



SEWARD & KISSEL LLP

BTG — Representative Sell-Side M&A Transactions

Members of the Business Transactions Group have assisted clients with the following sell-side M&A transactions.

Client Name	Acquirer Name	Transaction Type	Transaction Value	Industry
AAC Consulting Group, Inc.	Kendle International Inc.	Stock Purchase (stock and cash)	Not Announced	Regulatory Consulting
ABP International, Inc., d/b/a Tech Briefs Media Group	SAE International	Stock Purchase	Not Announced	Design Engineering Publications
Agrifos Fertilizer	Rentech Nitrogen Partners	Interest Purchase	\$158,000,000	Fertilizer
Agrifos Partners LLC (Gulf Coast Ammonia LLC)	Starwood Energy Group Global LLC and Mabanaft GmbH & Co. KG	Interest Purchase	Not Announced	Agricultural Chemical Manufacturing
Alex Toys	Propel Equity Partners	Asset Purchase (Private Equity Investment)	Not Announced	Toys
AlphaSimplex Group	Natixis Global Asset Management	Interest Purchase	Not Announced	Investment Management
Altvest, Inc.	Investor Force Holdings	Merger	Not Announced	Hedge Fund Information
American Tack & Hardware Co., Inc.	Heritage Partners	Stock Purchase (Private Equity Investment)	Not Announced	Consumer Hardware

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Animal Emergency & Referral Associates and Animal Eye Center of New Jersey	Veterinary Specialists of North America	Asset Purchase	Not Announced	Veterinary Hospitals
Aries Maritime Transport Limited	Grandunion Inc.	Stock Purchase (minority control stake)	Not Announced	Shipping
A.R. Schmeidler & Co. management	Pine Street Asset Management	Stock Purchase	Not Announced	Investment Management
Asset Management Finance	Credit Suisse Group	Stock Purchase (stock consideration)	\$384,000,000	Specialty Finance
Atalanta Sosnoff Capital	Evercore Partners	Interest Purchase (49%)	\$73,700,000	Investment Management
Avnet, Inc. (Channel Master Division)	Questor Partners Fund, L.P.	Asset Purchase (Private Equity Investment)	\$100,000,000	Satellite Equipment
Avnet, Inc. (Allied Electronics subsidiary)	Electrocomponents plc	Stock Purchase	\$380,000,000	Electronics Distributor
Avnet, Inc. (Cable Technologies division)	Apex Capital Partners	Asset Purchase (Private Equity Investment)	Not Announced	Cable Assemblies
Berens Capital Management	Alternative Investment Group	Asset Purchase	Not Announced	Investment Management
Bowater Incorporated (Maine timberland and Pinkham Lumber Company)	J.D. Irving, Limited	Asset Purchase	\$220,000,000	Timber/Lumber
Bowater Incorporated (Maine timberland)	McDonald Investment Company, Inc.	Asset Purchase	\$155,000,000	Timber
Brigade Capital Management	Asset Management Finance	Interest Purchase (Minority Stake)	Not Announced	Investment Management
CARCO Group, Inc.	CIP Capital	Stock Purchase (Private Equity Investment)	Not Announced	Human Capital SaaS Solutions

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Cedar Ridge Partners	Shelton Capital Management	Asset Purchase	Not Announced	Investment Management
Chase Manhattan Bank	Bankers Trust Company	Asset Purchase	Not Announced	Dutch Auction Business
CIDCO Incorporated	Summit Partners	Securities Purchase (Private Equity Investment)	\$12,500,000	Consumer Electronics
Cincinnati Equitable Life Insurance Companies	Michigan Farm Bureau Financial Corporation	Stock Purchase	Not Announced	Insurance
Claren Road Asset Management	Petershill Fund (Goldman Sachs)	Interest Purchase (Minority Stake)	Not Announced	Investment Management
Cogent Management	SS&C Technologies	Stock Purchase	Not Announced	Hedge Fund Administrator
Cogmed Systems AB	Pearson Education	Stock Purchase	Not Announced	Computer Memory Training
Concept Capital Markets, LLC	Cowen Group, Inc	Stock and Asset Purchase	Not Announced	Broker Dealer/ Investment Management
Constellation Advisers, LLC	TZP Group	Recapitalization (Private Equity Investment)	Not Announced	Business Services
Crown Partners equity holders	Publicis Group SA	Asset Purchase	Not Announced	e-Business
C.W. Downer & Co.	Alantra Partners, S.A.	Interest Purchase	Not Announced	Investment Banking
DrKW Finance	JPMorgan	Asset Purchase	Not Announced	Lease Finance
DryShips Inc.	SPII Holdings Inc.	Merger	\$5.25 per share	Shipping
Emerging Global Advisors	Columbia Threadneedle Investments	Merger	Not Announced	Investment Management

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Emerging Sovereign Group LLC	The Carlyle Group	Interest Purchase (Majority Stake)	Not Announced	Investment Management
E-pay Limited	Euronet Worldwide, Inc.	Stock Purchase	\$76,200,000	Electronic Transaction Processing
Euronav NV (six VLCC vessels)	International Seaways, Inc.	Stock Purchase	\$434,000,000	Shipping
Expocentric plc (U.S. subsidiary)	Management Group	Stock Purchase	Not Announced	Online Conferencing
Feingold O'Keeffe Capital	NewStar Financial	Interest Purchase	Not Announced	Investment Management
First Long Island Investors, LLC	Kudu Investment Management LLC	Interest Purchase (Minority Stake)	Not Announced	Investment Management
Franco Apparel Group, Inc.	Parthenon Investors, L.P.	Securities Purchase (Private Equity Investment)	Not Announced	Sports Licensed Apparel
Great Vet Group	Compassion-First Pet Hospitals	Asset Purchase	Not Announced	Veterinary Hospitals
Harvest Volatility	Lincoln Peak	Interest Purchase (Minority Stake)	Not Announced	Investment Management
H.E.B. Inc.	The Hillman Company	Asset Purchase	Not Announced	Hydraulic Components
Heidmar Inc. (Lightering Business)	Overseas Shipholding Group, Inc.	Stock Purchase	\$45,000,000	Ship Lightering
hybris AG	HuntsmanGay Global Capital	Stock Purchase (Private Equity Investment)	Not Announced	Multi-Channel Commerce Software
ILSC Education Group	Quad Partners	Recapitalization (Private Equity Investment)	Not Announced	Language Training
Independent Brewers United	North American Breweries	Stock Purchase	Not Announced	Craft Beer

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India Abroad Publications, Inc.	Rediff.com India Limited	Stock Purchase	Not Announced	Newspaper Publishing
Intersect, Inc.	Crown Partners	Asset Purchase	Not Announced	Digital Marketing
JavaNet, Inc.	RCN Corporation	Merger (stock and cash)	\$15,800,000	Internet Service Provider
Judlau Contracting	Obrascon Huarte Lain S.A.	Stock Purchase	\$72,500,000	Heavy Construction
Love Court Reporting	Veritext Legal Solutions	Asset Purchase	Not Announced	Court Reporting
Media Hive	Accenture	Stock Purchase	Not Announced	E-commerce Solutions
Metropolitan Real Estate Equity Management, LLC	The Carlyle Group	Interest Purchase	Not Announced	Investment Management
Milbank Winthrop & Co.	Silvercrest Asset Management Group	Asset Purchase	Not Announced	Investment Management
MOAB Oil, Inc.	Tullett Prebon plc	Stock Purchase	\$26,600,000	Energy Broker
MW Commodity Advisors	Silvercrest Asset Management Group	Asset Purchase	Not Announced	Investment Management
Nephila Capital Ltd.	KKR	Stock Purchase (Minority Stake)	Not Announced	Investment Management
Norstan Apparel Shops, Inc.	Friend & Skoler Co.	Asset Purchase (Private Equity Investment)	Not Announced	Retail Stores
OceanFreight Inc.	DryShips Inc.	Merger (Cash and stock)	\$239,000,000	Shipping
Ocean Rig UDW Inc.	Transocean Ltd.	Merger (Cash and Stock)	\$2,700,000,000	Offshore Drilling
Paperloop LLC (CMM trade show)	Pennwell Corporation	Asset Purchase	Not Announced	Tradeshow

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Parfums de Coeur, Ltd.	Yellow Wood Partners, LLP	Stock Purchase (Private Equity Investment)	Not Announced	Mass-Market Fragrances
Perella Weinberg Capital Management (Energy Asset Management Business)	Pickering Energy	Asset Transfer	Not Announced	Investment Management
Perkins Supply, Inc.	Ridge Capital Fund L.P.	Securities Purchase (Private Equity Investment)	Not Announced	Fire Protection Equipment
Pet Emergency & Specialty Center of Marin (PESCM)	Ethos Veterinary Health	Asset Purchase	Not Announced	Veterinary Hospitals
Poseidon Containers Holdings LLC	Global Ship Lease, Inc.	Merger (Stock)	\$780,000,000	Shipping
Pres: Air Trol Corp.	Investor Group	Asset Purchase (Private Equity Investment)	Not Announced	Air Operated Switches
Priority Air Express, Inc.	Berwind Financial Group affiliate	Asset Contribution (Private Equity Investment)	Not Announced	Overnight Delivery
R.A. Rapaport Publishing, Inc.	Madavor Media	Stock Purchase	Not Announced	Publishing
RoadOne IntermodaLogistics	Tritium Partners	Private Equity Investment	Not Announced	Trucking Logistics
Rubicon	Quad Partners	Stock Purchase (Private Equity Investment)	Not Announced	Educational Software
Salvador Imaging (Investor Group)	FLIR Systems, Inc.	Stock Purchase	\$13,000,000	Imaging Technology
Sargeant Marine	Vitol Group	Interest Purchase	Not Announced	Shipping
Scan-Trans Holding A/S	Intermarine, LLC	Merger	Not Announced	Shipping

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Scotts Cove Capital Management	Katonah Debt Advisors (Kohlberg Capital)	Asset Purchase	Not Announced	Investment Management
Securities Training Corp.	Colibri Group	Stock Purchase	Not Announced	Test Preparation
SeraNova, Inc.	Silverline Technologies Ltd.	Merger (stock)	\$125,000,000	Internet Services
Somerset Capital Advisors	Artemis Investment Management	Stock Purchase	Not Announced	Investment Management
Spectel Limited	Avaya Inc.	Stock Purchase	\$103,000,000	Audio Conferencing Technology
Sun Edison (investor MissionPoint Capital)	MEMC Electronic Materials	Interest Purchase	\$200,000,000	Solar Power Systems
TIG Advisors	Kudu Investment Management	Interest Purchase (Minority Stake)	Not Announced	Investment Management
Tocqueville Asset Management (Gold Strategies Business)	Sprott Inc.	Asset Purchase	up to \$35,000,000	Investment Management
TOPO Research LLC	Gartner, Inc.	Interest Purchase	Not Announced	Market Research
TOP Ships Inc.	AMCI Poseidon Fund	Asset Purchase	\$173,000,000	Shipping
TQA Investors	Context Capital Management	Asset Purchase	Not Announced	Investment Management
UBM plc (Visual Communications Group)	Getty Images, Inc.	Stock Purchase	\$220,000,000	Stock Photography
UBM plc (United Advertising Publications)	Trader Publishing Company	Stock Purchase	\$520,000,000	Advertising Publications
UBM plc (NOP World)	GfK Aktiengesellschaft	Stock Purchase	£383,000,000	Market Research

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UBM plc (Consumer Media Business)	The Wicks Group	Asset Purchase	\$47,000,000	Consumer Publishing
UBM plc (TechCareers division)	Beyond.com, Inc.	Asset Purchase	Not Announced	Career Network
UBM plc (CMP-Cybermedia)	CyberMedia (India) Limited	Interest Purchase	Not Announced	Specialty Media
UBM plc (UBM Channel)	Management-led Investment Group	Asset Purchase	Not Announced	Sales and Marketing Solutions
UBM plc (Pyramid Research)	Progressive Digital Media Group plc	Asset Purchase	£3,300,000	Business Information and Market Research
UBM plc (Light Reading)	Founder Stephen Saunders	Asset Purchase	Not Announced	Business Information, Market Research and Events
UBM plc (Electronics Media Portfolio)	Arrow Electronics Inc. affiliate	Stock and Asset Purchase	\$23,500,000	Business Media
Ultrapetrol (Bahamas) Limited	Southern Cross Latin America Private Equity	Stock Purchase	\$220,000,000	Shipping
Virtus Partners	Aquiline Capital Partners	Interest Purchase	Not Announced	Administrative Services
Whitebox Advisors	Dyal	Interest Purchase (Minority Stake)	Not Announced	Investment Management
William D. Witter, Inc.	Victor Ugolyn	Stock Purchase (Minority Stake)	Not Announced	Investment Management
Work-Loss Data Institute	Hearst	Interest Purchase	Not Announced	Healthcare Data/SaaS
Wyper Capital Management	Royce Associates	Asset Purchase	Not Announced	Investment Management