



# NAUTILUS CAPITAL, LLC ANNOUNCES OUR RECENT ADVISORY AND LOAN SALE TRANSACTION

March 21, 2007

**Greenville, SC -- Nautilus Capital announced today the completion of an \$18.4 million loan sale by Acuity Bank. Nautilus acted as loan sale advisor to Acuity in this transaction.**

Acuity Bank, Tomah, WI recently completed the sale of \$18.4 million of commercial and residential loans to an investor sourced by Nautilus Capital. The transaction occurred in conjunction with the

recently announced acquisition of Acuity's branch offices by three separate bank holding companies: Royal Bancshares Inc., Tomah Bancshares Inc. and First Manitowoc Bancorp Inc. Acuity Bank's parent, Acuity Insurance, will refocus on its core insurance business.

"The transaction went very smoothly" said Steven P. Cohen, Managing Director of Nautilus Capital. "Feedback from all parties involved has been overwhelmingly positive."

John M. Zimmerman acted as the lead transaction manager for Nautilus.

Nautilus Capital, headquartered in Greenville, SC, is a loan sale advisory group and dealer in residential and commercial mortgage loans. Nautilus helps mortgage lenders, banks and specialty finance companies manage their balance sheets and maintain liquidity. In business for

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**Mergers & Acquisitions** *continued*

**Marshall & Ilsley Corp.** MI (B) WI  
Close: \$49.83 +3.97 (+8.7%) Vol: 10,164,095 (1,237% of Avg.)  
**Metavante Corp.** WI  
**Warburg Pincus LLC** NY

Confirming rumors from earlier in the day, Milwaukee-based Marshall & Ilsley Corp. (\$56.23 billion) said on April 3 that it plans to spin off its Brown Deer, Wis.-based Metavante Corp. unit.

Under an investment agreement, New York-based Warburg Pincus LLC agreed to acquire a 25% stake in Metavante for \$625 million, while M&I shareholders will own 75% of the company.

Upon completion of the transaction, M&I shareholders will receive one share of M&I stock and one share of Metavante stock for every three shares of M&I stock held. The plan is intended to be tax-free to M&I and its shareholders.

As a result, JPMorgan Securities Inc. and Morgan Stanley will arrange \$1.75 billion in new Metavante debt.

The company said that no management changes at Metavante are expected and that President and CEO Frank Martire and Senior Executive Vice President and COO Mike Hayford will remain at the helm.

Metavante's board is expected to have 11 members including M&I Chairman and CEO Dennis Kuester, Martire, Hayford, Warburg Managing Directors David Coulter and James Neary and M&I director Ted Kellner.

As a stand-alone publicly traded company, Metavante, which generated a net income of \$160 million in 2006 according to M&I, will have approximately 5,500 employees. Martire said in a news release that following completion of the deal, Metavante will have access to financial resources enabling it "to continue to build new products, acquire additional companies, invest in new technologies, as well as attract and retain the best employees in the industry." He said that the company has completed 17 acquisitions since 2004.

The transaction, which was approved by M&I's board, is expected to close in the fourth quarter subject to approval by M&I shareholders, obtaining a favorable IRS ruling and other regulatory approvals.

JPMorgan Securities Inc. is acting as exclusive financial adviser to M&I in connection with the split, while Morgan Stanley is acting as exclusive financial adviser to Warburg Pincus. Sidley Austin LLP and Godfrey & Kahn S.C. are acting as legal advisers to M&I, while Wachtell Lipton Rosen & Katz LLP is acting as legal adviser to Warburg Pincus.

The Wall Street Journal reported a rumor on April 2 that M&I would be announcing the spinoff this week.

M&I previously pursued an initial public offering for Metavante, but decided to pull the deal on Nov. 1, 2000, citing adverse market conditions.

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**Royal Bank of Scotland Group Plc** RBOS.GQ (B) United Kingdom  
**BNP Paribas** France  
Edinburgh-based Royal Bank of Scotland Group Plc and BNY International Financing Corp. agreed to sell their securities services joint venture, RBSI Securities Services Ltd., to Paris-based BNP Paribas, Reuters reported April 3, citing Royal Bank of Scotland.

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**Deal Approval**  
**Bancolumbia SA** (B) Colombia  
Bancolumbia (Panama) SA, a unit of Medellin, Colombia-based Bancolumbia SA, said April 2 that it received authorization from the Superintendency of the Financial System of El Salvador to acquire indirectly, through Panama-based Banagricola SA, the El Salvador-based Inversiones Financieras Banco Agrícola SA, Banco Agrícola SA, and Aseguradora Suiza Salvadoreña SA.  
With these approvals, Bancolumbia (Panama) has received all the necessary authorizations for the acquisition. The public tender offers are expected to be initiated in Panama and El Salvador in the next couple of days.  
In a separate news release, Bancolumbia SA said that it obtained loans from foreign financial institutions amounting to \$590 million, which will be used for the purchase of foreign currency loans of Bancolumbia (Panama) at market conditions.  
Proceeds from the transactions will be used by Bancolumbia (Panama) for the acquisition of Banagricola.  
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**Deal Completion**  
**Acuity Bank** (T) WI  
**ACUITY a Mutual Insurance Co.** WI  
Greenville, S.C.-based Nautilus Capital said March 21 that Tomah, Wis.-based Acuity Bank (\$162.7 million), a unit of Sheboygan, Wis.-based ACUITY a Mutual Insurance Co., completed the sale of \$18.4 million of commercial and residential loans to an investor sourced by Nautilus.  
The transaction occurred in conjunction with the acquisition of Acuity's branches by three separate bank holding companies.  
Nautilus said ACUITY, a Mutual Insurance Co., will refocus on its core insurance business.  
Nautilus Capital is a loan sale advisory group and a dealer in residential and commercial mortgage loans.  
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more than six years, Nautilus has had the opportunity to bid on more than \$6.5 billion in loans from hundreds of lenders nationwide.

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