

The Metacommet Group



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Mission Statement

The **Metacomet Group** is an investment consortium founded for the acquisition, optimization and expansion of middle market manufacturing businesses supporting prime and sub tier clients in aerospace, defense, medical and energy end markets.

TMG is growing at an exponential rate by targeting precision CNC machining businesses that support the North American Aero-defense supply chain. Target businesses have latent capacities of 35-65%, top quintile industry-benchmarked delivery and quality metrics, and annual revenues up to \$30mm.

Presently, there few competitive market players aggressively acquiring businesses of this size and type in this segment. TMG is consolidating this fragment and expects to grow inorganically to \$30-40mm in annual sales on top of 10-20% annual organic growth. In 2022, TMG expects to augment additional capability with investment casting and injection molding, ultimately acquiring over 20 businesses through 2025 and then plan for an IPO.

TMG's strength is through its Board of Directors. The leadership team has over 140 years of combined operational experience in Aerodef manufacturing and is complemented by major accomplishments in M&A, legal, finance and accounting.

Operational Values

- ▶ Reduce supply risk for Aerodef primes and subtiers by supporting commodity sourcing transitions to high-performing businesses with defined capacities and internal teams positioned to execute.
- ▶ Promote employee growth and potential through mentoring, empowerment to drive change and continuous learning with open and honest communication.
- ▶ Optimize manufacturing technology impact through continuous capability acquisition incorporated with enterprise capture and integration of engineering capital and “tribal” site knowledge.
- ▶ Replace absence of continuity and succession planning with liquidity events for owner-operators in an underserved market segment.





Haluk Durudogan

Chairman

Executive & Entrepreneur:

Founder, Locum Equity; Founder, Integrity Energy; Executive Vice President, Meggitt Plc; Executive Vice President, Invensys Plc; SVP, GKN Aerospace; SVP, Honeywell International

Former senior executive and director of various US & European companies including commercial aerospace, defense, manufacturing, electronics, oil & gas, renewable energy, venture capital, food production, IT, software and cybersecurity.

In 2008, founded Locum Equity Partners and Integrity Energy Group. After several successful acquisitions, exited in 2011 to private equity. With 40 years of success in leading teams to dramatically grow businesses, has deep knowledge of international negotiations with investors, governments, law firms, accounting groups and insurance companies.

Luke has a BS from Yale University, sits on the Trustee Board of St. Michael's School (Newport, RI) and is a member of the Board of Governors of the Aerospace Industries Association.



Josh McCaughey

Founder & CEO

Leadership:

Senior Manager, Regal Power Transmission Solutions; Senior Manager, Tri-Mack Plastics Manufacturing; Sales Engineer, CI Hayes

Mr. McCaughey is the director of Business Development for The Metacomet Group and has held commercial leadership roles in the aerospace, defense, metallurgical, plastics and power transmission segments.

For the last fifteen years, he has been professionally devoted to practicing operational and commercial excellence in the industrial space. Recent deliverables include mechanical upgrades for NATO missile defense systems in Southern Europe, battery life & torque delivery augmentation in autonomous robots and drivetrain optimization in nuclear power generating systems.

Josh has held commercial leadership roles with global capital equipment firms, aerospace MRO and S&P mid-cap diversified manufacturers, growing YoY revenues 100 - 300%. He holds an AB in History from Princeton University



Clarence C. Au-Young

***Interim CFO &
Industry Expert***

Executive Leadership:

SVP, Arrowhead Products; President, Zodiac Interiors; Vice President, Crane Aerospace; SVP, Honeywell Aerospace; Senior Engineer, Boeing; Design Engineer, Rockwell International.

Mr. Au-Young has over 30 years in management and hands-on experience with public and privately held companies in operations, program management, strategic planning, M&A, integration, divestiture, pricing and contract negotiation and financial management. His experience spans across Commercial and Military Aviation, Space, and Petroleum refinery industries.

Clarence holds BS and MS degrees in Structural Engineering from Lehigh University, a MS in Control Systems from California State University and an MBA from USC.



Mike Mardy

Audit Chair

Executive Leadership:

Mike was most recently EVP, CFO & Director of Tumi Holdings (NYSE:TUMI), a prestigious retailer of luggage and travel accessories. Mike currently serves as director on the boards of Vince Holdings (NYSE:VINCE) & LULUS Fashion Lodge and has held several board positions including David's Tea (NASDAQ:DTEA), Green Mountain Coffee Roasters (NASDAQ: GMCR) & Modus Link Global Solutions (NASDAQ: MLNK) – including roles as Audit, Governance or Compensation Committee Chair and/or interim Chairman. Prior leadership roles include EVP & CFO of Keystone Foods LLC, a global quick-service food manufacturer and SVP, CFO & Nabisco Biscuit Company, a leading U.S. cookie and cracker manufacturer

Mike's leadership in logistics, IT, consumer affairs, and sales administration have resulted in operational achievement; however, during his 25 years of board work, his expertise in finance, investor relations, governance, regulatory, M&A, audit, and securities law has delivered immense growth. Mike led Tumi's April 2012 IPO. Business was sold to Samsonite in August 2016. GMCR was sold to JAB in March 2016 – both transactions amounted to \$16 billion, a significant premium over trading prices.

Mike's distinguished career includes many accolades as he was named CFO of the Year in 2012 by NJBIZ Magazine and was also named as one of 2015's top 100 directors by the National Association of Corporate Directors.



Mike Mardy

Audit Chair

He has also served as Board member and Audit Committee member for the Eden Institute for Autism based in Princeton, New Jersey. Mike has been on the NYSE Advisory Board and is a Trustee of the New Jersey chapter of the Financial Executives Institute. He also serves on the Board of Trustees of Princeton Hospital (Penn-Medicine).

Mike holds an AB from Princeton University and an MBA from Rutgers University. He started his business career with the international CPA firm of Coopers and Lybrand (now PwC). He is a CPA in the state of New Jersey and holds the Certified Global Management Accountant Certification. He is a member of the Financial Executives Institute, the National Association of Corporate Directors, The American Institute of Certified Public Accountants, and the New Jersey Society of Certified Public Accountants.

Mike resides in Princeton, NJ with his wife Karen and has two adult children.



I. Lewis H. Grimm

Legal Director

Executive Leadership:

Partner & Co-Head, Leveraged Finance, Jones Day; Senior Associate, Allens; Associate, Cravath, Swaine & Moore

Lewis Grimm has almost two decades of leveraged finance experience working on marquee deals in New York and Australia. He represents financial institutions, direct and institutional lenders, and corporate borrowers on leveraged and IG lending and HY transactions, both domestic and crossborder, as well as high-profile restructuring and bankruptcy matters.

One of Lewis's high-profile deals included helping majority term loan lenders restructure a U.S. facility agreement through an Australian creditors' scheme of arrangement in the metals and mining industry. Lewis has also represented secured term loan lenders in a chapter 11 case with its affiliated debtors in the Oil and Gas Industry. This plan received approval within 15 days of filing, making it the fastest ever chapter 11 reorganization for a debtor having at least \$500 million in liabilities.

Lewis was recognized by New York Metro Super Lawyers as a "Rising Star" for four consecutive years, designated by M&A Advisor as one of 40 leading lawyers under the age of 40, and named by The Legal 500 US as a "next generation lawyer."

External Advisors

Advisory and Due Diligence

TMG has engaged KPMG, a Big 4 accounting firm, for various financial services including audit, tax, deal advisory and due diligence.



KPMG member firms operate in 147 countries, collectively employing more than 219,000 people across 650+ offices. KPMG serves more than 82% of the FORTUNE Global 500 and more than 80% of the Forbes Global 1000.

The KPMG team dedicated to TMG is nationally recognized and highly experienced in the Aerospace & Defense and manufacturing sectors across various functions including audit, tax, M&A and strategy.

Legal

Robinson+Cole

TMG has engaged Robinson+Cole, a leading middle market legal firm, as outside counsel. Robinson+Cole is an AmLaw 200 law firm established 175 years ago. With more than 220 lawyers in eleven offices throughout the Northeast, Mid-Atlantic, Florida and California, they serve regional, national, and international clients, from start-ups to Fortune 50 companies.

The Robinson+Cole team dedicated to TMG is highly accomplished and include the Manufacturing Industry Practice Chair, Aerospace & Defense Supply Chain Head and the co-chair of the Business Transactions Group.

Accounting and Tax



TMG has engaged CohnReznick, a leading middle market accounting and tax firm, for accounting and tax matters. CohnReznick ranks 9th in Vault's Top 50 accounting firms and is the 14th largest accounting firm in the U.S. by revenues.



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