

# MERGERS & ACQUISITIONS

## Strategic transaction support for the middle market

### BUY-SIDE ADVISORY

Calvetti Ferguson offers custom Quality of Earnings reports and provides "a la carte" pricing based on a review of the financials and scoping discussion with the client. We balance appropriate procedures with deal risk and budget. Our fees are structured as a not to exceed per given scope, so if deliverables are completed more efficiently those cost savings are passed to the client.

- Quality of earnings
- Quality of assets
- Working capital analysis
- IT due diligence
- Tax due diligence
- Proof of cash
- Year-over-year flux analysis
- Risk matrix

### SELL-SIDE ADVISORY

Calvetti Ferguson provides a complete, fully-integrated solution which includes valuation, QoE, accounting, and tax consulting. We do not charge a success fee – instead a fixed fee is negotiated at the start of each phase. This means that once each phase begins, Calvetti Ferguson does not benefit from any monetary or economic benefits received by the client either from the deal negotiation process or tax savings.

#### PHASE I: DATA ROOM TO LOI

- Complete sell-side process
- Sell-side QoE
- Financial information
- Data room management
- NDA process
- Negotiations

#### PHASE II: LOI TO CLOSING

- Run deal process to closing
- Negotiate LOI deal points
- Due diligence support
- Tax consulting
- Negotiate closing documents