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FOR IMMEDIATE RELEASE

INVESTMENT PARTNERS ANNOUNCES THAT IT HAS SENT A STOCKHOLDER PROPOSAL TO RAINMAKER SYSTEMS INC. FOR CONSIDERATION AT THE 2012 ANNUAL MEETING OF STOCKHOLDERS

Metuchen, NJ, Jan 12 2012 -- Investment Partners Asset Management (IPAM) announced today that a fund it manages has sent a stockholder proposal to Rainmaker Systems, Inc. (**NasdaqCM: RMKR**) (“Rainmaker” or the “Company”) to be included in the Company’s proxy statement for the 2012 annual meeting of stockholders.

The proposal would put to a vote of stockholders a request that the Company’s board of directors (the “Board”) immediately engage the services of a reputable investment banking firm to pursue a sale of the Company.

Over the past five years there has been a substantial diminution of stockholder value and, in IPAM’s opinion, the best way to ensure that stockholders receive a marked return on their investment would be through the sale of the Company. Gregg Abella of IPAM stated: “Investment Partners Asset Management feels that it has been supportive of Rainmaker’s management during the tenure of its investment. Unfortunately, we think that the Company has not performed well enough over time to justify further capital raises to fund its business plan or the continued expense of remaining an independent entity. We have patiently waited for the Company to return to profitability but the time has come for stockholders to see a return on their investment. With Rainmaker’s cash balance at approximately \$10.5 million as of September 30, 2011, and with a net loss of approximately \$9 million through the first 9 months of 2011, it just seems like common sense to us that the Board hire an investment banker to pursue a sale now while, in our opinion, there is still an opportunity to maximize value for all stockholders.”

Accounts managed by IPAM and its affiliates own 212,768 shares of Rainmaker’s common stock, and IPAM intends to vote for this proposal in accounts for which it has voting authority. The stockholder proposal was submitted to the Company according to the instructions appearing in Rainmaker’s most recent proxy statement filed with the Securities and Exchange Commission on April 11, 2011.

About Investment Partners Asset Management

IPAM is an investment management firm, which adheres to a combination of value investing, special situation participation, as well as seeking to exploit inefficiencies created by fluctuations and volatility of securities prices to obtain long-term investment gains. Founded in 1995, IPAM manages investments for individuals and families, businesses, and non-profit organizations applying their comprehensive approach balanced with research and insight. For more information about IPAM, please visit their website at www.investmentpartners.com.

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