



Transaction Sheet

Type of Transaction: Existing Company Purchases Target Company

Reference Point for projections (Effective Date): April 17, 2017

Target Company Name: Acquisition of ABC Corp

Assets and Debts shown here will be combined with the Existing Company. Care should be taken to not enter duplicate information.

Deal Structure

See Help Browser for 'How to Use the Transaction Sheet in a Deal Structure'

100% Equity Acquisition	(1)	\$	206,000,000
		\$	-
Total Funds Required	(3)	\$	206,000,000

Deal Structure Calculations for ABC Corp Acquisition:

		Step 5	Step 6	
		Target Company	Funding Source	
		Asset Values	Totals	Notes
Current Asset Financing				
Accounts Receivable	\$	2,217,080	(4) \$ 1,290,607	See Transaction A/R Debt
Individually Scheduled Accounts Receivable	\$	1,018,984	(4) \$ 750,000	See Indiv Sched A/R Debt
Inventory	\$	134,000,000	(4) \$ 74,203,572	See Transaction Inventory Debt
Individually Scheduled Inventory	\$	12,100	(4) \$ 15,000	See Indiv Sched Inventory Debt
Other Current Assets	\$	100,000	(4) \$ -	
Individually Scheduled Other Current Assets	\$	-	(4) \$ -	
Individually Scheduled Securities/Notes Receivable		\$ 24,200,000		
Fixed Asset Financing				
Machinery and Equipment	\$	2,500,000	(4) \$ 1,373,938	See Transaction M & E Debt Input
Individually Scheduled Machinery & Equipment Debt			(4) \$ 1,000,000	See Indiv Sched Equipment Debt
Buildings/Improvements	\$	5,000,000	(4) \$ 2,711,150	See Transaction B & I Debt Input
Individually Scheduled Building and Improvement Debt			(4) \$ 2,000,002	See Indiv Sched B & I Debt
Other Long Term Assets	\$	600,000	(4)	
Real Estate	\$	15,000,000	(4) \$ 8,149,800	See Transaction RE Debt Input
Individually Scheduled Real Estate Debt			(4) \$ 4,500,000	See Indiv Sched RE Debt
Accounts Payable			(4) \$ 286,090	See Transaction Accounts Payable
Other Transaction Debt Assumed/Incurred:				
Other debt 1			(4) \$ 50,000	See Transaction Debt Input
Other Debt #2			(4) \$ 150,000	See Transaction Debt Input
Other 3			(4) \$ 175,000	See Transaction Debt Input
Individually Scheduled Other LT Debt			(4) \$ 1,200,000	See Indiv Sched Other LT Debt
Subordinated Debt				
Subordinated Debt		Resulting Modified IRR 10.0%	(4) \$ 15,000,000	Sub Debt needs the Term and/or Int Rate
Individually Scheduled Other Subordinated Debt		Resulting Modified IRR 18.0%	(4) \$ 8,500,000	See Indiv Sched Sub Debt
Subordinated Debt Additional Interest Payment in Kind (PIK)				
Total Sub Debt PIK Payments (paid over life of the debt)	\$10,635,344			
Subordinated Debt Warrants				
Total Sub Debt Warrants (exercised over life of the debt)	\$183,362,140			
Seller Notes				
Seller Note (Close of Sale) on Base Price - Current Pay Portion			(4) \$ 35,000,000	See Seller Debt Inputs
Seller Note (Close of Sale) on Base Price - Non Current Pay Portion			(4) \$ 5,000,000	See Seller Debt Inputs
Performance Earn Out Note Future Increase			(4) \$ -	See Seller Debt Inputs
Debt Origination Points		Debt Origination Points will be neg #	(5) \$ (7,590,918)	See Individual Loan Inputs
Transaction and Due Diligence Expenses		Transaction Expenses will be neg #	(5) \$ (729,799)	Step 7 Inputs
Minimum Beginning Working Capital		Cash for Beg Working Capital will be neg #	(6) \$ (5,100,000)	Step 7 Inputs
Equity Section				
Total Equity Required (3) - (4) + (5) + (6) = (7)		\$ 58,065,559	(7)	
Equity Group/Class or Name:				
	Cash Contribution	Cash as Equity Note	% Equity	
Investor 1	\$ 384,799		20.00%	
Investor 2	\$ 50,000,000	\$ 5,100,000	30.00%	
Investor Corp	\$ 500,000		50.00%	
Total Equity Acquired		100.00%		
Total Cash Equity Contribution			(8) \$ 50,884,799	See Equity Inputs
Total Cash Equity Note Contribution			(8) \$ 5,100,000	See Equity Inputs
Total Equity Cash Provided (8)		\$ 55,984,799		
Additional Funds are Required to Complete Transaction (7) - (8) = (9)			(9) \$ 2,080,760	