

Hancock Securities Group

Over the years, the principals of Hancock Securities have observed significant changes in the delivery of financial and investment advisory services. The landscape facing companies and individual investors has become increasingly complex and the path is further blurred by advisors who compete by promising unique approaches and significantly superior results.

Hancock Securities seeks to build value for our clients. Toward this goal, we have created a firm specializing in the following areas of service:

- Investment Management for Individual and Institutional Investors
- Merchant Banking
- Advisory Services to the Financial Services Industry

As investors and investment advisors, we are oriented toward value opportunities. Securities that are undervalued by the market should be evaluated for purchase, while those that are overvalued by the market should be considered for sale. We also believe that our clients' portfolios should improve in terms of value and risk in all environments.

Our services are team-oriented. This approach allows Hancock Securities to gain a strong understanding of a client's financial goals, to bring several perspectives to the development of each client's portfolio and to ensure a continually high level of service. In addition, our combination of brokerage and investment advisory services is designed to overcome any bias toward a volume of transactions. Our efforts are designed to establish a close working relationship with each client to devise an investment strategy and to build the portfolio. We buy securities for our clients; we do not sell securities to them.

As merchant bankers, we are willing to commit our own capital to opportunities we believe in and do not pursue situations that provide fee-only relationships as a reward for generating capital. We understand the entrepreneurial mindset of growth companies and can identify with the many challenges facing them. We face the same challenges ourselves. This perspective enables us to better understand our individual and corporate clients. Our principals are experienced in managing high growth as well as turnaround situations and the opportunities and risks they present.

As financial advisors to companies and their shareholders, we believe that maximizing shareholder value will produce the best results for companies and their constituencies. Companies should focus on performance for shareholders as their primary mission. Our shareholder value driven approach enables us to have a relationship with a company's management and shareholders throughout and beyond a company's life cycle.

We invite you to review the enclosed information and we would appreciate the opportunity to discuss how Hancock Securities might serve you.

Joseph D. Garea

Clinton J. Lewis

Steven M. Rull

Our Mission

Founded by experienced professionals, Hancock Securities Group is a forward-thinking organization committed to long-term relationships with its clients. We assist them in achieving their investment goals through education, expertise and excellent service.

Our Clients

Our brokerage and investment advisory clients include individuals, families, corporations, institutions and non-profit organizations. They represent a broad spectrum of financial profiles, from those of modest means to the very wealthy. With each of our clients, our goal remains the same: to develop investment strategies that attain financial objectives, no matter how cautious or aggressive the individual investment approach.

Our philosophy demands that we know our clients well and regard them as partners in order to contribute to their financial welfare. We believe this approach combines the best elements of both brokerage and investment advisory firms, allowing us to identify and to meet the specific needs of each client.

Hancock Securities also provides wholesale brokerage and investment advisory services to individuals and companies in the following industries:

- Community Banks
- Thrift Institutions
- Tax and Accounting Firms
- Insurance Agencies

By leveraging our expertise in these industries, Hancock Securities also enables companies in these industries to enhance revenues by providing brokerage and investment advisory services to their customers. Whether a turnkey or tailored approach, Hancock Securities can create a program designed to achieve the goals of any size organization.

Our financial advisory clients are concentrated in the financial services industry and consist of both private and publicly held companies and their respective shareholders. We work with clients to enhance shareholder value. Our philosophy of knowing our clients well is especially critical in this area. Companies, their shareholders and other constituents can often lose sight of their common interests. Our role is to unite their respective visions and create strategies to increase and realize improved values for all parties.

Investment Management for Individual and Institutional Investors

Individual Accounts

Through a series of initial consultations, we establish an investment strategy best suited to the individual investor and his or her family. These consultations allow us the opportunity to learn a great deal about a client's background – age, health, family situation and psychological approach to

the world of investing. Once we assess these factors, we mutually determine a reasonable allocation and distribution of assets. The end result is an understanding of “risk versus reward” parameters.

The security selection process is the second phase and results from a combination of analyzing research material from outside sources and our own independent evaluation. Hancock Securities has expertise in common and preferred stocks, fixed income securities (such as government, municipal, mortgage-backed and corporate bonds), mutual funds and money market funds and private equity investments.

Once the portfolio is established, we monitor movement in various segments of the portfolio for adherence to our client’s objectives. We may, for example, suggest rebalancing an account after a substantial swing in the securities markets to ensure the strategy guidelines are followed, no matter what the direction of the swing.

Commission income from the buying and selling of securities has traditionally been the only compensation for most brokerage firms. In our view, the purchase or sale of securities is merely the last step in our total effort on the client’s behalf. Moreover, we recognize that many of the perceived problems associated with the securities industry stem from a transaction-based compensation system that has persuaded firms to become sales oriented rather than to be focused on client services. Hancock Securities overcomes this transaction bias and focuses on consistent financial advice that provides greater value to our clientele.

Some of our clients and prospective clients prefer a fee-based investment advisory relationship with our firm rather than a brokerage relationship. For this reason, we created Hancock Investment Advisors. Investment advisory relationships have unique characteristics, including:

- An investment advisor has a strong fiduciary relationship with the client. This fiduciary relationship mandates a more frequent and intense qualitative and quantitative reporting responsibility.
- Advisory clients pay Hancock Investment Advisors a fee relative to the amount of the portfolio.

Our goal is to offer the best of both the brokerage and investment advisory worlds, with a fee structure that is both affordable and competitive. We prefer our clients to choose the method of our compensation.

Institutional Investment Advisory Services

Through Hancock Investment Advisors, we provide investment portfolio management services to banks, thrift institutions, financial service companies and other institutional clients. Additionally, we provide both strategic advice and management oversight services related to formulating and implementing Asset/Liability Management (ALCO) strategies for banking and thrift institutions. Through the use of in-depth analytics and various ALCO strategies, we assist clients in maximizing performance while quantifying and minimizing risks.

Hancock Investment Advisors utilizes total return as the foundation for our investment management decisions. We recognize that a fundamental, math-based decision making process is critical to

making the best risk versus reward decisions. Hancock Investment Advisors evaluates the performance of an investment portfolio over three different time frames and seven different interest rate scenarios. We calculate a portfolio's income potential in conjunction with its market value change to determine the portfolio's true return. Calculating multiple potential outcomes for an investment portfolio allows us to optimize the portfolio's return while maintaining an acceptable level of risk.

Hancock Investment Advisors employs the same total return approach when evaluating individual securities for purchase or sale. Comparing investment options with various yields, maturities and cashflows is confusing without the benefit of calculating the security's total return. Only through the understanding of a security's risks will we be able to evaluate whether a return is acceptable. Our math-based approach takes assumptions about interest rates out of the equation and focuses on risk versus reward.

Corporate Accounts

In addition to brokerage services and investment advice, Hancock Securities offers the following services to its corporate, institutional and non-profit clients:

- Cash management services
- Retirement, profit sharing and 401(k) programs
- Life insurance programs
- Healthcare savings accounts

Merchant Banking and Financial Advisory

Merchant Banking

Hancock Securities and its principals will invest their own capital with companies and entrepreneurs to take advantage of value creating opportunities. As part of such transactions, we work with clients to manage all aspects of the acquisition and capital raising process and stay involved with each company on a continuous basis. We believe that the combination of the experience of our principals and the resources at our disposal allows us to maximize opportunities for our clients.

We are selective in our pursuit of these opportunities, as the amount of time we commit to each company is significant. We view these relationships as partnerships in which we offer ongoing strategic advice and assistance in executing business plans.

Financial Advisory

Hancock Securities provides financial advisory services primarily to clients in the financial services industry. Our philosophy of knowing a client well and using a team-oriented approach enhances our ability to provide effective advice and to generate transactions that increase shareholder value. By spending the time to understand a client's objectives, to determine the strengths and weaknesses of each company and to focus our firm's expertise on creating the best strategy for each client,

Hancock Securities strives to enhance shareholder value in every situation. Our financial advisory services include:

- Mergers and acquisitions
- Sale assignments
- Restructurings and recapitalizations
- Private placements
- Debt financings
- Consultations regarding capital strategy
- Fairness opinions

Our Professionals

The professionals at Hancock possess a wide array of talents and experiences that combine for the benefit of our clients. Experienced in management of fixed-income and equity portfolios, mergers and acquisitions, capital transactions, asset securitizations, merchant banking, commercial banking, retail banking, commercial operations, accounting and taxation, our professionals are prepared to support our clients. This collaborative effort enables us to work quickly to address the challenges and opportunities facing changing client situations. Our professionals include:

Steven M. Rull: For three years prior to co-founding Manchester Partners (a predecessor firm of Hancock Securities) in 1997, Steve was the Senior Vice President of Mark Twain Capital Markets. From 1987 to 1994, he served as Senior Vice President and Chief Financial Officer of United Postal Savings and United Postal Bancorp. Steve began his career with KPMG, holds a degree in Accounting from Southern Illinois University and is a Certified Public Accountant. He holds Series 7, 24, 63 and 65 licenses from the FINRA. Steve has been involved as advisor and principal in numerous acquisitions and sales of financial institutions. He has also been responsible for operations of retail distribution, mortgage banking, investment management, secondary mortgage market activity, investor relations, asset/liability management, banking operations and financial reporting. Steve's experience includes the management of merger activities, investment portfolios, institutional equity and debt placement, direct lending, management of troubled assets, commercial finance transactions, asset securitization and arbitrage, asset/liability management and finance activities for public companies.

Joseph D. Garea: Prior to co-founding Manchester Partners (a predecessor firm of Hancock Securities) in 1997, Joe served as President of Enterprise Capital Management, a venture capital firm, and was Chief Financial Officer of Enterbank Holdings, the holding company for Enterprise Bank. From 1987 to 1994, Joe served as Senior Vice President and Chief Lending Officer of United Postal Savings. Joe, who began his career with KPMG in 1977, holds a degree in Business Administration from Saint Louis University and is a Certified Public Accountant. He holds Series 7, 24, 63 and 65 licenses from the FINRA. Joe has been both advisor and principal in numerous acquisitions and sales of financial institutions and commercial companies. He has also been responsible for operations of various residential mortgage, commercial and consumer lending and finance companies. His experience includes equity formation and investment, management of mergers and acquisitions, investment portfolios, sales and marketing activities, retail and

commercial lending, management of troubled assets, asset recovery and finance activities for public and commercial companies.

John R. Smith: Prior to joining Hancock Investment Advisors, John served as Investment Advisor at Betzold Investment Group. From 1999 until 2002, he managed investment portfolios for financial institutions and other institutional clients while providing technical support, research and analysis to the firm's sales force. From 1991 to 1999, John served as the Vice President and Chief Investment Officer of Firstbank of Illinois. He began his career at United Illinois Bank. John received a degree in Accounting from Indiana University and is a Certified Public Accountant. He holds Series 7, 63 and 65 licenses from the FINRA. John is responsible for the management of investment portfolios for financial institutions and other institutional clients.

Clinton J. Lewis: Prior to joining Hancock, Clint held positions with several bank-owned brokerage firms. From 1993 until 1997, he performed trading oriented duties as head equity-trader at Mark Twain Brokerage Services and had direct responsibility for growing the Infinet Discount Trading business. He continued as Co-Manager of Infinet Discount Trading from 1996 through 1999. Clint received a Bachelor of Science degree from the University of Phoenix. He holds Series 4, 7, 24, 53, 55, 63 and 65 licenses from the FINRA and various insurance licenses. Clint is responsible for managing the investment portfolios of various clients. Additionally, he serves corporate, institutional and non-profit clients by providing cash management, retirement, 401(k) and profit sharing programs. Clint also acts as the Operations Principal and Chief Compliance Officer.

Cheryl A. Anthony: Cheryl graduated cum laude from Washington University in St. Louis in 1981 and began her financial services career as an international banking representative for Mark Twain Banks. From 1982 to 1998 she served as an investment executive and a Vice President of Mark Twain Brokerage Services. Cheryl joined AG Edwards & Sons in 1998 where she served as a Vice President of Investments until joining Hancock Securities in January 2009. She holds Series 7 and 63 from the FINRA and various insurance licenses. Cheryl is responsible for managing investment portfolios and helps coordinate investment and estate planning for individuals and their families and retirement planning for small businesses.

Brian P. Corrigan: Prior to joining Hancock Securities, Brian was an investment representative in the mutual funds department at TD Waterhouse. Although specializing in mutual fund transactions, Brian was also responsible for facilitating stock and option orders. Brian received a Bachelor of Science degree from the University of Kansas. He holds Series 7, 63 and 65 licenses from the FINRA and various insurance licenses along with a Certified Financial Planner™ Certification. Brian is responsible for managing the investment portfolios of various clients. Additionally, he serves corporate, institutional and non-profit clients by providing cash management, retirement, 401(k) and profit sharing programs.

Randall T. Graham, Jr: Prior to joining Hancock Securities in June 2006, Randy attended Auburn University in Alabama and graduated with a Bachelor of Science in Business Administration with an emphasis in Finance. Randy holds Series 7 & 66 licenses from the FINRA. At Hancock Securities Randy is responsible for managing the investment portfolios of various clients. Additionally, he focuses on servicing corporate, institutional and non-profit clients by providing cash management, retirement, 401(k) and profit sharing programs.

Anne M. Hubbard: Anne grew up in a financial services family. Keeping with tradition, she joined A.G. Edwards & Sons (now Wells Fargo Advisors) in 1985 where she served as a Vice President of Investments until joining Hancock Securities Group in September of 2009. In addition to holding Series 7 and 63 licenses, Anne is licensed in various areas of insurance. Her areas of business concentration are in the portfolio management and retirement planning areas for retail and small businesses. She completed her undergraduate and graduate business degrees at St. Louis University.

Meredith C. Jones, III: Meredith began his career in 1984 at mutual fund pioneer Massachusetts Financial Services (MFS) in Boston. Since returning to St. Louis, he has worked as an Investment Executive at Stifel, Nicolaus & Co., a Vice President of Investments at A.G. Edwards & Sons and, most recently, a Branch Manager at Raymond James Financial Services. Meredith studied at Washington University where he earned his Masters in Business Administration and received a Bachelors Degree in History from the University of Vermont. He holds Series 7, 63 and 24 licenses from the FINRA. Meredith offers investment planning and portfolio management services for various retail and institutional clients.

Brandon J. Janosky: Prior to joining Hancock Investment Advisors, Brandon worked for the Washington Group International as an engineer in their power division. He earned a Bachelor's Degree in Mechanical Engineering from Villanova University. As a Portfolio Analyst, Brandon is responsible for portfolio and securities analytics for institutional investors as well as sales and marketing efforts. He currently holds Series 7 and 66 licenses from the FINRA.

Nick J. Trentmann: Prior to joining Hancock Investment Advisors, Nick was a financial advisor with Renaissance Financial. He brings four years experience in the financial services industry. Nick earned his bachelors degree from the University of Missouri. He holds Series 7 & 66 licenses from the FINRA. At Hancock Investment Advisors, Nick is responsible for portfolio and securities analytics for institutional investors as well as assisting in sales and marketing efforts.

Our Companies

Hancock Securities Group consists of the following companies:

Hancock Securities Group

Registered broker/dealer and member of the Financial Industry Regulatory Authority (FINRA) and Securities Investor Protection Corporation (SIPC)¹

Hancock Investment Advisors

Investment advisory firm registered with the Securities Exchange Commission (SEC).

Manchester Investors

Series of investment partnerships focused on various private equity and investment opportunities.

¹ HSG maintains SIPC insurance of up to \$500,000 per account. Additionally, the firm carries excess coverage up to \$34.5MM through our clearing broker Mesirow Financial. Supplementary protection above this level may also be purchased.

Other Service Partners

Our primary mission is to focus on portfolio performance. Hancock Securities works extensively with highly specialized resources. We are particularly proud of our association with Mesirow Financial as a “fully disclosed” correspondent. Mesirow performs most of our execution, trading, clearing and information management tasks.

Through Dennler Financial Management (DFM), we offer clients who desire personal financial and investment planning a detailed approach to addressing their financial needs. Services include tax planning, tax compliance, investment planning and retirement and estate planning. Together, DFM and Hancock Securities support clients through an ongoing process – from execution of the initial plan to revision and redirection as time and circumstance dictate. Whether serving a busy executive, addressing the special needs of the professional athlete community or advising individuals in changing financial circumstances, we are committed to providing a custom approach to each client’s unique needs.

Hancock Securities maintains ongoing relationships with a number of mutual fund companies and specialized investment managers, who concentrate on a particular asset class or industry. Additionally, we have affiliations with several providers of insurance-based services. These relationships enable us to select the best resources to meet each client’s individual financial needs.

We also consult and share information with our client’s lawyers, accountants and tax advisors at the client’s request.

Hancock Securities maintains relationships with the following FINRA licensed representatives:

- Debra Dennler – St. Louis, MO
- Brad Jesop – Fairfield, IL
- Duke Matlock – Pacific, MO
- Marion McDowell – Fairfield, IL
- Donald Morgan – Murphysboro, IL
- Wayne Tate – Marion, IL
- Dale Timmermann – Vandalia, IL
- Thomas Van Horn – Marion, IL
- David Wood – Mt. Vernon, IL

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