



ACQUISITION OPPORTUNITY – WINTER 2019 **A Breakthrough Thermo-Acoustic Engine-Generator Solution** Remote Power, Co-Generation, Waste Heat Recovery



DIVESTITURES • CORPORATE FINANCE • ACQUISITIONS



EXECUTIVE SUMMARY

A Breakthrough Thermo-Acoustic Engine-Generator Solution: Remote Power, Micro-CHP, Waste Heat Recovery

- The Company's Thermal Acoustic Converter technology is a groundbreaking "platform" advancement in small-scale electrical power generation. The technology utilizes thermo-acoustics to convert burnergenerated heat or waste heat into useable electricity. A 1-kW scalable model is in pre-production trials, with a 3-kW model in development.
- The system runs on various fuels or waste heat sources and is 5x less expensive and 5x-10x more efficient than incumbent solutions with much higher reliability.
- The device is maintenance free for its useful life (estimated 20 years) due to no moving parts, lubricants, or gaskets.
- The technology is de-risked in pre-production form and anticipating a 2020 market launch.
- Target markets represent a \$7.8 Billion opportunity with compelling projected high-margin end-user economics.
 - Remote Power and Industrial: small-scale power generation from various fuels or waste heat sources with extreme reliability and low maintenance.
 - Residential Heat & Power (Micro-CHP): efficient, maintenancefree home co-generation of heat and power.
 - Waste Heat Recovery: electricity generation from waste energy within engine or industrial exhaust heat, to replace or augment the existing electricity generation component in a vehicle or a stationary engine generator-set.
 - Biogas to Power: electrical generation from difficult fuel sources, such as biogas, landfill gas or syngas, with minimal or no pretreatment of the fuel source.
- The Company possesses strong commercialization relationships with OEM joint development partners including a global leader in remote industrial power systems.
- The Company has invested significantly in in-house equipment and facilities to support accelerating product development and commercialization activities. The Company plans to supply key components to OEMs who will manufacture and market complete solutions in target markets.
- The Company's senior management have a combined 77 years of start-up and commercialization experience and have assembled an exceptional team of scientists, technical people and operations specialists who are committed to seeing the project through commercialization.
- FY2025 revenue is projected at approximately \$200 million as the Company achieves market share in all target markets.

Historical & Projected Financial Performance										
YE December 31st \$MM (US\$)	YTD 2018F		2019F 2020F		2021F	2022F				
Revenue	\$246,065	\$815,000	\$845,000	\$60,000	\$7,600,000	\$54,000,000				
Growth (Y/Y)	-	231%	4%	-93%	12567%	611%				





OPPORTUNITY INTRODUCTION

The Company is a pre-commercial technology development firm with 21 employees. Since 2006, the company has been developing a ground-breaking new form of small-scale distributed or embedded electricity generator technology that runs on various fuels or waste heat sources at high efficiency using thermo-acoustic physics. Product prototypes are being demonstrated at full scale and performance, and the technology is set to disrupt the micro-electric generator industry.

The Company's Thermal Acoustic Converter, device, is a basketball-sized 1 kW module that can generate electric power from virtually any fuel or high-temperature heat source (such as exhaust or waste heat) with high net electrical efficiency. The device is inherently rugged and reliable, needs no maintenance over decades of operating life (no moving parts or wear items), and is simple and inexpensive to manufacture. The Company's technology represents a brand-new class of external combustion engine-generator that combines principles of thermodynamics, high-amplitude acoustics, mechanical resonance and materials-science.

This a platform technology, fundamentally unique, with many present and future applications, both known and unknown. The technology is commercially ready and currently primed for several markets and product applications. The Company has already identified and taken steps to seize opportunities in: remote power (oil and gas well-sites and remote communication, surveillance), micro-CHP (in-home micro combined heat and power generation), exhaust waste heat recovery (electricity generation from automotive, industrial or other waste exhaust heat) and on-site power generation from difficult fuels such as biogas or landfill gas. The incumbent solutions in these markets are set for disruption due to their much higher cost, maintenance requirement and/or lower efficiency.

This is a unique opportunity for a large diversified Strategic Buyer or vertical-specialist Financial Sponsor seeking to acquire the Company's unique thermo-acoustic conversion capabilities, patents, products and world-class technical personnel in the clean energy space.

SALE RATIONALE

The Shareholders have built an exciting clean technology business that holds immediate direct applicability within a number of markets and industry verticals. The Company is seeking a divestiture opportunity with a complementary strategic partner to provide full or partial liquidity to its founding Shareholders while positioning the business to prosper moving forward. Leveraging the existing manufacturing economies of scale, supply chain, and brand of a strategic partner would provide unit production cost advantages, distribution channel synergies, and superior market penetration for the Company's high-potential platform technology. The Company's key management and technical and operations personnel are committed to finishing the job and ensuring a smooth transition to a new partner with the goal of fully commercializing the Company's technology in each of its market applications.

STRATEGIC FIT

This opportunity will appeal to prospective purchasers with the following aspirations and characteristics:

- Strategic buyer with complimentary products and services seeking to pre-empt industry advancement.
- Large diversified Strategic Buyer with the ambition to pursue industry disruption and to advance a new technology that has many potential applications.
- Financial Sponsor with similar or strategically related previous investment or investment thesis.





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GENERAL TERMS – STRATEGIC ALTERNATIVES CONSIDERED

The Company's owners are interested in strategic options that will maximize value. Specifically:

- The founding Shareholders are seeking to sell all or a majority portion of their equity stake in the Company. These shares shall be sold for cash and/or other forms of consideration.
- Those parties interested in alternative transaction structures should indicate their intent prior to the deadline for submitting an indicative offer.
- The Shareholders are willing to consider rolling a portion of the transaction consideration as equity in the buyer.

TRANSACTION PROCESS AND TIMING

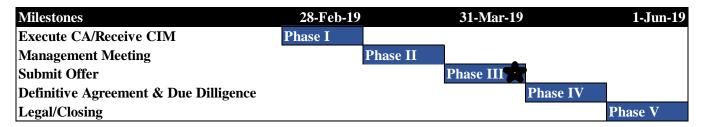
Communications & Inquiries

All communications, inquiries and requests for information related to these materials should be directed to:

- David Munro at 1-(403) 452-5532 / dmunro@StormontEnergy.com, or
- Stuart Parnell at 1-(403) 452-5361 / sparnell@StormontEnergy.com.

Process & Schedule

Please note that preference may be given to those buyers who can demonstrate an ability to finance and consummate a transaction efficiently. Important <u>milestones</u> for prospective buyers to consider are indicated below:



Phase I – Execute Confidentiality Agreement & Receipt of Confidential Information Memorandum

The Confidential Information Memorandum ("CIM") and additional information in the virtual data room is available to further clarify the finances, operations, and market of the Company. The purpose of the CIM is to enable prospective buyers to assess the value of the Company and determine their interest in pursuing the opportunity. Prospective buyers who choose not to proceed with an Indicative Offer will be asked to destroy or return all copies of confidential information to Stormont. Interested parties should contact Stormont to the extent that additional information is required to adequately assess this opportunity. Stormont will provide additional information as deemed appropriate for this stage of the process.

Phase II; III – Management Meeting & Submit Indicative Offer

Upon signing a CA, prospective buyers will be invited to participate in a management meeting or conference call with the owners and management of the Company before the deadline for offers. Interested parties will also be invited to the Company's research facility in Vancouver, BC. Those parties who wish to pursue this opportunity will be asked to submit a preliminary, non-binding, indicative offer. This proposal should include:

- (a) Offer Price, stated in Canadian dollars and Effective Date;
- (b) Pertinent Terms & Conditions;
- (c) Source of Financing and Financing Conditions (if any);
- (d) Requirements for Approvals (from shareholders, board of directors);
- (e) Proposed Timeline for due diligence;
- (f) Any other matters that may be considered relevant to the Company in considering potential buyers.



If required, and at the discretion of the Company, prospective buyers may be asked to provide clarification or additional information to support their offer. In assessing the qualifications of the parties who desire to continue discussions, the Company and its advisors will consider, at their sole discretion, such factors as the terms presented by each party in each indicative offer, the prospective buyer's knowledge of the industry, and such other factors as may be deemed relevant by the Company and its advisors. The Company reserves the right, at its sole discretion, to evaluate the terms and conditions of any proposal and to accept or reject any proposal for further consideration without specifying reasons thereof.

Phase IV – Definitive Agreement & Due Diligence

This phase will involve the conduct of management presentations and interviews; the provision and review of operational, financial and legal due diligence material; and the preparation of draft agreements and/or other documentation.

Phase V – Formal Legal Agreements and Closing

Upon reaching an agreement in principle, the parties will proceed in good faith through the legal process to finalize the Definitive Agreement and/or other documentation required for closing the transaction.

ASSUMPTIONS

As reported by management of the Company, at the date of release of this document, the Company has no material contingent liabilities, unusual contractual arrangements or substantial commitments other than in the ordinary course of business.

Stormont has not carried out any audit procedures on the historical financial statements of the Company or examined the financial accounts of the Company. Accordingly, Stormont's reliance on the historical financial information and the financial statements is based solely on the representations of the Company.

Please Note:

- All figures are in Canadian dollars.
- The Company's fiscal Year-End is December 31.

OFFER SELECTION PROCESS & OTHER ISSUES

If required, and at the discretion of the Company, prospective purchasers may be asked to provide clarification or additional information to support their offer. Offers for consideration are selected at the discretion of the Company.

This sale process carries no implicit promise to accept the highest offer, or any offer at all. The Company and Stormont do not make, and expressly disclaim, any representation or warranty, whether written or oral, as to the accuracy, or completeness of the information herein (or subsequently provided) and none shall be implied. Only those representations and warranties made in a fully executed Definitive Agreement shall be binding on the Company. Each potential purchaser must rely on their own investigation in order to satisfy themselves as to all matters, except to the extent expressly agreed to in the Definitive Agreement to be entered into between the Company and the successful purchaser. All costs incurred by the potential purchaser in this investigation and evaluation shall be for their own account. The Company reserves the right to amend or modify these procedures, terms and conditions at any time.

RISKS AND UNCERTAINTIES

The Company's technologies face various risks and uncertainties in the normal course of business that may be beyond its control, but which could have material adverse effects on the financial status of the business. No assurance can be provided that expected trends will continue or that demand for the Company's products will remain robust. Additional risks may include: commodity prices, contract risk, availability of capital equipment or staff, strategies adopted by competitors, currency risk, rapid technological change, availability of financing and other operating risks or hazards.



INTRODUCTION

Overview

The Company is a pre-commercial technology development company that has developed a ground-breaking new form of smallscale distributed or embedded electrical generator technology that runs on various fuels or waste heat sources with high efficiency and reliability. The technology stems from the field of thermo-acoustic physics, which was originally pioneered at Los Alamos National Lab (USA). The Company is now widely regarded as the world-leader of thermo-acoustic power generation technology.

The Thermo-Acoustic Micro-Power Generation Solution - History

The Company was founded in 2006 to pursue clean energy technology and to disrupt distributed small-scale power generation. Existing solutions in this space, such as engine-generators or fuel cells, are ineffective solutions as they generally only run on one type of purified fuel, are inefficient in smaller sizes and require costly regular maintenance. Fuel cells are also expensive and short-lived, while thermo-electric materials are costly and inefficient.

The Company's solution is a thermal acoustic converter. The technology is efficient, elegant, inexpensive and runs completely maintenance-free for decades. The technology forgoes traditional gears, valves, linkages and exotic materials, and instead uses acoustic waves in Helium to generate useable power. Working prototypes were first demonstrated in 2010, and the technology is currently in "pre-production" (EP) form after successful full-scale beta testing.

The Company's pre-production model can achieve 1 kW of electrical output at 34% mechanical efficiency (heat to mechanical power), and 32% net electrical efficiency (from heat). The Company has started work on a product variant targeting higher-power (3 kW), which will further broaden the universe of potential applications. Additionally, multiple units can be arrayed together to scale to larger power requirements. When performing waste heat recovery, the technology can achieve 37% of the Carnot efficiency at any given waste heat temperature down to 225 C; in particular it achieves an impressive 16–18% net efficiency in processing extracted waste heat at 600 C. Future variants of the technology can be designed to be operated in reverse, and as such can serve as a high-performance heat pump.





Technology and Patents

How the Technology Works:

The Company's technology converts heat to electricity with exceptional reliability (no moving parts), efficiency and fuel flexibility. The technology is a hermetically sealed external-combustion heat engine and generator. It consists of two basketball-sized modules. The Thermal Module (TM) receives input heat, either from an external fuel burner or from an external waste heat or exhaust source. The input heat drives a resonant sonic-frequency oscillation in pressurized helium, according to the principles of thermoacoustic physics. This acoustic wave is conveyed through a pipe to the Generator Module, where the pressure oscillations act against a solid steel transducer. The transducer flexes in matched resonance with the acoustic wave. Small cyclic displacements of the transducer are captured by a permanent magnet alternator. The alternator output is AC electric power (1 kW in the case of the Company's first model) at up to 32% net efficiency (heat to electric). The generator component is designed to integrate into system solutions by partner OEMs in the Company's target markets.

*At Right: Technology Illustration

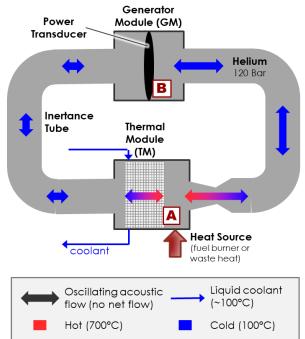
1. Heat input: Heat captured from fuel burner or waste heat such as exhaust (225–700°C) flows to center of Thermal Module.

2. Thermal Amplifier Module (detail: **A**): Heat delivered to acoustic wave in Helium (120 Bar) via pin-fin heat exchanger (best in class with several other potential applications). Temperature gradient amplifies acoustic wave via proprietary regenerator. Rejected heat is removed via cooling fluid (30–100°C).

3. Power Transducer (detail **B**): High power acoustic wave travels through inertance tube to Generator Module. Wave drives vibration of dual (balanced) transducers. Flexing transducer ($\pm 200 \mu m$ stroke, 500Hz) drives electromagnetic alternators. Remaining low-power acoustic wave (from back side of transducers) is returned to Thermal Module through return inertance tube. Cycle repeats.

Patents:

The performance and market-readiness of the Company's technology is that of the most advanced thermo-acoustic solution in the world. Eight patents have been issued or pending on the Company's core technologies with further patents in progress.





TARGET MARKET & CHANNEL PARTNERSHIP OVERVIEW

The Company's technology is a platform technology representing a totally new form of thermo-acoustic engine/generator that has little competition in applications fueled by raw or contaminated fuels, or waste heat streams. Currently, the Company has commenced joint development with leading OEM manufacturers and brands in several target markets. Longer term, the technology's low cost and high performance should enable large adjacent market opportunities such as industrial waste heat recovery, solar power and scalable power generation for remote communities and the developing world.

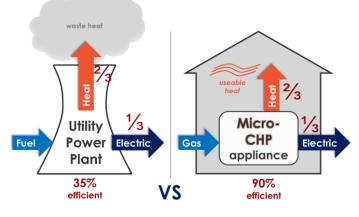
The Company is currently focused on the following market applications:

Remote Power Market:

The Companies technology is uniquely suited to generate power in remote industrial settings where maintenance-free reliability is critical. The technology can combust a variety of fuel sources (including low quality or atypical fuels) to efficiently produce the heat needed to make electric power. The technology operates at efficiencies greater than 25% for most fuels and runs maintenance-free for up to 20 years. This brings major operating cost benefits to power generation applications in remote or mission-critical environments such as wellhead power for oil and gas producers, remote surveillance and communications infrastructure, or cathodic corrosion protection for pipelines and industrial settings. The Company's solution is $1/5^{th}$ the cost and 5x-10x more efficient than incumbent solutions.

Micro-CHP Market (combined heat and power generation):

Micro-CHP is a new-form of home heating furnace that cogenerates both distributed electricity and heat from the combustion of natural gas. Micro-CHP achieves greater than 90% combined efficiency, significant energy bill savings for the homeowner, and ongoing reductions in greenhouse gas emissions. Conventional fuel-powered grid electricity generation is highly inefficient, with as little as 30% of the energy in the fuel becoming electricity in the home. The rest of the energy is wasted as heat in the power station, with a small amount lost in transmission across the grid. Micro-CHP systems use natural gas (or other fuels) to

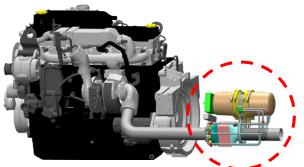


generate both electricity and heat at the point of use, with overall efficiency of more than 90%.

Micro-CHP has the potential to ultimately capture 25-40% of the 7 million and 12 million home boilers sold annually in Europe and China, respectively. Japan, Korea and ultimately North America also show promise as emerging micro-CHP markets. While the present emphasis within the micro-CHP industry is on fuel cell technologies, the Companies Thermo-accoustic generator technology may be uniquely capable of activating a mass market for low-carbon micro co-generation through lower system complexity, lower cost, and higher reliability.

Engine Waste Heat Recovery (WHR) Market:

Traditional engines in trucks, cars, ships and generator sets waste two-thirds of fuel energy as unproductive heat. The Company's technology can recover waste heat from a larger engine's exhaust and convert that heat to electricity with high efficiency and reliability. On a heavy truck, this saves the vehicle's alternator from consuming fuel to generate electricity and thus yields a 4% - 7% improvement on the fuel economy of the vehicle with a 1.1year payback to the truck owner. With greenhouse gas emissions regulations becoming increasingly stringent, OEM engine and



vehicle manufacturers are under increasing pressure in important global markets and are pursuing WHR aggressively as a result. The Company offers a superior solution developed in collaboration with major OEM automotive manufacturers.



DEMA

opt

TELECOM POWER

\$2

\$1

MICRO-CHE

AUTOMOTIVE

VASTE HEAT

3-kW

\$3

Cost per Watt @ volume=5000

Mid-2019

\$4

REMOTE POWER

\$5

STATUS & VALIDATION

Validation

The Company's technology is de-risked at pre-production (EP) form. Beta units were shipped to customers in 2018 for system testing and have been proven at full-scale operations. Production and commercial sales are on pace to commence in 2020. Over the past nine years the Company has successfully demonstrated four generations of prototypes. The technology is now commercially proven with over 2 billion cycles of successful reliability testing on the current model, and over 1000 successful thermal start-up/shutdown cycles on a single test unit. Significant design-for-manufacture activities have also been completed. The "Beta" version has undergone a 12-unit production run and has been delivered to the Company's OEM development partners/customers to undergo environmental and application-specific reliability testing.

COMMERCIALIZATION STRATEGY

The Company's technology has achieved "early production" form and is poised for the following suggested market roll-out strategy:

30%

20%

10%

System Efficiency

1. Oil and Gas Remote Power Segment

The Company plans to initially launch into the remote power market as a strategic beach-head and precursor to all other target markets.

Entering into the remote power market as a beach-head market strategically allows the Company to address a large target segment while simultaneously refining the technology (increased output and efficiency) and reducing marginal unit cost.

2. Surveillance and Communication Remote Power

The next strategic step for the technology is to achieve 3-5 kW to access higher power requirement segments. This segment includes more than 1 million installations in off-grid or bad-grid locations that currently rely on high-maintenance diesel generators. The Company will achieve commercial capability in this segment upon completion of their application specific diesel burner (2021 market launch). Diesel development has not yet commenced; however, this project could be undertaken concurrently with the oil and gas remote power market adoption (described above) and is considered a low-risk, mid-term development by the Company. Currently, the Company is undergoing further reliability testing and field trials.

3. Micro-CHP / Automotive WHR

Succeeding in the remote power segment opens the path for further target market segment applications such as: Micro-CHP (home co-generation) and automotive and industrial waste-heat recovery. Unit marginal cost reduction of 50% is required to support the economic case for these segments, however volume production from previous market successes (i.e. remote power) as well as obtainable and within-reach supply chain opportunities will allow the Company to surpass this cost-reduction threshold.



Future Commercialization

The full commercialization of the Company's technology requires further specific design enhancements and unit cost reductions to enable the practical application and economic case for all target market segments. The Company designates the future design enhancements as low technical risk only and is confident these improvements can be completed by late 2019. These improvements will increase system efficiency (fuel to electric) to 28%.

COMMERCIALIZATION PARTNERS

The Company has an exceptional group of commercialization partners in place. A global leader in remote industrial power systems, completed a multi-million-dollar equity investment in the Company in 2016, and has a strong commitment to incorporating the Company's technology into their impending new line of remote power products. Joint development is underway. The Company has also partnered with a tier-1 automotive parts supplier; together they have engaged automotive OEM's and collectively the consortia have sought to design-in the Company's technology to gain significant fuel economy benefits on light- and medium-duty trucks.

Development Partnerships:

The Company benefits from commercialization advice and support from: NRC-IRAP, Natural Resources Canada, Western Economic Diversification Canada and SDTC. The Company has collaborated with Pacific Northwest National Lab, the University of British Columbia, Simon Fraser University and the University of Victoria on various R&D initiatives and is engaged with the world's leading thermo-acoustic scientists at Los Alamos National Lab (USA).

FACILITIES

The Company has continually invested in equipment and facilities to support accelerating product development and commercialization activities. The Company has extensive lab facilities, a full machine shop and other specialized manufacturing equipment, dedicated production space and two commissioned test cells.







MANAGEMENT AND STAFF

The Company's leadership team is comprised of seasoned senior executives who possess a wealth of experience in start-ups, operations, and technical development. The Company's senior management team have 77 years of combined experience leading successful technology product development, commercialization, manufacturing, operations and business development functions at major companies and successfully exited previous start-ups.

Staff

The Company's experienced and loyal employees are a key success driver to the Company's performance and reputation within the industry. The Companys currently employs a team of 21 exceptional scientists, engineers, technicians, operations specialists and team leads.

FINANCIAL OVERVIEW

Financing

The Company is well capitalized and has been financed by a combination of venture private equity investment and Canadian government grant funding.

Financing History

Post Equity Financing	\$10.2 million
Grants & Credits Awarded	\$12.1 million
Corporate NRE/Funding	\$1.0 million
Total Commited Capital to Date	\$23.3 million

- Ownership (fully-diluted basis):
- 19% strategic/corporate.
- 43% individual angels, friends, family.
- 38% employees.

PROJECTED FINANCIAL PERFORMANCE

Projected Financial Performance												
YE December 31 st \$MM (US\$)	YTD	2018F	2019F	2020F	2021F	2022F	2023F	2024F	2025F			
Revenue	\$246,065	\$815,000	\$845,000	\$60,000	\$7,600,000	\$54,000,000	\$64,145,000	\$114,975,000	\$207,350,000			
Growth (Y/Y)	-	231%	4%	-93%	12567%	611%	19%	79%	80%			
Gross Profit	\$246,065	(\$750)	\$13,500	\$35,063	\$2,612,500	\$10,141,598	\$20,993,680	\$44,739,524	\$87,087,817			
Gross Margin	100%	0%	2%	58%	34%	19%	33%	39%	42%			
EBITDA	(\$2,093,907)	(\$2,915,750)	(\$2,899,450)	(\$3,192,138)	\$493,500	(\$214,162)	\$6,581,042	\$20,058,282	\$42,902,292			
EBITDA Margin	-851%	-358%	-343%	-5320%	6%	0%	10%	17%	21%			

The Company projects annual revenue exceeding \$200 million and EBITDA of \$40 million by 2025 fiscal year end. As the business matures, gross margin is projected to stabilize near 40% with EBITDA margin near 20%, demonstrating the device's strong financial performance potential as a platform technology across a multitude of varied applications.

The Company's projected annual revenue and EBITDA is a function of the Company's successful entry into each target market segment and is based upon assumptions made for anticipated segment commercialization timing, product/technology adoption rates and the size of the total addressable market for each segment. These projections assume adequate manufacturing and scale-up solutions are developed and final product-commercialization steps are achieved prior to market launch in each target segment, which the Company considers low to moderate risk only. The Company values the immediate total addressable market of its technology at \$7.8 Billion. As the technology matures, there is potential to enter additional large markets, which would further increase the size of the total addressable market available to the technology.



UPSIDE POTENTIAL

The Company provides acquirers the opportunity to immediately capitalize on the Company's ground-breaking technology and defensible market position.

Synergy Opportunities & Competitive Strengths

- Control of the emergent leading Stirling / thermo-acoustic engine technology validated by leading multinational partners. The market position is highly defensible with 8 patents issued and others pending.
- Near-immediate competitive advantage in global industrial remote power markets and other industrial niches including biogas-fired power generation (landfill or wastewater).
- 1 kW scalable power gneration modules that can excell in both small and large power generation applications.
- Opportunity to access and disrupt large markets for waste heat recovery (use industrial or large engine exhaust to make electric power), and residential and commercial cogeneration (Micro-CHP). Reduction of product cost by leveraging existing manufacturing scale would enable the business case in these markets.



CONTACT INFORMATION

For additional information regarding this opportunity please direct inquiries to the following:

STORMONT ENERGY ADVISORS

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STORMONT ENERGY ADVISORS is an independent advisory firm specializing in Corporate Finance and Transaction Advisory Services for North American energy service and technology companies. Stormont's focus is in closing negotiated transactions via a fair and transparent process while optimizing the outcome for its clients.

Our team has the experience necessary to support the full Spectrum of Transaction Advisory and Corporate Finance services for both public and private energy service clients:

- Corporate, Division, and Asset Divestitures
- Transaction Support & Negotiation
- Business Valuations
- Fairness Opinions
- Mergers & Acquisitions
- Management Buyouts
- Debt and Equity Financing
- Strategic Alternatives

