

Midwest M&A Quarterly Update

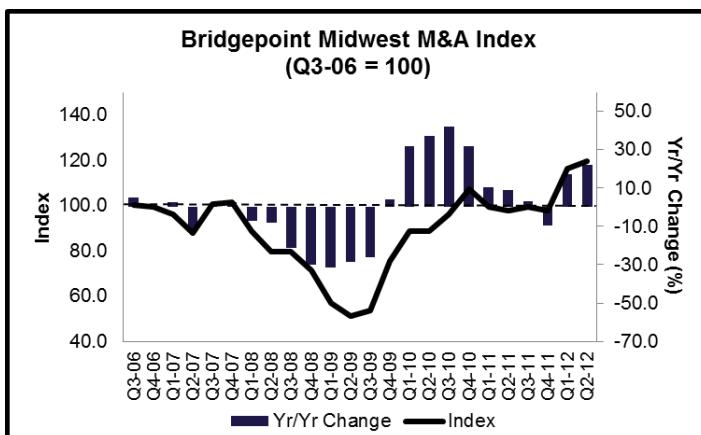
Second Quarter 2012

Midwest M&A Quarterly Update

Bridgepoint Midwest M&A Index

Bridgepoint Midwest M&A Index Increased To All-Time High in Q2-12

- Index Summary:** The Bridgepoint Midwest M&A Index, a measure of corporate merger and acquisition activity in the U.S. Midwest region, increased 3.3% in Q2-12 after increasing 18.7% in Q1-12. On a year-over-year basis, the index increased 22.0% from Q2-11. The latest increase put the index at an all-time high of 119.5 (Q3-06 = 100), up from the previous high reached in Q1-12 of 116.3
- Perspective:** Index reflects continued healthy growth of Midwest M&A deal volumes in the face of a relatively stable local economy. Current index level of 119.5 reflects a continued rally from the previous quarter, which was the highest index level since its inception. Q2-12 deal volume was also very strong on a seasonal basis as the year-over-year index increase of 22.0% represented the highest change since Q3-10. Besides deal volume growth, median Midwest M&A deal size and valuation (on a TEV/EBITDA basis) also increased from \$12.00mm and 5.4x in Q1-12 to \$14.9mm and 8.5x in Q2-12, respectively
- Key Drivers:** A stable regional economy and a strong U.S. equity market continued to drive regional M&A and private equity volumes in the second quarter of 2012 despite broader political and macro uncertainty and relatively weak national M&A volumes. The Midwest continued to be an attractive region for corporates and sponsors due to potential proprietary deal flow and economic stability in the region
- Outlook:** Despite broader uncertainty and weakness, a continued stable regional economy and equity market momentum suggest potential continued strength of the Midwest deal environment through the second half of the year



- What the Index Means for You:** Deal volumes have continued to grow, with increased attention on companies with strong performance. The current environment represents an attractive opportunity for Midwest companies and business owners to:
 - ✓ *Evaluate strategic options & your company value* – Midwest companies are receiving strong M&A interest from both sponsors and other corporates with performing companies garnering premium valuations
 - ✓ *Opportunistically explore acquiring complementary assets at potentially attractive prices* – infrequent access to capital for smaller or distressed companies provides unique buying opportunities for those companies with firepower
 - ✓ *Explore attractive financing opportunities to finance growth, acquisition, or liquidity* – substantial private equity and junior capital interest in the Midwest and core industries provides additional optionality for healthy companies and business owners

Index Definition

Q3-06 = 100. As defined by Bridgepoint Merchant Banking, the Bridgepoint Midwest M&A Index is assembled by summing the number of transactions (for transactions that meet the Transaction Requirements below, as sorted by announced date) announced over the latest two quarters. Year-over-year and quarter-over-quarter percent change is calculated and then applied to the index number for the previous applicable period.

Transaction Requirements

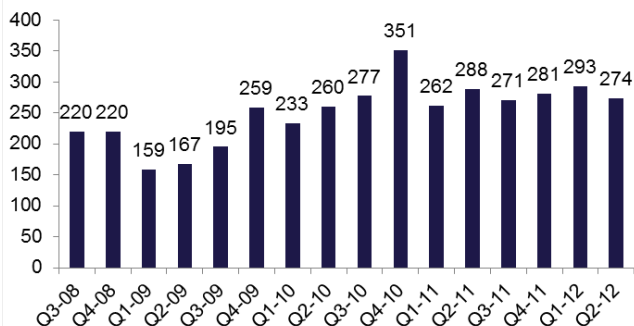
Buyer, target and/or seller must be located in the Midwest, and the Midwest participant must have purchased or sold majority control. Total Enterprise Value must be \$10mm or greater. Midwest defined as Iowa, Kansas, Missouri, Nebraska, North Dakota, Oklahoma, and South Dakota.

Source: Bridgepoint Merchant Banking, Capital IQ (6/30/12)

Midwest M&A Quarterly Update

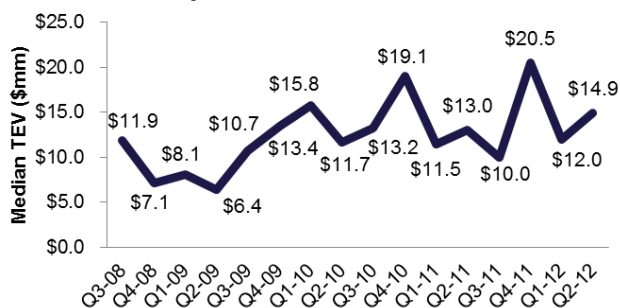
Selected Midwest Q2-12 M&A Transaction Statistics^(a)

Quarterly Midwest M&A Transaction Volume



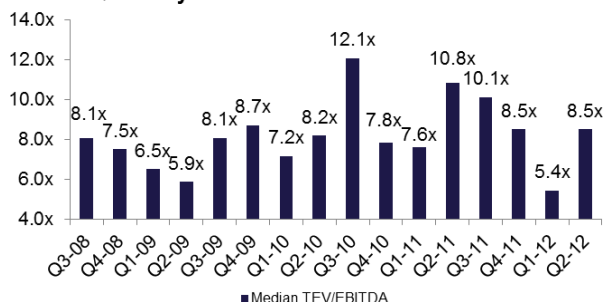
- Quarterly Midwest M&A volume decreased 6.5% from 293 transactions in Q1-12 to 274 transactions in Q2-12. Year-over-year quarterly Midwest M&A volume also decreased 4.9% from 288 deals in Q2-11 to 274 deals in Q2-12
- The decrease in deal flow for the quarter ended the rally for three consecutive increases on a quarter-over-quarter basis. Despite the slight decrease, transaction volume has been relatively healthy and stable over the past 6 quarters, especially for larger deals

Quarterly Midwest M&A Median Deal Size



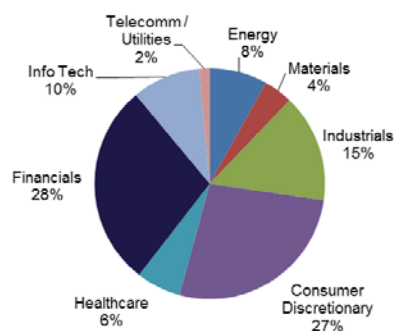
- Of the Midwest M&A transactions with available transaction values, quarterly median deal size increased from \$12.0mm in Q1-12 to \$14.9mm in Q2-12
- After the significant decrease in median deal size in Q1-12, corporates and sponsors increased their interests in larger and healthier companies in the Midwest. Corporates around the country are increasingly looking to M&A as a growth engine

Quarterly Midwest M&A Median Valuation



- Median Midwest M&A valuations (on a TEV/EBITDA basis) increased from 5.4x in Q1-12 to 8.5x in Q2-12
- Median Midwest M&A valuations (on a TEV/sales basis) decreased from 1.2x in Q1-12 to 1.0x in Q2-12
- The return of healthy multiples indicated that the dip in Q1-12 valuations was simply due to limited available data

Q2-12 Midwest M&A Transaction Volume by Sector

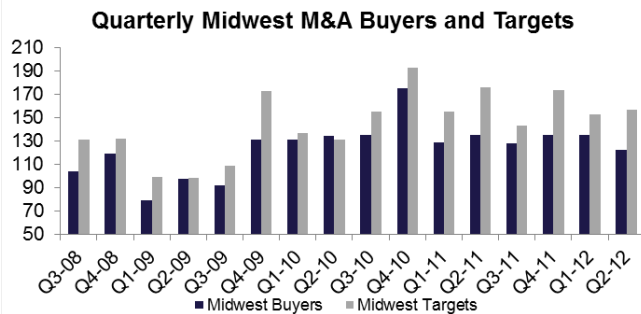


- Core industries (including Industrials, Materials and Consumer) accounted for 46% of total Midwest M&A transaction volume in Q2-12, up 7% from the previous quarter
- Consumer sector deal share saw the biggest increase in Q2-12, up 8% from Q1-12 level. Energy, Healthcare, and Materials saw 4%, 3%, and 2% share declines, respectively



Midwest M&A Quarterly Update

Selected Midwest Q2-12 M&A Transaction Statistics (Continued)^(a)



- Quarterly M&A transactions with Midwest buyers decreased 9.6% to 122 in Q2-12 from 135 in Q1-12, while quarterly transactions with Midwest targets increased from 153 deals in Q1-12 to 157 deals in Q2-12
- Midwest targets continue to be the top U.S. region for private equity investment, accounting for 22% of U.S. private equity deal flow (by count) in Q2-12 (according to Pitchbook.com)

Selected Midwest Q2-12 M&A Transactions ^(a)

Announced	Target	Target		Buyer		TEV (\$mm)
		Local	Buyer	Local	Target Sector	
06/29/2012	Aerial Platform Experts, LLC	IA	Volvo Construction Equipment Rents, Inc.	NC	Industrials	-
06/28/2012	PC Doctors, LLC and Tecguard, LLC	WI	Western Capital Resources, Inc.	NE	Info Tech	\$3.2
06/27/2012	Prairie Systems LLC	IA	JBS United, Inc.	IN	Info Tech	-
06/22/2012	Muncharoo LLC	MO	Crow dSavings.com, LLC	FL	Info Tech	-
06/22/2012	Robinson Media LLC	TX	Omaha World-Herald Company	NE	Consumer	-
06/19/2012	TargetClick Powered by Mudd Advertising	IA	Jim Mudd Advertising Agency, Inc.	IA	Consumer	-
06/19/2012	Costa Fortuna del Uruguay S/A		Layne Christensen Co.	KS	Industrials	27.6
06/15/2012	Genesis Communications Inc.	IA	WMS Industries Inc.	IL	Info Tech	-
06/14/2012	Gavilon Grain, LLC	NE	Mountaire Farms of Delaware, Inc.	DE	Consumer	-
06/12/2012	UrbanDealight LLC	OK	Crow dSavings.com, LLC	FL	Info Tech	-
06/11/2012	Vital Support Systems, L.L.C.	IA	TDS Hosted & Managed Services, LLC	WI	Info Tech	45.0
06/08/2012	Broker Benefit Services, L.L.C.	MO	Gallagher Benefit Services, Inc.	IL	Financials	12.5
06/08/2012	Engineered Products Company	IA	Spell Capital Partners LLC	MN	Info Tech	-
06/08/2012	Kalot Industries, Inc.	IA	Bushwacker, Incorporated	OR	Consumer	-
06/06/2012	BMI, Inc.	NE	Bizco Technologies, Inc.	NE	Info Tech	-
06/06/2012	Curly Olneys, Inc.	NE	Titan Machinery, Inc.	ND	Industrials	-
06/05/2012	ENAUQA	CA	Grundfos Pumps Corporation	KS	Industrials	16.8
06/01/2012	Nascent Systems, LP	TX	Perficient Inc.	MO	Info Tech	18.1
05/29/2012	One Nineteen	KS	Glimcher Realty Trust	OH	Financials	67.5
05/29/2012	Gavilon, LLC	NE	Marubeni Corporation	Tokyo	Industrials	5,600.0
05/23/2012	Precision Planting, Inc.	IL	Monsanto Co.	MO	Industrials	250.0
05/23/2012	Petri Baking Products, Inc.	NY	Ralcorp Holdings Inc.	MO	Consumer	84.0
05/22/2012	Kangaroo Brands, Inc., Pita Chips Business	WI	ConAgra Foods, Inc.	NE	Consumer	48.0
05/21/2012	Whiting Oil and Gas Corporation, Natural Gas and Oil Midstream Assets	ND	Bitter Creek Pipelines, LLC	CO	Energy	66.0
05/21/2012	High Sierra Energy, L.P.	CO	NGL Energy Partners LP	OK	Energy	568.3
05/21/2012	High Sierra Energy GP, LLC	CO	NGL Energy Holdings LLC	OK	Energy	124.7
05/17/2012	Media General, Inc., New spaper Business		World Media Enterprises Inc.	NE	Consumer	142.0
05/16/2012	Peninsula Gaming LLC	IA	Boyd Gaming Corp.	NV	Consumer	2,150.7
05/15/2012	NF Foods, LLC	NE	U Save Foods, Inc.	NE	Consumer	47.5
05/14/2012	US Salt, LLC	MO	Inergy Midstream LLC	MO	Materials	192.2
05/07/2012	Wylie Bice Trucking LLC	ND	Quality Carriers, Inc.	FL	Industrials	59.0
05/07/2012	Harrah's St. Louis Casino & Hotel	MO	Penn National Gaming Inc.	PA	Consumer	610.0
05/01/2012	Collective Brands, Inc.	KS	Blum Capital Partners; Wolverine World Wide Inc.; Golden Gate Capital	CA; CA; MI	Consumer	2,001.4
04/25/2012	Inflection LLC, Archives.com	NE	Ancestry.com Inc.	UT	Info Tech	100.0
04/04/2012	DDI Corp.	CA	Viasystems Group, Inc.	MO	Info Tech	297.0
04/03/2012	East Helena Rental, LLC	MT	Titan Machinery, Inc.	ND	Industrials	0.6

(a) Bold companies are located in the Midwest. Midwest defined as Iowa, Kansas, Missouri, Nebraska, North Dakota, Oklahoma and South Dakota. Either buyer, target, or seller must be located in the Midwest, and the Midwest participant must have purchased or sold majority control.

Source: Capital IQ (6/30/12), Bridgepoint Merchant Banking

Midwest M&A Quarterly Update

Bridgepoint Merchant Banking Contact Information

Matt Plooster
Managing Principal
 mplooster@bridgepointmb.com
 402.817.7900



Adam Claypool
Managing Principal
 aclaypool@bridgepointmb.com
 515.491.9009

Nebraska Office
 816 P Street, Suite 200
 Lincoln, NE 68508

Iowa Office
 601 E. Locust Street, Suite 104
 Des Moines, IA 50309

About Bridgepoint Merchant Banking

Bridgepoint Merchant Banking, a Division of Bridgepoint Holdings, LLC, is a lower and middle market investment banking and private equity firm that serves clients over their corporate lifecycles by providing merger and acquisition and corporate finance advisory services.

Bridgepoint Merchant Banking professionals have completed more than \$41 billion of merger and acquisition and capital raising transactions across a wide range of industries over their 20+ years of cumulative investment banking industry experience. Bridgepoint Merchant Banking also invests and manages capital directly into operating companies through its private equity and venture capital funds.

When considering a sale of your business, the acquisition of a business, and/or raising capital for a business or transaction, Bridgepoint Merchant Banking can help you to achieve your goals by structuring and executing a well-run, highly organized process. Our specialized expertise helps our clients achieve better value, identify better transaction partners, reach smarter decisions, and negotiate more favorable outcomes. Please reach out to us at the contact information above to discuss how we can help you to achieve your personal and business goals.

Selected Bridgepoint Merchant Banking Transactions

Cloud Computing Company

\$10,000,000+
 Not Disclosed

Lead Bookrunner
 Lead Placement Agent
 Sole Financial Advisor

Pending

Healthcare Company

\$20,000,000+
 Not Disclosed

Sell-Side Advisor

March 2012

Business Services Company

\$50,000,000+
 Not Disclosed

Sell-Side Advisor

August 2011

Monroe Capital

\$4,000,000
 Bridgepoint Monroe Capital
 Investors, LLLP

Lead Bookrunner
 Sole Financial Advisor

February 2011

This update is for informational use only. Information contained in this update is based on data obtained from sources believed to be reliable. Nothing in this publication is intended as investment advice. Use of any of the included proprietary information for any purpose without the written permission of Bridgepoint Merchant Banking is prohibited. The list contained herein represents selected transactions completed by Bridgepoint Managing Principals while associated with Bridgepoint Merchant Banking, as well as securities transactions on which they advised in their capacity as investment bankers registered with various broker-dealers.