

## Kayne Anderson Rudnick Investment Management, LLC

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### PRODUCT OVERVIEW

The KAR investment philosophy is that strong risk-adjusted returns can be achieved through investment in high-quality companies purchased at reasonable prices. Accordingly, the Small-Cap Sustainable Growth Portfolio has an exclusive focus on the highest quality small cap growth companies in America. The objective is to achieve the returns of the asset class with the risk level (as measured by the standard deviation) of the broader market (as measured by the S&P 500® Index). We structure the portfolio to produce better quality, stronger, more consistent growth, and better value characteristics than the Russell 2000 Growth Index. We are looking for firms that can create, nurture, and grow their businesses to the exclusion of effective competition. These are the firms that can grow consistently, in good and bad economies, from underleveraged balance sheets, and along the way generate industry-leading profitability and strong free cash flow. These are the companies that will become the “Next Generation of Blue Chips.”

Our portfolio is relatively concentrated with 20 to 35 securities. The individual security selection is overlaid with a sector allocation discipline to avoid over-concentration in any single sector. We use the Russell 2000 Growth® Index as a guide for determining sector weights and we focus on selecting the highest quality stocks within each sector according to our screening criteria. Our portfolio typically varies to within 10% of the sector weights of the Russell 2000® Growth Index, utilizing the Russell sector classifications. There is an additional company limit of 5% (at cost) of any one security, though the usual initial investment is a position of 3%. If a security is less liquid, we are more comfortable with an initial 2% weighting. The portfolio managers may allow a security to appreciate up to 8% to 9% of the portfolio at market before it is reduced.

The product's smallest market capitalization and largest market capitalization are kept in line with the smallest and largest market capitalization of the Russell 2000 Growth Index over a trailing four-quarter basis.

### TARGET PORTFOLIO CHARACTERISTICS

|                               |                              |
|-------------------------------|------------------------------|
| Number of stock holdings:     | 20 to 35                     |
| Average dividend yield:       | Below the S&P 500 Index      |
| P/E ratio:                    | Similar to the S&P 500 Index |
| Cash level over market cycle: | —                            |
| Risk (standard deviation):    | Above the S&P 500 Index      |
| Average turnover rate:        | 25 to 35%                    |
| Use ADRs:                     | —                            |
| Capitalization:               | —                            |

### RISK CONSIDERATIONS

Investing in securities entails risks, including: Small-cap stocks may be subject to a higher degree of risk than more established companies' securities, including higher volatility. The illiquidity of the small-cap market may adversely affect the value of these investments.

### MANAGER'S INVESTMENT PROCESS

- Focus on high-quality companies that are believed to possess sustainable competitive advantages.
- Apply bottom-up stock selection through independent fundamental research.
- Maintain a commitment to economic sector diversification.
- Structure portfolios for higher quality, stronger, more consistent growth and better value than the Russell 2000 Growth Index.
- Invest with long-term vision, resulting in low portfolio turnover.

### MANAGER'S INVESTMENT STRATEGY

- ☐ Top-down / portfolio structures based on economic trends
- ☒ Bottom-up / portfolio structure based on individual securities

### % PROCESS BASED ON

- 0 Asset allocation - cash vs. stock
- 20 Industry or sector weighting
- 80 Stock Selection

### PORTFOLIO'S ALLOCATION HISTORY (%)<sup>†</sup>

|                       | 06/11 | 03/11 | 12/10 | 09/10 |
|-----------------------|-------|-------|-------|-------|
| U.S. Stocks           | 0     | 0     | 98    | 0     |
| Cash/Cash Equivalents | 0     | 0     | 2     | 0     |

Style: Small Cap Growth

4,145.2 million Assets Under Management: \$5.2 billion

Firm Strategy Assets Under Management: —

Year 1984 Founded: 1984

33 Professional Staff: 31

100% owned by Virtus Investment Partners's Virtus Investment Partners

Ownership:

CG IAR Status: Approved

### PORTFOLIO STATISTICS

|   | -----06/11----- |                           | 12/10            |       |
|---|-----------------|---------------------------|------------------|-------|
|   | Kayne           | Russell<br>2000<br>Growth | S&P 500<br>Index | Kayne |
| Number of stock holdings                | —               | 1,161                     | 500              | 18    |
| Weighted average dividend yield         | —               | 0.6%                      | 2.0%             | —     |
| Weighted average P/E ratio <sup>1</sup> | 24.80x          | 21.05x                    | 14.79x           | —     |
| Weighted average portfolio beta         | —               | 1.36                      | 1.01             | —     |
| Mega capitalization <sup>+</sup>        | 0.0%            | 0.0%                      | 33.8%            | 0.0%  |
| Large capitalization <sup>+</sup>       | 0.0%            | 0.0%                      | 51.8%            | 0.0%  |
| Medium capitalization <sup>+</sup>      | 0.0%            | 10.0%                     | 14.1%            | 0.0%  |
| Small capitalization <sup>+</sup>       | 0.0%            | 77.9%                     | 0.2%             | 0.0%  |
| Micro capitalization <sup>+</sup>       | 0.0%            | 12.1%                     | 0.0%             | 0.0%  |

### PORTFOLIO'S EQUITY SECTOR WEIGHTINGS <sup>+</sup>

|                        | -----06/11----- |                        |               | 12/10 |
|------------------------|-----------------|------------------------|---------------|-------|
| Sector                 | Kayne           | Russell 2000<br>Growth | S&P 500 Index | Kayne |
| Energy                 | 0.00            | 8.67                   | 12.67         | 0.00  |
| Materials              | 5.00            | 4.59                   | 3.66          | 0.00  |
| Industrials            | 0.00            | 15.59                  | 11.25         | 12.00 |
| Consumer Discretionary | 16.00           | 14.78                  | 10.65         | 13.00 |
| Consumer Staples       | 4.00            | 3.78                   | 10.64         | 4.50  |
| Health Care            | 27.00           | 19.21                  | 11.71         | 32.50 |
| Financials             | 10.00           | 7.29                   | 15.15         | 5.60  |
| Information Technology | 21.00           | 24.66                  | 17.79         | 32.40 |
| Telecomm Services      | 0.00            | 1.30                   | 3.09          | 0.00  |
| Utilities              | 0.00            | 0.06                   | 3.38          | 0.00  |

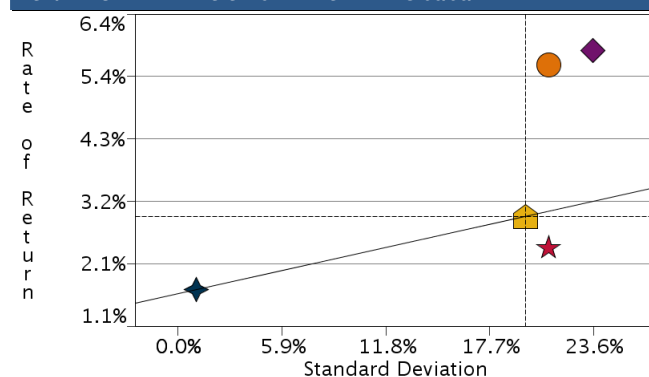
### PORTFOLIO'S TOP FIVE EQUITY HOLDINGS

|                   | %   |
|-------------------|-----|
| Cohen & Steers    | 5.5 |
| PriceSmart        | 5.4 |
| POOLCORP          | 5.3 |
| Techn             | 5.2 |
| Hittite Microwave | 5.1 |

<sup>1</sup>The P/E used here is calculated by the harmonic mean.

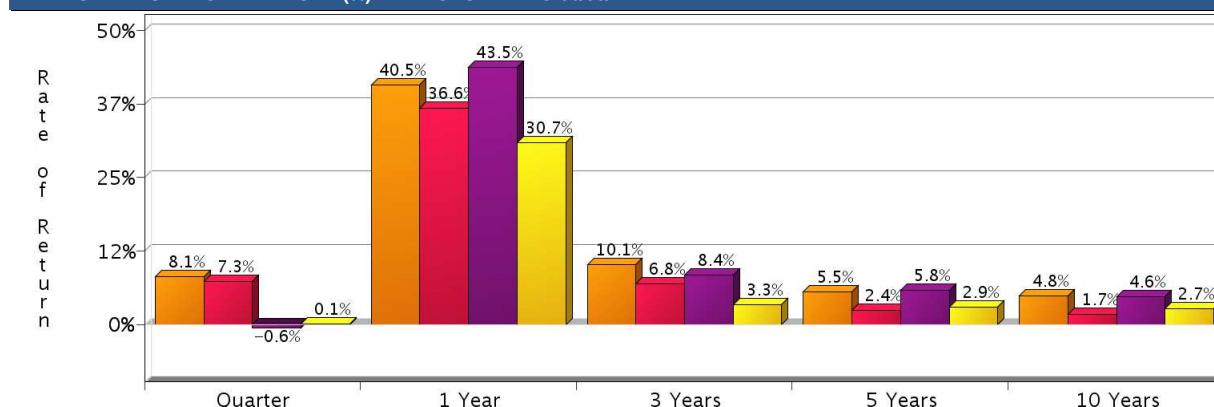
<sup>†</sup>Total may not equal 100% due to rounding.

## RISK/RETURN ANALYSIS – 5 YEARS ENDING 06/30/11



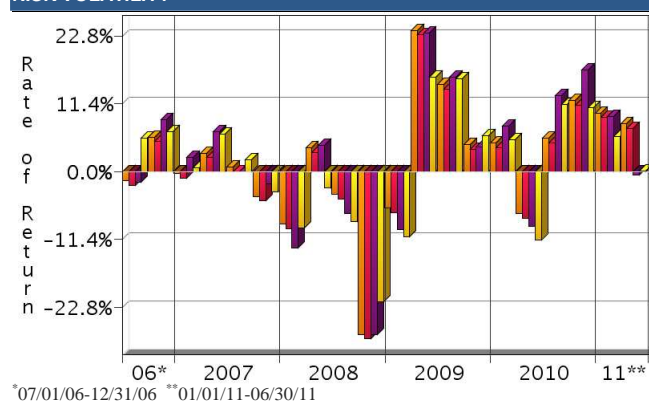
|                           | STD   | ROR  |
|---------------------------|-------|------|
| Kayne (Gross)             | 21.01 | 5.55 |
| Kayne (Net)               | 21.01 | 2.40 |
| Russell 2000 Growth Index | 23.54 | 5.79 |
| S&P 500 Index             | 19.70 | 2.94 |
| 90-Day T-Bills            | 1.01  | 1.69 |

## AVERAGE ANNUAL TOTAL RETURN (%) – PERIODS ENDING 06/30/11



| INVESTMENT RESULTS        | 2001   | 2002   | 2003  | 2004  | 2005  | 2006  | 2007  | 2008   | 2009  | 2010  | 10 Year - Ending 06/30/11 Annualized | Std. Dev. |
|---------------------------|--------|--------|-------|-------|-------|-------|-------|--------|-------|-------|--------------------------------------|-----------|
| Kayne (Gross)             | 0.49   | -23.82 | 39.88 | 13.41 | 2.71  | 15.47 | -0.61 | -33.72 | 39.33 | 15.33 | 4.85                                 | 22.51     |
| Kayne (Net)               | -2.59  | -26.28 | 36.00 | 10.11 | -0.37 | 12.12 | -3.60 | -35.95 | 35.45 | 11.97 | 1.71                                 | 22.51     |
| Russell 2000 Growth Index | -9.23  | -30.26 | 48.54 | 14.31 | 4.15  | 13.34 | 7.05  | -38.54 | 34.47 | 29.09 | 4.63                                 | 25.49     |
| S&P 500 Index             | -11.88 | -22.10 | 28.68 | 10.88 | 4.91  | 15.80 | 5.49  | -37.00 | 26.46 | 15.06 | 2.72                                 | 18.24     |

## RISK VOLATILITY



|                           | Number Of | Up Qtrs. | Down Qtrs. |
|---------------------------|-----------|----------|------------|
| Kayne (Gross)             | 12        | 8        | 8          |
| Kayne (Net)               | 12        | 8        | 8          |
| Russell 2000 Growth Index | 12        | 8        | 8          |
| S&P 500 Index             | 13        | 7        | 7          |

## PORTFOLIO'S QUARTERLY RETURNS (%)

|      | Quarter 1 |       | Quarter 2 |        | Quarter 3 |        | Quarter 4 |        |
|------|-----------|-------|-----------|--------|-----------|--------|-----------|--------|
|      | Gross     | Net   | Gross     | Net    | Gross     | Net    | Gross     | Net    |
| 2001 | -6.84     | -7.60 | 21.07     | 20.31  | -26.50    | -27.26 | 21.22     | 20.46  |
| 2002 | 2.35      | 1.59  | -12.26    | -13.02 | -17.93    | -18.69 | 3.36      | 2.60   |
| 2003 | -5.44     | -6.20 | 22.80     | 22.04  | 3.52      | 2.76   | 16.37     | 15.61  |
| 2004 | -1.35     | -2.11 | 4.01      | 3.25   | -0.42     | -1.18  | 11.00     | 10.24  |
| 2005 | -7.77     | -8.53 | 1.74      | 0.98   | 4.77      | 4.01   | 4.47      | 3.71   |
| 2006 | 13.53     | 12.77 | -2.38     | -3.14  | -1.53     | -2.29  | 5.81      | 5.05   |
| 2007 | -0.28     | -1.04 | 3.15      | 2.39   | 0.81      | 0.05   | -4.15     | -4.91  |
| 2008 | -8.79     | -9.55 | 3.99      | 3.23   | -3.79     | -4.55  | -27.37    | -28.13 |
| 2009 | -6.12     | -6.88 | 23.78     | 23.02  | 14.64     | 13.88  | 4.59      | 3.83   |
| 2010 | 4.86      | 4.10  | -7.02     | -7.78  | 5.62      | 4.86   | 11.99     | 11.23  |
| 2011 | 9.87      | 9.11  | 8.11      | 7.34   |           |        |           |        |

☐ Related ☐ Select UMA

PORTFOLIO'S RISK STATISTICS – PERIODS ENDING 06/30/11<sup>1,2</sup>

|   | 3 Year | 5 Year |
|---|--------|--------|
| Standard Deviation                      | 26.18% | 21.01% |
| Standard Deviation of Primary Benchmark | 28.87% | 23.54% |
| Sharpe Ratio                            | 0.38   | 0.18   |
| Sharpe Ratio of Primary Benchmark       | 0.28   | 0.17   |
| Alpha                                   | 2.53%  | 0.20%  |
| Beta                                    | 0.87   | 0.86   |
| Downside Risk                           | 5.64%  | 5.04%  |
| R-Squared                               | 0.92   | 0.91   |
| Tracking Error                          | 8.34%  | 7.13%  |
| Information Ratio                       | 0.21   | -0.03  |

PORTFOLIO DIVERSIFICATION - R<sup>2</sup> (10 YEARS ENDING 06/11)\*

|                                     | R <sup>2</sup> |
|-------------------------------------|----------------|
| Kayne vs. S&P 500 Index             | 0.84           |
| Kayne vs. Russell 2000 Growth Index | 0.92           |

\*Statistics are calculated using gross of fee performance only.

1. Statistics are calculated using gross of fee performance only.  
2. Russell 2000 Growth Index was used as the primary benchmark and the 90-Day U.S. T-Bill Index as the risk-free benchmark.

See page 3 for a discussion of the sources of the performance data used to calculate the performance results and related analyses on page 2.

Past performance is no guarantee of future results. This profile is not complete without pages 3 and 4, which contain important notes, including disclosures about the composite, index descriptions and a glossary of terms. Information shown is as of June 30, 2011, unless otherwise noted. All data are subject to change.

## IMPORTANT NOTES AND DISCLOSURES

### COMPOSITE DISCLOSURES

**Past performance is no guarantee of future results. Actual individual account results may differ from the performance shown in this profile. There is no guarantee that this investment strategy will work under all market conditions. Do not use this profile as the sole basis for your investment decisions.**

Performance results in this profile are calculated assuming reinvestment of dividends and income. Returns for more than one year are annualized and based on quarterly data. Returns for periods of less than a calendar year show the total return for the period and are not annualized.

**Sources of Performance Results and Other Data:** The performance data and certain other information for this strategy (including the data on page 1 of this profile) reflect the investment manager's results in managing Morgan Stanley Smith Barney Fiduciary Services program accounts in the Morgan Stanley channel or the Smith Barney channel, or the investment manager's results in managing accounts and investment products, in the same or a substantially similar investment discipline. This information for the investment manager is presented solely to provide information about accounts that were managed according to investment objectives and strategies the same or substantially similar to the corresponding investment discipline in the Select UMA program. Although the Fiduciary Services and Select UMA programs are both Morgan Stanley managed account programs, the performance results and other features of similar investment disciplines in the two programs may differ due to investment and operational differences. For example, the individual investment disciplines in the Select UMA accounts may contain fewer securities, which would lead to a more concentrated portfolio. The automatic rebalancing, wash sale loss and tax-harvesting features of the Select UMA program, which are not available in Fiduciary Services, also could cause differences in performance. Accordingly, the performance of the accounts in the Fiduciary Services program is not, and may differ significantly from, the performance of the accounts in the Select UMA program and should not be considered indicative of or a substitute for Select UMA performance. Similarly, performance results of the investment manager's composites may differ from those of Select UMA accounts managed in the same or a substantially similar investment discipline.

#### Related Performance:

The performance composite calculated by Kayne Anderson Rudnick Investment Management, LLC includes all non-taxable, fully discretionary small cap quality value portfolios (including cash) under management for at least one full quarter. The minimum account size for this composite is \$250,000. Accounts enter and exit the composite quarterly. Kayne Anderson Rudnick Investment Management, LLC's composite performance is presented before the deduction of investment advisory fees and after the deduction of transaction costs.

#### Select UMA Performance:

**Gross Performance:** Kayne's gross results do not reflect a deduction of any investment advisory fees or program fees, charged by Kayne or Morgan Stanley Smith Barney, but are net of commissions charged on securities transactions.

**Net Performance for all Periods:** Net performance results reflect a deduction of .76% quarterly. This consists of three components: 0.625% maximum quarterly MSSB Advisory Fee and 0.03% maximum quarterly Program Overlay Fee (which, together cover the services provided by Morgan Stanley Smith Barney), plus .105% quarterly SMA Manager Fees (being the fee currently charged by Kayne to new clients for managing their assets in the Select UMA program). The SMA Manager Fees may differ from manager to manager, and managers may change their fee to new clients from time to time. If you select this manager for your account, check the SMA Manager Fees specified in the written client agreement, in case these have changed since you received this profile.

Morgan Stanley Smith Barney program fees are usually deducted quarterly, and have a compounding effect on performance. The Morgan Stanley Smith Barney program fee, which differs among programs and clients, is described in the applicable Morgan Stanley Smith Barney ADV brochure, which is available at [www.smithbarney.com/ADV](http://www.smithbarney.com/ADV) or on request from your Financial Advisor or Private Wealth Advisor.

#### Focus List, Approved List, and Watch Status:

Consulting Group Investment Advisor Research ("CG IAR") uses two methods to evaluate investment products in applicable advisory programs. In general, strategies that have passed a more thorough evaluation may be placed on the "Focus List", while strategies that have passed through a different and less comprehensive evaluation process may be placed on the "Approved List". Sometimes an investment product may be evaluated using the Focus List process but then placed on the Approved List instead of the Focus List.

Investment products may move from the Focus List to the Approved List, or vice versa. CG IAR may also determine that an investment product no longer meets the criteria under either evaluation process and will no longer be recommended in investment advisory programs (in which case the investment product is given a "Not Approved" status).

CG IAR has a "Watch" policy and may describe a Focus List or Approved List investment product as being on "Watch" if CG IAR identifies specific areas that (a) merit further evaluation by CG IAR and (b) may, but are not certain to, result in the investment product becoming "Not Approved". The Watch period depends on the length of time needed for CG IAR to conduct its evaluation and for the investment manager to address any concerns. CG IAR may, but is not obligated to, note the Watch status in this report with a "W" or "Watch" on the cover page.

For more information on the Focus List, Approved List, and Watch processes, please see the applicable Morgan Stanley Smith Barney ADV brochure. Your Financial Advisor or Private Wealth Advisor can provide on request a copy of a paper entitled "Manager Research and Selection: A Disciplined Process".

### ADDITIONAL DISCLOSURES

The information about a representative account is for illustrative purposes only. Actual account holdings, performance and other data will vary depending on the size of an account, cash flows within an account, and restrictions on an account. Holdings are subject to change daily. The information in this profile is not a recommendation to buy, hold or sell securities.

Actual portfolio statistics may vary from target portfolio characteristics.

The investment manager may use the same or substantially similar investment strategies, and may hold similar portfolios of investments, in other portfolios or products it manages (including mutual funds). These may be available at Morgan Stanley Smith Barney or elsewhere, and may cost an investor more or less than this strategy in Morgan Stanley Smith Barney's Select UMA program.

The portfolio may, at times, invest in exchange-traded funds (ETFs), which are a form of equity security in seeking to maintain continued full exposure to the broad equity market.

Morgan Stanley Smith Barney investment advisory programs may require a minimum asset level and, depending on your specific investment objectives and financial position, may not be suitable for you. Investment advisory program accounts are opened pursuant to a written client agreement.

The investment manager acts independently of, and is not an affiliate of, Morgan Stanley Smith Barney.

Morgan Stanley Smith Barney LLC Member SIPC.

### INDEX DESCRIPTIONS

#### 90-Day T-Bills

The 90-Day Treasury Bill is a short-term obligation issued by the United States government. T-bills are purchased at a discount to the full face value, and the investor receives the full value when they mature. The difference of 'discount' is the interest earned. T-bills are issued in denominations of \$10,000 (auction) and \$1,000 increments thereafter.

**Russell 2000 Growth Index**

The Russell 2000 Growth Index is representative of the U.S. market for smaller capitalization stocks containing those companies in the Russell 2000 Index with higher price-to-book ratios and higher forecasted growth.

**S&P 500 Index**

Widely regarded as the best single gauge of the U.S. equities market, this world-renowned index includes a representative sample of 500 leading companies in leading industries of the U.S. economy. Although the S&P 500 focuses on the large-cap segment of the market, with over 80% coverage of U.S. equities, it is also an ideal proxy for the total market.

**Indices are unmanaged and have no expenses. You cannot invest directly in an index.**

**GLOSSARY OF TERMS**

**Alpha** is a mathematical estimate of risk-adjusted return expected from a portfolio above and beyond the benchmark return at any point in time.

**American Depositary Receipts (ADRs)** are receipts for shares of a foreign-based corporation held in the vault of a U.S. bank.

**Average Portfolio Beta** is a measure of the sensitivity of a benchmark or portfolio's rates of return to changes against a market return. The market return is the S&P 500 Index. It is the coefficient measuring a stock or a portfolio's relative volatility.

**Capitalization** is defined as the following: Mega (\$50.0 billion and Above), Large (\$11.0 - \$50.0 billion), Medium (\$2 - \$11.0 billion), Small (\$500m - \$2 billion) and Micro (below \$500 million).

**Downside Risk** is a measure of the risk associated with achieving a specific target return. This statistic separates portfolio volatility into downside risk and upside uncertainty. The downside considers all returns below the target return, while the upside considers all returns equal to or above the target return.

**Duration** is a measure of price sensitivity expressed in years.

**Information Ratio** is a measure of the investment manager's skill to add active value against a given benchmark relative to how stable that active return has been. Essentially, the information ratio explains how significant a manager's alpha is. Therefore, the higher the information ratio, the more significant the alpha.

**Investment Grade Bonds** are those rated by Standard & Poor's AAA (highest rated), AA, A or BBB (or equivalent rating by other rating agencies or, in the case of securities not rated, by the investment manager).

**Price/Earnings Ratio (P/E Ratio)** shows the multiple of earnings at which a stock sells. Determined by dividing current stock price by current earnings per share (adjusted for stock splits). Earnings per share for the P/E ratio are determined by dividing earnings for past 12 months by the number of common shares outstanding. The P/E ratio shown here is calculated by the harmonic mean.

**R<sup>2</sup> (R-Squared)/Portfolio Diversification** indicates the proportion of a security's total variance that is benchmark-related or is explained by variations in the benchmark.

**Sharpe Ratio** measures the efficiency, or excess return per unit of volatility, of a manager's returns. It evaluates managers' performance on a volatility-adjusted basis.

**Standard Deviation** is a statistical measure of historical variability or spread of returns around a mathematical average return that was produced by the investment manager over a given measurement period. The higher the standard deviation, the greater the variability in the investment manager's returns relative to its average return.

**Tracking Error** represents the standard deviation of the difference between the performance of the investment strategy and the benchmark. This provides a historical measure of the variability of the investment strategy's returns relative to its benchmark.