



**Providing Transactional Expertise to
Micro-cap and Lower Mid-market
Businesses**

Why Hire Neri Capital to Manage Your Transaction?

Neri Capital Partners



An Investment Bank and Advisory Firm

Atlanta, Georgia



Drivers to Successful Transactions

- **Negotiation expertise contributes to disproportionate transaction value;**
- **Financial Buyers negotiate tactically, solely focusing on their own interest;**
- **The time it takes to manage a transaction process is internally prohibitive;**
- **An Advisor can push a Buyer while preserving long-term relationships.... Almost impossible for a Seller.**



Negotiation Expertise: The Key to a Successful Transaction

- **Valuations and deal terms very widely and are highly negotiable;**
- **Managing a deal process internally is full of pitfalls;**
- **Negotiating micro-cap and lower mid-market transactions requires creative problem solving;**
- **Building and maintaining Seller and Buyer / Investor relationship is crucial;**
- **Post-deal implementation requirements is a key focus.**

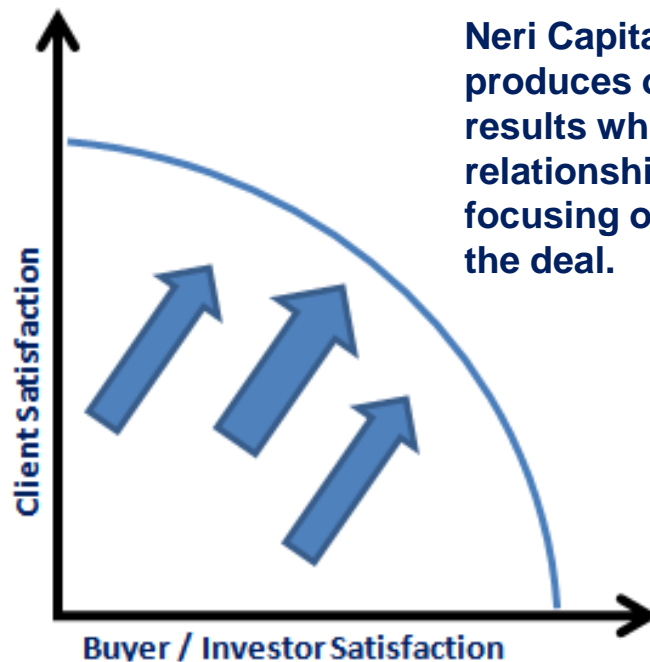


The Neri Capital Approach

- **Only work on behalf of our Clients;**
- **Take significant work load off Seller's plate;**
- **Customized approach for each Client;**
- **Manage non-exclusive process.. Fairness to Seller & Buyer / Investor;**
- **Making the relationship a priority;**
- **Manage all deal-related issues.**



Not Just a Closed Transaction Optimized and Efficient



Neri Capital Partners produces optimal results while building relationships and focusing on life after the deal.



“Do It Yourself” Approach is Risky and Time Consuming

- **Buyers who contact companies directly tend to be “self” oriented;**
- **A small percentages of LOI’s or term sheets actually lead to transaction closing;**
- **Financial buyers often re-trade the original LOI terms;**
- **It is difficult to run a parallel, competitive process with multiple buyers;**
- **Time commitment to a transaction process will be distracting.**



Sellers & Buyers / Investors Conflicts of Interest

Seller's Interest

- Maximize valuation
- Focus on business execution, not transaction process
- Explore liquidity options and market potential for your business.
- Explore a variety of transaction types and structures

Buyer / Investor 's Interest

- Minimize valuation
- Tie up Seller in lengthy due diligence process
- Use Seller to learn about the market
- Narrow approach focused on investment fund timeline and objectives






Post Transaction Integration

- **Most Advisors focus solely on activities that drive their fee;**
- **Neri Capital negotiates with ‘life after the deal”, and post acquisition integration;**
- **Neri Capital balances interest of all stakeholders including management, employees, and investors;**
- **Neri Capital fees are structured to align Seller and Advisor interests.**



Summary

-  **Exclusive focus on bootstrapped, lower mid-market companies;**
-  **Differentiated negotiation approach with superior results;**
-  **Optimized deal team leveraging operational backgrounds;**
-  **Strong track record of exceeding Client's expectations;**
-  **Extensive network of strategic buyers and investors.**