

DE MICCO & FRIENDS
LAWYERS & AUDITORS

SELLING & FUNDING BUSINESSES
EQUITY VALUE PACKAGE

Mergers & Acquisitions - Sell Site



DE MICCO & FRIENDS

„... make ideas happen“

SELLING BUSINESSES, EQUITY & TECHNOLOGIES

De Micco & Friends Lawyers & Auditors is a buyer representative with extensive experience in M&A, investment and share transactions. De Micco & Friends has developed the “Equity Value Package”, a service package for sellers of companies and shares containing a buyer-oriented review of the company’s profile and a concept to speed up a potential sale.

POTENTIAL BUYERS

De Micco & Friends receives instructions from international buyers of various industries to identify suitable companies or technologies, to prepare them for a possible acquisition or investment, and to organize the subsequent purchase or acquisition transactions.

The buying motives of De Micco & Friends clients are quite diverse and depend largely on specific strategic objectives. Most cases are about entering new markets, the purchase of existing infrastructures or technologies, the control of the competition situation, or concrete globalization plans.

Listed companies frequently grow through acquisitions. With these acquisitions they buy sales and profits, which can have a positive effect on company valuation.

De Micco & Friends represents international buyers and investors in various industries with clearly defined sales and investment objectives. Current applications are constantly updated on www.demicco.ch.

OFFER FOR SELLERS

If you wish to sell your business or offer strategic investments, you may submit your offer to one of De Micco & Friends offices without obligation. Ideally, you meet the buying or investment criteria of a buyer or investor currently represented by the group. Of course, like all investors represented by De Micco & Friends, you remain anonymous in the first phase. In the case of positive matches, in terms of objectives and interests, De Micco & Friends will introduce your project to the potential buyers.

If no prospective buyer is currently available or if your company does not meet its investment criteria, De Micco & Friends offers a service package that includes not only the investor-specific review of your purchase offer, but also the research for suitable buyers.

As a representative of buyers and investors with many years of experience in investments and M&A, De Micco & Friends knows what investors are looking for. **The Equity Value Package, specially developed for sellers, will help you find a suitable buyer or investor more quickly.**

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Mergers & Acquisitions



SELLING BUSINESSES, SHARES OR TECHNOLOGIES

The De Micco & Friends Group is committed to representing buyers. This gives you, as a seller, access to a qualified portfolio of serious investors. The Group is also involved as an investor itself. This allows you to participate in a wealth of experience in the practical implementation of investments, mergers and acquisitions.

GOALS

The goal is clear. The business wants to sell or is looking for investors.

As a transaction-oriented law and consulting firm, De Micco & Friends is focused on this very transaction. All activities, such as analyses, consulting services and concepts, are focused on exactly this goal. The Group omits all non-transactional or sales-related analysis and consulting regarded as “dead weight”. For this reason, De Micco & Friends is able to provide the strategic preparation, the design and implementation of the Equity Value Package for a reasonable fee.

Your company's evaluation will someday be the linchpin of all future sales negotiations. This is the area in which De Micco & Friends provides support.

Potential buyers or investors typically have low interest in machinery and equipment, which, although part of the evaluation, could also be sold on. The specific willingness of the buyer or investor to accept a certain price always dominates the buying or investment decisions.

Exactly this willingness and the underlying goals and needs are the focus of the De Micco & Friends development of the sale or investment offering, of the conception and coordination of processes, and of any subsequent negotiations.

One goal of the Equity Value Package is to develop not only a realistic evaluation framework of your company, but also to develop the necessary facts and arguments to enforce this evaluation with the other party.

Your negotiating position with potential buyers and investors will improve tremendously.

THE EQUITY VALUE PACKAGE

IMPLEMENTATION

The service package is designed to achieve the following results:

- **Review, inventory of your business**
- **Identification of strengths and possible weaknesses**
- **Collection of all sales-relevant data and facts in preparation for a potential transaction**
- **Creation of a highly communicative, accurate seller Factbook and a sales/investment presentation**
- **Definition of a realistic, market-driven evaluation framework as a basis for negotiations with potential buyers or investors**
- **Market and synergy analysis that identifies potential buyers or investor groups**
- **Active (anonymous) acquisition of potential buyers or investors**
- **Presentation, initiation of actual negotiations, LOI, due diligence and contract completion (closing)**

APPROACH

In order to not impede on the time needed for your operational business, De Micco & Friends has developed an M&A design and transaction system that only requires a small time investment from you or your management team. Only the review phase requires your active support, the time investment of which will be manageable.

Phase I: Review and preparation phase equity story

The equity story is an individual representation of your company as a whole, which communicates all strengths and characteristics of a company relevant to buyers or investors. The more interesting and appropriate the equity story to the buyer or investor (from his perspective and situation); the higher the purchase price he is willing to pay.

Once the cornerstone of the equity story is set and approved by you, De Micco & Friends will use it as a basis to develop presentations for buyers or investors.

- **Company presentation**
- **Products, technologies, brands**
- **Market environment**
- **Financial data (core data business plan)**

THE EQUITY VALUE PACKAGE

APPROACH

Phase II: Preparing the active selling phase

Evaluations are a complex topic. After creating the equity story, however, it will be much easier to evaluate your company and its strengths. In the end you will specify a negotiating framework that will form the basis for future sales negotiations.

In the next step, based on the available data, facts and the equity story; potential buyer or investor target groups will be defined. Depending on company and industry, the following groups may be identified, for example:

- Foreign companies who wish to expand in your local market
- Listed and private companies in the same or related industry who wish to grow through acquisitions
- Technology market leaders who wish to buy a particular technology rather than to develop it themselves
- Private equity investment companies who wish to improve their portfolio synergistically and, for example, wish to strengthen their portfolio through the acquisition of one of your investments
- (Strategic) investors from outside the industry who are looking to make a fast entry into a new market through acquisitions

Phase III: Active selling phase

Once your project has undergone qualified testing and has been prepared “suitable for investors” particularly with regard to the communication strategy, the investment publishing team of De Micco & Friends Group will take care of the active, international acquisition of potential buyers or investors.

Publications with partners

De Micco & Friends has many years of worldwide investor contacts with hundreds of cooperation partners. Supported by the seller Factbook, your project will be presented to (anonymously) selected and potential buyers or investors in your industry. **Of course the project also will be presented to the De Micco & Friends Family Office clients.**

Publications in reputable online portals

De Micco & Friends is registered as a premium M&A advisor or broker in numerous, well-known online portals where the Group enjoys much popularity due to its many activities. Using a diligent manual process, your project’s Factbook will be positioned individually on major online portals as a De Micco & Friends client and thus made available to thousands of potential buyers and investors.

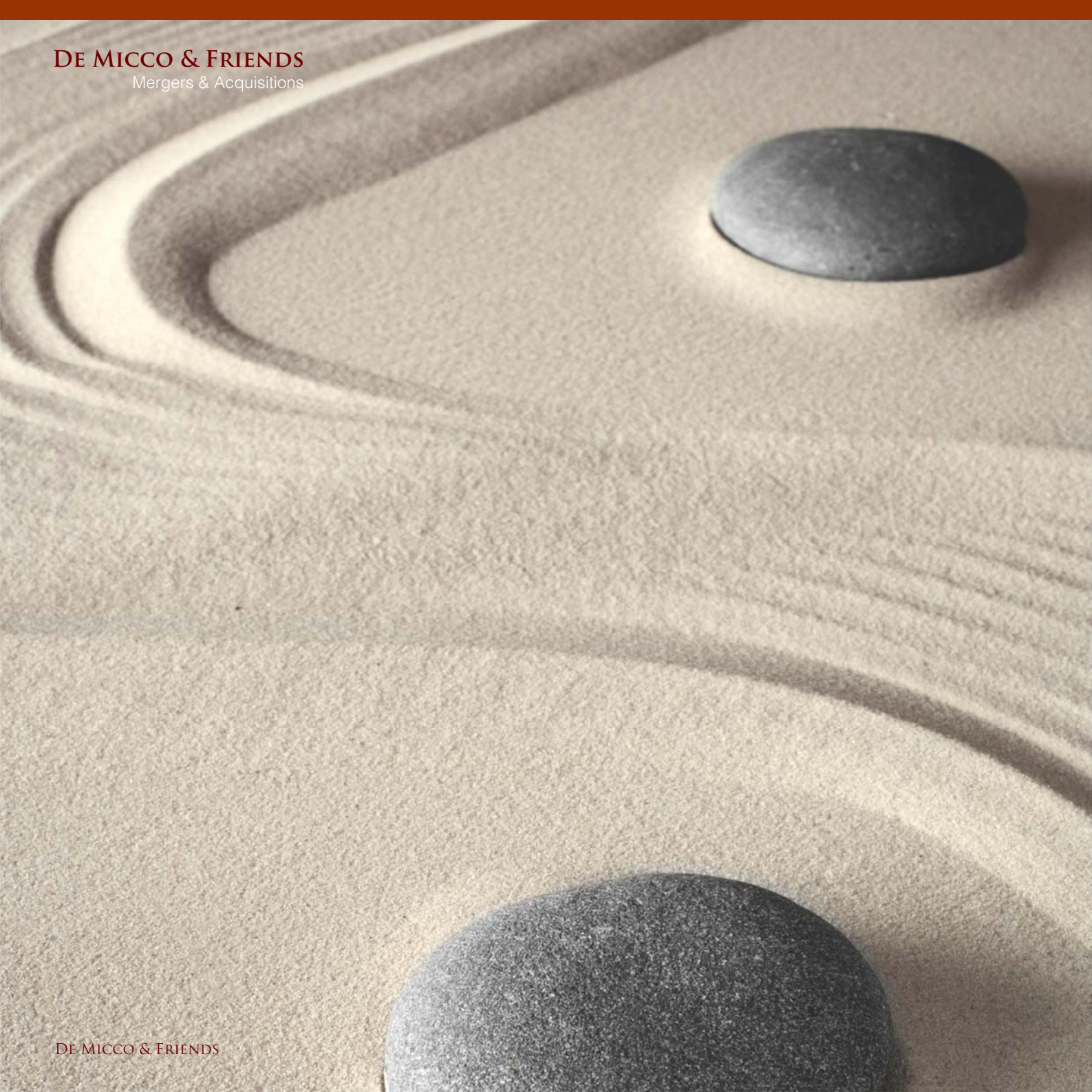
Publication in the De Micco & Friends network

Each project participating in the Equity Value Package will be presented on De Micco & Friends’ website and published in their newsletter. The newsletter is currently distributed to over 20,000 registered newsletter recipients (clients, private and institutional investors and cooperation partners).

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APPROACH

Phase IV: Implementation and completion phase

Once your project has been presented to **potential international buyers and investors**, all responses (leads) will be collected and analysed. Interested investors will then be immediately and personally contacted. They will also be asked to sign a confidentiality agreement. Afterwards you will receive the inquiries including all data, facts, possible communication results and other requirements of the interested investors.

Once concrete negotiations take place, De Micco & Friends will accompany you throughout the negotiation process. The high level of communication skills and extensive experience of De Micco & Friends senior partners will help you achieve the best possible outcome to the negotiations.

After successful completion of the **due diligence**, De Micco & Friends will further help you with the completion of a purchase or investment contract (closing).

For the due diligence a separate mandate has to be closed.

TIME MANAGEMENT AND TIME NEEDED

Since every project is handled and conceptualized individually by De Micco & Friends, you may expect a preparatory period (Phase I: Preparation of the entire equity story) of up to eight weeks. After this time, your project will be "ready for sale or investors", which is when it can be offered and presented, promising much potential. Experience shows the following average time frames:

Phase I:

Preparation phase, preparing the equity story:
approx. 4-6 weeks after placing of the contract

Phase II:

Preparation of the active selling phase (evaluation framework and definition of target group)
2-3 weeks after completion of Phase I

Phase III:

Active selling phase (Acquisition of buyer or investor):
after completion of Phase II

Phase IV: Implementation and completion phase:

3-8 weeks depending on the negotiations and the complexity of the due diligence process

THE EQUITY VALUE PACKAGE

The Equity Value Package is offered at flat rates. The Group participates only after the successful completion of a transaction, meaning that De Micco & Friends takes on a significant part of the project risk. Talk to one of the De Micco & Friends offices or with one of the senior partners. You will receive a qualified assessment of your ideas and a free quote.

BENEFITS

- You will find buyers or investors for your project in a faster, safer and more targeted way.
- You will achieve better negotiation results.
- Your project will be more attractive to buyers or investors, because its concept includes a qualified equity story and is communicated in a way that exactly meets their needs at the right time.
- You will achieve a better purchase price in negotiations, because you will be well prepared in terms of arguments and strategy.
- As De Micco & Friends takes on most of the time and labor-intensive communication processes, you are able to focus on operating your business.
- De Micco & Friends' contact and investor databases give you access to international buyers or investors, whom you probably never would have met any other way.
- As De Micco & Friends has been working with qualified investors for many years and knows its partners very well, your project will be presented personally and directly to the right contacts of potential buyers and investors. Today, the Group's investor database includes over 4,500 institutional investors.
- The experienced De Micco & Friends brokerage will place and maintain your project in all major investor and M&A online portals. This service alone will save you many days of work and several thousand Euros in placement or membership fees.
- As an investor, of course, De Micco & Friends also speaks the language of investors. Personal contact with prospective investors will increase the deal closing probability many times over.
- De Micco & Friends is internationally known as a leading European law firm, an experienced consultant and a reliable partner in the private equity sector. As a De Micco & Friends client, this will make your project much more valuable with buyers and investors from the start.

A man in a dark suit stands with his back to the camera on the peak of a large, dark rock. He is looking out over a vast cityscape, likely New York City, under a dramatic sky with golden and blue clouds. The city is filled with numerous skyscrapers and buildings, extending to the horizon. The lighting suggests a sunset or sunrise, with warm golden light on the clouds and a deep blue sky above.

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