

Douglas E. Johnston, Jr.
Santa Monica, California
djohnston@fivemanagement.net 310-917-1075

Investigative Business Consultant and Litigation Support in Commercial Banking and Investment Finance, based on Executive Management experience in leading Banks, Private Equity and Mergers & Acquisitions companies. 30 years experience in Lending, Borrowing, Due Diligence, Investments, Management, and Operations. Over \$5 Billion in total transactions and numerous published articles.

Five Management, LLC – Los Angeles **1995 to Present**

Founder and Managing Director. Engaged/retained by entities in Los Angeles, San Francisco, San Diego, Las Vegas, Salt Lake City, Seattle, Houston and the East Coast to provide consulting and litigation support in the banking, lending, corporate finance and real estate sectors across the U.S.

Boneyard Entertainment China, LLC – New York **2014**

Senior Finance Consultant to the Founder & CEO. This 6-year-old company won the 2014 Berlin International Film Festival following approval by the Chinese Government as the first-ever American independent co-production partner (with state-owned Jiangsu Broadcasting Corp., the 4th-largest TV network in China). Re-wrote the Business Plan and ancillary documents, and initiated personal meetings with heads of major studios, mini-majors and production companies and their law firms.

Nook Sleep Systems, LLC – Los Angeles **2008-2013**

Author of Business Plan, Co-Founder and initial CEO/CFO of this highly-rated infant mattress and ancillary consumer products brand for wholesale/retail distribution to high-end boutiques and major chains across the U.S., Canada, Puerto Rico, Central America and Australia. www.nooksleep.com.

SCI Real Estate Investments, LLC et al – Los Angeles **2005-2007**

Co-Founder/Director/CEO & COO of 'Top 3' national-scope company within the \$15 Billion/year Tenant-In-Common ("TIC") segment of commercial real estate. SCI located, acquired, syndicated and sold over \$1.5 Billion in 'Class A' Retail and Multi-family projects in over 15 states, with financing through banks and private sources. The company was named by both Inc. Magazine and the Los Angeles Business Journal among the top fastest-growing private companies in the country for 2005, 2006 & 2007 and was acknowledged as the 'Mercedes' of the TIC Industry for its high-quality properties and conservative 65% LTV debt profile.

Platinum Equity, LLC – Los Angeles **1997-2004**

EVP-Finance & a 'Founding Father' of the largest privately-held company based in Los Angeles, and one of the Top 25 largest private U.S. companies, with additional offices in New York, Boston and Paris. The company was an early participant in the 'private equity' sector and specialized in acquiring key divestitures from IBM, AT&T, Viacom, WorldCom, American Airlines, Motorola, Hays Logistics, Alcatel and Lucent among many others. Platinum Equity is both an acquisitions and an operating company, and it maintains a 'hands on' operations profile in virtually all of its portfolio companies.

Strategy & Expansion from Company Inception to Achieving Global Operations

- Reported to CEO Tom Gores as one of 8 original 'Founding Fathers' of Platinum, with responsibility for Banking, Corporate Finance and Real Estate, plus outside Gores interests.
- Responsible for third-party relations, finance, diligence & strategy for acquisition targets.
- Grew the company from 8 individuals to over 32,000 global employees and over \$5.5 Billion in Global Revenues across all acquired computer software and hardware, healthcare, call centers, financial services, logistics, equipment leasing and manufacturing businesses.

Operating Company Acquisitions and Real Estate Finance

- Created the Corporate Finance Group which conducted, integrated and coordinated all global on-site Due Diligence, M&A Negotiations, Operations, Legal, Taxation, HR, IT, Accounting, Finance & all Investor/Lender functions on over 40 major global acquisitions.
- Lived and worked in Paris and London 2001-2004 and responsible for communication with senior target company executives and all global banking, third-party legal, tax and accounting firms.
- Supervised the design and construction of HQ offices through 8 expansions and handled dozens of ancillary real estate-related projects and financings within portfolio entities.
- Managed portfolio real estate plus extensive Gores Family real estate activities.

Western Bank (now US Bank) – Los Angeles

1989-1997

SVP & Regional Manager. After marrying a UCLA graduate, was hired to relocate to California to design, build, staff and manage a full-service bank office in Century City. Thereafter I also built and managed a separate Corporate Banking & Lending office. The two offices together constituted the fastest-growing and most profitable region for this highly-rated bank prior to its sale to Santa Monica Bank/US Bank in 1996.

Bank of San Antonio/Medical Center (now BBVA Compass) – San Antonio 1986-1989

Co-Founder, President, COO & Director

- Hired at age 29 by a prominent San Antonio investor group and confirmed by personal interview with the State Banking Commissioner to serve as the youngest bank president in the State of Texas, in a commercial bank serving high net worth individuals and businesses.
- Obtained all FDIC and State regulatory approvals, sold the stock, designed, built, staffed, and managed this de novo bank plus two additional full-service branches.
- Surpassed every known record for size, growth, and profitability for new South Texas banks.
- In April 1988 Awarded the State Banking Department's highest 'Class 1' CAMEL(S) rating, which represented the Examiner Team's first award of a composite Class 1 rating in 3 years.
- Named a Director of the sister bank and Holding Company.

ADDITIONAL INTERESTS & OTHER BACKGROUND

1994-1997 Players' Network – Las Vegas, Nevada

Director & Minority Shareholder, wrote the original Business Plan and raised the initial \$400,000 in Investor seed capital for this innovative all-digital closed-circuit TV network operating among Nevada casino properties prior to its successful NASD small-cap IPO.

1994-1995 President of the Century City (Los Angeles) Rotary Club including 4-yr. officer rotation.

Other Multiple Private and Regulated-Company Board of Directorships.

Published author on numerous global economics, finance and analysis topics since 2008 at Thomson Reuters, Advisor Magazine, Legaltech News, Law360, www.kitco.com, and reproduced on several other sites.

Guest Speaker in Finance on KRLA Radio AM-870 'The Answer' and CBS-KNX 1070.

Volunteer in Youth Business Alliance program teaching Advanced Placement topics to high school juniors in approximately twenty schools across South Central Los Angeles.

2018 YBA Speaker of the Year Award (April 2018)

EDUCATION

Washington and Lee University - Lexington, Virginia - Bachelor of Science in Commerce

(Graduated June 1978 with Honors) and including advanced concentrations in Spanish.

St. John's School – Houston, Texas – 1974 – President of the Student Body & Head Prefect.

Douglas E. Johnston, Jr. – Alphabetical Areas of Experience

Acquisitions, Mergers & Divestitures – As EVP-Finance & Administration of one of the largest private equity businesses in Los Angeles for 7 years, directly participated in buying and operating scores of businesses in the US and Europe, including due diligence, negotiation, finance and management.

Asset Protection & Intellectual Property Protection – Investigated and researched asset structures to facilitate the protection of corporate intellectual property assets from third party claims.

Banking & Lending - Bank executive for over 15 years, including serving as the youngest Bank President in Texas in a ‘CAMEL 1’ rated bank. Also designed/built two new bank offices in California. Responsible for regulatory policy, compliance, staffing & development, and P&L, and including real estate and asset-based loans (ABL), Loan Committees, plus Director and Investor Relations. Underwrote and documented hundreds of loans to corporations and individuals.

Business Plan Review & Business Development – Author of several Business Plans plus primary responsibility for review of Business Plans from third parties, including direct responsibility for implementing their recommended activities in banking, M&A, commercial real estate, media and manufacturing businesses.

Business Startups & Direct Management – A Founder/Co-Founder/Director/CEO/Pres/COO/EVP of several successful businesses in multiple industries (Commercial Banking, Mergers & Acquisitions, Commercial Real Estate, Consumer Products Manufacturing, and Media/Entertainment).

Commodities, Currencies, Hedging and ETF/Index Trading – Multi-year experience in both futures and options contracts in multiple commodities, metals & currencies and on multiple exchanges.

Credit and Loan Structure/Underwriting – Participated in over 1000 Credit Committee meetings in three states as a loan officer and senior banking executive, including regional and national-scope participants.

Director – 25 years experience as a Director of both regulated and unregulated companies.

Due Diligence – Directly participated in on-site due diligence investigations in hundreds of prospective small and large business acquisitions and lending opportunities across the US and Europe.

Employment Practices – Directly participated in or supervised the recruiting, hiring, vetting, development (incl. severance/termination) of hundreds of employees in California and Texas.

Equity Syndications – Raised over \$500 Million in IRS Section 1031 real estate exchange equity under various special purpose entity exchanges, plus over \$30 Million in supplemental equity.

Finance – Raised hundreds of millions in equity and also borrowed over \$2 Billion from major banks in the US and Europe, including Structured Finance, Leasing, LBO & Real Estate projects. Headed the Corporate Finance Group for the largest private company in Los Angeles for 7 years.

Foreign Currencies/Foreign Exchange/Hedging – Full-time trader (both spot and forward books in multiple currencies) for a former Wells Fargo subsidiary (Wachovia Bank), reporting directly to the Chief Trader.

Gold – Over 20 years experience in gold markets with multiple articles published internationally.

International Banking - Letters of Credit, Collections, Drafts & SWIFT Wires – Manager of a major bank International Department including all EXIM Bank, FCIA and UCP documentary activities.

Leveraged Buy Outs (LBOs) – Primary responsibility for scores of LBO acquisition closings.

Manufacturing – Co-Founder & CEO of consumer products manufacturing and distribution business which now sells across the US, Canada and beyond (www.nooksleep.com).

Marketing & Sales – Primary responsibility for new business, marketing, cold-calling and website development in banking, lending, commercial real estate, manufacturing and charity activities.

Patents and Intellectual Property – Three patent co-applications, author of various copyrighted materials.

Private Equity – A ‘Founding Father’ of the largest private company in Los Angeles.

Published Author – Multiple articles including Thomson Reuters, Legaltech News, Law360, Advisor Mag.

Real Estate – As CEO/Co-Founder of the #3 largest tenant-in-common real property syndicator in the US, successfully purchased, financed and syndicated approximately 50 ‘Class A’ shopping centers and multi-family apartment properties in over 15 states, and valued at approximately \$1.5 Billion.

Secondary Citizenship – Lived and worked abroad for most of 3 years (incl. Paris, London & Geneva) and researched foreign bank accounts, tax and domicile relationships in Europe and Latin America.

Strategic Advisory – Twenty years experience in hands-on strategic consultation and buy-sell advisory.

Trusts – Investigated, researched and managed both Family and Offshore Trusts.

Websites – Created/co-designed successful interactive websites in 4 separate fields including social media.

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Addendum to CV – Banking Experience from 1978-1986

Riverway National Bank – Houston 1985-1986

Senior Vice President, Loan Department. Reported directly to the CEO, and responsible for high net worth relationships and corporate business development. Was thereafter recruited and hired to move to San Antonio to become the President of a new bank in formation.

BancTEXAS Houston – Houston 1984-1985

Senior Vice President – Following FDIC bank examination, promoted with expanded responsibility for re-documenting a substantial percentage of the bank's prior corporate loan portfolio and including supervision of all International Department activities. Also supervised and managed the development of two Assistant Vice Presidents as lenders.

Vice President – Portfolio Management and Business Development for the 'Houston Flagship' office of this Dallas-based regional bank holding company.

First City National Bank of Houston – Houston 1981-1984

(First City National Bank was the largest bank in my home town of Houston)

Assistant Vice President – Promoted and transferred to the National Accounts Dept. with primary responsibility for all major accounts and travel/business development in Southern California including Union Oil, Atlantic Richfield, Parsons Engineering, The Signal Companies, Southern California Edison, Tosco Corporation, Aerojet General and emerging tech companies.

Energy Banking Officer – Assigned primarily to the Refinery and Chemical Processing Group. Within 3 months I originated and agented new \$210 Million Credit Facilities to build a new refinery, at that time the largest individual loan facilities within the bank. Personally originated several additional chemical, pipeline and other regional & national loan relationships within my portfolio. Participating lenders included banks in New York, Chicago, Los Angeles, and Dallas.

Wachovia Bank & Trust – Winston-Salem, New York City & Charlotte 1978-1981

August 1980-April 1981. Winston-Salem Head Office, National Accounts Dept. Assigned to assist in coverage of major corporate accounts plus new business development for Kentucky and West Virginia. Extensive travel, business development duties and credit documentation support.

October 1979-August 1980. Promoted and transferred to Charlotte Office as Operations Manager, International Department. Direct supervision of three including all international transactions.

November 1978-October 1979. Advanced trainee in Intl. Payments, UCP, Documentary Collections, Letters of Credit, Foreign Wires and SWIFT System, NYC Office, Note Teller and Loan Administration, plus six months as FX trader reporting directly to Head Trader Fred Berndt.

June 1978-November 1978. One of a dozen General Management Trainees selected for instruction in general banking and credit principles by the bank's Senior Management and MBA Finance professors from nearby Wake Forest University, including credit analysis and training rotations through the Loan Administration, Retail Banking, National Accounts, and International Depts.