

HISTORICAL SUMMARY OF MAJOR ACQUISITIONS, DIVESTITURES AND  
 FINANCINGS SINCE 1985

REPRESENTED	TYPE OF TRANSACTION / FINANCING	TRANSACTION OR FINANCING AMOUNT (Millions)	PARTIES INVOLVED
PURCHASER	Asset Acquisition	\$35.0	Goldman, Sachs & Co.
BORROWER	Senior Debt Term and Revolving Loan	35.0	Mercantile National Bank of Dallas, First National Bank of Oklahoma
ISSUER	Subordinated Debentures	1.7	Mercantile Dallas Corp.
PURCHASER	Asset Acquisition	22.5	
BORROWER	Revolving Loan	40.0	Mercantile Texas Credit Corp., Foley & Lardner (attorneys)
SELLER	Asset Divestiture	2.5	
PURCHASER	Stock Tender Offer	71.0	Goldman, Sachs & Co., Wachtell, Lipton, Rosen & Katz (attorneys), Kidder, Peabody & Co., Davis Polk & Wardwell (attorneys)
BORROWER	Senior Debt Term and Revolving Loans	71.0	Citicorp Industrial Credit, Inc., Sidley & Austin (attorneys)
SELLER	Asset Divestiture	1.3	
SELLER	Asset Divestiture	0.2	
SELLER	Stock Sale	0.6	
SELLER	Stock Sale	1.7	
SELLER	Asset Divestiture	2.2	
SELLER	Asset Divestiture	16.0	

SELLER	Asset Divestiture	1.0	Gardner, Carton & Douglas (attorneys)
SELLER	Asset Divestiture	3.2	Faegre & Benson (attorneys)
SELLER	Asset Divestiture	5.5	
SELLER	Asset Divestiture	\$6.0	Godfrey & Kahn, P.C. (attorneys)
SELLER	Asset Divestiture	27.0	Thompson & Knight (attorneys)
PURCHASER	Asset Acquisition	7.0	
PURCHASER	Stock Acquisition	3.3	
SELLER	Asset / Stock Divestiture	10.0	Winstead, McGuire, Sechrest & Minick (attorneys)
PURCHASER	Stock Tender Offer	30.0	Sutro & Co. Incorporated, Lillick & McHose (attorneys)
PURCHASER	Stock Tender Offer	783.0	Merrill Lynch Capital Markets, The First Boston Corporation, Citicorp, N.A., Wachtell, Lipton, Rosen & Katz (attorneys)
SELLER	Asset Divestiture	25.0	Thompson & Knight (attorneys)
PURCHASER	Asset Acquisition	4.0	
PURCHASER	Asset / Stock Acquisition	259.0	Lazard Freres & Co., Davis Polk & Wardwell (attorneys)
BORROWER	Senior Debt Term and Revolving Loans	190.0	Citicorp, N.A., Sidley & Austin (attorneys)
ISSUER	Senior Subordinated Debentures	225.0	The First Boston Corp., Cravath, Swaine & Moore

PURCHASER	Asset Acquisition	12.0	Sidley & Austin (attorneys)
SELLER	Asset Divestiture	1.0	
SELLER	Asset Divestiture	1.0	
PURCHASER	Stock Acquisition	0.7	
ISSUER	Industrial Revenue Bond Offering	1.9	Cabaniss, Johnston, Gardner, Dumas & O'Neal (attorneys)
PURCHASER	Stock Acquisition	35.0	Monroe & Lemann (attorneys)
BORROWER	Senior Debt Term and Revolving Loans	21.0	Sanwa Business Credit Corp., Goldman, Sachs & Co., Winston & Strawn, Sullivan & Cromwell (attorneys)
ISSUER	Subordinated Debentures	10.0	Saudi International Bank, Coudert Brothers (attorneys)
ISSUER	Common and Preferred Stock	\$8.5	Banque Paribas, Wilson, Sonsini, Goodrich & Rosati (attorneys)
PURCHASER	Asset Acquisition	6.3	
PURCHASER	Asset Acquisition	9.5	Locke, Purnell, Rain, Harrell (attorneys)
BORROWER	Senior Debt and Revolving Loans	12.0	Foothill Capital Corp., Buchhalter, Nemer, Fields & Younger (attorneys)
ISSUER	Subordinated Notes	1.5	
ISSUER	Common Stock	1.0	
PURCHASER	Stock Acquisition	0.5	Dickson Minto W.S. (attorneys), Armstrong, Teasdale, Schlafly, Davis & Dicus (attorneys)

PURCHASER	Asset Acquisition	0.2	Tuggle, Duggins, Meschan & Elrod (attorneys)
PURCHASER	Asset Acquisition	0.3	
BORROWER	Senior Debt and Term Loans	0.3	
PURCHASER	Asset Acquisition	1.1	
BORROWER	Senior Debt and Term Loans	1.3	
SELLER	Asset Divestiture	80.0	Gibson, Dunn & Crutcher (attorneys)
PURCHASER	Asset / Stock Acquisition	25.0	Dickson Minto W.S. (attorneys), Edge & Ellison, Calow Easton (attorneys), Buchanan Ingersoll (attorneys)
PURCHASER	Asset Acquisition	0.3	Stark & Stark (attorneys), Greenbaum, Rowe, Smith, Ravin & Davis (attorneys)
SELLER	Stock Divestiture	3.5	Brown & Bain (attorneys)
ISSUER	Bond Refinancing	2.6	Phelps Dunbar (attorneys)
BORROWER	Senior Debt and Revolving Loans	\$125.0	Citicorp, N.A., Sidley & Austin (attorneys)
SELLER	Asset Divestiture	0.8	Calhoun, Gump, Spillman & Stacy (attorneys)
PURCHASER	Real Estate Acquisition	1.6	
LENDER	Senior Debt Refinancing	10.5	Texas Commerce Bank, National Association
BORROWER	Senior Debt Refinancing	105.0	Citicorp USA, Inc., Banque Paribas, Gibson, Dunn & Crutcher (attorneys)

BORROWER	Real Estate Financing	10.0	Job Development Authority (NY), Urban Development Corp. (NY)
BORROWER	Senior Debt Refinancing	2.5	New York State Urban Development Corp., Sidley & Austin (attorneys)
PURCHASER	Asset Acquisition	1.0	
PURCHASER	Real Estate Acquisition	0.6	
BORROWER	Senior Debt Refinancing	20.0	Citicorp USA, Inc., Banque Paribas, Gibson, Dunn & Crutcher (attorneys)
SELLER	Asset Divestiture	1.9	
SELLER	Asset Divestiture	1.2	
LENDER	Foreclosure Sale	40.0	
SELLER	Asset Divestiture	1.2	
SELLER	Asset Divestiture	0.5	
PURCHASER	Asset Acquisition	0.2	
PURCHASER	Stock Acquisition	2.0	Edge & Ellison (attorneys), Ungerman Hill, P.C. (attorneys)
PURCHASER	Stock Acquisition	12.25	Goodwin Procter & Hoar, Rutan & Tucker, Groh, Carroll & Stern
PURCHASER	Asset Acquisition	20.0	King & Spalding (attorneys)
BORROWER	Senior Debt Term and Revolving Loans	\$35.0	Foothill Capital Corp., Bell Atlantic, Tricon Leasing Corp.
ISSUER	Common and Preferred Stock	10.0	Eddie Haggard Limited, Inc., LKCM Venture Partners

SELLER	Stock Divestiture	400.0	SnyderGeneral Corp., O.Y.L. Industries Berhad CS First Boston Corp., Smith Barney, Cahill, Gordon & Reindell (attorneys), Haynes & Boone (attorneys)
BORROWER	Senior Debt Term and Revolving Loans	270.0	Bank of Nova Scotia, Bank Bumiputra Malaysia, Citicorp USA, Long-Term Credit Bank of Japan, Societe General, Mayer, Brown & Platt (attorneys), Kramer, Levin, Naftalis, et al (attorneys), Haynes & Boone (attorneys)
ISSUER	Subordinated Debenture Redemption	250.0	Chemical Bank
START-UP	Limited Partnership	1.0	Area Investors
START-UP	Limited Partnership	1.2	Area Investors
ROLL-UP VENTURE	Senior Debenture	1.0	Retail and Restaurant Growth Capital
ROLL-UP VENTURE	Convertible Preferred	1.0	Hunt Capital
SELLER	Stock for Stock Exchange	5.0	Nautica Corporation