SEATONHILL

Strength in Numbers

Matthew R. Cassell Partner

Select Executive Experience

Independent Consultant (2014-2017)

Interim CFO/Advisor

Wingspan Portfolios Advisors (2012-2014) Chief Financial Officer

Chief Financial Officer

VisionCap Investments LLC (2012)

Managing Director, Advisory Services

ESI Healthcare Business Solutions (2008-2011)

Chief Financial Officer

Estill Medical Technologies Inc. (2008-2010)

Independent Consultant (2002-2008)

President & CFO

UICI (1976-1992)

2000-2002



Core Competencies

Acquisitions

Strategic Planning

Integration

Capital Formation

Work Outs

Shared Services

Transactions

Cash Management

Process Improvement

Restructuring

Due Diligence

Mergers

Recapitalizations

Financial Reporting/Modeling

High Growth

Education & Certifications

Stanford University Graduate School of Business

Executive Profile

Matthew Cassell is a Partner in the Dallas office of SeatonHill. Mr. Cassell is a versatile and analytical, entrepreneurial executive with workout, turnaround, acquisition, start-up, private equity, small business, and public company (\$1.1 billion NYSE CFO) experience. He has expertise in financial modeling, reporting, planning and analysis with a broad range of industry experience including health care, insurance, technology, distribution, transportation, food. With over 30 transactions worth over \$1 billion, Matthew offers a wide breadth of success based wisdom and acumen with an incredible track record.

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SeatonHill Partners, LP 777 Main Street, Suite 600 Fort Worth, TX 76102

www.SeatonHill.com

For more information contact:

matthew.cassell@SeatonHill.com



Our partners have deep experience across multiple industries, and can quickly integrate into your organization to provide the insights you need to succeed in today's marketplace.

Matthew R. Cassell
Partner



Key Experience

Specialty Mortgage Servicer: As Chief Financial Officer, Matthew directed all financial, facilities, office services, and vendor management functions. He executed a \$22.5 million Equity Recap converting from Preferred to Common Stock Structure and increased Receivable-based Revolver from \$3 million to \$9 million capacity. Matthew also completed the Acquisition of a Hazard Claim Administrator with operations in CA and TX. He notably structured \$90 million Senior and Mezzanine Financing in conjunction with the acquisition, including \$15 million revolver capacity. Matthew successfully managed company through la iquidity crisis, including a spin off and \$4 million recapitalization with complete release from all acquisition debt obligations. He also structured \$45+ million JPMorgan Chase Relationship including acquisition of operations in FL and LA. Under his leadership, the company was #23 on Inc. 500 (2013) and a Dallas Business Journal Top 10 (2012-14).

Healthcare Business Solutions Provider: As Chief Financial Officer, Matthew was responsible for all financial, accounting, treasury, tax, IT and HR functions (up to 55 FTE). He restructured \$2MM senior and secured mezzanine debt facilities for growth/working capital needs. Matthew also restructured an S-Corp with dropdown LLC to accommodate mezzanine debt warrants. He replaced accounting and financial reporting systems (Dynamics GP), including conversion of a two year transaction history and installed Dynamics CRM for ESI. Most notably, Matthew led capital raise efforts for both companies of up to \$5 million minority investment with two (2) term sheets secured and he closed \$1 minority equity investment. He also orchestrated a

13 person Reduction In Force, saving the company \$875,000 in annual salary and benefits. Matthew implemented a Corrective Action Plan to return to consistent profitability / positive cash flow, replacing PEO and HRIS after full RFP process, saving \$80k annually.

Publicly Traded Health Insurance Company: As Chief Financial Officer, Matthew was responsible for financial reporting and budgeting, SEC reporting, and analyst conference calls. He completed \$50 million in Acquisitions and chaired the investment committee for \$1+ billion portfolio. Matthew also completed a \$30 million revolving line of credit. As Vice President, Strategic Planning and Development, he managed the exit from a discontinued credit card business, including sale of the business for \$124 million, development of Bank capital plan, repayment of \$290 million of deposit liabilities, and orderly liquidation of the Bank. Matthew also managed corporate cash and liquidity including contribution to the Bank in excess of \$175 million. He participated in renegotiation of HealthPlan Services Acquisition, including presentations to HPS bankers and ultimate withdrawal of acquisition. Matthew was responsible for Investor Relations, including ratings agencies and stock analysts. He also developed a corporate strategic plan in conjunction with the CEO.

Investment Banking Consulting Firm: As Managing Director, Advisory Services, Matthew managed the Consulting, Strategy and Capital Finance functions for 3rd Party Due Diligence/ Financial Modeling for \$70 Million financial services firm. He also managed Physician Practice operations review and restructuring and Strategic Planning study for a global relocation firm.

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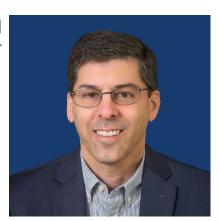
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Matthew R. Cassell
Partner



Key Experience

Matthew managed a strategic acquisition/partnership review for \$12 Million healthcare concern and managed Financial Modeling/Pricing/Consulting for a multi-channel, health and wellness technology firm.

Independent Consultant: As an Interim Executive, Matthew consulted with a variety of companies as an Interim CFO for Capital Formation, Strategic Planning, and Integrations; including:

Confidential Client

- Facilitation of \$40 million Management Buyout for national commercial real estate advisory firm
- Sourced term sheets and indications of interest from four (4) capital partners and three (3) senior lenders to fund initial transaction as well as subsequent acquisition and growth strategy

JLT Distribution

- Minority-owned distribution start-up in the orthopedics and prosthetics market
- Advisory services for initial capital raise, business plan development and strategic planning

Thomas, Edwards Group, Inc.

Strategic Planning and Acquisition Analysis for executive search firm

Nelbud Services Group, Inc.

- Accounting Systems Integration for 3 acquisitions for a \$30M industrial services PE-backed Company
- Included restructuring of master General Ledger and integration of monthly historical account activity

CompuCare Living

Seed Capital Raise for Senior Aging-In-Place Technology & Care company

MediaDefined, Inc.

 Cash Management, Contract Management, Invoice Processes, Financial Statement Review

FHL, Inc.

· Corporate Support and Organization for Not-For-Profit

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