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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 Practicing 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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Tom Miles is a Managing Director in Morgan Stanley's Investment Banking Division, based in New York, and is responsible for the Firm's North American Industrials M&A effort

Prior to joining Morgan Stanley in 2010, Tom spent 16 years in JPMorgan's Mergers & Acquisitions Department where he advised clients on transactions across a variety of industries

Tom's experience includes numerous merger, acquisition, divestiture, corporate sale and takeover defense assignments across a broad range of industries for clients in all regions

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Patrick G. Quick is a partner with Foley & Lardner LLP and a member of the firm's Transactional & Securities Practice and Sports and Automotive Industry Teams. Mr. Quick practices corporate law, with an emphasis in securities law compliance, acquisitions, and takeover defense. He regularly counsels several public companies concerning compliance requirements and governance matters and has participated in initial and other public offerings for Wisconsin corporations.

Mr. Quick also has participated in many complex acquisition transactions representing both buying and selling parties in a variety of industries. He has been actively involved in the representation of clients doing advance takeover preparedness planning and has counseled clients who have received unsolicited takeover proposals or similar overtures.

Mr. Quick is a member of the board of advisors of TheCorporateCounsel.net. His professional affiliations include memberships in the Milwaukee Bar Association, State Bar of Wisconsin, and American Bar Association. He served for many years on the board of directors of the Child Abuse Prevention (CAP) Fund and also has been involved in the United Way, the Children's Miracle Network Telethon for Children's Hospital of Wisconsin, and the Marquette University Business Administration Alumni Association.

Mr. Quick graduated, *magna cum laude*, from the University of Michigan Law School in 1984, where he served as an editor of the *Michigan Law Review* and was elected to the Order of the Coif. He received his B.S., *magna cum laude*, from Marquette University, where he studied accounting.