

WHY ENGAGE NERI CAPITAL PARTNERS AS YOUR ADVISOR

Neri Capital Partners

An Investment Bank and Advisory Firm

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.**

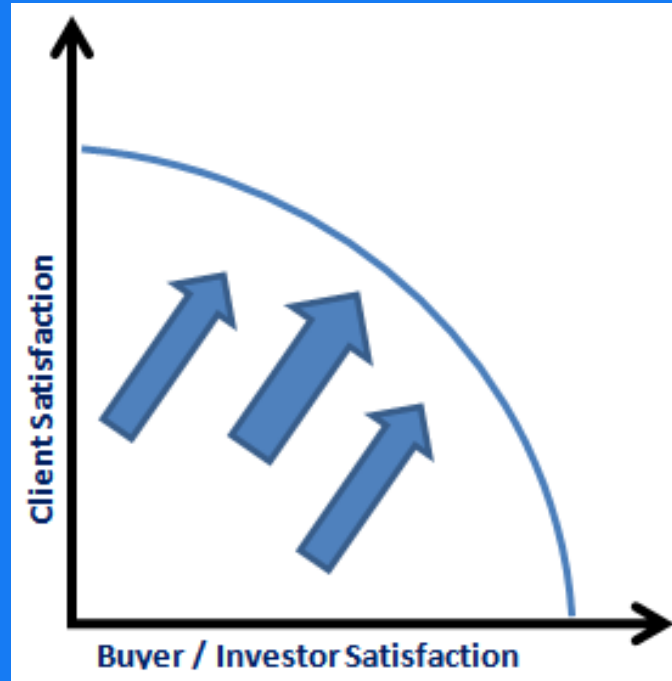
Negotiation Expertise: The Key to a Successful Transaction

- Valuations and deal terms vary 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.

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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.

A Defined Process

- Educate Sellers on the Transaction Process
- Complete a “Business Valuation” for your Company
- Prepare Marketing Documents
 - ✓ Teaser Sheet
 - ✓ Confidential Information Memorandum
 - ✓ Management Presentation to Buyers
- Post Businesses on
 - ✓ Axial Market, IntraLinks, Deal Cloud
 - ✓ BizBuySell
 - ✓ BizQuest
 - ✓ DealStream

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

- Many 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.