry and is one of the financial measures, subject to adjustments, by which Monitronics' covenants are calculated under the agreements governing its debt obligations.

For purposes of this presentation, Monitronics has applied the same definitions of Adjusted EBITDA to the financial information of Security Networks.