

FIRM OVERVIEW

Charlesbank Capital Partners is a Boston-based middle-market private equity firm with a long track record of strong investment returns. For many years, we managed an investment portfolio solely for the Harvard University endowment, before establishing Charlesbank as an independent firm in 1998. In mid-2009, we closed our most recent fund with \$1.5 billion in committed capital.

Charlesbank's principals have a long history of working together, a deep specialization in the middle market and a record of solid returns over multiple business cycles. We bring a flexible approach to the structure of each portfolio company investment and are comfortable working in scenarios that are complex or difficult to underwrite.

We typically invest \$50 million to \$150 million of equity per transaction in companies with enterprise values of \$100 million to \$750 million. Targets include:

- Privately held companies seeking to accelerate growth through acquisition, facilitate ownership change or recapitalize their balance sheets
- Leveraged acquisitions of "orphan" corporate divisions or small-cap public companies lacking strong institutional-investor following
- · Small and mid-cap public companies seeking negotiated placements of preferred equity
- Top-level executives seeking a financial partner to execute an investment thesis in a specific industry of interest

INVESTMENT APPROACH

- Seek companies with a fundamental reason to exist and strong competitive industry position
- · Often pursue investments in industries out of favor with broader investment community
- Engage aggressively in complex situations created by timing of management transition, limited availability of high-quality financial information, etc.
- Provide flexible financing solutions: growth equity, structured minority investments, control buyouts and recapitalizations

SCREENING PROCESS

- Weekly firm-wide discussion of all new investment opportunities, resulting in thorough consideration prior to submission of first-round indications of interest and timely feedback to intermediaries
- · Investment of significant resources to understand business and industry prior to initial management meetings
- Transparency throughout process, providing management, sellers and their representatives a high degree of certainty

No matter how a transaction originates, we invest only in situations where we have developed a detailed understanding of the business and its industry; share a common vision with management on how to build a better business; and have developed a capital structure that will provide us the operational flexibility to pursue our business plan.

SENIOR INVESTMENT TEAM

Sam Bartlett Mark Rosen **Brandon White** Jon Biotti Ryan Carroll Josh Beer Michael Choe Jason Pike Kim Davis David Ganitsky Michael Eisenson Aaron Barasz Andrew Janower David Katz Pedro Vaz Josh Klevens Tim Palmer Alex Weiss

BOSTON

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NEW YORK

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BUSINESS SERVICES & EDUCATION



PRINCETON REVIEW

Standardized test preparation and college admissions consulting company



TECHNISOURCE*

Technology staffing and services company



UNIVERSAL TECHNICAL INSTITUTE *

Provider of automotive and other specialized technical education programs



WORLDSTRIDES*

Provider of educational student travel courses

COMMUNICATIONS



CROWN CASTLE*

Builder and operator of communications towers



ZAYO

Wholesale fiber-based bandwidth provider focused on serving wireline and wireless telecom carriers

CONSUMER, RETAIL & RESTAURANTS



AURORA ORGANIC DAIRY*

Producer and processor of private-label organic milk and butter for grocery and mass merchant retailers



BLACKSMITH BRANDS*

Marketer, seller and distributor of over-the-counter and personal care products



DEI HOLDINGS

Designer and producer of premium audio products and vehicle security and convenience systems



OSP GROUP

Direct marketer of plus-size apparel



PAPA MURPHY'S *

Franchisor and operator of "take-and-bake" pizza stores



SEALY *

Manufacturer of mattress and foundation products



SHOPPERS DRUG MART*

Full-service drugstore chain in Canada



ZENITH PRODUCTS

Designer and manufacturer of bathroom storage products and accessories for the retail market

ENERGY



BLUEKNIGHT ENERGY

Midstream energy partnership providing gathering, transportation and terminaling services



REGENCY GAS SERVICES *

Operator of 2,900 miles of natural gas gathering, processing and pipeline assets



SOUTHCROSS ENERGY

Midstream energy company engaged in the gathering, processing and pipeline transportation of natural gas

FINANCIAL SERVICES



CIFC*

Credit asset management firm focused on senior secured corporate loans



CSI LEASING*

Independent IT leasing company



MONTPELIER RE

Provider of global property catastrophe insurance and reinsurance



STONECASTLE PARTNERS

Specialized asset manager focused on the community banking industry

HEALTHCARE SERVICES



ANIMAL HEALTH INTERNATIONAL*

Marketer and distributor of animal health products



TECOMET*

Contract manufacturer of complex metal components for the medical device and aerospace industries



TLC VISION

Operator of LASIK surgery centers and provider of mobile eye-care equipment and services

INDUSTRIAL & DISTRIBUTION



AMERICAN TIRE DISTRIBUTORS*

Wholesale distributor of replacement tires for passenger cars and light-duty trucks



CEDAR CREEK

Wholesale building materials distribution company



CITADEL PLASTICS

Global plastics composites company



GSI*

Global manufacturer and supplier of agricultural equipment focused on the grain industry



HORN INDUSTRIAL SERVICES

Specialized industrial service provider focused on the power and refinery industries



ONCORE MANUFACTURING

Provider of contract EMS to OEMs in the defense, healthcare and industrial markets



PEACOCK ENGINEERING

Processing and packaging services provider for the food industry



TROJAN BATTERY

Worldwide manufacturer of deep-cycle batteries



UNITED ROAD SERVICES

Provider of vehicle transport and logistics services

* Realized