



Small Cap Value Investment Process

Security Selection

Great Companies at Bargain Prices.

Our disciplined investment process is research driven attempting to uncover “great companies” trading at bargain prices. We define great companies as those with the following attributes:

Durable Competitive Advantages, should result in ...

- Meaningful pricing power
- High barriers to entry
- Superior return on capital over extended periods of time

Free Cash Flow

- Substantial amount available to benefit shareholders
- Should far exceed the capital expenditures needed to maintain and grow the business

Capable Management

- Demonstrated ability to effectively allocate capital
- Alignment of management’s interest with investors through large personal investments in company stock

Buy Limit Discipline

Invest Based on Price and Patience

We believe that focusing on great companies and purchasing them only when they’re being offered at prices below intrinsic value is an effective means for limiting downside risk while maximizing total return potential over an investment cycle.

- Primary focus is price paid for a stock (discount to intrinsic value)
- Each portfolio company is assigned a “buy limit” which represents the uppermost price we will pay for a security
- Buy limit is generally set at a 25%-50% discount to Confluence’s internal estimate of intrinsic value
- Buy limits are continually re-assessed
- Risk is defined as *the probability of a permanent loss of capital*

New accounts may not be fully invested at inception if companies are trading above their current buy limits.

Sell Discipline

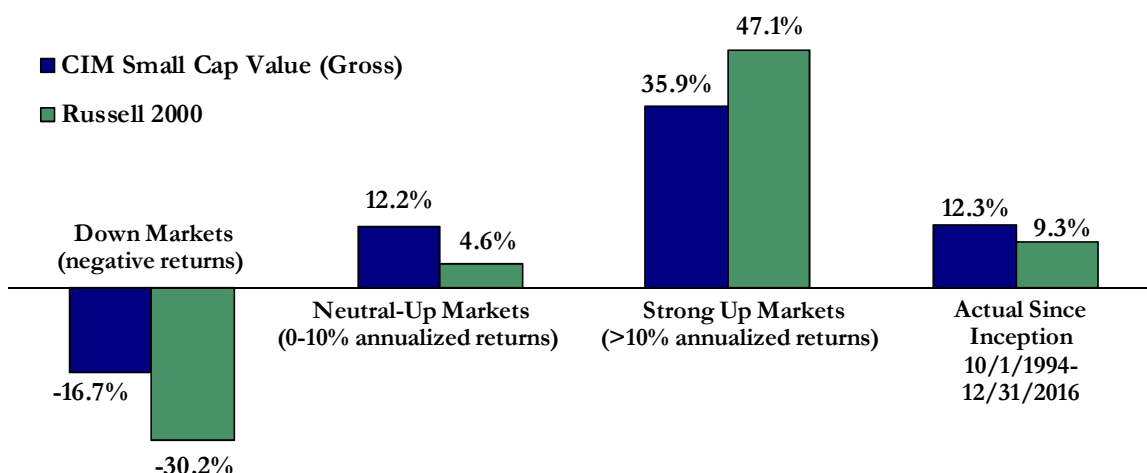
To help preserve capital, portfolio positions are continually reviewed.

A company's stock may be sold if:

- The share price reaches or exceeds our estimate of full valuation.
- The company's fundamentals deteriorate.
- More attractive opportunities are identified.

Small Cap Value Historical Performance

Annualized Gross Returns (as of 12/31/16)



Down Markets: Q4 '94, Q1 '97, Q4 '97, Q2 '98-Q3 '98, Q1 '99, Q3 '99, Q2 '00, Q4 '00-Q1 '01, Q3 '01, Q2 '02-Q3 '02, Q1 '03, Q3 '04, Q1 '05, Q2 '06, Q3 '07-Q1 '08, Q3 '08-Q1 '09, Q2 '10, Q2 '11-Q3 '11, Q2 '12, Q3 '14, Q3 '15, Q1 '16

Neutral-Up Markets: Q4 '95, Q3 '96, Q3 '00, Q2 '04, Q4 '05, Q3 '06, Q1 '07, Q2 '08, Q4 '12, Q1 '14-Q2 '14, Q2 '15

Strong Up Markets: Q1 '95-Q3 '95, Q1 '96-Q2 '96, Q4 '96, Q2 '97-Q3 '97, Q1 '98, Q4 '98, Q2 '99, Q4 '99-Q1 '00, Q2 '01, Q4 '01-Q1 '02, Q4 '02, Q2 '03-Q1 '04, Q4 '04, Q2 '05-Q3 '05, Q1 '06, Q4 '06, Q2 '07, Q2 '09-Q1 '10, Q3 '10-Q1 '11, Q4 '11-Q1 '12, Q3 '12, Q1 '13-Q4 '13, Q4 '14-Q1 '15, Q4 '15, Q2 '16-Q4 '16

Returns are annualized using calendar quarter performance data. **Down Markets** - annualized negative benchmark return; **Neutral-Up Markets** - annualized positive benchmark return is less than 10%; **Strong Up Markets** - annualized benchmark return is greater than 10%. The Russell 2000® Index is an unmanaged market capitalization weighted index measuring the performance of approximately 2,000 of the smallest companies in the Russell 3000 index.

Composite Returns (%) For Periods Ending 12/31/16

	Pure Gross-of-Fees	Net-of-Fees*	R2000	R2000 Value	Pure Gross-of-Fees	Net-of-Fees*	R2000	R2000 Value	Difference (Gross-R2000)	No. of Portfolios	Composite Assets (000s)	Total Firm Assets (000s)	Composite 3yr Std Dev	R2000 3yr Std Dev	R2000 Value 3yr Std Dev	Composite Dispersion	
QTD	6.4	5.6	8.8	14.1	2016	23.7	20.0	21.3	31.7	2.4	198	\$56,608	\$4,413,659	11.6	15.8	15.5	1.2
YTD	23.7	20.0	21.3	31.7	2015	(1.7)	(4.7)	(4.4)	(7.5)	2.7	158	\$34,928	\$3,175,419	10.3	14.0	13.5	0.4
1-Year Annualized	23.7	20.0	21.3	31.7	2014	9.3	6.1	4.9	4.2	4.4	140	\$34,077	\$2,589,024	8.6	13.1	12.8	0.6
3-Year Annualized	9.9	6.7	6.7	8.3	2013	27.4	23.6	38.8	34.5	(11.5)	112	\$31,108	\$1,955,915	12.2	16.4	15.8	0.5
5-Year Annualized	14.4	11.0	14.5	15.1	2012	16.0	12.6	16.3	18.1	(0.4)	105	\$26,346	\$1,272,265	15.6	20.2	19.9	0.3
10-Year Annualized	9.2	6.0	7.1	6.3	2011	(0.9)	(3.8)	(4.2)	(5.5)	3.3	85	\$18,032	\$937,487	21.8	25.0	26.0	1.2
15-Year Annualized	10.8	7.6	8.5	9.2	2010	24.6	20.9	26.9	24.5	(2.3)	83	\$19,208	\$751,909	23.3	27.7	28.4	1.5
20-Year Annualized	11.7	8.5	8.2	9.7	2009	29.6	25.8	27.2	20.6	2.4	54	\$9,823	\$533,832	20.9	24.8	25.6	2.3
Since Inception Annualized	12.3	9.2	9.3	10.6	2008	(21.8)	(24.0)	(33.8)	(28.9)	12.0	61	\$8,568	\$291,644	14.0	19.8	19.1	N/A
					2007	(1.7)	(4.4)	(1.6)	(9.8)	(0.1)	543	\$84,018		7.5	13.2	12.6	1.1
					2006	19.1	15.9	18.4	23.5	0.8	694	\$117,282		7.1	13.8	12.3	1.1
					2005	8.2	5.3	4.6	4.7	3.6	722	\$111,469		9.0	15.1	14.1	1.6
					2004	23.2	19.9	18.3	22.2	4.9	572	\$101,835		12.7	19.0	17.5	1.4
					2003	36.2	32.5	47.3	46.0	(11.1)	464	\$71,199		15.4	21.6	18.4	0.9
					2002	(11.4)	(13.8)	(20.5)	(11.4)	9.1	434	\$48,944		N/A	N/A	N/A	0.7
					2001	12.6	9.6	2.5	14.0	10.1	395	\$56,254		N/A	N/A	N/A	0.7
					2000	34.4	30.7	(3.0)	22.8	37.4	374	\$47,699		N/A	N/A	N/A	1.7
					1999	(7.1)	(9.6)	21.3	(1.5)	(28.4)	745	\$69,869		N/A	N/A	N/A	1.2
					1998	(4.2)	(6.8)	(2.5)	(6.5)	(1.6)	1,080	\$111,513		N/A	N/A	N/A	1.7
					1997	46.5	42.5	22.4	31.8	24.1	353	\$63,832		N/A	N/A	N/A	1.1
					1996	20.7	17.4	16.5	21.4	4.2	249	\$39,188		N/A	N/A	N/A	1.0
					1995	24.2	20.8	28.4	25.8	(4.3)	267	\$34,667		N/A	N/A	N/A	0.8
					1994**	(3.3)	(3.9)	(1.9)	(3.0)	(1.4)	389	\$41,690		N/A	N/A	N/A	N/A

Confluence claims compliance with the Global Investment Performance Standards (GIPS®) and has prepared and presented this report in compliance with the GIPS standards. Confluence has been independently verified for the periods of 8/1/2008 through 6/30/2016. A copy of the verification report is available upon request.

Verification assesses whether: 1. the firm has complied with all the composite construction requirements of the GIPS standards on a firm-wide basis, and 2. the firm's policies and procedures are designed to calculate and present performance in compliance with the GIPS standards. Verification does not ensure the accuracy of any specific composite presentation.

The Small Cap Value Strategy was inception on October 1, 1994 and the current Small Cap Value Composite was created on August 1, 2008. Performance presented prior to August 1, 2008 occurred while the Portfolio Management Team was affiliated with a prior firm and the Portfolio Management Team members were the primary individuals responsible for selecting the securities to buy and sell. Confluence Investment Management LLC is an independent registered investment adviser. Results are based on fully discretionary accounts under management, including those accounts no longer with the firm. Past performance is not indicative of future results. The U.S. Dollar is the currency used to express performance. Returns are presented gross and net of all fees and include the reinvestment of all income. Gross returns are shown as supplemental information.

*Net of fee performance was calculated using the highest applicable annual bundled fee of 3.00% applied quarterly (2.75% prior to 7/1/08). This fee includes brokerage commissions, portfolio management, consulting services and custodial services. The Confluence fee schedule for this composite is as follows: 1.00% on the first \$500,000; 0.90% on the next \$500,000; and 0.75% over \$1,000,000. There are no incentive fees. Clients pay an all-inclusive fee based on a percentage of assets under management. The collection of fees produces a compounding effect on the total rate of return net of fees. Bundled fee accounts make up 100% of the composite for all periods. Actual investment advisory fees incurred by clients may vary. Wrap fee schedules are provided by independent wrap sponsors and are available upon request from the respective wrap sponsor.

A complete list of composite descriptions is available upon request. Additional information regarding policies for valuing portfolios, calculating performance, and preparing compliant presentations are available upon request. The annual composite dispersion is an equal weighted standard deviation calculated for accounts in the composite for the entire year. The Small Cap Value Composite contains fully discretionary Small Cap Value wrap accounts. Small Cap Value is a value-based, bottom-up portfolio that utilizes stocks with a market capitalization typically less than \$2 billion. The primary benchmark is the Russell 2000 Index and the Russell 2000 Value Index is shown as additional information.

**Results shown for the year 1994 represent partial period performance from October 1, 1994 through December 31, 1994.

N/A- Composite Dispersion: Information is not statistically meaningful due to an insufficient number of portfolios in the composite for the entire year.

N/A- 3yr Std Dev: Composite does not have 3 years of monthly performance history and/or performance was calculated quarterly prior to January 2001.

Approved for client use. This data is provided for information only and is not intended for trading purposes.