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Technology

Arlington defense firm execs may see major windfall in shift to publicly traded parent

Arlington tech execs may see 'life-changing' payout after acquisition.

THINKSTOCK

By Nate Doughty – Staff Reporter, Washington Business Journal
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Story Highlights

- AIAI Holdings Inc. is expected to absorb Arlington-based Fairfax National Security Solutions this year.
- Fairfax National Security generated $250 million in 2025 serving U.S. military and allies.
- The Arlington firm holds difficult-to-obtain ITAR permits governing defense-related exports and services.

The founders of Arlington-based defense consulting firm Fairfax National Security Solutions could soon see a "life-changing" windfall as Dallas-based AIAI Holdings Inc. prepares to absorb the local contractor into its publicly traded umbrella.

That's according to John Rochon, chairman and founder of AIAI Holdings as well as head of M42, a family office also located in Dallas.

M42 bought Fairfax National Security in April for an undisclosed sum, and Rochon now wants to transfer the company's ownership to AIAI Holdings, which completed its direct listing May 14 on the Nasdaq Global Market. It's part of an estate planning move he said will simplify his many companies while also helping the Arlington firm "explode its prominence and its importance" when it comes to new business opportunities.

Rochon said transferring Fairfax National Security to AIAI Holdings, which acquires and develops proprietary AI technologies across retail, health care, cybersecurity and defense sectors, opens up notable opportunities for the local management team to cash out.

Rochon declined to disclose the financial payout the Fairfax National Security executives could see by folding the firm into a publicly traded company, but he noted it would be significant, joking that "I just tell them, please don't buy a Bugatti."

Fairfax National Security generated $250 million in 2025 by providing strategic consulting, national security evaluations, analyst training, cybersecurity support and operational mission services to the U.S. military and international allies. The roughly 20-person team is led by CEO Bill Mooney, a 29-year Army veteran whose career has spanned defense and diplomatic roles, and President Tim Vuono, a former Army officer and senior government national security official.

Beyond providing an exit pathway for local founders, folding Fairfax National Security into AIAI holdings will also bring regulatory infrastructure to the latter. the Arlington compnay holds International Traffic in Arms Regulations (ITAR) permits, which govern the export of defense-related arms, technical data and military services.

These difficult-to-obtain permits, given their stringent requirements and long timelines, are what drew Rochon's interest in the first place. By bringing these permits under the AIAI Holdings umbrella, the company will get to scale its international defense and intelligence portfolio while expanding software and hardware offerings overseas.

"I bought them for the permits because the permits come with the company, not with the people," Rochon said.

Rochon also expects Fairfax National Security's workload to expand significantly following its shift to AIAI. He predicts the company will need to hire more local personnel as it pursues additional country-by-country export permits to further broaden its international footprint.

The planned acquisition, expected to close this year, comes as AIAI Holdings navigates early financial turbulence following its transition onto the Nasdaq.

AIAI Holdings generated $39.1 million in revenue during its most recent fiscal quarter. It also recorded a net loss of $38.9 million driven by acquisition costs, administrative overhead and one-time transaction fees associated with bringing multiple operating companies under the unified holding structure.

The company's stock was trading at about $3.72 per share mid-afternoon on Monday, down about 75% from its public market debut in May.