



## INTRODUCTION TO OUR FIRM

# Introduction

*CDP's service model combines senior-level focus, independent advice and seamless execution.*

- **Coady Diemar Partners provides investment banking and strategic advisory services to companies, management teams, investors and boards of directors**
- **Our partners have substantial sector insights, client relationships and transaction experience as senior investment bankers or operating executives**
- **We provide a level and breadth of experience and perspective not offered by the major investment banking firms or available at specialty boutique or regional firms**
- **We are committed to the highest standards of client service, to long term relationships and to objective advice without conflict**

# Focus

*Strategic advice, M&A and capital raising are our strengths.*

- **We provide comprehensive and objective strategic and M&A advisory and capital access and placement services to our clients**
- **Our primary focus is on growth and middle market companies, in select sectors and particularly those which are emerging or rapidly changing**
- **Our backgrounds enable us to offer value-added advice and service in the development and execution of a client's strategic financial plan**
- **We measure our success through client satisfaction, not league tables or market share**

# Industry Expertise

*CDP's professionals are knowledgeable and experienced in these dynamic sectors*



# Our Services

*CDP offers investment  
banking services  
tailored to match  
our clients' needs.*

## ■ **Mergers and Acquisitions Advisory**

- Advise companies on corporate development transactions including exclusive sales, mergers, acquisitions and divestitures
- Provide financial sponsors with proprietary acquisition ideas including introductions of qualified management teams
- Advise special committees of Boards of Directors

## ■ **Private Capital Raising**











- Provide proprietary access to domestic and international equity, mezzanine and debt capital to finance internal growth, acquisitions and buyouts
- Establish strategic partner relationships with leading financial sponsors and institutional private investors
- Assist qualified management teams in accessing private equity capital for buy-and-build strategies

## ■ **Corporate Advisory**

- Restructurings, project finance, international finance, valuations and expert witness testimony
- Advise companies on capital structure decisions and executing financings, including choosing underwriters and structuring and negotiating the best available financing terms
- Advise companies on the benefits and disadvantages of operating as a public or private company












# Completed Engagements

*We have advised these dynamic growth companies through successful mergers, acquisitions and private financings.*

Client	Transaction	Description
 CHROMASUN	Private Financing	Advised developer and manufacturer of rooftop friendly high performance solar solutions
 BEACON TRUST COMPANY	M&A Buyside Advisory	Initiated transaction and advised Beacon on acquisition of high net worth asset manager.
 BORREGO SOLAR	Private Financing	Advised company, a leading designer and installer of grid-tied solar electric power systems, on \$14 million private placement of equity
 NORDIC WINDPOWER	Private Financing	Advised Nordic Windpower on its private placement of equity
 Baseline Management	Private Financing	Advised leading catastrophe insurance services company on Series B financing
 NATIONAL RESEARCH Corporation	M&A Buyside Advisory	Advisor to this leading provider of patient experience and performance measurement healthcare services company on its acquisition of My Innerview
 GwnEnergy	Private Financing	Advised community wind developer on private placement of series A preferred equity
 GVA	M&A Advisory	Advised on merger of real estate brokerage firms
 Independence Bio Products	Private Financing	Advised Independence Bio Products on its private placement of equity
 NATIONAL RESTAURANT ASSOCIATION	Strategic Advisory	Advised national restaurant trade association on its acquisition of certain certification, education and training business from a related foundation









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	Private Financing	Advised company, a leader in energy storage and advanced cooling and refrigeration products and technologies, on private placement of \$33MM Series B Preferred Stock
	Private Financing	Advised combined solar thermal technology company on private placement of convertible equity
	Private Financing	Advised community wind developer on private placement of common equity
	Shareholder Advisory	Advised the shareholders of an Israeli solar thermal company on sale of secondary shares in a \$105mm private placement to Ecofin Ltd.
	M&A Exclusive Sale	Advisor to Orthosoft (TSX-V: OSH), a leading orthopedic surgery navigation company, on its sale to Zimmer (NYSE: ZMH)
	M&A Exclusive Sale	Advised solar systems integrator and distributor on sale to Itochu International
LBO France / 	M&A Buy-side Advisory	Advised Rocamat, a portfolio company of LBO France and a producer of limestone and granite, on its acquisition of Polycor, a Canadian producer of granite and marble
	Private Financing	Advised company, a leader in energy storage and advanced cooling and refrigeration products and technologies, on private placement of \$25MM Series A Convertible Preferred Stock
	M&A Exclusive Sale	Exclusive financial advisor to this design, import and marketer of decorative household products on its sale to a group of private investors
 Banco Finantia	Shareholder Advisory	Advised Iberian bank holding company on sale of a minority interest to an European institutional investor
	M&A Exclusive Sale	Advised Sorbent Products Co., a leading manufacturer of synthetic sorbent materials, on its sale to Brady Corp. (NYSE: BRC)







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Client	Transaction	Description
	M&A Buy-side Advisory	Advised Itron (NASDAQ: ITRI), an automatic and electronic meter reading services company, on its acquisition of Flow Metrix, manufacturer of advanced leak detection systems for underground pipelines
	Private Financing	Advised international manufacturer of energy efficient scooters on private placement of \$17.5mm of Convertible Notes with Warrants and \$3.6mm of common stock
	M&A Exclusive Sale	Advised Barton-Cotton, a leading provider of integrated direct marketing fundraising services to non-profit organizations, on its sale to American Capital Strategies, Ltd. (NYSE: ACAS)
	M&A Exclusive Sale	Advised manufacturer of wire mesh products on its sale to a European steel maker and private investors
	M&A Exclusive Sale	Advised Unisource Energy (NYSE: UNS) on the sale of their solar subsidiary to Solon AG, a German producer of photovoltaic modules, and a European financial investor
	M&A Buy-side Advisory	Advisor to National Research Corporation (NASDAQ: NRCI), a provider of patient experience and performance measurement services in healthcare, on its acquisition of The Governance Institute
<b>Investment Bank</b>	M&A Corporate Advising	Advisor to a publicly traded investment bank on its disposition of minority energy investments
	Strategic Advisory	Advised City of Louisville, KY on its possible purchase of LG&E Energy
<b>DH Associates</b>	M&A Private Financing	Advised this distributor of plastic packaging products on its acquisition of flexible packaging manufacturer and the related acquisition financing
	M&A Buy-side Advisory	Initiated the acquisition of AIM, a diagnostic imaging services company, by Nautic Partners

# Completed Engagements

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 Opt-e-scrip	Private Financing	Private equity placement for medical technology services company
 COBASYS	Private Financing	Acted as exclusive placement agent in the \$7.0mm private equity placement for Canadian energy technology company
 AGILE systems inc	Strategic Advisory	Valuation of technology leader in NiMH batteries for both transportation and stationary applications in support of employee benefit plan
<b>Illini Corp.</b>	Strategic Advisory	Delivered review of strategic alternatives to the Board of Directors of Illini Corp., a regional bank holding company
 AXIOM Venture Partners	Strategic Advisory	Delivered review of strategic and fund raising alternatives to the Axiom partnership
 Gyrodysse	Strategic Advisory	Advised this publicly traded real estate company (NASDAQ: GYRO) and its board of directors on strategic alternatives
<b>Lexington Water</b>	Strategic Advisory	Advised the City of Lexington, KY, on the potential acquisition of its water utility from RWE AG
 POCAHONTAS PARKWAY 895	Strategic Advisory	Advised the State of Virginia Department of Transportation on the sale of the Pocahontas Parkway to Transurban Group Ltd. of Australia (ASX: TCL)

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# Coady Diemar Professionals

# CDP Has Perspective and Experience...

*The CDP team has extensive investment banking experience at major Wall Street Firms.*

**CLIFFORD G. ADAMS, JR.**  
Managing Director

#### Previous Experience

**Credit Suisse First Boston**  
Served as Vice President of Mergers & Acquisitions in the Global Industrial & Services Group

**Ford Motor Company**  
Served 9 years in an engineering and management function in Ford's domestic and international businesses

**Years of Experience**  
Over 18 years of investment banking, general management and engineering experience

**Education**  
MBA, Columbia University  
  
MS, University of Michigan  
  
BS, University of Michigan

**COLIN R. KNUDSEN**  
Managing Director

#### Previous Experience

**Credit Suisse First Boston**  
Managing Director in Telecommunications investment banking practice

**Donaldson, Lufkin & Jenrette**  
Served as Managing Director of Communications & Media Group and Co-head of Data Communications Services Group

**Years of Experience**  
20 plus years of experience advising media, telecom and technology companies

**Education**  
MBA, Columbia University  
  
BA, Brown University

**J. SCOTT MAGRANE JR.**  
Managing Director

#### Previous Experience

**Goldman Sachs & Co**  
Served as a senior member in the Energy & Power Merger and Strategic Advisory Group and was involved with independent power companies, investor-owned utilities, rural electric cooperatives, national governments and power technology companies

**Blyth, Eastman Dillon & Co/Paine Webber**  
Specialized in energy & power project finance

**Years of Experience**  
Over 25 years of experience advising power-related entities

**Education**  
MBA, The Wharton School  
  
BA, College of Wooster

**JONATHAN NEWCOMB**  
Managing Director

#### Previous Experience

**Leeds Weld**  
Principal

**Simon & Schuster**  
Served as Chairman and Chief Executive Officer  
Served as President and Chief Operating Officer

**The McGraw-Hill Financial Information Company (S&P and Data Resources)**  
Served as President

**Dun & Bradstreet**

**Board Experience**  
United Business Media, Journal Communications, The BNA Corporation, HSBC (prior)

**Education**  
MBA, Columbia University  
  
BS, Dartmouth College

# Financial and Operating Expertise...

*The CDP team has extensive investment banking experience at major Wall Street Firms.*

**J. BRIAN MULLEN**  
Managing Director

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**Previous Experience**

**Credit Suisse First Boston**  
Managing Director in CSFB's European Investment Banking Group

**Donaldson, Lufkin & Jenrette**  
Managing Director and chief operations officer for DLJ's European Investment Banking Group  
Member of DLJ International's Operating Committee

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**Years of Experience**  
25 years of general and management investment banking experience

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**Education**  
MBA, Harvard Business School  
  
BS, The Ohio State University

**ROBERT E. DIEMAR JR.**  
Managing Director

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**Previous Experience**

**Southeast Interactive Technology Fund**  
Served as Partner in this venture capital fund

**Credit Suisse First Boston / Donaldson, Lufkin & Jenrette and Dillon, Read & Co.**  
Managing Director involved in executing debt and equity growth and buyout financings for financial services, healthcare, retail, technology, energy and manufacturing companies

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**Years of Experience**  
Over 35 years of experience in the investment banking and private equity industry

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**Education**  
MBA, Dartmouth College  
  
BA, Princeton University

# Deep Knowledge of Targeted Industry Sectors...

*The CDP team has extensive investment banking experience at major Wall Street Firms.*

**E. PATRICK COADY**  
Senior Advisor and Vice Chairman

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**Previous Experience**

**Coady & Co.**  
President of this international infrastructure advisory firm

**Trinity International Partners**  
Managing Partner of this international power project advisory firm

**World Bank**  
Served as US Executive Director

**Acacia Group**  
CFO of this financial services company

**Dillon, Read & Co.**  
Senior Vice President involved in all aspects of corporate finance

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**Years of Experience**  
35 plus years of experience ranging from corporate investment banking to CFO responsibilities to government service

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**Education**  
MBA, Harvard Business School

BS, Massachusetts Institute of Technology

**CHARLES E. LEONARD**  
Senior Advisor

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**Previous Experience**

**Solucient**  
Chief Executive Officer of this healthcare services company

**VNU Marketing Information Services**  
President

**Dun & Bradstreet, E.I. Dupont and William E. Hill & Co.**

**National Science Foundation**  
Advisory Board

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**Years of Experience**  
Over 35 years of operational, corporate development and corporate finance experience

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**Education**  
MBA, The Wharton School

BS, Massachusetts Institute of Technology

AB, Middlebury College

**PAUL M. LEVESQUE**  
Senior Advisor

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**Previous Experience**

**Rothschild Inc.**  
Served as Senior Vice President, International Finance and Capital Markets

**Paine Webber Inc.**  
Served as Senior Vice President, Canadian and International Corporate Finance and Capital Markets

**Shields & Co.**  
Served as Senior Vice President, Canadian and International Corporate Finance and Capital Markets

**Nesbitt Thompson**

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**Years of Experience**  
Over 40 years of experience in international corporate finance and capital markets

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**Education**  
BA, Loyola College (Concordia University, Montreal, PQ)

# With the Strength of a Seasoned Team

*The CDP team has extensive investment banking experience at major Wall Street Firms.*

## **JASON J. CAWLEY** Director

### **Previous Experience**

#### **DLJ Merchant Banking Partners**

Originated, reviewed and executed buyout and venture investment opportunities

#### **Donaldson, Lufkin & Jenrette**

Financial Analyst in firm's Real Estate and Home Building Group

#### **Bristol-Myers Squibb Company**

Member of global strategy team

### **Years of Experience**

Over 7 years of private equity and investment banking experience

### **Education**

MBA, Dartmouth College

BA, Middlebury College

## **CHRISTOPHER H. ENSLEY** Director

### **Previous Experience**

#### **Bear Stearns & Co.**

Managing Director of broadcasting and outdoor advertising equity research

#### **Lazard Frères & Co.**

Vice President

#### **Salomon Brothers / Salomon Smith Barney**

Equity Analyst

### **Years of Experience**

Over 12 years of equity research experience

### **Education**

MBA, Owen School of Management (Vanderbilt University)

BS, College of William & Mary

## **SCOTT M. ESTILL** Director

### **Previous Experience**

#### **Credit Suisse First Boston / Donaldson, Lufkin & Jenrette**

Worked on various financing projects within the investment banking division

#### **Hambrecht & Quist**

Managed both public and private portfolios for individual and institutional clients

#### **TAG Associates**

Worked with team to implement strategy for \$1.2 billion fund of funds

### **Years of Experience**

Over 10 years of finance and investment banking experience

### **Education**

MBA, Columbia University and London Business School

INSTEP Economics Scholar Program, Cambridge University

BA, Gettysburg College

## **STEPHEN MEGYERY** Director

### **Previous Experience**

#### **Credit Suisse First Boston**

Associate in the Energy Group supporting M&A, high-yield financings and corporate restructurings

#### **SNC-Lavalin**

Led teams implementing international public works projects

### **Years of Experience**

Over 7 years of project finance and investment banking experience

### **Education**

MBA, Duke Fuqua School of Business

BS, Queen's University

# Contact Us

*To learn more about  
our capabilities, please  
contact us directly*

For further inquiries please contact Colin R. Knudsen ([colin@coadydiemar.com](mailto:colin@coadydiemar.com)) or Scott M. Estill ([scott@coadydiemar.com](mailto:scott@coadydiemar.com))

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*Coady Diemar Partners, LLC is a registered broker-dealer with the Securities and Exchange Commission (SEC) and a member of the Financial Industry Regulatory Authority (FINRA).*