

## PETER S. KAUFMAN

### EXPERIENCE

1990 – Present

**Gordian Group, LLC**, President and Head of Restructuring and Distressed M&A

Gordian Group, LLC is a New York-based investment banking firm with a national practice in providing highly creative financial advisory services in complex and/or distressed situations, including to businesses (both healthy and financially challenged) seeking to maximize shareholder value.

Gordian is consistently ranked among the top ten firms (currently 5th) by The Deal in its “Top Investment Banks” League Tables in the financial restructuring space and Mr. Kaufman was recently ranked 1st in The Deal’s League Tables “Top Investment Bankers.” He is also the co-author of the definitive work in the field, Distressed Investment Banking: To the Abyss and Back, Beard Publications, 2005.

Turnarounds and Workouts has recognized (i) Gordian as one of the nation’s Outstanding Investment Banks on multiple occasions and (ii) Mr. Kaufman as one of several “People to Watch: Business Professionals Making Their Mark.”

Gordian Group was recently announced as winner of Retail Manufacturing/Distribution deal of the year for the Sale of Summit Global Logistics, Inc. by The M & A Advisor.

Gordian is typically engaged by (i) a financially challenged company in order to effect a financial restructuring or to sell all or part of its business – with an emphasis on providing unconflicted advice to the benefit of shareholders and management in such situations, (ii) the creditors of a financially challenged company, (iii) a potential buyer of a financially challenged company or (iv) a healthy company to sell its stock or assets.

Gordian also raises equity and debt for start-up situations which may have difficulty accessing traditional sources of funds, and renders fairness, solvency and valuation opinions.

In addition to financial advisory services, Gordian partners serve as expert witnesses in litigation requiring investment banking testimony on matters including, valuation, restructuring and finance. Mr. Kaufman has extensive experience in a variety of financing, restructuring, advisory and merger transactions.

1986 – 1990

**The First Boston Corporation, Vice- President**

Mr. Kaufman was founding member of First Boston's Distressed Securities Group, which invested in, and traded, securities of financially troubled companies, and identified restructuring or recapitalization opportunities for merchant banking investment.

Prior to becoming an investment banker, Mr. Kaufman was an attorney practicing in the area of insolvency and restructuring. He remains a licensed attorney. He was formerly a member of the New York City Bar Association's Committee on Bankruptcy and Corporate Reorganizations.

EDUCATION

1975 – 1978

**University of Virginia School of Law**

Mr. Kaufman received a Juris Doctor degree in 1978 from the University of Virginia School of Law, where he was in the top 25% of his class.

1971 – 1975

**Yale College**

Mr. Kaufman graduated with honors in 1975 from Yale College, where he was an editor of the Yale Daily News. He won varsity letters in lacrosse at Yale, and is a former (i) member of the Yale Sports Federation Board and (ii) head of the Yale Lacrosse Alumni Association.

PUBLICATIONS

2005

Co-author of Distressed Investment Banking: To the Abyss and Back, Beard Books LLC (published May 2005), the definitive book in the field.

1998

"The Role of the Investment Banker in Distressed M&A," *Bankruptcy Business Acquisitions*, LexMed Publishing.

1991

"Trading in the Distressed Market," Investing in Bankruptcies and Turnarounds, Harper Collins Publishers.

## MEMBERSHIPS AND SPEAKING ENGAGEMENTS

### **Founding Co-Chair**

#### **ABI Committee on Investment Banking, Corporate Finance and Mergers & Acquisitions.**

The American Bankruptcy Institute (ABI) is the pre-eminent organization devoted to issues relating to insolvencies and has over 11,500 members from the fields of law, accounting, finance, judiciary and others involved in financial restructurings and distressed M&A nationwide.

### **Board of Directors    American Bankruptcy Institute**

Mr. Kaufman was elected to the Board of Directors for the ABI in 2004.

### **Contributing Editor**

#### **American Bankruptcy Institute Journal**

Mr. Kaufman is a contributing editor on Ethics for the ABI Journal.

### **Speaker**

#### **National Conference of Bankruptcy Judges; Turnaround and Management Conferences; ABI Conferences**

Mr. Kaufman regularly speaks on national panels on topics such as (i) financial restructurings, (ii) complex or distressed M&A, (iii) valuation issues and (iv) fiduciary obligations of directors in insolvent situations.

### OTHER

Mr. Kaufman is a director of Universal Voltronics.

Mr. Kaufman comments frequently on national television programs, including NBC (Today Show), CNBC, Fox Business and CNN (including Anderson Cooper 360), on matters relating to insolvency, corporate reorganization and federal "bailout" issues. He is often cited in leading print publications and international news services such as Reuters.

Mr. Kaufman is NASD-licensed in the Series 7, 24 and 63.

## SELECTED ENGAGEMENTS

Certain of the major distressed and/or complex situations in which Mr. Kaufman has played a significant role include:

- **Acme Holdings, Inc.**, (financial advisor to the Noteholders)
- **Alert Income Partnerships** (financial advisor to the Limited Partners, who owned the equity of the partnerships)
- **Allied Digital** (financial advisor to the Company)
- **Ameriserve** (financial advisor to Tricon, Ameriserve's DIP lender/largest customer)
- **ANC (Alamo and National Car Rental)** (financial advisor to MBIA)
- **Avatex Corporation/FoxMeyer Health Corporation** (expert witness/opinions)
- **Ben & Jerry's** (financial advisor to the Company in its sale to Unilever)
- **Chiquita Brands** (financial advisor to Consolidate Fruit Corp)
- **Colfor/Colmach**, subsidiaries of ABS Holdings (financial advisor to the Companies)
- **Dyadic International** (financial advisor to Company)
- **Foss Manufacturing** (financial advisor to Company)
- **Hooked-on-Phonics** (financial advisor to Rosewood, the successful acquiror)
- **IdleAire Technologies** (financial advisor to the Company)
- **Integrated Electrical Services** (financial advisor to Company)
- **Intellogic Trace** (financial advisor to the Company in its second chapter 11)
- **Lamont's** (financial advisor to the Company)
- **Liberty House** (financial advisor to Equity)
- **London Fog** (financial advisor to Company)
- **LTV** (financial advisor to Abbey National Bank)
- **Martin Color-Fi** (financial advisor to the Company)
- **Mayflower Group** (financial advisor to Bondholders)
- **MBIA** (financial advisor to the Company)
- **MiniScribe, Inc.** (financial advisor to the Acquiror)
- **Mississippi Chemical** (advisor to the Company)
- **Morrison Knudsen** (opinion services in connection with a restructuring)
- **Nationwide Automotive, Inc.** (financial advisor to the Company)
- **NextWave** (financial advisor to the *Federal Communications Commission*)
- **Osyka Corporation** (financial advisor to the Company)
- **Pacific Delight** (financial advisor to the Company)
- **Peebles, Inc.** (financial advisor to the Company)
- **Pentacon** (financial advisor to Company)
- **Petsec Energy, Inc.** (financial advisor to the Company)
- **Phar-Mor, Inc.** (expert witness to Coopers & Lybrand in litigation)
- **Pinnacle Towers** (financial advisor to the Company)
- **Pocket Communications** (financial advisor to the Federal Communications Commission)
- **RailWorks** (financial advisor to the Company)
- **Riedel Environmental Technologies, Inc.** (financial advisor to the Company)
- **Safety-Kleen Corporation** (financial advisor to the Company)
- **Silicon Gaming, Inc.** (opinion services in connection with a restructuring)

## SELECTED ENGAGEMENTS (CONTINUED)

- **Solutia** (financial advisor to Indenture Trustee)
- **Spiegel** (advisor to MBIA)
- **State of Vermont** (advisory services in respect of restructuring state's electric utility industry)
- **Sudbury, Inc.** (financial advisor to the Company)
- **Summit Global Logistics, Inc.** (financial advisor to the Company) Gordian Group, LLC was awarded Retail Manufacturing/Distribution Deal of the year for the Sale of Summit Global Logistics, Inc. by The M&A Advisors December 2008
- **Unison Healthcare Corporation** (financial advisor to the Company)
- **United Rentals, Inc.** (financial advisor to the Company)
- **Van Dusen Airport Services** (financial advisor to the Noteholders)
- **Walter Karl Companies** (financial advisor to seller, AO Capital)
- **Waste Systems International** (financial advisor to the Company)
- **Zultys Technologies** (financial advisor to the Company)