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**Strategic Joint Venture Between ArLight and BP to Acquire Thorntons Inc.**  
*Partnership will accelerate Thorntons growth  
and expand company footprint*

LOUISVILLE, KY – Thorntons Inc. is pleased to announce that the Louisville, KY based company is being acquired by a joint venture created between affiliates of ArLight Capital Partners and BP to grow in the downstream refined products segment. Subject to regulatory approval, the joint venture will continue to operate all existing stores under the Thorntons name and will retain Thorntons team members working out of the Store Support Center in Louisville.

“My family and the Thorntons team are incredibly proud of the company we have built over the last 47 years. While we are proud of where we are today, our vision extends well beyond 191 stores in 6 states and we know this new joint venture will help us to accelerate store growth and serve even more guests every day,” said Matt Thornton, Chairman and CEO of Thorntons. “We are excited to begin this new chapter and are pleased that we are able to take these next steps in our hometown working with our existing team. This partnership is a win-win for everyone involved.”

The transaction is expected to close following the required government review and regulatory approval. Terms of the private transaction will not be released.

Lazard served as exclusive financial advisor to Thorntons Inc. in connection with this transaction. Vinson & Elkins LLP and Wyatt, Tarrant & Combs LLP served as legal advisors.

About Thorntons

Founded by James H. Thornton in 1971, the company has been recognized as one of the top independent convenience store chains in the nation. Based in Louisville, Kentucky, Thorntons currently operates 191 stores that provide fresh foods, high quality beverages and fuel in six states: Florida, Illinois, Indiana, Kentucky, Ohio, and Tennessee. Thorntons’ mission is not only to provide top of the line food and beverages, but makes giving back a top priority in every market. Connect with Thorntons on Facebook [www.facebook.com/thorntonsinc](http://www.facebook.com/thorntonsinc) and Twitter @ThorntonsInc.

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