

1/29/26

To: Perspective Client.
From: Gary K. Jennings.
Re: Interview request (Buy side acquisition engagement).

Dear Perspective Client,

Top of the day...I trust you are well!

I am interested in working with your organization and look forward to discussing how my M&A background can support and contribute to your goals. The websites highlight my experience in M&A – company acquisitions, and creative entrepreneur business development.

I appreciate your consideration, and I look forward to speaking with you.

Sincerely yours,

Gary

Gary Jennings
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Gary Jennings Buy Side Acquisition Transaction Summary

Gary K. Jennings.

M&A Transaction Management.

- 20 years of in depth transaction experience: Sold 19 companies via asset sales, with no chargeback issues.
- 300 investment evaluations in five countries (PR, USVI, D.R., Mx, and the U.S.).
- 25 City council and town hall public presentations, and hundreds of private company transaction meetings.
- Direct “deal team” and “social justice” program management.
- Expert witness on two projects (plaintiff), federal prosecution, and recovered \$ 18.0 million in stolen funds.

Project and Sales Management.

- 20 years of senior sales experience (Food service, utility, B to B, nonprofit, financial, entrepreneur, startup).
- Senior organizational / development skills with budgets, concepts, research, and outreach.
- Management of nineteen transaction teams and five nonprofit teams, three to six months each.
- Successfully worked in five countries with language, cultural, and legal challenges.

Accounting – Financial.

- 15 years of in-depth financial experience (asset valuation, cash flow, tax, SEC, legal, P&L, working capital).
- Senior ability to analyze raw financial data and formulate development strategies (See www.airleasing.net).

Leadership – Management Style.

- Lifetime problem solver and team/coaching style.
- Senior conflict resolution skills via 100-plus senior negotiations in English and Spanish
- Extensive interaction with Attorneys, CPA's, Ownership, Politicians, Regulators.

Education & Training.

- Lincoln High School, Stockton, CA (76/80).
- San Diego State University, SD, CA (81/82) - California Polytechnic State University (Cal Poly), SLO, CA (83/84).
- Daily use of MS Office 365, Word, Excel, Internet search, and PC operation.
- Features & benefits and cause & symptom training (hundreds of evaluations).
- Fraud and litigation avoidance (hundreds of evaluations).
- Senior understanding of water utility, hydrology, geology, reverse osmosis operation, and development.

Personal Interest.

- Personal philosophy: **A problem is an OPPORTUNITY in disguise”.**
- Lifetime builder, problem solver, and inventor.
- Affiliations: Tribal member of the Choctaw Nation, PKA alumni, SDSU alumni, Cal Poly alumni.
- Art & Culture: Visited forty museums in twenty countries and 200 museums in the United States.
- Lived in Rosarito Beach, MX, Puerto Rico, the Dominican Republic, and the US Virgin Islands over nine years.
- Design: Rebuilt three wooden sailboats, one 70 ft steel trawler, and one 15,000 lb steel art structure.

Gary Jennings Buy Side Acquisition Transaction Summary

Business Manager, G. Jennings Consulting, 2021-2026.

Practice Focus: General business consulting (Operations, M&A, nonprofit).

- Completed 300 investment viability evaluations in the USVI, Puerto Rico, DR, and the United States.
- Extensive interaction with CEO's, founders, bankers, private equity, and government.
- Management of transaction teams (accounting, legal, operations, manufacturing).
- Senior understanding of term sheets, strategic analysis, valuation, asset sales, and escrow.
- Projects in the Bahamas, USVI, Puerto Rico, CNMI, and the United States.
- Project manager: www.Airleasing.net Maximizing municipal asset income.
- Project manager: www.Stoprecidivism.net Inmate job training funding.
- Project manager: www.USTerritoryEb5.com Economic development via EB5 (USVI).
- Project manager: www.Cleanupamerica.net Environmental cleanup funding.

Managing Partner, Sea to Sea Bi National Canal Project, 2015-2021.

Project Focus: Import 25 feet of sea water from Mexico to the Salton Sea to stop the lake from drying out.

- Based in Rosarito Beach, Baja Mexico (6 years).
- Managed negotiations with ten federal and state agencies (U.S., California, Mexican Agencies).
- Designed a 125-mile cross-border canal, 500.0 million gallons per day via imported seawater.
- Largest restoration project in the United States, and our team started the project (Thought leaders).

Sales Manager, United Solutions Group, 2000-2015.

Practice Focus: Representing company buyers and sellers (Business Broker Service).

- Regulated Utility: Completed ten rate cases, ALJ orders, and water-related utility consulting (CPUC).
- Completed nineteen transactions with no chargeback or legal issues.
- Senior understanding of water, wastewater, and electric utility operations (Regulated Utilities).
- Extensive interaction with CEO's, founders, bankers, private equity, and state government.
- Management of transaction teams (accounting, legal, operations, manufacturing, DD team).
- Senior understanding of term sheets, strategic analysis, valuation, asset sales, and escrow.

Sales Manager, G. Jennings & Son Food Brokerage, 1988-1997, Berkeley, CA.

Practice Focus: Selling food products to grocery and food service customers.

- Expanded product sales from \$ 2.0 million to \$ 10.0 million annually (regional food distributors).
- Broker products: Paper, Beef, Soup, Condiment, Oil, Buying Group Service, Non-Profit officer.
- Injured from 1997 to 2000, retrained, and opened United Solutions Group (Business Brokerage).

Sales Representative, Carnation Grocery & Food Service, 1985-1988, Dallas, TX.

Job Focus: New territory development.

- First sales position after college, top salesperson three years straight (one of nine reps).
- Expanded dairy sales from \$ 1.0 million to \$ 4.0 million annually (regional grocery distributors).
- Patent holder: Refrigerated ice cream container for American Airlines, 1985 (first class).
- Concept developer: Chest harness case to sell frozen malt cups, Texas Rangers baseball games.

Gary Jennings Buy Side Acquisition Transaction Summary

2000-2025: Transaction and Consulting Summary.

Summary of the 300 completed projects (expert witness, advisor, consulting, representation, startup, broker).

- (1) Nonprofit: www.Airleasing.net Maximizing municipal asset income and public benefits.
- (1) Nonprofit: www.Stoprecidivism.net Reduce recidivism and economic development.
- (1) Nonprofit: www.USTerritoryEb5.com Municipal debt payoff and economic development.
- (1) Nonprofit: www.Cleanupamerica.net Restoration and environmental cleanup funding.

- (1) Expert witness: Valuation advisement to Shareholders, U.S. Attorney, and Bank of Saipan.
- (1) Expert witness: Advised CPUC on how to liquidate 12 water utilities, personally sold 9 of 12.
 - (1) Fraud advisor: Uncovered \$ 18.0 million in corporate fraud, resulting in multiple convictions.
 - (3) Fraud advisor: Canceled three transactions due to accounting fraud, discovered in due diligence.

- (19) Completed transactions. Listed and sold nineteen companies (\$ 35.0 million valuation/asset sales).

- (9) CPUC water utility systems (Soft emanate domain transactions).
- (3) E-commerce sites - retail (www.Apartment.com purchased two companies).
- (3) Public companies - reverse mergers and advised on twenty RM evaluations.
- (3) Transportation companies (Taxi and limousine).
- (1) Mortgage company.

- (1) Start up evaluation, P&A Carbon Credit development (Webinar, Email, One Well, ACR, Carbon Path).
- (1) Startup evaluation, 50,000 acft brackish groundwater desalination, Imperial County.
- (1) Startup evaluation, 10,000 head cattle ranch, stockyard, processing, 10,000 lbs per day.
- (2) Startup evaluation, New River-TJ water filtration project (Calexico, Mexicali, Tijuana).
- (2) Startup evaluation, 250,000-ton wood chip – Class A & B biosolids recycling facility.

- (1) Real estate: Hotel ship evaluation (SF, Jacksonville, St. Thomas, St. Croix, Galveston).
- (1) Real estate: Military base redevelopment evaluation, 15,000 ac AZ (Industrial Park).
- (1) Real estate: Closed military airport evaluation 1,300 acres (Imperial County, CA).
- (25) Real estate: St. Thomas & St. Croix: Converting Class C office space to 750 sqft apartment development.

- (9) CPUC advisor: Completed nine CPUC water utility rate cases to avoid bankruptcy.
- (10) CPUC advisor: Settled ten DHS operating violations and stopped three pending lawsuits.
- (25) CPUC advisor: Evaluated twenty five CPUC utilities for purchase (Consolidation project).

- (2) Consultant: Puerto Rico: Waste to Energy development and property development.
- (2) Consultant: Dominican Republic: Waste to Energy development and property development.
- (5) Consultant: Family office (Film, Data Center, Real Estate Development, other).
- (30) Consultant: Credit Union consolidation in Florida (300 company consolidation).
- (50) Consultant: USVI: EB5 immigration, and corporate relocation (RT Park).
- (50) Consultant: Tribal investment evaluations (AZ Real Estate, Manufacturing, Recreation, other).
- (70) Consultant: Private equity: New business platform development evaluation.

- (1) Co-Developer: Cal Water – statewide water conservation project (15 cities, 10,000 fixtures).
- (1) Co-Developer: Baja MX: Sea to Sea Canal Project: 500,000 acre feet sea water importation project.
- (7) Co-Developer: Baja MX: Imp/Exp: Tile, Clay pots, Recreation, RV, Fish Farm, Water, Generation, Wood.

Gary Jennings Buy Side Acquisition Transaction Summary

Professional and Personal References.

Mr. Randy Grossman, Attorney.
Board member, Jefferson Law School, and private attorney.
(858) 229-6000 PST/CA, Friend of 40 years, startup advisor.

Mr. Dan Johnson, Attorney.
Berglund & Johnson Law Group.
(818) 992-1500 PST/CA, Friend of 20 years and former business partner, Salton Sea Project, CA.

Ms. Nicole Kamaleson, CEO of August Leadership.
(312) 877-0830 EST/USVI, Friend of five years and start-up advisor.

Mr. Steve Friedman, CEO of Friedman Family Office.
(203) 944-2545 EST/FL, Client and friend of five years, and start-up advisor.

Mr. Frank Chamberlin, Former co-worker, CA - CPUC – Water Conservation, and a friend of ten years.
(714) 309 7160 PST/Southern California.

* If needed, three additional references are available (Personal friends and former clients).