Initial Public Offering – Shermen WSC Acquisition Corp



\$138,000,000

Initial Public Offering

June 2007

The undersigned acted as book-running manager to Shermen WSC



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Highlights

- M.M. Dillon & Co. ("Dillon") was engaged as book-running manager for a special purpose acquisition company ("SPAC") initial public offering of approximately \$138,000,000 for Shermen WSC Acquisition Corporation ("Shermen" or the "Company")
- Dillon's CEO, Michiel McCarty, joined the board of Shermen to help direct the strategic direction of the company
- Shermen consummated its initial public offering of 20,000,000 units
 - Each unit consists of one share of common stock and two warrants (each warrant struck at \$5.00)
 - The units were sold at an offering price of \$6.00 per unit, generating gross proceeds of \$120,000,000 to the Company.
- A target acquisition was identified and Dillon provided advice leading to a successful closing of the acquisition

The Company

Shermen is a "blank check" company organized for the purpose of acquiring, through a merger, capital stock exchange, asset acquisition or other similar business combination, an operating business in the agriculture industry. Shermen's CEO, Francis Jenkins, was a long time client of Dillon. His predecessor company was sold to Agrium in 2006 with the advice of Dillon investment bankers.

About M.M. Dillon & Co. (Formerly CRT Investment Banking LLC)

M.M. Dillon & Co. (formerly CRT Investment Banking LLC) is an employee-owned partnership where industry and product specialists collaborate closely to provide creative, idea-driven advice and solutions to its institutional and corporate clients. M.M. Dillon offers public and private financing, M&A advisory and restructuring advisory services. M.M. Dillon's team of experienced professionals provides execution capabilities for companies across a range of industry sectors. The firm's senior banking professionals have a minimum of 20 years experience with major Wall Street firms.