

## **DOING THE DEAL**

### **Service: SALE**

#### **Initial OEM/Client Interaction > Expectations and Value Assessment**

- Assess client growth potential and technological advantages
- Review 3-year historical financial performance
- Review 3-year financial forecast and assumptions
- Discuss client price expectations
- Review of buyers and likely valuation

#### **Strategic Advisory and Grooming > Timing the Sale (If Necessary)**

- Strengths, weaknesses, opportunities and threats (SWOT) analysis
- Develop and oversee a detailed roadmap to increase valuation etc.
- Grooming period initiated with regular client review of roadmap's key event execution
- Continual testing of likely valuation in light of anticipated financial performance and market conditions
- Regular contact with likely targets to keep abreast of their acquisition interests
- Continual feedback to client

#### **Initiating the Sale Process > Positioning Client for Ideal Buyer**

- Assess industry growth and competitive market share
- Evaluate competitor strengths and weaknesses
- Benchmark client's operating performance to competition
- Develop 3 to 5-year financial projections
- Prepare go-to-market materials emphasizing client's strengths and growth potential

(Typical lapsed time from Start of Exit Engagement - 20 to 30 days)

#### **Going to Market > Identifying and Contacting Most Likely Buyers**

- Identify prospective buyers

- Contact all client-approved prospects
- Secure confidentiality agreements and distribute marketing materials
- Conduct face-to-face meetings with high-potential buyers
- Constantly network with contacts to leave no stone unturned
- Secure written expressions of interest

(Typical lapsed time from Client Positioning - 30 to 60 days)

### **Conducting Competitive Bidding Process and Structuring the Deal > Agreement to Purchase Client's Business**

- Review buyer proposals with client to select list of finalists
- Invite likely buyers to on-site visits during which the client's top management will make presentations
- Provide answers to buyer questions
- Solicit 'best and final offers' from prospective buyers
- Review with client the relative attractiveness of each offer
- Negotiate a term sheet stating price and key provisions with the buyer whose offer the client prefers

(Typical lapsed time from Expressions of Interest - 30 to 60 days)

### **Driving Documentation > Deal Closing**

- Expedite buyer's due diligence investigation of client's company/establish data room
- Review and comment on buyer's draft Purchase and Sale Agreement
- Negotiate points needing to be resolved
- Review final Purchase and Sale Agreement
- Close

(Typical lapsed time from Selection of Buyer - 30 to 90 days)

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