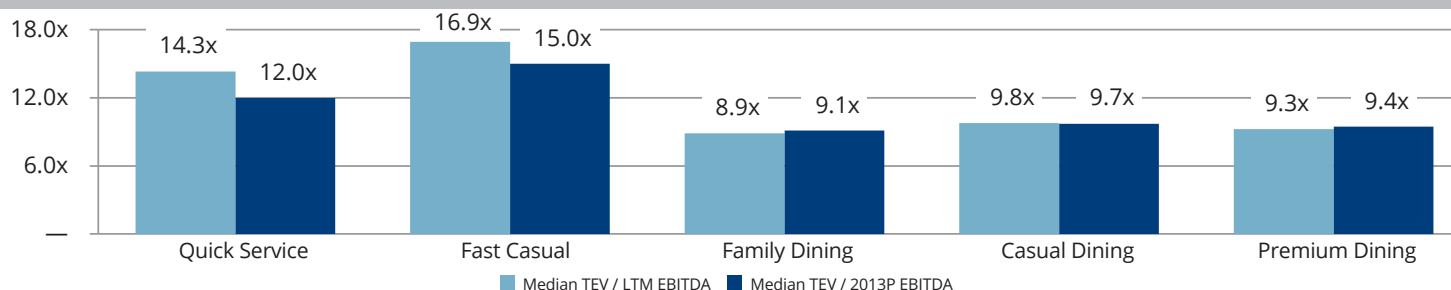


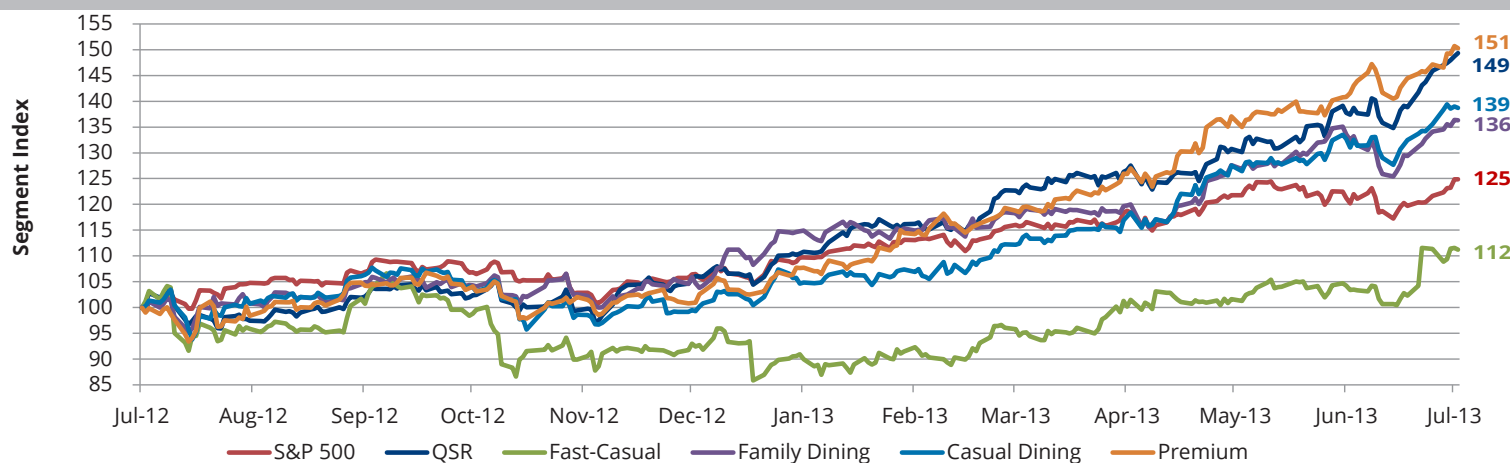
Restaurant Industry Commentary

Restaurant sales were largely flat in June after a three-month stretch of positive comparable sales growth. Nonetheless, all restaurant segment index valuations improved in the month of June compared to May. QSR performed particularly well for the month, despite weather-related lagging beverage sales. Overall, the TM Capital Restaurant Stock Index has increased 34% year to date, compared to only 15% growth for the S&P 500. This month, we welcome a new addition to our Index - Denver, CO-based fast-casual concept Noodles & Company - after its hot June 28 initial public offering. Initially priced at \$18 per share, the stock opened at \$32 on its first day of trading and has risen more than 34% in the last two weeks; it is currently trading at an astonishing 38.8x LTM EBITDA. M&A activity furthered its second quarter pickup in June. Of particular note, Atlanta, GA-based private equity investor Roark Capital is rumored to be nearing a deal to acquire casual dining chain Miller's Ale House from KarpReilly at a valuation reportedly in excess of \$250 million, or 8.5 - 10.5x EBITDA. Additionally, Boca Raton, FL-based Sun Capital Partners completed its \$300 million leveraged buyout of casual hamburger chain Johnny Rockets.

Current Restaurant Valuations by Price Point (TEV / EBITDA)



Public Market Performance (Latest Twelve Months)



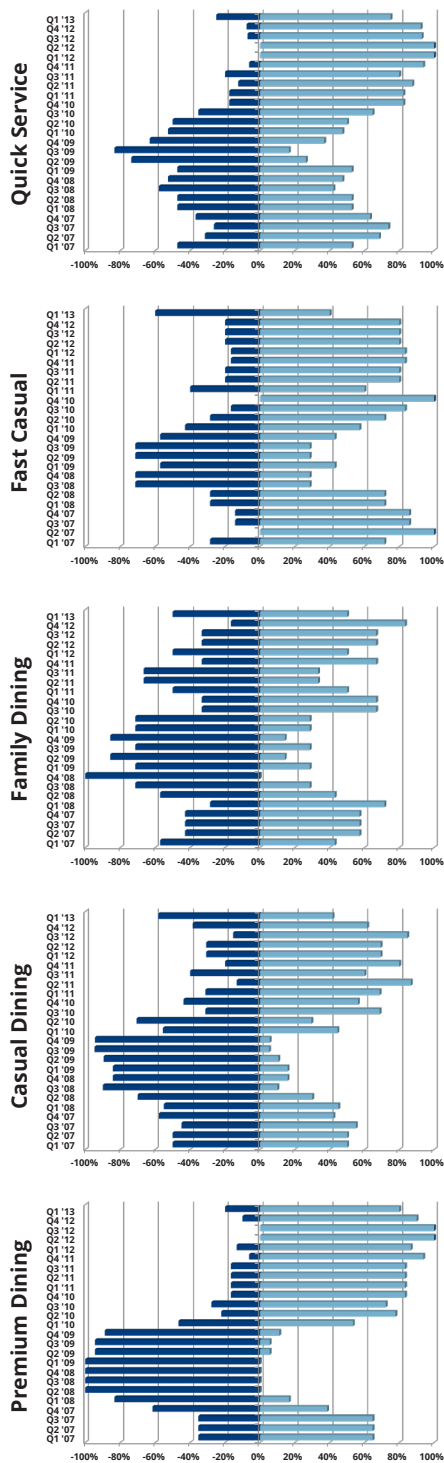
Recent Restaurant M&A Activity

Closed / Announced	Target	Acquiror	Enterprise Value	EBITDA / Value Multiple	Industry Segment
06/18/2013	The Johnny Rockets Group, Inc.	Sun Capital Partners, Inc.	\$300.0	NA / NA	Casual
05/24/2013	Mastro's Restaurants, LLC	Landry's, Inc.	NA	NA / NA	Premium
04/16/2013	Tokyo Joe's	Gridiron Capital, LLC	NA	NA / NA	Fast Casual
04/09/2013	Mac Parent LLC	Ignite Restaurants Group, Inc.	\$55.0	NA / NA	Casual
02/15/2013	Mimi's Café, LLC	Le Duff America Inc.	\$50.0	NA / NA	Casual
01/15/2013	20 McCalister's stores in OK, KS and MO	The Saxton Group Limited	NA	NA / NA	Fast Casual
01/09/2013	Fast Fresh Italian, LLC	DiNella Hospitality llc	NA	NA / NA	Fast Casual
01/02/2013	Pacific Island Restaurants, Inc.	Nimes Capital	NA	NA / NA	QSR
12/29/2012	Goldco, LLC and 33 BK stores in Broward County, FL	PNC RiverArch Capital	NA	NA / NA	QSR
12/26/2012	Tacala LLC and Boom Foods LLC	Altamont Capital Partners	NA	NA / NA	QSR
12/17/2012	Caribou Coffee Company, Inc	The Joh. A. Benckiser Group	\$310.0	\$27.4 / 11.3x	QSR
12/10/2012	Southern California Pizza Company, LLC	Sterling Investment Partners	NA	NA / NA	QSR
11/26/2012	49 Popeyes in San Antonio and Houston	Z&H Foods Inc.	NA	NA / NA	QSR
11/06/2012	120 KFCs in mid-Atlantic	Mitra QSR KNE, LLC / Chalak Growth Capita	NA	NA / NA	QSR

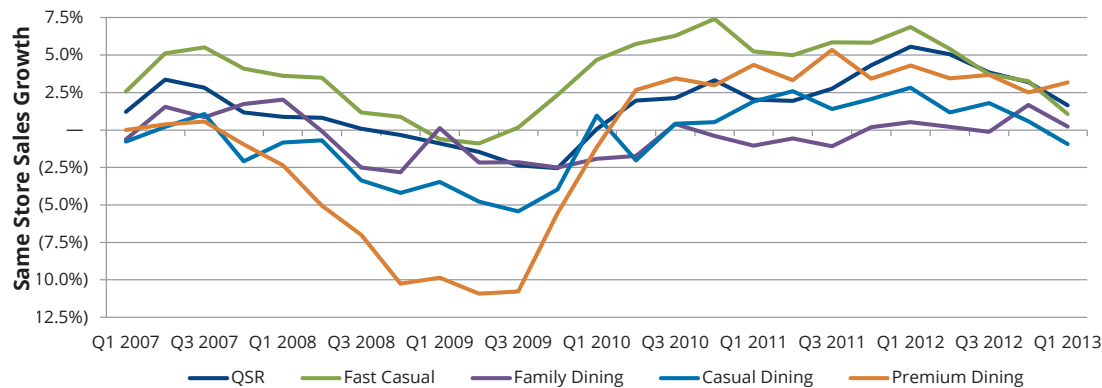
(\$ in millions)

Quarterly Gainers & Losers by Price Point

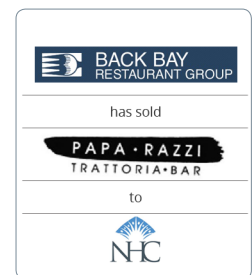
Decliners / Gainers



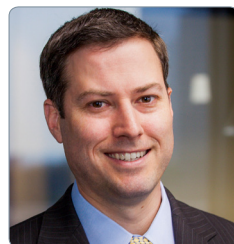
Same Store Sales by Price Point



Recent TM Capital Restaurant Experience



TM Capital's Restaurant Practice



Michael P. Locker
Managing Director
mlocker@tmcapital.com
404-995-6252



James S. Grien
President and CEO
jgrien@tmcapital.com
404-995-6235



Philip S. Krieger
Associate
pkrieger@tmcapital.com
404-995-6242

About TM Capital

TM Capital Corp. is a partner-owned investment banking firm based in New York, Boston and Atlanta, which has completed over 250 transactions with a combined value in excess of \$13.5 billion. Since 1989, we have advised clients navigating a full range of critical transactions, including complex mergers, acquisitions, debt and equity financings, minority and majority recapitalizations, restructurings, and advisory services including takeover defense, fairness and solvency opinions, valuations, as well as litigation support. We have built deep industry expertise in key sectors and our team regularly publishes research highlighting current and emerging trends in targeted industries and markets. TM Capital is a member firm of M&A International Inc., the world's leading alliance of mid-market investment banks with over 600 M&A professionals in 40 countries. Members have closed over 1,300 transactions totaling more than \$75 billion in value over the past five years. For more information, visit www.tmcapital.com.

New York
641 Lexington Avenue
30th Floor
New York, NY 10022
Tel: 212.809.1360

Boston
200 Clarendon Street
25th Floor
Boston, MA 02116
Tel: 617.259.2200

Atlanta
15 Piedmont Center NE
Suite 1010
Atlanta, GA 30305
Tel: 404.995.6230



An M&A International Inc. firm

www.tmcapital.com