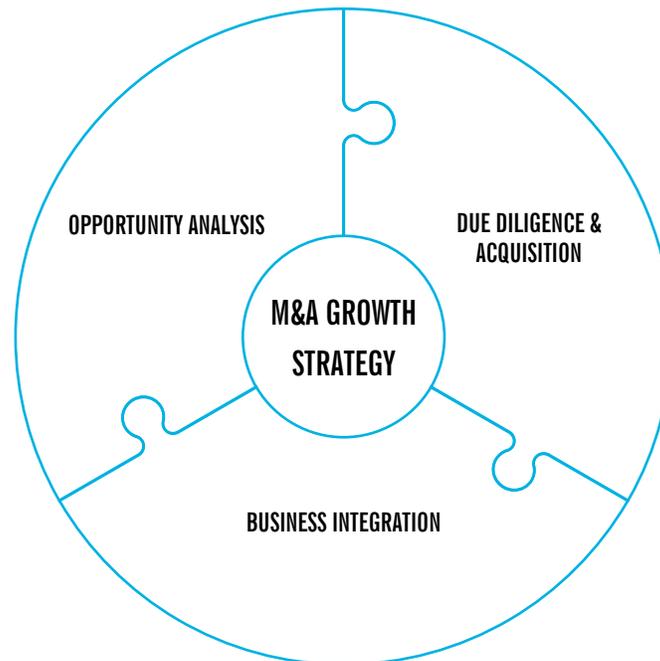


Rebuild and Realize Your M&A Growth Strategy In the Wake of Market Disruption

To recognize new value opportunities that drive business objectives and mitigate looming risks, organizations must modify their M&A strategies.

In the wake of market disruption, organizations can stay ahead of competition and accelerate benefits realization by re-valuing targets, reviewing funding sources, and analyzing integration impacts.

Defining your M&A growth strategy is not a “one and done” exercise. An effective strategy requires continuous assessment, evaluation, and refinement to drive informed decisions.



OPPORTUNITY ANALYSIS

Acquisition Pipeline

Ensure your company has **sufficient funding and internal resources** to pursue acquisitions.

Consider how recent events may have caused targets to become either **high-risk or more opportunistic**.

Assess which targets best align with **changes or needed diversification** to your organization's business strategy.

DUE DILIGENCE & ACQUISITION

Investment Thesis

Determine what **re-valuation** is needed for previously considered targets.

Decide which **in-flight** deals your organization should proceed with.

Align on which **risk-mitigation or risk-assumption** strategies need to be implemented for in-flight deals.

BUSINESS INTEGRATION

Post-Merger Integration

Evaluate how changes to the **allocation of key integration resources** have impacted your organization and the target.

Confirm how **priorities changed** between integrations and other business objectives.

Develop strategy for **expediting comprehensive benefits realization**.

EVALUATE & EXECUTE

The impacts your industry, competitors, and own business experience during a major market disruption will drive your M&A priorities as the market begins to recover. **Use the below guide to help drive decisioning as you rebuild your M&A strategy.**



OPPORTUNITY ANALYSIS

If you were evaluating a merger or acquisition target:



DUE DILIGENCE & ACQUISITION

If you were conducting due diligence on a target:



BUSINESS INTEGRATION

If you had an integration in progress:

OBJECTIVES & BUSINESS CONTINUITY

- How did the **product mix** change? Did the invest/maintain strategy change with the disruption, and is it temporary or permanent?
- Did the **go-to-market strategy** change with the disruption?

- How well did the **target fare** during the disruption?
- Are current **business continuity** and **disaster recovery** plans adequate?

- Does your **target end-state** need to be re-evaluated and/or re-defined due to shifting **business priorities**?
- Does your **integration timeline** need to change? Consider whether to slow down, speed up, or pivot in certain areas.

FINANCE & OPERATIONS

- What was the impact to projected revenues? Did the **revenue structure** change with the disruption, and how long will it take to recover?
- What was the impact to the target's **customer base**? Did they lose top customers and/or a large percentage of customers?
- How severely hit was the **industry** (positively or negatively), and how did the target fare in comparison to others?

- What were the impacts to the financial statements? How did **valuation and deal structure** change?
- Did the target's **products or services** change? If so, how does that impact **go-to-market strategies** or projected revenues?
- What major changes are there when assessing the full **sales pipeline**? What is the explanation for each of those changes?

- Has the **risk landscape** for the integration changed? What risk mitigation strategies need to be employed?
- Have the **value proposition or guiding principles** of the integration changed?

STRUCTURE & RESOURCES

- Was there disruption to the **supply chain** that has impacted product and/or service fulfillment? How long will it take to bring the supply chain back to a steady-state?
- Did the target lose **key personnel**? Was there a loss of **intellectual capital**? How quickly and easily can this be addressed?

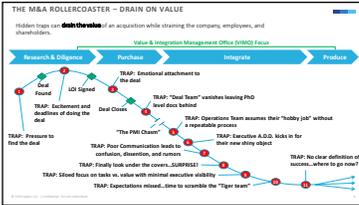
- What does the new **census** look like? How have target synergies changed? What is the plan and projected timeline to re-hire, re-train, and re-deploy **critical roles and skillsets**?
- How did the target's **business and IT systems** fare during disruption? What issues were experienced and what was the criticality of each?

- Has there been a change to **available resources** for the integration? Will you need to execute with fewer resources but achieve the same value?
- Does your **change management plan and communication strategy** need to be adjusted? Consider changes and implications for employees, customers, vendors, and shareholders.

JABIAN IS HERE TO HELP

Jabian has **robust frameworks and tools** to apply during times of crisis and help you confidently strategize, plan, and realize your M&A goals. Our toolkit supports the entire M&A lifecycle from **analysis of target companies and buyer's health, through successful deal close and integration.**

OPPORTUNITY ANALYSIS



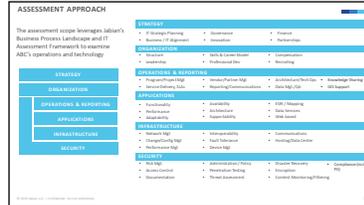
M&A Rollercoaster

- + Understand target buyer and acquisition journey
- + Increase success by identifying and avoiding value 'traps' along the journey

Target Evaluation Criteria

- + Provides a common baseline to evaluate acquisition targets
- + Adjust criteria and evaluation scoring to align with strategic goals

DUE DILIGENCE & ACQUISITION



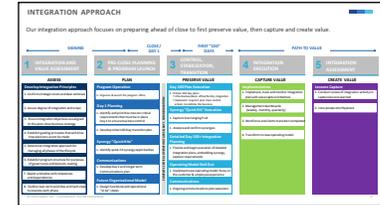
Due Diligence Assessment Approach

- + Enterprise-view of areas and functions to assess during an operational and technical due diligence effort
- + Identifies major operational and IT items that may impact the deal or subsequent integration

Transaction Services Agreement

- + Identifies any entanglements or areas where target and buyer require additional agreements
- + Clearly aligns target and buyer on post-transaction ownership and transition of services

BUSINESS INTEGRATION



Integration Approach

- + Overview of activities, tasks, and artifacts required to successfully execute the deal and realize expected value
- + Ensures timely execution of integration and deal objectives

Executive Direction Worksheet

- + Provides a single-page reference view of the acquisition across M&A lifecycle phases
- + Communicates executive direction on acquisition value, integration goals, priorities, risk, and KPIs

Jabian has deep cross-industry experience in helping organizations transform their M&A strategy to address major market shifts and business priority changes.

Here are a few ways Jabian can immediately partner with you to get ahead of the curve with your M&A strategy:

1. Address your blind spots and risk areas through personalized due diligence capabilities.
2. Identify if, and how, your M&A strategy should consider Federal stimulus funding impacts.
3. Determine ideal M&A activity timing to beat your competitors in the market.

Contact us at planahead@jabian.com to begin getting ahead of the M&A curve today!