

## Firm Overview

Ambrose Advisors (“Ambrose”) provides advisory services in the areas of mergers & acquisitions, ESOP buyouts, capital raising, fairness opinions and strategic/financial consulting to a wide variety of private companies. Ambrose offers a unified, multi-disciplinary professional team of in-house investment banking, consulting, and ESOP advisory professionals to provide a comprehensive sell-side solution to entrepreneurs, shareholders and corporate boards of privately-held companies. The principals of Ambrose have collectively completed more than 500 transactions over their careers with total value in excess of \$5 billion.

### ■ Advisory & Principal Services

#### Investment Banking Services

- △ Sales & Divestitures
- △ Acquisitions
- △ ESOP Buyouts
- △ Capital Raising (Debt & Equity)
- △ Management Buyouts

#### Consulting

- △ ESOP Feasibility Consultation
- △ ESOP Third Party Administration
- △ Fairness Opinion
- △ Strategic/Financial Consulting

## Primary Ambrose Advisors Contact



### Michael J. Harden, CPA, CFA

Michael Harden is a senior managing director at Ambrose Advisors. He has more than 25 years of experience in accounting, mergers & acquisitions, financings, ESOP buyouts and business valuations. He has experience in a wide array of industries.

Michael graduated Summa Cum Laude from the University of California at Santa Barbara with a B.A. in Business Economics and Accounting. He is CFA, CPA and holds Series 7 and 63 securities licenses. Michael serves as a Director on the Board of five companies, four of which are 100% ESOP owned.

## Focus Areas

### ■ Industry Specialization



Industrials



Business Services



Healthcare



Distribution



Consumer



Aerospace & Defense

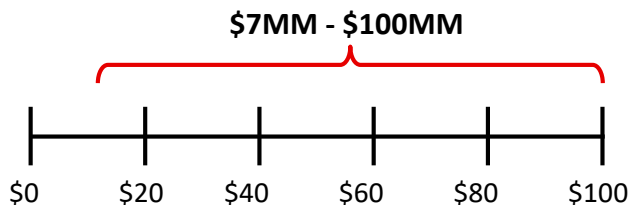


Craft Breweries

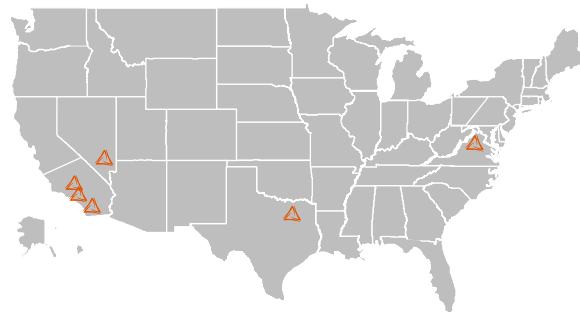


Architectural/Engineering/Construction

### ■ Typical Transaction Size (\$MM)



### ■ Office Locations



**Headquarters:** Irvine, CA

**Website:** [www.ambroseadvisors.com](http://www.ambroseadvisors.com)

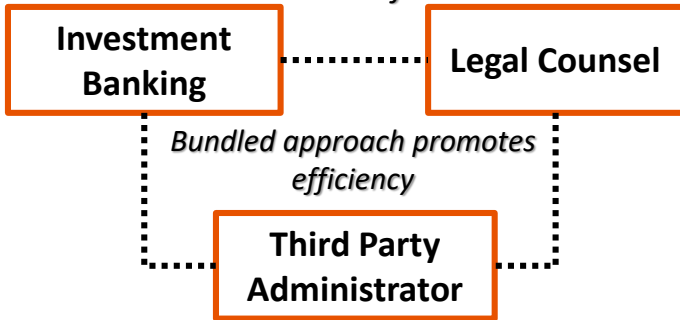
**Phone:** (949) 939-2686

**Email:** [mharden@ambroseadvisors.com](mailto:mharden@ambroseadvisors.com)

*\* All ESOP legal services are conducted through Holzman Horner, PLLC, an affiliate of Ambrose Advisors*

## Single Bundled ESOP Advisory Approach

### Best-of-Breed Sell-Side ESOP Advisory Under One Roof



- △ Ambrose Advisors provides a unified, multi-disciplinary team of in-house investment banking, consulting and legal professionals to provide a complete and comprehensive ESOP sell-side solution to our clients
- △ We seek to create an outcome that rewards selling shareholders, investors, and management and employees
- △ Our multi-disciplinary team of professionals create a working environment that allows us to support the client and their advisors with an experienced, specialized ESOP team that can handle the full range of the transaction cycle

## Who are the ESOP Best Candidates?

- △ Company has been in operation for more than 3 years
- △ Company has more than 15 employees
- △ Company is profitable with cash flow sufficient to service debt
- △ Company has a capable succession management team
- △ Owners have a desire to gain liquidity and “lock-in” value
- △ Owners plan to exit in approx. 5 years
- △ Owners wish to maximize after-tax returns in a gradual or “staged” sale of the Company

## The Value of ESOPs



## Select Ambrose ESOP Buyout Experience

