










Windward Advisors, LLC

A Sell-Side, Buy-Side, Capital Raise and Corporate Growth Advisory Firm

Select Transactions managed by Windward Advisors

Client	Transaction	Industry
 Kids in Focus	Sold to Community Alternatives Virginia subsidiary of ResCare, Inc. (NASDAQ: RSCR)	Diagnostic and therapeutic services for at-risk youth
	Sold to FiberTech USA, Inc. subsidiary of Leoni AG (MDAX: LEO)	Designer and manufacturer of specialty fiber optic solutions
	Sold to RedPrairie Corporation	Automated transportation management system solutions
	Sold to a public healthcare buyer	Health information management services
	Sold to Public Consulting Group, Inc.	Proprietary education software
	Sold to VPS Convenience Store Group , an affiliate of Sun Capital Partners, Inc	Convenience store chain with 17 locations
	Sold to Vital Records Control	Document storage and retrieval
Willow Mill a subsidiary of MeadWestvaco Corp. (NYSE: MWV)	Corporate Divestiture to Onyx Specialty Paper, Inc.	Specialty paper manufacturing
Cedar Mill a subsidiary of MeadWestvaco Corp. (NYSE: MWV)	Sold to Potsdam Specialty Paper, Inc. An Investment Holding Co. In Hong Kong	Specialty paper manufacturing
	Sold to Worth Higgins & Associates	Printing and promotional services
	Sold to Arthur J. Gallagher & Co. (NYSE: AJG)	Provider of human resource consulting services
	Sold to Vital Records Control a platform company of Windjammer	Document management and storage
	Sold to D1 Moving & Storage	Commercial moving and storage
	Bought Blue Ridge Builders Supply	Building Supply retailer

Buy-Side Industry Experience	Corporate Growth & Exit Advisory Experience
<ul style="list-style-type: none"> ▪ Manufacturing <ul style="list-style-type: none"> ○ Energy management systems and controls ○ Industrial battery chargers ○ Motor Controls ▪ Behavioral health and residential support services ▪ Records management ▪ Software for transportation and logistics ▪ Workers compensation case management ▪ Multi-state Billboard 	<ul style="list-style-type: none"> ▪ Building supplies ▪ IT software ▪ Manufacturing: <ul style="list-style-type: none"> ○ Automation equipment ○ Construction materials ○ Contract furniture ○ Lawn and garden products ○ Specialty components ▪ Printing and mailing services

Windward Advisors, LLC

To Windward : "into or in an advantageous position"

Windward Advisors has over 65 years of experience working collaboratively with business owners and their advisors in diverse industries to plan, coordinate and execute growth & exit strategies and transactions that maximize value.

Windward Services

Seller Representation

- Conduct methodical, targeted and competitive sales processes
- Draft sales documents
- Research industry and prospective buyers
- Coordinate all advisors
- Contact and negotiate with prospective buyers
- Present alternatives and negotiate terms
- Assist with closing transactions

Buyer Representation

- Conduct targeted efficient acquisition search services
- Develop specific acquisition criteria
- Research, identify and contact appropriate acquisition targets
- Analyze, qualify and prioritize fit
- Assist in determining value & terms
- Participate in meetings and coordinate due diligence efforts
- Assist in negotiations and closing

Capital Raise

- Sourcing Debt and/or Equity to fund growth or acquisitions
- Prepare or review financing package
- Determine appropriate capital structure
- Identify and contact sources
- Request, review compare and negotiate term sheets
- Participate in meetings and coordinate due diligence efforts
- Assist in final negotiations and closing

Corporate Growth Advisory

- Advise owners in performance value enhancing initiatives
- Strategic growth plans
- Exit plans
- Enhancing operating efficiencies
- SWOT analysis
- Organizational structure
- Quality of Information improvements
- Management information needs

Windward Leadership Team

Barry Johnson, Co-Founder and Managing Director



Barry was formerly a General Partner & Managing Director with Legg Mason Capital Partners (LMCP) that acquired and built businesses in diverse industries throughout the U.S. and in Canada. Prior to LMCP he held senior positions as a growth, merger and acquisition finance lender with NCNB, Barclay's and Fleet Banks. Barry has over 35 years' experience in mergers, acquisitions, finance and corporate development.

Steve Howell, CPA, Co-Founder and Managing Director



Steve was formerly a growth and acquisition finance lender with Fleet Bank and GE Capital. He was part of the senior management team that led Capital One through the initial public offering from Signet Bank, and was instrumental in building the corporate infrastructure. Steve began his career in public accounting with KPMG and has over 30 years of experience in financial management, operations management, mergers, acquisitions and corporate development.

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