

Introduction

We are pleased to share our Aerospace and Defense Industry Multiples Valuation Update for Q2 2024.

At Seale & Associates, we are committed to providing process-driven solutions designed to optimize value and achieve our client's strategic objectives in a range of transactions, including Mergers, Acquisitions, Divestitures and Carve-Outs, Business Sales, Recapitalizations, and Joint Ventures, among other corporate finance and strategy consulting services.

Over the course of 25+ years, we have successfully served clients all over the world, and we are delighted to continue providing investment banking advisory services to our clients who are looking to grow through acquisitions or optimize their portfolios through strategic divestitures.

Seale has extensive experience advising leading multinational companies, private equity firms, and family-owned businesses across a wide range of industries.



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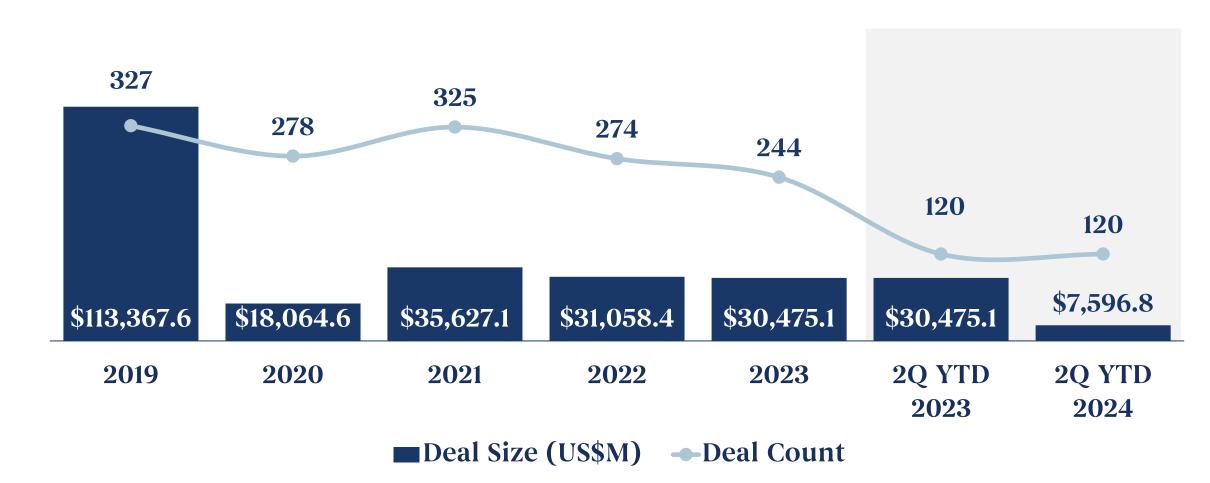
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Aerospace & Defense Industry Overview, M&A Trends and Market Intelligence

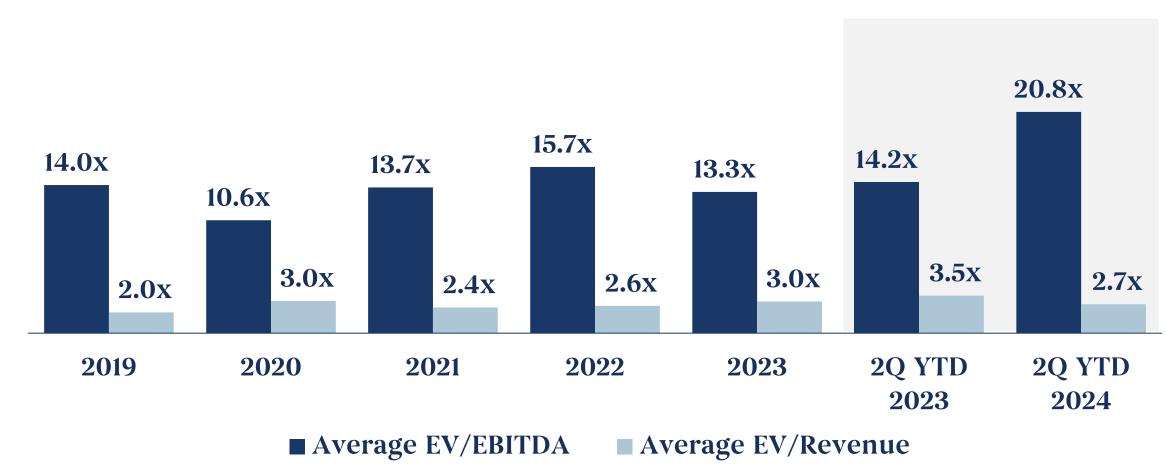
Aerospace & Defense (A&D) overview

- The A&D market is expected to grow to US\$1,234.4 billion by 2028, representing a CAGR of 5.8%
- The growth in the forecasted period can be attributed to government support, rising urbanization, the increasing use of lightweight materials, among others
- **Mid-size transactions** are expected to **dominate** the M&A landscape in 2024. Both corporate and private equity investors focus on strategic areas, such as space and propulsion systems, to build out capabilities and programs
- A&D companies are increasingly targeting acquisitions in emerging technologies, including unmanned aircraft, hypersonic, cybersecurity, and space. These areas are seen as critical for future growth and maintaining a competitive edge
- Digitalization remains a key theme, with companies adopting advanced technologies to address supply chain issues, improve efficiency, and create new revenue streams. This transformation is crucial for developing resilient supply chains and mitigating logistical challenges
- Boeing has pleaded guilty to fraud related to the fatal 737 MAX accidents and agreed to pay a \$2.5 billion fine. This settlement marks a step forward in accountability, yet the aerospace industry **faces ongoing impacts**. The continued lawsuits from victims' families and airlines, along with regulatory and reputational repercussions for Boeing, create uncertainty. The crisis highlights the need for **enhanced safety protocols** and may affect **market confidence** and **investment decisions** within the aerospace and defense sector

Aerospace and Defense Industry M&A Deal Size and Volume



Aerospace and Defense Industry M&A Average EV/EBITDA and EV/Revenue



Selected OEM's Global Comparable Public Companies

Company		Country	Market Cap. US\$M	Enterprise Value US\$M	Revenue US\$M	EBITDA	Annual A		Second Quarter Jun. 30, 2024	
Company		Country				Margin	2022	2023	EV/ EBITDA	EV/ Revenue
Airbus SE	AIRBUS	NLD	\$108,630	\$105,864	\$71,266	10.2%	11.3x	12.9x	14.6x	1.5x
Bombardier Inc.	BOMBARDIER	CAN	\$6,283	\$11,438	\$7,874	12.2%	26.1x	13.8x	11.9x	1.5x
Dassault Aviation société anonyme	FRA	\$14,360	\$6,743	\$5,319	15.7%	6.9x	6.1x	8.1x	1.3x	
Embraer S.A.	BRA	\$4,784	\$6,133	\$4,833	8.2%	14.3x	28.1x	15.5x	1.3x	
General Dynamics Corporation	GENERAL DYNAMICS	USA	\$79,476	\$89,503	\$43,122	12.1%	13.4x	13.1x	17.2x	2.1x
Northrop Grumman Corporation	NORTHROP GRUMMAN	USA	\$64,516	\$79,266	\$40,122	11.5%	9.5x	10.5x	17.1x	2.0x
Rolls-Royce Holdings plc	ROLLS	GBR	\$48,284	\$50,973	\$20,835	16.7%	9.9x	10.5x	14.6x	2.4x
Saab AB (publ)	SAAB	SWE	\$12,768	\$12,683	\$5,124	11.2%	10.7x	14.5x	22.2x	2.5x
The Boeing Company		USA	\$111,733	\$152,137	\$76,442	4.1%	208.0x	86.8x	48.6x	2.0x
Textron Inc.	TEXTRON	USA	\$16,373	\$18,893	\$13,794	12.7%	11.0x	10.5x	10.7x	1.4x
Excluded from mean and median						Mean Median	12.6x 11.1x	13.3x 13.0x	14.7x 15.1x	1.8x 1.7x

Selected Structure and Manufacturers Global Comparable Public Companies

Company	Count	Market V .	Enterprise Value US\$M	Revenue US\$M	EBITDA Margin	Annual Average EV/EBITDA		Second Quarter Jun. 30, 2024	
		Cap. US\$M				2022	2023	EV/ EBITDA	EV/ Revenue
BAE Systems plc	BAE SYSTEMS GBR	\$50,155	\$53,634	\$29,166	14.1%	10.8x	11.3x	13.1x	1.8x
HEICO Corporation	HEICO USA	\$27,113	\$29,720	\$3,511	26.2%	33.4x	31.5x	32.3x	8.5x
Hexcel Corporation	HEXCEL USA	\$5,190	\$5,813	\$1,804	19.7%	21.2x	19.2x	16.4x	3.2x
Howmet Aerospace Inc.	HOWMET USA	\$31,687	\$35,048	\$6,861	23.3%	14.9x	16.4x	21.9x	5.1x
Leonardo S.p.a.	ELEONARDO ITA	\$13,364	\$17,894	\$17,059	12.0%	5.7x	7.3x	8.8x	1.0x
Lockheed Martin Corporation	LOCKHEED MARTIN & USA	\$112,075	\$128,703	\$69,640	15.0%	14.3x	13.3x	12.3x	1.8x
RTX Corporation	RTX USA	\$133,252	\$173,551	\$71,011	13.8%	14.1x	14.0x	17.7x	2.4x
Spirit AeroSystems Holdings, Inc.	SPIRIT USA	\$3,831	\$7,648	\$6,319	NM	64.4x	179.9x	NM	1.2x
TransDigm Group Incorporated	TRANSDIGN USA	\$71,493	\$89,605	\$7,304	49.6%	21.5x	21.9x	24.7x	12.3x
Triumph Group, Inc.	TRIUMPH USA	\$1,190	\$1,892	\$1,192	13.0%	11.8x	11.7×	12.2x	1.6x
Excluded from mean and median NM: Not Measurable					Mean Median	16.4x 14.6x	14.4x 15.2x	13.4x 16.4x	2.3x 2.1x

Source: Capital IQ

Selected North American Airlines Global Comparable Public Companies

Company		Country	Market	Enterprise Value US\$M	Revenue US\$M	EBITDA Margin	Annual Average EV/EBITDA		Second Quarter Jun. 30, 2024	
Company		Country	Cap. US\$M				2022	2023	EV/ EBITDA	EV/ Revenue
Air Canada	AIR CANAD	A CAN	\$4,689	\$8,031	\$16,200	17.7%	15.2x	8.4x	2.8x	0.5x
Alaska Air Group, Inc.	Alaska.	USA	\$5,126	\$6,669	\$10,462	18.6%	8.0x	4.2x	3.4x	0.6x
Allegiant Travel Company	allegiant	USA	\$885	\$2,424	\$2,517	14.9%	12.2x	7.8x	6.4x	1.0x
American Airlines Group Inc.	American Airlines	USA	\$7,434	\$38,398	\$53,169	19.7%	16.8x	4.1x	3.7x	0.7x
Controladora Vuela Compañía de Aviación, S.A.B. de C.V.	volaris +	MEX	\$730	\$3,356	\$3,296	26.4%	5.4x	7.0x	3.9x	1.0x
Delta Air Lines, Inc.	▲ DELTA	USA	\$30,614	\$53,557	\$59,037	20.0%	21.0x	4.9x	4.5x	0.9x
JetBlue Airways Corporation	jetBlue	USA	\$2,071	\$6,160	\$9,496	13.8%	10.8x	4.7×	4.7x	0.6x
Southwest Airlines Co.	Southwest®	USA	\$17,122	\$15,771	\$26,714	15.6%	14.6x	4.1x	3.8x	0.6x
Spirit Airlines, Inc.		USA	\$401	\$6,682	\$5,278	8.4%	24.4x	10.0x	15.1x	1.3x
United Airlines Holdings, Inc.	UNITED	USA	\$16,000	\$36,852	\$54,827	21.8%	15.7x	3.6x	3.1x	0.7x
Excluded from mean and median						Mean Median	12.3x 14.9x	5.1x 4.8x	4.0x 3.8x	0.8x 0.7x

Selected International Airlines Global Comparable Public Companies

Company	Country	Market	Enterprise	Revenue	EBITDA	Annual Average EV/EBITDA		Second Quarter Jun. 30, 2024		
Company		Country	Cap. US\$M	Value US\$M	US\$M	Margin	2022	2023	EV/ EBITDA	EV/ Revenue
Air France-KLM SA	AIRFRANCEKLM GROUP	FRA	\$2,315	\$11,862	\$32,513	13.2%	7.0x	2.9x	2.8x	0.4x
ANA Holdings Inc.	ANA	JPN	\$8,677	\$10,134	\$12,780	17.2%	31.4x	7.5x	4.6x	0.8x
Cathay Pacific Airways Limited	CATHAY PACIFIC	HKG	\$6,588	\$13,347	\$12,101	24.6%	51.9x	11.5x	4.5x	1.1×
Deutsche Lufthansa AG	Lufthansa	DEU	\$7,321	\$13,290	\$38,412	11.0%	15.2x	4.4x	3.1x	0.3x
easyJet plc	easyJet	GBR	\$4,356	\$4,172	\$11,058	11.5%	6.4x	6.8x	3.3x	0.4x
International Consolidated Airlines Group S.A.	INTERNATIONAL AIRLINES GROUP	GBR	\$10,086	\$20,107	\$32,137	18.6%	16.4x	4.8x	3.4x	0.6x
Japan Airlines Co., Ltd.	JAPAN AIRLINES	JPN	\$6,896	\$8,110	\$10,269	18.2%	28.8x	9.7x	4.3x	0.8x
Korean Airlines Co.,Ltd.	KSREAN AIR	KOR	\$6,232	\$9,925	\$12,200	21.0%	5.1x	3.3x	3.9x	0.8x
LATAM Airlines Group S.A.	LATAM AIRLINES	CHL	\$8,233	\$13,653	\$12,136	18.6%	53.8x	10.0x	6.0x	1.1×
Ryanair Holdings plc	RYANAIR	IRL	\$19,747	\$18,283	\$14,405	23.2%	49.7x	6.9x	5.5x	1.3x
Excluded from mean and median						Mean Median	10.0x 22.6x	6.8x 6.9x	4.1x 4.1x	0.8x 0.8x

Selected Avionics Providers Global Comparable Public Companies

	Country	Market Cap. US\$M	Enterprise Value US\$M	Revenue US\$M	EBITDA	Annual Average EV/EBITDA		Second Quarter Jun. 30, 2024	
	Country				Margin	2022	2023	EV/ EBITDA	EV/ Revenue
AIDC	TWN	\$1,548	\$1,977	\$1,223	12.1%	22.2x	18.4x	13.4x	1.6x
BAE SYSTEMS	GBR	\$50,155	\$53,634	\$29,166	14.1%	10.8x	11.3x	13.1x	1.8x
TECHNOLOGY	USA	\$3,441	\$7,340	\$13,667	13.3%	3.6x	6.7x	4.0x	0.5x
Honeywell	USA	\$139,054	\$154,001	\$36,903	25.1%	16.2x	16.2x	16.6x	4.2x
L3HARRIS FAST. FORWARD.	™ USA	\$42,598	\$55,893	\$20,159	18.1%	14.1x	15.3x	15.4x	2.8x
SAFRAN AEROSPACE DEFENCE SECURIT	FRA	\$87,464	\$87,929	\$25,341	19.5%	16.4x	15.2x	17.8x	3.5x
THALES	FRA	\$33,105	\$37,919	\$19,745	14.9%	10.5x	11.0x	12.9x	1.9x
					Mean	12.0x	14.6x	13.3x	2.0x 1.9x
	BAE SYSTEMS CONTROL OF TECHNOLOGY Honeywell L3HARRIST FAST. FORWARD. SAFRANA AEROSPACE-DEFENCE-SECURIT	TWN BAE SYSTEMS GBR CXC USA Honeywell USA L3HARRIS™ FAST. FORWARD. USA FRA FRA	TWN \$1,548 BAE SYSTEMS GBR \$50,155 USA \$3,441 Honeywell USA \$139,054 WE L3HARRIS™ USA \$42,598 FAST. FORWARD. FRA \$87,464	Country Cap. US\$M Value US\$M Image: Country Lamber of Albert Street TWN \$1,548 \$1,977 BAE SYSTEMS GBR \$50,155 \$53,634 Image: Country Street USA \$3,441 \$7,340 Honeywell USA \$139,054 \$154,001 Image: Country Street USA \$42,598 \$55,893 Image: Country Street FRA \$87,464 \$87,929	Country Cap. US\$M Value US\$M US\$M Image: Country Light of the properties of the p	Country Cap. US\$M Value US\$M US\$M Margin Image: TWN \$1,548 \$1,977 \$1,223 12.1% BAE SYSTEMS GBR \$50,155 \$53,634 \$29,166 14.1% DXC USA \$3,441 \$7,340 \$13,667 13.3% Honeywell USA \$139,054 \$154,001 \$36,903 25.1% IMARRIS™ FRA \$42,598 \$55,893 \$20,159 18.1% SAFFRAN FRA \$87,464 \$87,929 \$25,341 19.5% THALES FRA \$33,105 \$37,919 \$19,745 14.9%	Country Cap. US\$M Value US\$M US\$M Margin 2022 Image: No. 10 moles of the control of the country of th	Country Cap. US\$M Value US\$M US\$M Margin 2022 2023 Image: SYSTEMS TWN \$1,548 \$1,977 \$1,223 12.1% 22.2x 18.4x Image: SYSTEMS GBR \$50,155 \$53,634 \$29,166 14.1% 10.8x 11.3x Image: SYSTEMS USA \$3,441 \$7,340 \$13,667 13.3% 3.6x 6.7x Honeywell USA \$139,054 \$154,001 \$36,903 25.1% 16.2x 16.2x Image: SAFERAN USA \$42,598 \$55,893 \$20,159 18.1% 14.1x 15.3x Image: SAFERAN FRA \$87,464 \$87,929 \$25,341 19.5% 16.4x 15.2x THALES FRA \$33,105 \$37,919 \$19,745 14.9% 10.5x 11.0x	TWN \$1,548 \$1,977 \$1,223 12.1% 22.2x 18.4x 13.4x DAE SYSTEMS GBR \$50,155 \$53,634 \$29,166 14.1% 10.8x 11.3x 13.1x WHONEYWELL USA \$139,054 \$154,001 \$36,903 25.1% 16.2x 16.2x 16.6x BLABARRIS* USA \$42,598 \$55,893 \$20,159 18.1% 14.1x 15.3x 15.4x FRA \$87,464 \$87,929 \$25,341 19.5% 16.4x 15.2x 17.8x THALES FRA \$33,105 \$37,919 \$19,745 14.9% 10.5x 11.0x 12.9x Mean 12.0x 14.6x 13.3x

Selected MRO Service Global Comparable Public Companies

					Revenue	EBITDA	Annual Average EV/EBITDA		Second Quarter Jun. 30, 2024	
Company		Country	Cap. US\$M	Value US\$M	US\$M	Margin	2022	2023	EV/ EBITDA	EV/ Revenue
AAR Corp.	AAR	USA	\$2,534	\$2,812	\$2,216	9.9%	11.1x	11.1×	12.8x	1.3x
Aerostar S.A.	AEROSTAR S.A. ORUP INDUSTRIAL AERONAUTIC-BACAG-ROMANIA	ROM	\$318	\$260	\$116	23.0%	10.2x	8.2x	9.7x	2.2x
Latécoère S.A.	LATÉCOÈRE	FRA	\$94	\$515	\$606	NM	NM	39.1x	NM	0.8x
MTU Aero Engines AG	Aero Engines	DEU	\$13,772	\$14,504	\$5,860	1.5%	15.5x	14.9x	162.1x	2.5x
Singapore Technologies Engineering Ltd	ST Engineering	SGP	\$9,961	\$14,427	\$7,451	13.8%	14.6x	14.7x	14.0x	1.9x
Excluded from mean and median						Mean	12.0x	12.2x	12.2x	1.8x
NM: Not Measurable						Median	12.9x	14.7x	13.4x	1.9x

Aerospace & Defense Industry - Global Transactions (1/2)

Date	Target	Country	Description	Buyer	Seller	% Acquired	Size US\$M	EV/ EBITDA	EV/ Revenue
Jun-24	COBHEM ADVANCED ELECTRONIC SOLUTIONS	USA	Provides advanced electronic solutions and components	Honeywell	Advent International	100.0%	\$1,900.0	14.0x	-
Jun-24	LPI LLAMAS PLASTICS INC.	USA	Manufactures windshields	LEE AEROSPACE	-	100.0%	-	-	-
Jun-24	PTW _n	USA	Manufactures engineering and composite parts and tools	AEROSPACE	-	100.0%	-	-	-
May-24	Commercial Engine Solutions	CAN	Provides engine modification, repair, and overhaul services	FTAI AVIATION	LOCKHEED MARTIN	100.0%	\$170.0	-	-
May-24	RAPTOR SCIENTIFIC	USA	Manufactures measurement and testing systems	TRANSDIGM GROUP INC.	L CAPITAL PARTNERS	100.0%	\$655.0	-	-
May-24	Aircraft business division	GBR	Provides a wide range of aviation services, including aircraft sales, leasing, and management	JETCRAFT	AVIATION GROUP	100.0%	-	-	-
May-24	Innovative Solutions & Support	USA	Designs and manufactures advanced avionics products and systems	Undisclosed Buyer	-	85.1%	\$118.6	13.4x	3.3x
May-24	STEEL Q	FRA	Produces high-precision electronic components and systems for industrial and commercial applications	ACTIA®	diadem	100.0%	-	-	-

Source: Capital IQ

Aerospace & Defense Industry - Global Transactions (2/2)

Date	Target	Country	Description	Buyer	Seller	% Acquired	Size US\$M	EV/ EBITDA	EV/ Revenue
May-24	Phoenix Aviation Services, L.L.C.	USA	Offers repair and overhaul services of aircraft equipment to aviation industry	SALTRIVER AVIATION, LLC	-	100.0%	-	-	-
Apr-24	CDVCC	KOR	Manufactures industrial machinery, fuel tanks, and carbon fiber composite materials	KOLON	-	100.0%	\$25.7	-	\$0.7
Apr-24	Trinity	CAN	Provides sheet metal fabrication services for aircraft	AERO ENGINEERING + EF PRECISION GROUP	-	100.0%	-	-	-
Apr-24		JPN	Manufactures and sales of autonomous equipment centered industrial drones	EXEDY®	-	100.0%	-	-	-
Apr-24	GKN Aerospace St. Louis Facility	USA	Manufactures and sells aerospace components to aircraft and space vehicle manufacturers	BOEING	GKN AEROSPACE	100.0%	-	-	-
							Mean	13.7x	2.0x
							Median	13.7x	2.0x

Source: Capital IQ

Selected Transactions Commentary



"This acquisition further positions Honeywell at the forefront of the defense industry's most dynamic sectors and sets the tempo for continued growth across our aerospace business."

Vimal Kapur, Chairman and CEO of Honeywell



"M4 believes that the combination of M4's outstanding design, optimization, and testing capabilities and PTW's tooling and prototyping capabilities would be a great offering to its customers and extremely excited to finally make this a reality. We look forward to helping companies create the next generation of aerospace prototypes."

Myles Baker, President of M4 Engineering



"Acquiring Lockheed Martin Commercial Engine Solutions represents a significant milestone for FTAI as we expand our MRE offerings."

Joe Adams, CEO of FTAI



"We are excited about the acquisition of Raptor Scientific. The Company's comprehensive proprietary and highly engineered product portfolio of aerospace and defense testing and instrumentation solutions fits well with our value generation strategy."

Kevin Stein, President and CEO of TransDigm

Private Equity Transactions

INDUSTRY CLASIFICATION	PERIOD	AVERAGE ENTERPRISE VALUE (IN USD)	REVENUE (IN USD)	TTM REVENUE GROWTH	ENTERPRISE VALUE / REVENUE	EBITDA MARGIN	ENTERPRISE VALUE /EBITDA	NUMBER OF TRANSACTIONS
	0000	\$	\$	\$ \$ \equiv \text{\$}	\$	\$	\$ \frac{1}{2}	\$
Aerospace Product and Parts Manufacturing NAICS 3364 - Aerospace Product Manufacturing	2019-2024 at and Parts	\$36.9M	\$25.6M	7.3%	1.6x	25.8%	5.8x	12
Other Aircraft Parts and Auxiliary Equipment Manufacturing	S 2019-2024	\$45.1M	\$31.2M	2.6%	1.6x	25.1%	5.9x	7

NAICS 336413 - Other Aircraft Parts and Auxiliary Equipment Manufacturing

Notes:

- Data obtained via GF Data, a subscription-based information platform, offering detailed information and metrics about the transactions of Private Equity funds in the U.S.
- The data is provided under a blind confidential format. Users of the data are unable to identify the exact company and transaction corresponding to the transaction details. Given this blind approach, the data submitted is less likely to be biased or manipulated.

Source: GF Data

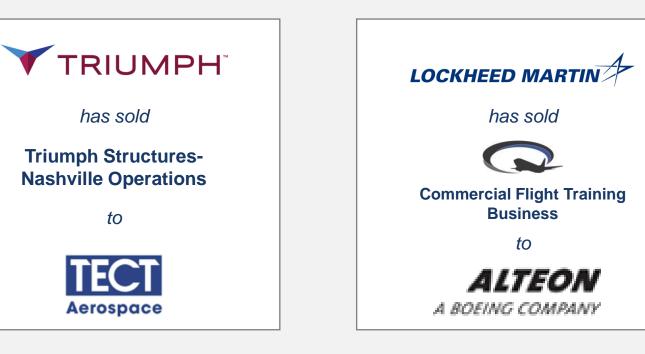
Sector Relevant Experience

























Acquisition **Advisory** Services



Acquisition Advisory Services









Sector Relevant Experience

- Extensive M&A transaction experience, including
- Advised Lockheed Martin Corporation, a global Aerospace and Defense company, on the sale of its commercial flight training business to Alteon, a full-service provider of airline training solutions and a subsidiary of The Boeing Company
 - Seale focused marketing materials on synergies with buyer's business and demonstrated premium pricing rationale through proforma financials
- Advised Triumph Group Inc. on the sale of its Triumph Air Repair business, a provider of APU maintenance and overhauls solutions, and Triumph Engines Tempe business, a vertically integrated provider of engine component repair and manufacturing services, to The Gores Group
 - The assignment included the sale of a niche provider of hot-section component manufacturing and repair services for original equipment manufacturers, aircraft operators, and repair and overhaul providers
- Advised Triumph Group Inc. on the sale of its Nashville operations to affiliates of TECT Aerospace
 - The Nashville operations offer vertically integrated, build-to-print manufacturing of long-and-large structural parts to OEM customers
 - The assignment had a number of challenges and issues to resolve, including lack of standalone financial statements, accounting block / POC accounting, carve-out operations, declining volumes, restructured business and OEM assignments and approvals
- Advised RFE Investment Partners on the sale of PCX Texas from its PCX Aerosystems portfolio company. The Texas based operations offers large structural airframe parts and assemblies to premier aerospace OEMs and Tier 1 suppliers on a range of commercial and military platforms
 - Seale positioned the business on a go forward basis that included cost savings from recent restructuring efforts and presented a proforma illustration of performance under increased volumes





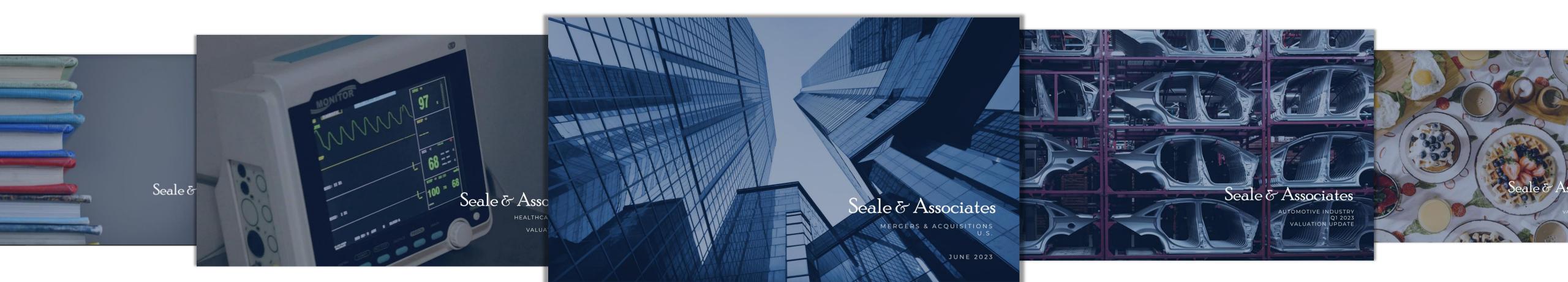
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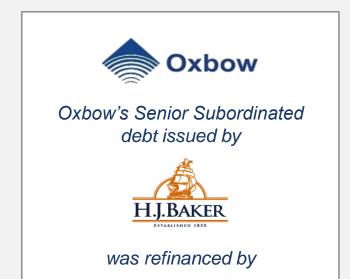




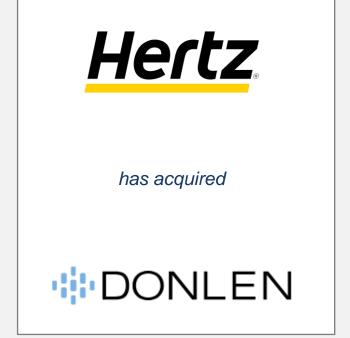








BMO (A











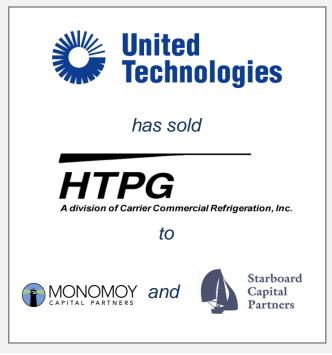




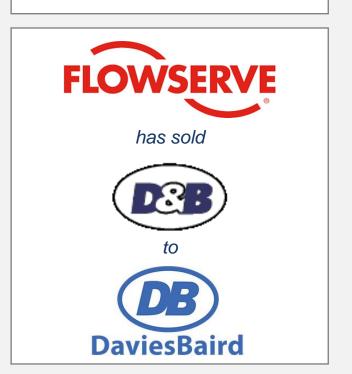
















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BRETT M. CARMEL

Senior Managing Director and Co-founder | Miami, FL

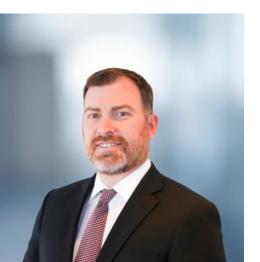


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25+ years of global M&A experience and Professor of M&A at Johns Hopkins University

The George Washington University - MBA International Business and MA - International Affairs

University of Florida - BA in Political Science with High Honors



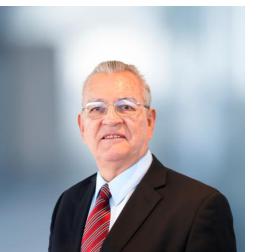
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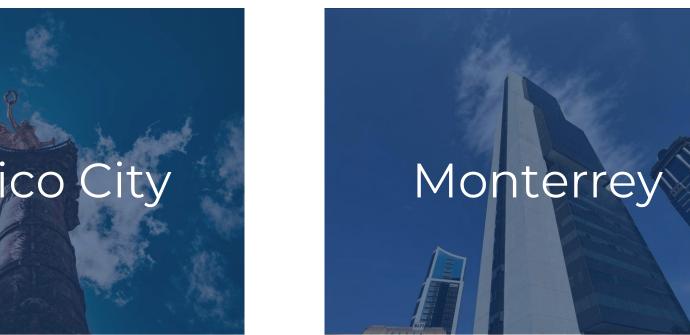
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