

Seale & Associates ———— CHEMICALS Q2 2024

## Introduction

We are pleased to share our Chemicals 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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### Chemicals' Industry Overview, M&A Trends and Market Intelligence

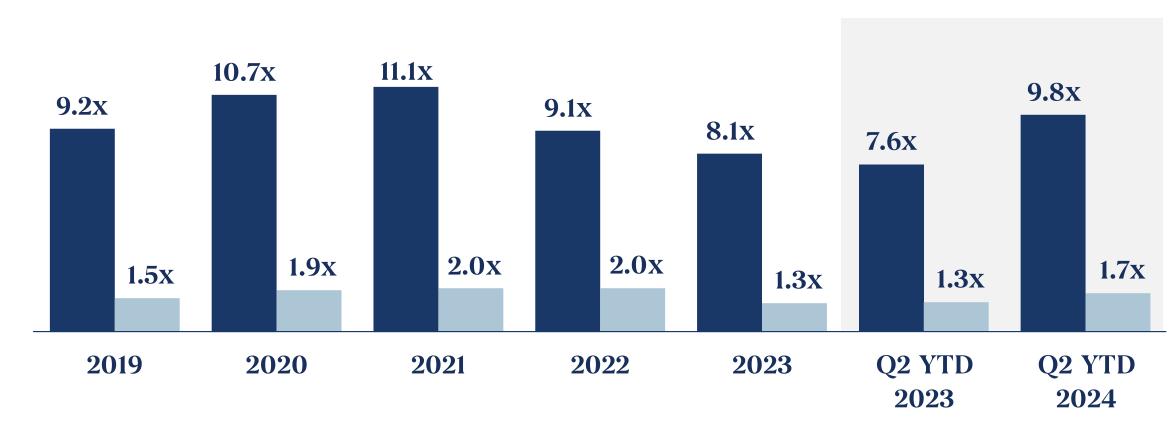
#### **Industry Overview and M&A Trends**

- In Q2 2024, the global chemicals industry, valued at around US\$6.2 trillion, faced a complex mix of opportunities and challenges, with sustainability, technological innovation, and supply chain reconfiguration as the key drivers
- M&A activity surged as companies adapted to changing market dynamics, particularly in the middle market (enterprise value <US\$500.0 million), which saw a rise in deals focused on acquiring niche technologies and specialized products at a strategic scale
- The specialty chemicals segment was at the forefront of this activity, accounting for over 66.0% of total deals. This segment's appeal lies in its high margins and critical role in advanced industries such as electronics, automotive, and sustainability initiatives
- Companies are increasingly shifting toward higher-value, specialized products, with a focus on sustainability. This trend is driving consolidation, particularly in technologies that support greener practices, such as bio-based chemicals and advanced materials
- Geopolitical factors and supply chain disruptions are prompting a regional realignment in the industry. Companies are acquiring assets that enhance local production capabilities, especially in Europe and North America, to mitigate risks associated with global supply chain dependencies
- Private equity firms have been key players in chemicals M&A, attracted by the sector's reliable cash flows and critical roles in various markets
- Elevated interest rates and tight credit markets have driven M&A activity to prioritize high-quality, strategic assets. Deal structures have adapted accordingly, with a growing reliance on earnouts and contingent payments to bridge valuation gaps

#### **Chemicals Industry M&A Deal Size and Volume**



Chemicals Industry M&A Average EV/EBITDA and EV/Revenue



## Basic Chemicals Global Comparable Public Companies (1/2)

Company	Country		Market Cap.	Enterprise Value	Revenue US\$M	EBITDA	Annual Average EV/EBITDA		Second Quarter Jun. 30, 2024	
			US\$M	US\$M	US\$M	Margin	2022	2023	EV/ EBITDA	EV/ Revenue
AdvanSix Inc.	ADVANSix	USA	\$615	\$926	\$1,495	8.8%	4.2x	4.0x	7.0x	0.6x
ALPEK, S.A.B. de C.V.	<b>Malpek</b>	MEX	\$1,530	\$3,446	\$7,042	6.5%	3.5x	4.0x	7.5x	0.5x
Braskem S.A.	Braskem	BRA	\$2,595	\$10,185	\$12,674	5.3%	2.7x	13.9x	15.1x	0.8x
Cabot Corporation	САВОТ	USA	\$5,078	\$6,196	\$3,958	19.7%	7.7×	7.6x	8.0x	1.6x
Chemtrade Logistics Income Fund	CHEMTRADE	CAN	\$791	\$1,466	\$1,295	27.0%	7.2x	4.1x	4.2x	1.1×
Cydsa, S.A.B. de C.V.	Cydsa	MEX	\$539	\$1,126	\$773	28.6%	6.0x	5.4x	5.1x	1.5x
Dow Inc.	Dow	USA	\$37,305	\$51,117	\$43,031	15.6%	4.1x	6.1x	7.6x	1.2x
Ercros, S.A.	Ercros	ESP	\$383	\$504	\$704	2.6%	5.0x	4.5x	27.4x	0.7x

## Basic Chemicals Global Comparable Public Companies (2/2)

				v Can. Value	Revenue	EBITDA	Annual Average EV/EBITDA		Second Quarter Jun. 30, 2024	
Company		Country	US\$M	value US\$M	US\$M	Margin	2022	2023	EV/ EBITDA	EV/ Revenue
Hawkins, Inc.	HAWKINS	USA	\$1,910	\$2,013	\$924	15.1%	9.7x	9.8x	14.4x	2.2x
Koppers Holdings Inc.	<b>KOPPERS</b>	USA	\$784	\$1,694	\$2,124	12.8%	6.7x	6.9x	6.2x	0.8x
LyondellBasell Industries N.V.			\$31,149	\$41,734	\$41,037	12.6%	4.5x	6.9x	8.1x	1.0x
Methanex Corporation	methon ex the power of agility	CAN	\$3,252	\$6,087	\$3,582	20.2%	4.6x	6.0x	8.4x	1.7x
Olin Corporation	<b>Olin</b> <sup>®</sup>	USA	\$5,631	\$8,623	\$6,565	18.9%	4.0x	4.6x	6.9x	1.3x
Tronox Holdings plc	TRONOX 🔆	USA	\$2,476	\$5,277	\$2,942	16.2%	5.1x	6.4x	11.1x	1.8x
Unipar Carbocloro S.A.		BRA	\$990	\$1,062	\$798	21.3%	3.1x	3.6x	6.3x	1.3x
Westlake Chemical Partners LP  Westlake Chemical Partners LP		USA	\$795	\$1,467	\$1,188	39.3%	3.4x	3.1x	3.1x	1.2x
Excluded from mean and median						Mean Median	4.8x 4.5x	5.2x 5.7x	6.9x 7.6x	1.2x 1.2x

## Specialty Chemicals Global Comparable Public Companies (1/3)

Company		Country	Country		Enterprise Value	Revenue	EBITDA	Annual / EV/EE		Jun. 30	Quarter 0, 2024
		•	Cap. US\$M	US\$M	US\$M	Margin	2022	2023	EV/ EBITDA	EV/ Revenue	
BASF SE	□ • BASF We create chemistry	DEU	\$43,211	\$66,034	\$69,934	10.1%	5.2x	11.6x	9.3x	0.9x	
Compagnie de Saint-Gobain S.A.	SAINT-GOBAIN	FRA	\$39,379	\$47,820	\$49,774	15.7%	5.2x	5.2x	6.1x	1.0x	
Daicel Corporation	DAICEL 株式会社ダイセル	JPN	\$2,645	\$4,153	\$3,561	17.1%	5.7x	7.0x	6.8x	1.2x	
Eastman Chemical Company	EASTMAN	USA	\$11,521	\$16,291	\$9,147	18.2%	7.2x	8.7x	9.8x	1.8x	
Huntsman Corporation	HUNTSMAN Enriching lives through innovation	USA	\$3,939	\$6,115	\$5,953	9.0%	5.6x	7.8x	11.4x	1.0x	
IMCD N.V.	<b>IMCD</b>	NLD	\$7,886	\$9,265	\$4,885	12.0%	21.4x	15.7x	15.8x	1.9x	
Kemira Oyj	кеmıra	FIN	\$3,755	\$4,177	\$3,362	16.3%	7.1x	5.3x	7.6x	1.2x	
LANXESS Aktiengesellschaft	LANXESS Energizing Chemistry	DEU	\$2,126	\$4,942	\$6,774	2.8%	5.8x	8.1x	26.5x	0.7x	

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## Specialty Chemicals Global Comparable Public Companies (2/3)

Company	Country	Market Country Cap.		Revenue	EBITDA	Annual Average EV/EBITDA		Second Quarter Jun. 30, 2024	
Company	Country	US\$M	Value US\$M	US\$M	Margin	2022	2023	EV/ EBITDA	EV/ Revenue
LOTTE Fine Chemical Co., Ltd.	<b>LOTTE</b> KOR	\$823	\$496	\$1,192	18.5%	2.2x	1.8x	2.2x	0.4x
LSB Industries, Inc.	LSB USA	\$585	\$906	\$525	20.7%	7.9x	3.7x	8.3x	1.7×
Mitsubishi Chemical Group Corporation	MITSUBISHI CHEMICAL GROUP	\$7,898	\$22,415	\$27,696	11.9%	6.1x	7.3x	6.8x	0.8x
Nippon Soda Co., Ltd.	Nisso JPN	\$900	\$1,075	\$937	18.6%	5.3x	4.9x	6.2x	1.1x
Nissan Chemical Corporation	Nissan Chemical America Corporation	\$4,381	\$4,515	\$1,433	27.1%	14.5x	12.9x	11.6x	3.2x
NOF Corporation	<b>⊗ NOF</b> JPN	\$3,257	\$2,725	\$1,418	21.5%	8.0x	9.1x	8.9x	1.9x
OCI Holdings Company Ltd.	<b>OCÍ</b> KOR	\$1,256	\$1,935	\$2,028	10.1%	4.1x	1.9x	9.4x	1.0x

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## Specialty Chemicals Global Comparable Public Companies (3/3)

Company	Country	Market Cap.	Enterprise Value	Revenue Value		Annual Average EV/EBITDA		Second Quarter Jun. 30, 2024	
	<b>3</b>	US\$M	US\$M	US\$M	Margin	2022	2023	EV/ EBITDA	EV/ Revenue
Resonac Holdings Corporation	SHOWA JPN	\$3,966	\$8,916	\$8,338	9.5%	6.6x	9.3x	11.3x	1.1×
Solvay SA	SOLVAY BEL	\$3,698	\$5,462	\$5,718	27.2%	4.7x	3.8x	3.5x	1.0x
Sumitomo Chemical Company, Limited	SUMİTOMO JPN	\$3,505	\$12,913	\$15,515	NM	6.4x	12.0x	NM	0.8x
Tessenderlo Group NV	Tessenderlo Group  EVERY MOLECULE COUNTS  BEL	\$2,136	\$2,221	\$3,138	11.6%	3.8x	5.2x	6.1x	0.7x
The Chemours Company	<b>Chemours</b> USA	\$3,361	\$6,877	\$5,735	17.6%	6.0x	6.8x	6.8x	1.2x
Toagosei Co., Ltd.	<i>G-TOAGOSEI</i> JPN	\$1,069	\$844	\$1,019	14.8%	3.0x	4.8x	5.6x	0.8x
UBE Corporation	LIBE JPN	\$1,709	\$2,938	\$2,949	13.0%	5.3x	16.3x	7.7×	1.0x
Excluded from mean and median					Mean	5.6x	6.2x	7.7x	1.1x
NM: Not Measurable					Median	5.8x	7.1×	7.7×	1.0x

#### CHEMICALS Q2 2024

## Agrochemicals Global Comparable Public Companies (1/2)

Company	Country		Market	Enterprise Value	Revenue	EBITDA		Average BITDA		Quarter 0, 2024
Company		Country	Cap. US\$M	US\$M	US\$M	Margin	2022	2023	EV/ EBITDA	EV/ Revenue
American Vanguard Corporation	AMERICAN VANGUARD	USA	\$241	\$438	\$585	9.7%	10.5x	10.0x	7.7×	0.7x
CF Industries Holdings, Inc.	USA	\$13,548	\$17,548	\$5,886	47.4%	5.6x	3.4x	6.3x	3.0x	
Corteva, Inc.	CORTEVA" agriscience	USA	\$37,595	\$40,715	\$16,901	19.1%	10.5x	11.6x	12.6x	2.4x
CVR Partners, LP	PARTNERS LP	USA	\$800	\$1,294	\$533	38.5%	6.2x	3.6x	6.3x	2.4x
FMC Corporation	<b>FMC</b>	USA	\$7,183	\$11,269	\$4,084	17.4%	13.1x	11.4x	15.9x	2.8x
Grupa Azoty S.A.	Grupa azoty	POL	\$497	\$3,160	\$3,244	NM	4.5x	8.8x	NM	1.0x
K+S Aktiengesellschaft	K/S	DEU	\$2,413	\$2,434	\$3,982	12.2%	5.9x	4.3x	5.0x	0.6x

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## Agrochemicals Global Comparable Public Companies (2/2)

Company		Market Country Cap.		Enterprise Value	Revenue	EBITDA	Annual Average EV/EBITDA		Second Quarter Jun. 30, 2024	
Company		Country	US\$M	US\$M	US\$M	Margin	2022	2023	EV/ EBITDA	EV/ Revenue
Nutrien Ltd.	Nutrien	CAN	\$25,174	\$38,220	\$25,839	21.1%	7.1x	4.6x	7.0x	1.5x
OCI N.V.	OCI	NLD	\$5,145	\$8,610	\$1,951	NM	3.8x	4.1x	NM	4.4x
Sociedad Química y Minera de Chile S.A.	SQM	CHL	\$11,640	\$13,925	\$6,288	39.8%	13.6x	3.8x	5.6x	2.2x
The Mosaic Company	Mosaic	USA	\$9,288	\$13,878	\$12,194	19.7%	5.1x	3.5x	5.8x	1.1×
The Scotts Miracle-Gro Company	Scotts Miracle Gro	USA	\$3,695	\$6,742	\$3,513	10.0%	11.1x	12.6x	19.2x	1.9x
Yara International ASA	YARA	NOR	\$7,353	\$11,383	\$14,154	9.7%	4.6x	4.4x	8.3x	0.8x
Excluded from mean and median						Mean	6.8x	5.0x	7.2x	1.9x
NM: Not Measurable						Median	6.2x	4.4x	7.0x	1.9x

## Chemicals - Q2 Global Transactions (1/2)

Date	Target	Country	Description	Buyer	Seller	% Acquired	Size US\$M	EV/ EBITDA	EV/ Revenue
Jun-24 <sup>*</sup>	Industrial Products Ltd.	JPN	Manufactures and markets synthetic resin products, civil engineering materials, building materials, and piping materials	MAEDAKOSEN.	Mitsui Chemicals	100.0%	\$34.2	-	0.6x
Jun-24 <sup>*</sup>	PLANT HEALTH  C A R E	USA	Manufactures biological products to enhance crop health and yield in agriculture	Inspired by Science	-	100.0%	\$42.0	-	3.6x
Jun-24	Lenzing Innovative by nature	AUT	Produces and markets wood-based cellulosic fibers	suzano	<b>B</b> <sup>&amp;</sup> C	15.0%	\$249.5	12.1x	1.4x
Jun-24	Bioenergy enzymes business	USA	Manufactures bioenergy enzymes for sustainable energy solutions in the biofuel industry	LALLEMAND	□ • BASF We create chemistry	100.0%	-	-	-
May-24	DEL MONTE AGRO Cultivando su rentabilidad	COL	Produces insecticides, herbicides, fertilizers, and bio inputs for agriculture.	DUWEST Colombia	-	100.0%	-	-	-
May-24	INDUSTRIES	USA	Manufactures solutions for locking, bonding, sealing, masking, lubricating, and assembling fasteners	H.B. Fuller	-	100.0%	\$255.7	-	3.7x
May-24	RESINASBYRSA	USA	Manufactures varnishes and resins for industrial and commercial applications in various sectors	REACCIONES QUIMICAS	HUNTSMAN	100.0%	-	-	-
May-24	CHEMICAL	USA	Manufactures and markets hydrochloric acid	WC WYNNCHURCH   CAPITAL	-	100.0%	-	-	-
May-24 <sup>*</sup>	Flexible packaging laminating adhesives business	USA	Comprises packaging laminating adhesives business	ARKEMA	Dow	100.0%	-	-	-

## Chemicals - Q2 Global Transactions (2/2)

Date	Target	Country	Description	Buyer	Seller	% Acquired	Size US\$M	EV/ EBITDA	EV/ Revenue
Apr-24*	Frontier Carbon Corporation	JPN	Produces and markets fullerenes and fullerene derivatives	Denka	Mitsubishi Corporation	50.0%	-	-	-
Apr-24	LUBCON	DEU	Manufactures specialty lubrication solutions	LUBRICANTS. TECHNOLOGY. PEOPLE.	-	100.0%	-	-	-
Apr-24	Latex compounding operations	GBR	Comprises certain latex-based compounds and curing additives	MATCO CHEMICALS.	synthomer	100.0%	\$29.2	5.7x	-
Apr-24	KWIKBOND POLYMERS	USA	Manufactures polymer systems for the rehabilitation of concrete infrastructure	Sika	-	100.0%	-	-	-
* Anounce	ed transactions pending ap	oproval and	d other closing conditions				Mean	8.9x	2.3x
							Madian	0.0	2.57

## 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
	0-0-0-0	\$	\$	\$ \$ \equiv \text{\$}	\$	\$	\$	\$
Chemical and Allied Products Merchant Wholesalers  NAICS 424690 – Chemical and Merchant Wholesalers	<b>2019-2024</b> d Allied Products	\$58.3M	\$66.0M	14.6%	1.6x	20.0%	7.9x	8
Chemical Manufacturing  NAICS 325199 – Basic Organic Manufacturing	<b>2019-2024</b> Chemical	\$58.7M	\$42.0M	12.6%	1.6x	20.4%	7.8x	41

#### **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

Extensive M&A transaction experience, including:

- •Exclusive financial advisor to Cosmocel S.A. de C.V. on multiple deals
  - Partnership of Cosmocel S.A. de C.V with Rovensa and the divestiture of Cosmocel Química to ICL Performance Products LLC
- Exclusive financial advisor to PromaPlast
  - Sale of PromaPlast Resinas, S.A. de C.V. to IMCD N.V.
- Exclusive financial advisor to Andes Chemical Group
  - Sale of Andes Chemical Corp. to IMCD N.V.
- •Exclusive financial advisor to W.R. Grace & Co. on multiple divestitures
  - Sale of Grace Membranes Business to UOP LLC, a Honeywell International Company, and Grace Specialty Vermiculite Business to Vermiculite Acquisition Corp.
- •Exclusive financial advisor to Grupo Bioquímico Mexicano S.A. de C.V. ("GBM")
  - Sale of Grupo Bioquímico Mexicano, S.A. de C.V. to Arysta LifeScience Corporation.
- Corporate Finance Advisory Services to Velsicol Chemical Corporation

























# Cosmocel

**TARGET**Cosmocel

**TRANSACTION TYPE**Sell-side Advisory

#### **INDUSTRIES**

Biostimulants, Plant Nutrients

**GEOGRAPHY**Nuevo Leon, Mexico

#### **SITUATION**

Seale & Associates acted as exclusive financial advisor to Cosmocel in its partnership with Rovensa.

#### **SEALE & ASSOCIATES' APPROACH**

Seale was engaged by Cosmocel, a key player in the dynamic biostimulants industry, with the objective of exploring a range of strategic alternatives. This vital initiative aims to empower Cosmocel to not only continue but also to significantly enhance its trajectory of sustained high growth within the vibrant and rapidly evolving biostimulants market.

#### **OUTCOME**

Rovensa added Cosmocel to its biostimulants global platform, representing a significant step forward in its expansion and growth strategy in the Latin American agricultural sector. This transaction not only strengthens Rovensa's presence in a key agricultural region but also allows it to leverage Cosmocel's advanced technologies and specialized solutions.

"This strategic integration highlights our growth ambitions in the BioSolutions international market and our strong commitment to sustainable agriculture"



"We are thrilled to welcome COSMOCEL to the group to strengthen our global presence as a reference provider of well-balanced solutions for agriculture. This strategic integration highlights our growth ambitions in the BioSolutions international market and our strong commitment to sustainable agriculture. The high quality and complementary range of biostimulants and bio-performance products of COSMOCEL, their culture, their market approach, the quality and commitment of their people and management, and their production capacities will give us a unique position to offer the best nature-based solutions for our distributors and farmers, leveraging on our global scale and capabilities."

Eric van Innis, CEO of Rovensa

## W.R. GRACE & CO.

#### **TARGET**

W.R. Grace's Specialty Vermiculite Business

**TRANSACTION TYPE**Sell-side Advisory

**INDUSTRIES**Specialty Chemicals

**GEOGRAPHY**South Carolina, USA;
Canada

#### **SITUATION**

Seale & Associates acted as financial advisor to W.R. Grace & Co. (NYSE:GRA) on the sale of its specialty vermiculite business to Vermiculite Acquisition Corp., a sister company of Specialty Vermiculite Corporation. W.R. Grace's specialty vermiculite business is a leading producer of branded high-performance vermiculite products with annual production of approximately 50,000 tons.

#### **SEALE & ASSOCIATES' APPROACH**

Seale's professionals ran a competitive auction process, managing multiple strategic buyers from around the world and select private equity buyers with industry experience. Seale also coordinated diligence across multiple locations in the U.S. and Canada while complying with the requirements of the trustees and the court managing the W.R. Grace bankruptcy process.

#### **OUTCOME**

The process resulted in a sale to a strategic buyer with significant synergies at a premium price and at favorable terms to W.R. Grace. This transaction was significant to W.R. Grace as it was the last business associated with W.R. Grace's asbestos claims.

"We trust Seale because they consistently offer creative and valuable advice"



has sold its

Specialty Vermiculite
Business

to

Vermiculite Acquisition Corp.

a sister company of



"Seale is one of our preferred investment banks because of their commitment to client service. They take the time to understand each of our business units and the dynamics of our unique specialty chemical and performance material segments in a way that other banks simply don't.

We trust Seale because they consistently offer creative and valuable advice, and we know that the culture of the firm is built on integrity."

Jeremy Rohen, Vice President of Corporate Development, W.R. Grace & Co.

# PromaPlast

**TARGET**PromaPlast

**TRANSACTION TYPE**Sell-side Advisory

**INDUSTRIES**Chemicals

**GEOGRAPHY**State of Mexico, Mexico

#### **SITUATION**

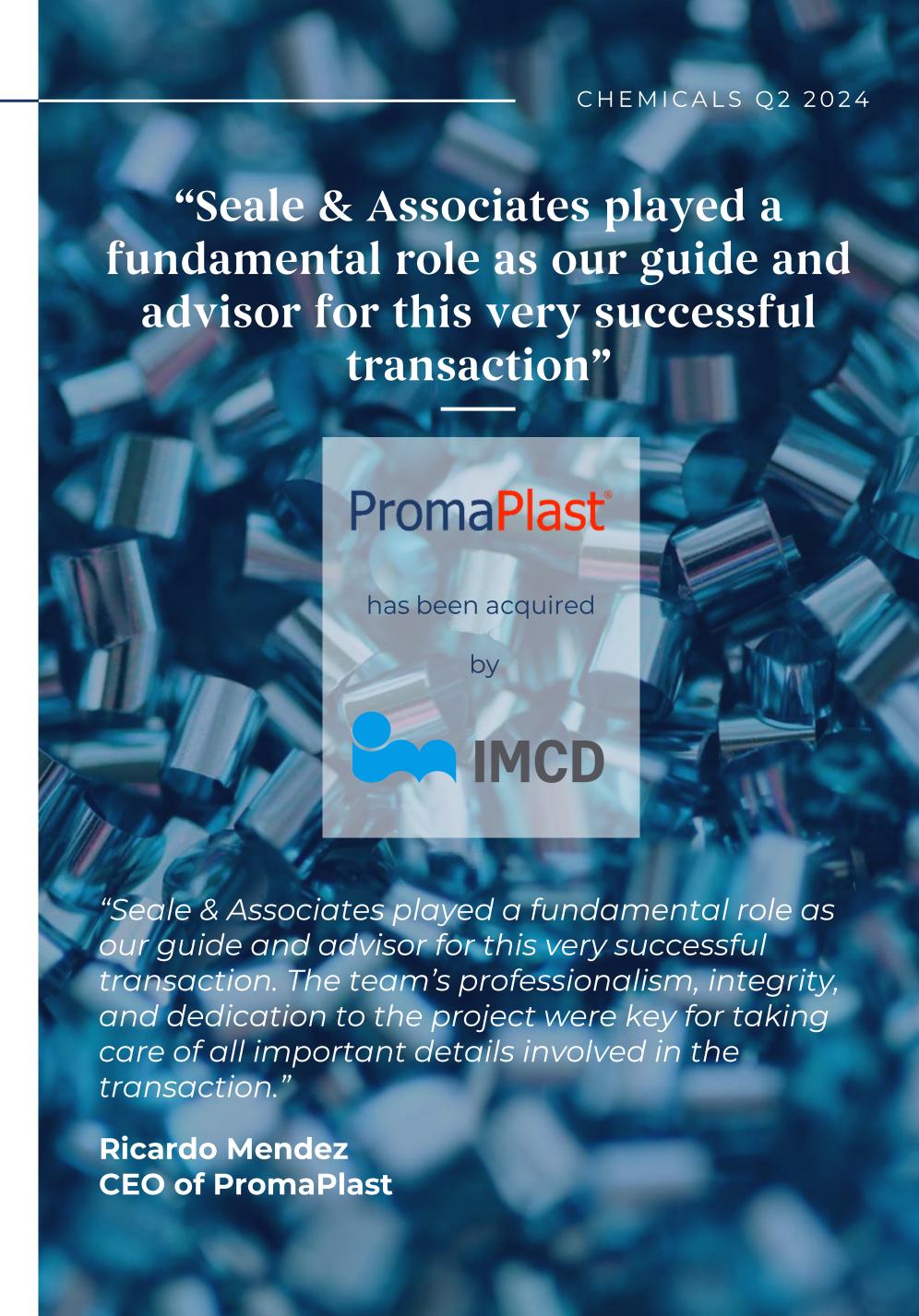
Seale & Associates acted as financial advisor to PromaPlast Resinas, S.A. de C.V., Proveedora de Materiales Plasticos, S.A. de C.V. and PromaPlast USA Inc., (collectively "PromaPlast"), on the successful agreement to divest the companies to IMCD N.V. ("IMCD").

#### **SEALE & ASSOCIATES' APPROACH**

Seale managed a competitive auction process with potential strategic and financial buyers for PromaPlast. Seale's disciplined approach allowed our client to maintain momentum, negotiating leverage throughout the process and ensure closing at a premium value and more favorable terms.

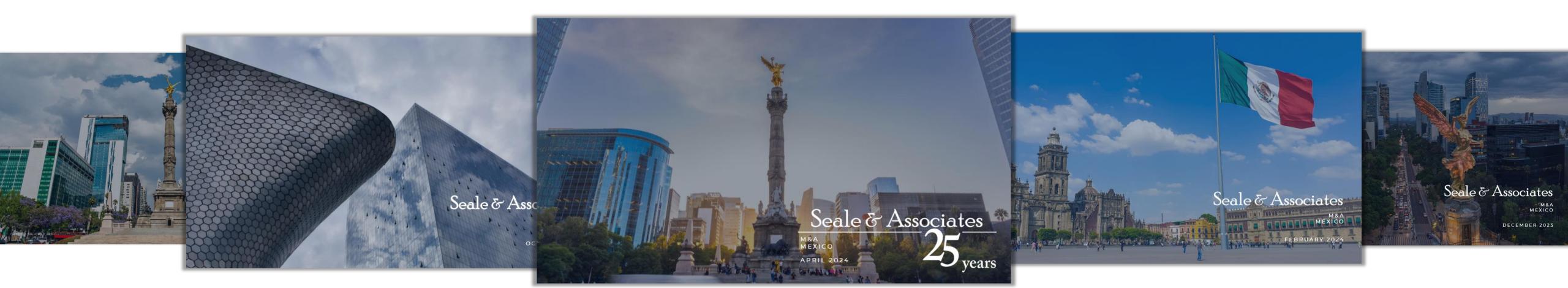
#### **OUTCOME**

The process resulted in a successful acquisition of PromaPlast by IMCD N.V. a global leader in the sales, marketing, and distribution of specialty chemicals and ingredients.



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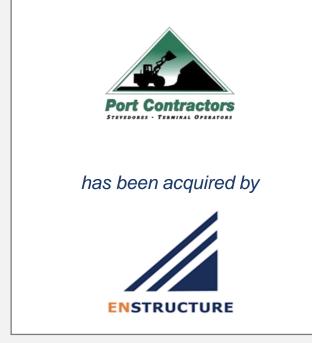
### Global M&A Representative Engagements





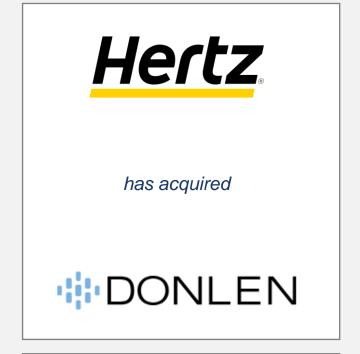








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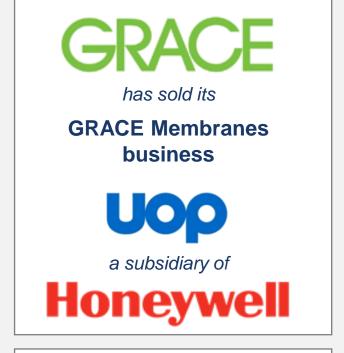










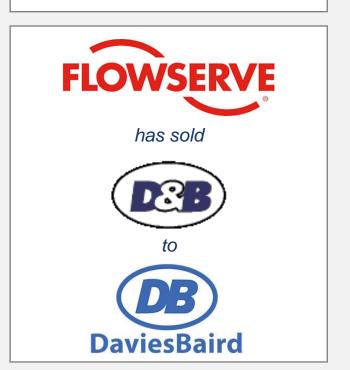








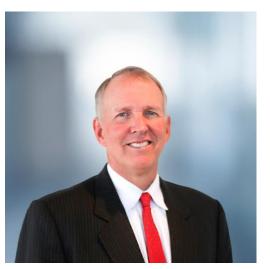








Seale & Associates CHEMICALS Q2 2024



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32+ years of global M&A experience, Attorney, CPA Arthur Andersen, and Professor of Global Investment Banking at George Washington University University of Virginia - JD University of Kentucky - BS in Accounting



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16+ years of global M&A experience IPADE - MBA Instituto Tecnologico y de Estudios Superiores de Monterrey BS in Industrial Engineering



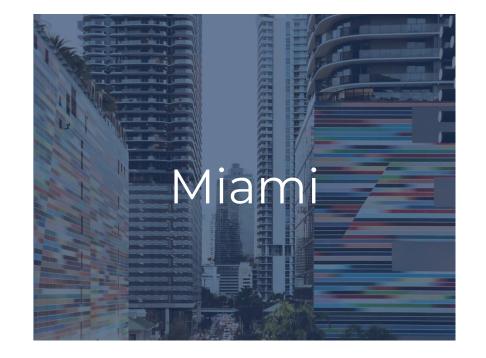
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**BRETT M. CARMEL** 

Senior Managing Director and Co-founder | Miami, FL

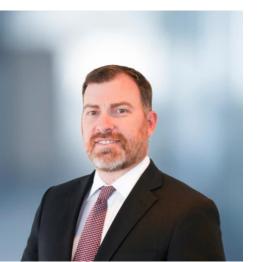


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25+ years of global M&A experience and Professor of M&A at Johns Hopkins University

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

University of Florida - BA in Political Science with High Honors



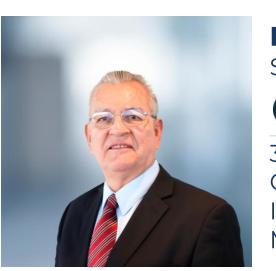
**ROBERT E. WHITNEY** Managing Director | Washington, DC





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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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