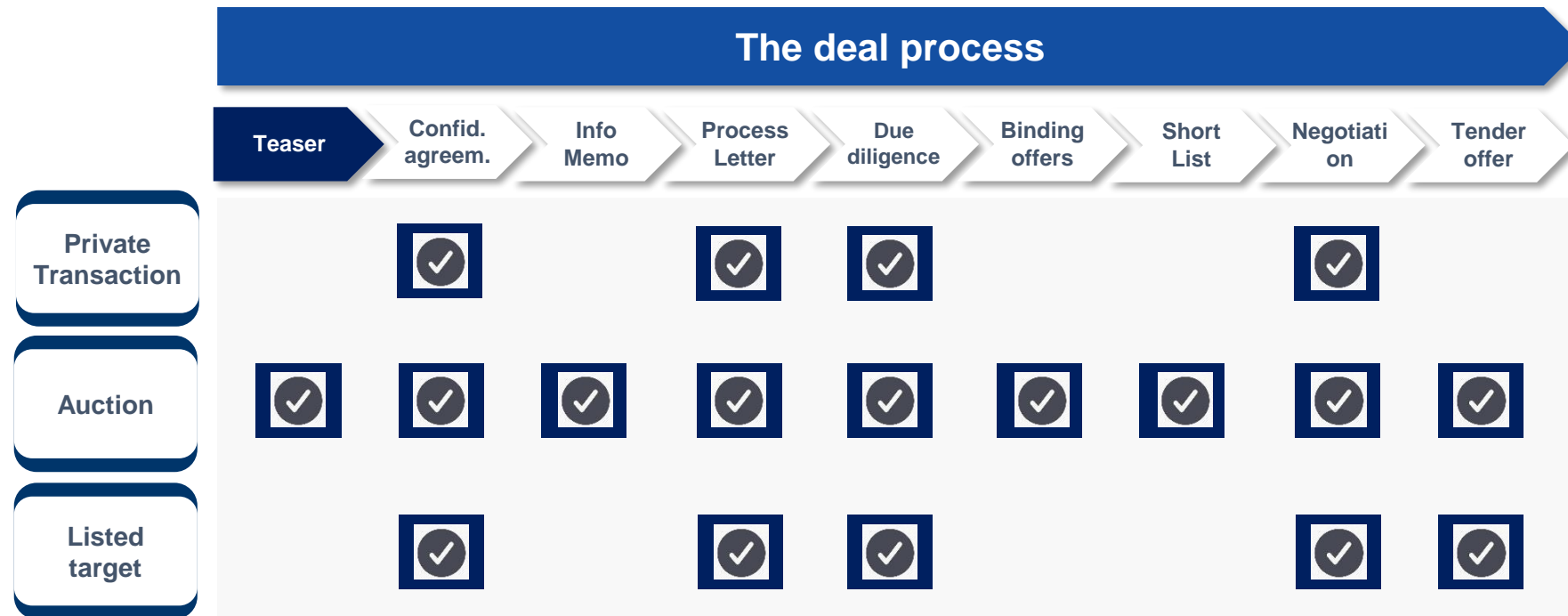


# The process of acquiring another company

*Preparing a teaser offer*

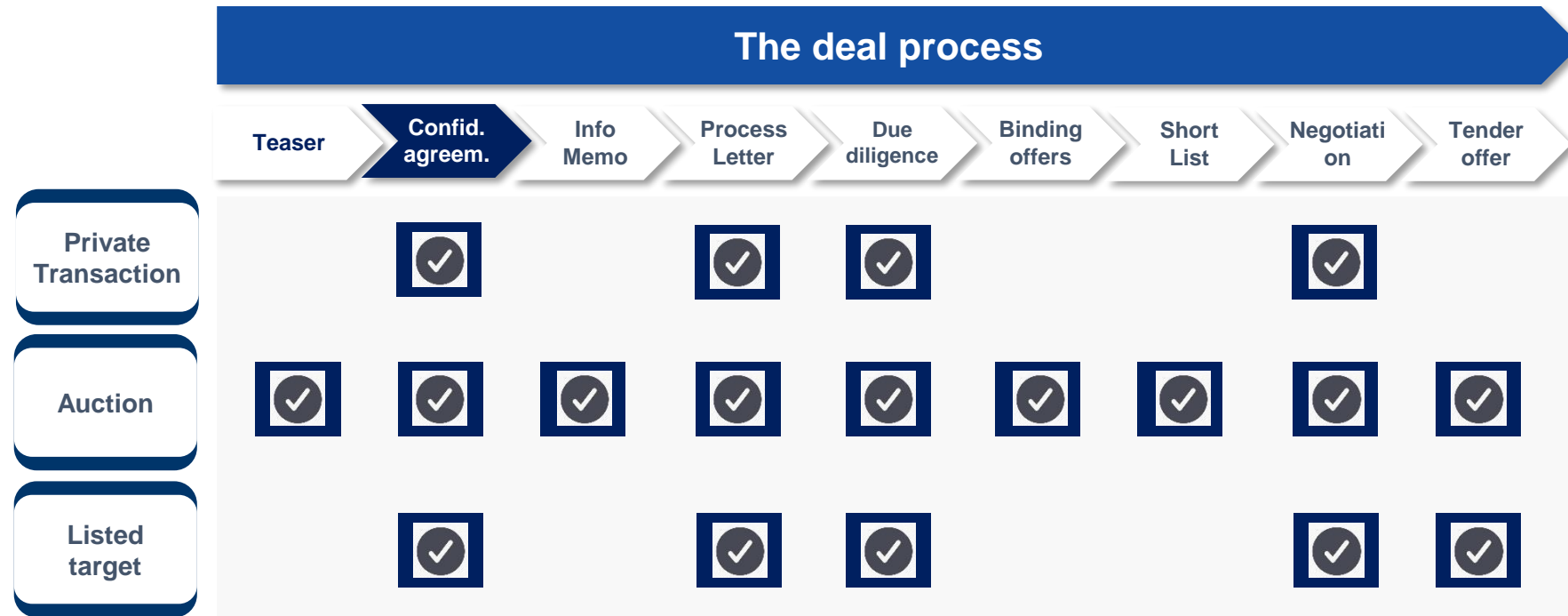


The process usually lasts between 2-6 months. Some auctions could even last up to an year

<b>Teaser</b>	A brief summary of the company with a short description of its business. Often does not include the company's name
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# The process of acquiring another company

*Agreeing to keep a secret*



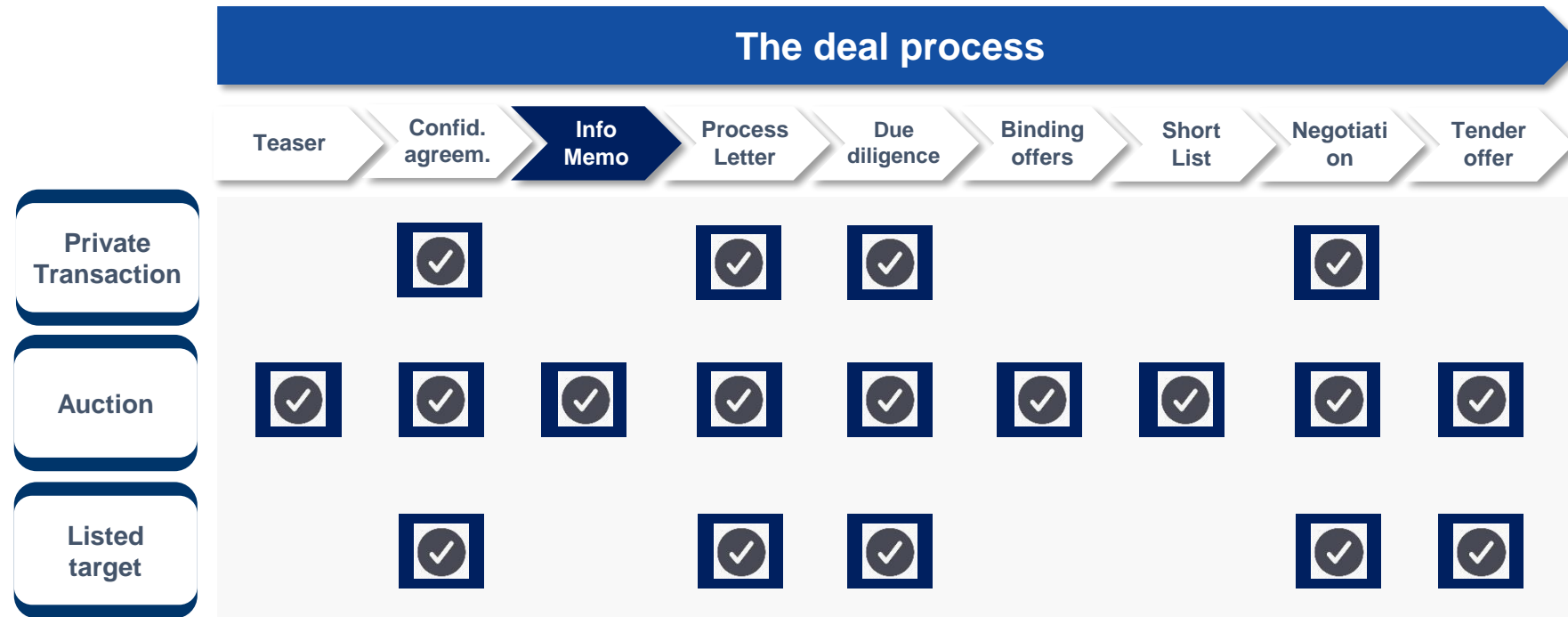
The process usually lasts between 2-6 months. Some auctions could even last up to an year

## Confidentiality agreement

An agreement not to distribute reserved information. The target needs to be assured that the access it gives to the bidders would not lead to a leakage of strategic information

# The process of acquiring another company

*Drafting and providing a more detailed description of the firm that is about to be sold*



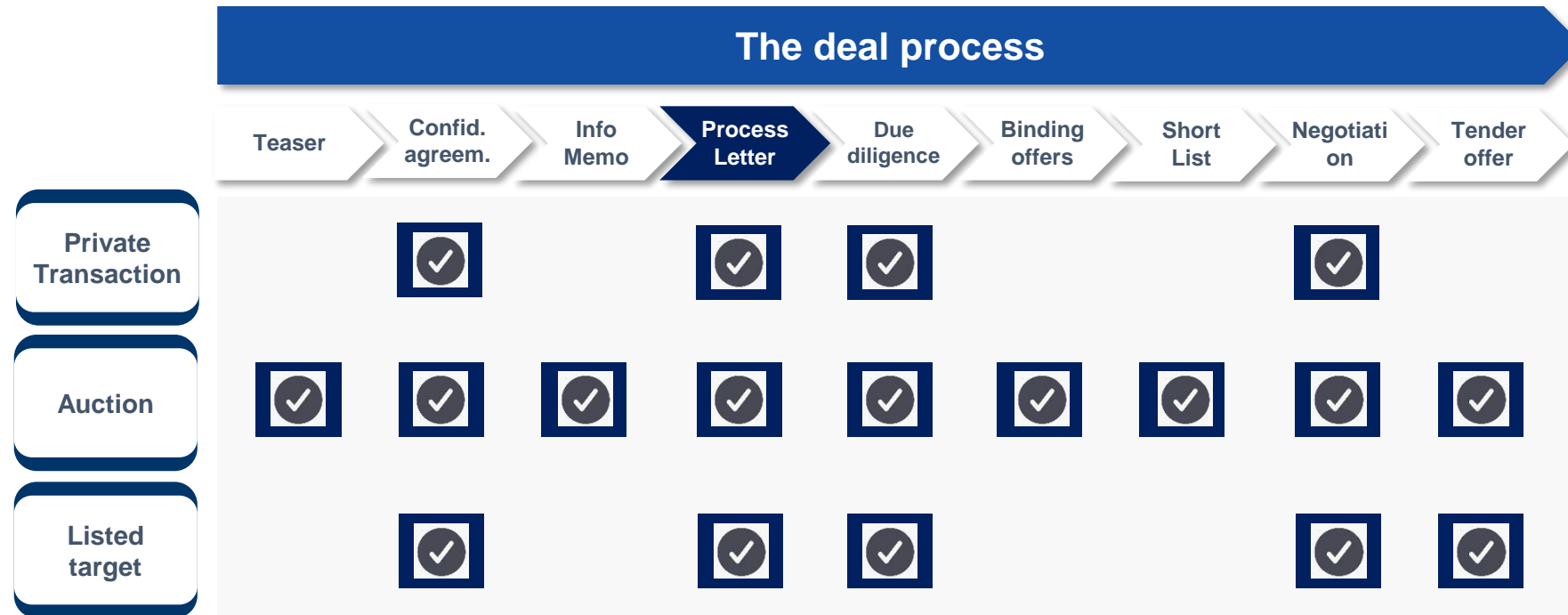
The process usually lasts between 2-6 months. Some auctions could even last up to an year

## Information Memorandum

A document providing a description of the target's business, financials, management team, product portfolio, market positioning etc.

# The process of acquiring another company

*Communicating the rules of the transaction*

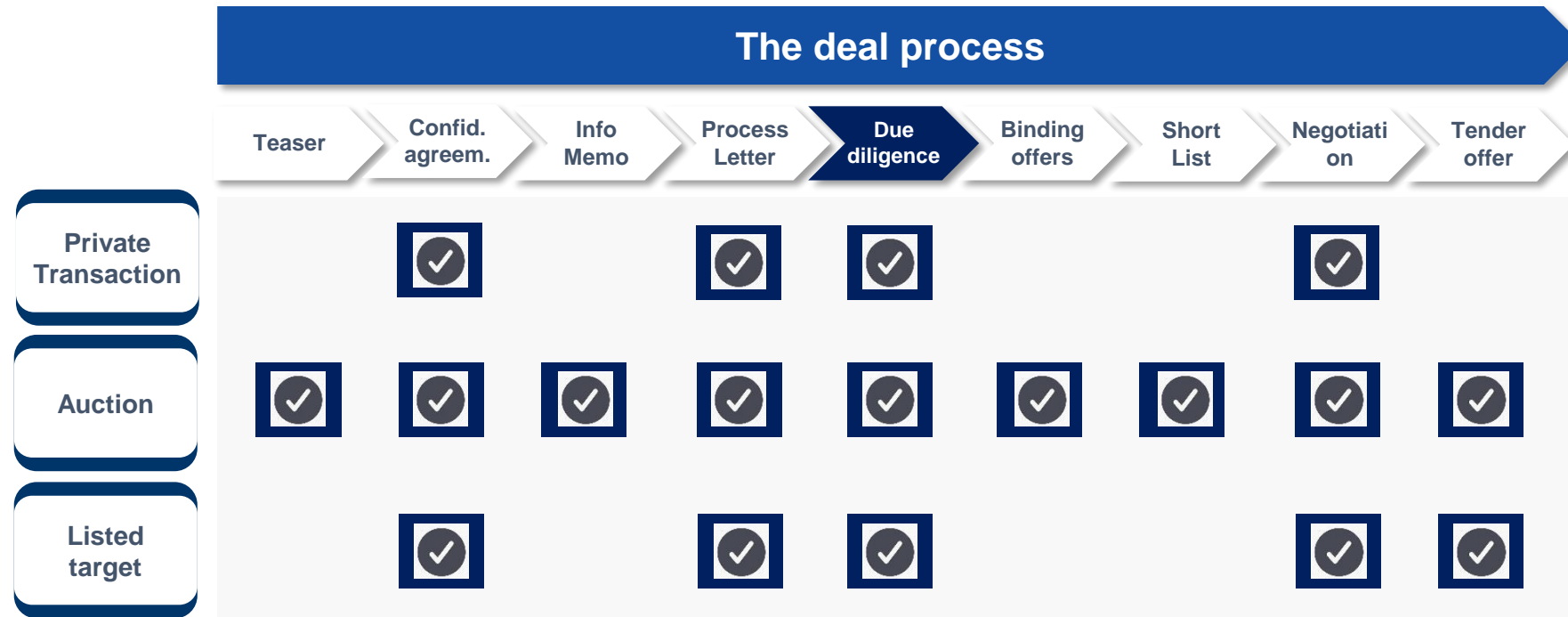


The process usually lasts between 2-6 months. Some auctions could even last up to an year

**Process Letter** Defines the essential elements of the transaction: timing, valuation range, other conditions, due diligence access

# The process of acquiring another company

*Providing an inside look to potential acquirers*



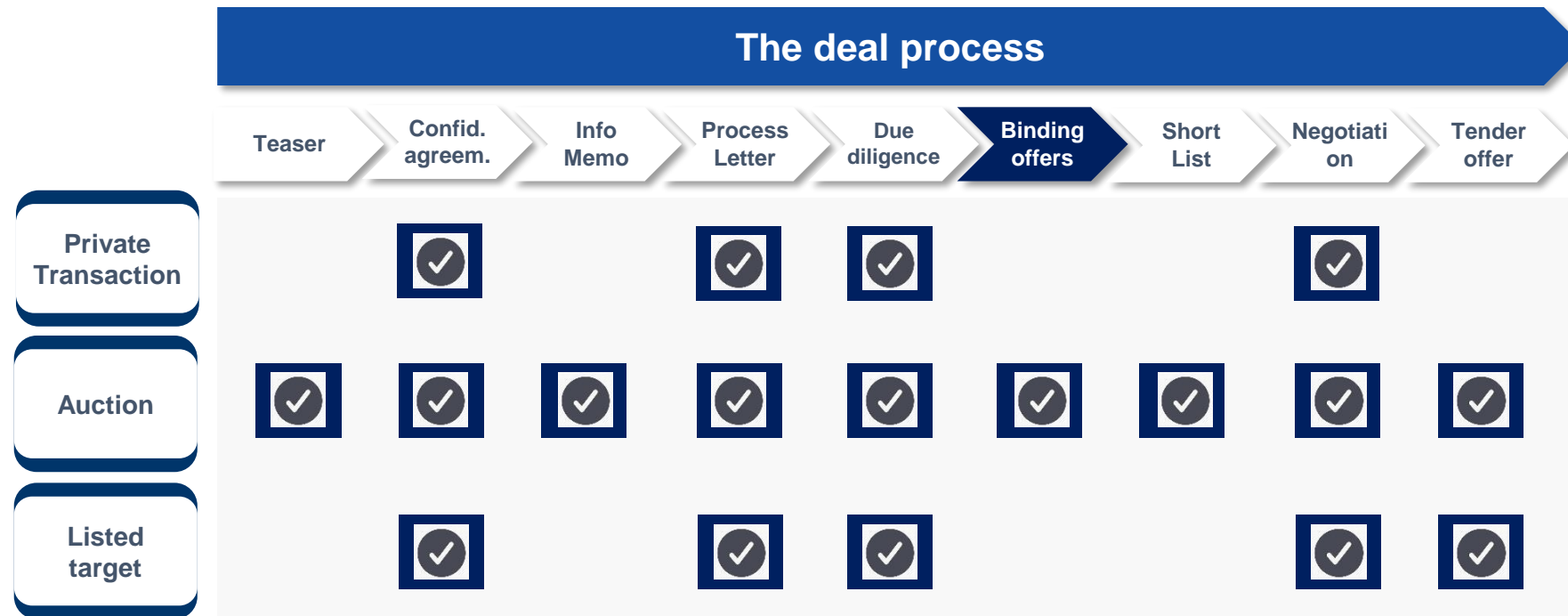
The process usually lasts between 2-6 months. Some auctions could even last up to an year

## Due Diligence

The target firm provides access (limited or full) to its financial, tax and legal documentation. Often, information about the target is provided in a data room

# The process of acquiring another company

*Receiving offers from several buyers*



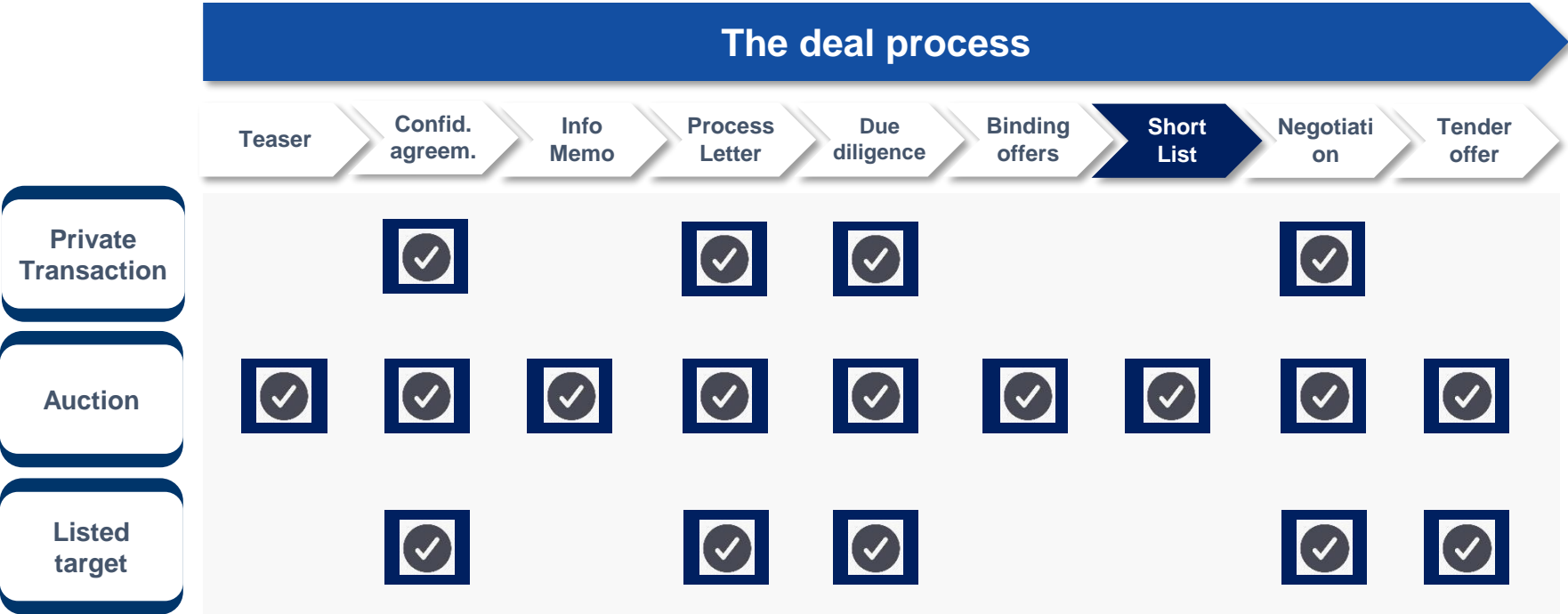
The process usually lasts between 2-6 months. Some auctions could even last up to an year

## Binding Offers

Offers made by the participants in an auction, indicating how much they are willing to offer for the target. As the name suggests, these offers are binding

# The process of acquiring another company

*Choosing a selected few*



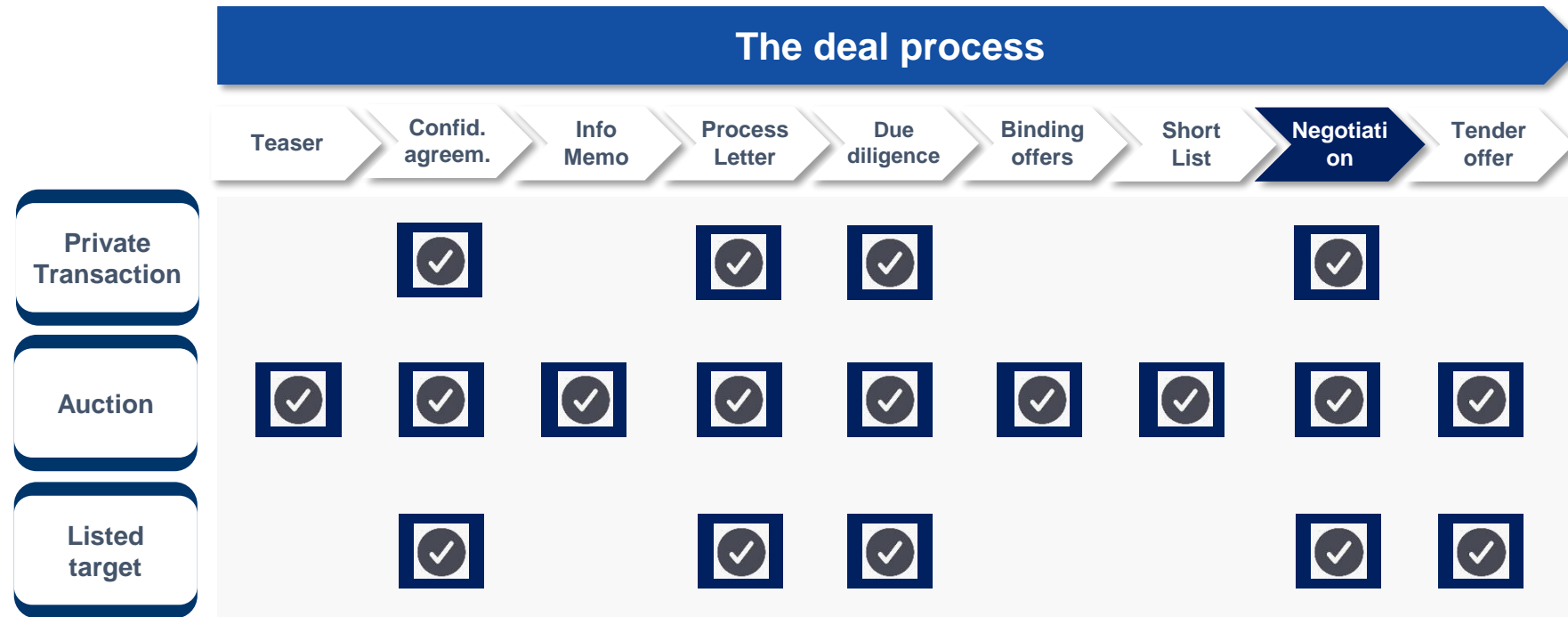
The process usually lasts between 2-6 months. Some auctions could even last up to an year

## Short List

After receiving indications about a possible valuation, the target and its advisors decide which participants will be left in the auction and will receive due diligence access

# The process of acquiring another company

*Bridging financial or operational differences*



The process usually lasts between 2-6 months. Some auctions could even last up to an year

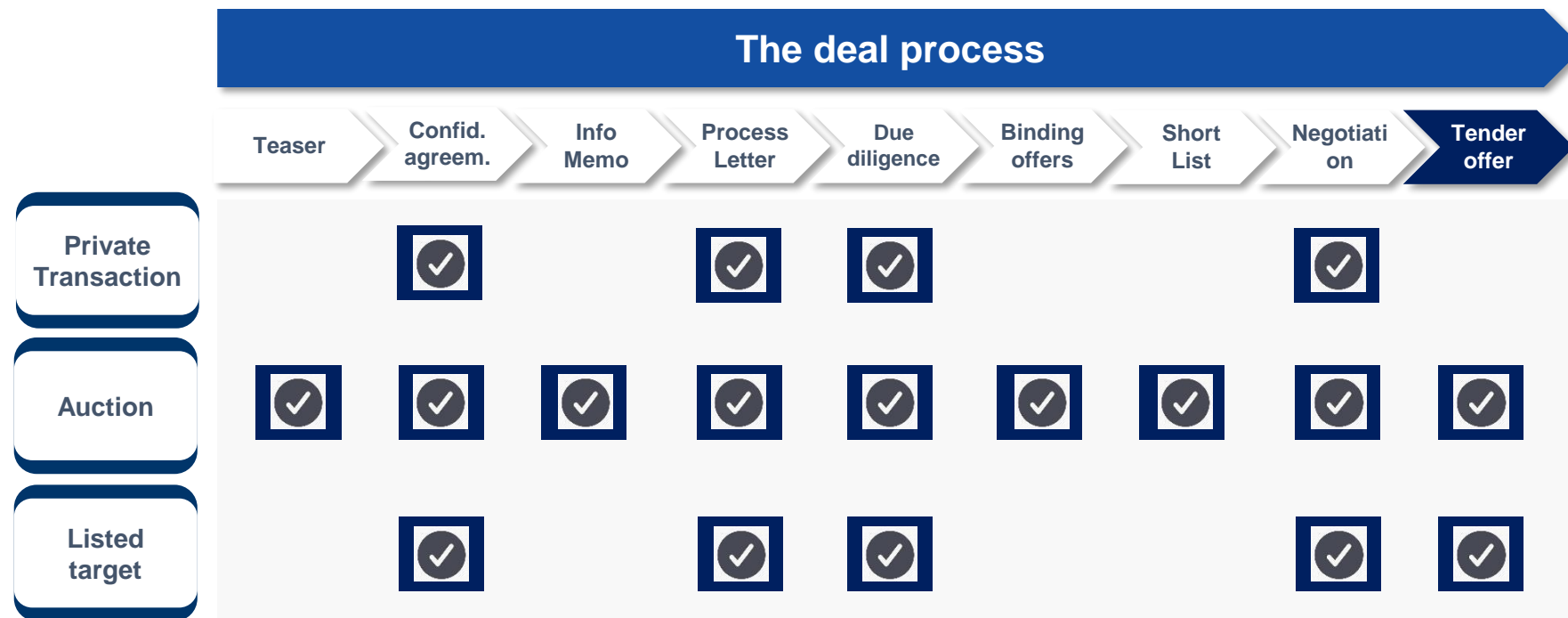
## Negotiation

Negotiation includes various elements such as the structure of the price, earn-out mechanisms, price adjustment terms, etc.



# The process of acquiring another company

*Approaching the shareholders of a listed firm*



The process usually lasts between 2-6 months. Some auctions could even last up to an year

## Tender offer

A tender offer is submitted to a listed firm. It is a public, open offer addressed to all stockholders, which offers to buy their shares at a specified price