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Peter Fetzer is a partner with Foley & Lardner LLP. His practice focuses primarily in the areas of securities regulation, mergers and acquisitions, corporate governance and general corporate counseling to mutual funds, exchange traded funds, publicly traded investment advisers and public companies. He has extensive experience:

- Counseling and advising mutual funds, exchange traded funds, closed end funds and investment advisers on all aspects of the Investment Company Act and the Investment Advisers Act.
- Negotiating and effecting mutual fund, investment adviser and public company mergers and acquisitions.
- Counseling and advising directors and independent directors of mutual funds, exchange traded funds and public companies on corporate governance matters.
- Counseling mutual funds, exchange traded funds, closed-end funds, investment advisers and public companies with regard to their periodic and current reports with the SEC.
- Counseling and advising public companies, closed-end funds and private funds on proxy solicitations.
- Counseling and advising public and private companies in connection with the public and private offering of a variety of debt and equity securities.

Mr. Fetzer is a member of the State Bar of Wisconsin and the American Bar Association. He is a graduate of the University of Utah (B.A., summa cum laude, 1993) and the University of Wisconsin (J.D., cum laude, 1997).

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Richard Grubaugh is a Senior Vice President of D.F. King & Co., Inc. and co-director of the Extraordinary Events Group and the Proxy Division. D. F. King & Co., Inc. is a leading full-service proxy solicitation and corporate /financial communications firm, specializing in proxy contests and tender / exchange offers for corporate control. With offices in New York and London, the firm annually serves the investor communications needs of public companies, mutual fund families and private equity sponsors.

Rick primarily advises corporations and shareholders involved in complex shareholder transactions specializing in corporate control situations such as proxy contests, mergers and unsolicited tender offers. Rick formulates and recommends shareholder communications strategies for public companies in crisis situations. Prior speaking engagements include various programs sponsored by the Practising Law Institute, National Investor Relations Institute, programs sponsored by the Society of Corporate Secretaries and Governance Professionals and Georgetown University's program on business ethics and corporate governance.

Prior to joining King, Rick was a principle of MalCon Proxy Advisors, Inc. and Beacon Hill Partners, Inc. specializing in advising companies and activist shareholders in corporate control situations.

Rick is a member of The Society of Corporate Secretaries and Governance Professionals and the National Investor Relations Institute. He began his proxy solicitation career at the Carter Organization, Inc., joining that firm in 1986. Rick earned a B.A. from Virginia Wesleyan College in 1986.

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Joshua A. Agen is an associate with Foley & Lardner LLP. He is a member of the Employee Benefits & Executive Compensation, Transactional & Securities, Commercial Transactions & Business Counseling, and Labor & Employment Practices.

Mr. Agen focuses his practice on assisting public and private companies in the areas of executive compensation, employee benefits, corporate transactions and securities law compliance.

Mr. Agen earned his law degree (J.D., *magna cum laude*, 2004) from the University of Michigan Law School, where he served as an editor of the *Michigan Law Review* and was elected to the Order of the Coif. After law school, Mr. Agen served as a law clerk for the Hon. Steven M. Colloton, United States Court of Appeals for the Eighth Circuit. Mr. Agen received his bachelor's degree, with distinction, from the University of Wisconsin-Madison in 2000.

Mr. Agen is admitted to practice in Wisconsin and New York.