

Bywater

Strategic Approaches to Business Challenges

Corporate Development Services Overview



Acquisitions • Divestitures • Alliances • Private Equity Financing

BYWATER CORPORATE DEVELOPMENT SERVICES: INTEGRITY. TIMELINESS. VALUE.

Bywater Corporate Development Services (CDS) is a management advisory practice specializing in small- to mid-sized acquisitions, divestitures, alliances and private equity financings. We believe that a company involved in one of these important activities, regardless of the transaction size, deserves a high level of professional assistance. It is our objective to provide this service with integrity and on a cost-effective basis. We therefore focus our efforts on only a limited number of clients' needs and devote the time necessary for a successful program.

Bywater's Corporate Development Services support clients in:

- Developing strategy related to acquisitions, divestitures, alliances, and financing.
- Preparing a business for sale.
- Determining the market value of a business.
- Selling all or part of a company.
- Finding appropriate acquisitions.
- Providing due diligence.
- Integrating acquisitions.
- Identifying joint venture or alliance partners.
- Raising private equity or venture financing.

Whether you are looking to buy, sell, create an alliance, find an investor, or invest in a company, Bywater has a program that we can customize to suit your needs:



SELLER TIPS

According to research conducted by an independent consulting firm, owners who represent themselves in the sale of their business, rather than use an M&A advisor, are:

- less likely to close deals,
- more likely to receive lower prices (\$500,000 to \$8,500,00 below what should have been realized),
- more likely to spend excessive time on the transaction, and
- more likely to have a frustrating experience than owners who use an M&A advisor.

In the process of selling your company, there are three key questions you should expect from the buyer:

What makes your company different from the competition?

How should a new buyer grow your business?

What would you do if the company received a sizable influx of cash?

SELLER PROGRAM OVERVIEW:

- Understand seller's goals and objectives.
- Determine market value of the business.
- Prepare confidential selling materials for distribution to prospective strategic and financial buyers, highlighting the true value of the business.
- Identify, contact, and qualify potential buyers on a confidential basis.
- Assist seller in negotiating terms of sale.
- Facilitate and track issues until closing.

BUYER PROGRAM OVERVIEW:

- Develop effective search criteria.
- Identify acquisition candidates that meet buyer's criteria.
- Assist buyer in investigating and valuing acquisition prospects.
- Help buyer in structuring and negotiating terms of purchase.
- Assist buyer in arranging financing.
- Help solve problems and track issues until closing.

ALLIANCE PROGRAM OVERVIEW:

- Work with client to identify their business' alliance potential.
- Develop alliancing goals and partner criteria.
- Identify alliance candidates that meet client's criteria.

- Assist client in qualifying partner prospects.
- Help client in structuring and negotiating terms of alliance.
- Solve problems and track issues until agreement is reached.



BUYER TIPS

Industry statistics show that approximately 50% of purchase transactions fail to close at the letter-of-intent stage. By pursuing several companies at the same time, a buyer "hedges his bet" and creates leverage.

Not every company is sold to the highest bidder. Many sellers are concerned with culture fit. Their perception of how the buyer will treat them and their employees following the sale is a key factor.

PRIVATE EQUITY PROGRAM OVERVIEW:

- Review capital requirements, determine value of business, and define ownership objectives.
- Develop criteria for potential investor partners.
- Prepare confidential offering materials for distribution to potential investors.
- Identify, contact, and qualify financial and strategic investors on a confidential basis.
- Assist in negotiating financing terms with investors.
- Facilitate and track issues until deal is completed.

ALL THE ELEMENTS YOU NEED FOR SUCCESS

We believe our practical methodologies and collaborative team approach, combined with our experienced practitioners, industry knowledge, and broad contact network, deliver unique benefits to our clients.



ALLIANCING TIPS

Alliances are most attractive when there are strategic gaps in critical differential capabilities that are too expensive or will take too long to develop internally. Two of the most common reasons for forming alliances are to accelerate growth and to gain access to core capabilities.

Before setting off on an alliancing journey, each potential participant needs to critically ask the question: Why am I doing this? There must be a clear understanding of what the business need is.

For more information on Bywater Corporate Development Services, call us at 203-973-0344, ext. 4107, e-mail us at CDS@bywater-consulting.com, or visit us on the web at www.bywater-consulting.com/corpdev.htm

BYWATER'S INDUSTRY EXPERIENCE

Bywater team members have experience in a variety of industries including, but not limited to:

*Aerospace
Agriculture
Automotive
Chemicals & allied products
Construction
Consumer packaged goods*

*Electronics
Fuels and lubricants
Healthcare
High technology
Industrial automation
Industrial components & equipment*

*Oil, gas & utilities
Packaging
Plastics
Professional services
Telecommunications
Transportation & distribution*

Bywater

Creating competitive advantage

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