Quarterly Report

July 31, 2014

Roumell Asset Management, LLC

Second Quarter Summary

Performance Summary

	2Q 2014	YTD	1 Year	3 Year	5 Year	10 Year	Since Inception*	Cumulative Return Since Inception*
		Annualized as of 6/30/14						
Roumell Opportunistic Value (Net)	**1.67%**	**0.61%**	**0.58%**	**4.41%**	**10.93%**	**6.69%**	**9.92%**	**333.43%**
60% Russell 2000 Value / 40% Barclays US Govt Credit	2.24%	4.19%	15.12%	10.71%	14.25%	7.45%	8.46%	252.34%
S&P 500	5.24%	7.14%	24.60%	16.59%	18.84%	7.78%	4.99%	112.73%
Russell 2000 Value	2.38%	4.20%	22.54%	14.65%	19.88%	8.23%	9.78%	324.52%
Roumell Balanced (Net)	**1.60%**	**0.44%**	**2.11%**	**4.77%**	**9.54%**	**5.62%**	**7.57%**	**209.99%**
Thomson US Balanced Index	3.42%	5.11%	15.35%	9.40%	12.11%	5.88%	4.59%	100.52%

**Inception of Roumell Opportunistic Value and Roumell Balanced is 1/1/99. Prior to 1/1/14, Roumell Opportunistic Value was known as Roumell Total Return.*

Roumell Asset Management, LLC claims compliance with the Global Investment Performance Standards (GIPS®). Ashland Partners & Co. LLP, our independent verifier, completed its examination of the composite performance returns for the period of 1999 (inception) through March 31, 2014. All returns include reinvested dividends and interest. Please refer to the annual disclosure presentations at the end of this letter.

Our second quarter performance, although positive, did not keep pace with the stock market. Yet even as our cash levels weighed on our returns, we believe our largest investments represent very compelling investment opportunities, and as we discuss later, we are increasing our concentration. During the second quarter of 2014, we averaged about 37%, 23%, and 40% exposure to equities, fixed income, and cash, respectively.

Lessons from Our Self-Assessment

Throughout our firm's history, we have believed that behavioral forces greatly affect investment results. As we strive to become better investors, we regularly engage in internal discussions about our mistakes on an individual security basis. To add to these qualitative reviews, two years ago we began studying our investing behavior from a strictly quantitative perspective in order to identify patterns of weakness and strength. This summer we expanded our quantitative assessment, generating some noteworthy outcomes.

We were especially interested to determine the success rate for our equity investments alone—that is, after stripping out the cash and fixed income returns from our overall results. For all realized gains and losses on equity investments made from inception (January 1, 1999) through December 31, 2013, the median annualized return was 19%. In addition, 66% of our equity investments since inception made money. (The hit rate was 68% for 1999–2001, 75% for 2002–2004, 48% for 2005–2007, 69% for 2008–2010, and 84% for 2011–2013.) Our stock picking, therefore, has been quite good. Given these results, we would conclude that, in retrospect, we certainly should have allocated more capital to our equity investments. However, the matter is not as simple as "stay fully invested." In fact, the excess return of our stock selections versus the overall stock market has been due to our acute price-consciousness. Our returns since inception have been achieved with an average cash balance of 24%; recent cash levels have been meaningfully higher than our historical average. (Note: 86% of our fixed income investments,

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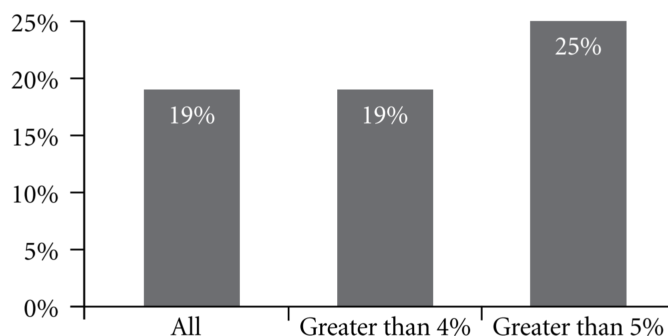
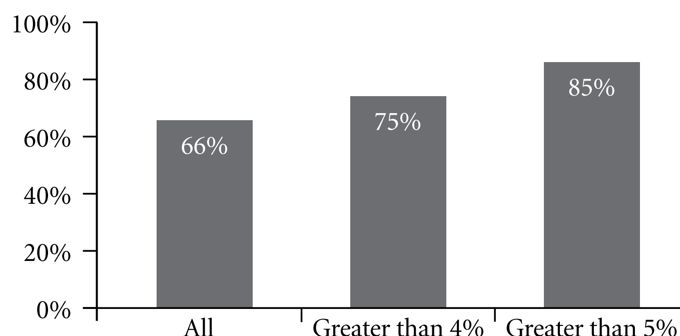
which are primarily high-yield bonds, made money, with an overall median annualized return of 11%, accounting for both winners and losers.)

One of the most significant and actionable conclusions from our study is that, for our heaviest weighted investments, our percentage of winners and our median annualized returns are both much higher than for our investments overall (see chart below). Given the amount of time and diligence we put into our security selection process, we are unnecessarily leaving money on the table by not leveraging our high-conviction ideas sufficiently. We believe our history makes clear that we should be allocating more capital to our highest conviction investments, and we intend to do so going forward. For instance, for a Concentrated Opportunistic Value account, weights for our four or five highest conviction positions will likely increase from roughly 5% to 7%, to the extent favorable prices are available.

Median RAM Equity Annualized Returns by Trade Weights [1,2,3]



Historical Percentage of RAM Equity Winners by Trade Weights [1]



Coincidentally, even before we reached the conclusions of our study, we had increased the weightings in our top holdings by about 500 basis points from the first to the second quarter, and we continue to increase our concentration. We believe the vast majority of investment managers have two or three times as many positions as we have. The institutional investment management industry by and large carries so many positions that its practitioners are fated to generate returns that are not very different from the overall market. The industry knows it is much easier to keep a client after a poor year if the broader market had a similarly poor year. This is the antithesis of our philosophy. We think there is no value in allocating any capital to our 40th best idea, much less our 100th. We believe a much better strategy is to

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[1] This study comprised all stocks purchased by RAM since inception (308 equity investments from 1999 to 2013) but is not representative of any individual account's return. Trade weights are calculated based on the time of purchase.

[2] Annualized return includes winners and losers.

[3] Annualized returns were calculated using initial purchase date and initial sale date.

allocate a healthy chunk of capital to companies we understand well, and which we believe are offered in the public markets at prices well below intrinsic value.

On the other side of the ledger, one additional finding worth noting is that 5.5% of our purchases (which are included in the analysis) have resulted in losses of 50% or greater. A number of these companies, as you would expect, were leveraged. However, many were unleveraged. The lesson learned is that a poor business model will burn through a good capital structure—balance sheets do not represent safety if the businesses are in decline and/or their assets are not desirable. We intend to look closely at this subset of sixteen stocks as a group to determine what can be learned further.

Our portfolio will never resemble the broader markets, and so our performance in any particular period will likely not track the broader markets either. We are passionate students of investing, and we believe we have the right formula to beat the market in a marathon. An integral step in achieving that goal is to avoid risking client capital in securities we deem overvalued. While we are selectively finding opportunities we believe are attractive, and have increased exposure to certain existing positions, most of the pitches thrown by the market are well outside our strike zone. At some point, the market will get a better pair of glasses and start throwing right down the middle. When that happens, we will swing hard. Now is not the time to abandon our strict price-conscious discipline.

We would like to acknowledge the hard work of our three wonderful summer interns, Nathan Gelfand, Adam Heins, and David Frank. Each made great contributions to our firm. Despite our selfish desire to have them stay, they have not elected to drop out of school, and so they will be leaving us soon.

Top Three Purchases

As is our custom, we discuss here our top three purchases in the quarter. To our delight, the CEOs of all three companies will be presenting at our annual investor conference in September. Bill Gates has written about the importance of backing the right people. In a recent *Wall Street Journal* article, Gates remarked, "There's an essential human factor in every business endeavor. It doesn't matter if you have a perfect product, production plan and marketing pitch; you'll still need the right people to lead and implement those plans." As we noted two years ago when first discussing our self-assessment, our investments have had a higher likelihood of making money when we have met management. Some investors take the approach that meeting management can lead to excessive emotional attachment to an investment. Our experience has been that, while one must be vigilant about overemphasizing a relationship in spite of fundamentals, building relationships with management teams is beneficial. We believe making a firsthand assessment of the people behind the business is important to the investment thesis.

SeaChange International, Inc., SEAC. SeaChange is a cash-rich, debt-free company with highly desirable software assets that are well positioned to take advantage of cable content distribution. Readers will recall that SEAC was a top purchase in the first quarter of 2014 and was discussed in depth in our last letter, dated April 30, 2014. In that letter, we noted that we had exited SEAC in the fourth quarter of 2013 after a dramatic increase in its stock price. We then wrote, "Another buying opportunity presented itself as the company announced disappointing top-line revenue that we viewed as noise, which in no way undermines the long-term strength of this unique story. We believe the larger-than-expected decline in its legacy platforms (Axiom, Middleware, Streamers), and the longer sales cycle of next-generation software, concerned investors who do not fully appreciate the below-the-surface dynamism regarding the adoption of its next-gen software tools."

The "noise" from the first quarter not surprisingly persisted in the second quarter. Upon a further weakening in SEAC's stock price, we bought additional shares, thereby reducing our cost basis. In our view, the fundamental thesis of this story has not changed. Although total revenues will decline this year, the driver of the decline is legacy product revenue, which will decrease to about 10% of total revenue. While management believes the company will keep most of what remains from legacy business, any further declines won't have a material impact on overall revenues simply due to how small legacy business has become. Regarding the longer-than-anticipated sales cycle for next-generation products, we believe any concern is more than offset by the stickiness of the revenue, which is due to high switching costs. SEAC has been selected by nearly 50 cable operators, compared to just five in 2011, a clear signal of successful R&D investment. We believe penetration of its 80 million current customer subscribers will rise toward 100% over time from less than 20% today; this is important as it represents built-in organic growth since cable companies pay license fees on a per subscriber basis.

Finally, we believe deeply in SEAC's CEO, Raghu Rau, and the board, in our view, is competent and shareholder friendly. In fact, we believe SEAC's software remains a highly desirable strategic asset for a larger company, and the board would sell the company at the right price. For reference, Cisco Systems acquired NDS, a SEAC competitor, in 2012 for 5x revenue. In 2013, SEAC displaced NDS at Liberty Global, Europe's largest cable operator. We believe valuing SEAC at 2–2.5x revenue is reasonable and would provide us an attractive return.

Sizmek, Inc., SZMK. Sizmek manages, distributes, and analyzes online advertising campaigns. The online advertising market has strong secular tailwinds; Raymond James estimates U.S. online ad spending to grow 15% per year for the next three years. Sizmek is a major player in this market, having served 1.5 trillion advertisements in 2013. Sizmek's predecessor company, Digital Generation, sold its TV advertising distribution business in 2013, an event that resulted in a $3/share special dividend to our investors. The company now focuses exclusively on the online advertising market, and is building a true global platform business that provides advertisers a full suite of end-to-end capabilities (ad serving, analytics, and verification).

Online advertising consists of three basic categories: banner/display, video, and mobile, growing annually at roughly 5%, 25%, and 30%, respectively. While banner makes up more than 50% of SZMK's distribution business, the company is heavily focused on the faster growing video market, with a much smaller presence in mobile. Worldwide, display advertising accounts for roughly $30 billion of the more than $40 billion spent on online advertising. SZMK is positioning itself as a globally integrated platform with a differentiated open-stack architecture able to manage cross-platform advertising campaigns. RAM's independent software consultant has spent considerable time analyzing SZMK's open-stack MDX platform and has reported back highly favorable results. Recently, the company has established new relationships with Tommy Hilfiger, Audi, Toyota, and Volkswagen, and expanded its existing relationships with Time and Unilever. SZMK was also chosen by the German media agency of McDonald's to manage its online World Cup campaign.

A plethora of point solution companies exist, but very few of these have end-to-end capabilities. The dominant player in the space, Google's DoubleClick, is a closed system and requires its ad-serve clients to use its analytic tools. SZMK's customers can choose the company's ad-serving and verification services but are not required to choose Sizmek's analytic products. SZMK is estimated to have the second largest market share, albeit a distant second. Recently, SZMK hired Patrick Meehan from Google, where as head of platform sales he was responsible for large holding-company relationships. He was previously director of agency sales and account management at DoubleClick. The company's three-year goal is to collapse the technologies and tools now in separate silos and move toward a SaaS business model.

In our view, the company is cheap. SZMK is debt-free, and has roughly $100 million in cash with a market capitalization of approximately $300 million. The company has made several acquisitions over the past few years totaling about $400 million (after impairments). SZMK has about $185 million in revenue resulting in an enterprise value to revenue of roughly 1x, while peers trade at an average of roughly 2.5x. Moreover, operational metrics are steadily improving. To wit, management has boosted EBITDA margins from 5% in 2011 to 14% in 2013 and has a goal of reaching 30% in the medium term. Many of its peers have growth but no margin. SZMK's revenues are growing (profitably) at about 15% annually. We believe after the sale of its legacy TV ad distribution business and resulting emergence as a stand-alone online company, few investors understand the potential value of SZMK. To our knowledge, the company has two firms providing research coverage. Finally, we believe SZMK is a highly desired strategic asset.

Recently, Jim met with CEO Neil Nguyen and once again walked away with a high level of confidence that Neil possesses a clear vision and the requisite execution skills to grow SZMK into a leading online ad management company. Scott Ginsburg, SZMK's founder, and Neil own roughly 14% of the company. In summary, a debt-free, cash-rich balance sheet, cheap valuation, secular tailwinds, and strong leadership result in what we believe is a compelling investment opportunity.

Rosetta Stone, Inc., RST. Rosetta Stone is the global leader in technology-enabled language learning. The company offers language-learning and reading instruction to consumers, businesses, government entities, and schools via packaged software and online subscriptions. The language offerings emphasize a unique "dynamic immersion" methodology that relies on the associative pairing of images, texts, and sounds to mimic the way people naturally learn native languages. In the past two years, the company has made four acquisitions aimed at strengthening its own language reach and to better leverage its brand by cross-selling related products. Rosetta generates roughly 20% of revenue from overseas and is headquartered in Arlington, Virginia.

RST is a company in transition led by Stephen Swad, CEO, who was brought in three years ago to build a profitable and sustainable business model. Readers may recall seeing Rosetta Stone kiosks in airports a few years back. Today, those (low ROI) kiosks are gone and more of the company's consumer business is delivered online or through selling agreements with retailers such as Amazon, Costco, and Apple's iTunes. However, the consumer business is not the company's primary attraction to us. The company is emphasizing its Enterprise & Education (E&E) business, where its high level of service and support is a differentiated and valued attribute. For instance, a number of agencies within the U.S. Department of Defense contract with RST to provide language learning to its employees and receive a dedicated website and access to key support personnel. Coaching support is highly correlated with language-learning success. E&E revenue is now $115 million annually, with renewal rates of 75%. The company's total SaaS subscription revenue is now about $140 million and represents roughly 50% of total revenue.

One of RST's primary cross-selling opportunities results from its 2013 acquisition of K–12 instructional reading software company Lexia for $22.5 million. RST's products are already used in 20,000 (out of 125,000) K–12 schools in North America. The company's purchase of Fit Brains, a top-five player in brain exercise software (a space in which industry leader Lumosity is spending heavily to increase its popularity), provides another opportunity to leverage the brand. Overall, the company enjoys 80%-plus gross margins and is looking to leverage R&D investments, and reduce sales and marketing expenses, while taking advantage of the already significant sunk brand costs to create a profitable business model with high recurring revenues. The company has guided for approximately $20 million in EBITDA in 2014 and will generate about $10 million in free cash flow this year, which will be held back by integration costs that will likely decline in 2015.

RST is unleveraged and possesses a healthy cash balance. By year-end, we anticipate RST will have $70 million in cash, or roughly 35% of its current $200 million market capitalization. If you back-out an additional $70 million spent on recent acquisitions, the implied value for RST's core business is a mere $60 million. What is the brand worth? It's a difficult question to answer, but we believe nonetheless that it is a significant off-balance-sheet asset. In the last five years, the company has spent more than $500 million on sales and marketing and enjoys a 74% brand recognition rate. Looked at another way, the company's year-end enterprise value of $130 million is less than 1x its highly recurring SaaS revenue, 80% of which comes from its growing E&E business. SaaS companies typically trade for generous multiples of revenue.

In January, *The Economist* summed up the digital language learning space as follows: "Technology is starting to change language learning. [Berlitz] is a bit of a digital dawdler. Most of its smartphone apps are repurposed versions of its old books…. Rosetta Stone, an American technology company, provides a contrast, supplementing technology with human teaching rather than vice versa. Its software has a clever interface that eschews traditional drills in favour of pictures and examples that gradually and intuitively build vocabulary and grammar skills…. From 2006 to 2009 the company more than tripled R&D spending, customising each language offering and adding cultural and social features. Well-built tablet and smartphone apps let students learn anywhere."

Why is it cheap? The primary reason involves recent negative sales trends in RST's consumer segment. The emergence of free apps for people looking to "get by" for their upcoming trip to Europe has undoubtedly taken market share in this segment. Second, investors are understandably skeptical of the company's ability to integrate recent acquisitions. Our variant view is that while total revenues have been roughly flat over the last three years, the 20% decline in product revenue is masking 48% growth in the more profitable subscription business. Moreover, according to independent sources, the industry is growing. For instance, the global e-learning market research firm Ambient Insight estimates that global digital English-language-learning products are growing by double digits. Universities, K–12 schools, companies, and government entities are all increasingly using technology. RST's institutional business lies in front of this trend.

We sat down with CEO Steve Swad and his team and believe they have a credible vision and well-articulated growth strategy. Steve has taken more than 60% of his total compensation in stock for the last two years. Key industry contacts indicate real excitement within the company's sales force stemming from the new direction and underscore our belief in Steve and his team.

At day's end, we believe RST "weighs" far more today than its price implies. To wit, a mere two times the current SaaS-based revenue plus its estimated year-end cash balance equates to roughly $300 million, compared to the current $200 million market capitalization. This exercise ascribes no value to the company's consumer business, which generates $200 million in revenue. At the price we paid, the odds of a good return appear to us to be strongly in our favor.

Disclosure: The specific securities identified and described do not represent all of the securities purchased, sold, or recommended for advisory clients, and the reader should not assume that investments in the securities identified and discussed were or will be profitable. The top three securities purchased in the quarter are based on the largest absolute dollar purchases made in the quarter.

Roumell Asset Management, LLC
Balanced Composite
Annual Disclosure Presentation

YEAR END	TOTAL FIRM ASSETS (MILLIONS)	COMPOSITE ASSETS: USD (MILLIONS)	COMPOSITE ASSETS: NUMBER OF ACCOUNTS	ANNUAL PERFORMANCE RESULTS: COMPOSITE NET	ANNUAL PERFORMANCE RESULTS: THOMSON US BALANCED MUTUAL FUND	ANNUAL PERFORMANCE RESULTS: COMPOSITE DISPERSION	3-YR ANNUALIZED STANDARD DEVIATION: COMPOSITE NET STANDARD DEVIATION	3-YR ANNUALIZED STANDARD DEVIATION: THOMSON US BL MF STANDARD DEVIATION
2013	288	82	140	11.85%	15.73%	5.69%	6.62%	8.06%
2012	286	82	156	10.50%	11.71%	3.02%	6.50%	9.79%
2011	306	79	173	-5.19%	0.53%	4.28%		
2010	311	83	167	12.25%	11.75%	2.59%		
2009	249	55	124	33.19%	23.19%	5.79%		
2008	166	40	121	-22.82%	-26.97%	5.01%		
2007	270	75	154	-7.58%	5.76%	3.71%		
2006	280	87	158	14.00%	10.47%	3.69%		
2005	199	73	142	8.56%	4.22%	2.67%		
2004	123	66	119	16.48%	7.79%	3.82%		
2003	66	42	100	28.26%	18.60%	3.94%		
2002	41	27	79	-9.70%	-11.36%	3.77%		
2001	31	17	39	21.18%	-4.19%	4.75%		
2000	19	10	23	8.47%	1.95%	4.53%		
1999	16	9	22	12.53%	8.35%	2.63%		

Balanced Composite contains fully discretionary accounts. Roumell Asset Management, LLC (Roumell) is an opportunistic capital allocator with a deep value bias. On average, Balanced accounts have a target of 65% equity (provided an appropriate number of securities are found that meet Roumell's deep value investment criteria), with the remaining 35% in fixed income and cash. The equity allocation is all cap with a focus on smaller companies. In selecting bond investments, Roumell exercises its value discipline and buys only fixed income securities that it believes represent value on a risk-adjusted basis. It may buy individual government agency, investment grade and high-yield corporate, municipal, and foreign bonds and closed-end bond funds. When fully invested, accounts will hold about 25 to 30 positions. Roumell will hold cash in the absence of sufficient investment opportunities. For comparison purposes, the Balanced Composite is measured against the Thomson US Balanced Mutual Fund Index. In presentations shown prior to March 31, 2006, the composite was also compared against the Lipper Balanced Index. Additionally, in presentations prior to December 2006, the composite was measured against the Vanguard Balanced Index Fund. The Thomson US Balanced Mutual Fund Index is a blend of more than 500 balanced mutual funds and is therefore deemed to more accurately reflect the strategy of the composite. The Balanced Composite was created January 1, 1999.

Roumell Asset Management, LLC claims compliance with the Global Investment Performance Standards (GIPS®) and has prepared and presented this report in compliance with the GIPS standards. Roumell Asset Management, LLC has been independently verified by Ashland Partners & Company LLP for the periods January 1, 1999 through March 31, 2014. 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. The Balanced Composite has been examined by Ashland Partners & Company LLP for the periods January 1, 1999 through March 31, 2014. The verification and performance examination reports are available upon request.

Roumell Asset Management, LLC is an independent registered investment adviser. The firm maintains a complete list and description of composites, which is available upon request. 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 net of management fees and include the reinvestment of all income. Net of fee performance was calculated using actual management fees. From 2010 to 2013, for certain of these accounts, net returns have been reduced by a performance-based fee of 20% of profits, paid annually in the first quarter. Net returns are reduced by all fees and transaction costs incurred. Wrap fee accounts pay a fee based on a percentage of assets under management. Other than brokerage commissions, this fee includes investment management, portfolio monitoring, consulting services, and in some cases, custodial services. Prior to and post 2006, there were no wrap fee accounts in the composite. For the year ended December 31, 2006, wrap fee accounts made up less than 1% of the composite. Wrap fee schedules are provided by independent wrap sponsors and are available upon request from the respective wrap sponsor. Returns include the effect of foreign currency exchange rates. Exchange rate source utilized by the portfolios within the composite may vary. Composite performance is presented net of foreign withholding taxes. Withholding taxes may vary according to the investor's domicile.

The annual composite dispersion presented is an asset-weighted standard deviation calculated for the accounts in the composite for the entire year. Dispersion calculations are greater as a result of managing accounts on a client relationship basis. Securities are bought based on the combined value of all portfolios of a client relationship and then allocated to one account within a client relationship. Therefore, accounts within a client relationship will hold different securities. The result is greater dispersion amongst accounts. The 3-year annualized ex-post standard deviation of the composite and/or benchmark is not presented for the period prior to December 31, 2012, because 36 monthly returns are not available. Policies for valuing portfolios, calculating performance, and preparing compliant presentations are available upon request.

The investment management fee schedule for the composite is as follows: for Direct Portfolio Management Services: 1.30% on the first $1,000,000, and 1.00% on assets over $1,000,000; for Sub-Adviser Services: determined by adviser; for Wrap Fee Services: determined by sponsor. Actual investment advisory fees incurred by clients may vary.

Roumell Asset Management, LLC
Opportunistic Value Composite
Annual Disclosure Presentation

		COMPOSITE ASSETS		ANNUAL PERFORMANCE RESULTS					3-YR ANNUALIZED STANDARD DEVIATION			
YEAR END	TOTAL FIRM ASSETS (MILLIONS)	USD (MILLIONS)	NUMBER OF ACCOUNTS	COMPOSITE NET	60% RUSSELL 2000 VALUE/ 40% BARCLAYS US GOVT CREDIT	S&P 500	RUSSELL 2000 VALUE	COMPOSITE DISPERSION	COMPOSITE NET STD DEV	60% RUSSELL 2000 VALUE/ 40% BARCLAYS US GOVT CREDIT STD DEV	S&P 500 STD DEV	RUSSELL 2000 VALUE STD DEV
2013	288	130	281	12.83%	18.61%	32.38%	34.51%	3.12%	8.90%	9.16%	11.94%	15.82%
2012	286	157	367	13.92%	12.82%	16.00%	18.05%	1.86%	8.63%	11.36%	15.09%	19.89%
2011	306	175	466	-9.51%	0.59%	2.11%	-5.49%	2.17%				
2010	311	189	479	14.71%	17.97%	15.06%	24.49%	2.17%				
2009	249	153	414	42.19%	15.13%	26.47%	20.57%	5.57%				
2008	166	104	413	-27.35%	-15.77%	-36.99%	-28.93%	3.40%				
2007	270	178	549	-7.67%	-3.05%	5.49%	-9.78%	2.68%				
2006	280	176	458	16.89%	15.40%	15.79%	23.48%	2.18%				
2005	199	111	312	12.38%	4.00%	4.91%	4.71%	2.59%				
2004	123	47	125	20.18%	14.92%	10.88%	22.25%	2.69%				
2003	66	15	46	32.13%	28.38%	28.69%	46.03%	4.04%				
2002	41	8	44	-10.15%	-2.31%	-22.10%	-11.43%	4.33%				
2001	31	5	30	32.76%	12.26%	-11.89%	14.02%	6.33%				
2000	19	2	12	7.97%	18.50%	-9.10%	22.83%	4.05%				
1999	16	2	9	26.02%	-1.54%	21.04%	-1.49%	3.92%				

Opportunistic Value Composite contains fully discretionary accounts. Roumell Asset Management, LLC (Roumell) is an opportunistic capital allocator with a deep value bias. Opportunistic Value accounts can have up to 100% of their assets invested in stocks in the ideal situation where an appropriate number of securities are found that meet Roumell's deep value investment criteria. Historically, these accounts have emphasized common stocks (all cap with a focus on smaller companies). However, Roumell will also selectively purchase a mixture of high yield bonds and discounted closed-end bond funds if it is believed that these offer a favorable risk/reward profile. When fully invested, accounts will hold about 25 to 30 positions. Roumell will hold cash in the absence of sufficient investment opportunities. For comparison purposes, the Opportunistic Value Composite is measured against the S&P 500, a blend of 60% Russell 2000 Value and 40% Barclays U.S. Government Credit (calculated on a monthly basis), and Russell 2000 Value Indices. Presentations provided prior to January 1, 2014, showed the Russell 2000 in place of the blended index. The change was made to better reflect the opportunistic strategy of the composite. As noted before, the composite's allocation to equity, fixed income, and cash will vary depending on Roumell's investment decisions. The S&P 500 Index is used for comparative purposes only and is not meant to be indicative of the Opportunistic Value Composite's performance. In presentations shown prior to March 31, 2005, the composite was also compared against the Nasdaq Index. The benchmark was eliminated since it did not represent the strategy of the composite. The Opportunistic Value Composite was created January 1, 1999. Prior to January 1, 2014, this composite was known as the Total Return Composite.

Roumell Asset Management, LLC claims compliance with the Global Investment Performance Standards (GIPS®) and has prepared and presented this report in compliance with the GIPS standards. Roumell Asset Management, LLC has been independently verified by Ashland Partners & Company LLP for the periods January 1, 1999 through March 31, 2014. 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. The Opportunistic Value Composite has been examined by Ashland Partners & Company LLP for the periods January 1, 1999 through March 31, 2014. The verification and performance examination reports are available upon request.

Roumell Asset Management, LLC is an independent registered investment adviser. The firm maintains a complete list and description of composites, which is available upon request. 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 net of management fees and include the reinvestment of all income. Net of fee performance was calculated using actual management fees. Net returns are reduced by all fees and transaction costs incurred. Wrap fee accounts pay a fee based on a percentage of assets under management. Other than brokerage commissions, this fee includes investment management, portfolio monitoring, consulting services, and in some cases, custodial services. Wrap accounts are included in the composite. As of December 31 of each year 2006 through 2013, wrap fee accounts made up 33%, 36%, 31%, 33%, 41%, 40%, 41%, and 43% of the composite, respectively. Wrap fee schedules are provided by independent wrap sponsors and are available upon request from the respective wrap sponsor. Returns include the effect of foreign currency exchange rates. Exchange rate source utilized by the portfolios within the composite may vary. Composite performance is presented net of foreign withholding taxes. Withholding taxes may vary according to the investor's domicile.

The annual composite dispersion presented is an asset-weighted standard deviation calculated for the accounts in the composite for the entire year. Dispersion calculations are greater as a result of managing accounts on a client relationship basis. Securities are bought based on the combined value of all portfolios of a client relationship and then allocated to one account within a client relationship. Therefore, accounts within a client relationship will hold different securities. The result is greater dispersion amongst accounts. The 3-year annualized ex-post standard deviation of the composite and/or benchmark is not presented for the period prior to December 31, 2012, because 36 monthly returns are not available. Policies for valuing portfolios, calculating performance, and preparing compliant presentations are available upon request.

The investment management fee schedule for the composite is as follows: for Direct Portfolio Management Services: 1.30% on the first $1,000,000, and 1.00% on assets over $1,000,000; for Sub-Adviser Services: determined by adviser; for Wrap Fee Services: determined by sponsor. Actual investment advisory fees incurred by clients may vary.