Hilco Global

AN ORIX COMPANY



ENGAGEMENT HIGHLIGHT

Better Information for Board Decisions

Board Candidate Integrity and Antitrust Due Diligence

MATTER AT A GLANCE

Independent due diligence assessed prospective directors' credentials, reputation, conflicts, and potential competitive interlocks. Findings supported informed board selection and governance decisions.

Industry
Manufacturing

Matter Type
Board Candidate Integrity and Antitrust Due Diligence

Client
Publicly traded manufacturer

Engagement
Board Candidate Due Diligence

Outcome
Evaluate prospective directors before confirming appointments

Outcome
Informed Board Selection and Governance Decisions

Capabilities Demonstrated
Reputational and Integrity Due Diligence | Public-Record Research | Corporate-Affiliation Mapping | Conflicts and Independence Assessment | Competitive-Overlap Analysis

The ISSUE

A publicly traded manufacturer sought an independent assessment of prospective directors before confirming appointments. The review extended beyond résumé verification to address professional history, reputation, integrity, litigation, regulatory matters, conflicts, outside affiliations, and independence.

The company also needed to assess whether candidates' other board or executive roles could create competitive interlocks relevant to Section 8 of the Clayton Act. This required examining the businesses involved and their competitive overlaps, alongside each candidate's qualifications and risk profile.

Our APPROACH

Hilco Global reviewed public records, litigation, regulatory histories, media, and public statements; verified credentials; and conducted reference and source interviews. We mapped board service, affiliations, and business relationships to assess conflicts, independence, and disclosure considerations.

We also evaluated potential competitive interlocks by examining products, customers, markets, subsidiaries, affiliates, and leadership roles in the context of the company's business.

The IMPACT

Our work provided the nominating committee and Board with an independent, documented assessment of each candidate's qualifications and risk profile. The diligence validated credentials and experience, identified reputational issues requiring consideration, and supported the evaluation of potential conflicts and independence.

The analysis also surfaced overlapping corporate affiliations and potential competitive interlocks for consideration before appointment. These findings gave the company a factual basis for governance and disclosure decisions and supported moving forward with greater confidence where appropriate.

Executive Takeaway
Evaluating a candidate's qualifications, affiliations, and competitive relationships gives a board a clearer understanding of what an appointment could mean for the company.

ABOUT HILCO GLOBAL

Hilco Global, a subsidiary of ORIX Corporation USA, is a diversified financial services company that delivers integrated professional services and capital solutions to clients worldwide. The Hilco Global Investigations & Dispute Resolution practice provides independent investigations, forensic accounting, valuation, data analytics, compliance, and dispute advisory services that help clients uncover critical facts, quantify financial exposure, respond to complex challenges, and make informed, defensible decisions.



Kristofer Swanson
CPA, CFF, CFE, CAMS

Executive Director & Practice Leader
kswanson@hilcoglobal.com
773.551.0293

HilcoGlobal.com