

COOPER
AND COMPANY

PROFILE

WHO WE ARE

Cooper and Company is a private investment company, established in 1989, that develops and invests in assets on a long-term ownership basis. Our organization has offices in three locations: Newport Beach, California; Auckland, New Zealand; and Southlake, Texas.

We operate in two main areas: real estate, where we develop, manage and own real estate assets in the United States and New Zealand; and private equity, where we structure and build long-term private equity assets and partnerships, with a particular focus on energy and financial services.

Our practice is built around the legal and financial structuring expertise of our executive team. We emphasize personal integrity, commitment, hard work and discretion, and are committed to the highest standards of delivery in everything we do.

OUR MISSION

Cooper and Company's mission is to selectively build assets and partnerships, utilizing our experience and capital in defensible opportunities that can achieve strong ongoing growth and sustainable returns over time.

OUR VISION

Our vision is to build and leverage our existing assets to create a globally and economically diverse investment portfolio.

OUR INVESTMENT PHILOSOPHY

Cooper and Company seeks to invest in assets that are inherently scalable and that justify long term investment commitment. Our investment philosophy is founded on a set of guiding principles that underpin all of our business decisions.

PATIENCE

We take a long-term approach to investment, seeking out assets that we can actively grow over time and from which we can earn significant, sustainable returns. We look for opportunities that justify long – standing investment commitment and that we are passionate about. Ultimately we seek to build the kind of assets we don't want to sell.

SUSTAINABILITY

We strive to create good environmental, social and economic outcomes, as we believe these outcomes are self-validating and build and support each other.

CARE

We subject all potential investment opportunities to rigorous research and analysis, and invest only in assets that have inherent 'downside' protection. We seek to lower portfolio risk through asset and market diversification and conservative financial practices.

CREATIVITY

We strive for intellectual independence, combining strategic focus and an often contrarian approach to identify promising opportunities. We focus on global economic and social trends and constantly look for new ways to leverage and cross pollinate our existing resources and skills.

PARTNERSHIP

The principles of partnership – trust, commitment, accountability, sharing of risk and reward – are central to our investment philosophy and we emphasize a partnership approach at every level of our business. We play an active, ongoing role in the growth of our portfolio companies and build close and committed relationships with management teams. We think and act as both owners and partners.

PERFORMANCE

We believe that financial return is the only valid measure of investment performance. Our goal is to compound the value of the group assets at rates of return that are significantly higher than market returns.

COOPER AND COMPANY

NEW ZEALAND

REAL ESTATE

BRITOMART

COOPER AND
COMPANY PARKING

THE LANDING
BAY OF ISLANDS NEW ZEALAND

HOSPITALITY



**The
Libraries**
At The Hotel Britomart

kingi



ATA RANGI

WINE

THE LANDING



WINE

COOPER
IMPORTS LLC

UNITED STATES

REAL ESTATE



ENERGY



FINANCIAL SERVICES



NEW ZEALAND

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BRITOMART

Britomart is a large-scale urban renewal project at the heart of Auckland's central city, founded originally on a public-private partnership between Cooper and Company and Auckland City Council but now exclusively owned and managed by Cooper and Company interests.

Cooper and Company has developed the 15-acre waterfront complex of heritage buildings and new-build sites into a mixed-use precinct of food and beverage businesses, boutiques, offices and services, with 120 businesses now located there, 18 of which are restaurants and bars. The precinct is the work place for approximately 5000 people per day, many of whom take advantage of the public transport hub located in and near Britomart.

The development includes the renovation of 18 historic buildings, as well as the construction of several state-of-the-art, environmentally friendly new buildings. Britomart is the largest heritage restoration project ever undertaken in New Zealand.

As the long-term owner and manager of the precinct, Cooper and Company has guided the development to ensure that it has the right mix of elements, the heritage and special character are respected, and it integrates gracefully into its surroundings.

A first for New Zealand, Britomart is a diverse, energetic and vibrant 24/7 urban community on a par with those of other great world cities.

www.britomart.org



COOPER AND COMPANY PARKING

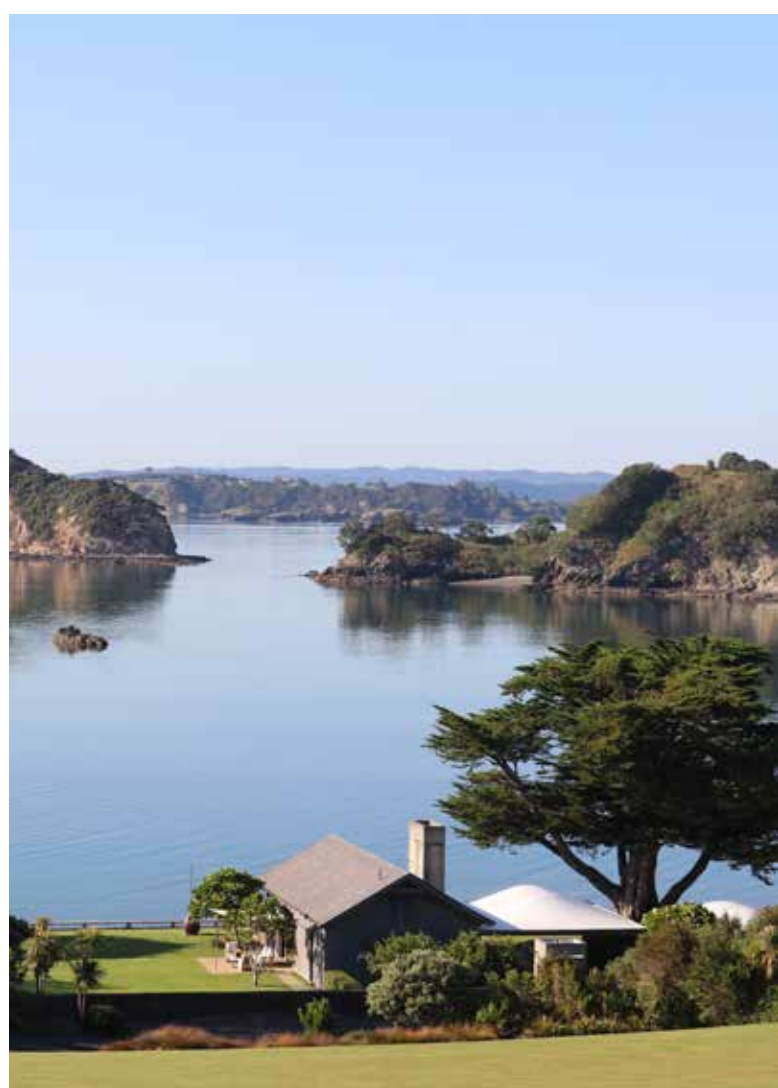
Our portfolio of five premium multi-story parking buildings across Auckland provides a combined 3,000 parking spaces servicing over two million vehicle visits per year.

Opened in 2011, the Britomart Carpark is Cooper and Company's largest operating facility, renowned for its quality, security, cleanliness and service.

The Britomart Valet Parking team, consisting of concierges, drivers and customer services and reception staff, are responsible for Valet parking over 500 vehicles per day from two locations, the Britomart Carpark and the Central Valet satellite in Britomart.

Three of the additional parking buildings managed by us provide services in key locations on Auckland's rapidly evolving city waterfront area.

www.mycarpark.co.nz



THE LANDING

Located in the Bay of Islands in New Zealand's far north, The Landing is a place of outstanding natural beauty and historical significance. It is the birthplace of modern New Zealand, the place where Maori and European settlers first met and exchanged cultures.

The Landing is a sustainable coastal sanctuary, designed to both realize the potential of the land and preserve it for future generations.

The long-term master-planned development is made up of a number of residential sites situated among 1000 acres of farmland, coast, native bush and wildlife sanctuaries, with more than 350 acres of heritage and ecological preserves protected by covenants, ensuring these habitats – which include a population of kiwi – can continue to flourish.

The project has attracted widespread accolades for its emphasis on the preservation and renewal of large areas of environmental and cultural significance.

A successful gold medal-winning vineyard and winery has been established, along with a commercial nursery, which propagates and produces trees and plants for the property.

The Cooper Residence, the Gabriel Residence, the Vineyard Villa and The Boathouse operate together as a bespoke high-end hospitality offering known as The Landing Residences.

www.thelandingnz.com



THE HOTEL BRITOMART

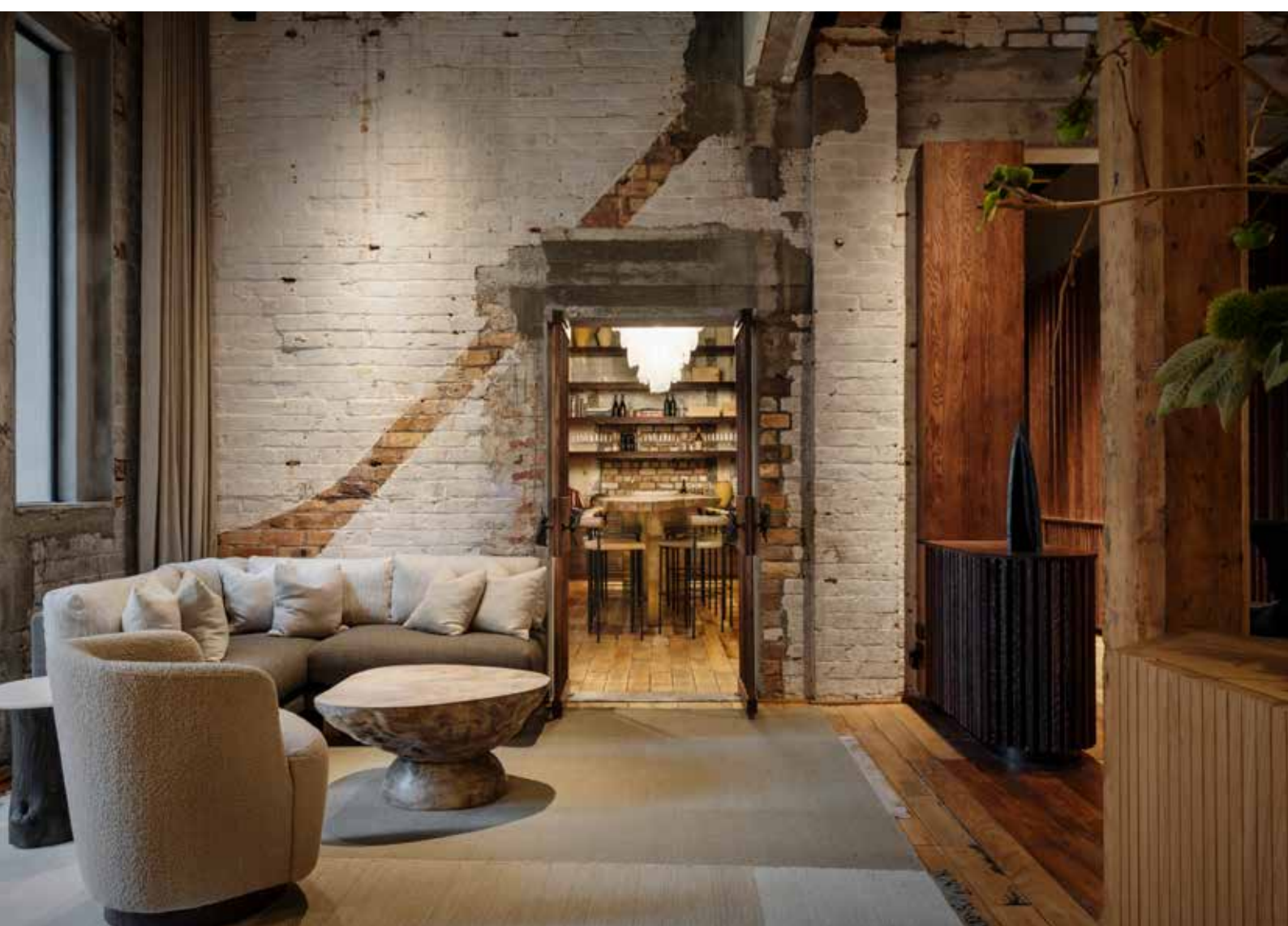
Opened in 2020, The Hotel Britomart invites guests to enjoy all the amenities the nine-block downtown Auckland community of Britomart, has to offer.

The hotel project involved the creation of a distinctive, brick-clad, 10-storey tower as well as the refurbishment of three neighbouring heritage buildings that make up the rest of this city block. A new laneway now skirts the hotel and passes through century-old Masonic House, adding another layer of urban intensity to Britomart. New commercial tenants occupy the upper floors of the heritage buildings, while stimulating new restaurants bring energy and life to the ground floors.

Constructed on a sliver of land previously occupied by a pop-up bar, The Hotel Britomart offers a distinctive guest experience aimed at creating a sense of connection to the Britomart neighbourhood and all its attractions.

The Hotel Britomart contains 99 highly crafted guest rooms, and five luxurious Landing Suites which bring something of the experience of The Landing – Cooper and Company's Bay of Islands property – to the heart of Auckland.

www.thehotelbritomart.com



KINGI AND THE LIBRARIES

The creation of The Hotel Britomart also involved the rejuvenation of three adjacent heritage warehouses. One of these, Masonic House, contains kingi, a restaurant created in collaboration with chef Tom Hishon.

Kingi's name is an abbreviation for kingfish, and a reference to the restaurant's focus on celebrating sustainably caught seafood. Tom Hishon's philosophy with food is to celebrate terroir in the same way this concept is venerated in the world of wine: to create dishes whose ingredients are redolent of the unique locations in which they were harvested.

The all-day eatery also serves as the restaurant for The Hotel Britomart, offering guests an immersion in easy-going New Zealand food that reinforces the hotel's goal of imparting a strong sense of place.

Above kingi is The Libraries, a suite of intimate rooms which are available to private clients and guests of The Landing Suites at the hotel. The Libraries are comprised of an art-filled lounge, a high-ceilinged Wine Library for wine tastings, and a Chef's Library that serves as a private dining space offering bespoke menus which change daily. A larger function space at the eastern end of the building can host gatherings of up to 50 people, who share access to all the amenities of the floor.

www.thehotelbritomart.com



THE LANDING RESIDENCES

Some of the world's most spectacular coastal scenery is found in the far reaches of New Zealand's North Island. The Landing Hospitality Company manages and maintains the four Residences on behalf of their owners as well as running them as a luxury hospitality and accommodation business for international and New Zealand guests to experience the best of this remarkable region.

Each has generous sea views and offers a different perspective on this unique property. The Residences come with full service and offer a range of bespoke experiences including historical walks, guided kiwi spotting, boat excursions and tastings at The Landing's winery.

www.thelandingnz.com

The Landing Residences – The Cooper Residence, The Gabriel Residence, The Boathouse and The Vineyard Villa – are all designed by Cheshire Architects to make the most of their spectacular surrounds.



ATA RANGI

The luxury game fishing charter boat Ata Rangi offers sport fishing trips and sightseeing cruises, and is managed by Cooper and Company on behalf of its owners.

The striking Viking 82 yacht possesses a top-quality sport fishing tackle and has a cruising speed of 24 knots. It offers experiences from day trips around Auckland's Hauraki Gulf or the Bay of Islands to seven-day voyages to New Zealand's remote Three Kings Islands in pursuit of marlin, kingfish, hāpuku and swordfish.

Ata Rangi has a permanent crew of four and can accommodate 24 guests for day cruises, eight guests for day fishing trips and six guests for overnight excursions.

The bespoke interiors by Lucas Associates are elegant and robust, offering three double staterooms, an open saloon and additional seating on the bridge deck and fly bridge.

www.mvatarangi.com



THE LANDING WINES COMPANY

The story of wine production in New Zealand is thought to have started in 1819 in the Bay of Islands, where The Landing is located. The Landing has continued to harness the richness of the area with the establishment of an innovative, sustainable vineyard.

The Landing's vineyard spans nine hectares and is the largest working vineyard in Northland. Beginning in 2007 with two hectares of Chardonnay and Syrah vines, plantings have since expanded to include Sangiovese, Pinot Gris, Montepulciano, Malbec, Cabernet Franc and Merlot. Plans are in place to expand the vineyard by a further five hectares.

The vineyard produces 50 tons of grapes annually, and makes wine from them at a state-of-the-art winery building that opened on the property in 2020.

The Landing's vineyard is a member of Sustainable Winegrowing New Zealand and has enjoyed extensive accolades and awards in recent years. The Landing Wines are stocked by a growing number of premium retailers and restaurants.

www.thelandingwine.co.nz



COOPER IMPORTS LLC

After a decade of successful vintages of The Landing Wines, Cooper and Company expanded their distribution internationally. In 2020 a new business entity, Cooper Imports LLC, was created to import and wholesale The Landing Wines in the United States.

In June 2020 Cooper Imports LLC received federal permits from the Department of the Treasury – Alcohol and Tobacco Tax and Trade Bureau (TTB). This was followed by receipt of The State of California Department of Alcoholic Beverage Control (ABC) permits in September 2020, allowing Cooper Imports to officially sell to the US market.

Cooper Imports is importing a number of The Landing Wines, including The Landing Chardonnay, The Landing Rose, and The Landing Syrah.

Further expansion into other US and international markets is planned.

UNITED STATES

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SOUTHLAKE TOWN SQUARE

Southlake Town Square is a 130-acre town center and mixed-use development in Dallas-Fort Worth, Texas, modeled on a traditional American town and built from the ground up by Cooper and Company.

Created as a new Downtown for the city of Southlake and northeast Tarrant County, Town Square is designed on a people-friendly urban scale. Its buildings are linked by public squares, plazas and parks to create a strong sense of community and place.

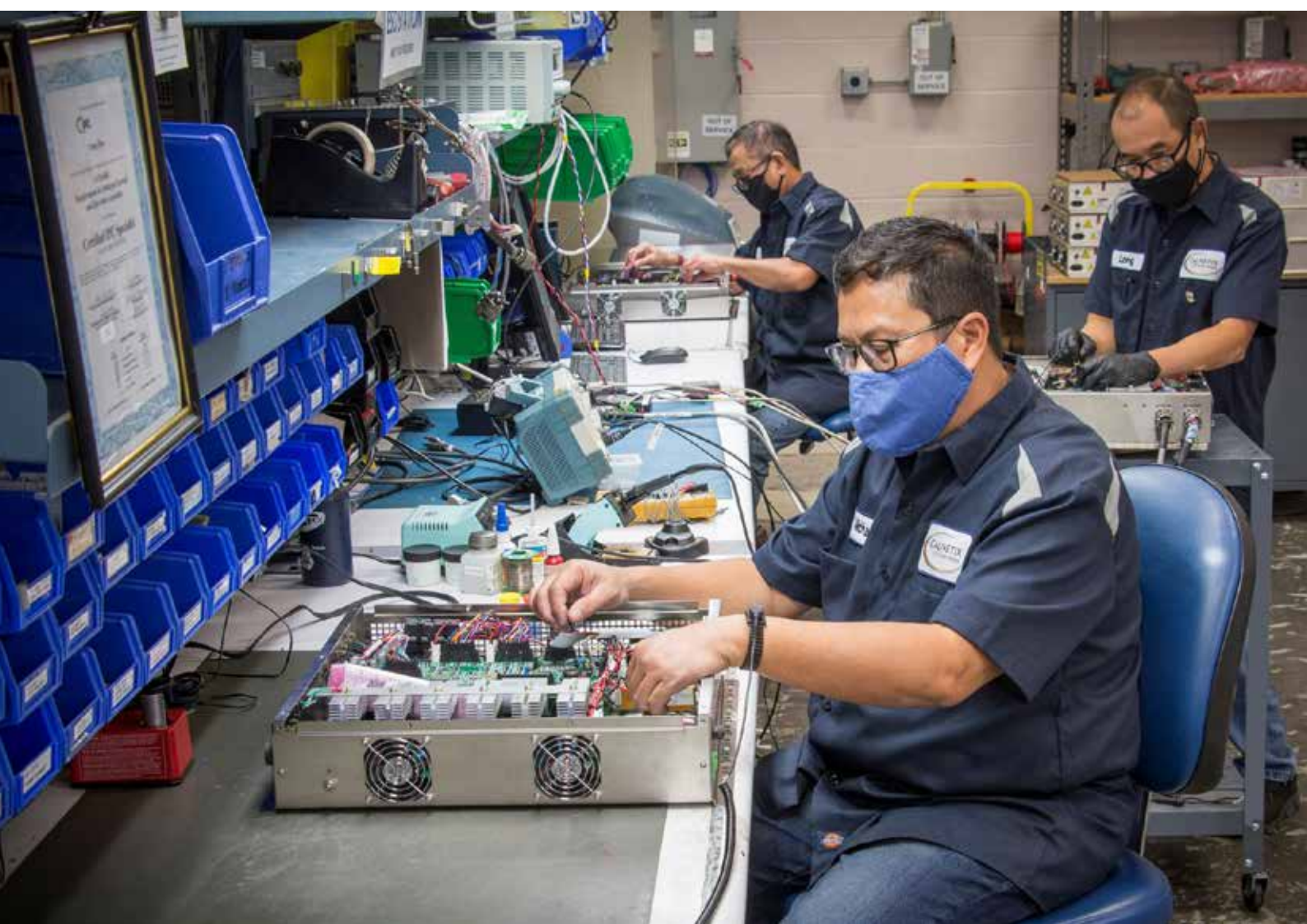
Southlake Town Square opened in 1999 to acclaim from local residents and the international urban planning and development communities, and it has continued to be expanded in sequential phases.

Today it comprises over 1.9 million square feet, housing a wide range of shops, offices, cafes and restaurants, a Town Hall, library, Post Office, 14-screen movie theatre, a Hilton hotel and a neighborhood of luxury private residences.

With its already well-established traditions, events and festivals, Southlake Town Square has become the heart of the community and a destination for the surrounding areas. Cooper and Company remains involved in Town Square as the long-term developer.

With an estimated 1.5 million square feet left to develop, Southlake Town Square presents a compelling opportunity for growth. Over the next 20 years, the project is expected to nearly double in size, with a variety of new commercial and residential buildings and uses planned to strengthen Town Square's draw as one of the Dallas-Fort Worth Metroplex's premier destinations for retail, restaurant, office, hospitality, residential and other uses.

www.southlaketownsquare.com



CALNETIX TECHNOLOGIES

Calnetix is the world leader in the development and manufacture of high speed, energy efficient industrial electric drive and generation systems. These systems combine Calnetix's patented high-speed electric motors and generators, magnetic bearings and power electronics, and are unmatched globally in speed, efficiency, reliability and cost-effectiveness.

Calnetix's highly innovative technologies are used in multiple markets and applications, including power generation, automotive, marine, defense and aerospace. Calnetix works closely with its OEM customers to develop systems for their specific needs, and is also an incubator for the development of new proprietary products based on its core technologies.

As an example, Calnetix supplies high speed motors to the US Navy for chiller systems on its most advanced next generation of vessels. Calnetix's technology enables chillers which have over twice the capacity in half the space vs prior systems, which allows significantly larger and more advanced radar and weapons systems to be deployed on these ships.

Cooper and Company has been Calnetix's lead investor since 2000 and has worked with the founders to build financial, reporting and management systems and to evolve the company's core growth strategy.

This strategy has also included the creation of five spin-off companies, built to capitalize Calnetix's technologies in a range of market-specific applications around the world, and a licensing strategy to leverage the value of its core IP. Three of these spin-off companies have subsequently been sold, and Calnetix has concluded three significant IP license transactions with prominent multinationals, providing financial benefit to Calnetix's shareholders and market validation of its technologies.

Calnetix is preparing to spin off a sixth company, which creates electricity from wasted pressure on natural gas pipelines. Calnetix's product is an expander-generator offering a combination of renewable power and fast customer payback time. The product is currently undergoing field testing with Japan's largest gas utility, and will begin worldwide deployment at the end of 2021.

www.calnetix.com



UPWING ENERGY

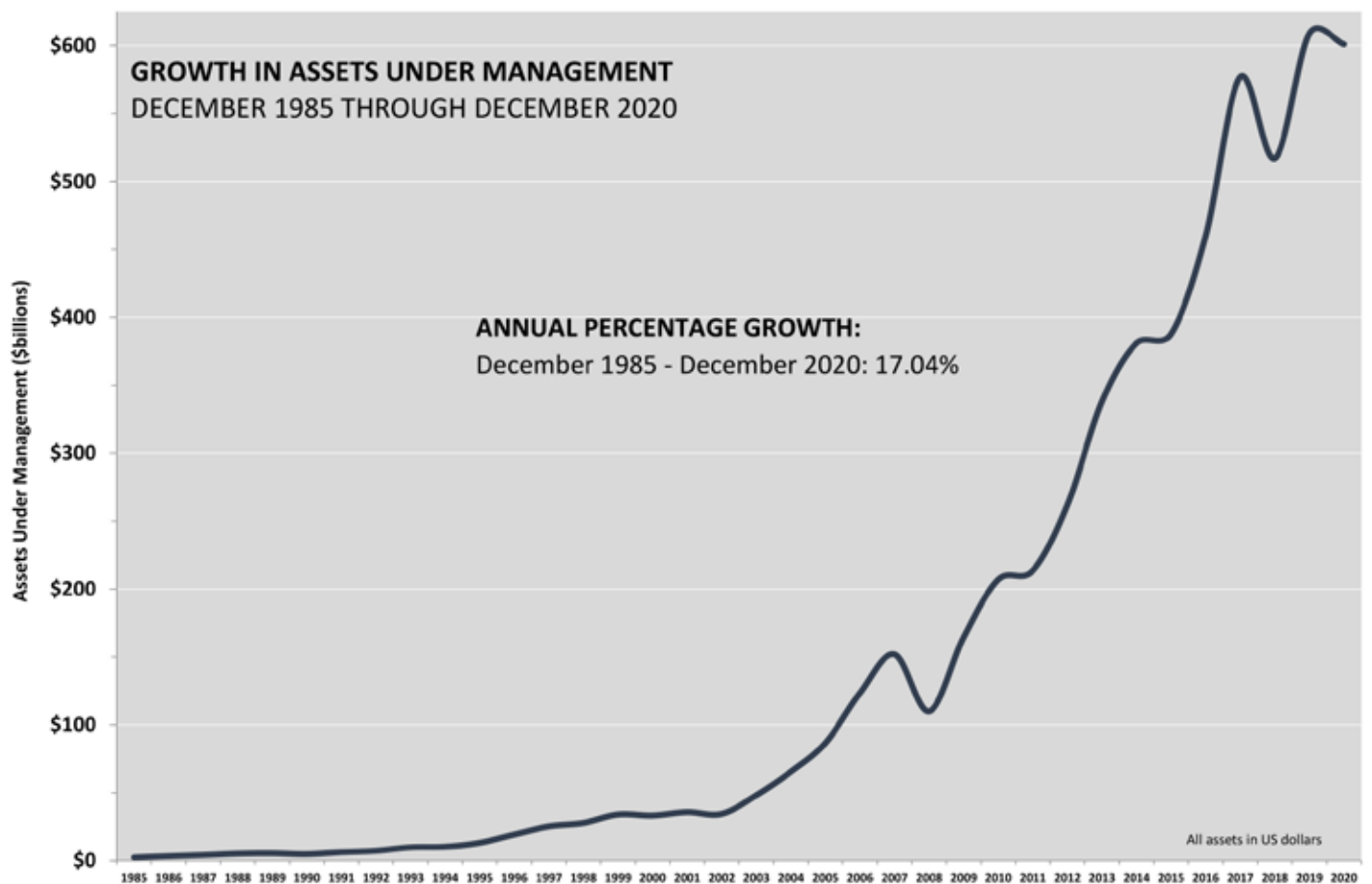
Upwing Energy is a spin off from parent company Calnetix Technologies, focused on developing technology to increase the output of natural gas wells using artificial lift.

Calnetix is the world leader in supplying high-speed permanent magnet motors and generators, magnetic bearings and power electronics to a wide variety of industries, including electric drive systems for offshore and subsea oil and gas applications. Upwing utilizes this same technology in the industry's first ever subsurface compressor system, which significantly increases the flow and ultimate recovery from natural gas wells, increasing the productivity and lowering the cost of production of natural gas assets worldwide.

Since 2019 Cooper and Company has led two rounds of financing for Upwing in conjunction with Equinor, one of the world's largest energy companies and a global leader in offshore gas production.

Upwing's subsurface compressor system (SCS) is currently undergoing customer validation testing in Texas with one of the world's largest gas producers, with further testing and deployment scheduled on major gas fields in South America and North Africa in 2021 and 2022.

www.upwingenergy.com



DIMENSIONAL FUND ADVISORS

Dimensional Fund Advisors is a leading global asset management firm serving institutions, financial advisors, retirement plans, sovereign wealth funds, and other investors. The firm builds and manages strategies to help clients pursue higher expected returns in the capital markets.

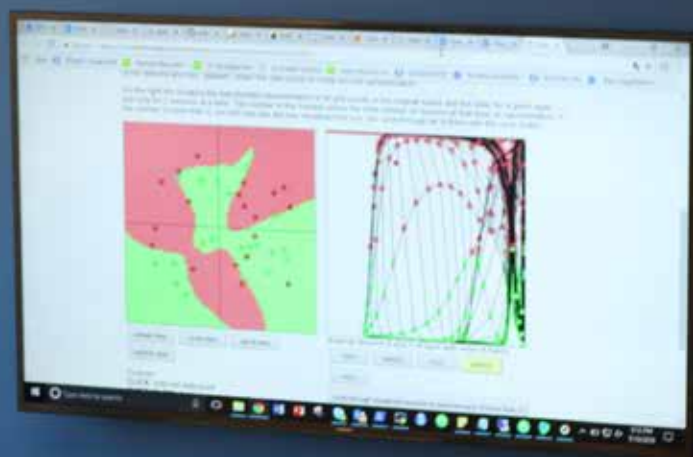
Dimensional has a long history of financial innovation. In response to investors' need to diversify beyond large cap equities, the firm launched its first strategy in 1981 based on research documenting the stronger performance of US small cap stocks. Over the years, Dimensional has responded to new research and client needs to build a full suite of global equity, fixed income, commodity, and real estate strategies.

The firm collaborates with leading financial academics to identify the latest ideas that can benefit investors. Dimensional applies a dynamic process that integrates research with methodical portfolio design and careful implementation while balancing related investment tradeoffs.

Its latest endeavor is the launch of Exchange Traded Funds ("ETFs") portfolios which enable tax effective mobility in the form of 'synthetic' stocks.

Dimensional is headquartered in Austin, Texas, and has trading and client service offices in North America, Europe, and Asia. The firm manages approximately US\$600 billion for investors worldwide.

www.dimensional.com



RISKSPAN

With offices in Washington DC and Stamford CT, RiskSpan provides data and analytics technology to the global fixed income markets. Its cloud-based system Edge integrates data, analytics and risk and pricing models to deliver predictive and operational insight to customers who hold and trade complex structured securities in commercial banking, capital markets and structured finance. RiskSpan has been a pioneer in the integration of 'big data' and machine learning in the cloud for financial services. This increases the amount and speed of portfolio analysis, and allows clients to make far more precise and accurate risk predictions.

As a leading SaaS provider of risk management, data and analytics RiskSpan has been awarded Buy-Side Market Risk Management Product of the Year for its Edge Platform at Risk.net's 2021 Risk Markets Technology Awards. The honor marks Edge's second major industry award in 2021, having also been named the winner of Chartis Research's Risk-as-a-Service category

Licensed by some of the largest asset managers and Insurance companies in the U.S., a significant component of the Edge Platform's value is derived from

its ability to serve as a one-stop shop for research, pre-trade analytics, pricing and risk quantification, and reporting. Edge's cloud-native infrastructure allows RiskSpan clients to scale as needs change and is supported by RiskSpan's unparalleled team of domain experts — seasoned practitioners who know the needs and pain points of the industry firsthand.

RiskSpan also provides data management and analytics consulting services. Its team of industry experts and quantitative analysts help clients obtain insight from massive and ever-increasing amounts of financial data, and understand how to deploy technology to lower their risk.

Cooper and Company first invested in RiskSpan in 2005 and, in partnership with the company's founders, helped build its go-to-market strategy and product offerings. It has also led RiskSpan's financing strategy, including bolt-on acquisitions to expand the company's capabilities and scope of services.

www.riskspan.com



PRINCIPALS



PETER COOPER
EXECUTIVE CHAIRMAN

Peter is the founder and Executive Chairman of Cooper and Company and is actively involved in all of the company's investment activities.

Originally from New Zealand, Peter began his career as a lawyer and partner at Auckland law firm Russell McVeagh specializing in commercial and property law. In 1985 he resigned from his partnership and moved into commerce, co-founding and listing Mace Development Corporation, which then merged with L. D. Nathan & Company and later Lion Corporation.

Peter and his family moved to the United States in 1989 where he formed Cooper and Company, a private investment firm specializing in private equity and real estate.

Cooper and Company invests in and develops sustainable, scalable ventures. In addition to Southlake Town Square in Texas, Peter's real estate developments include Auckland's Britomart precinct, the largest heritage restoration and urban regeneration project in New Zealand, and The Landing, a luxury, 1000-acre sustainable coastal development in New Zealand's Bay of Islands.

In 1996 the company also launched the highly successful hedge fund Cooper & LeVasseur which, at the time, focused on value arbitrage investments.

Peter served on the Board of Georgetown University for 12 years, during which time he was responsible for the restructuring of its Endowment Fund. He was awarded the prestigious Patrick Healy Award in 2008 for his outstanding service to Georgetown, and in the same year was named Maori Business Leader of the Year at the Aotearoa New Zealand Maori Business Leaders Awards.

In 2014, Peter was made a Companion of the New Zealand Order of Merit for his contribution to urban redevelopment, thus becoming the first person in the country to receive such an award for property development.

Although his main family home is in Newport Beach, California, Peter spends several months a year in New Zealand. He holds an LLB (Hons) Degree from the University of Auckland.



MATTHEW COCKRAM
PRINCIPAL
CHIEF EXECUTIVE OFFICER, NEW ZEALAND

Matthew's role as CEO New Zealand includes day-to-day responsibilities on the Britomart and The Landing projects in the areas of governance, leadership, legal design, finance, planning and strategy. He is closely involved in all major transactions for the two developments and other of Cooper and Company's New Zealand based investments and activities.

He has been involved with RugbyPass and its predecessor business since their inception.

Matthew practiced as a lawyer at Bell Gully in Auckland from 1984 to 2005, including 13 years as partner and four years as Chairman of the Board of Partners.

While managing partner at Bell Gully, Matthew advised Cooper and Company on the Britomart project, negotiating the development deed with Auckland City Council. In 2005 he joined Cooper and Company as CEO New Zealand.

Matthew's legal background is in commercial property, construction and large-scale public and private infrastructure projects.

Matthew was an independent director of Tainui Group Holdings Limited and is currently a director of Waterfront Theatre Limited. He is also a director of the New Zealand Initiative, and a member of the New Zealand Law Society. He holds an LLB from the University of Canterbury.



FRANK BLISS
PRESIDENT
US REAL ESTATE

Frank works across Cooper and Company's US real estate portfolio. Based in its offices in Southlake, Texas, Frank has responsibility for managing the master planning, project development and day-to-day affairs of the Southlake operation.

Frank has been with Cooper and Company since its establishment, providing in-house legal counsel, financial and project analysis, land use and entitlement expertise, development management and asset management to its real estate development and investment projects.

Today, Frank has leadership responsibility for the analysis and development of real estate practice standards across the company's property interests, and has been involved in all its US development projects including Southlake Town Square.

Frank began his career as an attorney in Seattle, where he handled a variety of real estate, joint venture and tax law matters for the Pacific Northwest's second largest law firm. He holds a JD degree from the University of Michigan.



DAVID LADDUSAW
PRINCIPAL
GROUP TREASURER

A member of the Cooper and Company team since its inception, David is responsible for the finance and treasury functions throughout the organization. He has leadership responsibility for developing the quantitative measurement criteria used across the Cooper and Company investment portfolio.

Based in the California office, David takes the lead role in the tax structuring of all US investments and coordinates all cross-border tax matters for New Zealand-based investments.

David began his professional career in public accounting with the San Diego office of Arthur Young. He subsequently moved on to the Orange County office of Laventhol & Horwath as a supervisor in the audit department.

Prior to joining Cooper and Company, David was the financial controller with a US national real estate firm, where he previously held the position of regional property manager. He holds a BS from the University of San Diego and is a Certified Public Accountant.



ADAM MIKKELSEN
PRINCIPAL
PRIVATE EQUITY

Adam has been with Cooper and Company since 2001. Based in the California office, he leads the evaluation and structuring of private equity investments.

Adam formerly practiced as a corporate attorney in the New York office of Kirkland & Ellis, where he acted for institutions and companies in leveraged buyout transactions. He was also a senior analyst for Cooper

& LeVasseur, an investment fund focusing on public companies in transition.

Prior to moving to the United States, Adam was a lawyer at Auckland firm Russell McVeagh.

He holds PhD, LLB and BA degrees from the University of Auckland and is a Chartered Financial Analyst.



YILAAP LAI
PRINCIPAL
INVESTMENT MANAGEMENT

Yilaap has been with Cooper and Company since 2007. Based in the California office, he manages the firm's public investments. He is responsible for developing the firm's public investing strategy, and takes the lead role in identifying and evaluating new opportunities.

He also works closely with Adam Mikkelsen in dealing with Cooper and Company's private equity investments, particularly in financial services and energy.

Yilaap began his career at Credit Suisse First Boston (CSFB) in New York working in technology mergers and acquisitions. While at CSFB, he acted on behalf of clients in a wide range of M&A transactions including public mergers, asset divestitures, and joint ventures. He later worked with Jefferies & Company conducting equity research in medical devices.

Yilaap has a BA in economics from Yale University and an MBA from UCLA.



JEREMY PRIDDY
PRINCIPAL
LEASING & SALES, NEW ZEALAND

Jeremy has been with Cooper and Company since 2005. He is responsible for the negotiation of interim and long-term leases at Britomart and part of the strategic master-planning team for future projects in the development. He is also sales manager for The Landing.

Jeremy began his career as a property valuer with CB Richard Ellis, where he gained a broad range of experience including commercial office, industrial,

residential and resort subdivision and shopping center valuation. He subsequently specialized in retail valuation, in particular shopping center analysis for Kiwi Income Property Trust/AMP and Westfield New Zealand, later taking on a retail agency role with responsibilities throughout New Zealand.

He is a registered property valuer and has a Bachelor of Property from The University of Auckland.



ADAM COOPER
PRINCIPAL
EXECUTIVE VICE PRESIDENT

Adam has been with Cooper and Company since 2004. Based in Newport Beach, California, Adam's responsibilities at Cooper and Company include managing and supporting all US commercial real estate projects including pro forma analysis, underwriting, financing, design, master planning and product research. He is also a project manager for unique projects and supports the New Zealand real estate projects and private equity investments.

In addition to his responsibilities at Cooper and Company, Adam is a member of the Urban Land Institute (ULI) and the International Council of Shopping Centers (ICSC) organizations.

Originally from Auckland, New Zealand, Adam graduated with a Bachelor's Degree from the University of Michigan in 2004 and an MBA from Georgetown University's McDonough School of Business in 2010.

FOR MORE INFORMATION

www.cooperandcompany.org

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