



TRANSACTION SERVICES



Our Transaction Services team recognises the complexities of business deals and assists clients in the evaluation of business opportunities and the completion of successful transactions.

Whether a transaction requires pre-acquisition or post-acquisition assistance, our team of experienced professionals are able to combine their commercial and financial experience as well as depth of industry knowledge to meet our clients' needs.



THE ADVANTAGES OF WORKING WITH US



Current

Abreast of current trends and issues and we are active members of the professional communities.



Values

The firm values independence, integrity, trust and professionalism.



Senior staff involvement

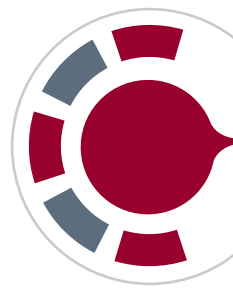
Deployment of personnel with the requisite experience, qualification and seniority on assignments.



Responsiveness

Minimal bureaucracy allows us to respond and turnaround complex issues fast to ensure timeliness and efficiency.

OUR SERVICES



Acquisition Due Diligence (Financial & Tax Due Diligence)



Due diligence is important to reduce the unknown by providing a better understanding of the target, identifying and allocating associated risks of the transaction, validate the acquisition rationale and avoiding acquisition pitfalls and disappointment

Our due diligence review can help you in the following:

- Comment on the quality of the target's earnings and assets to assist you in your assessment of the target's prospects
- Highlight risks of the target and how to deal with them in the sale and purchase agreement through warranties, price adjustment mechanism and completion accounts
- Highlight opportunities and potential upsides
- Using the due diligence findings to your advantage during deal negotiations including pricing

Commercial Due Diligence



Other than financial and tax due diligence, it is also vital to have discernment of the commercial variables that are likely to drive an entity's ability to achieve its synergy targets, including both revenue and cost synergies. In this regard, our review can assist you in identifying such key drivers as well as the potential impact of likely changes in critical commercial variables on the value of future expected synergies.

Post Deal Integration



Acquirers may require help in post deal integration to address potential challenges that could derail successful business transition. We are able to provide you with

- Critical insights for agreement discussions, including tactical moves to preserve asset value, realise synergies & control transition costs.
- Assist in managing transition risks that could erode deal value drivers & assist in the integration process which may require multi-disciplinary expertise, which clients may lack

Contract Assistance



It is important that significant risks identified during a due diligence exercise be appropriately addressed in the sale and purchase agreement.

We can assist in providing financial and other inputs into the sale and purchase agreement in areas such as

- Accounting definitions
- Suggested condition precedent
- Price adjustment mechanism
- Warranties and indemnities
- Basis and mechanics of completion accounts process

Vendor Assistance



Vendors may require assistance in divestments in order to maximise sale value and to facilitate an orderly sale process.

We are able to assist you in the following:

- Carry out a vendor due diligence whereby we are primarily responsible to prospective buyers
- Carry out pre-sale reviews or due diligence for the benefit of the vendors to highlight deal issues which may be raised by prospective purchasers in the course of their due diligence process. This pre-sale review will also assist the vendors to structure the proposed sale
- Provide data room assistance including the set-up and management of data room and addressing purchaser queries

Financial Projections Review



Financial projections are important in today's business. We can assist you to review financial projections, with particular emphasis on the following:

- Integrity of the financial projections such as accuracy of computation
- Reasonableness of the key bases and assumptions taking into account all relevant information such as historical financial performance, existing contracts, business plan, industry outlook etc.
- Consistency of key bases and assumptions used in the financial projections
- Sensitivity analysis of the financial projections

Financial Modelling (including Model Review)



Financial modelling has become an important decision making tool in today's business. It plays a crucial and integral role in a company's strategic decision making process in simulating business scenarios for charting the company's future plans and formulating business solutions.

BDO is able to provide you with financial modelling solutions for all aspects of your business including the following:

- Business and cash flow management
- Budgeting and financial projections
- Strategic investment decisions e.g. M&A, capital investments, etc.
- Scenario analysis
- Other complex commercial analysis

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