



## Mergers & Acquisitions

1. The consolidation of companies through financial deals
  - a. Merger
    - i. Two companies combine together
  - b. Acquisition
    - i. Acquiring company obtains the majority stake in the acquired firm
2. The Players:
  - a. Buyer and seller
    - i. Buy-side (About 16-36 weeks of work)
      1. Assessment
      2. Contacting targets and valuation
      3. Pursuing the deal and due diligence
      4. Definitive agreement and closing
    - ii. Sell-side (About 18-26 weeks of work)
      1. Assessment
      2. Marketing
      3. Due diligence
      4. Negotiation and closing
  - b. Investment bankers
    - i. Role:
      1. Advice on optimal terms and structure
      2. Access to capital
      3. Finding buyers/sellers
      4. Cultivating relationships
      5. Pitchbook and modeling
  - c. Role of Junior Investment banker
    - i. Presentations
      1. Pitchbooks and live deal decks
      2. Offering memorandum
      3. Fairness opinions
    - ii. Due diligence
      1. Financial analysis
3. M&A Model
  - a. Impact on financial statements at various deal assumptions
  - b. Implications to valuation and credit ratios
  - c. Pricing capacity of the acquirer to pay for the target
  - d. The optimal form of consideration (Cash, stock, other)

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4. M&A Process
  - a. Develop an acquisition strategy
  - b. Set the M&A search criteria
  - c. Search for potential acquisition targets
  - d. Begin acquisition planning
  - e. Perform valuation analysis
  - f. Negotiations
  - g. M&A due diligence
  - h. Purchase and sale contracts
  - i. Financing strategy for the acquisition
  - j. Closing and integration of the acquisition

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