

Windward Advisors, LLC

Investment Banking

Corporate Growth and Exit Planning
Advisory Services



Advise in Developing Growth and Exit Strategies and in Professionalizing Businesses to Build Shareholder Value

Successful Corporate Growth and Exit Consulting –

A successful consulting exercise requires a thorough understanding of the business, the industry in which it operates, a company's limitations and the commitment and capability of management to execute. As an advisor we will often function as a "de facto" advisory board and challenge thought processes as an independent party. The service helps to identify weaknesses in operations and quality of information, to assist in the transition to a professionally run business model designed to enhance shareholder equity value.

The Windward Difference –

Windward's principals have over 65 years of combined **experience** in having financed, acquired, built, managed, operated and sold businesses in diverse industries. Operating in roles in corporate development and in private equity in buying and building businesses, they have executed on sound fundamental strategies which are common across industry lines and achieve results.

Engagement Structure –

Windward performs its consulting services on an hourly, retainer, or project basis, depending of the scope of the engagement.

Barry L. Johnson, Managing Director -

35 years experience. Prior to co-founding Windward Advisors in 2006, Barry was a General Partner & Managing Director of Legg Mason Capital Partners private equity group and Legg Mason Mezzanine Fund. Previously he had spent 18 years in leveraged lending with NCNB, Barclays, Shawmut, and Fleet Banks, focused primarily on providing financing for growth, acquisitions and mergers.

bjohnson@towindward.com; (804) 501-6091

showell@towindward.com; (804) 357-2002

www.towindward.com

Key Services Provided

- Conduct formal strategic planning exercises designed to become the basis for a formal plan. These exercises break down a company into each operational area of a business, identifying strengths, weaknesses, opportunities and threats, upon which an action plan is then prepared. Specific goals and objectives are highlighted, establishing responsibility for addressing, and dates to be completed.
- Provide analysis of potential acquisitions including an assessment of how the acquisition may be funded and identifying key considerations, risks and opportunities presented
- Operating in a "de facto" advisory board capacity to meet on a periodic basis with management to review performance, quality of information and to discuss strategic initiatives
- Assist in identifying interim, fractional or permanent staffing needs
- Analyze exit alternatives and related readiness
- Reviewing unsolicited proposals of owners who have been approached by a potential buyer outside of a formal sales process to evaluate merit value proposition

Our People –

Steven D. Howell, CPA & Managing Director –

30 years of experience. Prior to co-founding Windward Advisors in 2006, Steve was an acquisition finance lender with Fleet Bank and GE Capital and was an accountant with KPMG. He was a past director of Capital One who helped lead the Initial Public Offering from Signet Bank and was instrumental in building the corporate infrastructure.