



M&A Transaction Support *Services*

Maximize value at all stages of
the investment lifecycle.

Whether you are determining where to put funds to work, growing EBITDA in your existing portfolio companies or preparing for an exit, our private equity services team deploys to provide critical analytical, systems and operational support.

Execution of a company sale or recapitalization is a full-time job, and it's always a juggling act for operating management to run their companies while preparing for a sale. And on the buy side of transactions, portfolio companies without in-house corporate development/M&A professionals will face various complications during an acquisition that can result in delays, indecision and lost deals. When transactions do close, integration will present finance, accounting, systems and cultural challenges. An 8020 Consulting team of one or more can serve as a dedicated asset to ensure your transaction goes as smoothly as possible.





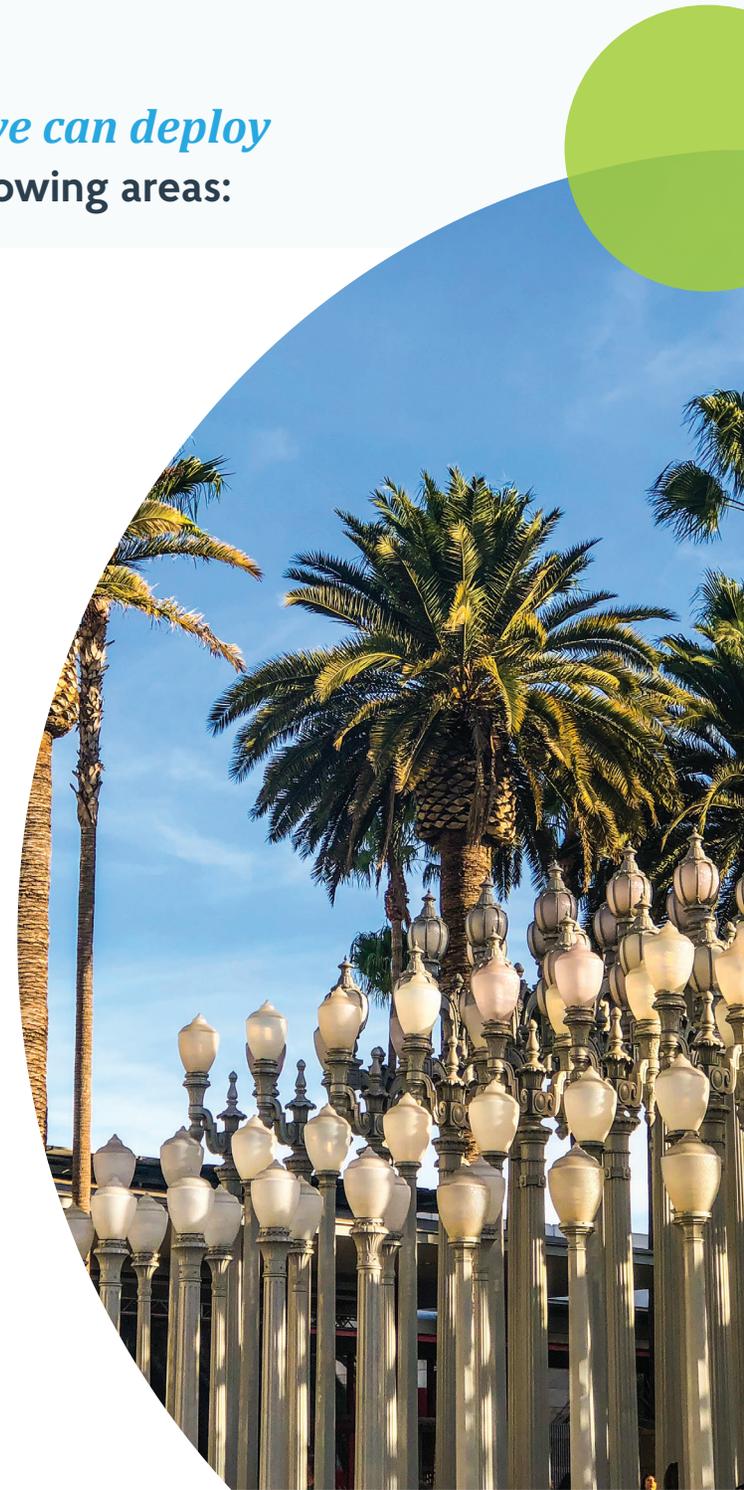
In fact, before, during and post transaction, *we can deploy our team successfully* into any of the following areas:

SELL SIDE TRANSACTION SUPPORT

- Assist in preparation of Teaser and Confidential Information Memorandum
- Compile data room information
- Participate in management presentations and meetings
- Prepare detailed independent valuation of the Company
- Review key documents such as letters of interest and Sale and Purchase Agreement
- Perform analysis of deal options and structures
- Participate in management presentations and meetings with potential buyers
- Evaluate buyers' financial capability to close the transaction
- Provide ad hoc/on demand analytical support to final negotiations including working capital peg calculation and confirmatory due diligence
- Act as a liaison between the Company and other deal professionals

DATA ROOM MANAGEMENT

- Compile all material information and contracts
- Ensure that financial and operation data is of presentable quality
- Manage user access to maintain confidentiality
- Facilitate flow of information to prospective buyers



BUY SIDE TRANSACTION SUPPORT

- Identify opportunities and risks through buy-side due diligence process
- Evaluate marketing-related documents from potential targets
- Analysis of potential targets' plan and financial projections
- Prepare valuation independent analysis of targets
- Develop pro forma financial statements
- Review data room information
- Participate in targets' management presentations and meetings
- Support financial review of key documents such as LOI and Sale and Purchase Agreement
- Assist in final negotiation Sale and Purchase Agreement and confirmatory due diligence
- Act as a liaison between the Company and other deal professionals

VALUATION MODELING

- Perform detailed valuation analysis to assist stakeholder evaluations or provide data and analysis required by external valuation professionals
- Analysis and modeling of transaction structures

- Assess valuation ranges of the Company or business units/ carve-outs using a variety of approaches including comparable public companies, precedent transactions, DCF models, asset valuations and other considerations

PURCHASE ACCOUNTING

Coordinate with management and other external advisors for compliance with ASC 805 and 350, including:

- Determination of reporting units
- Proper measurement of purchase price and effective date of transaction
- Determine costs directly attributable to the business combination
- Proper measurement and recognition of deferred or contingent acquisition costs and any contingent consideration
- Allocation of purchase price of acquired entity to identifiable assets, liabilities, and goodwill of the reporting units
- Identify and determine fair value of separately recognized intangible assets such as trade names, non-compete agreements, customer lists, licensing, patented technology
- Estimate remaining useful life of intangible assets
- Minority interest accounting
- Test for goodwill impairment on an ongoing basis

POST-MERGER INTEGRATION

- Assist in financial statements consolidation
- Assist in combining current and long-term budgets and forecasts
- Evaluation and alignment of internal control and compliance processes
- Business process and systems integration, including finance systems roadmap, interim system solutions, and migration to common systems
- Perform strategic analysis
- Develop transition and operational plans
- Interim management support



Our team can deploy into either the *buy or sell side of any transaction.*



For the Seller:

Keep internal resources focused on business operations and growth while improving the certainty of deal closure.

- Deploy in advance of a sale process to identify and mitigate weaknesses or risks in financial reporting, data integrity and financial systems.
- Identify opportunities to improve profitability that may drive higher valuations prior to sales process commencement
- Project Manage the diligence process to reduce turnaround time on diligence requests thereby reducing time to close
 - Improve buyer confidence with on point and well-presented financial data tailored to the need states of various audiences/constituencies.
- Expedite the flow of information to buyers under tight deadlines, incorporating consistency, appropriate transparency and future period projections
- Effectively filter and manage buyer information requests and where appropriate, challenge unreasonable requests in a way that does not jeopardize rapport with the buyer.
- Work with management and other deal team members to identify reasonable adjustments to EBITDA



For the Buyer:

Go beyond the scope of traditional Q of E reports to get real insights.

- Evaluate existing or build De Novo acquisition models
- As part of due diligence process, analyze accounting policy/technology for potential adjustments to EBITA
- Support evaluation of internal controls and people including turnover risks of key finance staff
- Serve as a dedicated resource team to productively move everything along, maintain required communication between groups, and ensure that all the various pieces “fit” together
- Formulate a 100-day plan incorporating key operational and strategic considerations
- Project Manage the post-merger integration



Bring in the Accounting and Finance *Operational Experts*

8020 Consulting applies the intellectual capital, technical expertise and energy of our team to address a range of financial projects for clients ranging from Fortune 50 companies to middle market and venture backed firms.

We believe even one highly skilled and focused individual can make a huge difference. Our financial and operational experience, backed by an effective methodology created by our team of nearly 100 professionals, supports value realization and certainty of closure. Please contact us directly for more details.



For more information, *contact us:*

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