



Our Business Focus

Types of Companies Financed

- Public or Private
- Sponsored or Un-sponsored
- Generally \$5 to \$35 million of EBITDA
- Strong Historical Cash Flow
- Domiciled in the US or Canada

Types of Financing Provided

- Revolving Credit Facilities
- Senior Secured Term Loans
- Second Lien Loans
- Mezzanine Debt

Financing Size

- Debt Financing Needs of \$10 to \$150 million
- Full Underwriting Capability with an ability to hold up to \$25 million per company

Financing Role

- Agent or Co-Agent
- Participant
- Full or Partial Underwriting
- Full Administration Capability

Our Team

Senior Management

- KENNETH J. KENCEL**
Chief Executive Officer
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- GEORGE F. KURTESON**
Chief Operating Officer
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- JAMES L. NATHENSON**
Chief Risk Officer
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- DURANT D. "RANDY" SCHWIMMER**
*Senior Managing Director
Head of Capital Markets*
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- ALASTAIR G.C. MERRICK**
Chief Administrative Officer
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CHURCHILL FINANCIAL LLC

A New Provider of Financing for Middle Market Companies

Churchill Financial LLC is a commercial finance business focused on providing senior and subordinated debt financing to smaller middle market companies, particularly companies controlled by leading private equity firms.

With over \$500 million in committed capital and credit facilities in place to support over \$1 billion in lending activity, Churchill Financial has the financial strength to meet your financing needs.

Led by Ken Kencel, a recognized financial services executive, the senior management team at Churchill Financial has broad experience in all aspects of the middle market debt financing business, including structuring, credit analysis, syndication and deal monitoring and oversight.

Small middle market companies today lack the wide array of financing options available

to larger businesses. Churchill Financial has the capability to provide integrated one-stop financing solutions for growing companies—including revolving credit facilities, senior secured term loans, second lien loans and mezzanine debt financing.

Churchill Financial offers a streamlined approach to financing smaller middle market companies, with a responsive, fully integrated underwriting and approval process handled by senior professionals who have substantial experience in the middle market.

An Experienced and Focused Approach

Churchill Financial's team includes many professionals you have worked with over the years. Our team has extensive experience in financing smaller middle market companies. We understand the unique needs of these companies. Financing in this market requires a personalized approach to deal structuring and execution. Our people have the judgment and experience to get the job done.

By employing small dedicated transaction teams, start to finish, we ensure the reliability and consistency you require to get your deals completed successfully. Our professionals

understand the need for you to be able to count on us to deliver what we promise in a timely manner.

Unlike many other middle market lenders, we are not private equity investors, nor do we manage funds that go in and out of the market based upon the latest "strategy." We focus exclusively on being a reliable debt-financing partner. By focusing on our clients' needs, we avoid the inevitable conflicts and distractions that encumber many other capital providers.

A Flexible and Reliable Lender

Success in the middle market requires a lender that can provide flexible capital solutions to meet the rapidly changing needs of growing companies. At Churchill Financial, we understand this requirement and have the capability of delivering a wide array of debt financing solutions. And because we are a lean organization staffed with highly experienced professionals, we have the ability to move quickly should your needs change.

Timing of feedback and an ability to move quickly to deliver capital are often critical in the middle market. We know that for your firm to be effective, we need to deliver in a timely manner—unburdened by the bureaucracy and cross-sell requirements imposed by larger institutions. Our people are empowered to provide reliable, consistent feedback that avoids the centralized bureaucracies in many larger firms.



Our Team (continued)

Professionals

- ▣ TIMOTHY G. CLIFFORD
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Managing Director
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- ▣ ERIC M. HERR
Managing Director
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- ▣ CASEY ZMIJESKI
Managing Director
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- ▣ CHRISTOPHER B. COX
Principal
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- ▣ ROY D. BORRELLI
Vice President
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- ▣ THOMAS M. HENNIGAN
Vice President
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Vice President
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Vice President
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- ▣ SEAN MCKEEVER
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A Strong and Patient Financing Partner

With over \$500 million in capital and credit lines in place to support over \$1 billion in lending activity, we have the resources required to meet your debt financing needs. Unlike transitory market timers or one-off investors, we structure our debt financing to meet your needs, not our requirements—our permanent capital base enables us to think long term. We want to be your relationship lender of choice.

While other firms require agency roles or other junior capital enhancements to yield, we focus on your needs and deliver. We do not try to force your deal into the requirements we need, but rather develop the appropriate financing structure based upon your debt financing requirements and timing.

Our Senior Management

The Churchill Financial senior management team has extensive and proven experience in middle market finance.

Kenneth J. Kencel

Chief Executive Officer

Mr. Kencel founded Churchill Financial in 2005 as a new commercial finance company focused on providing senior and subordinated debt financing to small middle market companies. Prior to that, Mr. Kencel served as Head of Leveraged Finance for Royal Bank of Canada and Head of Indosuez Capital, a middle market merchant banking and asset management business. During his over 20 year career, Mr. Kencel has had a broad range of experience in middle market leveraged finance, having been a founder of the high yield finance businesses at both Chase Securities and SBC Warburg (now UBS).

George F. Kurteson

Chief Operating Officer

Mr. Kurteson joined Churchill Financial from GE/Antares where he was Senior Managing Director and a member of the GE/Antares leadership team. Mr. Kurteson's career spans over 30 years in middle market leveraged lending, including senior level positions, at Heller Financial, Fleet Bank and Maryland National Bank.

James L. Nathenson

Chief Risk Officer

Mr. Nathenson joined Churchill Financial from JP Morgan Chase & Co. where he worked for the past 27 years in various credit risk capacities, including Senior Vice President and Senior Credit Officer for Middle Market Banking, where he was responsible for risk management activities for middle market financial sponsors, leveraged lending, asset based lending, leasing and several geographic regions.

Durant D. "Randy" Schwimmer

*Senior Managing Director
Head of Capital Markets*

Mr. Schwimmer joined Churchill Financial from BNP Paribas Securities where he was a Managing Director and Head of Leveraged Finance Syndication. Prior to joining BNP Paribas, Mr. Schwimmer spent 15 years at JP Morgan Chase in Corporate Banking and Loan Syndications in various capacities. He was responsible for organizing, structuring and syndicating leveraged loans, including cash flow and asset based loans along with junior debt such as mezzanine and high yield securities.



Our Team (continued)

Professionals

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- ▣ ERIC W. WIECZOREK
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Our Board of Directors

- ▣ JOHN J. "HAP" FAUTH
Chairman of the Board
Chairman, Churchill Capital
President and Chief Executive
Officer, Churchill Industries, Inc.
- ▣ KEITH C. BARNISH
Senior Managing Director
Bear Stearns & Co. Inc.
- ▣ EDWARD J. BAYONE
former Chief Credit Officer
FleetBoston Financial Group
- ▣ MICHAEL J. GIBBONS
former Senior Credit Officer
J P Morgan Chase
- ▣ MICHAEL J. HAHN
President and Chief Executive Officer
Churchill Capital
- ▣ ROBERT JUNEJA
Managing Director
Bear Stearns Merchant Banking
- ▣ KENNETH J. KENCEL
Chief Executive Officer
Churchill Financial LLC
- ▣ DAVID E. KING
Senior Managing Director
Bear Stearns Merchant Banking
- ▣ RANDOLPH L. THORNTON
President & CEO
Comdisco Holding Company, Inc.
- ▣ MITCHELL F. VERNICK
former Vice Chairman
Heller Financial
- ▣ THOMAS C. WAJNERT
former Chairman & CEO
AT&T Capital Corp.

Alastair G.C. Merrick *Chief Administrative Officer*

Mr. Merrick joined Churchill Financial from E*TRADE Bank, where he was Chief Financial Officer. Prior to that he worked for 17 years at IJB Whitehall, a NY-based commercial bank focused on middle market lending, where he was Executive Vice President, Chief Financial Officer and Director of Operations. He also spent 12 years at Coopers & Lybrand in the audit area in both New York and London.

Our Principal Investors

Bear Stearns Merchant Banking

Bear Stearns Merchant Banking, the private equity affiliate of Bear Stearns & Co. Inc. (NYSE: BSC) invests private equity capital in compelling leveraged buyouts, recapitalizations and growth capital opportunities alongside superior management teams. BSMB currently manages more than \$4.5 billion of private equity capital. Since its inception in 1997, BSMB has been an investor in 42 portfolio companies across a broad range of industries. In addition to Churchill Financial, recent investments by BSMB include: ACA Capital Holdings, Aearo Technologies, Balducci's, CamelBak Products, Cavalry Investments, Hand Innovations, Multi Packaging Solutions, New York & Company, Reddy Ice, Seven for all Mankind, Stuart Weitzman, Transamerican Auto Parts and Vitamin Shoppe. BSMB's affiliate, Bear Growth Capital Partners, focuses on making equity investments in middle market companies valued between \$50 million and \$100 million. More information about BSMB can be found at www.bsmb.com

Churchill Capital

Churchill Capital is an independent, privately held corporation with a history of successfully investing mezzanine debt and private equity in middle market companies. Founded in 1987 by Chairman John J. "Hap" Fauth and CEO Michael J. Hahn, Churchill Capital has invested more than \$1 billion in more than 110 middle market companies with investment sizes ranging from \$5 million to \$50 million.

Churchill Capital, with over 30 professionals located in Minneapolis, Minnesota, has completed investments with over 125 capital partners throughout the United States and Canada in a wide variety of industries and sectors. In addition to Churchill Financial in New York, Churchill Capital has also recently co-sponsored Churchill Capital Private Asia Ltd. Headquartered in Singapore, it will be one of the first dedicated providers of subordinated debt capital to Southeast Asia. Churchill Capital will be closing its fifth subordinated debt fund providing for up to \$650 million of additional sub-debt capacity, and its fourth equity fund in 2006.

More information about Churchill Capital can be found at www.churchillnet.com.

Churchill Financial, Let Us Partner With You

Now that we have introduced you to Churchill Financial, it is our turn to listen. Let's talk soon about how we can help meet your needs for an experienced, responsive and reliable middle market lender. We want to be the relationship lender of choice for your firm. Give us a call to learn more.

Please visit our website at www.churchillfinco.com.



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