



MRO and Aftermarket M&A Industry Update

WINTER 2025 – AEROSPACE, DEFENSE & SPACE



Meridian's Aerospace, Defense & Space Practice

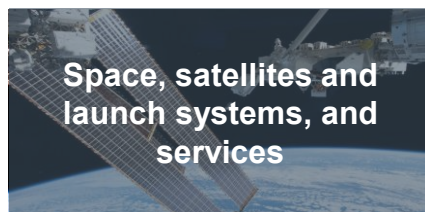
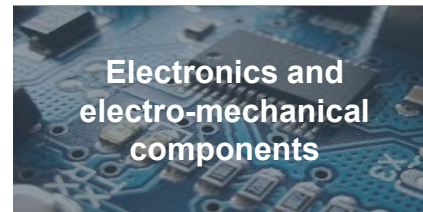
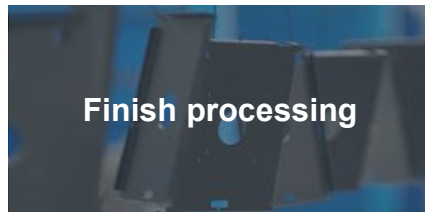
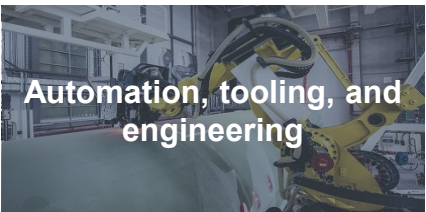
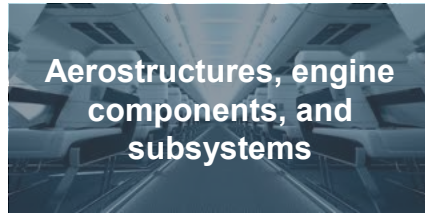
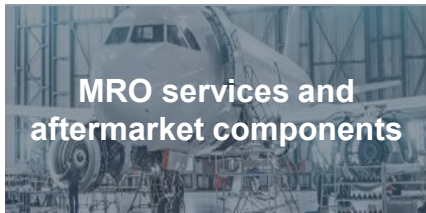
Overview

Meridian Capital's Aerospace, Defense & Space team has extensive experience within the sector having completed 25+ transactions in the industry.

The coverage team possesses deep industry relationships with leading acquirers in the space and is up-to-date on the latest sector trends and considerations.

Meridian Capital is pleased to present its **Winter 2025 MRO and Aftermarket M&A Industry Update**.

Sub-Sector Coverage



Meet the Team



Team Lead
Brian Murphy
CEO & Managing Director
bmurphy@meridianib.com



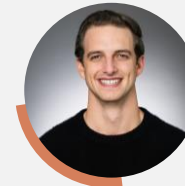
Team Lead
Aaron Franzheim
Director
afranzheim@meridianib.com



Randy Moe
Managing Director
rmoe@meridianib.com



Nolan Bernard
Associate
nbernard@meridianib.com



Ian Nathan
Analyst
inathan@meridianib.com



Gavin Prentice
Analyst
gprentice@meridianib.com



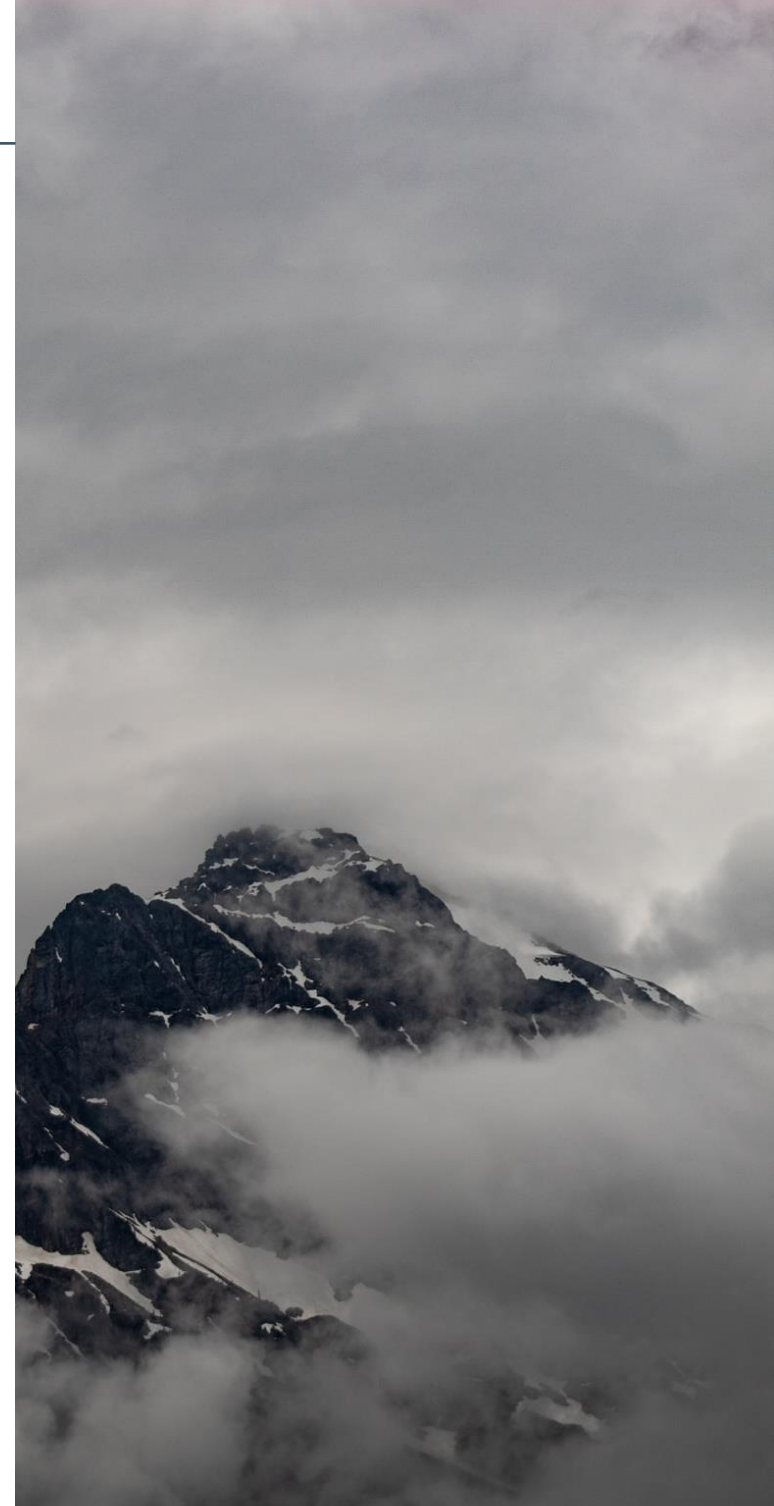
Meridian – Select AD&S Transaction Experience

<p>Project A Thousand Hills</p> <p>Provider of chemicals and equipment to the defense market</p> <p>- In Process -</p>	<p>Project Kepler</p> <p>Manufacturer of aftermarket A&D components</p> <p>- Strategic Advisory-</p>	<p>Kagwerks</p> <p>KÄGWERKS NEVER A FAIR FIGHT</p> <p>- Received Growth Capital From -</p> <p>BOCHI INVESTMENTS</p>	<p>Weatherhaven</p> <p>Weatherhaven Proven Expertise in Redesignable Studer Systems</p> <p>- Acquired by -</p> <p>WHITEWOLF CAPITAL CANADA INC.</p>	<p>PCI</p> <p>PCI</p> <p>- Recapitalized by -</p> <p>TJM Capital Partners</p>	<p>Shields Manufacturing</p> <p>SHIELDS MANUFACTURING</p> <p>- Acquired by -</p> <p>PRECINMAC Precision Machining</p>	<p>MTM Robotics</p> <p>MTM ROBOTICS</p> <p>- Acquired by -</p> <p>AIRBUS</p>
<p>BERG</p> <p>BERG</p> <p>- Acquired by -</p> <p>HDT GLOBAL A Portfolio Company of Charlesbank</p>	<p>METALfx</p> <p>METAL Zirc Engineering • Fabrication • Integration</p> <p>- Acquired by -</p> <p>MONTAGE PARTNERS PEOPLE CAPITAL</p>	<p>Nucon Aerospace</p> <p>NUCON Aerospace</p> <p>- Strategic Advisory -</p> <p>MERIDIAN CAPITAL</p>	<p>BDI</p> <p>BDI Blast Deflectors</p> <p>- Acquired by -</p> <p>HANOVER PARTNERS, INC. A Private Investment Company</p> <p>GREYROCK CAPITAL GROUP</p>	<p>Thortex</p> <p>Thortex</p> <p>- Acquired by -</p> <p>AVALLIGN Technique A Portfolio Company of A C P</p>	<p>Apollo Video Technology</p> <p>APOLLO Apollo Video Technology</p> <p>- Acquired by -</p> <p>LUMINATOR TECHNOLOGY GROUP A Portfolio Company of Audax Private Equity</p>	<p>J&M Machine</p> <p>J&M MACHINE</p> <p>- Acquired by -</p> <p>ACCURUS A Portfolio Company of LIBERTY HALL Capital Partners</p>
<p>Mobile Tool Management</p> <p>MOBILE TOOL MANAGEMENT</p> <p>- Received Growth Capital From -</p> <p>CRAFT</p>	<p>JL Manufacturing</p> <p>JL Manufacturing Inc.</p> <p>- Acquired by -</p> <p>GIVON Expanding the Horizon</p>	<p>Givon</p> <p>GIVON Expanding the Horizon</p> <p>- Acquired by -</p> <p>wipro</p>	<p>Procesos Termicos</p> <p>NORANCO</p> <p>- Acquired by -</p>	<p>Dynamic Ceramic</p> <p>DYNAMIC CERAMIC</p> <p>- Acquired by -</p> <p>COORSTEK Amazing Solutions</p>	<p>Imaginetics</p> <p>IMAGINETICS Aerospace Manufacturing and Assembly</p> <p>- Acquired by -</p> <p>KIDD & COMPANY</p>	<p>VIOX</p> <p>VIOX</p> <p>- Acquired by -</p> <p>ceradyne, inc. ADVANCED TECHNICAL CERAMICS</p>
<p>REACH Bowen Systems</p> <p>BOWEN</p> <p>- Acquired by -</p> <p>exens SOLUTIONS</p>	<p>REACH Texys Group</p> <p>texys GROUP</p> <p>- Acquired by -</p> <p>FOGALE Sensors</p>	<p>REACH Secan</p> <p>secan</p> <p>- Acquired by -</p> <p>TIKEHAU CAPITAL Ace</p>	<p>REACH Elvia</p> <p>elvia PRINTED CIRCUIT BOARD GROUP</p> <p>- Acquired by -</p> <p>TIKEHAU CAPITAL Ace</p>	<p>REACH CPP France</p> <p>CPP France</p> <p>- Acquired by -</p> <p>VIAGROUP INDUSTRIES</p>	<p>REACH Sabena Technics</p> <p>sabena technics TAT GROUP</p> <p>- Acquired by -</p> <p>TOWERBROOK</p>	<p>REACH Bouy Ausare</p> <p>BOUYAUSARE GROUP</p> <p>- Acquired by -</p> <p>we are</p>



Contents

- 01.** MRO and Aftermarket M&A Market Update
- 02.** Representative Investor Universe
- 03.** Illustrative Transaction Process
- 04.** Appendix – Meridian Overview



01.

MRO AND AFTERMARKET M&A UPDATE





MRO and Aftermarket Industry Trends

- Increasing Air Travel Driving Industry Demand**

Global commercial air travel surpassed historic levels, with 4.9 billion travelers in 2024 compared with 4.5 billion in 2019¹. Following a recovery phase, the worldwide commercial aviation fleet is expected to grow 28% over the next 10 years, underscoring the demand growth for aircraft and related services².
- Aging Aircraft Fleet**

The average age of the global fleet has increased from 14 to 16 years old from 2019 to 2024 as airlines have been forced to operate older aircraft to meet increasing travel demand in light of slower new aircraft deliveries^{3,4}. This aging trend amplifies the need for aftermarket parts and services, as older aircraft undergo more frequent and intensive maintenance and repairs, creating opportunities for aftermarket providers to meet growing demand.
- Component Availability and Labor Challenges**

As demand for MRO services continues to increase, the industry is facing a shortage of skilled technicians. This highly technical workforce is critical to ensuring aircraft safety and timely return-to-service. Further, supply chain challenges and increased demand for aftermarket components has led to increased prices and limited availability – this dynamic has created meaningful opportunity for PMA and DER providers.
- Recurring Revenue and High Barriers to Entry Create Attractive Dynamics for Investment**

Due to the ongoing MRO cycles of aircraft, and replacement cycles of components, companies operating in the aftermarket are well-positioned to benefit from recurring revenue streams providing predictability and steady financial performance. Companies that have developed aftermarket components are able to obtain PMAs and STCs for their products, creating high barriers of entry for competitors by undertaking meaningful R&D investments and establishing intellectual property. As a result, these providers often have the ability to exhibit pricing power with strong margin opportunities.
- Active M&A Environment Across MRO Services and Components**

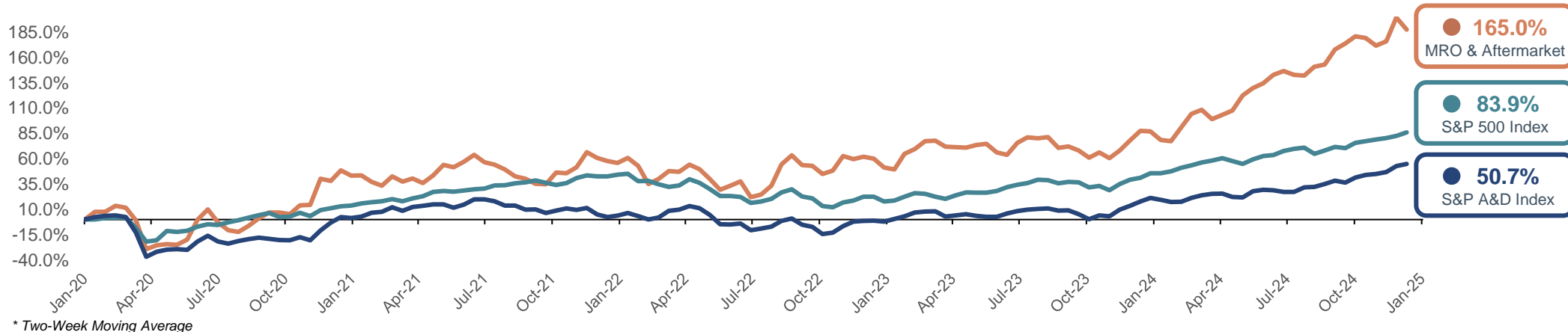
Private equity and strategic investors have remained active across the aerospace aftermarket. Fueled by strong underlying growth fundamentals and attractive business characteristics for investment, Meridian expects continued consolidation in the space.

Sources: ¹Statista, ²Oliver Wyman, ³International Air Transport Association, ⁴Reuters, and ⁵Meridian Research



Public Market Performance

5-Year Index Growth (Jan-20 – Dec-24)



MRO & Aftermarket

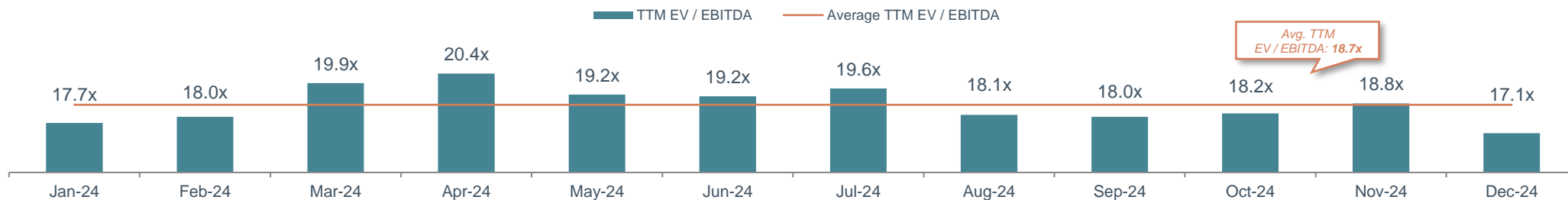
S&P 500 Index

Tracks the 500 largest public companies in the U.S.

S&P Aerospace & Defense Select Industry Index

Comprises stocks from the S&P Total Market Index that are classified in the GICS Aerospace & Defense sub-industry

EV / EBITDA Performance (TTM Jan-23 – Dec-24)



Public Company Set

(\$US in millions)

Company Name	Market Cap	EV	LTM		EV/LTM		LTM Margin EBITDA	52-Week Change
			Rev	EBITDA	Rev	EBITDA		
MRO & Aftermarket								
HEICO Corporation	\$28,674	\$31,191	\$3,858	\$1,029	8.1x	30.3x	26.7%	31.5 %
Singapore Technologies Engineering	\$10,676	\$15,093	\$7,978	\$1,143	1.9x	13.2x	14.3%	16.4 %
AAR Corp.	\$2,200	\$3,211	\$2,431	\$264	1.3x	12.2x	10.9%	(1.5)%
SIA Engineering	\$1,954	\$1,659	\$862	\$141	1.9x	11.8x	16.3%	(3.3)%
VSE Corporation	\$1,941	\$2,413	\$1,016	\$127	2.4x	19.0x	12.5%	50.1 %
AerSale Corp	\$335	\$431	\$345	\$26	1.2x	16.3x	7.6%	(49.5)%
	Median	\$2,812	\$1,724	\$202	1.9x	14.8x	13.4%	7.4%
	Mean	\$9,000	\$2,748	\$455	2.8x	17.1x	14.7%	7.3%

Source: Pitchbook as of 12/31/2024; Meridian Research



Select Recent M&A Activity – Transaction Profiles



December 2024



Target Description

Kellstrom Aerospace is a distributor of engines, aircraft, and spare parts for commercial aerospace engine aftermarkets. The Company offers comprehensive aftermarket support including buying, refurbishing, leasing and trading, as well as inventory management services.

Target Overview

31 **Founded:** 1971
Location: Davie, FL
EV: \$200M
EV/EBITDA: 10.0x

Investment Rationale

The acquisition of Kellstrom Aerospace strengthens VSE Corporation's position within the commercial aviation aftermarket by reinforcing an OEM-focused strategy, expanding VSE's aftermarket product and capability offerings, and broadening their growing global footprint.



November 2024



Target Description

Aero Instruments & Avionics is a provider of maintenance services intended for commercial, military, and regional aircraft platforms. The Company specializes in complex components across fuel, hydraulic, pneumatic, and avionic systems.

Target Overview

31 **Founded:** 1968
Location: Depew, NY

Investment Rationale

The acquisition of Aero Instruments & Avionics enables Aero Accessories to expand its wallet share of existing customers while also strengthening synergistic repair and maintenance capabilities to further penetrate the addressable market.



October 2024



TURBINEAERO

Target Description

TurbineAero specializes in providing APU maintenance, repair, and overhaul services to military, commercial, and OEMs. The Company also offers auxiliary components and services including specialized testing and coating processes for aeroengine components.

Target Overview

31 **Founded:** 1977
Location: Chandler, AZ

Investment Rationale

The acquisition of TurbineAero is Snow Peak Capital's first portfolio investment within the aerospace industry. Snow Peak aims to leverage TurbineAero's marquee customer base, industry relationships, and reputation to further its influence and service reach within various markets worldwide.



October 2024
IPO

Target Description

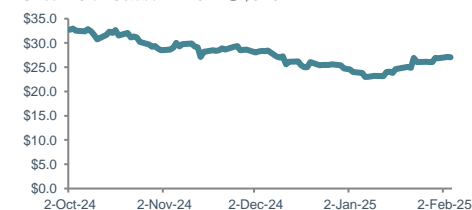
StandardAero Inc is a provider of aftermarket services for fixed and rotary wing aircraft gas turbine engines and APUs to the commercial, business, and military aircraft markets. The Company primarily serves within two segments: Engine Services and Component Repair Services.

Target Overview

31 **Founded:** 1911
Location: Scottsdale, AZ
Ticker: SARO
Total Raise: \$1.7B

Stock Price Performance

Since IPO on October 2nd 2024 @ \$31.0





Select Recent M&A Activity – Transaction Profiles



Target Description

Turbine Controls provides aftermarket maintenance, repair, and overhaul support. The Company caters to complex aircraft engine components of commercial and military applications.

Target Overview

31 **Founded:** 1979
Location: Bloomfield, CT
\$ EV: \$120M

Investment Rationale

VSE's acquisition of Turbine Controls helps to expand the Company's OEM-authorized repair capabilities. Turbine Controls further enables VSE to capture new market opportunities through the addition of specialized service capabilities to cater to a more niche segment of the market.



Target Description

Segers Aerospace provides essential maintenance, repair, and overhaul services on mission-critical platforms. The Company offers a comprehensive suite of engine, accessory, and propeller services for global operators of the C-130 and similar aircraft.

Target Overview

31 **Founded:** 1976
Location: Fairhope, AL

Investment Rationale

HIG's acquisition supports the continued growth of Segers, in congruent with substantial investments into facilities, expertise, and capabilities over the past five decades. With the addition of HIG's capital and resources, Segers will continue to invest in current and forecasted opportunities, enabling market and customer expansion.



Target Description

Triumph's MRO division is a provider of maintenance, repair, and overhaul of structures-related services. The Division specializes in airframe and engine accessories, servicing both commercial and military aftermarkets.

Target Overview

31 **Founded:** 1993
Location: Radnor, PA
\$ EV: \$725M
\$ EV/EBITDA: 11.7x

Investment Rationale

AAR's acquisition of Triumph's MRO division aims to expand AAR's market presence and service offerings in the aerospace industry. The acquisition enables AAR to access new customers, technologies, and capabilities, enhancing its competitive position and ability to provide comprehensive MRO solutions.



Target Description

BP Aero is a provider of aircraft engine aftermarket services catering to airlines and leasing companies. The Company's services include engine teardowns, parts overhauls, and component repairs.



Target Overview

31 **Founded:** 2008
Location: Irving, TX

Investment Rationale

The acquisition of BP Aero marked ITP's first investment into the United States as the Company continued to advance its overall maintenance, repair, and overhaul capabilities in tandem with extending its global reach.



Select Recent M&A Activity – Transaction Profiles



 **United Aero Group**
February 2024




Target Description

Arista Aviation Services specializes in helicopter airframe and avionics maintenance, repair, and overhaul services. Arista is also a provider of aircraft parts distribution and leasing services to federal, state, and corporate customers.

Target Overview

 **Founded:** 2012
 **Location:** Enterprise, AL

Investment Rationale

United Aero's acquisition of Arista helps to expand the Company's existing offerings by introducing more advanced manufacturing capabilities while extending its customer base into rotary-wing focused markets. Arista provides United Aero with additional revenue streams and the opportunity to expand market share.




August 2023



Target Description

Wencor is a manufacturer of parts and highly-engineered aftermarket replacement components intended for its global customer base of commercial airlines and MRO providers.

Target Overview

 **Founded:** 1995
 **Location:** Peachtree City, GA
\$ EV: \$2.1B
\$ EV/EBITDA: 13.7x

Investment Rationale

The acquisition of Wencor was driven by synergistic considerations as HEICO sought to expand its PMA portfolio offerings. Wencor's expertise in engineering solutions and parts distribution also enabled HEICO to capture additional wallet share from existing customers.





June 2023



Target Description

Yingling is a provider of maintenance, repair, overhaul and fixed-base services for aviation and government customers. The Company specializes in airframe maintenance, engine and repairs, design and custom interiors, aircraft painting, avionics installations, and propeller upgrades.

Target Overview

 **Founded:** 1946
 **Location:** Wichita, KS

Investment Rationale

AE Industrial Partners' investment in Yingling marks the beginning of AEI's strategic vision of creating a unique, independent platform of scale, providing best-in-class services within the growing MRO market. Operating as AEI's leading platform, Yingling will initiate an aggressive roll-up strategy to expand its capabilities while growing its customer base.



May 2023





AVIATION SPARES LLC

Target Description

AOG Aviation is a provider of aircraft component and repair services for the domestic and international aerospace market. The Company's offerings include providing overhaul services and PMA parts to airline operators, repair stations, and global distributors.

Target Overview

 **Founded:** 2002
 **Location:** Oswego, IL

Investment Rationale

The acquisition of AOG Aviation enabled Loar Group to expand its presence in the aviation aftermarket industry and strengthen its capabilities in providing spare parts and support services for aircraft operators. The purchase also expanded the Company's customer and geographic reach, creating additional revenue streams.



Recent M&A Transactions

Date	Target	Acquirer	Target Description
Jan-25	SkyNorth Air	Northway Aviation (Westcap Management)	Provider of air ambulance and aircraft management services.
Jan-25	Jamco	Bain Capital	Provider of aircraft products and services, including maintenance and repairs of aircrafts, jets, and helicopters.
Jan-25	Great Lakes Turbines	Sky Aviation Holdings	Provider of aerospace component repair, fabrication, and machining services.
Jan-25	Rotating Machinery Services	Arcline	Provider of aftermarket repair, maintenance, and overhaul services intended for large and engineered rotating machinery.
Jan-25	Global Engineering & Technology	Yingling Aviation (AE Industrial Partners)	Provider of interior aircraft design, restoration, and other services.
Jan-25	Glendale Aero Services (MRO Division)	The Blackhawk Group	Operator of maintenance, repair, and overhaul ("MRO") business division intended to ensure the safety, performance, and longevity of aircraft.
Dec-24	Air Works India	Adani Enterprises	Provider of maintenance, repair, and overhaul services intended for the airline industry.
Dec-24	AAR (Landing Gear Overhaul Business)	GA Telesis	Provider of landing gear and overhaul services intended for commercial and government customers.
Dec-24	Industry Diesel & Turbo Services	Gridiron Capital	Provider of turbochargers, offering a wide range of services for all makes of turbochargers including those for marine vessels.
Dec-24	Milestone Aviation Services	TAJ Holding	Provider of aircraft maintenance services.
Dec-24	Kellstrom Aerospace	VSE Corporation	Provider of aftermarket distribution and repair services.
Nov-24	Brim Aviation	Wexford Capital Partners	Provider of helicopter services designed to meet the needs of a diverse range of industries.
Nov-24	Aero Instruments & Avionics	Aero Accessories (ATL Partners)	Provider of avionics and instrumentation maintenance services intended for commercial, military, and regional aircraft platforms.
Oct-24	TurbineAero	Snow Peak Capital	Provider of aftermarket services and repairs for aeroengine components and other aerospace applications.
Oct-24	Japa Aero Design	Sunaero	Provider of aircraft maintenance services for structures and cabins.
Oct-24	RJAero	Sunaero	Manufacturer of specialized maintenance and repair products and services for the aircraft industry.
Oct-24	Britten-Norman	Beechlands Enterprises	Manufacturer and provider of aircraft and related modification and upgrade services.
Oct-24	Prima Air	SinKung Logistics	Operator of an aviation company providing private air charter, aircraft management, maintenance, and aeromedical evacuations.
Sep-24	Icon Aerospace	Precision Aviation Group (GenNx360 Capital Partners)	Operator of the repair station intended for the aviation industry.
Sep-24	TAG Aero	Precision Aviation Group (GenNx360 Capital Partners)	Provider of auxiliary power units (APUs) sales and repair services intended for commercial, regional and military aviation sectors.

Source: Pitchbook and MergerMarket as of 1/23/2025; Meridian Research



Recent M&A Transactions, cont.

Date	Target	Acquirer	Target Description
Sep-24	Intercal	Torraval Cooling	Provider of installations, repairs and maintenance services.
Sep-24	Bevan Aviation	Yingling Aviation (AE Industrial Partners)	Provider of avionics and maintenance services for single-piston aircraft and small jets.
Sep-24	ecube Solutions	Unical Aviation (Platinum Equity)	Provider of aircraft end-of-life management services such as storage, disassembly, and transition services.
Sep-24	Axient	Astrion (Brightstar Capital Partners)	Provider of technical engineering services intended for the defense and space sectors.
Aug-24	Farsound Aviation	Onex Partners	Provider of aerospace MRO services.
Aug-24	Component Repair Technologies	Safran Aircraft Engines	Operator of a repair station offering gas turbine engine component inspection and repair services for the airlines and engine manufacturers.
Aug-24	Aero Turbine	StandardAero	Provider of turbine engine development and accessory, repair, and overhaul maintenance services.
Aug-24	ETP Thermal Dynamics	Lufthansa Technik	Manufacturer of aircraft thermal management products and provider of repair services for heat transfer components and systems.
Jul-24	Innodyme Systems	FCAH Aerospace	Operator of a repair station intended to serve commercial, regional, and business aircraft customers.
Jul-24	Part 21 International	Shannon Technical Services	Provider of aircraft engineering and creative design service.
Jul-24	Certified Aviation Services	Ironwood Capital, P4G Capital Management	Provider of aircraft maintenance, modification, and inspection services.
Jul-24	Allor-Plesh	Webster Industries (MPE Partners)	Manufacturer of custom engineering products including replacement components as well as provides servicing to various aftermarket products.
Jul-24	EmpowerMX	Industrial and Financial Systems	Developer of aircraft maintenance software designed to assist airlines and help companies in the management of their assets.
Jul-24	MRO Holdings	Bain Capital	Provider of maintenance, repair, and revision aviation services.
Jun-24	Aerodyne Corporation	Sky Aviation Holdings (Corbel Capital Partners)	Provider of repair and maintenance services intended for the aviation sector.
Jun-24	QOCO	Juuri Partners	Developer of aviation software designed to offer digital software solutions for airlines and MROs.
Jun-24	Adria Tehnika	Hartenberg Holding	Provider of aircraft maintenance and repair services for commercial aircrafts.
May-24	British Airways (Maintenance Business)	Evergreen Aviation Technologies	Operator of an aircraft maintenance business.
May-24	Sunvair Aerospace Group	Greenbriar Equity Group	Provider of landing gear overhaul services.
May-24	Essential Turbines	Balance Point Capital, Swift Anchor Holdings	Provider of maintenance, repair, and overhaul services intended for the aviation sector.

Source: Pitchbook and MergerMarket as of 1/23/2025; Meridian Research



Recent M&A Transactions, cont.

Date	Target	Acquirer	Target Description
May-24	M1 Support Services	Cerberus Capital Management	Provider of aviation support service intends to serve a wide range of Federal Government customers.
May-24	Victory Lane Aviation	Adelphi Capital Partners	Provider of comprehensive aviation services catering to the needs of aircraft owners and operators.
May-24	FMS Aerospace	Bridger Aerospace Group Holdings	Manufacturer of airframe modification and integration solutions for government and commercial customers.
May-24	Ontic Engineering & Manufacturing	CPP Investments	Manufacturer of aircraft products, spare parts and fittings and offers maintenance, repair, and overhaul services.
May-24	Aviocrraft	Salt River Aviation (Weinberg Capital Group)	Provider of maintenance, repair, and overhaul services catering to the aviation industry.
May-24	GT Engine Services	STS Aviation Group	Provider of jet engine care and maintenance services catering to airlines, aviation companies and aircraft leasing firms.
Apr-24	2Excel Aviation	Crestline Investors	Provider of aviation maintenance and repair services intended for various sectors including defense.
Apr-24	Turbine Controls	VSE Corporation	Provider of aftermarket MRO support services catering to complex aircraft engine components.
Apr-24	Segers Aerospace Corporation	H.I.G Capital	Provider of maintenance, repair, and overhaul services intended for mission-critical military platforms.
Apr-24	Austrian Techniks Bratislava	SAMCO Aircraft Maintenance	Provider of maintenance services to regional aircraft operators for various aircraft models.
Apr-24	Alpha Aircraft Services	Ventura Air Services	Provider of maintenance services intended for aircraft.
Mar-24	Mayo Aviation	Stevens Aerospace	Provider of aircraft maintenance services.
Mar-24	Mid-Continent Aviation Services	Yingling Aviation (AE Industrial Partners)	Provider of maintenance, repair, and overhaul services to business and general aviation.
Mar-24	Techni Air 2000	Argo MRT Americas	Provider of aircraft maintenance services.
Mar-24	Triumph Group (MRO Business)	AAR	Provider of maintenance, repair, and overhaul of structures-related services.
Feb-24	TRS Services	Battle Investment Group	Provider of component repair and manufacturing services for industrial aerospace and aircraft gas turbines.
Feb-24	BP Aerospace	ITP Aero	Provider of aircraft engine aftermarket services.
Feb-24	Arista Aviation Services	United Aero Group	Distributor and provider of aviation aftermarket parts and repair services.
Jan-24	Aviation Concepts	CORE Industrial Partners	Provider of mission-critical, rotatable components to the aftermarket commercial aviation industry.
Jan-24	AeroCision	Verus Aerospace	Manufacturer of engine components and assemblies intended for the aerospace industry.

Source: Pitchbook and MergerMarket as of 1/23/2025; Meridian Research

02.

REPRESENTATIVE INVESTOR UNIVERSE





Representative Strategic & PE-Backed Strategic Universe

Components & Distribution

Strategics



PE-Backed



Services

Strategics



PE-Backed



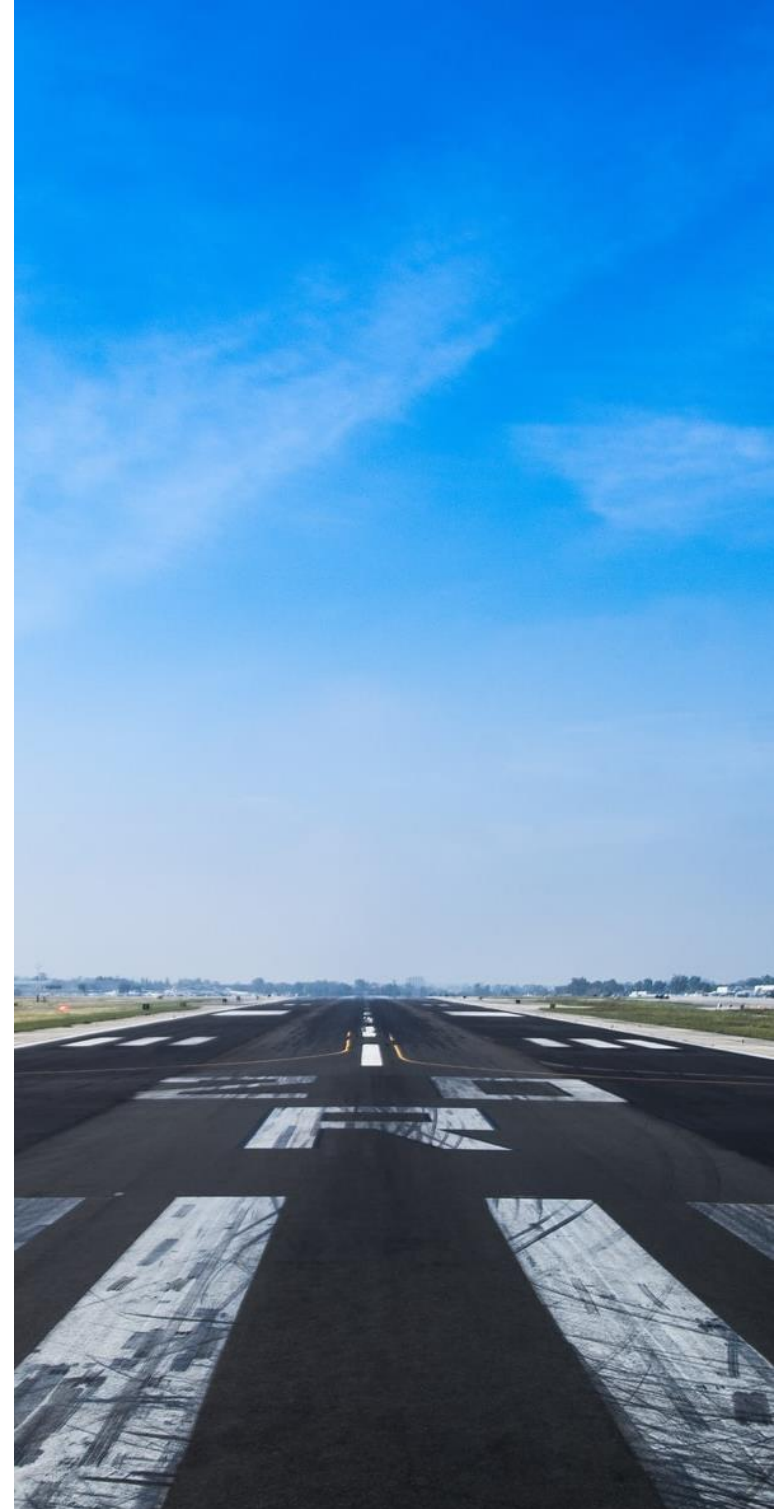


Representative Financial Investors



03.

ILLUSTRATIVE TRANSACTION PROCESS





Illustrative Process Timeline

FULL MARKETING LAUNCH

TIER 1 OUTREACH

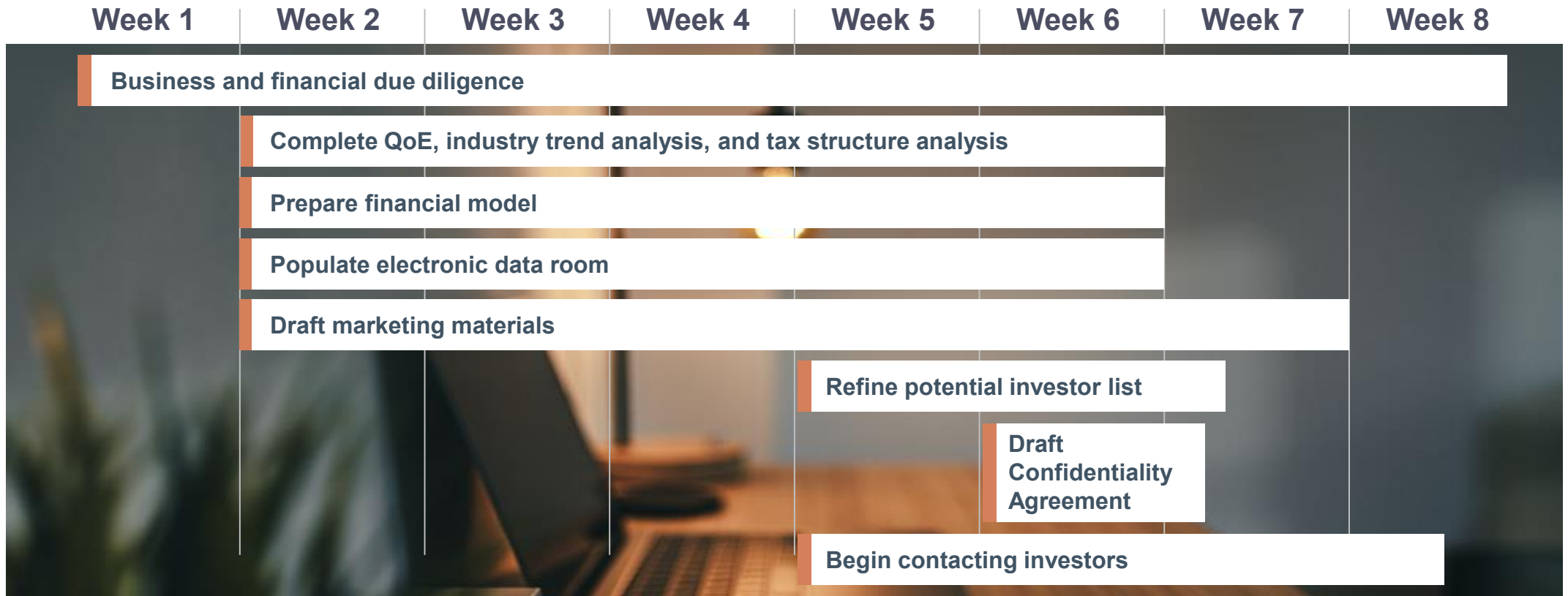
Preparation	Fireside Chats	Marketing / IOIs	Management Meetings / LOIs	Diligence and Legal Docs
4 – 6 weeks	2 – 3 weeks	4 – 6 weeks	4 – 6 weeks	6 – 9 weeks
<p>ACTIONS:</p> <ul style="list-style-type: none"> Conduct initial due diligence Develop fireside chat materials Prepare full-process marketing material Prepare list of investors for full marketing launch Develop data room Contact fireside chat candidates and execute NDAs 	<p>ACTIONS:</p> <ul style="list-style-type: none"> Conduct fireside chats with limited group of Tier 1 investors Educate Tier 1 investors on process Respond to limited Q&A questions Evaluate feedback and refine messaging as needed Finalize materials and data room 	<p>ACTIONS:</p> <ul style="list-style-type: none"> Distribute CIM to selected investors Launch preliminary data room Respond to questions and information requests Solicit and evaluate indications of interest (“IOIs”) Invite leading potential investors to a Management Presentation 	<p>ACTIONS:</p> <ul style="list-style-type: none"> Host Management Presentations Continue due diligence responses Detailed structure and valuation discussions Request Letters of Intent (“LOIs”) Select prospect finalists for diligence 	<p>ACTIONS:</p> <ul style="list-style-type: none"> Launch final data room Project manage diligence questions and response process Request best and final offers Negotiate final transaction terms Review transaction documents and prepare schedules Fund and close transaction

Prep workstreams can run simultaneously



Keys to Maximizing Outcome: Deal Prep

- ✓ Creation of CIM, detailed financial model, and data room
- ✓ Data driven industry research to support industry and market share growth
- ✓ Develop support analysis and messaging strategy
- ✓ Complete QoE and tax structure analysis





Transition Preparation Checklist

Key steps and initiatives to execute on, integrate, and maximize options for an eventual business transition

	Management Team Continuity	<ul style="list-style-type: none">Identify management succession and/or post-transaction transition planSecure any key hires for needed positions within the management team	
	Accounting Consolidation and QoE	<ul style="list-style-type: none">3rd party validation of consolidated historical financial performanceDetermine credible and supportable adjustments to EBITDA	CPA
	Establish Budget and Financial Forecasts	<ul style="list-style-type: none">Robust 2024 bottoms-up monthly budget, replicate in future yearsDevelop 3 to 5-year financial projections including required capex/infrastructure investment to achieve plan	
	Validate Growth Plan	<ul style="list-style-type: none">Vet / establish 3 to 5-year growth plan and required metrics (Budget to Actuals)Compile and analyze historical KPIsIdentify key revenue and cost drivers (track KPIs)	
	Evaluate Market Landscape	<ul style="list-style-type: none">Validate or calculate current market shareIdentify new and adjacent market opportunitiesConsolidate list of potential acquisition targets	
	Evaluate Legal, Tax, and Compliance Considerations	<ul style="list-style-type: none">Ongoing litigation and potential exposureTransferability and term considerations of intellectual propertyRenewal or securing any key major contractsTax structuring analysis	Legal

04.

APPENDIX – MERIDIAN OVERVIEW





Firm Overview



Meridian Capital has assisted businesses in achieving their M&A and corporate finance goals since 1995.

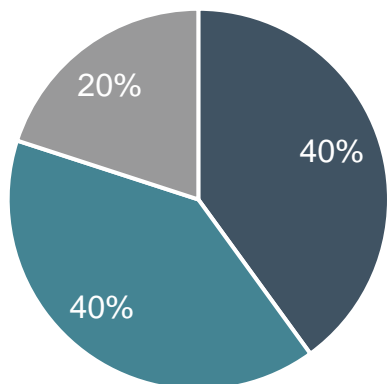
30+ investment banking professionals

300+ transactions completed

Focus on transaction values between \$20M – \$1B

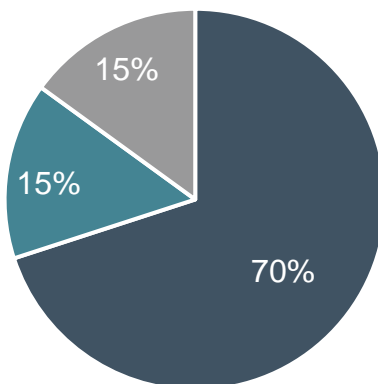
Leading middle market Aerospace, Defense & Space investment bank

Client Type



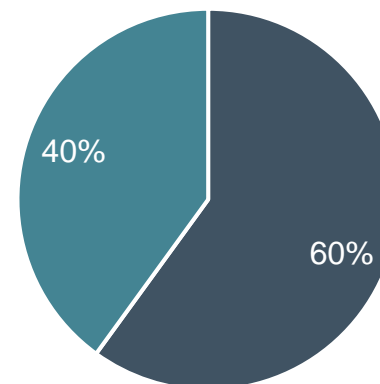
- Family Owned
- Founder Owned
- Private Equity

Transaction Type



- Sell-Side
- Buy-Side
- Capital Raise / Advisory

Buyer Type

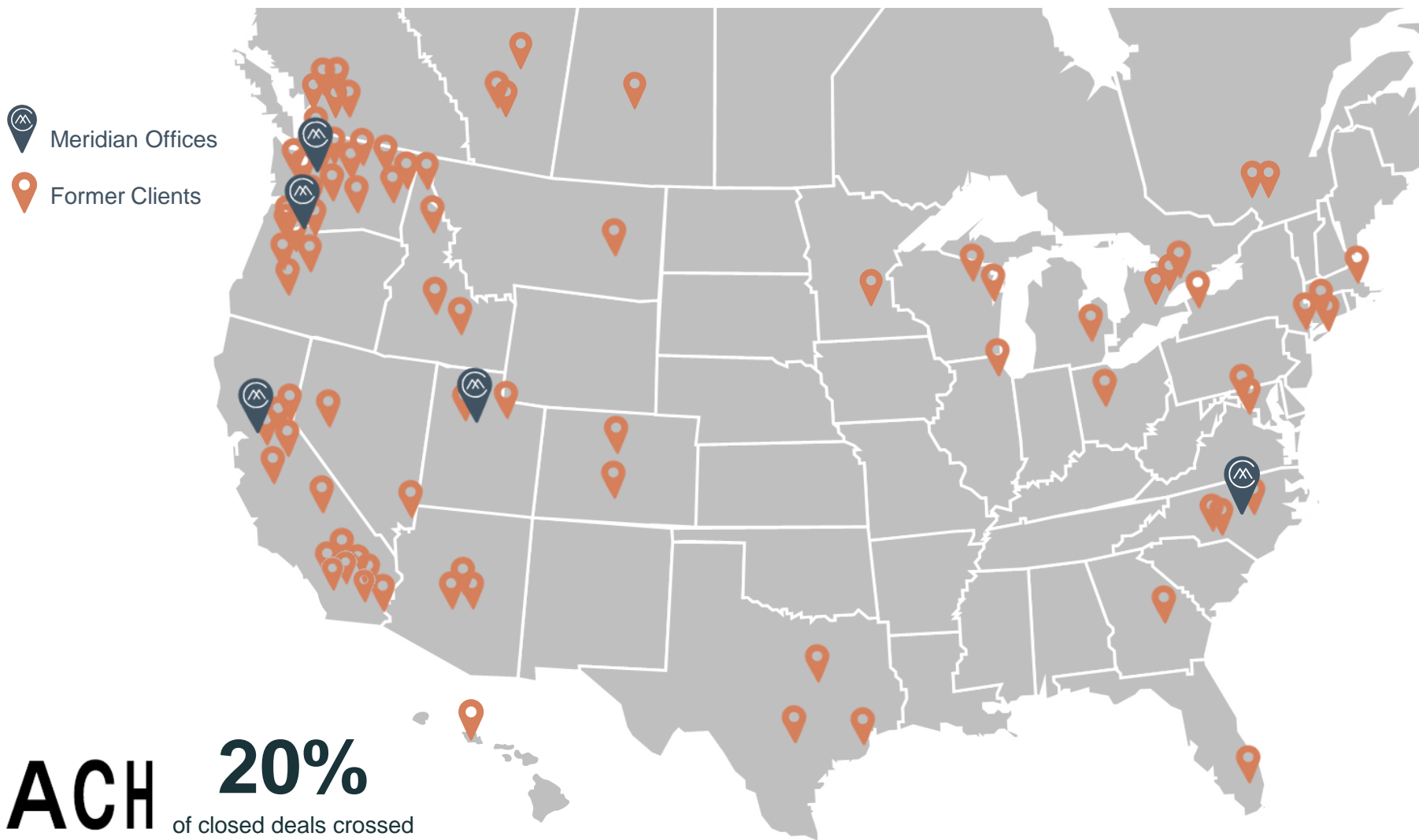


- Strategic
- Financial



Local Attention, National Reputation, Global Expertise

Five offices across the Western U.S support national and global transaction engagements across all industry sectors.



REACH **20%**
of closed deals crossed
international borders

Meridian Offices: Seattle, WA | Portland, OR | Salt Lake City, UT | San Francisco, CA | Raleigh, NC



Our Services

We focus exclusively on middle market investment banking services including acquisitions, divestitures, recapitalizations, and strategic advisory.

SELL-SIDE PROCESS

Strategic Sales
Minority Sales
Subsidiary Divestitures

RECAPITALIZATION

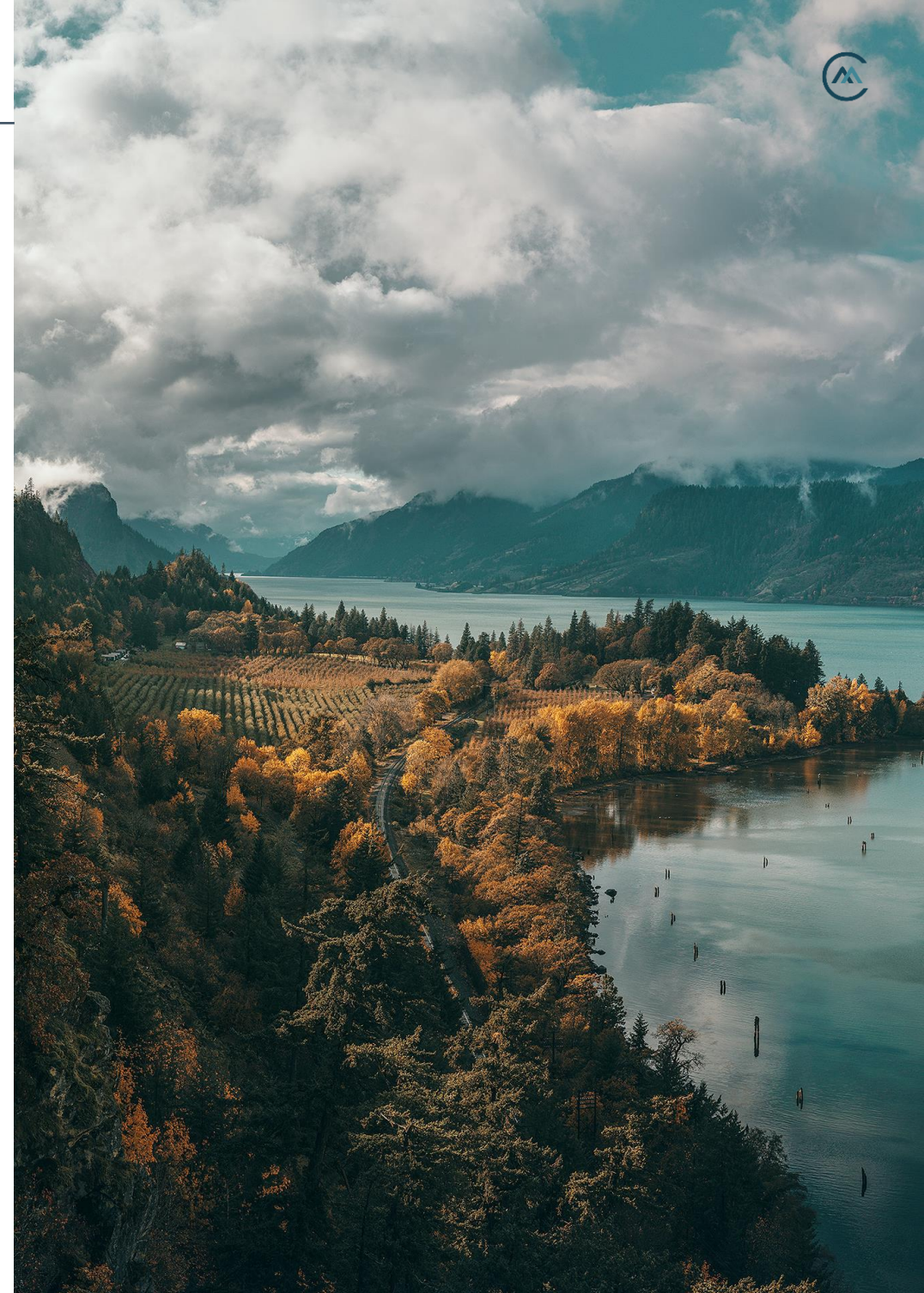
Mergers
Growth Equity
Shareholder Liquidity
Management Buyouts

BUY-SIDE PROCESS

Targeted Buy-side Execution
Add-on Acquisitions
Vertical and Horizontal Acquisitions

STRATEGIC ADVISORY

Exit Strategy Assessment
Exit Planning and Preparations
Corporate Finance Consulting





THE MERIDIAN DIFFERENCE

Exceptional Results Delivered



SENIOR TEAM
COMMITMENT



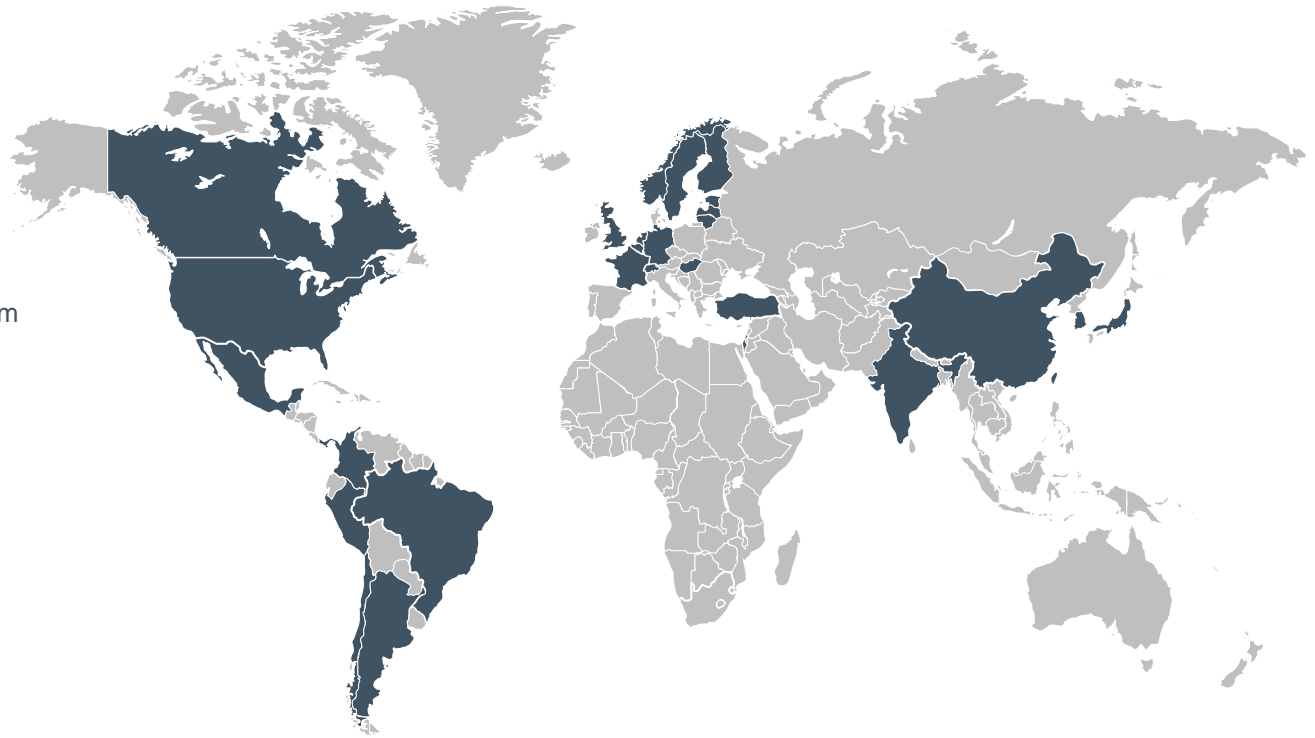
TAILORED SERVICE,
STRATEGIC
EXECUTION



RELEVANT INDUSTRY
INSIGHTS



Thank you



CONTACT INFORMATION

Brian Murphy
CEO & Managing Director
AD&S Lead
Direct: (206) 224-6156
bmurphy@meridianib.com

Aaron Franzheim
Director
AD&S Lead
Direct: (206) 582-3890
afranzheim@meridianib.com

Randy Moe
Managing Director
Direct: (503) 841-3035
rmoe@meridianib.com

Nolan Bernard
Associate
Direct: (206) 690-5776
nbernard@meridianib.com

Ian Nathan
Analyst
Direct: (757) 805-3882
inathan@meridianib.com

Gavin Prentice
Analyst
Direct: (206) 495-8807
gprentice@meridianib.com

Ashley Chang
Analyst
Direct: (206) 529-4200
achang@meridianib.com

A proud partner of...

REACH

35+ **30**
Offices Countries



Seattle, WA



San Francisco, CA



@Meridian Capital LLC



Salt Lake City, UT



Raleigh, NC



@MeridianCap_LLC



Portland, OR



<https://meridianib.com>