

Seale & Associates is committed to providing clients with focused, unbiased, and creative solutions for the financial and strategic challenges they are facing. Our Capital Structure Advisory team is skilled in managing restructurings with the goal of preserving value for existing stakeholders. We provide financial analysis, advisory and investment banking services to creditors, debtors, shareholders, acquirers and other stakeholders involved with financially distressed companies, both during and outside of bankruptcy proceedings.

### Capital Structure Advisory Services

#### Liquidity Assistance

- Prioritization of payments
- Revolver draw / negotiations
- Expected client collections
- COVID-19 driven impacts

#### Covenant Compliance

- Defensive (Maintenance and Triggers)
- Offensive (Baskets and Flexibility)

#### New Capital Sources

- Virtual balance sheet
- New debt capital
- New equity capital

#### Capital Structure Optimization

- Discount capture
- Bond exchange offers
- Maturity extensions
- Amends and Extends

#### Debt Restructuring

- Deleveraging
- Whole scale recapitalization
- Out-of-court
- In-court

### Experience

Seale & Associates has gained a leading role in the restructuring of companies that have been suffering from burdensome debt and shareholder obligations. As a truly independent, expert advisor, we are a natural choice to represent the interests of shareholders, executive boards and supervisory boards in situations where amendments to a company's capital structure are required. Since its inception in 1999, the restructuring group has advised on numerous restructuring transactions.

Our group has significant presence both domestically and internationally. We have served clients in the U.S., Canada, Latin America and Europe, providing extensive resources to staff each case and serve our clients. Our broad and extensive experience allows us to understand the dynamics of all-kinds of restructuring situations, as well as understand the needs, attitudes, and positions of all parties of interest.

# Capital Structure Advisory Services

## Senior Leadership

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### Jim Seale

*President & Managing Director – Washington, DC*

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Jim Seale founded Seale & Associates in 1999 and currently serves as president. Mr. Seale has more than 25 years of experience in mergers and acquisitions, valuation, corporate advisory, and strategy consulting. Prior to founding Seale & Associates, Mr. Seale was the senior managing director of an investment banking firm in Washington, D.C., and led the corporate development and acquisition efforts of a large U.S. telecommunications firm. Earlier in his career, Mr. Seale was an auditor and accountant at Arthur Andersen and was a practicing attorney. Mr. Seale served as a director on the board of Monument Bank from 2008 until its merger with Revere Bank (REVB) in 2016 (\$65M transaction value). Mr. Seale then served as a director on the board of Revere Bank from 2016 until its merger with Sandy Spring Bank (SASR) in 2020 (\$460M transaction value). During his tenure on the respective boards, Mr. Seale served on various committees including the Audit Committee, Director Loan Committee, Asset Liability Committee, Business Development Committee, Credit and Risk Management Committee, and the Strategic Planning Committee. Mr. Seale is an adjunct professor at George Washington University Graduate School of Business. In addition, Mr. Seale serves on the boards of various civic and charitable organizations including Super Leaders and he served as the chairman of the Audit Committee for The Langley School.

Mr. Seale received a J.D. from the University of Virginia Law School and a B.S. in Accounting from the University of Kentucky. He is both a CPA and member of the Virginia Bar.

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### Bill Purcell

*Senior Managing Director – Washington, DC*

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Bill Purcell is a senior director with more than 45 years experience in mergers and acquisitions (including leveraged buyouts and recapitalizations), fairness opinions, adequacy opinions, solvency opinions, valuations, damage issues, fiduciary issues, advice to special committees of boards and trustees, due diligence and disclosure issues, financing of debt and equity both public and private, leasing and real estate financing, and many other areas. Mr. Purcell has participated in more than 100 merger and acquisition transactions and has extensive experience in all areas of corporate finance.

Prior to joining Seale & Associates, Mr. Purcell was managing director for, and spent 25 years with, Dillon, Read & Co., Inc. After leaving Dillon Read, he held various corporate management positions and worked extensively as an independent advisor on mergers and acquisitions, corporate finance, and expert testimony projects.

Mr. Purcell received a B.A. in Economics from Princeton University and an M.B.A. from New York University.

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### Robert Whitney

*Managing Director – Washington, DC*

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Rob Whitney is a managing director with significant experience in mergers, acquisitions, divestitures, recaps, arrangement of financing, general corporate advisory, and strategy consulting. Mr. Whitney has over 15 years of experience in investment banking and has acted as lead advisor to numerous public and private companies on international and domestic transactions. Representative corporate clients include Flowserve, Hertz, ITT, KBR, Rheem, Triumph Group, Tyco, United Technologies and W.R. Grace, among others. Mr. Whitney has also advised the shareholders and management of many founder-owned, family-owned and other private organizations and helped them achieve their strategic objectives through transactions, strategic alternatives assessments and generational planning. Prior to joining Seale & Associates, Mr. Whitney was an accountant at Deloitte & Touche in its Corporate Audit & Assurance Services group primarily serving SEC clients in the energy, financial services, and government contracting sectors.

Mr. Whitney received a Bachelor of Science degree in Business Administration with a concentration in Accounting from the University of Richmond and is a CPA.

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**In addition to our in-house team, Seale & Associates also maintains relationships with an extensive network of subject matter experts and industry veterans that can be leveraged on assignments where their specific expertise can add value.**

## Our Firm

Seale & Associates is a leading global investment bank applying a process-driven approach to a broad range of services, including mergers and acquisitions, corporate finance, and enterprise level strategy consulting. Our professionals are trusted advisors maintaining a high level of quality and integrity while presenting innovative ideas and solutions to address our clients' most complex dealings.

**Seale & Associates, Inc.**

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