



### **Doing the Deal®**


















The Benesch Private Equity Group has regional and national experience in representing the unique needs of private equity funds, including leverage buyout funds, mezzanine funds, and venture capital funds, as well as their respective portfolio companies. A substantial amount of our business comes from outside Ohio, mainly concentrated in the Midwest and the East Coast.

We focus on middle market companies. This is especially beneficial to our private equity fund clients, as it allows us to recognize changing market conditions, identify potential transactions, and proactively counsel portfolio companies in their day-to-day operations. We believe that our emphasis on middle market companies with a senior partner running every transaction and/or managing a portfolio company ongoing relationship differentiates us from our competition and makes us an ideal team partner for private equity funds. We also have a well-established CEO program that provides world class CEOs to LBO funds that are CEO-centric. Another differentiation is our industry specialization in plastics and chemicals, graphic arts, retail, consumer products, regulated healthcare and logistics.

Our Private Equity Group is comprised of lawyers with experience that includes corporate finance, securities, mergers and acquisitions, and cross-border transactions. We have assisted our private equity fund clients in all aspects of their business cycle, including formation, fundraising, acquisitions, management of portfolio companies, and divestitures. In addition, our securities practice has helped take private equity-backed companies public, as well as their issuance of public debt.

We are a transaction-based practice. Our lawyers know how to implement the client's investment decisions, how to help with ongoing governance' add-on and financing issues, and how to execute the proper exit. At Benesch, we know how to get the deal done in an efficient and cost-effective manner, while protecting the interests of our clients. Perhaps this is why so many private equity funds trust Benesch.

Transactions We Have Recently Closed

 <p>Acquisition of ILC, Inc.</p>	<p><b>1818 MEZZANINE FUNDS</b></p> <p>Investment in Psychiatric Solutions, Inc.</p>	<p><b>Professional Solutions</b></p> <p>All outstanding membership interests sold to Hudson Highland Group</p>	 <p>Sun Acquisition, LLC a Huehoco Group and Gotec Group joint venture, acquired the assets of Sun Manufacturing Coatings, LLC</p>
 <p>Acquisition of assets from and entry into joint venture with Cricket Communications, Inc.</p>	 <p>Acquisition of the business of the Matrixx Group and related companies</p>	 <p>Acquisition of eleven long-term care facilities</p>	 <p>Debt and equity financing from Brantley Partners IV, L.P., Phoenix Life Insurance Co., and Wells Fargo Foothill, Inc.</p>
<p><b>Independent Steel</b></p> <p>Disposition by Independent Steel Company to Esmark Incorporated</p>	 <p>Investment by Fluke Partners and Benaroya Capital</p>	 <p>Acquisition of York Tape Label, Inc.</p>	 <p>Acquisition of Multi-Plan, Inc. from BCE-Emergis</p>
 <p>Talisman Capital Management, Inc. Recapitalization of Turning Technologies</p>	 <p>\$16 million senior debt secured credit facility from Wells Fargo Foothill, Inc.</p>	 <p>Acquisition of North American Health Plans</p>	 <p>Orthohelix Series A Financing</p>
 <p>Disposition to Omnicare, Inc.</p>	 <p>Disposition of The Color Matrix Corporation</p>	 <p>Acquisition of Duane Reade, Inc.</p>	 <p>Acquisition of outstanding stock of On Line Alternatives, Inc. and On Line Payroll Services, Inc.</p>



Debt financing in the amount of \$7.7 million



Acquisition of the assets of RBF, Incorporated



Acquisition of outstanding stock of Rand Medical Billing, Inc.



Relocation Services, LLC's acquisition of Relocation Assistance, Inc.



Healthcare Financings



Acquisition of Chapter 11 Business Reorganization



Acquisition of the assets of Oil Skimmers, Inc.



Acquisition of assets from Clawson Products Company



Relocation Services, LLC's formation of subsidiary Valuation Services, LLC



Acquisition of Canadian and U.S. operations of ITML Horticultural Products, Inc. for \$110 million



Centre Partners and ELS Acquisition LLC's acquisition of Liberty Waste Services LLC (n/k/a Environmental Logistics Services LLC)



Investment in Behavioral Centers of America

1818 MEZZANINE FUNDS

Investment in All Metro Home Health



Contribution of the assets of two companies



Information Storage Consolidation Company's (portfolio of Brantley Partners) investment in Safe Record Centers, Inc.



\$50 million minority recapitalization