



M&A Update

2018 Southeast Annual Review

Notable Trends in 2018

In 2018, southeast M&A investment had a record year.

Despite declining deal count, capital raised reached an all-time high for the region at \$235 billion. A number of mega-deals contributed to the total and a record high \$53 million median deal size.

Purchase price multiples continue upward trends.

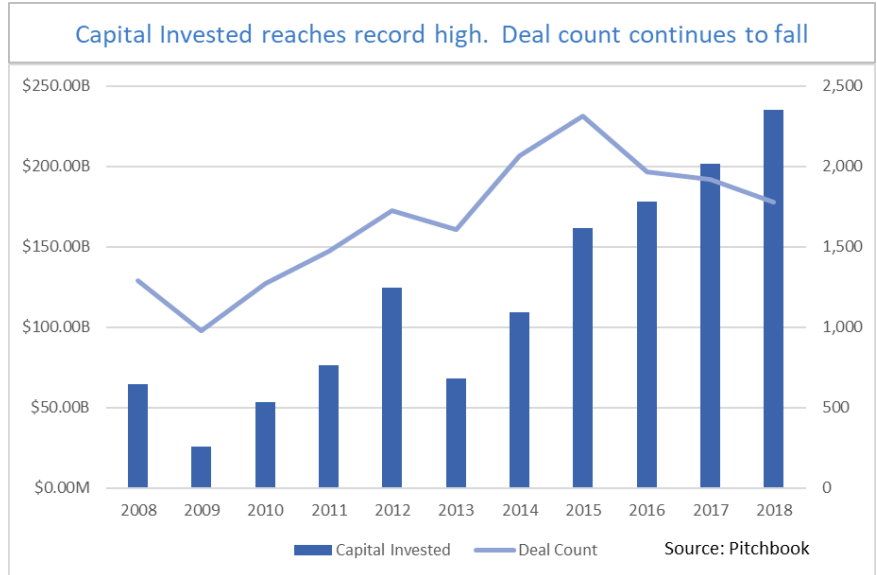
In 2018, valuation multiples reached 10-year highs at 9.75x. Higher transaction volume drove competition and prices higher while an appealing tax environment and affordable financing enticed buyers to seek acquisitions.

Information Technology has

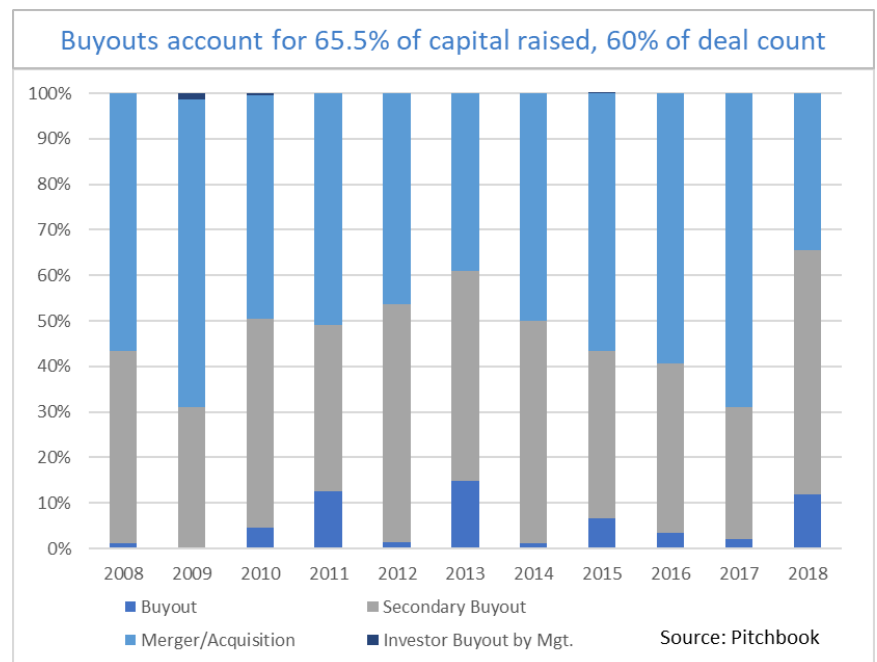
big year. The IT sector had a higher than average volume with \$43 billion in capital invested resulting in a 152% increase from \$17 billion invested in 2017. IBM's \$36 billion acquisition of software company Red Hat played a large role.

Southeast deals closed out a record year in 2018. M&A investment peaked at \$235 billion in capital invested. This continues a 5 year climb since 2013 when total investment was \$67 billion resulting in a 250% increase. Additionally, median deal size reached a record high of \$53 billion. Despite the rise in deal size and capital invested, deal counts declined for the third straight year mirroring a similar trend across the entire United States. In 2018, 1,776 deals closed compared to the 2015 record high of 2,314 a 23% decrease. There were 42 deals worth a billion dollars or more including a number

of high-profile deals. IBM's \$36 billion acquisition of software company Red Hat was the largest of the year and represented the second largest deal on record in the region trailing only British American Tobacco's acquisition of Reynolds American in 2017. The fifth largest deal of the last decade, United Technologies purchased Rockwell Collins for \$23 billion to expand their aerospace capabilities. Boeing's \$3.25 billion purchase of Florida-based KLX Aerospace Solutions represented another Southeast deal in the highly consolidating aerospace and defense sector. The third largest deal of the year was Discovery's acquisition of Scripps Networks, a media corporation that owns channels such as HGTV and Food Network, for \$14.6 billion. The media giant hopes to appeal more to female audiences after the deal. The network's most successful channels are Discovery Channel and Animal Planet which have largely male viewership.

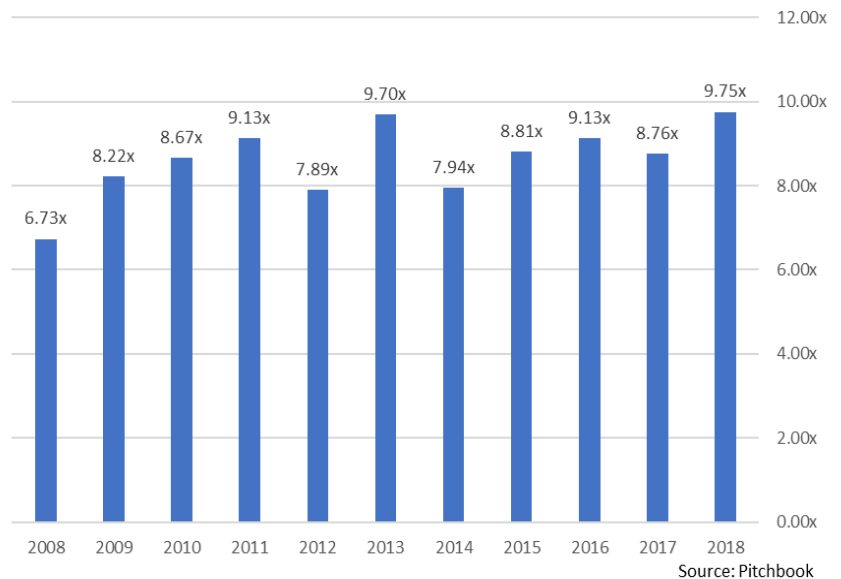


Private Equity had a strong year building on a 9-year run in which buyouts made-up more than half of all deals. In 2018, capital invested accounted for 65.5% of buyouts up from 31% in 2017 snapping a 4-year decline. PE deals accounted for 26 of the 42 deals over a billion dollars. The KKR buyout of BMC for \$8.3 billion was the year's largest deal followed by a \$6.7 billion Carlyle Group buyout of Sedgwick Services.



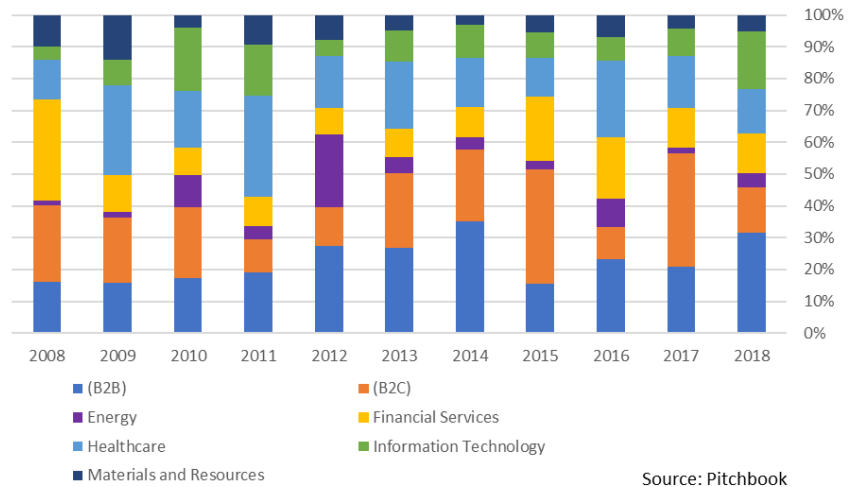
In 2018, the median valuation multiple rose to 9.75x up from 8.76x in 2017. Valuations are the highest in the last decade due to increased activity and competition for deals. Multi-billion-dollar deals closed at double-digit multiples reflecting the premiums sellers required to close. Companies pursued strategic targets as opposed to organic growth due to favorable financing market conditions and opportunities. Tax savings and low interest rates enticed buyers to seek deals in 2018 as conditions are expected to be less favorable in the future.

Purchase price multiples reach record highs as M&A activity swells



B2B was the most active sector in 2018 followed by information technology and B2C. With \$74.3 billion invested in 716 deals, B2B accounted for 32% of total investment in 2018. The Rockwell Collins and Scripps Networks acquisitions made up a significant portion of the sector's investment. Information technology was the second most active sector with over \$43 billion invested in 235 deals. This represents 18% of capital invested and the strongest M&A year over the last decade for IT. IBM's acquisition of Red Hat accounted for the majority of the sector's activity.

B2B leads in investment. Information technology has standout year



B2C sector capital invested decline to \$33 billion due to lack of mega-deals which had boosted the sector in prior years. B2C lead in capital invested for the years 2015 and 2017 at 35% and 35%, respectively.

Top 10 Deals by State

Alabama

Seller	Deal Size	Buyer	Date	Description
Energen	8,370.00	Diamondback Energy (NAS: FANG)(Travis Stice)	Nov-18	The company (NYSE: EGN) was acquired by Diamondback Energy (NASDAQ: FANG) for \$8.37 billion on November 29, 2018. Under the terms of the acquisition agreement, EGN shareholders will be entitled to receive 0.6442 of a FANG share for each EGN share they own, representing consideration of \$74.26 based on FANG's August 15 trading price. Finally, upon completion of the transaction EGN shareholders will only have a 38% stake in ownership of the combined company. This acquisition represents a transformational moment for both Diamondback, as they are set to benefit from owning the premier large cap Permian independent with industry leading production growth, operating efficiency, margins and capital productivity supporting an increasing capital return program. The deal is expected to close by the end of the fourth quarter of 2018.
Raycom Media	3,650.00	Gray Television (NYS: GTN.A)(Hilton Howell)	Dec-18	The company was acquired by Gray Television (NYS: GTN.A) for \$3.65 billion on December 20, 2018. The consideration includes \$2.85 billion in cash, \$650 million in new series of preferred stock and 11.50 million shares in the purchaser's common equity. Wells Fargo provided \$2.53 billion in debt financing for the deal.
Infinity Property & Casualty	1,600.00	Kemper (NYS: KMPR)(Joseph Lacher)	Jul-18	The company (NASDAQ: IPCC) was acquired by Kemper (NYSE: KMPR) for \$1.6 billion on July 2, 2018. The acquisition of the company will accelerate Kemper's ability to create a company with increased scale and better serve its policyholders. The acquisition will complement Kemper's efforts to become a market leader in the nonstandard auto insurance sector.
CSP Technologies	555.00	AptarGroup (NYS: ATR)(Stephan Tanda)	Aug-18	The company was acquired by AptarGroup (NYS: ATR) for \$555 million on August 27, 2018. The acquisition offers Aptar growth and expansion opportunities across Asia and other high-growth economies.
Drummond Company (Shoal Creek metallurgical coal mine)	400.00	Peabody Energy (NYS: BTU)(Glenn Kellow)	Dec-18	The Shoal Creek metallurgical coal mine of Drummond Company was acquired by Peabody Energy (NYSE: BTU) for \$400 million on December 3, 2018. The mine will add approximately 2 million tons per year of hard coking coal sales that are expected to expand Peabody's met coal volumes and margins, with costs comparable to Peabody's average met coal range.
First Community Bank (Regional Bank)	60.00	First Bancshares (NAS: FBMS)(Milton Cole)	Mar-18	The company was acquired by First Bancshares (NAS: FBMS) for \$60 million on March 1, 2018. The consideration will consist of \$36 million in stock and \$24 million in cash. The consideration is financed through a sale of common stock of First Bancshares for \$55 million. The acquisition will enable the acquirer to expand its banking services across the United States.
Navistar (Railcar Operations at Shoals Facility)	17.30	Freightcar America (NAS: RAIL)(Georgia Vlamis)	Mar-18	The Railcar Operations at Shoals Facility of Navistar (NYSE: NAV) was acquired by Freightcar America (NASDAQ: RAIL) for \$17.3 million on March 2, 2018. The acquisition will enable the acquirer to fully control and benefit from the full economics of all future rail cars built within the Shoals facility.
Vestavia Animal Clinic	3.38	Shore Capital Partners(Michael Cooper), Southern Veterinary Partners(Jay Price)	Oct-18	The company was acquired by Southern Veterinary Partners, via its financial sponsor Shore Capital Partners, through a \$3.38 million LBO on October 30, 2018.
The Surgery Center of Cullman	1.50	Cullman Regional Medical Center(James Clements)	Jan-18	The company was acquired by Cullman Regional Medical Center for \$1.5 million on January 5, 2018. Cullman Regional will invest in new technology for the center, and make several clinical quality integration and management changes as a result of the acquisition.
WVNA-AM/FM, WLAY-AM/FM, WMXV (FM)	1.27	Singing River Group	Oct-18	The portfolio of radio stations of URBAN Radio Broadcasting was acquired by Singing River Group for \$1.275 million on October 19, 2018.

Florida

Seller	Deal Size	Buyer	Date	Description
Rockwell Collins	23,000.00	United Technologies (NYSE: UTX)(Gregory Hayes)	Nov-18	The company (NYSE: COL) was acquired by United Technologies (NYSE: UTX) for \$23 billion on November 26, 2018. This acquisition adds tremendous capabilities to United Technologies' aerospace businesses and strengthens their complementary offerings of technologically advanced aerospace systems. Under the terms of the agreement, each Rockwell Collins shareowner will receive \$93.33 per share in cash and \$46.67 in shares of UTC common stock, subject to a 7.5 percent collar centered on UTC's August 22, 2017 closing share price of \$115.69. UTC plans to fund the acquisition of COL's equity, valued at nearly \$23 billion, through the issuance of approximately \$14 billion of new debt, \$1 billion of cash repatriated from overseas, and \$7 billion-\$8 billion of UTC shares, subject to adjustments. The company went private after this transaction.
The Main Street America Group	9,000.00	American Family Insurance Group Master Retirement Trust(Jack Salzwedel)	Oct-18	The company was acquired by American Family Insurance, a subsidiary of American Family Mutual Insurance Company for \$9 billion on October 31, 2018.
Apollo Aviation Group	5,600.00	The Carlyle Group (NAS: CG)(Kewsong Lee)	Oct-18	The company was be acquired by The Carlyle Group (NAS: CG) for \$5.6 billion on October 19, 2018. The acquisition will help the acquirer to expand their Global Credit capabilities, particularly in the growing asset-based credit market.
ILG	4,600.00	Marriott Vacations Worldwide (NYS: VAC)(Stephen Weisz)	Sep-18	The company (NASDAQ: ILG) was acquired by Marriott Vacations Worldwide (NYSE: VAC) for \$4.6 billion on September 1, 2018. The shareholders of ILG will receive \$14.75 in cash and 0.165 shares of the acquirer for each share they hold. The combined company will have the rights to develop, market and sell under the Hyatt Vacation Ownership programs.
KLX Aerospace Solutions	3,250.00	Boeing (NYS: BA)(Dennis Muilenburg)	Oct-18	The company was acquired by Boeing (NYS: BA) for \$3.25 billion on October 12, 2018. The agreement comprises an all-cash transaction for \$63 per share and the assumption of approximately \$1 billion of net debt, totaling \$4.25 billion. The acquisition is the next step in Boeing's services growth strategy, with a clear opportunity to profitably grow their business and better serve their customers in a \$2.6 trillion, 10-year services market. KLX will be part of Boeing Global Services and will be merged with Aviall, Boeing's parts, equipment and services unit. The transaction will be financed primarily with cash on hand, supplemented with debt.
Time	2,800.00	Meredith (NYS: MDP)(Stephen Lacy)	Jan-18	The company was acquired by Meredith (NYSE: MDP) for \$2.8 billion on January 31, 2018. The acquisition will be funded through a private investment of \$650 million from Koch Equity Development, \$1.8 billion 7-year Term Loan B facility and a \$350 million 5-year revolving credit facility. The deal will expand Meredith's reach with internet-savvy millennials, creating a digital media business with 170 million monthly unique visitors in the United States and more than 10 billion annual video views.
Bluegrass Materials Company	1,625.00	Martin Marietta (NYS: MLM)(Howard Nye)	Apr-18	The company was acquired by Martin Marietta (NYSE: MLM) for \$1.625 billion on April 27, 2018. The acquisition will provide Martin Marietta with a strategic new growth platform within the southern portion of the Northeast Megaregion, serving the Baltimore, Frederick, Hagerstown and Maryland Eastern Shore metropolitan areas as well as Delaware.
Web.com Group	1,451.00	Siris Capital(Frank Baker)	Oct-18	The company was acquired by Siris Capital through a \$2 billion public-to-private LBO on October 11, 2018. Morgan Stanley Senior Funding, RBC Capital Markets, and Macquarie Capital provided debt financing for the transaction. In connection with the closing of the transaction, the company will no longer trade on the NASDAQ exchange.
Cott Beverages	1,250.00	Refresco Group(Hans Roelofs)	Jan-18	The company, a subsidiary of Cott was acquired by Refresco Group (AMS: RFRG) for \$1.25 billion on January 30, 2018. This acquisition helps Refresco to enhance its buy and build strategy which will provide Refresco with enlarged scale, synergies, and savings alongside Refresco's manufacturing footprint, geographic diversity, product range and customer service.
Oasis Outsourcing	1,200.00	Paychex (NAS: PAYX)(Martin Mucci)	Dec-18	The company was acquired by Paychex (NAS: PAYX) for \$1.2 billion on December 21, 2018. The acquisition will significantly advance Paychex's leadership position in HR outsourcing, leveraging the scope of the company's technology platform and providing new clients access to Paychex's innovative products and technology-enabled services.

Georgia

Seller	Deal Size	Buyer	Date	Description
Cotiviti (Acquired)	4,931.00	Cotiviti(Emad Rizk), Veritas Capital(Ramzi Musallam)	Aug-18	The company (NYSE: COTV) was acquired by Verscend Technologies, via its financial sponsor Veritas Capital, through a \$4.93 billion public-to-private LBO on August 27, 2018.
PowerPlan	1,100.00	Roper Technologies (NYS: ROP)(Brian Jellison)	Jun-18	The company was acquired by Roper Technologies (NYSE: ROP) for \$1.1 billion on June 4, 2018. Roper funded the transaction with its revolving credit facility and cash on hand.
U.S. Security Associates	1,000.00	Allied Universal(Steve Jones), Partners Group (SWX: PGHN), Warburg Pincus, Wendel Group (PAR: MF)(David Darmon)	Oct-18	The company was acquired by Allied Universal, via its financial sponsors, Partners Group, Warburg Pincus, and Wendel Group through a \$1 billion LBO on October 26, 2018. The acquisition also increases Allied Universal's national presence and customer service capabilities and enhances Allied Universal's presence in Canada. It also expands its footprint to Central and Latin America and the United Kingdom. With this acquisition, Allied Universal enters the consulting and investigations business as well as event staffing, enhancing its unparalleled and comprehensive security offerings to its customer base throughout its service areas.
PPC Industries	950.00	AEA Investors	Jan-18	The company was acquired by AEA Investors through an LBO on January 31, 2018 for \$950 million. Antares Capital, KeyBanc Capital Markets, Bank of Ireland and Citizens Bank also participated by providing \$720 million of debt financing which includes \$ 500 million as first lien, \$175 million as second lien and \$45 million as revolving credit facility and convert the loan to equity post the completion of the transaction.
Bomgar	739.00	Francisco Partners(Dipanjan Deb)	Apr-18	The company was acquired by Francisco Partners through a \$739 million SBO for an undisclosed amount on April 03, 2018. The acquisition will strengthen Francisco Partners' security technology portfolio with the addition of Bomgar's privileged access and identity management solutions.
Halyard Health (surgical and infection prevention business)	710.00	Owens & Minor (NYS: OMI)	Apr-18	The surgical and infection prevention business of Halyard Health was acquired by Owens & Minor (NYSE: OMI) for \$710 million on April 30, 2018. This transaction is both strategically and financially compelling as it will allow to enhance the product offerings to acute care and non-acute care customers in a wider range of global markets.
Southern Company (Florida City Gas)	530.00	NextEra Energy (NYS: NEE)(James Robo)	Jul-18	The Florida City Gas of Southern Company (NYSE: SO) was acquired by NextEra Energy (NYSE: NEE) for \$530 million on July 29, 2018. The acquisition will help the acquirer to expand their footprint in Florida.
BrandBank	453.00	Renasant Bank (NAS: RNST)(Mitchell Waycaster)	Sep-18	The company was acquired by Renasant Bank (NASDAQ: RNST) for \$453 million on September 4, 2018. According to the terms of the merger agreement, Brand shareholders will receive 32.87 shares of Renasant common stock and \$77.50 in cash for each share of Brand common stock. Additionally, all Brand options will be cashed out at \$1,550 per share.
Cartiva	435.00	Wright Medical Group (NAS: WMGI)(Robert Palmisano)	Oct-18	The company was acquired by Wright Medical Group (NAS: WMGI) for \$435 million on October 10, 2018. The acquisition will expand the acquirer's global Extremities unit with the addition of the company's technology, Synthetic Cartilage Implant, which is designed for a high-volume foot and ankle procedure.
LifeWorks USA	426.00	Morneau Shepell (TSE: MSI)(Stephen Liptrap)	Jul-18	The company acquired by Morneau Shepell (TSE: MSI) for \$426 million on July 27, 2018. The transaction consideration was satisfied by issuing common shares of \$32 million, and cash consideration of \$394 million, of which \$231 million was financed from an equity offering. This acquisition brings together the best user experience and clinical support to achieve complete mental, physical, social and financial well-being for people.

Kentucky

Seller	Deal Size	Buyer	Date	Description
Kindred Healthcare	4,100.00	Humana (NYS: HUM)(Bruce Broussard), TPG Capital(Jeffrey Rhodes), Welsh, Carson, Anderson & Stowe(D. Scott Mackesy)	Jul-18	The company (NYSE: KND) was acquired by Humana (NYSE: HUM), TPG Capital and Welsh, Carson, Anderson & Stowe through a \$4.1 billion public-to-private LBO on July 2, 2018. Capital One Financial, Chase Bank, Wells Fargo, The Goldman Sachs Group, Morgan Stanley Senior Funding, RBC Capital Markets, Citigroup Global Markets, Bank of America and Huntington Bancshares provided \$350 million of debt financing in the form of revolving credit line to support the transaction. The company also received \$22160 million first lien term loan and \$475 million second lien term loan from Capital One Financial, Wells Fargo Capital Finance, JPMorgan Chase & Company, Morgan Stanley Senior Funding, Citigroup Global Markets, Wells Fargo, RBC Capital Markets, Merrill Lynch Pierce Fenner & Smith and The Goldman Sachs Group to support the transaction.
General Cable	3,000.00	Prysmian Group (MIL: PRY)(Valerio Battista)	Jun-18	The company (NYSE: BGC) was acquired by Prysmian Group (MIL: PRY) for \$3 billion on June 6, 2018. With the completion of the transaction, General Cable will become a privately held company, and its shares will no longer be listed on the NYSE or any other public market. This acquisition will be financed by issuing new debt, available cash and existing credit lines.
The Waddington Group	2,300.00	Novolex Holdings(Stanley Bikulege), The Carlyle Group (NAS: CG)(Wesley Bieligm)	Jun-18	The company, a subsidiary of Newell Brands (NYSE: NWL), was acquired by Novolex Holdings, via its financial sponsor The Carlyle Group, through a \$2.3 billion LBO on June 29, 2018.
Pro Mach	2,200.00	Leonard Green & Partners(W. Christian McCollum)	Mar-18	The company was acquired by Leonard Green & Partners through a \$2.2 billion SBO on March 07, 2018.
Aetna (Medicare Prescription Drug Plan Business)	1,250.00	WellCare Health Plans (NYS: WCG)(Kenneth Burdick)	Nov-18	The Medicare prescription drug plan business of Aetna was acquired by WellCare Health Plans for \$1.25 billion on November 30, 2018. The acquisition will help WellCare Health Plans to serve over 2 million medical members nationwide and additionally complement their long-term growth strategy with government sponsored health plans.
Almost Family	1,000.00	LHC Group (NAS: LHCG)(Keith Myers)	Apr-18	The company was acquired by LHC Group (NASDAQ: LHCG) for \$1 billion on April 01, 2018. The merger creates leading national provider of in-home healthcare services. Under terms of the transaction, Almost Family shareholders will receive 0.9150 shares of LHC Group for each existing Almost Family share. Upon closing of the transaction, LHC Group shareholders will own 58.5% and Almost Family shareholders will own 41.5% of the combined company.
Pomeroy	815.00	Getronics(Nana Baffour)	Jul-18	The company was acquired by Getronics, via its financial sponsor CPPIB Credit Investments, through a \$815 million LBO on July 11, 2018. Acquiring Pomeroy has enabled Getronics to reach its \$1bn-turnover target two years earlier than planned.
RxCrossroads	735.00	McKesson (NYS: MCK)(John Hammergren)	Jan-18	The company was acquired by McKesson (NYSE: MCK) for \$735 million on January 3, 2018. The acquisition will enable McKesson to expand its biopharma manufacturing services.
Bolder Healthcare Solutions	485.00	Cognizant Technology Solutions (NAS: CTSH)(Kaushik Bhaumik)	Mar-18	The company was acquired by Cognizant Technology Solutions (NAS: CTSH) for \$485 million on March 12, 2018. JZ capital will realize approximately \$108 million in gross proceeds from this sale; Completion of the transaction is subject to customary closing conditions and regulatory approvals, including The Hart-Scott-Rodino Antitrust Improvements Act of 1976.
Southern Star Central	455.10	Caisse de dépôt et placement du Québec	Aug-18	The company was acquired by Caisse de dépôt et placement du Québec through a \$455.1 million LBO on August 22, 2018.

Mississippi

Seller	Deal Size	Buyer	Date	Description
L-3 Communications Vertex Aerospace	540.00	American Industrial Partners(Eric Baroyan)	Jun-18	The company, a subsidiary of L3 Technologies (NYS: LLL), was acquired by American Industrial Partners through a \$540 million LBO on June 29, 2018. The sale included the Crestview Aerospace and TCS business units, which were part of L3's Aerospace Systems business segment.
Tenax Aerospace	220.00	NTC Group(Thomas Foley)	Jan-18	The company was acquired by NTC Group for \$220 million on January 9, 2018. The acquisition consideration was financed by Regions Bank, Global Jet Capital and Bain Capital Credit. The acquisition will enhance the product portfolio and service offerings of the acquirer in the United States.
Spread Networks	127.00	Zayo Group (NYS: ZAYO)(Jack Waters)	Feb-18	The company was acquired by Zayo (NYSE: ZAYO) for \$127 million on February 28, 2018. The acquisition will provide acquirer's customers with the lowest latency and most direct fiber route between the two cities and additional physical path diversity.
Vanguard Natural Resources (Oil and Gas Assets in Mississippi And Alabama)	60.00		Apr-18	Vanguard Natural Resources (NYS: VNR) sold its oil and gas assets in Mississippi and Gulf Coast of Alabama for \$60 million on April 1, 2018.
Avon Engineered Fabrications	9.25	Performance Inflatables(Richard Heath), Pinewell Capital(Yuta Matsui)	Mar-18	The company, a subsidiary of Avon Rubber (LON: AVON), was acquired by Performance Inflatables, via its financial sponsor Pinewell Capital, through a \$9.25 million LBO on March 30, 2018.
Barber Holdings	0.35	Solv Health	Feb-18	The company was acquired by Sol Health for \$3,50,000 on February 28, 2018.

North Carolina

Seller	Deal Size	Buyer	Date	Description
Red Hat	36,000.00	International Business Machines (NYS: IBM)(Virginia Rometty)	Oct-18	The company was acquired by International Business Machines (NYSE: IBM) for \$36 billion on October 28, 2018. The acquisition will enable the acquirer to get a better position with hybrid cloud computing.
Snyder's-Lance	6,112.00	Campbell Soup Company (NYS: CPB)(Denise Morrison)	Mar-18	The company was acquired by Campbell Soup (NYSE: CPB) for \$6.11 billion on March 26, 2018. The acquisition consideration will be funded through a \$5.3 billion senior notes offering. The acquisition will enable Campbell to expand its portfolio of leading snacking brands and will provide access to faster-growing distribution channels including the convenience and natural channels.
Carolina Panthers	2,275.00		Jul-18	The company was acquired by David Tepper for \$2.275 billion on July 9, 2018.
Ply Gem Industries	2,241.83	Clayton, Dubilier & Rice(John Krenicki)	Apr-18	The company was acquired by Clayton, Dubilier & Rice through a \$2.241827 billion public-to-private LBO on April 12, 2018.
Curo Health Services	1,400.00	Humana (NYS: HUM)(Jeremy Gaskill), TPG Capital(Luke Barrett), Welsh, Carson, Anderson & Stowe(Jonathan Rather)	Jul-18	The company was acquired by Humana (NYSE: HUM), TPG Capital and Welsh, Carson, Anderson & Stowe through a \$1.4 billion LBO on July 11, 2018. Humana will own 40% of Curo, with the remaining 60% owned by TPG and WCAS. The Consortium intends to combine Curo with the hospice business of Kindred at Home to create the country's largest hospice operator.
Triangle Capital (Raleigh)	1,200.00	Barings(Thomas Finke)	Aug-18	The company (NYSE: TCAP) was acquired by Barings for \$1.2 billion on August 2, 2018. Barings will make an \$85 million payment directly to Triangle Capital's shareholders at close. Additionally, Barings will invest \$100 million of equity in Triangle Capital's shares to establish a significant ownership stake. Barings has also committed to make up to \$50 million of secondary share purchases at prices up to and including the then-current net asset value during the first two years post-close, which, together with Barings' significant equity investment at close, creates strong alignment of interests with the Company's shareholders. The company went private after this transaction.
Ply Gem Industries	1,200.00	NCI Building Systems (NYS: NCS)(James Metcalf)	Nov-18	The company was acquired by NCI Building Systems (NYS: NCS), for \$1.2 billion on November 16, 2018. NCI issued 58.7 million shares to Ply Gem shareholders.
American Tire Distributors	1,100.00		Dec-18	The company completed a debt-for-equity restructure on December 21, 2018. \$1.1 billion of debt was provided by undisclosed lenders was converted into a 95% stake equity stake in the company. Existing equity holders will receive 5% of the new equity. The company also raised \$250 million in new financing, which would be available to support its ongoing operations. Wells Fargo Capital Finance provided \$1.005 billion in committed exit financing to support operations and future growth initiatives.
Triangle Capital (Asset portfolio)	981.20	Benefit Street Partners(Richard Byrne)	Jul-18	Triangle Capital (NYS: TCAP) sold its investment portfolio to Benefit Street Partners for \$981.2 million on July 31, 2018.
Alcami	675.00	Ares Management (NYS: ARES), Madison Dearborn Partners(Timothy Sullivan)	Jul-18	The company was acquired by Madison Dearborn Partners through a \$675 million LBO on July 12, 2018. Ares Management provided first lien and second lien facilities to support the acquisition. Ares also made an equity co-investment alongside Madison Dearborn. Ares Capital will maintain a minority equity position in the company.

South Carolina

Seller	Deal Size	Buyer	Date	Description
America's 1st Choice of South Carolina	1,700.00	Anthem (NYS: ANTM)(Gail Boudreaux)	Feb-18	The company was acquired by Anthem (NYSE: ANTM) for \$1.7 billion on February 15, 2018. The acquisition will enhance Anthem's ability to deliver a broad variety of cost-effective high-quality plans to meet the diverse needs of the Medicare population.
Pure Fishing	1,300.00	Sycamore Partners Management(Peter Morrow)	Dec-18	The company was acquired by Sycamore Partners Management through a \$1.3 billion LBO on December 28, 2018. Antares Capital provided \$560 million of debt financing in the form of \$125 million revolving credit line and \$435 million first lien term loan to support the transaction.
SAGE Automotive Interiors	800.00	Asahi Kasei (TKS: 3407)(Hideki Kobori)	Sep-18	The company was acquired by Asahi Kasei (TKS: 3407) for \$800 million on September 27, 2018. The company had liabilities worth \$260 million at the time of the transaction, making the total transaction value \$1.06 billion. The acquisition will strengthen Asahi Kasei's position in the growing automotive interior-related market, contributing to the expansion of its automotive-related business. The acquisition will enable Asahi Kasei to provide comprehensive vehicle interior designs and solutions leveraging Sage's design and marketing capabilities in combination with various Asahi Kasei products and technologies such as fiber, plastics, and sensors.
The Gordian Group	775.00	Fortive (NYS: FTV)(James Lico)	Jul-18	The company was acquired by Fortive (NYSE: FTV) for \$775 million on July 27, 2018.
IRSA Video	434.96	Getac Technology (TAI: 3005)	Feb-18	The company was acquired by Getac Technology (TAI: 3005) for \$434.955 million on February 28, 2018.
Resolute Forest Products (Paper and Pulp Mill, Catawba)	300.00	New-Indy Containerboard(Jeremie Smith), Schwarz Partners, The Kraft Family Foundation	Dec-18	The company, a subsidiary of Resolute Forest Products, was acquired by New-Indy Containerboard, via its financial sponsors Schwarz Partners and The Kraft Family Foundation, through a \$300 million LBO on December 31, 2018.
Koppers Utility and Industrial Products	200.00	Koppers Holdings (NYS: KOP)(Leroy Ball)	Apr-18	The company was acquired by Koppers Holdings (NYS: KOP) for \$200 million on April 10, 2018. The transaction was financed through existing bank debt and amending its revolving credit facility to enter into a new secured term loan facility with a secured term loan from PNC Bank, National Association. The transaction creates a leading utility pole and wood treatment producer and advances Koppers strategy of being a vertically integrated, high-value global supplier of wood-based technologies to infrastructure markets.
Columbia Energy Center (540 Mega Watt power plant)	180.00	South Carolina Electric & Gas	May-18	The 540 Mega Watt power plant of LS Power Group was acquired by South Carolina Electric & Gas (NYSE: SCG) for \$180 million on May 9, 2018.
Solvay (Charleston plant and phosphorus business)	66.74	LANXESS Deutschland (ETR: LXS)(Anno Borkowsky)	Feb-18	Solvay (BRU: SOLB) sold its Charleston plant and phosphorus business to LANXESS Deutschland (ETR: LXS) for EUR 54 million on February 7, 2018. The acquisition is another consistent step in the acquirer's growth strategy with a focus on mid-sized markets and the North America and Asia regions.
ESP Associates	46.00	Strength Capital(Mark McCammon)	Apr-18	The company was acquired by Strength Capital through a \$46 million LBO on April 4, 2018. As a part the transaction, the company was recapitalized and received a \$21.5 million debt financing from Citizens Bank.

Tennessee

Seller	Deal Size	Buyer	Date	Description
Scripps Networks Interactive	14,600.00	Discovery (Mass Media) (NAS: DISCA)(David Zaslav)	Mar-18	The company was acquired by Discovery Communications (NASDAQ: DISCA) for \$14.6 billion on March 6, 2018. The acquisition brings together Scripps' largely female audience of lifestyle channels such as HGTV, Travel Channel and Food Network with Discovery's Animal Planet and Discovery Channel, which primarily has male viewers.
Envision Healthcare	9,900.00	Kohlberg Kravis Roberts (NYS: KKR)(James Momtazee)	Oct-18	The company (NYS: EVHC) was acquired by Kohlberg Kravis Roberts through a \$9.9 billion public-to-private LBO on October 11, 2018. The debt financing for the acquisition includes \$5.05 billion term loan B, \$2.15 billion of high-yield bond and \$850 million of loan financing.
Sedgwick Claims Management Services	6,700.00	The Carlyle Group (NAS: CG)(Stephen Wise)	Dec-18	The company was acquired by The Carlyle Group through a \$6.7 billion LBO on December 31, 2018. Morgan Stanley MUFG Loan Partners, Kohlberg Kravis Roberts, Bank of America Merrill Lynch, SunTrust Robinson Humphrey, BNP Paribas, Citizens Bank, Morgan Stanley, Fifth Third Bank, ING Capital, GIC Private, HPS Investment Partners, Oak Hill Advisors and PSP Investments Credit USA provided debt financing in this transaction.
LifePoint Health	5,600.00	Apollo Global Management (NYS: APO)(Matthew Nord), ATP Private Equity Partners, RCCH HealthCare Partners(Martin Rash)	Nov-18	The company was acquired by RCCH HealthCare Partners, via its financial sponsor Apollo Global Management through a \$5.6 billion public-to-private LBO on November 16, 2018. The deal also includes an investment of \$25.4 million by ATP Private Equity Partners. As a result of the deal, LifePoint's common stock is no longer trading on NASDAQ.
Regal Entertainment Group	3,600.00	Cineworld Group (LON: CINE)(Moshe Greidinger)	Feb-18	The company was acquired by Cineworld Group (LON: CINE) for \$3.6 billion on February 28, 2018. Cineworld Group will fund the transaction through a \$1.7 billion rights issue and debt. The potential acquisition of Regal would provide Cineworld with a highly attractive platform in the world's largest cinema market. The Greidinger family holds a 28 percent stake in the company through their vehicle Global City Holdings.
International Paper (North America Consumer Packaging business)	1,431.00	Graphic Packaging (Acquired in 1988)	Jan-18	The North America Consumer Packaging business of International Paper Company (NYSE: IP) was acquired by Graphic Packaging International (NYSE: GPK) for \$1.431 billion on January 1, 2018. Graphic Packaging has assumed \$660 million of International Paper's debt and concurrently has amended and restated its senior secured credit agreement.
Juice Plus	1,235.00	Altamont Capital Partners	Oct-18	The company was acquired by Altamont Capital Partners through a \$1.235 billion LBO on October 9, 2018. The funding was through a \$50 million senior secured first lien revolving credit facility and a \$438 million secured first lien term loan, a \$105 million seller note, \$542 million of common equity and \$150 million of preferred equity.
NaviHealth	650.00	Athyrium Capital Management, Clayton, Dubilier & Rice(Ronald Williams)	Aug-18	The company was acquired by Clayton, Dubilier & Rice through a \$650 million LBO on August 1, 2018. In addition, Cardinal Health will have a call right to reacquire the business after five years. Athyrium Capital Management also participated in this round.
Affinion Insurance Solutions	550.00	Mill Point Capital(Michael Duran)	Aug-18	The company was acquired by Mill Point Capital through a \$550 million LBO on August 15, 2018. Immediately following the closing, Affinion Group repaid \$466.7 million of long-term debt plus an associated repayment premium of \$14 million. Affinion Group retained the flexibility to retain up to \$50 million of the net proceeds from the sale for a period of up to nine months. Capital One Financial, Flat Rock Capital and Jefferies Finance provided \$25 million of revolving credit line, \$3.99 million of first lien senior secured loan and \$315 million of term loan to support the transaction.
Franklin American Mortgage Company	511.00	Citizens Bank (NYS: CFG)(John Woods)	Aug-18	The company was acquired by Citizens Bank (NYSE: CFG) for \$511 million on August 1, 2018. This transaction fits perfectly with the acquirer's objective of improving shareholder returns and delivering against their key strategic imperatives.

Top Lower-Middle Market Deals by State

(\$5 million-\$100 million in annual revenue)

Florida

Seller	Deal Size	Buyer	Date	Description
Extant Aerospace	525.00	TransDigm Group (NYSE: TDG)(Walter Howley)	Apr-18	The company was acquired by TransDigm Group (NYSE: TDG) for \$525 million on April 24, 2018.
e-Builder (US)	500.00	Trimble (NASDAQ: TRMB)(Steven Berglund)	Feb-18	The company was acquired by Trimble (NASDAQ: TRMB) for \$500 million on February 2, 2018. The all cash purchase price of \$500 million will be financed through a new \$300 million credit facility and cash. The acquisition will enhance the product portfolio and service offerings of Trimble in the United States.
Cues	189.00	SPX (NYSE: SPXC)(Eugene Lowe)	Jun-18	The company was acquired by SPX (NYSE: SPXC) for \$189 million on June 7, 2018. The acquisition adds a highly complementary solution to SPX's radio detection business and bring another market-leading product portfolio to its Detection & Measurement segment.
Sunshine Bank	187.85	CenterState Bank (NAS: CSFL)(John Corbett)	Jan-18	The company was acquired by CenterState Bank (NASDAQ: CSFL) for \$187.85 million on January 1, 2018. The acquisition will enable CenterState to expand its portfolio and area of services.
Highland Packaging Solutions	150.00	Sonoco (NYSE: SON)(Robert Tiede)	Apr-18	The company was acquired by Sonoco (NYSE: SON) for \$150 million on April 12, 2018. The acquisition strengthens the acquirer's Perimeter of the Store strategy, thus serving consumers' growing demand for fresh and natural foods.
magicJack VocalTec	143.00	B. Riley Financial (NAS: RILY)(Bryant Riley)	Nov-18	The company (NASDAQ: CALL) was acquired by B. Riley Financial (NAS: RILY) for \$143 million on November 14, 2018. The acquisition will enable the acquirer to leverage the company's subscriber base, brand name and operational expertise to generate significant cash flows.
FirstAtlantic Financial Holdings	107.70	National Bank of Commerce (NAS: NCOM)(Richard Murray)	Jan-18	The company (PINX: FFHD) was acquired by National Bank of Commerce (NAS: NCOM) for \$107.7 million on January 1, 2018. The company will be delisted from the stock exchange in the coming days. Concurrently with the merger, FirstAtlantic Bank merged with and into NBC, but its offices will continue to operate under the "FirstAtlantic Bank" trade name, and its management team will continue with NBC.
Coastal Banking Company	83.20	First Federal Bank of Florida(Keith Leibfried)	Apr-18	The company was acquired by First Federal Bancorp (NASDAQ: FFBZ) for approximately \$83.2 million on April 3, 2018. First Federal Bancorp will assume \$8.2 million of debt. The merger adds full-service banking offices in Fernandina Beach, Ocala, and The Villages, Florida and Beaufort and Port Royal, S.C., mortgage lending offices in Florida, across the Southeast and Midwest and both SBA and USDA lending offices across Florida and in multiple states.
Rental (Other Commercial Services)	68.60	H&E Equipment Services (NAS: HEES)(John Engquist)	Jan-18	The company was acquired by H&E Equipment Services (NAS: HEES) for \$68.6 million on January 29, 2018. The acquisition enables the acquirer to expand its equipment rental and sales services along with its geographical footprints in the Florida and Alabama region.
Thompson & Company	62.00	Scandinavian Tobacco Group (CSE: STG)(Niels Frederiksen)	Apr-18	The company was acquired by Scandinavian Tobacco Group (CSE: STG) for \$62 million on April 2, 2018. The acquisition strengthens the range of cigars offered by the acquirer to US consumers and brings opportunities for scale benefits in combination with their existing online cigar business in Cigars International.

Georgia

Seller	Deal Size	Buyer	Date	Description
PPC Industries	950.00	AEA Investors	Jan-18	The company was acquired by AEA Investors through an LBO on January 31, 2018 for \$950 million. Antares Capital, KeyBanc Capital Markets, Bank of Ireland and Citizens Bank also participated by providing \$720 million of debt financing which includes \$500 million as first lien, \$175 million as second lien and \$45 million as revolving credit facility and convert the loan to equity post the completion of the transaction.
Cartiva	435.00	Wright Medical Group (NAS: WMGI)(Robert Palmisano)	Oct-18	The company was acquired by Wright Medical Group (NAS: WMGI) for \$435 million on October 10, 2018. The acquisition will expand the acquirer's global Extremities unit with the addition of the company's technology, Synthetic Cartilage Implant, which is designed for a high-volume foot and ankle procedure.
Charter Financial	361.88	CenterState Bank (NAS: CSFL)(John Corbett)	Sep-18	The company was acquired by CenterState Bank (NASDAQ: CSFL) for \$361.88 million on September 4, 2018. Pursuant to the merger agreement, Charter's shareholders are entitled to receive, for each share of Charter common stock outstanding immediately prior to the merger, 0.738 of a share of the acquirer's common stock and \$2.30 in cash. This acquisition represents the acquirer's first entry into Georgia and Alabama for commercial banking.
Atlantic Coast Financial	169.30	Ameris Bank (NAS: ABCB)(Edwin Hortman)	May-18	The company was acquired by Ameris Bank (also known as Ameris Bancorp) (NASDAQ: ACFC) for \$169.3 million on May 25, 2018.
First Data (Remittance Processing Business)	93.00	WAUSAU Financial Services	Aug-18	First Data sold its Remittance Processing Business to WAUSAU Financial Systems for \$93 million on August 16, 2018. This acquisition reinforces the acquirer's longstanding best-in-class brand promise and the ongoing market trend toward outsourcing technology enabled solutions and services to trusted FinTech partners of scale.
Meridian Waste (NAS: ATIS)	90.00	Warren Equity Partners(Steven Wacaster)	Apr-18	The company (NASDAQ: ATIS) was acquired by Warren Equity Partners through a \$90 million LBO on April 20, 2018.
Star Granite & Bronze	34.71	Matthews International (NAS: MATW)(Steve Gackenbach)	Feb-18	The company was acquired by Matthews International (NAS: MATW) for \$34.713 million on February 1, 2018. The joining of the two companies is a continuation of the acquirer's vision to be the premier full line supplier to the death care industry, further strengthening both companies' capabilities to serve their customers, especially pertaining to the overall granite offerings. The consideration comprises of \$29.713 million in cash and shares of the acquirer's common stock valued at \$5 million.
Fulghum Fibres	33.75	The Price Companies	Feb-18	The company was acquired by The Price Companies for \$33.75 million on February 15, 2018. The acquisition will enable the acquirer to expand its wood chip processing capabilities.
FLUX Carbon (Clean Technologies)	18.00	Attis Industries (NAS: ATIS)(Jeffrey Cosman)	May-18	The company, a subsidiary of Greenshift, was acquired by Attis Industries (NASD: ATIS) for \$18 million on May 31, 2018.
Digirad (Medical Device Sales and Service Business Unit)	8.00	Philips (AMS: PHIA)	Feb-18	Digirad (NASDAQ: DRAD) sold its Medical Device Sales and Service business unit to Philips North America, a subsidiary of Philips (AMS: PHIA) for \$8 million on February 1, 2018. This transaction will better position Digirad to focus on its core business, providing convenient mobile diagnostic healthcare solutions.

Kentucky

Seller	Deal Size	Buyer	Date	Description
Farmers Capital Bank	378.20	WesBanco (NAS: WSBC)(Todd Clossin)	Aug-18	The company (NAS: FFKT) was acquired by WesBanco (NAS: WSBC) for \$378.2 million on August 20, 2018. The company's shareholders will be entitled to receive 1.053 shares of WesBanco common stock and cash in the amount of \$5 per share for each share of Farmers common stock for a total value of approximately \$378.2 million in aggregate based on WesBanco's market close price of \$43.03 on April 18, 2018. The merger intends to significantly expand the acquirer's existing franchise within Kentucky and bridges the gap between their Louisville-Southern Indiana and their recently enhanced Southeast Ohio-Huntington, West Virginia markets. In addition, the merger will enhance their presence in several major metropolitan markets with attractive demographics.
The Learning House	200.00	John Wiley & Sons (NYS: JW.A)(Brian Napack)	Nov-18	The company, a subsidiary of Weld North, was acquired by John Wiley & Sons (NYSE: JW.A) for \$200 million on November 1, 2018. The acquisition would enable John Wiley & Sons to gain leadership in tech-enabled education services for universities and corporations.
Poage Bankshares	93.50	City Holding (NAS: CHCO)(Charles Hageboeck)	Dec-18	The company was acquired by City National Bank (NASDAQ: CHCO) for \$93.5 million on December 7, 2018. The acquisition will enable the acquirer to bolster its financial assets, deposits and loans. The company went private after this transaction.
Gordon-Darby	56.00	Opus Inspection(Lothar Geilen)	Jan-18	The company was acquired by Opus Inspection for \$56 million on January 31, 2018. The deal will enable the acquirer to increase its footprint in the United States, while offering management and technology synergies to benefit customers worldwide. The acquisition is financed through a five-year USD denominated credit facility from Swedbank.
CafePress	32.90	Snapfish(Jasbir Patel)	Oct-18	The company (NASDAQ: PRSS) was acquired by Snapfish for \$32.89 million on September 28, 2018. The acquisition will create a combined platform of photo and non-photo-based products that will produce hundreds of thousands of personalized products for consumers globally. Under the terms of the agreement, CafePress shareholders are only anticipated to receive \$1.48 in cash for each share of CafePress common stock they own.
Diversified Structural Composites	6.00	Exel Composites (HEL: EXL1V)(Riku Kytömaeki)	May-18	The company was acquired by Exel Composites (HSE: EXL1V) for \$6 million on May 2, 2018. The acquisition will enhance the acquirer's attractiveness and provide cross-selling opportunities to existing and new customers.

Mississippi

Seller	Deal Size	Buyer	Date	Description
Spread Networks	127.00	Zayo Group (NYS: ZAYO)(Jack Waters)	Feb-18	The company was acquired by Zayo (NYSE: ZAYO) for \$127 million on February 28, 2018. The acquisition will provide the acquirer's customers with the lowest latency and most direct fiber route between the two cities and additional physical path diversity.

North Carolina

Seller	Deal Size	Buyer	Date	Description
Triangle Capital (Raleigh)	1,200.00	Barings(Thomas Finke)	Aug-18	The company (NYSE: TCAP) was acquired by Barings for \$1.2 billion on August 2, 2018. Barings will make an \$85 million payment directly to Triangle Capital's shareholders at close. Additionally, Barings will invest \$100 million of equity in Triangle Capital's shares to establish a significant ownership stake. Barings has also committed to make up to \$50 million of secondary share purchases at prices up to and including the then-current net asset value during the first two years post-close, which, together with Barings' significant equity investment at close, creates strong alignment of interests with the company's shareholders. The company went private after this transaction.
Paragon Bank	324.00	TowneBank (NAS: TOWN)(G. Robert Aston)	Jan-18	The company (NASDAQ: PBNC) was acquired by TowneBank (NASDAQ: TOWN) for \$324 million on January 26, 2018. The acquisition of Paragon will expand Towne's community banking franchise into two of the fastest growing metropolitan areas in the United States, Charlotte and Raleigh, North Carolina adding to Towne's current presence in the Norfolk-Virginia Beach Virginia MSA, the Richmond Virginia MSA and Northeastern North Carolina.
Precision Hydraulic Cylinders	85.00	Leggett & Platt (NYS: LEG)	Jan-18	The company was acquired by Leggett & Platt (NYSE: LEG) for \$85 million on January 31, 2018. The acquisition aligns extremely well with the critical components style shared by many of Leggett & Platt's strongest performing operations.
Terramor Homes	60.00	D.R. Horton (NYS: DHI)(Donald Horton)	Dec-18	The company was acquired by D.R. Horton (NYS: DHI) for approximately \$60 million on December 11, 2018. The acquisition will strengthen D.R. Horton's local market position in Raleigh and the surrounding markets.
HG Holdings (PINX: STLY)	18.40	Churchill Downs LLC	Mar-18	The company was acquired by Churchill Downs LLC, a subsidiary of Churchill Downs Inc. (NAS: CHDN) for \$18.4 million on March 2, 2018.

South Carolina

Seller	Deal Size	Buyer	Date	Description
Solvay (Charleston plant and phosphorus business)	66.74	LANXESS Deutschland (ETR: LXS)(Anno Borkowsky)	Feb-18	Solvay (BRU: SOLB) sold its Charleston plant and phosphorus business to LANXESS Deutschland (ETR: LXS) for EUR 54 million on February 7, 2018. The acquisition is another consistent step in the acquirer's growth strategy with a focus on mid-sized markets and the North American and Asian regions.
ESP Associates	46.00	Strength Capital(Mark McCammon)	Apr-18	The company was acquired by Strength Capital through a \$46 million LBO on April 4, 2018. As part of the transaction, the company was recapitalized and received \$21.5 million in debt financing from Citizens Bank.

Tennessee

Seller	Deal Size	Buyer	Date	Description
Builders Transportation	53.80	Daseke (NAS: DSKE)(Don Daseke)	Aug-18	The company was acquired by Daseke (NAS: DSKE) for \$53.8 million on August 2, 2018.
Metal Moulding	21.30	Patrick Industries (NAS: PATK)(Todd Cleveland)	Feb-18	The company was acquired by Patrick Industries (NASDAQ: PATK) for \$21.3 million on February 20, 2018. MMC's custom design, engineering, manufacturing, fabrication, and powder coat capabilities, coupled with their tremendous long-standing reputation and comprehensive suite of component products, will position Patrick Industries to further expand its presence in the growing marine market. The acquirer will pay contingent consideration of \$1.4 million.
East Tennessee Personal Care Service	2.00	Amedisys (NAS: AMED)(Paul Kusserow)	May-18	The company was acquired by Amedisys (NASDAQ: AMED) for \$2 million on May 1, 2018. The transaction will enlarge Amedisys' personal care footprint outside of Massachusetts.