

Introduction

We are pleased to share our Aerospace & Defense Industry Multiples Valuation Update for Q4 2023.

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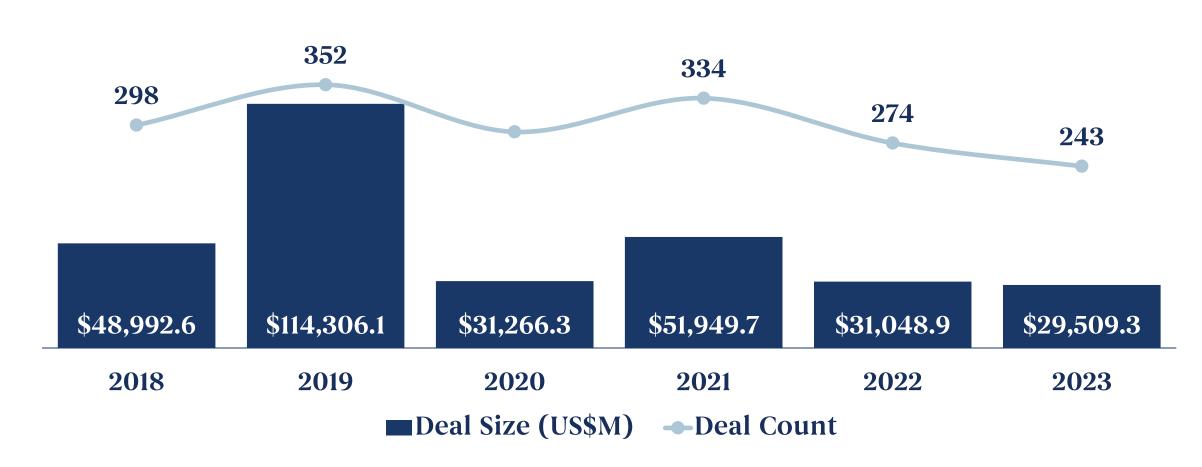
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Aerospace & Defense Industry Overview, M&A Trends and Market Intelligence

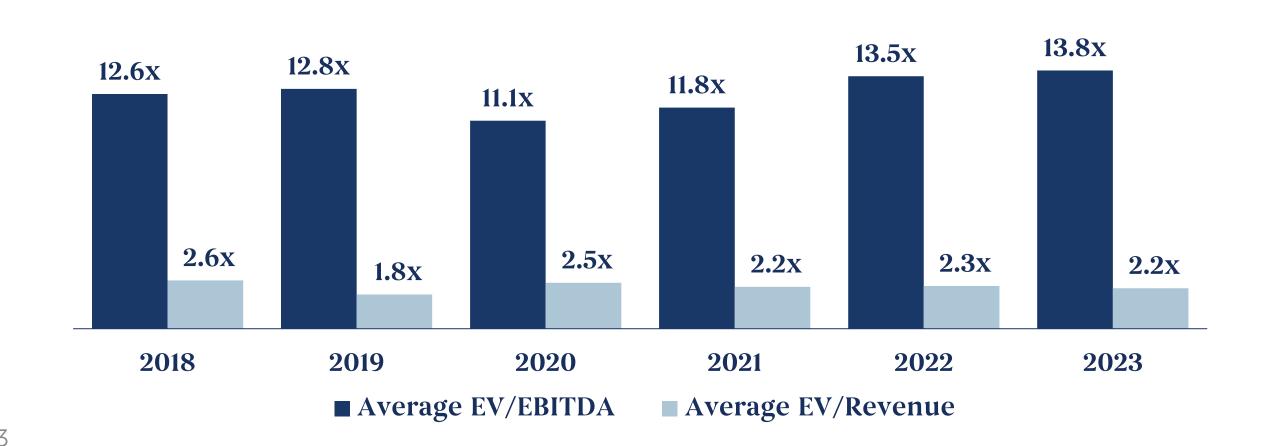
Aerospace & Defense overview

- 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.
- In 2023, the aerospace and defense (A&D) industry experienced a resurgence in product demand. Within the aerospace sector, domestic commercial aviation revenue passenger kilometers exceeded pre-pandemic levels in the majority of countries.
- The demand for A&D products and services is expected to continue into 2024.
- North America was the largest region in the A&D market in 2023. It is expected to be the fastest-growing region in the forecast period.
- The M&A market is expected to see a surge in activity specially in mid-size transactions, focusing on strategic areas such as unmanned aircraft, hypersonic, cyber, and space technologies.
- A&D companies should expect to see continued fragility of and disruption in the global supply chain, which may lead to production delays, delivery delays, and increased pricing for both raw materials and components.
- Modernizing and integrating processes and enabling technologies are some significant steps for the A&D industry to improve production throughput and cost efficiency.

Aerospace & Defense Industry M&A Deal Size and Volume



Aerospace & 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	EBITDA	Annual Average EV/EBITDA		Fourth Quarter Dec. 31, 2023	
Company		- Godinary			US\$M	Margin	2021	2022	EV/ EBITDA	EV/ Revenue
Airbus SE	WAIRBUS	NLD	\$121,931	\$118,371	\$72,340	11.3%	14.8x	11.3x	14.4x	1.6x
Bombardier Inc.	BOMBARDIER	CAN	\$3,861	\$9,364	\$8,046	10.6%	81.8x	26.1x	11.0x	1.2x
Dassault Aviation société anonyme	DASSAULT	FRA	\$15,651	\$7,327	\$5,487	20.5%	6.4x	6.9x	6.5x	1.3x
Embraer S.A.	← EMBRAER	BRA	\$3,390	\$5,050	\$5,381	5.6%	79.7x	14.3x	16.6x	0.9x
General Dynamics Corporation	GENERAL DYNAMICS	USA	\$70,736	\$80,381	\$42,272	12.3%	11.8x	13.4x	15.5x	1.9x
Northrop Grumman Corporation	NORTHROP GRUMMAN	USA	\$70,592	\$83,785	\$39,290	19.3%	11.3x	9.5x	11.1×	2.1x
Rolls-Royce Holdings plc	ROLLS	GBR	\$31,923	\$35,705	\$20,999	12.6%	16.3x	9.9x	13.5x	1.7×
Saab AB (publ)	SAAB	SWE	\$8,040	\$7,936	\$5,132	10.4%	13.3x	10.7x	14.9x	1.5x
The Boeing Company	Ø BOEING	USA	\$157,693	\$196,605	\$77,794	4.2%	NM	208.0x	59.7x	2.5x
Textron Inc.	TEXTRON	USA	\$15,763	\$17,995	\$13,683	12.1%	13.8x	11.0x	10.9x	1.3x
Excluded from mean and medianNM: Not Measurable						Mean Median	12.5x 13.8x	12.6x 11.1x	12.7x 13.9x	1.6x 1.6x

Selected Structure and Manufacturers Global Comparable Public Companies

Company	Country	Market	Enterprise Value US\$M	Revenue US\$M	EBITDA	Annual Average EV/EBITDA		Fourth Quarter Dec. 31, 2023	
		Cap. US\$M			Margin	2021	2022	EV/ EBITDA	EV/ Revenue
BAE Systems plc	BAE SYSTEMS GBR	\$42,798	\$47,395	\$29,396	13.8%	8.4x	10.8x	11.7x	1.6x
HEICO Corporation	HIEICO USA	\$21,686	\$24,531	\$2,968	26.8%	39.3x	33.4x	30.8x	8.3x
Hexcel Corporation	HEXCEL USA	\$6,203	\$6,860	\$1,789	20.3%	32.2x	21.2x	18.9x	3.8x
Howmet Aerospace Inc.	HOWMET USA	\$22,284	\$25,824	\$6,640	22.0%	14.3x	14.9x	17.7×	3.9x
Leonardo S.p.a.	ELEONARDO ITA	\$9,497	\$14,551	\$16,902	9.9%	5.0x	5.7x	8.7x	0.9x
Lockheed Martin Corporation	LOCKHEED MARTIN USA	\$112,448	\$126,286	\$67,571	15.7%	10.7x	14.3x	11.9x	1.9x
RTX Corporation	RTX USA	\$120,714	\$153,691	\$68,920	13.8%	17.1x	14.1x	16.2x	2.2x
Spirit AeroSystems Holdings, Inc.	SPIRIT USA	\$3,687	\$7,285	\$6,048	NM	NM	64.4x	NM	1.2x
TransDigm Group Incorporated	TRANSDIGM USA	\$55,956	\$72,245	\$6,977	46.3%	26.4x	21.5x	22.3x	10.4x
Triumph Group, Inc.	TRIUMPH USA	\$1,274	\$2,763	\$1,407	14.4%	9.8x	11.8x	13.6x	2.0x
Excluded from mean and median NM: Not Measurable					Mean Median	13.1x 14.3x	14.3x 14.6x	14.1x 16.2x	2.2x 2.1x

Selected North American Airlines Global Comparable Public Companies

Company		Country	Market Country Cap. US\$M	Enterprise Value US\$M	Revenue	EBITDA Margin	Annual A	Average BITDA	Fourth Quarter Dec. 31, 2023	
Company		country			US\$M		2021	2022	EV/ EBITDA	EV/ Revenue
Air Canada	AIR CANADA	A CAN	\$5,073	\$9,677	\$16,532	17.2%	NM	15.2x	3.4x	0.6x
Alaska Air Group, Inc.	Alaska.	USA	\$5,003	\$6,679	\$10,426	15.3%	27.3x	8.0x	4.2x	0.6x
Allegiant Travel Company	allegiant®	USA	\$1,485	\$2,944	\$2,510	20.2%	36.7x	12.2x	5.8x	1.2x
American Airlines Group Inc.	American Airlines	USA	\$8,980	\$39,603	\$52,788	22.0%	NM	16.9x	3.4x	0.8x
Controladora Vuela Compañía de Aviación, S.A.B. de C.V.	volaris +	MEX	\$1,103	\$3,826	\$3,259	17.5%	17.1×	5.4x	6.7x	1.2x
Delta Air Lines, Inc.	▲ DELTA	USA	\$25,762	\$48,656	\$58,048	18.6%	222.4x	21.0x	4.5x	0.8x
JetBlue Airways Corporation	jetBlue	USA	\$1,850	\$5,144	\$9,615	15.0%	NM	10.8x	3.6x	0.5x
Southwest Airlines Co.	Southwest®	USA	\$17,216	\$14,756	\$26,091	13.3%	110.8x	14.6x	4.2x	0.6x
Spirit Airlines, Inc.		USA	\$1,789	\$7,459	\$5,363	12.6%	100.0x	24.4x	11.0x	1.4x
United Airlines Holdings, Inc.	UNITED	USA	\$13,534	\$33,154	\$53,717	22.2%	NM	15.7x	2.8x	0.6x
Excluded from mean and median NM: Not Measurable						Mean Median	27.0x 68.3x	12.3x 14.9x	4.3x 4.2x	0.8x 0.7x

Selected International Airlines Global Comparable Public Companies

Company	Country	Market	Enterprise	Revenue	EBITDA	Annual Average EV/EBITDA		Dec. 3	Quarter 31, 2023	
			Cap. US\$M	Value US\$M	US\$M	Margin	2021	2022	EV/ EBITDA	EV/ Revenue
Air France-KLM SA	AIRFRANCEKLM GROUP	! FRA	\$3,946	\$12,563	\$33,181	15.1%	NM	7.0x	2.5x	0.4x
ANA Holdings Inc.	ANA	JPN	\$10,144	\$11,915	\$14,126	18.4%	NM	31.4x	4.6x	0.8x
Cathay Pacific Airways Limited	CATHAY PACIFIC	HKG	\$6,725	\$14,942	\$12,095	17.1%	154.4x	51.9x	7.2x	1.2x
Deutsche Lufthansa AG	Lufthansa	DEU	\$10,635	\$16,609	\$39,212	13.8%	NM	15.2x	3.1x	0.4x
easyJet plc	easyJet	GBR	\$4,892	\$4,865	\$10,408	13.6%	NM	6.4x	3.4x	0.5x
International Consolidated Airlines Group S.A.	INTERNATIONAL AIRLINES GROUP	GBR	\$9,705	\$18,122	\$32,556	18.7%	NM	16.4x	3.0x	0.6x
Japan Airlines Co., Ltd.	JAPAN AIRLINES	JPN	\$8,598	\$9,979	\$11,481	17.7%	NM	28.8x	4.9x	0.9x
Korean Air Lines Co., Ltd.	KOREAN AIR	KOR	\$6,798	\$10,460	\$12,406	23.4%	10.0x	5.1x	3.6x	0.8x
LATAM Airlines Group S.A.	LATAM AIRLINES	CHL	\$6,584	\$11,715	\$11,641	16.5%	82.4x	53.8x	6.1x	1.0x
Ryanair Holdings plc	RYANAIR	IRL	\$24,026	\$23,114	\$14,503	25.7%	56.0x	49.7x	6.2x	1.6x
Excluded from mean and median NM: Not Measurable						Mean Median	49.5x 69.2x	10.0x 22.6x	4.5x 4.1x	0.8x 0.8x

Selected Avionics Providers Global Comparable Public Companies

Company		Country	Market Cap. US\$M	Enterprise Value US\$M	Revenue US\$M	EBITDA	Annual Average EV/EBITDA		Fourth Quarter Dec. 31, 2023	
Company		Country				Margin	2021	2022	EV/ EBITDA	EV/ Revenue
Aerospace Industrial Development Corporation	AIDC	TWN	\$1,648	\$2,365	\$1,254	11.0%	30.6x	22.2x	17.2x	1.9x
BAE Systems plc	BAE SYSTEMS	GBR	\$42,798	\$47,395	\$29,396	13.8%	8.4x	10.8x	11.7×	1.6x
DXC Technology Company	TECHNOLOGY	USA	\$4,429	\$8,666	\$13,872	6.7%	4.7x	3.6x	9.3x	0.6x
Honeywell International Inc.	Honeywell	USA	\$138,251	\$152,169	\$36,662	24.6%	19.5x	16.2x	16.8x	4.2x
L3Harris Technologies, Inc.	L3HARRIS FAST. FORWARD.	™ USA	\$39,921	\$53,794	\$19,419	15.2%	13.1x	14.1x	18.2x	2.8x
Safran SA	SAFRAN AEROSPACE · DEFENCE · SECURIT	FRA	\$74,041	\$74,487	\$26,142	18.3%	18.8x	16.4x	15.6x	2.8x
Thales S.A.	THALES	FRA	\$30,867	\$31,970	\$20,370	14.3%	9.1x	10.5x	11.0x	1.6x
Excluded from mean and median NM: Not Measurable						Mean Median	12.3x 13.1x	15.1x 15.2x	13.6x 15.6x	1.9x 1.9x

Selected MRO Service Global Comparable Public Companies

Company	Company				Revenue	EBITDA	Annual Average EV/EBITDA		Fourth Quarter Dec. 31, 2023	
Company		Country	Cap. US\$M	Value US\$M	US\$M	Margin	2021	2022	EV/ EBITDA	EV/ Revenue
AAR Corp.	AAR	USA	\$2,180	\$2,463	\$2,170	9.9%	18.2x	11.1×	11.5x	1.1x
Aerostar S.A.	AEROSTAR S.A. GRUP INDUSTRIAL AERONAUTIC-BACAU-ROMANIA	ROM	\$296	\$246	\$113	25.9%	10.1x	10.2x	8.4x	2.2x
Latécoère S.A.	LATÉCOÈRE	FRA	\$215	\$650	\$625	NM	33.3x	NM	NM	1.0x
MTU Aero Engines AG	Aero Engines	DEU	\$11,602	\$12,438	\$5,928	NM	20.8x	15.5x	NM	2.1x
Singapore Technologies Engineering Ltd	ST Engineering	SGP	\$9,179	\$13,766	\$7,653	12.9%	14.4x	14.6x	14.0x	1.8x
Excluded from mean and median						Mean	15.9x	12.8x	11.3x	1.6x
NM: Not Measurable						Median	18.2x	12.9x	11.5×	1.8x

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

Date	Target	Country	y Description	Buyer	Seller	% Acquired	Size US\$M	EV/ EBITDA	EV/ Revenue
Dec-23	RO-RA AVIATION SYSTEMS	AUT	Manufactures aircraft components and functional assemblies for the aviation industry	MinebeaMitsumi Passion to Create Value through Difference	-	100.0%	-	-	-
Dec-23	DCM	CAN	Provides aircraft maintenance and repair services		-	100.0%	-	-	-
Dec-23	QUICKTURN	USA	Provides aircraft engine maintenance services	FTAI AVIATION	UNICAL	50.0%	\$30.3	-	-
Dec-23	♦ ARTEMIS	GBR	Manufactures and distributes Uncrewed Aircraft Systems (UAS)	alles	-	100.0%	-	-	-
Dec-23	igorplus Aviation T echnologies	USA	Manufactures aerospace and defense electronics equipment	HAWTHERNE GLOBAL AVIATION SERVICES	-	100.0%	-	-	-
Dec-23	AIRCRAFT MAINTENANCE	USA	Provides aircraft maintenance services to airline operators	Flightcheck COMMERCIAL AVIATION SERVICES	-	100.0%	-	-	-
Nov-23	Commercial Aviation Solutions business	USA	Commercial Aviation Solutions business of L3Harris Technologies	TJC	L3HARRIS™ FAST. FORWARD.	100.0%	\$800.0	15.0x	-
Nov-23	Assets of Kelly Aero LLC	USA	Comprises aircraft engine accessories and cabin heating solutions	HARTZELL ENGINE TECH	KELLY	100.0%	-	-	-
Nov-23	AIRCRAFT SERVICES	DEU	Provides aircraft security and maintenance services	CHEQUERS	-	100.0%	-	-	-
Nov-23	P3 Technologies Propulsion. Pumps. Power. A GHM Company	USA	Specializes in propulsion, pumps, and power for the aerospace and defense industry	GHM	-	100.0%	\$12.8	-	-
Nov-23	Electron Device Business	USA	Manufactures electronic components and subsystems primarily serving the aerospace and defense market	TRANSDIGM GROUP INC.	Communications & Power Industries	100.0%	\$1,385.0	-	4.6x

Source: Capital IQ 10

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

Date	Target	Country	Description	Buyer	Seller	% Acquired	Size US\$M	EV/ EBITDA	EV/ Revenue
Nov-23	THE UNITECH GROUP The Standard In Execution	USA	Designs and develops military and commercial aerospace parts and assemblies	CHARGER	-	100.0%	-	-	-
Nov-23	Votaw Precision Technologies, Inc.	USA	Manufactures precision components for aerospace, defense, and commercial industries in the United States	TECHPRECISION	-	100.0%	\$110.0	-	-
Nov-23	€2E	GBR	Provides communication engineering and technical consulting services	** TELESPRZIO a LEONARDO and THALES company	-	100.0%	-	-	-
Oct-23	Cybersecurity, Intelligence and Services Business	USA	Comprises cybersecurity and intelligence services	ND	RTX	100.0%	\$1,300.0	-	-
Oct-23	me	CAN	Provides aircraft maintenance and modification services	DE HAVILLAND AIRCRAFT OF CANADA LIMITED	-	100.0%	-	-	-
Oct-23	(AD INDUSTRIES	FRA	Specializes in mechanical, hydraulic, and composite engineering solutions for the aerospace industry	Samvardhana Motherson Automotive Systems Group BV	-	100.0%	\$158.9	15.8x	-
Oct-23	Jeteast A Gama Aviation company	USA	Provides business aviation aircraft maintenance services	WEST STAR	Gama Aviation "=	100.0%	\$131.7	-	-
Oct-23	BPAERO	USA	Provides aircraft engine aftermarket services	ITP Aero	-	100.0%	-	-	-
Oct-23	ONAMAC INDUSTRIES, INC.	USA	Manufactures precision-machined parts for commercial aerospace applications	DUE WEST PARTNERS	CPP Consolidated Precision Products	100.0%	-	-	-
Oct-23	E.I.S. AIRCRAFT	DEU	Manufactures cabin interior products for the aviation industry	Lighter. Smarter. Greener	_	100.0%	-	-	-
Oct-23	Airline Strategy Group	USA	Provides network planning, revenue management, strategic partnership, and operations management services to airlines	SEABURY CAPITAL GROUP		100.0%	-	_	_
ND: Not	Disclosed						Mean	15.4x	4.6x
							Median	15.4x	4.6x

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Source: Capital IQ

Selected Transactions Commentary



"Today's announcement is consistent with our multi-year strategy to optimize our national security, technology-focused portfolio, aligned with our capital allocation priorities, we plan to use the proceeds from this transaction to repay debt, which will accelerate our timeline to reach our debt leverage objective."

Christopher E. Kubasik, Chairman and CEO of L3Harris



"With its focus on the aerospace, defense and medical industries and its strength in aftermarket products, we believe TransDigm will provide an excellent home for the Electron Device business. As an established industry-leader in electronic components with a worldwide reputation for technology excellence and dependability, the Electron Device business will provide TransDigm with a stable and healthy business."

Andy Ivers, President and CEO of CPI



"This acquisition is a game-changer for Xalles, perfectly aligning with our goal to diversify our portfolio and enhance shareholder value in high-growth markets. The Defense Autonomy and Artificial Intelligence sector offers tremendous growth potential, and we are poised to be a major player in this arena."

Thomas Nash, Chairman and CEO of Xalles



"I'm looking forward to bringing the Jet East and West Star teams together as we build the premier Business Aviation Maintenance provider in the industry. Our focus now is to use this combination to better serve our customers and support our employees."

Jim Rankin, CEO of West Star Aviation

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{\$}	\$	\$	\$ 1	\$
Aerospace Product and Parts Manufacturing NAICS 3364 - Aerospace Product Manufacturing	2020-2023 et and Parts	\$39.5M	\$24.5M	15.7%	1.6x	25.2%	6.1x	39
Other Aircraft Partsand Auxiliary Equipment Manufacturing NAICS 336413 - Other Aircraft Po	2021-2023 arts and Auxiliary	\$55.0M	\$30.5M	16.2%	1.7x	26.8%	6.2x	21

Notes:

Equipment Manufacturing

- 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







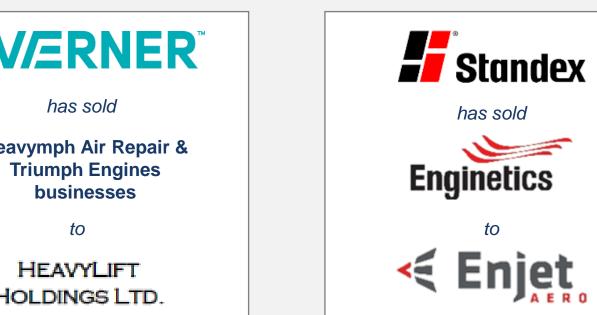


















Acquisition **Advisory** Services











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-andlarge 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





Triumph Air Repair, the APU
Overhaul Operations of
Triumph Aviation Services –
Asia, and Triumph Engines
businesses

TGG THE GORES GROUP



has sold

Triumph Structures-Nashville Operations

to





a portfolio company of



has sold its

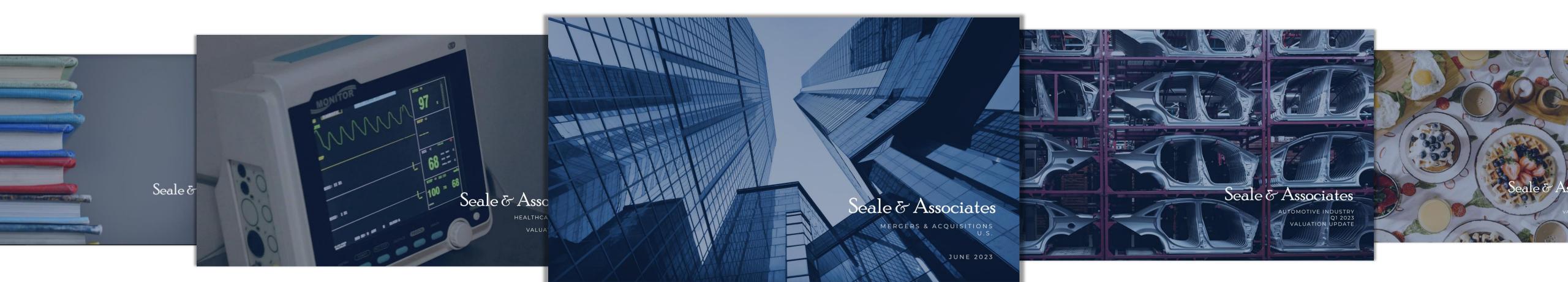
Texas Precision Machining Business

to

Harlow Aerostructures Texas, LLC

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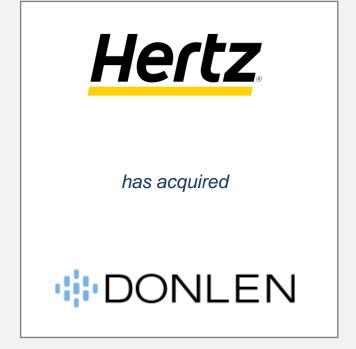








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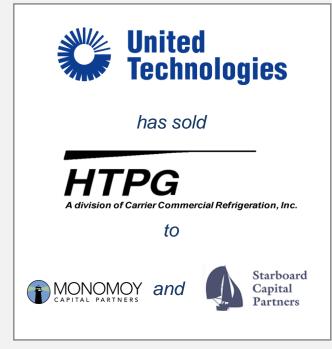




















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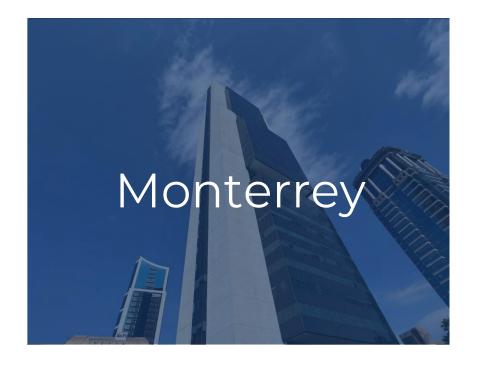
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Senior Managing Director and Co-founder | Miami, FL



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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



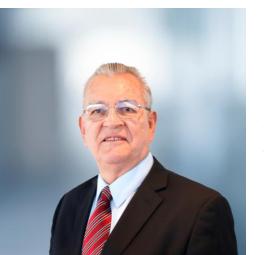
ROBERT E. WHITNEY Managing Director | Washington, DC





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19+ years of global M&A experience, CPA Deloitte & Touche, Corporate Audit and Assurance Services University of Richmond - BS Business Administration in Accounting



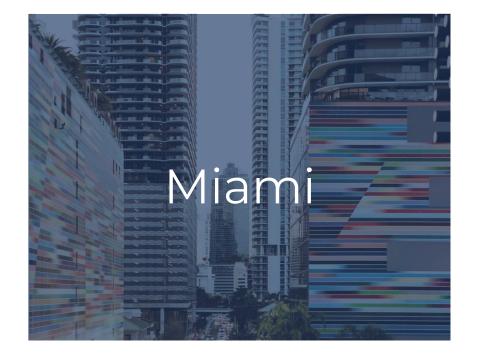
FELIPE BUENO

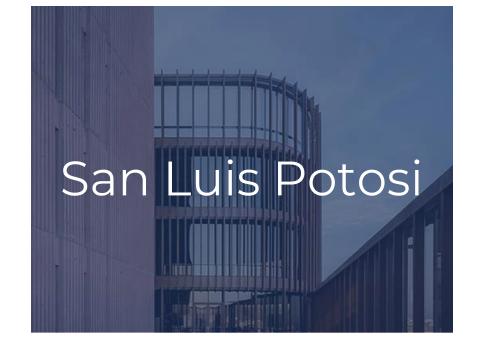
Senior Director | Monterrey, Mexico



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32+ years with Grupo Industrial Saltillo with experience as Director, Corp. Dev. and extensive global commercial experience Instituto Tecnologico y de Estudios Superiores de Monterrey MBA and BS in Industrial Engineering





Creative Solutions. Trusted Advice.

For over 25 years, Seale & Associates has served leading public and private companies from around the world and operating in a broad range of industries with a high level of quality, integrity and independence while presenting innovative ideas and trusted solutions to address their most complex dealings.

25

YEARS OF EXPERIENCE

\$50B+

TRANSACTIONS GLOBALLY

SERVICES AND SOLUTIONS

Mergers & Acquisitions

Divestitures

held companies.

Joint Ventures / Alliances

Recapitalizations

Due Diligence / Support

Expert Witness Testimony

Corporate Finance Advisory

Strategy Consulting

Trusted Advisor to Leading Companies Worldwide

We have worked repeatedly with many of the most well-known companies in the world...











































...as well as with reputable funds, family-offices and privately





























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Creative Solutions. Trusted Advice.