Metronome Partners Represents Don Johnston, Inc. in its Sale to Texthelp, a portfolio company of Five Arrows

Metronome Partners, LLC ("Metronome") served as the exclusive financial advisor to Don Johnston, Inc. ("Don Johnston" or the "Company") in the sale of its Education Technology Division to Texthelp, Ltd ("Texthelp"), a portfolio company of Five Arrows Principal Investments (FAPI) and Five Arrows Capital Partners (FACP) (together, "Five Arrows"). Don Johnston is a leading educational technology provider of literacy tools through its comprehensive suite of Software-as-a-Service ("SaaS") products, including Snap&Read, Co:Writer, uPAR, Quizbot, and Word Bank. Metronome worked closely with the shareholders and management team to negotiate a carveout transaction that best fit the shareholders' objectives and aligned with the Company's long-term strategy. This transaction is another in a long line of family-owned deals that Metronome has advised on in recent years, further exemplifying the firm's expertise in successfully meeting the unique objectives of shareholders of family-owned businesses.

Ruth Ziolkowski, President & Co-Owner of Don Johnston, stated, "The Metronome team did a fantastic job guiding us through an intricate, cross-border sale process and successfully managed various parties to ensure an overwhelmingly positive outcome for all. Metronome's senior-level expertise and remarkable skill in process management provided comfort to Don Johnston's shareholders throughout a highly time-sensitive process." Don Johnston, CEO & Founder of Don Johnston Inc., stated "We are incredibly excited for our next chapter with the Texthelp team as we continue to fulfill our mission around the globe to help as many students as possible learn and succeed."

Don Johnston Inc., founded in 1980 and based in Volo, IL, is a provider of accessible technology products for students. The Company primarily serves special education departments of K-12 school districts by helping to create an accessible learning environment through innovative assistive technology and name-brand learning products. Don Johnston has developed a distinguished reputation in the education community by working closely with customers to solve the unique needs of an intellectually diverse student populace through the Company's Education Technology Division. Since its founding, Don Johnston has served students in over 32,000 schools.

Texthelp Ltd, founded in 1996 and based in Belfast, UK, is a global technology company helping people all over the world to understand and to be understood. Texthelp has been a leader in creating innovative technology for the education and the workplace sectors for the last three decades. With over 240 employees across locations in Northern Ireland, Great Britain, Norway, the U.S., and Australia, Texthelp continues to expand its global reach in the assistive technology space.

Five Arrows Principal Investments and Five Arrows Capital Partners are the European and U.S. corporate private equity arms, respectively, of Rothschild & Co's Merchant Banking business. Five Arrows is focused on investing in middle market companies with highly defensible market positions, strong management teams, business models with high visibility of organic unit volume growth and strong free cash flow conversion, and multiple operational levers that can be used to unlock latent value. The sector focus at Five Arrows is limited to data & software, healthcare, and technology-enabled business services.

Perkins Coie LLP served as legal counsel to Don Johnston, and Troutman Pepper Hamilton Sanders LLP served as legal counsel to Texthelp and Five Arrows.



Metronome Partners is an independent M&A advisory firm based in Chicago, Memphis, and Minneapolis that specializes in sell-side transactions as well as capital raising across a broad range of industries. With over 250 transactions completed by Metronome's principals, the firm combines large firm experience with small firm attention. Metronome focuses on middle market businesses nationwide.

For additional information regarding Metronome Partners, please visit <u>www.metronomepartners.com</u>, or contact the firm's senior bankers.

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