

## CORPORATE FINANCE

Mergers and acquisitions occur with increasing frequency in today's competitive marketplace. These transactions are often complex and require extensive research, planning, and follow-through. At Berdon LLP we simplify the process by working side-by-side with you every step of the way. Whether you're buying a business, selling your existing operations, or considering a potential merger, you need a professional to structure the most financially attractive arrangement for you.

We have more than nine decades of experience in helping clients successfully negotiate the most complex transactions associated with the sale, purchase, or merger of a business. Going beyond the traditional due diligence, we determine a fair offer or asking price for the business; uncover the most favorable tax structures; forecast growth; advise throughout negotiations; perform forensic accounting; and help structure the new business. Whether you are a buyer, seller, or potential merger partner, we can provide the following advisory services you require.

### ACQUISITION SERVICES

- Research potential acquisitions and establish initial contact
- Evaluate the asking price
- Structure the transaction
- Perform due diligence
- Provide ongoing support during the transaction
- Determine financing options, including locating sources of working capital; preparing strategic plans and financial projections; evaluating potential risks of various financing alternatives; and coordinating all negotiations between the financing sources and the client

### DIVESTITURE SERVICES

- Determine the asking price
- Identify and screen potential buyers
- Assist in negotiations
- Structure the deal to minimize taxes
- Analyze after-tax gain

### VALUATION SERVICES

- Value of targeted purchasers, businesses, and merger candidates
- Assist in drafting shareholder agreements
- Address tax planning issues — estate tax, gift tax, and transfer pricing
- Validate the data and records related to valuing the business through litigation support and forensic accounting
- Advise on restructuring or insolvency issues
- Identify the regulatory issues associated with employee stock ownership plans (ESOPs)

### FINANCIAL ADVISORY SERVICES

- Restructure company during downturns
- Introduce new capital and financing
- Isolate buyout or buy-in opportunities
- Restructure debt and develop a new equity structure to improve cash flow
- Determine the best time to take the company public and map out the steps to a successful IPO