

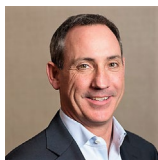
DEALEXEC

EXECUTIVE DEAL ADVISORS

EXECUTIVE DEAL ADVISORS - DIRECTORY

November 2023

**DARIAN
ANDERSON**



Technology, startups, manufacturing, retail, distribution, finance, software automation, enterprise software, oil & gas, venture capital, private equity, telecommunications, data center cloud, high technology

**REGINALD
M. HISLOP, III**



Healthcare, senior living, post-acute care, tele-health/telemedicine, real estate, banking, financing and transaction experience with SNFs, assisted living, pharmacies, medical practices, home health, hospice, retirement communities, senior housing and low-income housing

CHIP KENNEY



Healthcare and wellness, cybersecurity, semiconductor and solar manufacturing, consumer products, supply chain management, clinical lasers and medical equipment, screening technology, repair and maintenance services, financial services, technology and software.

**ROBERT
LEVY**



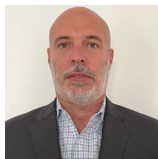
Midstream oil & gas, finished automobile logistics, fuels distribution, bulk materials handling, waste management, cold storage warehousing, railcar repair, shortline railroads, seaport operations, marine transportation, industrial engineering & construction management, private equity M&A and portfolio management

**PHIL
C. ROUSSEAU**



Banking and securities, venture capital, startups, agriculture, telecommunications, biotechnology, life sciences, investment banking, investment funds, private equity, energy, human resources, aviation, music and entertainment, sports, electronics, mining, healthcare, transportation, high tech, real estate, legal and manufacturing

**GREGORY
SALVAGGIO**



Banking, venture capital, startups, biotechnology, life sciences, investment banking, private equity, tech, real estate and hospitality

**ISRAEL
TABI**



Real Estate, Modular Prefab Home Building, Mental Health Clinic (Psychiatric Treatments), Rehabilitation and Nursing Centers, Education and School Management, Technology and IT, Financial Services and Investment, Retail and E-commerce

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DARIAN ANDERSON



EXECUTIVE DEAL ADVISORS

INDUSTRIES

Technology, startups, manufacturing, retail, distribution, finance, software automation, enterprise software, oil and gas, venture capital, private equity, telecommunications, data center cloud, high technology

SKILLS

Financing Transactions

M&A Process & Strategy

Due Diligence

Negotiations

Deal Team Management

Communications

Transaction Leadership

Go To Market Strategies

Technology Roadmap

Cross-Border Transactions

Corporate Governance

Multidisciplinary Team Leader

Executive Presence

Darian Anderson is a seasoned Senior Executive Deal Advisor with over two decades of experience in technology startups, mergers and acquisitions, and negotiations. His extensive background spans multiple industries with a focus on technology driven solutions, making him a valuable asset in guiding clients through intricate deal-making processes. Darian excels in providing strategic visionary leadership, advisory direction and management of overall company GTM strategy, delivery, and transactions, ensuring optimal results for his clients.

As a Founder & CEO and Executive Deal Advisor at DealExec, Darian plays a pivotal role in providing dedicated and executive-level support to a wide range of clients, from startups to multinational corporations. He leads organizations through every stage of transactions, from pre-transaction planning to due diligence, negotiation, and successful execution. Darian's leadership extends to overseeing in-house deal teams, collaborating with external financial and legal experts, and representing clients in negotiations.

His previous roles as Founder and CEO, CRO, and CTO have equipped him with a deep understanding of structuring business for growth and a planned exit strategy. Darian is known for his ability to assemble and manage cross-functional deal teams, ensuring that all aspects of a transaction are efficiently addressed in the best interest of his clients.

With a track record of handling diverse deals across various organizational structures, Darian brings a global perspective and fresh view to his role. His expertise encompasses technology startups professional consulting firms, data centers, cloud technologies and enterprise software spanning multi-sectors such as manufacturing, distribution, telecommunications, energy, and many others.

Darian has been featured in CIO Applications, Keynote Speaker and various industry specific awards for his visionary leadership in outsourcing technologies using cloud, managed services, data centers, SaaS and software automations. Beyond his professional accomplishments, Darian has a diverse range of interests, including skiing, golfing, mountain biking, running, family, and travel. His competitive drive, honed during his time as a young athlete and a founder and CEO, is evident in his approach to deal-making, where he strives for excellence, efficiency and optimal outcomes for his clients. Darian is a trusted advisor with a wealth of experience and a commitment.

KEY EXPERIENCE

Corporate/Turn-around Strategy/Exit Strategy Technology Startup

- 15+ years as technology Founder & CEO providing strategic growth strategies for multi-national consulting firms, technology managed services and outsourcing. Multi-party commercial transactions and business matters, including public and private contract negotiations for client services. Structuring of partnerships, senior and subordinated bank loans, debt and equity financings for operational cashflow. Technology sharing, licensing, outsourcing, distribution arrangements. Collaborate closely with and manage cross-functional deal-teams, including finance, technology, sales, operations and delivery to ensure maximum client valuations.
- Key role in negotiations of complex technology agreements, including merger agreements, partnership and strategic alliances, licenses, equity and debt financing instruments, equity compensation plans.
- Corporate Turn-around strategy for transactional based consulting firm into recurring revenue firm increasing value by 6x multiplier. Created due diligence plan, advised LOI negotiations, human capital and operational strategies while increasing global presence through partnerships and alliances.

STRUCTURES

- M&A, Joint Ventures, New Ventures, Strategic Alliances & Partnerships
- Investments, Venture Capital, Startup Financing, Equity, Debt

INTERNATIONAL

- USA, Canada, UK, Europe, EMEA

EDUCATION

- Computer Science | Metropolitan University Denver

SELECT DEALS

Mergers & Acquisitions

- Acted for technology firm and its shareholders on sale to US private equity firm.
- Acted for professional consulting firm and its shareholders on sale to publicly traded parent firm.

Commercial Transactions

- Acted for technology company on strategic development alliance with software product development MVP.
- Acted for clients modernizing technology platforms and transitions to private data center infrastructure.
- Advised startup and founders on shareholder agreement, corporate organization, master services agreements and other commercial contracts, employment and subcontractor agreements, and various shareholder and commercial disputes.
- Advised publicly traded technology consulting firm of GTM for outsourcing and managed services business division.
- Acted for technology firm engagement strategy for SOW, Master Services Agreements, SLA, contract negotiations and deliverables for multi-national client base.

Corporate Finance

- Acted for tech startup on various financing and corporate matters, including convertible debt and equity financings, including note purchase, warrants, term sheet, secured notes, shareholder agreement, corporate governance, stock option plan and grant documents, employee and subcontractor agreements and miscellaneous commercial matters.
- Advised startup on corporate structure, convertible debenture financing, promissory notes, private placement subscription documents, US investors considerations, stock option plan, note conversions and related corporate matters.
- Advised nontraditional sub-prime lending matters and structure for non-bankable or traditional financing options to startups under two years of existence.
- Represented technology startup on joint venture and strategic alliance agreement, private placement of preferred shares, corporate matters, shareholder agreement and other commercial matters;

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EXECUTIVE DEAL ADVISORS

Reginald M Hislop, III



INDUSTRIES

Healthcare, Senior Living, Post-Acute Care, Tele-Health/Telemedicine, Real Estate, Banking. Specific financing and transaction experience with SNFs, Assisted Living, Pharmacies, Medical Practices, Home Health, Hospice, Retirement Communities, Senior Housing and Low-Income Housing.

SKILLS

Financing Transactions

M&A Process & Strategy

Due Diligence

Negotiations

Deal Team Management

Communications

Transaction Leadership

Efficient Deal Process and Execution

Executive Leadership

Turnaround

Corporate Governance

Regulatory Agency Representation

New Business/Start-Up

Reginald Hislop, III (Reg) is a seasoned Executive Deal Advisor with over three decades of experience in complex transactions, mergers and acquisitions, investments, executive leadership, financing, and commercial negotiations. His extensive background spans multiple healthcare industry segments having been a large system CEO (post-acute/senior housing executive, top 50 ranked) as well as consulting partner, twice founding his own firms. Reg has started over a dozen business, and is a patent awarded inventor, inventing a chronic disease management software and hardware platform. Reg is a frequent public speaker at regional and national conferences, a published author, and the developer (and contributor) for an internationally read and subscribed blog on healthcare, health policy and economics – Reg's Blog at rhislop3.com. Reg excels in providing strategic and tactical leadership, direction and management of transactions, creating significant value for his clients.

Reg's experience includes over \$500 million of completed mergers and acquisitions, and over \$1 billion of financings (taxable and non-taxable debt/bonds, equity, tax credits). He has particular expertise in tax-exempt organizations and tax-exempt bond financings, recently completing a \$113 million dollar tax exempt bond placement (oversold x 5, 3% fixed for 35 years).

In addition to his work with DEALEXEC, Reg is the co-founder and Managing Partner of H2 Healthcare, LLC, a national scope healthcare advisory practice. H2 is nationally known for its work in regulatory compliance and litigation support in addition to research (market and economic) and general counsel. Reg's clients have included investment banks, investment broker/dealers, hedge funds, private equity, and mutual funds, all seeking sector specific research and information on healthcare policy, reimbursement, and compliance topics.

Beyond his consulting work, Reg has spent over 25 years as healthcare executive. He also has served on numerous boards of directors ranging from a NASDAQ bank holding company (Ledger Capital) to foundations and non-profit, healthcare interested boards (Wisconsin Parkinson Foundation, the Parkinson research Institute, Wisconsin Institute of Family Medicine, West Allis Education Foundation (Reg was the founder), West Allis Chamber of Commerce, and others).

Reg also has extensive regulatory experience representing clients and his own companies at the FDA, Department of Health and Human Services, Centers for Medicare/Medicaid, and the CDC.

KEY EXPERIENCE

H2 Healthcare, LLC - Managing Partner/Co-Owner

- 10+ years as the Managing Partner serving clients in turnaround capacity, providing M&A counsel, Owner's Representation for financing, construction/development projects, compiling strategic information for new starts, M&A, corporate development activities. Conducts research for the firm and assists the Sr. Partner/Compliance with strategic engagements and complex litigation work.

Apex Healthcare/Grubb & Ellis – Managing Partner

- Limited Partnership with Grubb & Ellis and Apex Commercial, developed (co-founded by Reg) to provide boutique transaction and corporate development expertise for all healthcare segments with particular concentration on senior living/senior housing. Client included providers, REITs, investors, banks, and investment banks. Firm was rolled-up in the bankruptcy of Grubb & Ellis.

The Village at Manor Park/VMP, Inc. and Affiliates – Chief Executive Officer

- 24 years as CEO (built system to) of a top 50 ranked (Ziegler) senior living and post-acute provider system, serving over 30,000 seniors annually. Service breadth included housing/CCRCs, Assisted Living, Home Health, Hospice, Pharmacies, DME, Mental Health, Medical Practices, Therapy Company/Therapy Management, Skilled Nursing, Ventilator Care, other outpatient services/disease management clinics – multi-sites.

STRUCTURES

- M&A, Joint Ventures, New Ventures, Strategic Alliances & Partnerships
- Investments, Venture Capital, REIT, Startup Financing, Equity, Debt (taxable and tax-exempt), Tax Credits

EDUCATION

- B.S.B.A./Finance – Marquette University

SELECT DEALS

Mergers & Acquisitions

- 2 site retirement community acquisition/merger from the largest hospital system in the state encompassing an SNF, a lifestyle/condominium community, land, assisted living, independent living, pharmacy, rehab therapies, restaurant, and sundry shop.
- Multiple home health transactions, last one completed in 2022. First series, inclusive of sales to a hospital system, built the second largest home health provider in Milwaukee, WI
- Strip shopping center to eventually, house DME headquarters, infusion pharmacy, DME retail.
- Multiple parcel real estate deal for 'spec' specialized hospital.
- Three hospice transactions – one advised, two completed.
- Buy side, actuarial consulting firm and then, sell side to Towers Perrin.
- Acquired two medical practices from two different area hospital systems.
- Sourced REIT buyers for 2 portfolios, senior housing, and skilled nursing, 42 properties in total.
- Acquired two DME companies, one inclusive of infusion pharmacy and one inclusive of oxygen distribution network.
- Represented three home health groups on strategic partnership alignment and eventual, merger (non-profit) with 2 hospitals in merger – merger on merger.
- Three free-standing SNF transactions, one divested and two repurposed into free-standing inpatient/residential hospices.

Finance

- Four tax-exempt bond placements for total value of \$620 million.
- Eight credit enhanced bond refinancings, replaced with taxable floaters, for total value of \$211 million.
- Acquisition financing, temp to perm, with working capital, layered bank debt (multiple participants) for a total value of \$185 million.
- Capital improvement/new construction financing, bank, taxable bonds, for a total value of \$115 million.
- Workout capital and working capital financing for restructures for a total value of \$40 million.
- Structured four syndicated debt deals for clients for a total value of \$86 million.
- Due diligence, market research, economic research, financial analysis, and modeling for well over \$250 million of financings.
- LIHTC applications and awards, \$48 million.

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CHIP KENNEY



INDUSTRIES

- Healthcare and Wellness, Cybersecurity, Semiconductor and Solar Manufacturing, Consumer Products, Supply Chain Management, Clinical Lasers and Medical Equipment, Screening Technology, Repair and Maintenance Services, Financial Services, Technology and Software.

SKILLS

Multidisciplinary Team Leader

Leadership

Customer Service

Project Planning

Negotiations

Supply Chain Management

Communications

Transaction Leadership

SaaS

Marketing

Profit & Loss Management

Six Sigma

Executive Presence

STRUCTURES

- Mergers and Acquisitions, Strategic Partnerships, Joint Ventures, Asset Purchases, Equity Financings, Debt Financings, Licensing Agreements, Franchise Agreements, Strategic Alliances

INTERNATIONAL

- USA, Japan, Europe, Ireland and Israel.

EDUCATION

- Executive Program: Florida State University, College of Business
- MBA in International Finance & Marketing Technology: Santa Clara University
- Bachelor of Chemical Engineering: Villanova University (1981)

Chip Kenney, the visionary CEO of DEALEXEC, is a seasoned entrepreneur celebrated for his exceptional deal-making prowess. Over the past decade, Chip has masterfully orchestrated three successful launches, guiding startups to unprecedented heights with sales exceeding \$1 billion and ensuring lucrative exits for all stakeholders. His distinctive hands-on management style and commitment to fostering collaborative work environments have been pivotal in the success of ventures spanning Medical Equipment, B2B Portal Software, and Capital Equipment for Semiconductor/Solar Manufacturers.

As the CEO of Best Face Forward Holdings Inc, Chip strategically positioned the company as a formidable force in deal-making, particularly within the expansive healthcare and wellness markets. Serving as the driving force behind the establishment of a holding company geared for strategic acquisitions, Chip successfully oversaw the acquisition of www.cytowave.com, a patented healing treatments asset. Currently spearheading a 50% funded F&F round and acting as a Private Equity Group Sponsor for M&A, Chip's leadership is steering Best Face Forward towards exclusive competitive advantages and sustainable growth, showcasing his exceptional prowess in deal structuring, negotiation, and execution.

Chip's deal-making acumen extends far beyond Best Face Forward Holdings Inc. As President & CEO of Spectrum Technology Partners LLC, Chip helps companies improve their bottom line by focusing on operational cost savings with remarkable Fintech service partners and supply chain management skills. This underscores his capacity to navigate intricate negotiations to boost profits and orchestrate successful outcomes for his clients. His multifaceted career includes significant roles, such as Acting CFO and COO at Caribbean Breeze and Cosmetic Creations, where he demonstrated his expertise in restructuring and expanding businesses in sunscreen products and contract manufacturing.

With a career spanning several decades, Chip Kenney stands as a preeminent dealmaker, offering clients unparalleled expertise in strategic negotiations and the seamless execution of transformative deals. His commitment to excellence and a proven track record make him a sought-after executive deal advisor for organizations navigating complex commercial transactions and business negotiations.

KEY EXPERIENCE

CEO, Best Face Forward Holdings Inc

- Strategic acquisition and deal-making in healthcare and wellness markets.
- Successful funding rounds and Private Equity Group sponsorship for M&A.

President & CEO, Spectrum Technology Partners LLC

- Sales exceeding \$1B in systems.
- Global supply chain management for semiconductor, solar, and consumer products.

Acting CFO and COO, Caribbean Breeze and Cosmetic Creations

- Restructured companies in sunscreen products and contract manufacturing.
- Formed a holding company for CPG brands and expanded sales.

Worldwide Director/GM, Lam Research Corp

- P&L responsibility for global operations dedicated to IBM.
- Led Lam Research's first offerings from beta to commercial 300mm technology.

Founder & Chairman, Support Resources Holdings, Inc

- Established the first third-party outsource service provider for Semiconductor Industry.
- Led acquisitions, resulting in a successful exit at a valuation just under \$100MM.

VP/GM, Rigaku Americas Corporation

- Formulated and implemented a strategic plan, doubling sales and global reach.
- Responsible for operations and assets of the Thin Films Division SBU.

CEO, Screen Retriever

SELECT DEALS

Mergers & Acquisitions

- Acquisition of www.cytowave.com for patented healing treatments at Best Face Forward Holdings Inc.
- Acquisition and merger of Prismsupport LLC and ATMI's fab services division at Support Resources Holdings, Inc.
- Strategic asset purchases for healing and anti-aging products in healthcare and wellness.
- Over \$1,5B deal flow, buy and sell side both private and public companies

Funding and Partnership Deals

- Global JV Olin Corporation, Fuji Film and Ciba Geigy for High Purity Electronic Chemicals
- Ongoing negotiations for cybersecurity SaaS development and market penetration.

Sales and Supply Chain Management

- Sales exceeding \$1 billion in manufacturing systems in semiconductor, solar and medical devices
- Global supply chain management for various industries, ensuring high-quality standards.

Restructuring and Formation

- Restructuring of companies in sunscreen products and contract manufacturing at Caribbean Breeze and Cosmetic Creations.
- Formation of a holding company for CPG brands, expanding sales, and private label manufacturing.

Strategic Planning and Implementation

- Formulation and implementation of a strategic plan, doubling sales and global reach at Rigaku Americas Corporation.
- Leadership in Lam Research's first offerings from beta to commercial 300mm semiconductor processing technology .

Others

- Completion of projects for Consumer Products and Services Companies in Health/Wellness.
- Involvement in FDA and ISO certified manufacturing, brand management, and worldwide sales channels.
- Maximize P&L performance with focus on Operational Cost Savings utilizing FINTECH service partners

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ROBERT LEVY



INDUSTRIES

Midstream Oil & Gas; Finished Automobile Logistics; Fuels Distribution; Bulk Materials Handling; Waste Management; Cold Storage Warehousing; Railcar Repair; Shortline Railroads; Seaport Operations; Marine Transportation; Industrial Engineering & Construction Management; Private Equity M&A and Portfolio Management

SKILLS

Mergers & Acquisitions Cycle

Working Capital Management

Corporate Governance

Growth & Profitability

Strategic Planning

Capital Expenditures Planning

Project Management

Turnaround Strategies

STRUCTURES

Mergers and Acquisition (Private Equity LBO, Family-owned transition, Buy vs. Build, Strategic Alliances & Partnerships; Debt Structures, Capital Expenditure Contracts; Service

INTERNATIONAL

USA, Canada, Northern Europe, Middle East

EDUCATION

Masters in Trade, Transport and Logistics, University of Washington, Seattle

Bachelors, Liberal Arts, University of Michigan, Ann Arbor, Michigan

Robert Levy is a career executive in the US \$1.36T Transportation and Logistics industry. Within this massive sector his modal focus has been on freight railroading, trucking and marine transport, all together comprising \$450B of the US economy. His experience spans 35 years as CEO, COO, Board Director, Business Operations Manager and professional services consultant and advisor. His management priorities are foresight, adaptability and business ethics. His day-to-day management priorities are working capital/cash management, timely decision making, operations health and safety and growth.

Bob's focus has been largely within three key subsets of Transportation and Logistics these being Private Equity acquisition and management of portfolio companies; Development of critical infrastructure that enables industry freight operations and; Materials handling (storage, transportation, processing and distribution of bulk and breakbulk materials). Bob's experience with Private Equity acquisitions is notable for his ability to create sector-specific investment theses to increase portfolio diversification and to source acquisition opportunity outside of the traditional auction process (i.e., proprietary deals). His industry experience has equipped Bob to provide comprehensive buy-side search results, prompt and thorough due diligence with an eye to enterprise valuation, post-close growth and exit strategy. He has been on several deal teams as a PE operating executive, served as portfolio company CEO, COO and executive board member.

Bob's capital development experience in freight infrastructure is comprised of funding, designing and constructing fixed installations for the movement of an array of commodities and goods. Funding experience includes public bond issues, bank financing, private company treasury and private equity growth capital. He has often successfully articulated the market and future earnings opportunities to justify capital allocation. The projects that Bob has touched have ranged from US\$5MM to US\$2B. His positions have included turnkey development manager, project sponsor, supervising authority and team member. Project types include automobile distribution terminals, cold storage warehousing, seaport berth and intermodal rail facilities, hydrocarbon processing plant, truck terminals, deepwater dredge projects, dry bulk transload and waste handling installations.

Bob has planning and operations experience in materials handling, a key element of supply chain management. He has leveraged his approach to systems interdependencies and his understanding of discrete products to achieve supply chain successes and profitability. He began this activity in the late 1980's handling sulfur and petroleum coke in a seaport setting. He went on to manage transloading of 85 different hazardous and non-hazardous liquid and dry commodities, finished automobiles processing and distribution, condensate and refinery by-products processing, hard frozen protein food products, forest products and high/low level radioactive waste. Bob is a member of the International Bunkering Association and formerly of the Intermodal Association of North America, Transload Association of North America and the American Association of Port Authorities.

INDICATIVE TRANSACTIONS

- Sourced and closed PE investment in waste management. 7x return on equity at exit
- Sourced and closed 2 LTL and crossdock PE acquisitions in the Los Angeles Basin, enterprise value of \$45MM
- Sourced and closed bulk intermodal transload PE acquisition, enterprise value of \$80MM
- Sourced and closed cold storage warehousing PE acquisition, enterprise value of \$45MM
- Sourced and closed railcar cleaning and repair PE acquisition, enterprise value of \$50MM
- Executed sale-leaseback of warehousing and distribution assets returning 4x equity to limited partners
- Prepared PE investment theses for commercial and industrial fuels distribution and industrial Maintenance Repair and Operations
- Development Manager for finished vehicle processing and distribution terminals projects in Atlanta GA, Port Hueneme, CA, Charlotte, NC and Mexico City
- Design lead for multiple rail intermodal terminals network on US Class 1 railroad
- Lead negotiator for 20-year lease of strategic 300-mile regional shortline railroad, Illinois
- Lead negotiator for 20-year marine terminal lease and \$50MM capital project, Port of Vancouver, BC
- Lead for condensate stabilization facility \$10MM upgrade, Marcellus Oil Shale Basin, and operating contract with major refiner
- Funded and constructed \$35MM sulfur prilling plant to support local refiners, Pacific Northwest
- Lead for \$130MM hydrocarbons project including fund raise, contract negotiations and overall project structuring

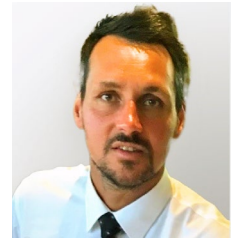
KEY EXPERIENCE

- **Lead for Financing and Contracts Structuring**, Energy Stream Development, Ft. Collins CO 2020-Present. De-carbonization and desulfurization plant development and process technology for marine bunker fuel per current and future global shipping industry greenhouse gases reduction trends.
- **Lead Negotiator**, Wallenius Wilhelmsen Lines, Vancouver B.C 2019-2021. Lead negotiator for a successfully completed 20-year Port of Vancouver B.C. marine and rail terminal lease and capital development project. \$0.25B lease valuation.
- **Chief Executive Officer**, Arrow Holdings LLC, Pittsburgh, PA 2015-2018. Railroad transload, condensate refining and mining services company, Pittsburgh, PA. Operated 40 rail transload terminals. Closely managed working capital; instituted multi-faceted proposal and contract negotiation review process; resolved several legacy contract challenges. Managed multi-million-dollar capital expansion of crude condensate process plant. Broke down internal communication and collaboration barriers. Chaired Board Safety and Compliance committee.
- **Executive Board Member**, Nordic Logistics LLC, Atlanta, GA 2011-2015. Sourced this seventeen-building cold storage warehousing portfolio throughout the USSE. Chaired Safety and Compliance committee. Member of the Compensation Committee. Realized investment with significant return on equity.
- **Operating Partner**, American Infrastructure MLP Funds, Foster City, CA 2010-2017. Led three investment initiatives: Transportation and Logistics, Commercial and Industrial Fuels Distribution and Plant Maintenance, Repair and Operations (MRO). \$2B of equity capital under management.
- **Principal/Owner**, Bowditch-Pacific LLC, Seattle, WA 2011-2019. Capital projects management and M&A advisory in transportation and logistics, Seattle, WA. Collaborated with several private equity groups on investments in transportation and logistics platform companies. Concurrently planned and designed several seaport and rail transload facilities for automobile distribution.
- **Contract Senior Project Lead**, Saudi Arabia Basic Industries (SABIC), Riyadh and Singapore, 2012. For the design, budgeting and development planning of a very high-grade polymer bagging plant, warehousing and distribution scheme for the Middle East.
- **Operating Executive**, Blue Point Capital Partners: 2005-2009 (Cleveland, OH). Led the Transportation and Logistics investment initiative and sourced five closings with \$30MM-\$70MM enterprise value per closing.
- **Executive Board Director**, MHF Logistics Solutions, 2005-2006, Pittsburgh, PA. High and low level radioactive hazardous waste materials rail transloading, logistics and packaging services company. Sourced this proprietary private equity investment. Facilitated exit in thirteen months post-close with 2x return on equity.
- **Advisor and Board Director**, VSR Logistics: 2007-2011, Los Angeles. Consumer electronics LTL trucking and cross dock operations in the Port of Los Angeles. Sourced this proprietary private equity investment. Chaired the Safety Committee, member of the Compensation Committee.
- **Advisor and Board Director**, Dispatch Transportation, Los Angeles, 2007-2010. Equipment leasing, largest dump truck brokerage in California, trucking and heavy equipment operations for civil construction. Collaborated with management to expand lines of business and improve driver retention.
- **Vice President**, Simons/Agra Monenco Engineers: 1998-2001, Vancouver BC. Consolidated disparate business units of virtual plant operations training with discrete and continuous manufacturing process simulation. Chaired Committee on Capital Effectiveness in Process Design. Managed materials management and bulk marine seaport consultancies. Facilitated the sale of Simons to Agra Monenco Engineers, Toronto.
- **Chief Executive Officer**, North American Terminals Corporation, 1997-1999, Portland, OR. First freight rail Build-Own-Operate terminal development company in the upper Midwest. Introduced the concept of locating a major intermodal terminal outside of the Chicago switch district on the EJ&E with CN and AT&SF. Leased 300 mile ROW and secured exclusive operating rights for selected commercial traffic.
- **Principal/Partner**, Transdevelopment Group: 1994-1998, Portland, OR. Design and turnkey development of over forty specialized railroad distribution facilities for manufacturers and carriers in the freight railroad, highway, and marine cargo industries, principally automobile, intermodal and bulk transload facilities.
- **Assistant Director of Marketing and Intermodal Services Manager**, Port of Los Angeles: 1989-1994. Converted hundreds of low margin automobile terminal acreage to high margin container acreage. Negotiated port tenant lease agreements. Served on the Port's longshore labor strike committee. Participated on Alameda Corridor, near-dock intermodal rail and container terminal development teams
- **Deputy Executive Director**, Port of Anacortes, WA: 1987-1989. Negotiated petroleum coke, timber and forest products transload contracts. Expanded general aviation airport. Managed marine terminal deep draft dredge contracts. Negotiated various port tenant lease agreements.

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PHIL C. ROUSSEAU



INDUSTRIES

- Banking and securities, venture capital, startups, agriculture, telecommunications, biotechnology, life sciences, investment banking, investment funds, private equity, energy, human resources, aviation, music and entertainment, sports, electronics, mining, healthcare, transportation, high tech, real estate, legal and manufacturing

SKILLS

Financing Transactions

M&A Process & Strategy

Due Diligence

Negotiations

Deal Team Management

Communications

Transaction Leadership

Efficient Deal Process and Execution

Legal Strategy & Oversight

Cross-Border Transactions

Corporate Governance

Multidisciplinary Team Leader

Executive Presence

Phil C. Rousseau is a seasoned Senior Executive Deal Advisor with over two decades of experience in complex transactions, mergers and acquisitions, investments, and commercial negotiations. His extensive background spans multiple industries and jurisdictions, making him a valuable asset in guiding clients through intricate deal-making processes. Phil excels in providing strategic leadership, direction and management of transactions, ensuring optimal results for his clients.

As Founder and Executive Deal Advisor at DealExec, Phil plays a pivotal role in providing dedicated and executive-level support to a wide range of clients, from startups to multinational corporations. He leads organizations through every stage of transactions, from pre-transaction planning to due diligence, negotiation, and successful execution. Phil's leadership extends to overseeing in-house deal teams, collaborating with external financial and legal experts, and representing clients in negotiations.

His previous roles at prestigious law firms like Davies Ward Phillips & Vineberg and Caravel Law have equipped him with a deep understanding of deal structuring, negotiation tactics, legal frameworks, and corporate governance. Phil is known for his ability to assemble and manage cross-functional deal teams, ensuring that all aspects of a transaction are efficiently addressed.

With a track record of handling diverse deals across various countries, including the USA, Canada, Mexico, UK, Europe, UAE, Africa, and Australia, Phil brings a global perspective to his role. His expertise encompasses sectors such as banking and securities, venture capital, startups, agriculture, telecommunications, biotechnology, investment banking, private equity, energy, and many others. Phil's fluency in both English and French further enhances his ability to navigate international transactions.

Phil is also a member of the Ontario Bar and has previously been an assistant teacher and speaker for an intensive M&A course at Osgoode Hall Law School and in professional conferences on mergers and acquisitions, corporate finance, and securities law. Beyond his professional accomplishments, Phil has a diverse range of interests, including sports, family, and travel. His competitive spirit, honed during his time as a swimmer and coach, is evident in his approach to deal-making, where he strives for excellence, efficiency and optimal outcomes. Phil is a trusted advisor with a wealth of experience and a commitment to delivering exceptional results in transactional leadership.

KEY EXPERIENCE

Davies Ward Phillips & Vineberg LLP - Corporate/M&A/Finance Transactional Counsel

- 10+ years as Partner providing strategic legal advice in large, complex, multi-party commercial transactions and business matters, including public and private M&A, joint ventures, partnerships, investments, senior and subordinated bank loans, debt and equity financings, technology sharing, licensing, outsourcing, distribution arrangements, corporate governance and securities law. Collaborate closely with and manage cross-functional deal-teams, including finance, tax, environmental and regulatory compliance, to address all relevant business and legal issues.
- Key role in negotiations of complex commercial agreements, including merger agreements, partnership and joint venture agreements, strategic alliances, licenses, equity and debt financing instruments, prospectuses and securities offering materials, equity compensation plans, and comprehensive corporate governance program.

Caravel Law LLP - Corporate/M&A/Finance Transactional Counsel

- Transaction-focused business law practice advising and guiding companies from start-ups to large established businesses from transaction structuring (including shareholder, partnership and joint venture arrangements) through capital raising, acquisitions and sale/liquidity transactions, as well as corporate development, commercial operations, corporate governance, risk management, and deal due diligence, negotiations, execution, closing and post-closing integration. Also act for investment funds and institutional investors on various equity and debt financings, portfolio company management and corporate governance.

STRUCTURES

- M&A, Joint Ventures, New Ventures, Strategic Alliances & Partnerships
- Investments, Venture Capital, Startup Financing, Equity, Debt, Convertible Securities

INTERNATIONAL

- Canada, USA, Mexico, UK, Europe, UAE, Africa and Australia

EDUCATION

- Law (LL.B) | Laval University (Canada)

SELECT DEALS

Mergers & Acquisitions

- Acted for national investment banking firm and its shareholders on sale to US investment bank;
- Acted for U.S. private equity investor in acquisition of electronics manufacturer and subsequent restructuring;
- Acted for major European oilfield services company in joint acquisition of public oil drilling company with operations in North and South America, in partnership with private equity firm;
- Represented public agriculture distribution company in defence of hostile take-over bid and subsequent negotiated merger;
- Represented public real estate company on acquisition by private investment fund;
- Acted for automotive manufacturer in connection with sale of assets, including negotiating asset purchase agreement and related documents regarding real estate leases, intellectual property software and licences, and purchaser's financing issues;
- Acted for public telecommunications carrier in connection with auction sale of communications towers portfolio, including due diligence and drafting and negotiating of asset transfer agreement, maintenance agreements and other supporting documentation;
- Represented public telecommunications carrier in connection with purchase of assets in insolvency auction process, including negotiating asset purchase agreement, interim services agreement and transfer of assets and claims by third party creditors;
- Acted for human resources consulting firm in connection with acquisition of shares of private competitor, including drafting and negotiating merger agreement, asset transfer agreements and other related documentation;
- Acted for public entertainment media company in connection with sale of US music distribution business and acquisition of radio and music channels, including drafting and negotiating of various sale agreements, distribution licences and related documents;
- Advised human resources startup on private merger transaction, including term sheet and structure, merger agreement, shareholder agreement, and negotiation of ancillary merger documents;
- Acted for equipment manufacturer in acquisition of US electronic equipment manufacturer and distributor;
- Represented US purchaser in connection with purchase of assets of airport maintenance services provider;
- Represented private investors on auctioned sale of food manufacturing and distribution business to public investment trust;
- Represented Russian oil-drilling company in strategic acquisitions in North America;
- Represented North American animal food company in strategic auction process and sale of controlling interest by major shareholder;
- Advised major US sports company in connection with acquisitions of athletic sports event businesses;
- Acted on sale of technology company to US purchaser, including share purchase agreement, share redemptions, restructuring of international entities, shareholders agreements, option agreements, and loan and security documents for senior credit facilities;
- Represented animal health startup on private company acquisition, including structuring, term sheet, asset purchase agreement, technology royalty agreement, intellectual property assignment, distribution agreement and other commercial agreements.

Commercial Transactions

- Acted for life science company on creation of joint venture and strategic development alliance with pharmaceutical product developer;
- Acted for major telecommunications firm on implementation and financing of web-based infrastructure platform and related outsourcing arrangements with electronic equipment manufacturer;
- Acted in connection with shareholders proxy contest for control of major public seafood company;
- Represented major currency conversion company in connection with implementation of payment system for airport transportation services;
- Acted for UK public company in connection with establishment of global employee share purchase plan;
- Advised engineering and construction company on several asset purchase transactions, commercial vendor/supply contracts, litigation management, corporate matters, governance and shareholder matters, including shareholder agreement negotiations, asset purchase agreements and related transaction documents;
- Represented US investment fund in corporate restructuring and subsequent bankruptcy of human resources outsourcing company;
- Assisted hospital foundation in structuring life science businesses;
- Acted for airplane manufacturer in worldwide sales and distribution arrangements and contracts;
- Represented mining company in joint venture agreement for exploration and development of U.S. gold mining property;
- Acted for developer in connection with development, construction and financing of hydroelectric, solar and wind generation facilities;
- Acted for employee unions in regard to the purchase of equity interest in nuclear energy producer;
- Advised tech startup on company formation and organization, shareholder agreement, equity and debt financings, and employment matters;
- Advised on joint venture documentation and shareholder agreement for sports entertainment startup;
- Acted for minority shareholders on corporate governance matters, shareholder agreement negotiations, litigation management and dispute resolution;
- Advised startup and founders on shareholder agreement, corporate organization, master services agreements and other commercial contracts, employment and subcontractor agreements, and various shareholder and commercial disputes;
- Represented mid-size Canadian law firm in business reorganization, including assignment of corporate contracts, lawyers, clients and other assets

Corporate Finance

- Represented international investment bank in connection with public offering of commercial paper;
- Represented underwriting syndicates in initial public offerings by real estate investment trust and other investment companies;
- Acted for institutional investment fund on structuring, executing and managing portfolio investments, including fund organization and governance, multiple rounds of investments in preferred share, debt, convertible debt, SAFE and other financing structures for several start-ups across a broad range of industries, and documentation for multi-party investments, including term sheets, subscription agreements, shareholder agreements and other investment documents, assessing structural considerations for investments, addressing legal and business risks and considerations, advising on disputes and disagreements with startup founders and other investors, exit scenarios, sales and dispositions of investments, advising on various corporate and commercial transactions involving portfolio companies, and on governance matters and conflicts of interest;
- Represented public securities issuers in connection with offerings of diverse equity securities to private investment funds and institutional purchasers;
- Acted for underwriting syndicate in respect of public debt offering by major airport, including drafting and negotiating public offering documentation, due diligence and filing issues;
- Represented media company in private placement of convertible preferred shares to private investment fund, including structural considerations, term sheet, drafting and negotiating convertible note, share terms, subscription documents and other financing documents, and miscellaneous corporate and employment matters;
- Acted for major oil & gas producer on bond offering in European capital markets, including developing prospectuses and directing foreign counsel;
- Acted for major cable systems provider in connection with public issuer bid, including drafting public documentation and dealings with stock exchanges;
- Represented merchant bank in connection with investment in convertible debentures of public company;
- Acted for tech startup on various financing and corporate matters, including convertible debt and equity financings, including note purchase, warrants, term sheet, secured notes, shareholder agreement, corporate governance, stock option plan and grant documents, employee and subcontractor agreements and miscellaneous commercial matters;
- Acted for developers and investors in structuring equity and debt investments and implementing partnership arrangements for the joint development and financing of solar, wind and hydro energy generation facilities;
- Advised international investment bank in connection with review of various hedge fund investments for client portfolios;
- Advised public REIT on securities offering and continuous disclosure reporting obligations;
- Acted for biotechnology startup in connection with private placement of preferred shares to Asian investment fund and other investors;
- Advised startup founder on convertible debenture financing, promissory notes, private placement subscription documents, US investors considerations, stock option plan, note conversions and related corporate matters;
- Represented technology startup on joint venture and strategic alliance agreement, private placement of preferred shares, corporate matters, shareholder agreement and other commercial matters;
- Acted for US, Mexican and Canadian investment funds on structuring and formation of limited partnerships and other investment vehicles.

Banking/Debt

- Acted for national network services provider in connection with senior bank and subordinated equity financing to implement web-based infrastructure platform, including drafting and negotiating of investment agreements, equity instruments attributes and asset security issues;
- Acted for maritime transportation company on establishment of credit facilities from lending syndicate, including negotiating loan and security documentation;
- Acted for leading US merchant bank in subordinated equity and warrant financing to support insolvency reorganization and sale of global security systems provider;
- Acted for various high tech and manufacturing companies on establishment of various credit and other financing facilities from US lenders and private equity funds;
- Acted for grain distribution company in connection with syndicated senior and subordinated bank financings and secured notes offering;
- Acted for acquiror in equity financing, bridge loan and asset-based credit facility for acquisition of forestry assets;
- Acted for various European and Canadian bank lenders and private developers in the development and establishment of credit facilities for the acquisition, construction and operation of solar, wind and hydro power facilities;
- Advised US bank on establishment of foreign branch, including organization of foreign subsidiary, joint venture agreement, shareholder agreement, master services and operating agreements, technology and intellectual property agreements to successor entity.

DEALEXEC

EXECUTIVE DEAL ADVISORS

GREGORY SALVAGGIO



INDUSTRIES

- Banking, venture capital, startups, biotechnology, life sciences, investment banking, private equity, tech, real estate and hospitality.

SKILLS

Financing Transactions

M&A Process & Strategy

Due Diligence

Negotiations

Deal Team Management

Communications

Transaction Leadership

Efficient Deal Process and Execution

Deal Structuring

Cross-Border Transactions

Corporate Governance

Multidisciplinary Team Leader

Executive Presence

Gregory Salvaggio is an Executive Deal Advisor with over two decades of experience as a serial entrepreneur, having navigated companies through complex transactions, including mergers and acquisitions from both the buy side and sell side, structuring of complex debt agreements, seeding of startups and the structuring of these investments in early-stage companies. His extensive background spans multiple industries, affording him a skillset that will help guide clients through many different deal processes. Greg provides strategic leadership offering direction and management of transactions while ensuring the desired outcomes for clients.

His previous roles in forming two startups and guiding them from inception to exit, provide Greg with a deep understanding of not only how to build a company but to also prepare it for sale, all while leading it through the deal process. Strong negotiating skills, a deep understanding of how to manage a transaction from start to finish, while providing insights into what can be expected during the process, present Greg as a valuable asset with the tools and skills to address any issues that may arise.

Experienced in deal making across a wide range of sectors including financial services, real estate, biotechnology, medical devices, app/tech development and hospitality position Greg with a vast knowledge base to help navigate a mix of transactions.

Greg has appeared numerous times on financial television as a market expert as well as being regularly quoted in the media. In addition, he has appeared as a guest speaker discussing entrepreneurship at Georgetown and American Universities. Beyond work, Greg enjoys time with his family and friends, coaching youth athletics and traveling as often as possible. However, it is Greg's drive to succeed, using his diverse set of experiences and strong work ethic that position Greg as an exceptional advisor.

KEY EXPERIENCE

GMK Partners / Co-CEO

- Created a self-funded Angel Fund that invests in early-stage companies across a vast array of industries including biotechnology, medical device manufacturing, financial services, technology and hospitality. These investments have included Series Seed, Series A, Convertible Note Funding and Debt Financing.
- Board member who helped steer decision making processes spanning business strategy, growth plans, funding paths and expansion benchmarks.
- Investments have yielded an IPO on the London LSE, a successful Series A raise prepping for Series B, a sale to a peer business and a restructuring leading to profitability.

Avanti HG / Co-Founder

- Created a self-funded real estate investment and development company that focused on acquiring undervalued commercial properties with the aim of leading them through the rezoning process.
- Intricately involved in the creation of various collateral debt instruments to finance operations including derivative equity structures, adjustable-rate loans, triggered interest rate products and indexed loans.
- Negotiated and structured an exit from the business with a significant ROI after 10 years of double-digit IRR growth.

Tempus/ Co- Founder

- Created a self-funded financial hedging and money services business focused on mitigating corporate foreign exchange risk and remitting international payments.
- Involved in steering business strategy and formulating both domestic and international growth plans leading to significant revenue and EBITDA growth over 10 years. This included the acquisition of a peer business and the launch of a SaaS based product.
- Negotiated the sale of the business to a large international financial conglomerate in an all-cash transaction.

STRUCTURES

- M&A, New Ventures, Investments, Venture Capital, Startup Financing, Equity, Debt, Convertible Securities

INTERNATIONAL

- USA, UK

EDUCATION

- Boston College (US)

Select Deals

Mergers & Acquisitions

- Involved in the acquisition of a rival smaller money services business, including the negotiation of asset transfer agreements as well as employee contracts.
- Directed the sale of a privately held financial services business to a large multinational conglomerate, including negotiating stock purchase agreements, asset transfer agreements, license transfer agreements and other related documents.
- Structured a sale of a real estate portfolio using derivative products to hasten the transaction closing, including the negotiation of a purchase agreement to include long-term option positioning and future deal participation.
- Acted to help a technology company to sell its real estate broker application to a regional broker.
- Acted to help negotiate the sale of a fitness application to a large technology company.

Commercial Transactions

- Acted to help negotiate commercial tenant lease agreements, including early payout structures and alternative property placements.
- Negotiated the sale of real estate assets to include equity participation agreements as well as structured payment periods based on certain benchmarked events.
- Acted to help structure a seed equity investment in a tech startup to include governance positions, as well as warrant and option granting.
- Acted to help negotiate the restructured valuation of a private equity investment in a medical device company to include options granted based upon IPO timing.
- Negotiated and structured the initial private equity investment in a biotech startup to include valuation discussions, intellectual property ownership rights, governance positioning and benchmarked option availability.
- Acted to help structure the acquisition and construction of hospitality assets in both the restaurant and nightlife space.
- Advised a Wellness technology startup on initial capital structure including the use of SAFEs, Convertible Debt Agreements and Option programs.

Corporate Finance

- Acted for a real estate investment company to structure various debt instruments, focused primarily on convertible, adjustable rate and bench marked loans.
- Acted on behalf of investors to negotiate convertible debt agreements for continued investment in various early-stage businesses.
- Negotiated a complex option offering involving a tiered ownership structure tied to Series A and Series B capital rounds.

Banking/Debt

- Acted for a financial services firm in negotiating trading lines, lines of credit and settlement terms for international transactions.
- Acted for a real estate firm in negotiating loan terms for various asset purchases with banking relationships, private equity sources, and high net worth individuals.
- Negotiated various construction loans tied to developer performance and fixed time schedules.

DEALEXEC

EXECUTIVE DEAL ADVISORS

ISRAEL TABI



INDUSTRIES

Real Estate, Modular Prefab Home Building, Mental Health Clinic (Psychiatric Treatments), Rehabilitation and Nursing Centers, Education and School Management, Technology and IT, Financial Services and Investment, Retail and E-commerce

SKILLS

Real Estate Expertise

Strategic Planning

Financial Analysis

Negotiations

Project Management

Market Research

Relationship Building

Innovation

Leadership

Due Diligence

Budget Development

Multilingual Communication

Israel is a highly accomplished and results-driven Multilingual Real Estate Executive with a rich background in real estate development, acquisition, and sales. He holds a Bachelor of Arts in Talmudic Law from Touro College, New York, NY, and is a licensed Real Estate Broker in the State of California since 2016. Additionally, he holds a Licensed Nursing Home Administrator credential in the State of California, awarded in 2020, and is a graduate of the Echelon Front Leadership Program: Extreme Ownership Muster.

With a proven track record, Israel specializes in driving business growth through strategic planning, financial analysis, and contract negotiations. He excels in establishing and optimizing profitable real estate portfolios and has consistently exceeded expectations by delivering projects ahead of schedule and under budget, even in multimillion-dollar projects.

Israel has honed expertise in various areas, including real estate development and acquisition, mergers and acquisitions, strategic planning and analysis, financial analysis, budget development, contract negotiations, project and program management, market research and feasibility studies, construction management, quality control, and relationship development and networking.

KEY EXPERIENCE

SVP of Strategic Development and Real Estate - Irwin Naturals: Emergence, Los Angeles, CA (2022 - Present)

As the SVP of Strategic Development and Real Estate at Irwin Naturals: Emergence, Israel leads the charge in strategic development and real estate initiatives, steering business growth and expansion for a prominent mental health clinic chain specializing in cutting-edge psychedelic treatments.

Interim COO - Kasa Development, Los Angeles, CA (2020 - 2022)

As the Interim COO at Kasa Development, Israel directed operations for a modular prefab home building company, driving efficiency through a 350,000-square-foot factory setup and acquisition of a construction company.

Vice President - Rodeo Investments, Los Angeles, CA (2012 - Present)

In the role of Vice President at Rodeo Investments, Israel achieved impressive success by closing over \$100 million in real estate transactions, and consistently delivering projects ahead of schedule and under budget.

Director of Environmental Services - Beacon/Ocean Promenade Rehabilitation and Nursing Center, Rockaway Park (2012 - 2013)

As the Director of Environmental Services, Israel led a team overseeing all aspects of the Environmental Services Department at a senior care and rehabilitation facility, successfully managing post-Hurricane Sandy remodel and repair projects.

Co-Founder, Administrator & Director of Recruitment - Our School/Yeshiva Simchas Chaim, Brooklyn, NY (2008 - 2012)

As the Co-Founder, Administrator, and Director of Recruitment, Israel played a pivotal role in spearheading day-to-day operations of a school, managing admissions, recruiting, budget development, fundraising, and more, resulting in a substantial enrollment of 60 students with a 95% cumulative graduation rate.

STRUCTURES

Mergers and Acquisitions (M&A) Deals, Joint Ventures and Strategic Partnerships, Real Estate Development and Acquisition Transactions, Financial and Investment Agreements, Contract Negotiations for Business Expansion, Real Estate Portfolio Optimization, Modular Prefab Home

INTERNATIONAL

Canada, USA, Mexico, UK, Europe, UAE, Africa and Australia

EDUCATION

Bachelor of Arts in Talmudic Law, Licensed Real Estate Broker

SELECT DEALS

Mergers & Acquisitions

- Led a strategic development and real estate initiative for a mental health clinic chain specializing in psychedelic treatments, including potential deal sizes exceeding \$100 million.
- Executed mergers and acquisitions, overseeing LOI's and purchase contracts with 23 mental health clinics across the United States.
- Forged strategic partnerships with research companies for priority access to clinical trials of new psychedelic treatments.
- Managed organic growth through real estate transactions, lease agreements, and tenant improvements for denovo clinics.
- Expanded Rodeo Investments' presence in competitive real estate markets, setting records and achieving a net company value increase of over \$20 million.
- Successfully managed more than \$100 million in real estate transactions, consistently completing projects under budget and ahead of schedule.
- Set up a 350,000 square foot factory for modular prefab home production, including the acquisition of a construction company.
- Achieved cost efficiencies, with a cost price per square foot of approximately \$100, positioning the company competitively in construction.