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**S&P Global**

Market Intelligence

# Transactions M&A

## Xpressfeed User Guide

**Industry Leading Fundamental Data**



## Client Support

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# Document Overview

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## What You Will Find in This Manual

- the data structure of the S&P Capital IQ Transactions M&A package, including a schema, tables, and all other tangible components of the data
- the different packages available with Transactions M&A
- the linking of Transactions M&A with other S&P Capital IQ packages
- common ways of querying the Transactions M&A package with SQL examples

## Who Should Read This Manual

This manual is for use by Xpressfeed clients utilizing the Loader and those who directly download the files from the FTP server and write their own loading procedures.

The Xpressfeed Loader generates a database schema and structure and loads M&A transactions as a set of fully indexed tables. The Loader includes functionality to automate the daily updates of Transactions M&A files and, thus, keep your database up to date.

## Other Supporting Documentation

These additional documents on the Support Center website will help you make the most of Xpressfeed and the Transcripts package:

- *Base Files User Guide* – This guide describes the data structure of the Base Files and all other tangible components of the data, as well as integration of Base Files with other S&P Global Market Intelligence data sets.
- *Xpressfeed Loader User Guide* – This user guide outlines the features and capabilities of the Xpressfeed Loader.

- *File Delivery Technical Guide for Xpressfeed* – This document provides information for clients who download the data files directly from our server and write their own loading procedures.
- *File Format Spreadsheets* – These spreadsheets contain full and change file zip file prefixes, individual text file names, and information for each column in the file (e.g., column names, column data types, whether the column is nullable, and primary keys).
- *Xpressfeed File Delivery Schedule* – This spreadsheet provides expected full and change file delivery times as well as the length of time the files remain on the server.

These resources may be found on the client support site at:  
<http://support.standardandpoors.com>.

# Executive Summary

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The S&P Capital IQ Transactions M&A package provides detailed data for merger and acquisition transactions. Coverage is for global companies, and includes specifics such as status, features, advisors, conditions, buyer, seller and target information, as well as complete consideration history and amounts (available with the Transactions M&A Consideration package).

## Collection and Coverage

The S&P Capital IQ Transactions M&A package covers transactions for all major markets in North America, Europe, Asia Pacific and Latin America. Coverage includes both private and public companies, investment firms, educational institutions, foundations, trade associations and government institutions.

Historical coverage for companies is summarized by region below:

Table 1. Historical Coverage by Region

| U.S.       | Europe     | Asia       | Africa     | Middle East | Latin Am./ Caribbean | Australia  | New Zealand |
|------------|------------|------------|------------|-------------|----------------------|------------|-------------|
| since 1998 | since 2001 | since 2005 | since 2001 | since 2005  | since 2005           | since 2001 | since 2001  |

## Available Packages

The **Transactions M&A Core** package includes M&A transactions and all associated buyer/seller/target company relationship data, advisors to the parties, transaction features, transaction status history, and transaction conditions. It also includes over 48 data items that detail the specifics of the transaction: transaction size, financing, deal attitude, deal approach, termination fees, and many others. A complete listing of these data items is available in [Transaction M&A Data Items](#). The Transaction M&A Core package serves as the foundational file for all other Transaction M&A packages.

The **Transactions M&A Consideration** package provides a detailed history of the various consideration amounts offered from the buyer to the seller. It includes the different types of consideration offered (cash, common equity, etc.) as well as initially offered and current amounts, total consideration, implied equity/enterprise values (with breakdowns), and over 140 data items detailing various consideration data. A complete listing of consideration-level data items is available in [Consideration Data Items](#) and in [Consideration Detail Data Items](#). The data set also includes abbreviated LTM financials for the buyer and target at each consideration offered and current date. A complete list of financial data items is available in [Financial Data Item List](#).

The **Transactions M&A Latest Consideration** package uses the same schema as the M&A Considerations package, but only provides data on the latest consideration offering from the buyer to the seller; this package does not provide consideration history.

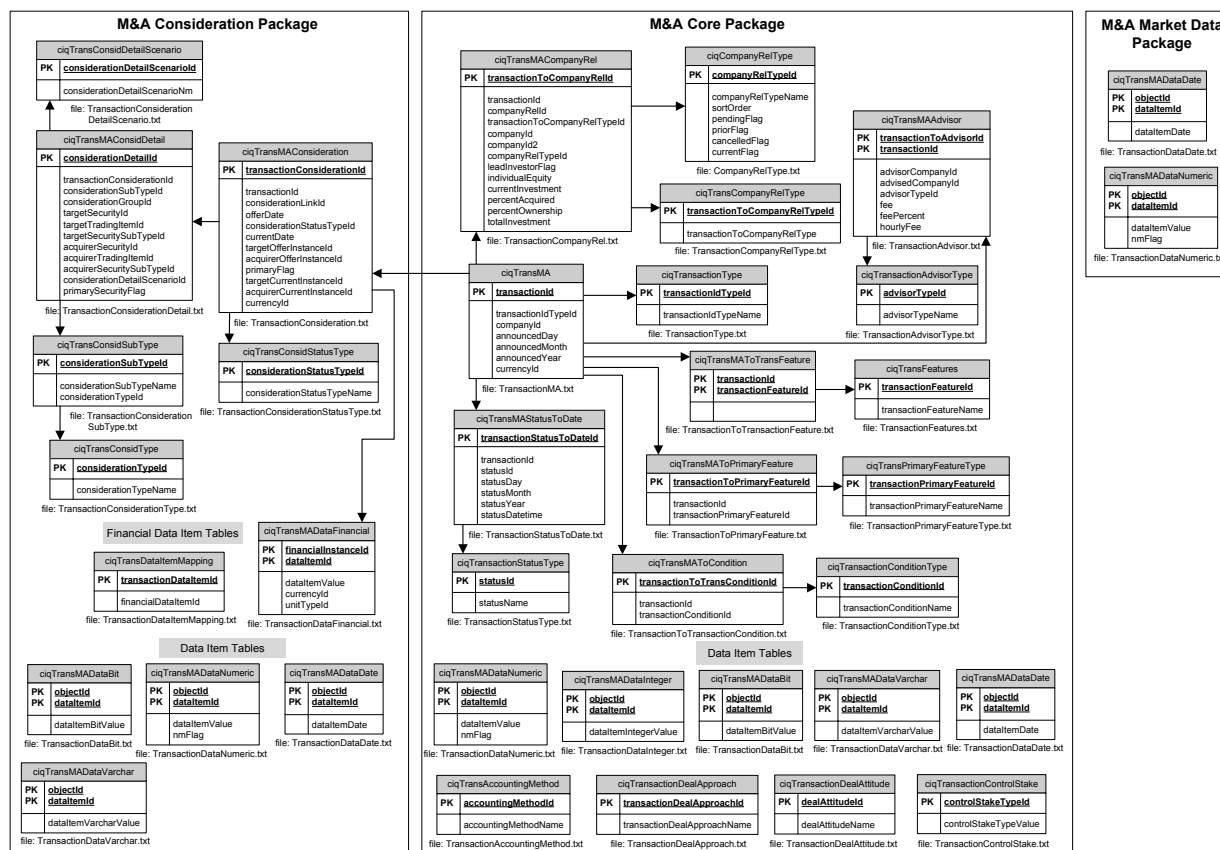
The **Transactions M&A Market Data** package provides additional pricing data items pertaining to the M&A transaction. For the both the buyer and target, this package provides stock price 1 day prior to the announcement (as well as 7 days, 30 days and 1 year), market cap 1 day prior, 52 week high and low prices, and the 1 day percentage of 52 week high and low. A complete listing of these data items is available in [Transactions M&A Market Data Items](#).



## Transactions M&A Schema

Following is the whole view of the Transactions M&A schema, including the Consideration and Market Data packages.

All schemas reflect Xpressfeed Loader table names. The associated file name for non-Loader clients is given in parentheses beneath each table.



## Linking to S&P Capital IQ Base Files

The base files are the required foundation for all other S&P Capital IQ data packages. The base files enable you to use all other S&P Capital IQ data by associating companies, symbols, securities and other base objects across all S&P Capital IQ data sets.

### Company Foundation File

The Company Foundation File contains the company name, the *companyId*, and other relevant details pertaining to a company. The *companyId* is used in Transactions M&A and in all other S&P Capital IQ data sets to associate companies to items of S&P Capital IQ content. The **ciqTransMA**, **ciqTransMACompanyRel**, and **ciqTransMAAdvisor** tables within Transactions M&A each have *companyIds* which link to the Company File.

The Company Foundation File also includes the **ciqCurrency** and **ciqExchangeRate** tables. The tables enable you to identify currency and the exchange rate to convert currency to U.S. Dollars on a given date. Within the Transactions M&A package, the tables **ciqTransMA**, **ciqTransMAConsideration**, and **ciqTransMADataFinancial** have *currencyIds* for identifying the currency that data item amounts are given in for the transaction.

### Data Item Master

The Data Item Master File contains the definitions of data items that are used for financials and other data sets within S&P Capital IQ. The Transactions M&A package has a series of data items which use the Data Item Master. For a detailed description of how these data items link to the Data Item Master, see the chapter [Using Data Items](#).

### Security File

The Security File contains all securities within S&P Capital IQ data. Within the Transactions M&A Consideration package, the **ciqTransMAConsidDetail** table has both *tradingItemIds* and *securityItemIds* which link to the **ciqTradingItem** and **ciqSecurity** tables within the Security File.

### More Information

For a more detailed discussion of the Base Files, please refer to the *S&P Capital IQ Base Files User Guide* on the client support site at: <http://support.standardandpoors.com>.

## Linking to the Transaction Reference Data Package

### From the Transactions M&A package

- The data item Transaction Stake Type ID (100507) links to the **ciqTransactionStakeType** table within the *Transaction Reference Data* package.

### From the Transactions M&A Consideration package

- The *unitTypeId* in **ciqTransMADataFinancial** links to the **ciqFinUnitType** table in the *Financial Reference Data* package.
- The fields *targetSecuritySubTypeId* and *acquirerSecuritySubTypeId* in **ciqTransMAConsiderationDetail** link to the **ciqTransSecuritySubType** table in the *Transaction Reference Data* package. The *Transaction Reference Data* package provides various reference tables for all of the transactions packages (Offerings, M&A, and future packages).

# Transactions M&A Core

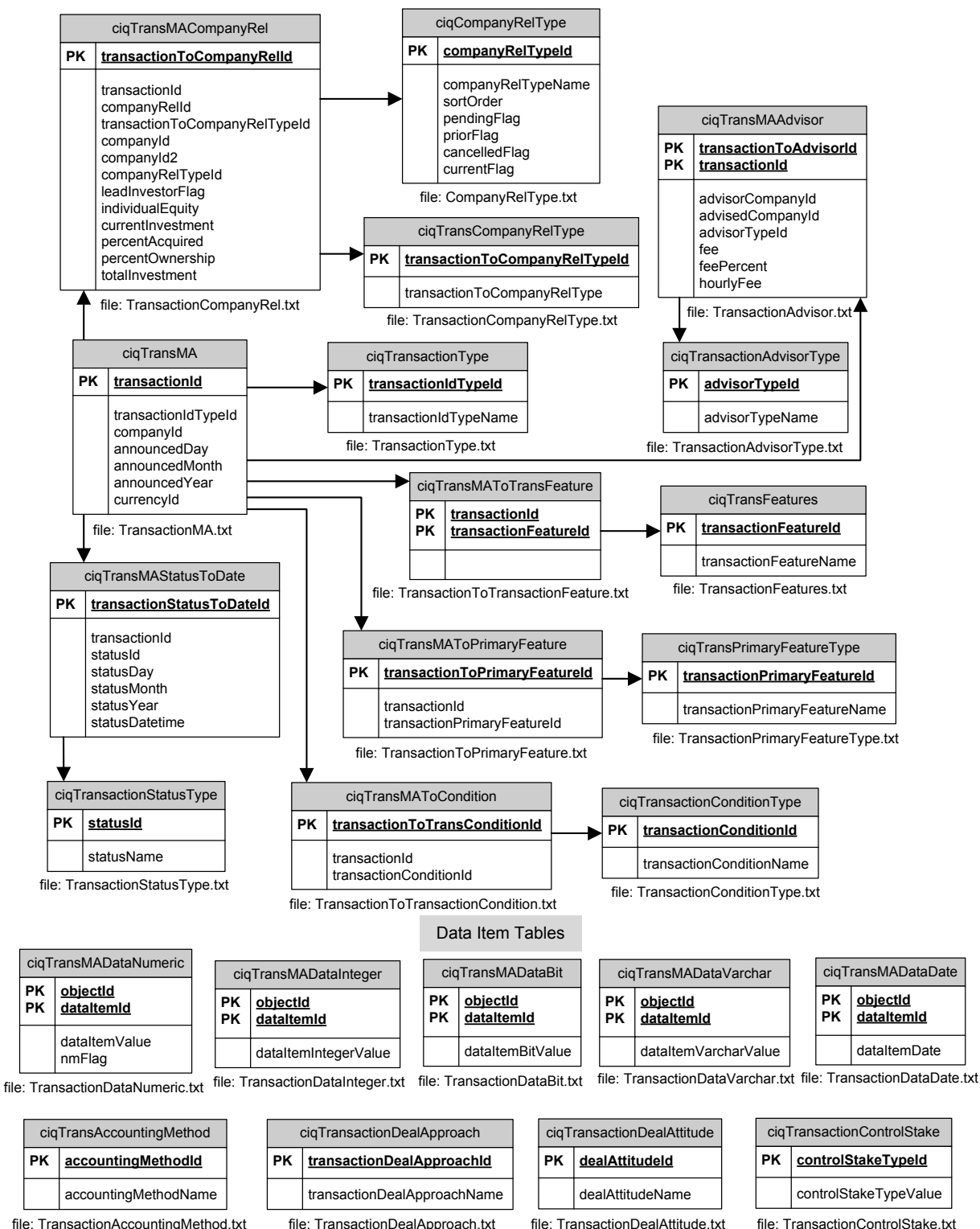
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This chapter provides the Transactions M&A Core schema, an overview of the data, and a detailed description of each table and field in the package.

A complete listing of M&A Core data items are available in the chapter [Using Data Items](#).

## Transactions M&A Core Schema

All schemas reflect Xpressfeed Loader table names. The associated file name for non-Loader clients is given in parentheses beneath each table.



## Table and Field Descriptions

### Transactions M&A Table

The **ciqTransMA** table provides M&A transactions according to the target company being acquired (represented by *companyId*) and announced date.

| ciqTransMA |   |
|------------|---|
| <b>PK</b>  | <b><u>transactionId</u></b>   |
|            | transactionIdTypeId<br>companyId<br>announcedDay<br>announcedMonth<br>announcedYear<br>currencyId |

file: TransactionMA.txt

Table 2. ciqTransMA fields

| Column Name         | Data Type | Description  |
|---------------------|-----------|--|
| transactionId       | int       | Unique identifier for a transaction  |
| transactionIdTypeId | int       | Unique identifier for the transaction type.  |
| companyId           | int       | The target company being acquired in the transaction   |
| announcedDay*       | tinyint   | Day of the announcement date of the transaction  |
| announcedMonth*     | tinyint   | Month of the announcement date of the transaction  |
| announcedYear*      | smallint  | Year of the announcement date of the transaction   |
| currencyId          | smallint  | Unique identifier for the currency of the transaction. This currency applies to all amounts (including data items) associated with the transaction. CurrencyId links to <b>ciqCurrency</b> and <b>ciqExchangeRate</b> in the Base Files so the currency and exchange rate can be determined. |

\* Day, Month and Year are broken out because in certain situations, we may not have the exact date available – possibly just the month and year.

### Transactions M&A Company Relationship Table

Each record in the **Transactions M&A Company Relationship** table represents a buyer or seller (identified by the *companyId*) associated with the transaction. Each M&A transaction can have zero to many buyers and zero to many sellers. It is possible to have zero buyers in a transaction if the target is being acquired by individuals (not companies) or if the transaction is part of a Management Buyout (*transactionFeatureId* = 12). The *transactionToCompanyRelTypeId* indicates whether the company is a buyer or seller.

| ciqTransMACompanyRel |  |
|----------------------|--|
| PK                   | <u>transactionToCompanyRelId</u>   |
|                      | transactionId<br>companyRelId<br>transactionToCompanyRelTypeId<br>companyId<br>companyId2<br>companyRelTypeId<br>leadInvestorFlag<br>individualEquity<br>currentInvestment<br>percentAcquired<br>percentOwnership<br>totalInvestment |

file: TransactionCompanyRel.txt

Table 3. ciqTransMACompanyRel fields

| Column Name                   | Data Type | Description  |
|-------------------------------|-----------|--|
| transactionToCompanyRelId     | int       | Unique identifier of the M&A transaction company relationship  |
| transactionId                 | int       | Unique identifier of the M&A transaction   |
| companyRelId                  | int       | Unique identifier of the company relationship, which can be used to link to the Company Relationships feed.  |
| transactionToCompanyRelTypeId | smallint  | Unique identifier of the company relationship type within the specific context of this transaction, indicating whether the related company is a buyer or seller. |
| companyId                     | int       | Seller or buyer <i>companyId</i>   |
| companyId2                    | int       | Target acquired in the M&A transaction. This will be the same as the <i>companyId</i> in the <b>ciqTransMA</b> table for that transaction.                       |

| Column Name       | Data Type | Description   |
|-------------------|-----------|---|
| companyRelTypeId  | tinyint   | Unique identifier of the company relationship type, indicating the seller or buyer's relationship to the target.  |
| leadInvestorFlag  | bit       | Identifies the lead investor where more than one buyer is involved. For buyers, this flag will be set to 1 if a lead investor was indicated in the transaction. (Not all transactions with multiple buyers indicate a lead investor.) Otherwise this flag is set to 0 for all other buyers.   |
| individualEquity  | decimal   | <b><i>This field is not applicable to the Transactions MA package.</i></b>  |
| currentInvestment | decimal   | This applies only to buyers. It gives the amount in millions of local currency the buyer company will invest in the particular transaction once complete. This is similar to Total Consideration to Shareholders, but for the individual buyers (if available). The <i>currencyId</i> in the <b>ciqTransMA</b> table indicates the currency.                                |
| percentAcquired   | decimal   | For buyers, this is the percentage stake that will be acquired in the target company once the transaction is complete. For sellers, this is the percentage stake in the target company to be sold once the transaction is complete. This figure is only given if it was made available at collection, and is NULL otherwise.  |
| percentOwnership  | decimal   | The total percentage stake the buyer or seller has in the target company upon closing of the transaction. This only changes once a transaction is closed. This differs from <i>percentAcquired</i> in that it represents the <b>total</b> percentage stake owned across different transactions rather than the individual stake acquired during the particular transaction. |

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| Column Name     | Data Type | Description  |
|-----------------|-----------|--|
| totalInvestment | decimal   | Total investment (in millions of local currency) by the buyer or seller in the target company over time. If more than one transaction between the buyer/seller and target company exists, this is the sum of those investments. The <i>currencyId</i> in the <b>ciqTransMA</b> table indicates the currency. |



### Transaction Company Relationship Type Table

**ciqTransCompanyRelType** is a reference table that indicates whether the company related to the target is a buyer or seller for the M&A transaction.

| ciqTransCompanyRelType |   |
|------------------------|---|
| <b>PK</b>              | <b><u>transactionToCompanyRelTypeid</u></b> |
|                        | transactionToCompanyRelType                 |

file: TransactionCompanyRelType.txt

Table 4. ciqTransCompanyRelType fields

| Column Name                 | Data Type         | Description  |   |                  |   |        |   |                   |   |                 |
|-----------------------------|-------------------|--|---|------------------|---|--------|---|-------------------|---|-----------------|
| transactionToCompRelTypeid  | int               | Unique identifier for the type of company relationship associated with the transaction   |   |                  |   |        |   |                   |   |                 |
| transactionToCompanyRelType | varchar           | Textual description indicating the related company is a buyer or seller. Values are: <table><tr><td>1</td><td>Investor / Buyer</td></tr><tr><td>2</td><td>Seller</td></tr><tr><td>3</td><td>Lender/Creditor #</td></tr><tr><td>4</td><td>Target/Issuer *</td></tr></table> | 1 | Investor / Buyer | 2 | Seller | 3 | Lender/Creditor # | 4 | Target/Issuer * |
| 1                           | Investor / Buyer  |  |   |                  |   |        |   |                   |   |                 |
| 2                           | Seller            |  |   |                  |   |        |   |                   |   |                 |
| 3                           | Lender/Creditor # |  |   |                  |   |        |   |                   |   |                 |
| 4                           | Target/Issuer *   |  |   |                  |   |        |   |                   |   |                 |

# This code is not applicable to this package.

\* This code is not applicable to Xpressfeed.

### Company Relationship Type Table

**ciqCompanyRelType** is a reference table that indicates the relationship type of the target company to the buyer or seller. This includes whether it is a current, prior, pending or cancelled relationship.

| ciqCompanyRelType |   |
|-------------------|---|
| PK                | <u>companyRelTypeId</u>   |
|                   | companyRelTypeName<br>sortOrder<br>pendingFlag<br>priorFlag<br>cancelledFlag<br>currentFlag |

file: CompanyRelType.txt

Table 5. ciqCompanyRelType fields

| Column Name                       | Data Type | Description  |                                   |                                 |                  |               |                                  |                    |
|-----------------------------------|-----------|--|-----------------------------------|---------------------------------|------------------|---------------|----------------------------------|--------------------|
| companyRelTypeId                  | int       | Unique identifier of the company relationship type   |                                   |                                 |                  |               |                                  |                    |
| companyRelTypeName                | varchar   | <div><p>Description of the relationship between the target company and the buyer or seller. The pattern for this type begins with “Current”, “Pending,” “Prior,” or “Cancelled” and ends with the type of relationship. For example, “Current Investment” indicates the target company is a current investment of the buyer or seller. Other relationship types include:</p><table><tr><td>Current Subsidiary/Operating Unit</td></tr><tr><td>Prior Subsidiary/Operating Unit</td></tr><tr><td>Prior Investment</td></tr><tr><td>Merged Entity</td></tr><tr><td>Cancelled Acquisition/Investment</td></tr><tr><td>Current Investment</td></tr></table></div> | Current Subsidiary/Operating Unit | Prior Subsidiary/Operating Unit | Prior Investment | Merged Entity | Cancelled Acquisition/Investment | Current Investment |
| Current Subsidiary/Operating Unit |           |  |                                   |                                 |                  |               |                                  |                    |
| Prior Subsidiary/Operating Unit   |           |  |                                   |                                 |                  |               |                                  |                    |
| Prior Investment                  |           |  |                                   |                                 |                  |               |                                  |                    |
| Merged Entity                     |           |  |                                   |                                 |                  |               |                                  |                    |
| Cancelled Acquisition/Investment  |           |  |                                   |                                 |                  |               |                                  |                    |
| Current Investment                |           |  |                                   |                                 |                  |               |                                  |                    |
| sortOrder                         | int       | Order the <b>ciqCompanyRelType</b> table by <i>sortOrder</i> to group relationship types according to the last part of the relationship type name (Investment, Investment Arm, Affiliate, etc.)  |                                   |                                 |                  |               |                                  |                    |
| pendingFlag                       | bit       | Flag for relationship types that are part of the “Pending” category  |                                   |                                 |                  |               |                                  |                    |

---

| Column Name   | Data Type | Description   |
|---------------|-----------|---|
| priorFlag     | bit       | Flag for relationship types that are part of the "Prior" category     |
| cancelledFlag | bit       | Flag for relationship types that are part of the "Cancelled" category |
| currentFlag   | bit       | Flag for relationship types that are part of the "Current" category.  |

### Transactions M&A Advisor Table

The **ciqTransMAAdvisor** table provides all advisor companies associated with the transaction. There can be zero to many advisors for each transaction. Advisor companies can advise the target, buyer or seller companies: these relationships are indicated by the *advisorCompanyId* and *advisedCompanyId* fields.

| ciqTransMAAdvisor |   |
|-------------------|---|
| <b>PK</b>         | <b><u>transactionToAdvisorId</u></b>  |
| <b>PK</b>         | <b><u>transactionId</u></b>   |
|                   | advisorCompanyId<br>advisedCompanyId<br>advisorTypeId<br>fee<br>feePercent<br>hourlyFee |

file: TransactionAdvisor.txt

Table 6. ciqTransMAAdvisor fields

| Column Name            | Data Type | Description   |
|------------------------|-----------|---|
| transactionToAdvisorId | int       | Unique identifier for the advisor associated with the transaction   |
| transactionId          | int       | Unique identifier for the transaction. Each transaction can have zero to many advisors.   |
| advisorCompanyId       | int       | Unique identifier for the advisor company. This links to the <b>ciqCompany</b> table in the Base files.   |
| advisedCompanyId       | int       | Unique identifier for the advised company (whether target, buyer or seller). This links to the <b>ciqCompany</b> table in the Base files.   |
| advisorTypeId          | int       | Unique identifier for the advisor type  |
| fee                    | decimal   | Total amount paid to the advisor company by the advisee, in actual currency (not millions). This figure is only given if it was reported by the company. The <i>currencyId</i> in the <b>ciqTransMA</b> table indicates the currency. |
| feePercent             | decimal   | Percentage of total consideration paid to the advisor company by the advised, if an amount was reported.  |

| Column Name | Data Type | Description   |
|-------------|-----------|---|
| hourlyFee   | decimal   | Total hourly amount paid to the advisor company by the advisee, in actual currency. This figure is only given if an amount was reported. The <i>currencyId</i> in the <b>ciqTransMA</b> table indicates the currency. |

### Transaction Advisor Type Table

The **ciqTransactionAdvisorType** is a reference table that provides the advisor company type: Financial Advisor, Legal Advisor, Accountant, etc.

| ciqTransactionAdvisorType |                             |
|---------------------------|-----------------------------|
| <b>PK</b>                 | <b><u>advisorTypeId</u></b> |
|                           | advisorTypeName             |

file: TransactionAdvisorType.txt

Table 7. ciqTransactionAdvisorType fields

| Column Name               | Data Type | Description   |                   |               |            |                   |                           |
|---------------------------|-----------|---|-------------------|---------------|------------|-------------------|---------------------------|
| advisorTypeId             | int       | Unique identifier for the advisor type  |                   |               |            |                   |                           |
| advisorTypeName           | varchar   | <div>Textual description of the advisor type. Examples include the following:</div> <table><tr><td>Financial Advisor</td></tr><tr><td>Legal Advisor</td></tr><tr><td>Accountant</td></tr><tr><td>Information Agent</td></tr><tr><td>Fairness Opinion Provider</td></tr></table> | Financial Advisor | Legal Advisor | Accountant | Information Agent | Fairness Opinion Provider |
| Financial Advisor         |           |   |                   |               |            |                   |                           |
| Legal Advisor             |           |   |                   |               |            |                   |                           |
| Accountant                |           |   |                   |               |            |                   |                           |
| Information Agent         |           |   |                   |               |            |                   |                           |
| Fairness Opinion Provider |           |   |                   |               |            |                   |                           |

### Transaction Type Table

**ciqTransactionType** is a reference table that provides the textual description of the transaction type. For the Transactions M&A package, the transaction type will always be **2 – Merger/Acquisition** or **14 – Buyback**.

| ciqTransactionType |                                   |
|--------------------|-----------------------------------|
| <b>PK</b>          | <b><u>transactionIdTypeId</u></b> |
|                    | transactionIdTypeName             |

(file: TransactionType.txt)

Table 8. ciqTransactionType fields

| Column Name           | Data Type            | Description  |   |                   |   |                      |   |                 |   |                    |    |              |    |            |    |           |    |                    |
|-----------------------|----------------------|--|---|-------------------|---|----------------------|---|-----------------|---|--------------------|----|--------------|----|------------|----|-----------|----|--------------------|
| transactionIdTypeeld  | int                  | Unique identifier for the transaction type   |   |                   |   |                      |   |                 |   |                    |    |              |    |            |    |           |    |                    |
| transactionIdTypeName | varchar              | <div>Textual description of the transaction type, which has the following values:</div> <table><tr><td>1</td><td>Private Placement</td></tr><tr><td>2</td><td>Merger/Acquisition *</td></tr><tr><td>6</td><td>Public Offering</td></tr><tr><td>7</td><td>Spin-Off/Split-Off</td></tr><tr><td>10</td><td>Fund Raising</td></tr><tr><td>12</td><td>Bankruptcy</td></tr><tr><td>14</td><td>Buyback *</td></tr><tr><td>15</td><td>Shelf Registration</td></tr></table> | 1 | Private Placement | 2 | Merger/Acquisition * | 6 | Public Offering | 7 | Spin-Off/Split-Off | 10 | Fund Raising | 12 | Bankruptcy | 14 | Buyback * | 15 | Shelf Registration |
| 1                     | Private Placement    |  |   |                   |   |                      |   |                 |   |                    |    |              |    |            |    |           |    |                    |
| 2                     | Merger/Acquisition * |  |   |                   |   |                      |   |                 |   |                    |    |              |    |            |    |           |    |                    |
| 6                     | Public Offering      |  |   |                   |   |                      |   |                 |   |                    |    |              |    |            |    |           |    |                    |
| 7                     | Spin-Off/Split-Off   |  |   |                   |   |                      |   |                 |   |                    |    |              |    |            |    |           |    |                    |
| 10                    | Fund Raising         |  |   |                   |   |                      |   |                 |   |                    |    |              |    |            |    |           |    |                    |
| 12                    | Bankruptcy           |  |   |                   |   |                      |   |                 |   |                    |    |              |    |            |    |           |    |                    |
| 14                    | Buyback *            |  |   |                   |   |                      |   |                 |   |                    |    |              |    |            |    |           |    |                    |
| 15                    | Shelf Registration   |  |   |                   |   |                      |   |                 |   |                    |    |              |    |            |    |           |    |                    |

\* For the Transactions M&A package, the transaction type will always be **2 – Merger/Acquisition** or **14 – Buyback**.

Transaction Feature Tables

The **ciqTransMAToTransFeature** and **ciqTransFeatures** Tables provides zero to many features for each M&A transaction. Not all of the features found in **ciqTransFeatures** are referenced by M&A transactions (they may be used by other transaction packages); for a list of all relevant M&A transaction features and their definitions, see [Appendix A: M&A Feature Definitions](#).

| ciqTransMAToTransFeature |                             |
|--------------------------|-----------------------------|
| PK                       | <u>transactionId</u>        |
| PK                       | <u>transactionFeatureId</u> |
|                          |                             |

file: TransactionToTransactionFeature.txt

| ciqTransFeatures |                             |
|------------------|-----------------------------|
| PK               | <u>transactionFeatureId</u> |
|                  | transactionFeatureName      |

file: TransactionFeatures.txt

Table 9. ciqTransMAToTransFeature and ciqTransFeatures fields

| Column Name            | Data Type | Description   |
|------------------------|-----------|---|
| transactionId          | int       | Unique identifier of the transaction  |
| transactionFeatureId   | int       | Unique identifier of the transaction feature  |
| transactionFeatureName | varchar   | Textual description of the transaction feature. Not all of the features found in <b>ciqTransFeatures</b> are referenced by M&A transactions (they may be used by other transaction types), for a list of all relevant M&A transaction features, see <a href="#">Appendix A: M&amp;A Feature Definitions</a> . |

### Transaction Primary Feature Tables

The **ciqTransMAToPrimaryFeature** and **ciqTransPrimaryFeatureType** Tables provide the primary feature of the M&A transaction. For each transaction there is one and only one primary feature, and for M&A transactions the primary feature is always **1 – Acquisition of Equity Stake**.

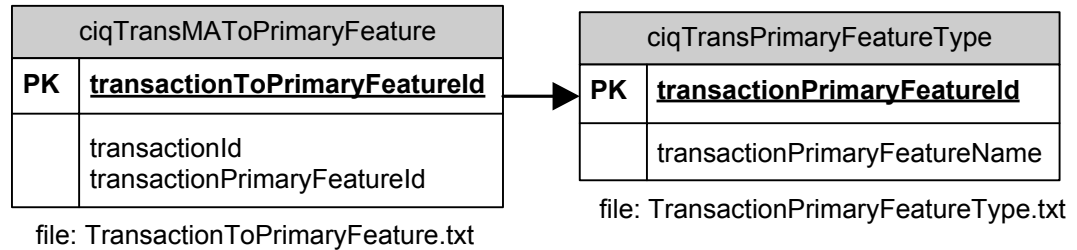


Table 10. ciqTransMAToPrimaryFeature and ciqTransPrimaryFeatureType fields

| Column Name                   | Data Type | Description  |
|-------------------------------|-----------|--|
| transactionToPrimaryFeatureId | int       | Unique identifier of the transaction to primary feature  |
| transactionId                 | int       | Unique identifier of the transaction   |
| transactionPrimaryFeatureId   | int       | Unique identifier of the transaction primary feature   |
| transactionPrimaryFeatureName | varchar   | Textual description of the transaction primary feature. For M&A transactions it is always <b>1 – Acquisition of Equity Stake</b> . |



## Transaction Condition Tables

The **ciqTransMAToCondition** and **ciqTransactionConditionType** Tables provides all conditions the M&A transaction is subject to. For each transaction there can be zero to many conditions.

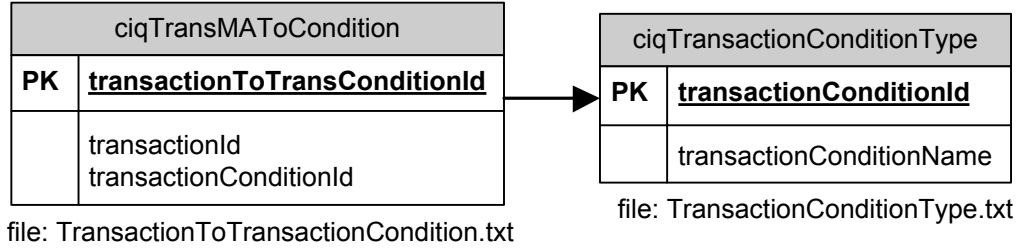


Table 11. ciqTransMAToCondition and ciqTransactionConditionType fields

| Column Name                                  | Data Type | Description   |  |                                  |  |   |  |
|--|-----------|---|--|----------------------------------|--|---|--|
| transactionToTransConditionId                | int       | Unique identifier of the transaction to transaction condition   |  |                                  |  |   |  |
| transactionId                                | int       | Unique identifier of the transaction  |  |                                  |  |   |  |
| transactionConditionId                       | smallint  | Unique identifier of the transaction condition  |  |                                  |  |   |  |
| transactionConditionName                     | varchar   | <div>Textual description of the transaction condition. Examples include the following:</div> <table><tr><td>Approval by Regulatory Board / Committee</td></tr><tr><td>Subject to Antitrust Regulations</td></tr><tr><td>Approval of Offer by Target / Acquirer Board</td></tr><tr><td>Consummation of Due Diligence Investigation</td></tr><tr><td>Approval of Offer by Acquirer Shareholders</td></tr></table> | Approval by Regulatory Board / Committee | Subject to Antitrust Regulations | Approval of Offer by Target / Acquirer Board | Consummation of Due Diligence Investigation | Approval of Offer by Acquirer Shareholders |
| Approval by Regulatory Board / Committee     |           |   |  |                                  |  |   |  |
| Subject to Antitrust Regulations             |           |   |  |                                  |  |   |  |
| Approval of Offer by Target / Acquirer Board |           |   |  |                                  |  |   |  |
| Consummation of Due Diligence Investigation  |           |   |  |                                  |  |   |  |
| Approval of Offer by Acquirer Shareholders   |           |   |  |                                  |  |   |  |

### Transaction Status to Date Table

The **ciqTransMAStatusToDate** table provides a history of the various statuses an M&A Transaction has undergone. Four status types are possible for an M&A Transaction: Announced, Closed, Cancelled or Effective. Note that to find the most recent status, the data item Latest Status ID (100505) is also available in the Data Item tables. This data item is an integer that links to the **ciqTransactionStatusType** reference table.

| ciqTransMAStatusToDate |   |
|------------------------|---|
| PK                     | <u>transactionStatusToDateId</u>  |
|                        | transactionId<br>statusId<br>statusDay<br>statusMonth<br>statusYear<br>statusDatetime |

file: TransactionStatusToDate.txt

Table 12. ciqTransMAStatusToDate fields

| Column Name               | Data Type | Description   |
|---------------------------|-----------|---|
| transactionStatusToDateId | int       | Unique identifier of the transaction status to date |
| transactionId             | int       | Unique identifier of the transaction                |
| statusId                  | tinyint   | Unique identifier of the status type                |
| statusDay                 | tinyint   | Day of the status                                   |
| statusMonth               | tinyint   | Month of the status                                 |
| statusYear                | smallint  | Year of the status                                  |
| statusDatetime            | datetime  | Full date of the status                             |

## Transaction Status Type

The **ciqTransactionStatusType** table is a reference table that provides the textual description of the transaction status. Not all of the statuses in **ciqTransactionStatus** are referenced by M&A transactions (they may be used by other transaction packages). Only four are possible for M&A transactions: 1 - Announced, 2 - Closed, 3 - Cancelled or 4 - Effective.

| ciqTransactionStatusType |                        |
|--------------------------|------------------------|
| <b>PK</b>                | <b><u>statusId</u></b> |
|                          | statusName             |

file: TransactionStatusType.txt

Table 13. ciqTransactionStatusType fields

| Column Name | Data Type | Description   |             |
|-------------|-----------|---|-------------|
| statusId    | tinyint   | Unique identifier of the transaction status   |             |
| statusName  | varchar   | Textual description of the transaction status.<br>Only four are used by M&A transactions: |             |
|             |           | 1   | Announced   |
|             |           | 2   | Closed      |
|             |           | 3   | Cancelled   |
|             |           | 4   | Effective * |

\* Effective status means that the exact closing date is not known but the available information suggests that the transaction is already closed. The effective date in such cases is the date of the source document.

## Transaction M&A Data Bit Table

**ciqTransMADataBit** table delivers the bit value for data items.

| ciqTransMADataBit |                          |
|-------------------|--------------------------|
| <b>PK</b>         | <b><u>objectId</u></b>   |
| <b>PK</b>         | <b><u>dataItemId</u></b> |
|                   | dataItemBitValue         |

file: TransactionDataBit.txt

Table 14. ciqTransMADataBit fields

| Column Name      | Data Type | Description  |
|------------------|-----------|--|
| objectId         | int       | The <i>objectTypeId</i> indicates the primary key that the <i>objectId</i> of the item value references. There are three <i>objectTypes</i> that are used by the Transactions M&A package data items:<br><b>14 – TransactionId</b><br><b>25 – TransactionConsiderationId</b><br><b>26 – TransactionConsiderationDetailId</b> |
| dataItemId       | int       | Unique identifier for a data item  |
| dataItemBitValue | bit       | The bit value for the data item  |

## Transaction M&A Data Numeric Table

**ciqTransMADDataNumeric** table delivers numeric data items.

| ciqTransMADDataNumeric |                          |
|------------------------|--------------------------|
| <b>PK</b>              | <b><u>objectId</u></b>   |
| <b>PK</b>              | <b><u>dataItemId</u></b> |
|                        | dataItemValue<br>nmFlag  |

file: TransactionDataNumeric.txt

Table 15. ciqTransMADDataNumeric fields

| Column Name   | Data Type | Description  |
|---------------|-----------|--|
| objectId      | int       | The <i>objectTypeId</i> indicates the primary key that the <i>objectId</i> of the item value references. There are three <i>objectTypeIds</i> that are used by the Transactions M&A package data items:<br><b>14 – TransactionId</b><br><b>25 – TransactionConsiderationId</b><br><b>26 – TransactionConsiderationDetailId</b> |
| dataItemId    | int       | Unique identifier for a data item  |
| dataItemValue | numeric   | The value for the data item  |
| nmFlag        | bit       | Non-Meaningful Flag. In the case of numeric ratios (such as TEV/EBIT, etc.), a value of 1 indicates that the calculated ratio or one of its components is negative or otherwise not meaningful   |

## Transaction M&A Data Date Table

**ciqTransMADateDate** table delivers the date associated with a data item.

| ciqTransMADateDate |                          |
|--------------------|--------------------------|
| <b>PK</b>          | <b><u>objectId</u></b>   |
| <b>PK</b>          | <b><u>dataItemId</u></b> |
|                    | dataItemDate             |

file: TransactionDataDate.txt

Table 16. ciqTransMADateDate fields

| Column Name  | Data Type | Description  |
|--------------|-----------|--|
| objectId     | int       | The <i>objectTypeId</i> indicates the primary key that the <i>objectId</i> of the item value references. There are three <i>objectTypeIds</i> that are used by the Transactions M&A package data items:<br><b>14 – TransactionId</b><br><b>25 – TransactionConsiderationId</b><br><b>26 – TransactionConsiderationDetailId</b> |
| dataItemId   | int       | Unique identifier for a data item  |
| dataItemDate | datetime  | The date associated with a data item   |

### Transaction M&A Data Varchar Table

**ciqTransMADataVarchar** table delivers varchar value associated with a data item.

| ciqTransMADataVarchar |                      |
|-----------------------|----------------------|
| PK                    | <u>objectId</u>      |
| PK                    | <u>dataItemId</u>    |
|                       | dataItemVarcharValue |

file: TransactionDataVarchar.txt

Table 17. ciqTransMADataVarchar fields

| Column Name          | Data Type | Description  |
|----------------------|-----------|--|
| objectId             | int       | The <i>objectTypeId</i> indicates the primary key that the <i>objectId</i> of the item value references. There are three <i>objectTypeIds</i> that are used by the Transactions M&A package data items:<br><b>14 – TransactionId</b><br><b>25 – TransactionConsiderationId</b><br><b>26 – TransactionConsiderationDetailId</b> |
| dataItemId           | int       | Unique identifier for a data item  |
| dataItemVarcharValue | varchar   | The varchar value associated with a data item.   |

## Transaction M&A Data Integer Table

**ciqTransMADataInteger** table delivers integer value associated with a data item.

| ciqTransMADataInteger |                      |
|-----------------------|----------------------|
| PK                    | <u>objectId</u>      |
| PK                    | <u>dataItemId</u>    |
|                       | dataItemIntegerValue |

file: TransactionDataInteger.txt

Table 18. ciqTransMADataInteger fields

| Column Name          | Data Type | Description  |
|----------------------|-----------|--|
| objectId             | int       | The <i>objectTypeId</i> indicates the primary key that the <i>objectId</i> of the item value references. There are three <i>objectTypeIds</i> that are used by the Transactions M&A package data items:<br><b>14 – TransactionId</b><br><b>25 – TransactionConsiderationId</b><br><b>26 – TransactionConsiderationDetailId</b> |
| dataItemId           | int       | Unique identifier for a data item  |
| dataItemIntegerValue | int       | The integer value associated with a data item  |



## Transaction Accounting Method Table

**ciqTransAccountingMethod** table provides the unique identifier for the accounting method along with the name.

| ciqTransAccountingMethod |                                  |
|--------------------------|----------------------------------|
| <b>PK</b>                | <b><u>accountingMethodId</u></b> |
|                          | accountingMethodName             |

file: TransactionAccountingMethod.txt

Table 19. ciqTransAccountingMethod fields

| Column Name          | Data Type | Description                                     |
|----------------------|-----------|---|
| accountingMethodId   | tinyint   | The unique identifier for the accounting method |
| accountingMethodName | varchar   | The name of the accounting method               |

## Transaction Deal Approach

**ciqTransConsidDealApproach** table provides the unique identifier for the transaction deal approach along with the name.

| ciqTransactionDealApproach |   |
|----------------------------|---|
| <b>PK</b>                  | <b><u>transactionDealApproachId</u></b> |
|                            | transactionDealApproachName             |

file: TransactionDealApproach.txt

Table 20. ciqTransConsidDealApproach fields

| Column Name                 | Data Type | Description   |
|-----------------------------|-----------|---|
| transactionDealApproachId   | tinyint   | The unique identifier for the transaction deal approach |
| transactionDealApproachName | varchar   | The name of the transaction deal approach               |

### Transaction M&A Data Integer Table

**ciqTransactionDealAttitude** table provides the unique identifier for the deal attitude along with the name.

| ciqTransactionDealAttitude |                              |
|----------------------------|------------------------------|
| <b>PK</b>                  | <b><u>dealAttitudeId</u></b> |
|                            | dealAttitudeName             |

file: TransactionDealAttitude.txt

Table 21. ciqTransactionDealAttitude fields

| Column Name      | Data Type | Description                                 |
|------------------|-----------|---|
| dealAttitudeId   | tinyint   | The unique identifier for the deal attitude |
| dealAttitudeName | varchar   | The name for the deal attitude              |

### Transaction Control Stake Table

**ciqTransactionControlStake** table provides the unique identifier for the control stake type along with the value.

| ciqTransactionControlStake |                                  |
|----------------------------|----------------------------------|
| <b>PK</b>                  | <b><u>controlStakeTypeId</u></b> |
|                            | controlStakeTypeValue            |

file: TransactionControlStake.txt

Table 22. ciqTransactionControlStake fields

| Column Name           | Data Type | Description                                      |
|-----------------------|-----------|--|
| controlStakeTypeId    | int       | The unique identifier for the control stake type |
| controlStakeTypeValue | varchar   | The name for the control stake type value        |

## Using the Data

The Transactions M&A schema includes both Data and Reference tables as well as a series of Data Item tables.

### Data and Reference Tables

The records in the **ciqTransMA** table represent M&A transactions. The *companyId* in this table represents the target company or asset being acquired in the M&A Transaction.

For each M&A transaction there are zero to many sellers and zero to many buyers.<sup>1</sup> Buyers and sellers are represented as records in the Company Relationships table (**ciqTransMACompanyRel**), where the *companyId* represents the company, and the *transactionToCompanyRelTypeId* indicates whether the company is a buyer or seller.

For each M&A Transaction there can be zero to many Advisors (represented in **ciqTransMAAdvisor**). Advisor companies may have advised either the target, the buyer or the seller; these relationships are indicated by the *advisorCompanyId* and *advisedCompanyId* fields.

Each M&A Transaction will have one and only one primary feature (**ciqTransMAToPrimaryFeature**); the primary feature is dependent on the transaction type.

Each transaction can have zero to many features (**ciqTransMAToTransFeature**); applicable features and their definitions are given in [Appendix A: M&A Feature Definitions](#).

Each transaction can have zero to many conditions surrounding the transaction (**ciqTransMAToCondition**); examples include Subject to Antitrust Regulations, Approval of Offer by Target, etc.

The **ciqTransactionType** reference table indicates the type of transaction in the Transactions M&A package, for example, **2 – Merger/Acquisition** or **14 – Buybacks**.

A history of the various statuses an M&A Transaction has undergone is given in the **ciqTransMAStatusToDate** table. Four status types are possible for an M&A Transaction: Announced, Closed, Cancelled or Effective. Note that to find the most recent status, the data item Latest Status ID (100505) is available in the Data Item tables. This data item is an integer that links to the **ciqTransactionStatusType** reference table.

Reference tables that do not have 'MA' in the name, such as **ciqTransactionType**, **ciqTransFeatures**, and **ciqTransactionConditionType**, may be used by other transactions packages (such as Transactions Offerings); as a result some of the reference records in these tables may not be used by Transactions M&A. For example, **ciqTransactionStatusType** has approximately 15 status types, but only 4 (Announced, Closed, Cancelled or Effective) are used by M&A transactions.

<sup>1</sup> Having zero sellers is common and involves the entire stake being sold by the target itself rather than a seller or group of sellers. It is possible to have zero buyers in a transaction if the target is being acquired by individuals (not companies) or if the transaction is part of a Management Buyout (transactionFeatureId = 12).

### **Data Item Tables**

The data item tables provide approximately 48 data items that pertain to each M&A transaction. Definitions for these items are referenced through the Data Item Master tables included in the Base Files. Examples of the M&A transaction data items include Accounting Method (100508), Comments (100580), Transaction Size (100504), and Deal Attitude (100509).

A guide on how to query data item values, how data items are referenced in the Data Item Master, and a complete listing of M&A transaction data items are available in the chapter [Using Data Items](#).

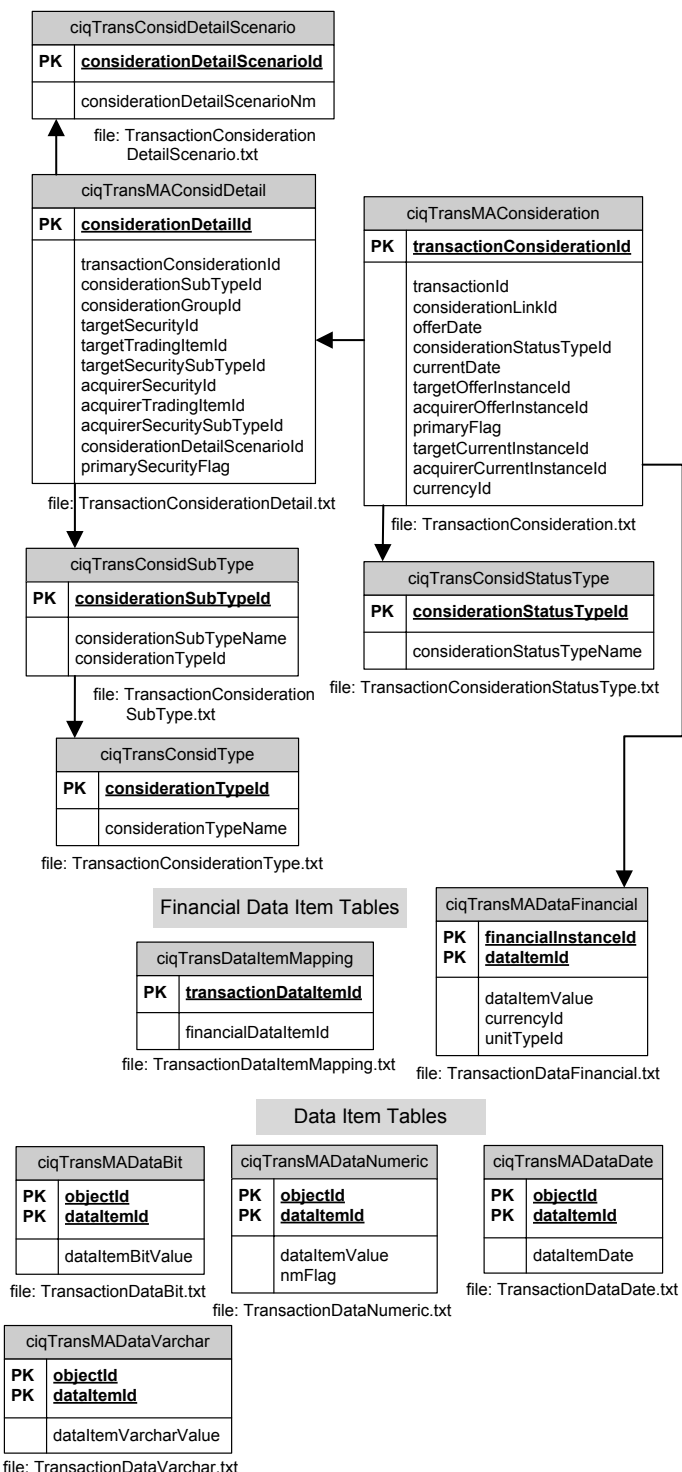
# Transactions M&A Consideration

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This chapter provides the Transactions M&A Consideration schema, an overview of the data, and a detailed description of each table and field in the package.

A complete listing of M&A Consideration data items are available in the chapter [Using Data Items](#).

**Transactions M&A Consideration** package is an add-on to the Transactions M&A package that provides a history of all considerations offered in the transaction. The **Transactions M&A Latest Consideration** package is an add-on to the Transactions M&A package that provides only the most recent or final consideration offered. Both packages use the following schema:



## Table and Field Descriptions

### Transactions M&A Consideration

The **ciqTransMAConsideration** table provides a history of the different consideration offerings of the M&A transaction. For each transaction, there can be multiple consideration records, linked by *transactionId*.

| ciqTransMAConsideration |  |
|-------------------------|--|
| PK                      | <u>transactionConsiderationId</u>  |
|                         | transactionId<br>considerationLinkId<br>offerDate<br>considerationStatusTypeId<br>currentDate<br>targetOfferInstanceId<br>acquirerOfferInstanceId<br>primaryFlag<br>targetCurrentInstanceId<br>acquirerCurrentInstanceId<br>currencyId |

file: TransactionConsideration.txt

Table 23. ciqTransMAConsideration fields

| Column Name                | Data Type | Description   |
|----------------------------|-----------|---|
| transactionConsiderationId | int       | Unique identifier of the consideration  |
| transactionId              | int       | Unique identifier of the transaction  |
| considerationLinkId        | int       | An ordering indicator for the history of the consideration offerings: 1 indicates the first consideration offering, 2 the second consideration offering, 3 the third consideration offering, etc. |
| offerDate                  | datetime  | Date the consideration was offered  |
| considerationStatusTypeId  | int       | Unique identifier of the consideration status   |

| Column Name                | Data Type | Description   |
|----------------------------|-----------|---|
| currentDate                | datetime  | When the consideration is Open (considerationStatusTypeld = 1) this is the current date. When the consideration is Paid (considerationStatusTypeld = 3) this date becomes the paid date in history. When the consideration is Withdrawn (considerationStatusTypeld = 2) this date becomes Null. Note that 'Current' data item values also become Null when the consideration status is Withdrawn (for more information see <a href="#">As-Reported, Offered, Presentation and Current Prefixes</a> ). |
| targetOfferInstancelld     | int       | Unique identifier for the target company's LTM financials at the offer date. This links to the <i>financialInstancelld</i> in <b>ciqTransMADataFinancial</b> .*   |
| acquirerOfferInstancelld   | int       | Unique identifier for the acquiring company's LTM financials at the offer date. This links to the <i>financialInstancelld</i> in <b>ciqTransMADataFinancial</b> .*  |
| primaryFlag                | bit       | A 1 indicates that this is the most recent consideration offering   |
| targetCurrentInstancelld   | int       | Unique identifier for the target company's LTM financials at the current date. This links to the <i>financialInstancelld</i> in <b>ciqTransMADataFinancial</b> .*   |
| acquirerCurrentInstancelld | int       | Unique identifier for the acquiring company's LTM financials at the current date. This links to the <i>financialInstancelld</i> in <b>ciqTransMADataFinancial</b> .*  |
| currencyld                 | smallint  | The currency of all consideration and consideration detail data items.  |

\* For an explanation on how to link to these financial data items, see the section [Using Financial Data Items](#).



### Transaction Consideration Status Type

The **ciqTransConsidStatusType** table gives the status of the consideration. Only three of the status types in this table are used by M&A considerations:

1 – Open, 2 – Withdrawn, and 3 – Paid.

| ciqTransConsidStatusType |   |
|--------------------------|---|
| <b>PK</b>                | <b><u>considerationStatusTypeid</u></b> |
|                          | considerationStatusTypeName             |

file: TransactionConsiderationStatusType.txt

Table 24. ciqTransConsidStatusType fields

| Column Name                 | Data Type   | Description   |   |      |   |           |   |      |
|-----------------------------|-------------|---|---|------|---|-----------|---|------|
| considerationStatusTypeid   | int         | Unique identifier of the consideration status type  |   |      |   |           |   |      |
| considerationStatusTypeName | varchar(10) | <div>Text description of the status type. Only three of the values in this table are used by M&amp;A considerations:</div> <table><tr><td>1</td><td>Open</td></tr><tr><td>2</td><td>Withdrawn</td></tr><tr><td>3</td><td>Paid</td></tr></table> | 1 | Open | 2 | Withdrawn | 3 | Paid |
| 1                           | Open        |   |   |      |   |           |   |      |
| 2                           | Withdrawn   |   |   |      |   |           |   |      |
| 3                           | Paid        |   |   |      |   |           |   |      |

## Transactions M&A Consideration Detail

**ciqTransMAConsidDetail** records represent the individual kinds of consideration offered to the seller—cash, common equity, preferred equity, etc.—that comprise the consideration offering as a whole. The kind of consideration is indicated by the *considerationSubTypeId*. Each consideration has zero to many consideration detail records.

| ciqTransMAConsidDetail |  |
|------------------------|--|
| PK                     | <u>considerationDetailId</u>   |
|                        | transactionConsiderationId<br>considerationSubTypeId<br>considerationGroupId<br>targetSecurityId<br>targetTradingItemId<br>targetSecuritySubTypeId<br>acquirerSecurityId<br>acquirerTradingItemId<br>acquirerSecuritySubTypeId<br>considerationDetailScenarioId<br>primarySecurityFlag |

file: TransactionConsiderationDetail.txt

Table 25. ciqTransMAConsidDetail fields

| Column Name                | Data Type | Description   |
|----------------------------|-----------|---|
| considerationDetailId      | Int       | Unique identifier of the consideration detail   |
| transactionConsiderationId | Int       | Unique identifier of the transaction consideration  |
| considerationSubTypeId     | smallint  | Unique identifier of the consideration subtype. This indicates the specific type of consideration being offered— cash, common equity, preferred equity, etc.  |
| considerationGroupId       | tinyint   | This is only applicable where the consideration is part of an Election ( <i>considerationTypeId</i> = 7). The <i>considerationGroupId</i> groups the different consideration components as being part of the same Election option. The group with the highest total consideration amount is used to calculate total consideration to shareholders within the data tables. |
| targetSecurityId           | Int       | The <i>securityId</i> of the target security being bought for a majority stake (if available). This links to the <b>ciqSecurity</b> table.  |

| Column Name                   | Data Type | Description  |
|-------------------------------|-----------|--|
| targetTradingItemId           | Int       | The <i>tradingItemId</i> of the target trading item being bought for a majority stake (if available). This links to the <b>ciqTradingItem</b> table.   |
| targetSecuritySubTypeid       | smallint  | The subtype of the target security being bought for a majority stake (if available). This links to the <b>ciqTransSecuritySubType</b> and <b>ciqTransSecurityType</b> tables in the Transaction Reference package. If a <i>targetSecurityId</i> is not available, this subtype may help identify the type of security. |
| acquirerSecurityId            | Int       | The <i>securityId</i> of the security being offered as consideration by the acquirer. This is null if the consideration being offered is cash ( <i>considerationTypeid</i> = 2) or otherwise not a publically traded security. This links to the <b>ciqSecurity</b> table.   |
| acquirerTradingItemId         | Int       | The <i>tradingItemId</i> of the security being offered as consideration by the acquirer (if available). This is null if the consideration being offered is cash ( <i>considerationTypeid</i> = 2) or otherwise not a publically traded security. This links to the <b>ciqTradingItem</b> table.                        |
| acquirerSecuritySubTypeid     | smallint  | The subtype of the security being offered as consideration by the acquirer. This links to the <b>ciqTransSecuritySubType</b> and <b>ciqTransSecurityType</b> tables in the Transaction Reference package. If an <i>acquirerSecurityId</i> is not available, this subtype may help identify the type of security.       |
| considerationDetailScenarioId | tinyint   | Unique identifier of the consideration detail scenario   |
| primarySecurityFlag           | bit       | Flag indicating that the particular target security is the primary security used when calculating transaction values involving multiple securities for a company.  |

## Transaction Consideration Detail Scenario

**ciqTransConsidDetailScenario** table identifies the scenario for how the consideration is offered to the seller. Not all scenarios in this table are referenced by Transactions MA; a list of applicable scenarios and their descriptions are given below. Based on this scenario, different data item values will be available within the [Consideration Detail Data Items](#).

| ciqTransConsidDetailScenario |   |
|------------------------------|---|
| <b>PK</b>                    | <b><u>considerationDetailScenarioId</u></b> |
|                              | considerationDetailScenarioNm               |

file: TransactionConsiderationDetailScenario.txt

Table 26. ciqTransConsidDetailScenario fields

| Column Name                   | Data Type | Description  |
|-------------------------------|-----------|--|
| considerationDetailScenarioId | tinyint   | Unique identifier of the consideration detail scenario   |
| considerationDetailScenarioNm | varchar   | Text description of the consideration detail scenario. Descriptions of the applicable scenarios are given below in Table 19. |

Table 27. Applicable scenarios and their descriptions

| ID | Name  | Description   |
|----|---|---|
| 1  | Cash Lump Sum   | Cash consideration where the number of target shares outstanding is not available and so a cash per target share value is not calculable (only a lump sum is available).  |
| 2  | Cash  | Cash consideration where the number of target shares outstanding is available and so a cash per target share value is calculable.   |
| 3  | Stock, Fixed Cash Equivalent Per Target Share / Unit    | Stock consideration that was offered at a fixed cash equivalent per share. For instance, if 1 acquirer share is offered for every 2 target shares, the exchange ratio is 0.5. If the acquirer share is \$10, then the fixed cash equivalent per share of target stock would be \$5. |
| 4  | Stock Lump Sum  | Stock consideration where the number of target shares outstanding is not available. As a result, only a total lump sum figure for the stock is available and cash per target share value is not calculable.   |
| 5  | Cash/Stock Combination                                  | A combination of cash and stock was offered.  |
| 6  | Election, Fixed Cash Equivalent Per Target Share / Unit | The same as 3, only where the stock is part of an election. *   |

| ID | Name   | Description   |
|----|--|---|
| 7  | Stock, Fixed Consideration Exchange Ratio    | Stock consideration that was offered on a fixed consideration ratio; for instance, if 1 acquirer share is offered for every 2 target shares, the exchange ratio is 0.5. |
| 8  | Election, Fixed Consideration Exchange Ratio | The same as <b>7</b> , only where the stock is part of an election. *   |

\* An Election is a scenario where the target can choose between two or more different forms of consideration.

## Transaction Consideration Type Tables

**Transaction Consideration Type Tables** (**ciqTransConsidSubType** and **ciqTransConsidType**) provide the type and subtype of the individual consideration offered to the seller—cash, common equity, preferred equity, etc.

| ciqTransConsidSubType |   |
|-----------------------|---|
| <b>PK</b>             | <b><u>considerationSubTypeid</u></b>            |
| <b>FK1</b>            | considerationSubTypeName<br>considerationTypeid |

file: TransactionConsiderationSubType.txt

| ciqTransConsidType |                                   |
|--------------------|-----------------------------------|
| <b>PK</b>          | <b><u>considerationTypeid</u></b> |
|                    | considerationTypeName             |

file: TransactionConsiderationType.txt

Table 28. ciqTransConsidSubType and ciqTransConsidType fields

| Column Name              | Data Type                                   | Description   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
|--------------------------|---|---|---|-------------------------|---|--------|---|--------------|---|--|---|---|---|--|---|-----------|
| considerationSubTypeId   | smallint                                    | Unique identifier of the consideration subtype  |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
| considerationSubTypeName | varchar                                     | <div>Text description of the consideration subtype. Examples include:</div> <table><tr><td>1</td><td>Affiliate Company Stock</td></tr><tr><td>2</td><td>Assets</td></tr><tr><td>3</td><td>Cash</td></tr><tr><td>4</td><td>Combination Consideration - Cash Component</td></tr><tr><td>5</td><td>Combination Consideration - Asset Component</td></tr><tr><td>6</td><td>Combination Consideration - Debt Component</td></tr></table> | 1 | Affiliate Company Stock | 2 | Assets | 3 | Cash         | 4 | Combination Consideration - Cash Component | 5 | Combination Consideration - Asset Component | 6 | Combination Consideration - Debt Component |   |           |
| 1                        | Affiliate Company Stock                     |   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
| 2                        | Assets                                      |   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
| 3                        | Cash  |   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
| 4                        | Combination Consideration - Cash Component  |   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
| 5                        | Combination Consideration - Asset Component |   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
| 6                        | Combination Consideration - Debt Component  |   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
| considerationTypeId      | smallint                                    | Unique identifier of the consideration type   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
| considerationTypeName    | varchar                                     | <div>Text description of the consideration type. Some of the values include:</div> <table><tr><td>1</td><td>Assets</td></tr><tr><td>2</td><td>Cash</td></tr><tr><td>3</td><td>Combinations</td></tr><tr><td>4</td><td>Common Equity</td></tr><tr><td>5</td><td>Debt</td></tr><tr><td>6</td><td>Debt Assumption</td></tr><tr><td>7</td><td>Elections</td></tr></table>   | 1 | Assets                  | 2 | Cash   | 3 | Combinations | 4 | Common Equity                              | 5 | Debt  | 6 | Debt Assumption                            | 7 | Elections |
| 1                        | Assets                                      |   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
| 2                        | Cash  |   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
| 3                        | Combinations                                |   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
| 4                        | Common Equity                               |   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
| 5                        | Debt  |   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
| 6                        | Debt Assumption                             |   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |
| 7                        | Elections                                   |   |   |                         |   |        |   |              |   |  |   |   |   |  |   |           |

## Transaction M&A Data Financial

The **ciqTransMADataFinancial** table provides the financial period instance along with the corresponding *dataItemId* and *dataItemValue*.

| ciqTransMADataFinancial |   |
|-------------------------|---|
| <b>PK</b>               | <b><u>financialInstancelId</u></b>        |
| <b>PK</b>               | <b><u>dataItemId</u></b>                  |
|                         | dataItemValue<br>currencyId<br>unitTypeId |

file: TransactionDataFinancial.txt

Table 29. ciqTransMADataFinancial fields

| Column Name          | Data Type | Description   |
|----------------------|-----------|---|
| financialInstancelId | int       | The unique identifier for each instance of a financial period                 |
| dataItemId           | int       | Unique identifier for a data item   |
| dataItemValue        | numeric   | The value for the data item   |
| currencyId           | smallint  | Unique identifier for a currency  |
| unitTypeId           | tinyint   | Identifies the units of the financial data item (thousands, millions, actual) |

## Transaction Data Item Mapping

The **ciqTransDataItemMapping** table provides mapping from the *transactiondataItemId* to the *financialDataItemId*.

| ciqTransDataItemMapping |                                     |
|-------------------------|-------------------------------------|
| <b>PK</b>               | <b><u>transactionDataItemId</u></b> |
|                         | financialDataItemId                 |

file: TransactionDataItemMapping.txt

Table 30. ciqTransConsidDetailScenario fields

| Column Name           | Data Type | Description                                   |
|-----------------------|-----------|---|
| transactionDataItemId | int       | Unique identifier for a transaction data item |
| financialDataItemId   | int       | Unique identifier for a financial data item   |

## Transaction M&A Data Bit Table

**ciqTransMADataBit** table delivers the bit value for data items.

| ciqTransMADataBit |                          |
|-------------------|--------------------------|
| <b>PK</b>         | <b><u>objectId</u></b>   |
| <b>PK</b>         | <b><u>dataItemId</u></b> |
|                   | dataItemBitValue         |

file: TransactionDataBit.txt

Table 31. ciqTransMADataBit fields

| Column Name      | Data Type | Description  |
|------------------|-----------|--|
| objectId         | int       | The <i>objectTypeId</i> indicates the primary key that the <i>objectId</i> of the item value references. There are three <i>objectTypes</i> that are used by the Transactions M&A package data items:<br><b>14 – TransactionId</b><br><b>25 – TransactionConsiderationId</b><br><b>26 – TransactionConsiderationDetailId</b> |
| dataItemId       | int       | Unique identifier for a data item  |
| dataItemBitValue | bit       | The bit value associated with a data item  |



## Transaction M&A Data Numeric Table

**ciqTransMADDataNumeric** table delivers numeric data items.

| ciqTransMADDataNumeric |                          |
|------------------------|--------------------------|
| <b>PK</b>              | <b><u>objectId</u></b>   |
| <b>PK</b>              | <b><u>dataItemId</u></b> |
|                        | dataItemValue<br>nmFlag  |

file: TransactionDataNumeric.txt

Table 32. ciqTransMADDataNumeric fields

| Column Name   | Data Type | Description  |
|---------------|-----------|--|
| objectId      | int       | The <i>objectTypeId</i> indicates the primary key that the <i>objectId</i> of the item value references. There are three <i>objectTypeIds</i> that are used by the Transactions M&A package data items:<br><b>14 – TransactionId</b><br><b>25 – TransactionConsiderationId</b><br><b>26 – TransactionConsiderationDetailId</b> |
| dataItemId    | int       | Unique identifier for a data item  |
| dataItemValue | numeric   | The value for the data item  |
| nmFlag        | bit       | Non-Meaningful Flag. In the case of numeric ratios (such as TEV/EBIT, etc.), a value of 1 indicates that the calculated ratio or one of its components is negative or otherwise not meaningful   |

## Transaction M&A Data Date Table

**ciqTransConsidDetailScenario** table delivers the data item date.

| ciqTransMADaDataDate |                          |
|----------------------|--------------------------|
| <b>PK</b>            | <b><u>objectId</u></b>   |
| <b>PK</b>            | <b><u>dataItemId</u></b> |
|                      | dataItemDate             |

file: TransactionDataDate.txt

Table 33. ciqTransConsidDetailScenario fields

| Column Name  | Data Type | Description  |
|--------------|-----------|--|
| objectId     | int       | The <i>objectTypeId</i> indicates the primary key that the <i>objectId</i> of the item value references. There are three <i>objectTypeIds</i> that are used by the Transactions M&A package data items:<br><b>14 – TransactionId</b><br><b>25 – TransactionConsiderationId</b><br><b>26 – TransactionConsiderationDetailId</b> |
| dataItemId   | int       | Unique identifier for a data item  |
| dataItemDate | datetime  | The date associated with a data item   |

## Transaction M&A Data Varchar Table

**ciqTransConsidDetailScenario** table delivers data item varchar value.

| ciqTransMADataVarchar |                      |
|-----------------------|----------------------|
| PK                    | <u>objectId</u>      |
| PK                    | <u>dataItemId</u>    |
|                       | dataItemVarcharValue |

file: TransactionDataVarchar.txt

Table 34. ciqTransConsidDetailScenario fields

| Column Name           | Data Type | Description  |
|-----------------------|-----------|--|
| objectId              | int       | The <i>objectTypeId</i> indicates the primary key that the <i>objectId</i> of the item value references. There are three <i>objectTypeIds</i> that are used by the Transactions M&A package data items:<br><b>14 – TransactionId</b><br><b>25 – TransactionConsiderationId</b><br><b>26 – TransactionConsiderationDetailId</b> |
| dataItemId            | int       | Unique identifier for a data item  |
| dataItemVarchar Value | varchar   | The varchar value associated with a data item  |

## Using the Data

Transactions M&A Consideration package includes Data and Reference tables, Data Item tables, and Financial Data Item tables.

### Data and Reference Tables

The Transactions M&A package and Transactions M&A Consideration packages are linked via *transactionId*.

For each M&A transaction, there can be one to many consideration offerings presented to the seller (or target) during the history of the transaction, represented in **ciqTransMAConsideration**. A *primaryFlag* indicates whether it is the most recent consideration offered.

For each consideration offering, there can be zero to many consideration detail records given in **ciqTransMAConsidDetail**. Consideration detail records represent specific kinds of consideration offered to the seller—cash, common equity, preferred equity, etc. These different types of consideration are indicated in the **ciqTransConsidSubType** and **ciqTransConsidType** reference tables.

### Data Item Tables

In addition to the fields in the data tables, the Transactions M&A Consideration package provides approximately 95 consideration-level data items and 30 consideration detail-level data items. At the consideration level, the data items are primarily total amounts, including total consideration, implied equity value, TEV/EBIT, and other values. At the consideration detail level, the data items are individual amounts for the specific type of

consideration, including number of shares offered, cash consideration per share, and other values. A guide on how to query data item values, how data items are referenced in the Data Item Master, and a complete list of Transactions M&A Consideration data items are available in the chapter [Using Data Items](#).

### **Financial Data Item Tables**

The Financial Data Item tables provide an abbreviated set of LTM financials for the buyer and target at both the offered and current date of the consideration. LTM financials include approximately 15 line items that are pertinent to the transaction: Diluted EPS, Total Common Equity, Total Debt, EBIT, Revenues, Total Assets, etc. A guide on how to query financial data items and a complete list of LTM financial data items are available in the section [Using Data Items](#).

# Transactions M&A Market Data

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This chapter provides the Transactions M&A Market Data schema, an overview of the data, and a detailed description of each table and field in the package.

A complete listing of M&A Market Data data items are available in the chapter [Using Data Items](#).

## Transactions M&A Market Data Schema

**Transactions M&A Data** package is an add-on to the Transactions M&A package that provides an additional 35 market data items.

| ciqTransMADateDate |                          |
|--------------------|--------------------------|
| <b>PK</b>          | <b><u>objectId</u></b>   |
| <b>PK</b>          | <b><u>dataItemId</u></b> |
|                    | dataItemDate             |

file: TransactionDataDate.txt

| ciqTransMADateNumeric |                          |
|-----------------------|--------------------------|
| <b>PK</b>             | <b><u>objectId</u></b>   |
| <b>PK</b>             | <b><u>dataItemId</u></b> |
|                       | dataItemValue            |
|                       | nmFlag                   |

file: TransactionDataNumeric.txt

## Table and Field Descriptions

### Transaction M&A Data Bit Table

**ciqTransMADataBit** table delivers the bit value for data items.

| ciqTransMADataBit |                          |
|-------------------|--------------------------|
| <b>PK</b>         | <b><u>objectId</u></b>   |
| <b>PK</b>         | <b><u>dataItemId</u></b> |
|                   | dataItemBitValue         |

file: TransactionDataBit.txt

Table 35. ciqTransMADataBit fields

| Column Name      | Data Type | Description  |
|------------------|-----------|--|
| objectId         | int       | The <i>objectTypeId</i> indicates the primary key that the <i>objectId</i> of the item value references. There are three <i>objectTypes</i> that are used by the Transactions M&A package data items:<br><b>14 – TransactionId</b><br><b>25 – TransactionConsiderationId</b><br><b>26 – TransactionConsiderationDetailId</b> |
| dataItemId       | int       | Unique identifier for a data item  |
| dataItemBitValue | bit       | The bit value associated with a data item  |

## Transaction M&A Data Numeric Table

**ciqTransMADDataNumeric** table delivers numeric data items.

| ciqTransMADDataNumeric |                          |
|------------------------|--------------------------|
| <b>PK</b>              | <b><u>objectId</u></b>   |
| <b>PK</b>              | <b><u>dataItemId</u></b> |
|                        | dataItemValue<br>nmFlag  |

file: TransactionDataNumeric.txt

Table 36. ciqTransMADDataNumeric fields

| Column Name   | Data Type | Description  |
|---------------|-----------|--|
| objectId      | int       | The <i>objectTypeId</i> indicates the primary key that the <i>objectId</i> of the item value references. There are three <i>objectTypeIds</i> that are used by the Transactions M&A package data items:<br><b>14 – TransactionId</b><br><b>25 – TransactionConsiderationId</b><br><b>26 – TransactionConsiderationDetailId</b> |
| dataItemId    | int       | Unique identifier for a data item  |
| dataItemValue | numeric   | The value for the data item  |
| nmFlag        | bit       | Non-Meaningful Flag. In the case of numeric ratios (such as TEV/EBIT, etc.), a value of 1 indicates that the calculated ratio or one of its components is negative or otherwise not meaningful   |

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# Using Data Items

This chapter provides complete data items lists for the various Transactions M&A packages, describes how to query for data item values, and how data items are referenced in the Data Item Master tables.

## Data Item Lists

This section contains lists of data items for Transactions M&A Core, Transactions M&A Market Data, Consideration and Consideration Detail data, as well as key information about each item set. A SQL query is available in the section [Querying Data Items](#) that reproduces similar item lists.

The following tables show the Transactions MA data items: primary data items are given in the first table, and included financials are broken out in the second table.

### Transactions M&A Data Items

Table 37. Transactions M&A Data Items – Ordered by Value Type

|        | dataItemId | dataItemName                           | valueTypeName |
|--------|------------|--|---------------|
| Values | 100504     | Transaction Size                       | Numeric       |
|        | 102325     | Transaction Size USD                   | Numeric       |
|        | 100510     | Equity Investment                      | Numeric       |
|        | 100511     | SubDebt Mezzanine                      | Numeric       |
|        | 100512     | Senior Debt                            | Numeric       |
|        | 100513     | Minimum Consideration %                | Numeric       |
|        | 106355     | Buy-side Termination Fee               | Numeric       |
|        | 100514     | Buy-side Termination Fee (USD version) | Numeric       |
|        | 106356     | Buy-side Termination Fee Percent       | Numeric       |
|        | 101514     | Sell-side Termination Fee              | Numeric       |
|        | 100515     | Sell-side Termination Fee Percent      | Numeric       |

|                            | dataItemId | dataItemName                                | valueTypeName |
|----------------------------|------------|---|---------------|
|                            | 100534     | Plan Term Percent of Shares                 | Numeric       |
|                            | 100536     | Repurchase Monetary Value                   | Numeric       |
|                            | 100537     | Repurchase Number Shares                    | Numeric       |
|                            | 100538     | Repurchase Percent Shares                   | Numeric       |
|                            | 102481     | Buyback Tender Offer – Close Price          | Numeric       |
|                            | 102482     | Plan Terms Offer Price / Share              | Numeric       |
|                            | 114289     | Remaining Authorization Monetary Value (mm) | Numeric       |
|                            | 100532     | Plan Term Monetary Value                    | Numeric       |
|                            | 100533     | Plan Term Number of Shares                  | Numeric       |
|                            | 100539     | Negotiated Buyback Price                    | Numeric       |
|                            | 102479     | Buyback Dutch Auction – High Price          | Numeric       |
|                            | 102480     | Buyback Dutch Auction – Low Price           | Numeric       |
|                            | 114288     | Remaining Authorization Percent of Shares   | Numeric       |
|                            | 114287     | Remaining Authorization Number of Shares    | Numeric       |
| Dates *(definitions below) | 100570     | Registration Effective Date                 | Datetime      |
|                            | 100585     | Bid Made Date                               | Datetime      |
|                            | 100586     | Letter of Intent Date                       | Datetime      |
|                            | 100587     | Definitive Agreement Date                   | Datetime      |
|                            | 100593     | Latest Status Date Time                     | Datetime      |
|                            | 100535     | Repurchase as of Date                       | Datetime      |
|                            | 114754     | Transaction Currency Conversion Date        | Datetime      |
|                            | 102305     | Period End Date                             | Datetime      |
|                            | 102306     | Filed End Date                              | Datetime      |
|                            | 120245     | Expected Closing Date                       | Datetime      |
|                            | 120246     | Max Expected Closing Date                   | Datetime      |

#### \* Transaction Date Definitions

The following are definitions for the various dates in the table above.

**Bid Made Date:** The date a tender offer and/or unsolicited bid for the target company is announced

**Letter of Intent Date:** The date an agreement that is not definitive is signed

**Definitive Agreement Date:** the date a definitive agreement is signed

**Expected Closing Date:** This represents a date when a particular transaction is expected to be completed. In case of a date range given for a completion date, it represents the minimum expected completion date.

**Latest Status Date:** Based on the Status Id, the Latest Status Date can be one of four dates:

- **Announced Date:** the date the company announces the transaction. Announced date is automatically chosen between Bid Made Date, Letter of Intent Date, or the Definitive Agreement Date, whichever is earliest.
- **Closed Date:** the date the transaction is closed
- **Cancelled Date:** the date the transaction is cancelled
- **Effective Date:** Effective date is an implied date of closing. This is given if the exact closing date is not known but the available information suggests that the transaction is already closed. The effective date in such cases is the date of the source document.

**Max Expected Closing Date:** This represents a maximum date when a particular transaction is expected to be completed. This data item would be available only in the cases where given expected completion date is given as a date range.

**Repurchase as of Date:** the date at which the company reacquired its own stock.

**Transaction Currency Conversion Date:** the date at which the currency conversion for the reacquisition of stock took place.

### Transactions M&A Financials Data Items

The following Financials Data Items supplement what is provided in **ciqTransMADataFinancial**; see the section [Querying Financial Data Item Values](#) for more details on these items.

Table 38. Transactions M&A Data Items - Financials

| dataItemId | dataItemName                                 | valueTypeName |
|------------|--|---------------|
| 102305     | Period End Date                              | Datetime      |
| 102306     | Filed End Date                               | Datetime      |
| 102307     | Accession Number                             | Varchar       |
|            |  |               |
| 102308     | Total Revenues - (Transaction)               | Numeric       |
| 102314     | Earnings Continuing Operations (Transaction) | Numeric       |
| 102310     | EBIT (Transaction)                           | Numeric       |
| 102311     | EBITDA (Transaction)                         | Numeric       |
| 102312     | Net Income (Transaction)                     | Numeric       |
| 102309     | Total Assets - (Transaction)                 | Numeric       |
| 102315     | Net Debt (Transaction)                       | Numeric       |
| 102316     | Total Debt (Transaction)                     | Numeric       |
| 102318     | Minority Interest (Transaction)              | Numeric       |
| 102313     | Total Common Equity - (Transaction)          | Numeric       |
| 102317     | Total Preferred (Transaction)                | Numeric       |

The column “Table Integer References” in the table that follows indicates the specific table that integer data items link to.

|                        | dataItemId | dataItemName                       | Value Type Name | Table Integer References   |
|------------------------|------------|------------------------------------|-----------------|----------------------------|
| Integer Reference Data | 100505     | Latest Status ID                   | Integer         | ciqTransactionStatusType   |
|                        | 100509     | Deal Attitude ID                   | Integer         | ciqTransactionDealAttitude |
|                        | 111761     | Deal Approach ID                   | Integer         | ciqTransactionDealApproach |
|                        | 100508     | Accounting Method                  | Integer         | ciqTransAccountingMethod   |
|                        | 100506     | Transaction Control Stake Type ID  | Integer         | ciqTransactionControlStake |
|                        | 100507     | Transaction Stake Type ID          | Integer         | ciqTransactionStakeType *  |
|                        | 100517     | Transaction Condition Response ID‡ | Integer         |                            |
|                        | 102332     | Transaction Announced Key Dev Id   | Integer         | ciqKeyDev †                |
|                        | 102333     | Transaction Cancelled Key Dev Id   | Integer         | ciqKeyDev †                |

|                | dataItemId | dataItemName                    | Value Type Name | Table Integer References |
|----------------|------------|---------------------------------|-----------------|--------------------------|
|                | 102429     | Transaction Target Trading Item | Integer         | ciqTradingItem           |
|                | 102430     | Transaction Acquirertradingitem | Integer         | ciqTradingItem           |
|                |            |                                 |                 |                          |
|                | 100516     | Special Committee Flag          | Bit             |                          |
|                | 114349     | Public Announced Dates Unlocked | Bit             |                          |
|                | 100531     | Buyback Renewal Flag            | Bit             |                          |
|                |            |                                 |                 |                          |
| Comments, etc. | 100573     | S File Number                   | Varchar         |                          |
|                | 102330     | Transaction Announced Headline  | Varchar         |                          |
|                | 102331     | Transaction Cancelled Headline  | Varchar         |                          |
|                | 100580     | Comment                         | Varchar         |                          |
|                | 100581     | Pre-Deal Comment                | Varchar         |                          |
|                | 100582     | Resolution Deal Comment         | Varchar         |                          |
|                | 100584     | Transaction Title               | Varchar         |                          |

\* ciqTransactionStakeType defines whether the stake is Majority, Minority or Unknown. This table is available with the Transactions Reference package.

† ciqKeyDev defines the associated key development and is available with the Key Developments package

## Transactions M&A Market Data Items

These are additional pricing data items available with the Transactions M&A Market Data package. The data item values are available on the transaction level and queried via the *transactionId*. \*

All “Day Prior” items are the given number of days prior to the **Announced Date**. The items include similar data items for both the Acquirer and the Target companies, and as such the item list shows these similar data items side-by-side. Split adjusted pricing is based on splits as of today (not the announced date), and therefore will change.

Note that if the price on the date is unknown as the security has not publically traded for a period of time, we carry forward the last known pricing for a set period. Acquirer pricing is carried forward 30 days to the pricing date and target pricing is carried forward 60 days to the pricing date. Otherwise the price on that date is unavailable.

Table 39. Transactions M&A Market Data Items

| Acquirer                |                |  | Target         |  |                   |
|-------------------------|----------------|--|----------------|--|-------------------|
|                         | data<br>ItemId | data<br>ItemName   | data<br>ItemId | data<br>ItemName                                       | valueType<br>Name |
| 52 Week<br>High/<br>Low | 102128         | Acquirer 52 Week High 1 Day Prior                        | 102104         | Target 52 Week High1 Day Prior                         | numeric           |
|                         | 102140         | Acquirer % of 52 Week High                               | 102116         | Target % of 52 Week High                               | numeric           |
|                         | 102129         | Acquirer 52 Week Low 1 Day Prior                         | 102105         | Target 52 Week Low 1 Day Prior                         | numeric           |
|                         | 102141         | Acquirer % of 52 Week Low                                | 102117         | Target % of 52 Week Low                                | numeric           |
|                         | 102139         | Acquirer LTM Total Return %                              | 102115         | Target LTM Total R eturn %                             | numeric           |
|                         | 102130         | Acquirer Market Cap 1 Day Prior                          | 102106         | Target Market Cap 1 Day Prior                          | numeric           |
| 1<br>Day<br>Prior       | 102135         | Acquirer Stock Price 1 Day Prior                         | 102111         | Target Stock Price 1 Day Prior                         | numeric           |
|                         | 102238         | Acquirer Stock Price 1 Day Prior<br>Split Adjusted       | 102237         | Target Stock Price 1 Day Prior<br>Split Adjusted       | numeric           |
|                         | 102235         | Acquirer Stock Price Adjustment<br>Factor 1 Day Prior    | 102233         | Target Stock Price Adjustment<br>Factor 1 Day Prior    | numeric           |
|                         | 102131         | Acquirer Stock Pricedate 1 Day Prior                     | 102107         | Target Stock Pricedate 1 Day Prior                     | datetime          |
| 7 Days<br>Prior         | 102136         | Acquirer Stock Price 7 Days Prior                        | 102112         | Target Stock Price 7 Days Prior                        | numeric           |
|                         | 102132         | Acquirer Stock Pricedate 7 Days Prior                    | 102108         | Target Stock Pricedate 7 Days Prior                    | datetime          |
| 30<br>Days Prior        | 102137         | Acquirer Stock Price 30 Days Prior                       | 102113         | Target Stock Price 30 Days Prior                       | numeric           |
|                         | 102133         | Acquirer Stock Pricedate 30 Days<br>Prior                | 102109         | Target Stock Pricedate 30 Days<br>Prior                | datetime          |
| 365<br>Days<br>Prior    | 102138         | Acquirer Stock Price 365 Days Prior                      | 102114         | Target Stock Price 365 Days Prior                      | numeric           |
|                         | 102240         | Acquirer Stock Price 365 Days Prior<br>Split Adjusted    | 102239         | Target Stock Price 365 Days Prior<br>Split Adjusted    | numeric           |
|                         | 102236         | Acquirer Stock Price Adjustment<br>Factor 365 Days Prior | 102234         | Target Stock Price Adjustment<br>Factor 365 Days Prior | numeric           |
|                         | 102134         | Acquirer Stock Pricedate 365 Days<br>Prior               |                |  | datetime          |
| Premium                 |                |  | 101053         | Target Stock Premium 1 Day Prior *                     | numeric           |
|                         |                |  | 101054         | Target Stock Premium 7 Days Prior *                    | numeric           |
|                         |                |  | 101055         | Target Stock Premium 30 Days Prior *                   | numeric           |

\* Target Stock Premium items provide Consideration-level data and are queried using the *transactionConsiderationId* (not the *transactionId*). These items are therefore only available with the addition of the Transactions M&A Consideration package.

**Note: Acquirer and Target are available with Transactions M&A Market. Only Target is available with buybacks.**

## Transaction Consideration Data Items

### As-Reported, Offered, Presentation and Current Prefixes

Both Consideration and Consideration Detail data item sets contain items that are repeated within the set but are differentiated by the prefix **As-Reported**, **Offered**, **Presentation**, or **Current**. These prefixes represent different values throughout the lifecycle of the transaction.

**As-Reported** data items are initially collected values that have not been standardized but were directly taken from announcements, newswires and other raw data sources. Offered, Presentation and Current data items, on the other hand, represent standardized data.

**Offered** data items are captured at the date the consideration was initially offered (*offerDate* in **ciqTransMAConsideration**). Offered data item values do not change once they have been added. Offered items that are calculated according to the market (such as total stock consideration) use the stock price one day prior to the offer date.

The **Presentation** prefix is the same as **Offered**—they are items captured at the offered date.

**Current** data items represent data captured at the most current date (*currentDate* in **ciqTransMAConsideration**). Some data items change over time. For instance, total stock consideration to shareholders will change based on the changing market value of the stock. Because of this, current data items always represent the most current values for the transaction. **Current items that change with the market are calculated using the stock price one day prior to the current date.**

The current date itself varies according to the consideration status (*considerationStatusTypeId* in **ciqTransMAConsideration**). When the consideration status is Open, the current date is today's date. When the consideration is Paid, the current date becomes the paid date in history. If the consideration is Withdrawn, the current date becomes NULL, **and current data item values become NULL** to reflect the fact that it is no longer the most current consideration.

The Consideration data items have been divided into the following two lists: Offered and Current data items side-by-side according to groupings, and As-Reported and other data items.

**Offered and Current data items side-by-side according to groupings**

Table 40. Consideration Data Items

|  | Offered Items                |  | Current Items                |  |                   |
|--|------------------------------|--|------------------------------|--|-------------------|
|  | data<br>ItemId               | dataItemName   | data<br>ItemId               | dataItemName   | value<br>TypeName |
| Breakouts of<br>Consideration Types  |                              |  | 102056                       | Current Total Cash Consideration                                 | numeric           |
|  | 101062                       | Offered % Cash Consideration                                     | 102062                       | Current % Cash Consideration                                     | numeric           |
|  | 101057                       | Offered Total Stock Consideration                                | 102057                       | Current Total Stock Consideration                                | numeric           |
|  | 101063                       | Offered % Stock Consideration                                    | 102063                       | Current % Stock Consideration                                    | numeric           |
|  | 101058                       | Offered Total Preferred Consideration                            | 102058                       | Current Total Preferred Consideration                            | numeric           |
|  | 101064                       | Offered % Preferred Consideration                                | 102064                       | Current % Preferred Consideration                                | numeric           |
|  | 101060                       | Offered Total Hybrid Consideration                               | 102060                       | Current Total Hybrid Consideration                               | numeric           |
|  | 101066                       | Offered % Hybrid Consideration                                   | 102066                       | Current % Hybrid Consideration                                   | numeric           |
|  | 101061                       | Offered Total rights / Warrants / Options Consideration          | 102061                       | Current Total Rights / Warrants / Options Consideration          | Numeric           |
|  | 101067                       | Offered % Rights / Warrants / Options Consideration              | 102067                       | Current % Rights / Warrants / Options Consideration              | numeric           |
|  | 101059                       | Offered Total Debt Consideration                                 | 102059                       | Current Total Debt Consideration                                 | numeric           |
| 101065   | Offered % Debt Consideration | 102065   | Current % Debt Consideration | numeric  |                   |
|  |                              |  |                              |  |                   |
| Value Calculation<br><br>(ordered according to <a href="#">balancing model</a> ) | 102086                       | Presentation Total Consideration to Shareholders                 | 102041                       | Current Calculated Total Consideration to Shareholders           | numeric           |
|  | 102087                       | Presentation Total Other Consideration                           | 102042                       | Current Calculated Total Other Consideration                     | numeric           |
|  | 101402                       | Calculated Offered Total Earnout                                 | 102402                       | Calculated Current Total Earnout                                 | numeric           |
|  | 102453                       | Consideration Offered Acquirer Total Rights / Warrants / Options | 102454                       | Consideration Current Acquirer Total Rights / Warrants / Options | numeric           |
|  | 102084                       | Presentation Net Assumed Liabilities                             | 102039                       | Current Calculated Net Assumed Liabilities                       | numeric           |
|  | 100619                       | Offered Adjustment Size  | 102145                       | Current Adjustment Size  | numeric           |
|  | 100620                       | Offered Adjustment Footnote                                      | 102146                       | Current Adjustment Footnote                                      | varchar           |
|  | 102089                       | Presentation Net Total Transaction Value                         | 102044                       | Current Calculated Net Total Transaction Value                   | numeric           |
|  | 102266                       | Presentation Offered Total Cash for Consideration Display        | 102267                       | Presentation Current Total Cash for Consideration Display        | numeric           |
|  | 102085                       | Presentation Total Cash & St. Investments                        | 102040                       | Current Calculated Total Cash & St. Investments                  | numeric           |
|  | 102088                       | Presentation Gross Total Transaction Value                       | 102043                       | Current Calculated Gross Total Transaction Value                 | numeric           |
|  | 101024                       | Offered Percent Sought   | 102024                       | Current Percent Sought   | numeric           |
|  | 102091                       | Presentation Implied Equity Value                                | 102046                       | Current Calculated Implied Equity Value                          | numeric           |
|  | 102090                       | Presentation Implied Enterprise Value                            | 102045                       | Current Calculated Implied Enterprise Value                      | numeric           |
|  |                              |  |                              |  |                   |
| Multiples and Other<br>Ratios  | 102095                       | Presentation TEV / EBIT  | 102050                       | Current Calculated TEV / EBIT                                    | numeric           |
|  | 102094                       | Presentation TEV / EBITDA  | 102049                       | Current Calculated TEV / EBITDA                                  | numeric           |
|  | 102093                       | Presentation TEV / Revenues                                      | 102048                       | Current Calculated TEV / Revenues                                | numeric           |
|  | 102097                       | Presentation Equity / Book Value                                 | 102052                       | Current Calculated Equity / BookValue                            | numeric           |
|  | 102096                       | Presentation Equity / Net Income                                 | 102051                       | Current Calculated Equity / Net Income                           | numeric           |
|  | 102092                       | Presentation Offer Per Share                                     | 102047                       | Current Calculated Offer Per Share                               | numeric           |
|  | 101068                       | Offered Equity Value % of Enterprise Value                       | 102068                       | Current Equity Value % of Enterprise Value                       | numeric           |
|  | 101070                       | Offered Net Assumed Liabilities% of Enterprise Value             | 102070                       | Current Net Assumed Liabilities % of Enterprise Value            | numeric           |
|  | 101069                       | Offered Other Consideration % of Enterprise Value                | 102069                       | Current Other Consideration % of Enterprise Value                | numeric           |

**As-Reported and other data items**

Table 41. Consideration Data Items – As Reported and Other Items

|                          | <b>data<br/>ItemId</b> | <b>dataItemName</b>                             | <b>valueType<br/>Name</b> |
|--------------------------|------------------------|---|---------------------------|
| <b>As Reported Items</b> | 101027                 | As Reported Total Consideration to Shareholders | numeric                   |
|                          | 101028                 | As Reported Total Other Consideration           | numeric                   |
|                          | 101401                 | As Reported Total Earnout                       | numeric                   |
|                          | 101404                 | As Reported Total Rights                        | numeric                   |
|                          | 101025                 | As Reported Net Assumed Liabilities             | numeric                   |
|                          | 101030                 | As Reported Net Total Transaction Value         | numeric                   |
|                          | 101026                 | As Reported Total Cash & St. Investments        | numeric                   |
|                          | 101029                 | As Reported Gross Total Transaction Value       | numeric                   |
|                          | 101032                 | As Reported Implied Equity Value                | numeric                   |
|                          | 101031                 | As Reported Implied Enterprise Value            | numeric                   |
|                          | 101036                 | As Reported TEV / EBIT                          | numeric                   |
|                          | 101035                 | As Reported TEV / EBITDA                        | numeric                   |
|                          | 101034                 | As Reported TEV / Revenues                      | numeric                   |
|                          | 101038                 | As Reported Equity / Book Value                 | numeric                   |
|                          | 101037                 | As Reported Equity / Net Income                 | numeric                   |
|                          | 101033                 | As Reported Offer Per Share                     | numeric                   |
| <b>Other Items</b>       | 101723                 | percent sought flag                             | bit                       |
|                          | 102260                 | Presentation Total Cash & Cashequivalents       | numeric                   |
|                          | 102422                 | Presentation Total RWO                          | numeric                   |
|                          | 102018                 | Current Target Spread \$                        | numeric                   |
|                          | 102019                 | Current Target Spread %                         | numeric                   |
|                          | 102195                 | Target Stock Price Consideration Current Date   | numeric                   |
|                          | 102431                 | Total Consideration to Shareholder USD          | numeric                   |



## Transaction Consideration Detail Data Items

Within Consideration Detail Data Items there are several items that are repeated but differ by the **Offered** or **Current** prefixes. Where the Offered and Current items are repeated, they are shown side-by-side on the item list. For information on the difference between Offered and Current items, see the section [As-Reported, Offered, Presentation and Current Prefixes](#).

Note that whether these items are available for a consideration detail record depends on the particular consideration detail scenario available in [Table 19](#).

Table 42. Consideration Detail Data Items

| data<br>ItemId | dataItemName  | valueType<br>Name | data<br>ItemId | dataItemName   | valueType<br>Name |
|----------------|---|-------------------|----------------|--|-------------------|
| 101012         | As Reported Gross Value of Consideration                | numeric           |                |  |                   |
| 102082         | Presentation Gross Value of Consideration               | numeric           |                |  |                   |
| 101013         | Offered Calculated Gross Value of Consideration         | numeric           | 102013         | Current Calculated Gross Value of Consideration              | numeric           |
| 101009         | # of Target Shares Outstanding                          | numeric           |                |  |                   |
| 101010         | # of Target Shares Sought                               | numeric           |                |  |                   |
| 101011         | % of Target Shares Sought                               | numeric           |                |  |                   |
| 101594         | Lump Sum Cash (Converted GSI)                           | numeric           |                |  |                   |
| 101608         | Consideration Cash Equivalent (Converted GSI)           | numeric           |                |  |                   |
| 101606         | Cash Consideration Per Share (Converted GSI)            | numeric           |                |  |                   |
| 101603         | Max Consideration Value (Converted GSI)                 | numeric           |                |  |                   |
| 101006         | Consideration Exchange Ratio Fixed Flag                 | bit               |                |  |                   |
| 101005         | Offered Consideration Exchange Ratio                    | numeric           | 102005         | CurrentConsideration Exchange Ratio                          | numeric           |
| 102182         | Offered Acquirer Security Note                          | varchar           | 102184         | Current Acquirer Security Note                               | varchar           |
| 101616         | Acquirer SharePrice (Converted GSI)                     | numeric           |                |  |                   |
| 101001         | Offered # of Acquirer Shares / Units Issued             | numeric           | 102242         | Current # of Acquirer Shares / Units Issued                  | numeric           |
| 102155         | Offered Calculated Cash Price Per Acquirer Share / Unit | numeric           | 102102         | Current Calculated Cash Price Per Acquirer Share / Unit      | numeric           |
| 102261         | Offer Cash Price Per Acquirer Share Unit 1 Date         | datetime          | 102144         | Current Calculated Cash Price Per Acquirer Share / Unit Date | datetime          |
| 102183         | Offered Target Security Note                            | varchar           | 102185         | Current Target Security Note                                 | varchar           |
| 101007         | High Collar Target Stock Price                          | numeric           |                |  |                   |
| 101002         | Cash Price Per Target Share / Unit                      | numeric           |                |  |                   |
| 101004         | Cash Equivalent Per Target Share / Unit Fixed Flag      | bit               |                |  |                   |
| 101003         | Offered Cash Equivalent Per Target Share / Unit         | numeric           | 102003         | Current Cash Equivalent Per Target Share / Unit              | numeric           |

## Creating Data Item Lists

### Data Item Tables

**Data Item Tables** provide the foundation for creating data item lists.

### M&A Core

Nine data item tables are provided in the M&A Core package:

| ciqTransMADataNumeric |                          |
|-----------------------|--------------------------|
| <b>PK</b>             | <b><u>objectId</u></b>   |
| <b>PK</b>             | <b><u>dataItemId</u></b> |
|                       | dataItemValue<br>nmFlag  |

file: TransactionDataNumeric.txt

| ciqTransMADataInteger |                          |
|-----------------------|--------------------------|
| <b>PK</b>             | <b><u>objectId</u></b>   |
| <b>PK</b>             | <b><u>dataItemId</u></b> |
|                       | dataItemIntegerValue     |

file: TransactionDataInteger.txt

| ciqTransMADataBit |                          |
|-------------------|--------------------------|
| <b>PK</b>         | <b><u>objectId</u></b>   |
| <b>PK</b>         | <b><u>dataItemId</u></b> |
|                   | dataItemBitValue         |

file: TransactionDataBit.txt

| ciqTransMADataVarchar |                          |
|-----------------------|--------------------------|
| <b>PK</b>             | <b><u>objectId</u></b>   |
| <b>PK</b>             | <b><u>dataItemId</u></b> |
|                       | dataItemVarcharValue     |

file: TransactionDataVarchar.txt

| ciqTransMADataDate |                          |
|--------------------|--------------------------|
| <b>PK</b>          | <b><u>objectId</u></b>   |
| <b>PK</b>          | <b><u>dataItemId</u></b> |
|                    | dataItemDate             |

file: TransactionDataDate.txt

| ciqTransAccountingMethod |                                  |
|--------------------------|----------------------------------|
| <b>PK</b>                | <b><u>accountingMethodId</u></b> |
|                          | accountingMethodName             |

file: TransactionAccountingMethod.txt

| ciqTransactionDealApproach |   |
|----------------------------|---|
| <b>PK</b>                  | <b><u>transactionDealApproachId</u></b> |
|                            | transactionDealApproachName             |

file: TransactionDealApproach.txt

| ciqTransactionDealAttitude |                              |
|----------------------------|------------------------------|
| <b>PK</b>                  | <b><u>dealAttitudeId</u></b> |
|                            | dealAttitudeName             |

file: TransactionDealAttitude.txt

| ciqTransactionControlStake |                                  |
|----------------------------|----------------------------------|
| <b>PK</b>                  | <b><u>controlStakeTypeId</u></b> |
|                            | controlStakeTypeValue            |

file: TransactionControlStake.txt

### Transactions M&A Consideration

Four primary data items tables are delivered in the Transactions M&A Consideration package:

| ciqTransMADataVarchar |                          |
|-----------------------|--------------------------|
| <b>PK</b>             | <b><u>objectId</u></b>   |
| <b>PK</b>             | <b><u>dataItemId</u></b> |
|                       | dataItemVarcharValue     |

file: TransactionDataVarchar.txt

| ciqTransMADataBit |                          |
|-------------------|--------------------------|
| <b>PK</b>         | <b><u>objectId</u></b>   |
| <b>PK</b>         | <b><u>dataItemId</u></b> |
|                   | dataItemBitValue         |

file: TransactionDataBit.txt

| ciqTransMADataNumeric |                          |
|-----------------------|--------------------------|
| <b>PK</b>             | <b><u>objectId</u></b>   |
| <b>PK</b>             | <b><u>dataItemId</u></b> |
|                       | dataItemValue<br>nmFlag  |

file: TransactionDataNumeric.txt

| ciqTransMADataDate |                          |
|--------------------|--------------------------|
| <b>PK</b>          | <b><u>objectId</u></b>   |
| <b>PK</b>          | <b><u>dataItemId</u></b> |
|                    | dataItemDate             |

file: TransactionDataDate.txt

Financial data item tables are included only with the Transactions M&A Consideration package as a way of referencing LTM financials for the buyer and target:

| ciqTransDataItemMapping |                                     |
|-------------------------|-------------------------------------|
| <b>PK</b>               | <b><u>transactionDataItemId</u></b> |
|                         | financialDataItemId                 |

file: TransactionDataItemMapping.txt

| ciqTransMADataFinancial |   |
|-------------------------|---|
| <b>PK</b>               | <b><u>financialInstanceId</u></b>         |
| <b>PK</b>               | <b><u>dataItemId</u></b>                  |
|                         | dataItemValue<br>currencyId<br>unitTypeId |

file: TransactionDataFinancial.txt

## M&A Market Data

Two Data Item Tables are delivered in the **M&A Market Data** package:

| ciqTransMADaDataDate |                   | ciqTransMADaDataNumeric |                   |
|----------------------|-------------------|-------------------------|-------------------|
| <b>PK</b>            | <u>objectId</u>   | <b>PK</b>               | <u>objectId</u>   |
| <b>PK</b>            | <u>dataItemId</u> | <b>PK</b>               | <u>dataItemId</u> |
|                      | dataItemDate      |                         | dataItemValue     |
|                      |                   |                         | nmFlag            |

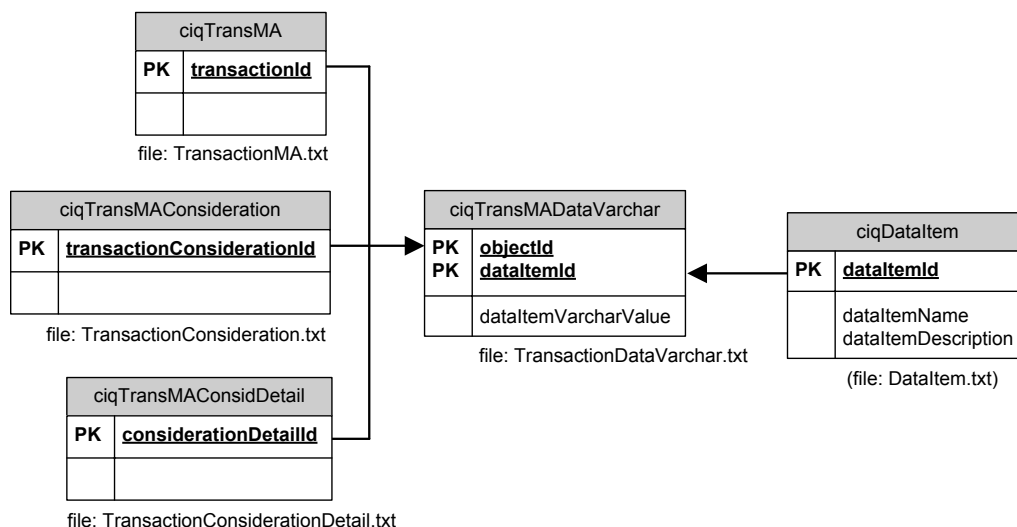
file: TransactionDataDate.txt    file: TransactionDataNumeric.txt

Each data item table contains items specific to a value type. For example, the data item Comments (dataItemId 100580) is a varchar value type and therefore is found in the **ciqTransMADaDataVarchar** table.

To query for a particular data item value in any of these tables you need the *objectId* and the *dataItemId*:

- The *objectId* links to one of three primary keys, depending on which type of data item you are querying for:
  - For Transactions and Transactions Market data items, *objectId* links to the *transactionId* in the **ciqTransMA** table
  - For Consideration data items, *objectId* links to the *transactionConsiderationId* in the **ciqTransMAConsideration** table
  - For Consideration Detail data items, *objectId* links to the *considerationDetailId* in the **ciqTransMAConsidDetail** table
- The *dataItemId* links to the Data Item Master tables.

The following diagram illustrates the links between these tables using **ciqTransMADaDataVarchar**:



### Example Query

The following is a simple example showing one way of querying for a numeric data item value at the transaction level:

```
select
ma.transactionId,

(select n.dataItemValue from ciqTransMADataNumeric n where n.dataItemId =
102325 and n.objectId = ma.transactionId) 'Transaction Size USD'

from
ciqTransMA ma

where
ma.companyId = 354052
```

The query selects the *transactionId* and the Transaction Size in USD (dataItemId 102325) where a particular company is the target. Note the subquery for grabbing Transaction Size in USD, and how the *objectId* is equal to the *transactionId*.

Before writing the above query you would need to know the *dataItemId* and value type (integer, varchar, etc.). This reference data is available in the Data Item Master tables; the section [Referencing Data Items](#) outlines the Data Item Master tables used for referencing data items in the different Transactions M&A packages.

### Integers Data Items are Reference Ids

The data item values found in the **ciqTransMADataInteger** table are reference Ids that link to other tables:

- In the case of the integer data items Accounting Method (100508), Deal Approach (111761), Deal Attitude (100509), and Transaction Control Stake Type (100506), the respective tables **ciqTransAccountingMethod**, **ciqTransactionDealApproach**, **ciqTransactionDealAttitude**, and **ciqTransactionControlStake** have been provided as reference tables for these specific integers.
- Other integers, such as Latest Status ID (100505), link to one of the included reference tables (in this case **ciqTransactionStatusType**).

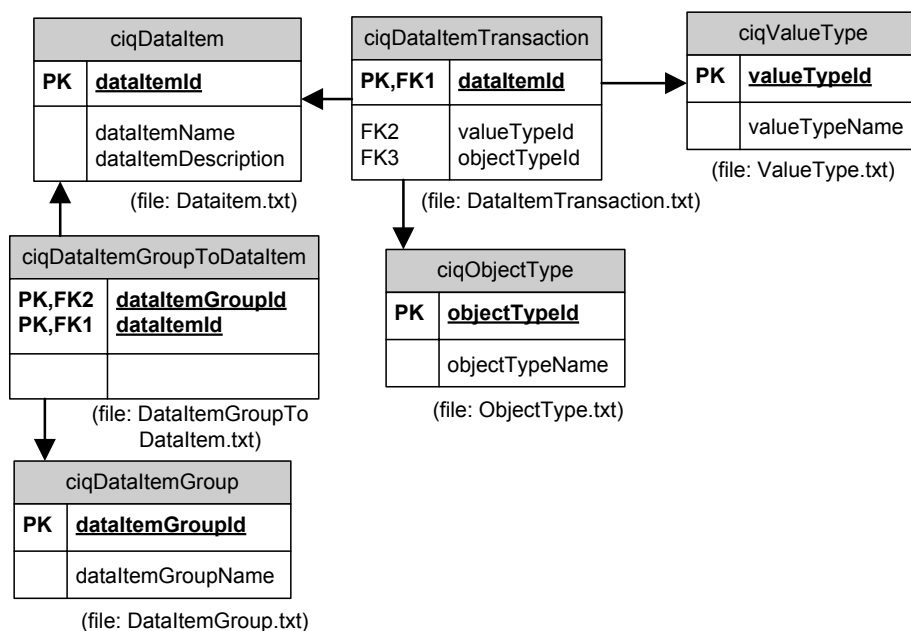
A section under [Transactions M&A Financials Data Items](#) indicates the specific reference table each integer data item links to.

### nmFlag in the ciqTransMADataNumeric table

The *nmFlag* in the **ciqTransMADataNumeric** table is a Non-Meaningful Flag. In the case of numeric ratios (such as TEV/EBIT, etc.), a value of 1 indicates that the calculated ratio or one of its components is negative or otherwise not meaningful.

## Referencing Data Item Master Tables

Data Item Master tables are used as reference tables for looking up data items available within the various Transactions M&A packages:



The **ciqDataItemTransaction** table contains all data items that are specific to the various transactions data packages. The **ciqValueType** table indicates whether the data item is Numeric, Varchar, Integer, etc.

The *objectTypeId* referenced in the **ciqObjectType** table indicates the primary key that the *objectId* of the item value references. There are three *objectTypes* that are used by the Transactions M&A package data items:

**14 – TransactionId**

**25 – TransactionConsiderationId**

**26 – TransactionConsiderationDetailId**

These *objectTypes* are useful for distinguishing the data items contained within these specific data item sets.

The **ciqDataItemGroup** table provides groups to distinguish data items in a specific data set. There are several data item groups that apply to the Transactions M&A packages:

**120 – Transaction M&A**

**121 – Transaction M&A Consideration**

**122 – Transaction M&A Market**

**123 – Transaction M&A Financials**

## Querying Data Items

The following SQL Query uses the tables from the [Data Item Master tables](#) to create data item lists for the various packages: Transactions M&A, Transactions M&A Market, Transactions M&A Consideration, and Transactions M&A Consideration Detail. The individual listings are available by commenting and uncommenting SQL at the end of the query.

```
select
di.dataItemId
,di.dataItemName
,di.dataItemDescription
,v.valueTypeId
,v.valueTypeName
,t.objectTypeId
,ot.objectTypeName
,dg.dataItemGroupId
,dg.dataItemGroupName

from ciqdataitem di
join ciqDataItemTransaction t on t.dataItemId = di.dataItemId
join ciqValueType v on v.valueTypeId = t.valueTypeId
join ciqObjectType ot on ot.objectTypeId = t.objectTypeId
join ciqDataItemGroupToDataItem dig on dig.dataItemId = di.dataItemId
join ciqDataItemGroup dg on dg.dataItemGroupId = dig.dataItemGroupId

where

--Transactions M&A
t.objectTypeId = 14
and dg.dataItemGroupId = 120

--Transactions M&A Market Data package
--t.objectTypeId in (14,25)
--and dg.dataItemGroupId = 122

--Consideration
--t.objectTypeId = 25
--and dg.dataItemGroupId = 121

--Consideration Detail
--t.objectTypeId = 26
--and dg.dataItemGroupId = 121

order by di.dataItemName
```

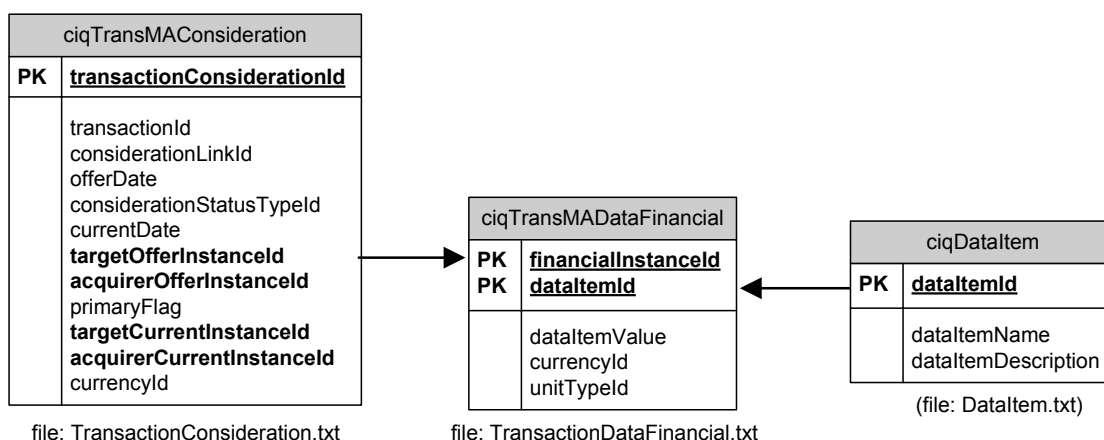
Listings of data items similar to what is created with this query are found in the proceeding section [Data Item Lists](#). The Data Item Lists section contains additional information pertinent to each data item set, as well as groupings within the lists that are key for understanding the items.

## Querying Financial Data Item Values

The **ciqTransMADataFinancial** table provides 15 LTM financials according to *financialInstanceId* and *dataItemId*. A complete list of the financial data items is given in [Financial Data Item List](#).

The *financialInstanceId* links to the **ciqTransMAConsideration** table, which has financial instances for the buyer and target at both the offered and current dates: *targetOfferInstanceId*, *acquirerOfferInstanceId*, *targetCurrentInstanceId*, *acquirerCurrentInstanceId*.

The *dataItemId* links to the Data Item Master Tables. The following diagram illustrates these links:



The *unitTypeld* in the **ciqTransMADataFinancial** table identifies the units of the financial data item (thousands, millions, actual). This links to the **ciqFinUnitType** table in the Financial Reference Data package, available separately.

## Example Query

The following is a simple example showing one way of querying for a financial data item:

```

select
ma.transactionId

, (select f.dataItemValue from ciqTransMADataFinancial f where f.dataItemId =
28 and f.financialInstanceId = cons.targetCurrentInstanceId) 'Target Current
Revenues'

from
ciqTransMA ma
join ciqTransMAConsideration cons on cons.transactionId=ma.transactionId

where
ma.companyId = 354052
order by ma.transactionId

```

The query selects the *transactionId* and target's current Revenue (financial *dataItemId* 28) where a particular company is the target. Note the subquery for grabbing Revenue, and how the *financialInstanceId* is equal to the one of the *instanceIds* in the **ciqTransMAConsideration** table (in this case, the target's most current instance).

### A Note about LTM Financial Dates

The Filing Date (financial data item 349) and Period End Date (407) indicate when the financial data was made available by the target or acquirer. LTM financials are typically

given where the filing date is before, but closest to, the offer date or current date of the consideration.

However, if the Deal Attitude (data item 100509) is Friendly, the LTM financials for either the acquirer or the target may have a filing date that is 180 days **after** the offer date (though the period end date must still be before the offer date). For friendly deals, all involved parties are likely privy to financials that are not yet filed with the SEC. Thus we provide financials that are most applicable to the M&A deal.

For hostile deals, the filing date is always before the offer date.

### ***Using the `ciqTransDataItemMapping` Table***

The LTM financials provided in the **`ciqTransMADataFinancial`** table are collected according to S&P Capital IQ's standard financial collection process. On occasion there may not be financial data collected for the target company (for example, when it is a small private company), and as a result values may show up as Null within this table. In the case of missing financials, we will attempt to collect target company financials if they are available through the announcement of the M&A transaction. These financials are available within the M&A Transactions Data Items (shown in Table 21). They represent target company LTM financials at a Period End Date (102305), Filed End Date (102306), and Accession Number (102307).

The **`ciqTransDataItemMapping`** table is a mapping from the Financial *dataItemIds* (standard collection) to the corollary Transaction *dataItemIds* (special collection through the M&A announcement). Note that out of the 15 Financial items, only 11 map to the specially collected items. The [Financial Data Item List](#) that follows shows all 15 items, and the corollary Transaction *dataItemIds* if they map.

## **Referencing Financial Data Items in the Data Item Master Tables**

The financial data items can be referenced for look up through the [Data Item Master tables](#) where the *dataItemGroupId* is

### **123 – Transaction M&A Financials.**

### ***SQL Query for Financial Data Item List***

The following SQL Query provides all financial data items. The query includes additional columns than what is shown in the list of items in Table 26: a definition that further describes the data item, as well as the *dataItemGroupId*.

```
select
di.dataItemId
,di.dataItemName
,di.dataItemDescription
,m.transactionDataItemId 'Corollary Transaction DataItemId'
,dg.dataItemGroupId
,dg.dataItemGroupName

from ciqdataitem di
left outer join ciqTransDataItemMapping m on m.financialDataItemId = di.dataItemId
join ciqDataItemGroupToDataItem dig on dig.dataItemId = di.dataItemId
join ciqDataItemGroup dg on dg.dataItemGroupId = dig.dataItemGroupId

where
dig.dataItemGroupId = 123

order by di.dataItemId
```



## Financial Data Item List

The following is a list of the 15 LTM Financial data items available with the Transactions M&A Consideration package. A SQL query is shown above to reproduce this item list.

The third column in Table 26 indicates the corollary Transaction *dataItemId* if available (for more information on what this means, see the description in the preceding section [Using the ciqTransDataItemMapping Table](#)).

Table 43. Financial Data Items

| <b>dataItemId</b> | <b>dataItemName</b>                        | <b>Corollary Transaction DataItemId</b> |
|-------------------|--|---|
| 7                 | Earnings From Continuing Operations        | 102314                                  |
| 28                | Total Revenues                             | 102308                                  |
| 142               | Diluted EPS - Continuing Operations        |   |
| 349               | Filing Date - Income Statement             |   |
| 379               | Net Income to Common Excl. Extra Items     | 102312                                  |
| 407               | As Reported Period End, Income Statement   |   |
| 1002              | Total Cash And Short Term Investments      |   |
| 1005              | Total Preferred Equity                     | 102317                                  |
| 1006              | Total Common Equity                        | 102313                                  |
| 1007              | Total Assets                               | 102309                                  |
| 1052              | Minority Interest, Total                   | 102318                                  |
| 4173              | Total Debt                                 | 102316                                  |
| 4364              | Net Debt                                   | 102315                                  |
| 21675             | EBIT (Incl. Equity Inc. from Affiliates)   | 102310                                  |
| 21677             | EBITDA (Incl. Equity Inc. from Affiliates) | 102311                                  |

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# Appendix A: M&A Feature Definitions

Following are the applicable features and definitions for M&A transactions (shown in alphabetical order).

Table 44. Transaction Features

| ID  | Transaction Feature Name               | Definition   |
|-----|--|--|
| 142 | Acquisition of Joint Venture           | This feature is assigned when a buyer is acquiring a joint venture company or assets in totality from its current owners. The following conditions must be met: <ul style="list-style-type: none"><li>• The percentage sold in the M&amp;A transaction should be 100%.</li><li>• There must be more than one selling company and they must be strategic in nature.</li></ul> |
| 143 | Acquisition of Joint Venture Interests | This feature is assigned if the buyer is acquiring an interest in the joint venture. In such a scenario the SEC filing/press release should clearly state that an interest/membership interest/equity interest in a joint venture is being acquired.   |
| 144 | Acquisition of Joint Venture Partner   | This feature is assigned when an acquisition of a Joint Venture Partner takes place. This joint venture may or may not be the only business of the target.   |
| 139 | Asset Swap / Exchange                  | This feature is assigned in situations when, in order to avoid tax, assets are exchanged for assets. This is unlike what happens in a normal acquisition, where cash or securities are paid for assets of the selling company.   |

| ID  | Transaction Feature Name       | Definition  |
|-----|--------------------------------|---|
| 133 | Bankruptcy Sale                | <p>We would assign this feature when a bankrupt company is being acquired or a bankrupt company is selling some of its assets or corporate division etc. This feature is applicable when either the target or seller is under bankruptcy.</p> <ul style="list-style-type: none"> <li>It does not matter if the seller is bankrupt and the target is not (such cases would be rare). We will still assign this feature.</li> <li>A company under receivership or administration is also referred to as a bankrupt company.</li> <li>This feature (Bankruptcy Sale) will be applicable in all cases where a majority stake (at least 50%) in a bankrupt company is being acquired.</li> </ul> |
| 168 | Cash Merger                    | The transaction's acquirer exchanges cash (sourced from equity, debt, or a combination thereof) for an ownership stake in the target company. This feature is selected if the buyer (strategic or financial) either acquires 100% stake in the target company, or buys a remaining stake that it does not already own in the target company and consequently ends up owning 100%.   |
| 138 | Collar Consideration Structure | In a deal with a Collar Consideration, the terms of the given consideration are only valid if the acquirer's stock price falls within the given range (high and low collar prices). If the price moves outside of this range, the consideration structure will change. This type of deal protects the acquirer from having to put up additional stock or cash in the event that its market value declines between an M&A agreement's announcement and closing.  |
| 25  | Consolidation/ Roll Up         | This feature is used to identify an acquisition made by a financial buyer-backed platform company for an industry consolidation.  |
| 6   | Corporate Divestiture          | This feature is used to identify an acquisition of a company's subsidiary, division, or operations line.  |
| 21  | Creation of Joint Venture      | This feature is used to identify scenarios when two or more strategic companies together acquire 100% of an existing business. The stake acquired by each buyer is immaterial in this case.   |
| 3   | Cross-Border                   | This feature is automatically assigned when there is information of an investment wherein the buyer (buyer headquarters) and target are based in different countries. When the fund is investing in a transaction, "Cross Border" will be given only if the sponsor of the fund is in a different "Country" from the "Target".  |
| 217 | Defensive/ White Knight        | This feature is used to identify the defensive strategy adopted by the target to avoid a hostile takeover by asking a friendly acquirer (white knight) to counter bid and rescue it from a hostile takeover.  |
| 140 | Earnout Payments               | This feature is used to identify a scenario that involves a payment that relates to the future financial performance of a company.  |
| 185 | Equity Reinvestment            | This feature is selected whenever the selling individual, management, entity agrees to reinvest in the target along with the buyer as part of the same M&A transaction.   |
| 8   | Family Succession              | This feature is selected whenever a family is selling a majority stake/controlling stake in a business.   |
| 226 | Fixed Price Buyback            | This feature is selected whenever share buyback (or share repurchase) takes place under the fixed price tender offer variant of the self-tender repurchase method. The company offers its shareholders the option to tender their shares directly to the company at a fixed price.  |
| 214 | Go Shop Provision              | This feature is used to identify scenarios when a target is allowed by the acquirer to invite potential bidders with superior offers for a limited period of time.  |
| 9   | Going Private Transaction      | This feature is selected whenever a financial buyer and/or management and/or individual acquires 100% stake or remaining stake that it does not already own (and consequently ends up owning 100%) in a publicly-traded company. Thereafter, the acquired company ceases to trade its securities in the public market.  |

| ID  | Transaction Feature Name                         | Definition  |
|-----|--|---|
| 184 | Government Decreasing Ownership Stake            | This feature is selected whenever there is information of the government selling a minority stake in the target as long as it does not lead to change in control of the target. This feature is not to be used along with "Privatization of Government Entity".   |
| 170 | Individual Investors Participated                | <p>This feature is assigned when there is information available that the individual investors, who are not affiliated with the current management of the company, have contributed equity to the deal. Some examples of scenarios where this feature can be assigned are:</p> <ul style="list-style-type: none"> <li>• If any member of the board of directors, including the Chairman, who is not part of the management of the target, acquired a stake in the target.</li> <li>• The LBO feature will be assigned in addition to this feature in scenarios where the individual(s) is/are buying a majority stake in the target. This is because it is assumed that the individuals will never really have the amount of cash required and will hence leverage the assets of the target.</li> <li>• Cash Merger feature will be assigned in addition to this feature in scenarios where the deal value is not disclosed.</li> <li>• However, if a family is acquiring a stake in the target then this feature will not be selected.</li> </ul> |
| 11  | Leveraged Buy Out (LBO)                          | This feature is assigned when a sponsor/management/individual acquires a mature business by combining equity with debt, raised by leveraging the business. This is only applicable to transactions where a majority stake is being acquired (i.e. 50% or more). It is also applicable for transactions where there is a strategic buyer when it is explicitly mentioned in the sources.   |
| 145 | Majority Shareholder Increasing Ownership Stake  | This feature is assigned in cases where a majority shareholder (which already holds at least 50% stake in the target) acquires additional stake in the target.  |
| 146 | Majority Shareholder Purchasing Remaining Shares | This feature is assigned to transactions where the majority shareholder is acquiring the remaining stake in the target to increase its ownership stake to 100%.   |
| 12  | Management Buyout                                | This feature is used when a target company's management either partners with a financial buyer to acquire a majority ownership or acquires majority ownership on its own.   |
| 172 | Management Participated                          | This feature is used in a transaction when there is information that the current management of a company contributed equity in the deal. This feature is assigned along with Management Buyout by default.  |
| 119 | Market Repurchase                                | This feature is assigned to a transaction when there is information that the company buys back its own shares directly from the market.   |
| 23  | Merger of Equals                                 | This feature is used to identify a merger of two companies of relatively equal size. This feature is only used when "merger of equals" is explicitly mentioned in the press release.  |
| 147 | Minority Shareholder Gaining Majority Control    | This feature is assigned in cases where a minority shareholder is acquiring an ownership interest in the target, which will increase its ownership stake to a percentage equal to or greater than 50 but less than 100.   |
| 148 | Minority Shareholder Increasing Ownership Stake  | This feature is assigned in cases when there is information that the participating investor in a current deal previously owned less than a 50% stake in the target.   |
| 149 | Minority Shareholder Purchasing Remaining Shares | This feature is assigned in cases where a minority shareholder is acquiring the remaining stake in a target to increase its ownership to 100%.  |
| 121 | Negotiated Buyback                               | This feature is assigned to a transaction when there is information that the company attempted to stop a takeover bid by paying a negotiated price above market value for stock held by the aggressor.  |

| ID  | Transaction Feature Name           | Definition   |
|-----|------------------------------------|--|
| 13  | Platform                           | This feature is used to identify a financial buyer's acquisition of a strategic company as a platform through which it makes add-on acquisitions.  |
| 14  | Privatization of Government Entity | This feature is used to identify scenarios when the government or a government-owned entity cedes its controlling stake in the target through an M&A transaction.  |
| 15  | Recapitalization                   | This feature is used to identify a majority investment that restructures a company's capital structure and allows existing shareholders to cash out most of their current stake.   |
| 46  | Reverse Merger-Backdoor IPO        | This feature is used in scenarios where a private company's shareholders purchase control of a public shell company and then merge it with their private company. Through this merger, the private company goes public. The target in this scenario should be a shell company.   |
| 215 | Reverse Merger-Other               | This feature is used in scenarios where a private company's shareholders purchase control of a public company with an operating business and then merge it with their private company to go public.  |
| 216 | Reverse Morris Trust               | The Morris Trust scenario allows a tax-free merger of two companies. A successful transaction results in a tax-free distribution of the spun-off company's shares to shareholders, while the parent company incurs no corporate income tax. The feature is used only when it is explicitly mentioned in the transaction.   |
| 174 | Secondary LBO                      | <p>This feature is assigned when:</p> <ul style="list-style-type: none"> <li>• The target is a strategic company and the buyers and the seller are sponsors/management/individuals.</li> <li>• The buyer is acquiring the target through an LBO (Leveraged Buyout). As a result the LBO feature is always used with this feature.</li> <li>• The seller had acquired the target previously through an LBO. Simply put, this is a buyout of a target that had been involved in a previous buyout transaction.</li> </ul>  |
| 10  | Sponsor/Strategic JV Acquisition   | <p>This feature applies to a scenario where a strategic firm and a financial buyer work together or are funding together to acquire an existing business.</p> <ul style="list-style-type: none"> <li>• The percentage sought in the M&amp;A transaction must be 100%.</li> <li>• There can be two or more acquirers as long as one of them is a strategic buyer along with private investment firms.</li> <li>• If management and/or individual(s) are also a part of the buyer group along with at least one sponsor and at least one strategic buyer, and the percent sought is equal to 100, then the Sponsor/Strategic JV Acquisition feature is applicable.</li> <li>• The stake acquired by each buyer is immaterial.</li> </ul> |
| 169 | Stock Merger                       | The transaction's acquirer exchanges stock for an ownership stake in the target company (typically occurs between strategic companies). This feature is selected if the buyer either acquires 100% stake in the target company or buys a remaining stake that it does not already own in the target company and consequently ends up owning 100%.  |
| 156 | Successor Issuer Merger            | --   |
| 43  | Tender Offer                       | This feature is used to identify a tender offer acquisition which entails an offer made directly to a company's shareholders to buy their shares. A completion of a tender offer does not mean that the acquisition has been completed.  |
| 162 | Tender Offer (Full Bid)            | Tender Offer Full Bid refers to a Tender Offer made for all the issued and outstanding shares of a company or for the remaining shares which the buyer does not already own. This feature is always used in conjunction with the feature Tender Offer.   |

| ID  | Transaction Feature Name     | Definition   |
|-----|------------------------------|--|
| 165 | Tender Offer (Partial Bid)   | A partial offer is an offer to target shareholders to only buy a proportion of their shares. This feature is always used in conjunction with the feature Tender Offer.   |
| 131 | Tender Offer - Dutch Auction | Under this form of tender offer, the company offers a price above the trading value of the share and then at gradually reduced prices until a buyer is found. A "Dutch Auction" price offer specifies a price range within which the shares will ultimately be purchased. Shareholders are invited to tender their stocks at any price within the range. The firm then compiles these responses and the price is the lowest price that allows the firm to buy these shares. This feature is used when the company announces that it has launched a dutch auction tender offer to repurchase the shares from its existing shareholders and states a price band. |
| 171 | Terms Not Disclosed          | This feature is selected when a press release states the "terms of a deal were not disclosed" and does not specify the size of a deal.   |

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# Appendix B: Balancing Models for Net and Gross Transaction Values, Implied Equity Value, and Implied Enterprise Value

Net and Gross Transaction Values, Implied Equity Value, and Implied Enterprise Value are provided in the Consideration-level data items, along with the breakout items that make up these calculations. The following balancing models show how these values are calculated for both Offered and Current data items.

## Net and Gross Transaction Values

Table 45. Net and Gross Transaction Values balancing model

|  | Offered<br>Data Item | Current<br>Data Item |
|--|----------------------|----------------------|
| Total Consideration to Shareholders                  | 102086               | 102041               |
| + Total Other Consideration                          | 102087               | 102042               |
| + Total Earnouts                                     | 101402               | 102402               |
| + Total Rights/Warrants/Options                      | 102422               | 102061               |
| + Net Assumed Liabilities <sup>(1)</sup>             | 102084               | 102039               |
| + Adjustment Size                                    | 100619               | 102145               |
| = Total Net Transaction Value                        | 102089               | 102044               |
| + Total Cash & Short Term Investments <sup>(2)</sup> | 102266               | 102267               |
| = Total Gross Transaction Value                      | 102088               | 102043               |

## Implied Equity Value

Table 46. Implied Equity Value balancing model

|                                     | Offered<br>Data Item | Current<br>Data Item |
|-------------------------------------|----------------------|----------------------|
| Total Consideration to Shareholders | 102086               | 102041               |
| / Percent Sought                    | 101024               | 102024               |
| = Implied Equity Value              | 102091               | 102046               |

For example, if Total Consideration to Shareholders is 100 million and percent sought is 50%, the Implied Equity Value would be 200 million ( $100 / .50$ ).

The same balancing model shown in Tables 28 and 29 is also shown on the S&P Capital IQ platform for a given M&A Transaction under Transaction Values. Shown below is the Offered side (the Current side is also on the platform):

| Transaction Values                                  |             |
|---|-------------|
| Offered   |             |
| Offer Date[102072]                                  | Nov-13-2009 |
| Exchange Rate[102322]                               | 1.000       |
| Consideration to Shareholders (\$ mm)[102086]       | 157.00      |
| Other Consideration (\$ mm) [102087]                | -           |
| Total Earnouts (\$ mm)[101403]                      | -           |
| Total Rights/Warrants/Options (\$ mm)[102422]       | -           |
| Net Assumed Liabilities (\$ mm) [102084]            | 36.9        |
| Adjustment Size (\$ mm)[100619]                     | -           |
| Total Net Transaction Value (\$ mm) [102089]        | 193.88      |
| Total Cash & Short Term Investments (\$ mm)[102266] | 1.92        |
| Total Gross Transaction Value (\$ mm)[102088]       | 195.80      |
| % Sought[101024]                                    | 100.0%      |
| Implied Enterprise Value (\$ mm) [102090]           | 193.88      |
| Implied Equity Value (\$ mm) [102091]               | 157.00      |

## Implied Enterprise Value

Table 47. Implied Enterprise Value balancing model

|  | Offered<br>Data Item | Current<br>Data Item |
|--|----------------------|----------------------|
| Implied Equity Value                     | 102091               | 102046               |
| + Total Other Consideration              | 102087               | 102042               |
| + Total Earnouts                         | 101402               | 102402               |
| + Total Rights/Warrants/Options          | 102422               | 102061               |
| + Net Assumed Liabilities <sup>(1)</sup> | 102084               | 102039               |
| + Adjustment Size                        | 100619               | 102145               |
| = Implied Enterprise Value               | 102090               | 102045               |

- (1) Net Assumed Liabilities = Total Debt – Cash & Short Term Investments<sup>(2)</sup> + Total Preferred + Minority Interest

Net Assumed Liabilities is not calculated for financial companies (banks, financial services, and brokerage companies).

For deals where percent sought is less than 50%, Net Assumed Liabilities is not added into Net or Gross Transaction Values, but it is added into Implied Enterprise Value.

- (2) For Insurance companies, this is Cash and Cash Equivalents

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# Appendix C: Frequently Asked Questions

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1. What are the features you can search on within Transactions M&A?

See [Appendix A: M&A Feature Definitions](#).

2. What do the primary feature tables do?

They indicate the single primary feature for all transaction types (not just Transactions M&A). For M&A transactions the primary feature is always **1 – Acquisition of Equity Stake**.

3. Some of the reference tables have values that are not used by M&A transactions. Why is this?

Reference tables that don't have 'MA' in the name, such as **ciqTransactionType**, **ciqTransFeatures**, and **ciqTransactionConditionType**, may be used by multiple transactions packages (Transactions Offerings, Transactions Spin-Offs, etc.), and as a result some of the reference records in these tables may not be used by Transactions M&A. For example, **ciqTransactionStatusType** has approximately 15 status types, but only 4 (Announced, Closed, Cancelled or Effective) are used by M&A transactions.

4. What does Effective status mean?

Effective status is given if the exact closing date is not known but the available information suggests that the transaction is already closed. The effective date in such cases is the date of the source document.

5. How are Announced Date, Bid Made Date, Letter of Intent Date, and other transaction-level dates defined?

See [Transaction Date Definitions](#) in the chapter Using Data Items.

---

6. What does the *nmFlag* within **ciqTransMADataNumeric** do?

The *nmFlag* in the **ciqTransMADataNumeric** table is a Non-Meaningful Flag. In the case of numeric ratios (such as TEV/EBIT, etc.), a value of 1 indicates that the calculated ratio or one of its components is negative or otherwise not meaningful.

7. How are data item tables used and how do I know which one to select from?

See the chapter [Using Data Items](#).

8. What does the **ciqTransDataItemMapping** table do?

See [Using the ciqTransDataItemMapping Table](#) in the chapter Using Data Items.

9. What does the field *unitTypeId* in the **ciqTransMADataFinancial** table link to?

It links to the **ciqFinUnitType** table in the **Financial Reference Data** package, available as an additional package.

10. Which LTM financials are given in the Financial Data Items?

See [A Note about LTM Financial Dates](#) in the chapter Using Data Items.

11. How are Net and Gross Transaction Values, Implied Equity Value and Implied Enterprise Value calculated?

See [Appendix B: Calculating Net and Gross Transaction Values, Implied Equity Value, and Implied Enterprise Value](#).

12. What day's pricing data is used to calculate items such as Total Stock Consideration?

Data items that rely on market pricing for calculation use pricing one day prior to the Offered or Current date. For more information on the difference between Offered and Current data item values, see the section [As-Reported, Offered, Presentation and Current Prefixes](#).

13. What is the difference between As-Reported, Offered, Presentation and Current data items?

In the chapter Using Data Items, see the section [As-Reported, Offered, Presentation and Current Prefixes](#).

14. For Transactions M&A Market Data Items, what date are the "Day Prior" items prior to?

These "Day Prior" items are all prior to the **Announced Date**.

15. My query for the Target Stock Premium data items (101053, 101054, 101055) is not finding anything. What is the deal?

Target Stock Premium items provide Consideration-level data and are queried using the *transactionConsiderationId* (not the *transactionId* which is used for all other Market Data items). Make sure you are using the *transactionConsiderationId*.

# Appendix D: Sample Queries

---

This section provides sample queries and solutions for S&P Capital IQ Transactions M&A. All sample queries use SQL Server script.

Note that these queries are not optimized for production use and are meant to demonstrate one way of accessing the data.

## Acquisitions of Public Companies in the Last Month (shows linking to transaction and consideration data items)

```
select
ma.transactionId
,cons.transactionConsiderationId

--convert Announced Date fields to datetime
,convert(datetime,(convert(varchar,ma.announcedDay) + '-' + convert(varchar,ma.announcedMonth)
+ '-' + convert(varchar,ma.announcedYear)), 105) AnnounceDate

--subquery for Latest Status from transaction data items
,(select tste.statusName from ciqTransMADataInteger i join ciqTransactionStatusType tste on
tste.statusId = i.dataItemIntegerValue where i.dataItemId = 100505 and i.objectId =
ma.transactionId) 'Latest Status'

,co.companyName 'Target'
,co2.companyName 'Buyer/Seller'
,tcrt.transactionToCompanyRelType 'Role'

,(select n.dataItemValue from ciqTransMADataNumeric n where n.dataItemId = 102325 and n.objectId
= ma.transactionId) 'Transaction Size USD'

,(select n.dataItemValue from ciqTransMADataNumeric n where n.dataItemId = 101024 and n.objectId
= cons.transactionConsiderationId) 'Percent Sought'

from
ciqTransMA ma
join ciqCompany co on co.companyId = ma.companyId
join ciqTransMAConsideration cons on cons.transactionId=ma.transactionId
join ciqTransConsidStatusType cst on cst.considerationStatusTypeId =
cons.considerationStatusTypeId
join ciqTransMACompanyRel cr on cr.transactionId = ma.transactionId
join ciqCompany co2 on co2.companyId = cr.companyId
join ciqTransCompanyRelType tcrt on tcrt.transactionToCompanyRelTypeId =
cr.transactionToCompanyRelTypeId

where ma.transactionIdTypeId=2

--The most recent consideration
and cons.primaryFlag=1

--Target is a public company
and co.companyTypeId in (1,4,13,15)

--Latest Status (data item 100505) is not Cancelled
and (select i.dataItemIntegerValue from ciqTransMADataInteger i where i.dataItemId = 100505 and
i.objectId = ma.transactionId) != 3

--Percent Sought is > 50
and (select n.dataItemValue from ciqTransMADataNumeric n where n.dataItemId = 101024 and
n.objectId = cons.transactionConsiderationId) > 50

--Announced Date is in the last month
and (convert(datetime,(convert(varchar,ma.announcedDay) + '-' +
convert(varchar,ma.announcedMonth) + '-' + convert(varchar,ma.announcedYear)), 105)) >=
dateadd(month, -1, getdate())

order by AnnounceDate desc, ma.transactionId, cons.transactionConsiderationId
```



## Sample Results

| transactionId | Transaction ConsiderationId | Announce Date | Latest Status | Target                                  | Buyer/ Seller                                 | Role             | Transaction Size USD | Percent Sought |
|---------------|-----------------------------|---------------|---------------|---|---|------------------|----------------------|----------------|
| 116108499     | 116108547                   | 2010-11-23    | Announced     | Argent Minerals Ltd                     | US Nickel Limited                             | Investor / Buyer | NULL                 | 72.600000      |
| 116108499     | 116108547                   | 2010-11-23    | Announced     | Argent Minerals Ltd                     | Barrick (PD) Australia Limited                | Seller           | NULL                 | 72.600000      |
| 116056398     | 116056430                   | 2010-11-22    | Announced     | Clever Communications Australia Limited | BigAir Group Limited                          | Investor / Buyer | 10.113551            | 100.000000     |
| 116071758     | 116071905                   | 2010-11-22    | Announced     | Draka Holding NV                        | Prysmian S.p.A.                               | Investor / Buyer | 1756.878903          | 100.000000     |
| 116071758     | 116071905                   | 2010-11-22    | Announced     | Draka Holding NV                        | Flint Beheer B.V.                             | Seller           | 1756.878903          | 100.000000     |
| 116071758     | 116071905                   | 2010-11-22    | Announced     | Draka Holding NV                        | Fortis Utrecht N.V.                           | Seller           | 1756.878903          | 100.000000     |
| 116071758     | 116071905                   | 2010-11-22    | Announced     | Draka Holding NV                        | Ducatus NV                                    | Seller           | 1756.878903          | 100.000000     |
| 116073750     | 116073781                   | 2010-11-22    | Announced     | Draka Holding NV                        | Tianjin Xinmao Science & Technology Co., Ltd. | Investor / Buyer | NULL                 | 100.000000     |
| 116073750     | 116073781                   | 2010-11-22    | Announced     | Draka Holding NV                        | Ducatus NV                                    | Seller           | NULL                 | 100.000000     |
| 116073750     | 116073781                   | 2010-11-22    | Announced     | Draka Holding NV                        | Flint Beheer B.V.                             | Seller           | NULL                 | 100.000000     |
| 116073750     | 116073781                   | 2010-11-22    | Announced     | Draka Holding NV                        | Fortis Utrecht N.V.                           | Seller           | NULL                 | 100.000000     |
| 116074360     | 116074510                   | 2010-11-22    | Announced     | Potash One Inc                          | K+S Aktiengesellschaft                        | Investor / Buyer | NULL                 | 100.000000     |
| 116074360     | 116074510                   | 2010-11-22    | Announced     | Potash One Inc                          | Front Street Capital                          | Seller           | NULL                 | 100.000000     |
| 116074360     | 116074510                   | 2010-11-22    | Announced     | Potash One Inc                          | Ceres Global Ag Corp.                         | Seller           | NULL                 | 100.000000     |
| 116074360     | 116074510                   | 2010-11-22    | Announced     | Potash One Inc                          | Pinetree Capital Ltd.                         | Seller           | NULL                 | 100.000000     |
| 116114006     | 116114092                   | 2010-11-22    | Announced     | DundeeWealth Inc.                       | The Bank Of Nova Scotia                       | Investor / Buyer | NULL                 | 82.000000      |
| 116114006     | 116114092                   | 2010-11-22    | Announced     | DundeeWealth Inc.                       | Dundee Corp.                                  | Seller           | NULL                 | 82.000000      |
| ...           | ...                         | ...           | ...           | ...                                     | ...   | ...              | ...                  | ...            |

## Assets Sold by Public Companies in the Last Week (shows linking to transaction and consideration data items)

```

select

ma.transactionId
,cons.transactionConsiderationId

--convert Announced Date fields to datetime
,convert(datetime, (convert(varchar,ma.announcedDay) + '-' + convert(varchar,ma.announcedMonth)
+ '-' + convert(varchar,ma.announcedYear)), 105) AnnounceDate

--subquery for Latest Status from transaction data items
,(select tste.statusName from ciqTransMADataInteger i join ciqTransactionStatusType tste on
tste.statusId = i.dataItemIntegerValue where i.dataItemId = 100505 and i.objectId =
ma.transactionId) 'Latest Status'

,co.companyName 'Target'
,co2.companyName 'Buyer/Seller'
,tcrt.transactionToCompanyRelType 'Role'

,(select n.dataItemValue from ciqTransMADataNumeric n where n.dataItemId = 100504 and n.objectId
= ma.transactionId) 'Transaction Size'

,(select n.dataItemValue from ciqTransMADataNumeric n where n.dataItemId = 102041 and n.objectId
= cons.transactionConsiderationId) 'Total Consideration to Shareholders'

from
ciqTransMA ma
join ciqCompany co on co.companyId = ma.companyId

join ciqTransMAConsideration cons on cons.transactionId=ma.transactionId
join ciqTransConsidStatusType cst on cst.considerationStatusTypeId =
cons.considerationStatusTypeId

join ciqTransMACompanyRel cr on cr.transactionId = ma.transactionId
join ciqCompany co2 on co2.companyId = cr.companyId
join ciqTransCompanyRelType tcrt on tcrt.transactionToCompanyRelTypeId =
cr.transactionToCompanyRelTypeId

where ma.transactionIdTypeId=2

--The most recent consideration
and cons.primaryFlag=1

--Target is an asset
and co.companyTypeId = 3

--The transaction has a seller that is a public company
and ma.transactionId in
    (select cr2.transactionId from ciqTransMACompanyRel cr2
    left outer join ciqCompany co3 on co3.companyId = cr2.companyId
    --transaction has a seller
    where cr2.transactionToCompanyRelTypeId = 2
    --seller is a public company
    and co3.companyTypeId in (1,4,13,15))

--Announced Date is in the last week
and (convert(datetime, (convert(varchar,ma.announcedDay) + '-' +
convert(varchar,ma.announcedMonth) + '-' + convert(varchar,ma.announcedYear)), 105)) >=
dateadd(week, -1, getdate())

order by announceDate desc, ma.transactionId, cons.transactionConsiderationId,
cr.transactionToCompanyRelTypeId

```

## Sample Results

| transactionId | Transaction ConsiderationId | Announce Date | Latest Status | Target   | Buyer/Seller                     | Role             | Transaction Size | Total Consideration to Share-holders |
|---------------|-----------------------------|---------------|---------------|--|----------------------------------|------------------|------------------|--------------------------------------|
| 116064439     | 116064505                   | 2010-11-22    | Announced     | African Eagle Resources plc, Non-Core Uranium Division               | Jacana Resources Limited         | Investor / Buyer | 1.000000         | 1.000000                             |
| 116064439     | 116064505                   | 2010-11-22    | Announced     | African Eagle Resources plc, Non-Core Uranium Division               | African Eagle Resources plc      | Seller           | 1.000000         | 1.000000                             |
| 116066716     | 116066757                   | 2010-11-22    | Announced     | Sony Corporation, Digital Photo Printers Division                    | Dai Nippon Printing Co. Ltd.     | Investor / Buyer | NULL             | NULL                                 |
| 116066716     | 116066757                   | 2010-11-22    | Announced     | Sony Corporation, Digital Photo Printers Division                    | Sony Corporation                 | Seller           | NULL             | NULL                                 |
| 116067443     | 116067466                   | 2010-11-22    | Closed        | Wolf Minerals Limited, Yanco Glen Mineral Exploration Tenement       | Carpentaria Exploration Ltd.     | Investor / Buyer | 0.118750         | 0.118750                             |
| 116067443     | 116067466                   | 2010-11-22    | Closed        | Wolf Minerals Limited, Yanco Glen Mineral Exploration Tenement       | Wolf Minerals Limited            | Seller           | 0.118750         | 0.118750                             |
| 116108496     | 116108520                   | 2010-11-22    | Announced     | Oxford Industries Inc., Substantially All of Oxford Apparel Business | LF USA Inc.                      | Investor / Buyer | NULL             | NULL                                 |
| 116108496     | 116108520                   | 2010-11-22    | Announced     | Oxford Industries Inc., Substantially All of Oxford Apparel Business | Oxford Industries Inc.           | Seller           | NULL             | NULL                                 |
| 116049323     | 116050131                   | 2010-11-21    | Announced     | Stratford City Development   | APG Algemene Pensioen Groep N.V. | Investor / Buyer | 871.500000       | 871.500000                           |
| 116049323     | 116050131                   | 2010-11-21    | Announced     | Stratford City Development   | CPP Investment Board             | Investor / Buyer | 871.500000       | 871.500000                           |
| 116049323     | 116050131                   | 2010-11-21    | Announced     | Stratford City Development   | Westfield Group                  | Seller           | 871.500000       | 871.500000                           |
| 116051003     | 116051102                   | 2010-11-21    | Closed        | Luminar Group Holdings Plc, Jam House, Birmingham                    | No Saints Limited                | Investor / Buyer | NULL             | NULL                                 |
| 116051003     | 116051102                   | 2010-11-21    | Closed        | Luminar Group Holdings Plc, Jam House, Birmingham                    | Luminar Group Holdings Plc       | Seller           | NULL             | NULL                                 |
| 116070472     | 116070522                   | 2010-11-21    | Announced     | Exxon Mobil Corporation, Gulf of Mexico Shelf Properties             | Energy XXI (Bermuda) Limited     | Investor / Buyer | 1010.000000      | 1010.000000                          |
| 116070472     | 116070522                   | 2010-11-21    | Announced     | Exxon Mobil Corporation, Gulf of Mexico Shelf Properties             | Exxon Mobil Corporation          | Seller           | 1010.000000      | 1010.000000                          |
| ...           | ...                         | ...           | ...           | ...  | ...                              | ...              | ...              | ...                                  |

## M&A Transactions Closed in 2010 where Shareholders Purchased the Remaining Shares

(shows use of features in screening)

```
select
t.transactionId
,std.statusDatetime as ClosedDate
,t.companyId
,c.companyName as 'Target'
,crtype.transactionToCompanyRelType
,cl.companyID
,cl.companyName as 'Buyer'
, cast(tdn.dataItemValue as numeric(18,4)) as TransactionValueUSD
,tcr.percentAcquired

from
ciqTransMA t
join ciqTransMAStatusToDate std on std.transactionId = t.transactionId
    and std.statusId = 2
join ciqTransMACompanyRel tcr on tcr.transactionid = t.transactionId
    and tcr.transactionToCompanyRelTypeId in (1)
join ciqCompany c on t.companyId = c.companyId
join ciqCompany cl on cl.companyID = tcr.companyId
join ciqTransMADataNumeric tdn on tdn.objectId = t.transactionId
    and tdn.dataItemId = 102325
join ciqTransCompanyRelType crtype on crtype.transactionToCompanyRelTypeId =
tcr.transactionToCompanyRelTypeId
--use transaction features 146 and 149 to retrieve transactions
--where the shareholders purchased the remaining shares
join ciqTransMAToTransFeature tf on tf.transactionId = t.transactionId
    and tf.transactionFeatureId in (146,149)

where std.statusYear = 2010

order by 5 desc,1,6
```

## Sample Results

| transactionId | Closed Date | companyId | Target   | transactionTo CompanyRel Type | companyId | Buyer   | Transaction Value USD | Percent Acquired |
|---------------|-------------|-----------|--|-------------------------------|-----------|---|-----------------------|------------------|
| 46052276      | 2010-01-31  | 30208047  | Slumberland Asia Pacific Ltd.                      | Investor / Buyer              | 5449700   | BICO AG   | 39.2920               | 40.00            |
| 46431012      | 2010-09-28  | 35111     | Taro Pharmaceutical Industries Ltd.                | Investor / Buyer              | 141232    | Sun Pharmaceutical Industries Ltd.              | 0.2277                | 0.07             |
| 49615922      | 2010-04-29  | 39098946  | Dostyk Ltd.  | Investor / Buyer              | 3103671   | Cigma Metals Corp.                              | 1.5200                | 19.00            |
| 49677078      | 2010-10-25  | 49677036  | Guangxi Tanbai Expressway Co., Ltd.                | Investor / Buyer              | 12709395  | Guangxi Wuzhou Communications Co., Ltd.         | 219.3303              | 68.00            |
| 50849266      | 2010-09-03  | 30491601  | ParaRede NetPeople - Tecnologias de Informação, SA | Investor / Buyer              | 167882    | Glintt-Global Intelligent Technologies SGPS, SA | 6.7319                | 51.00            |
| 51179042      | 2010-04-15  | 9608747   | Qatar Shipping Company Q.S.C.                      | Investor / Buyer              | 12703934  | Qatar Navigation Q.S.C.                         | 1024.3866             | 84.00            |
| 54300353      | 2010-03-17  | 54300256  | Echo Mineral Sands Project                         | Investor / Buyer              | 20784274  | Basin Minerals                                  | 0.5269                | 10.00            |
| 58051172      | 2010-02-26  | 398377    | Pepsi Bottling Group Inc.                          | Investor / Buyer              | 32854     | Pepsico, Inc.                                   | 12338.7317            | 67.17            |
| 58052793      | 2010-02-26  | 191884    | PepsiAmericas Inc.                                 | Investor / Buyer              | 32854     | Pepsico, Inc.                                   | 4653.9138             | 56.63            |
| 59289553      | 2010-05-13  | 59289510  | Fanano Gas S.U.R.L.                                | Investor / Buyer              | 59268291  | CO.I.ME.PA S.r.l.                               | 0.8040                | 40.00            |
| 59462627      | 2010-03-31  | 46775903  | Alimach Holdings Sdn. Bhd.                         | Investor / Buyer              | 59462554  | Engtex Properties Sdn Bhd                       | 1.1588                | 49.00            |
| 59571162      | 2010-01-28  | 11918480  | ICEA Finance Holdings Ltd.                         | Investor / Buyer              | 409764    | The Bank of East Asia, Limited                  | 48.0124               | 75.00            |
| ....          | ....        | ....      | ....   | ....                          | ....      | ....  | ....                  | ....             |

## Closed Hostile M&A Transactions Announced in the Last Two Years (shows linking to transaction, transaction market, consideration and financial data items)

```

select
ma.transactionId

--convert Announced Date fields to datetime
,convert(datetime, (convert(varchar,ma.announcedDay) + '-' + convert(varchar,ma.announcedMonth)
+ '-' + convert(varchar,ma.announcedYear)), 105) announceDate

--subquery for Latest Status from transaction data items
,(select tste.statusName from ciqTransMADataInteger i join ciqTransactionStatusType tste on
tste.statusId = i.dataItemIntegerValue where i.dataItemId = 100505 and i.objectId =
ma.transactionId) 'Latest Status'

--subquery for Deal Attitude
,(select da.dealAttitudeName from ciqTransMADataInteger i join ciqTransactionDealAttitude da on
da.dealAttitudeId = i.dataItemIntegerValue where i.dataItemId = 100509 and i.objectId =
ma.transactionId) 'Deal Attitude'

,co.companyName 'Target'
,co2.companyName 'Buyer/Seller'
,tcrt.transactionToCompanyRelType 'Role'

--subqueries for Implied Enterprise Value, Revenues, etc. Note these are all Current values.
,(select n.dataItemValue from ciqTransMADataNumeric n where n.dataItemId = 102045 and n.objectId
= cons.transactionConsiderationId) 'Implied Enterprise Value'

,(select f.dataItemValue from ciqTransMADataFinancial f where f.dataItemId = 28 and
f.financialInstanceId = cons.targetCurrentInstanceId) 'Target Revenues'

,(select n.dataItemValue from ciqTransMADataNumeric n where n.dataItemId = 102048 and n.objectId
= cons.transactionConsiderationId) 'Implied Enterprise Value/Revenues'

,(select n.dataItemValue from ciqTransMADataNumeric n where n.dataItemId = 102106 and n.objectId
= ma.transactionId) 'Tgt Mkt Cap 1 Day Before Announcement'

from

ciqTransMA ma
join ciqCompany co on co.companyId = ma.companyId
join ciqTransMAConsideration cons on cons.transactionId=ma.transactionId
join ciqTransConsidStatusType cst on cst.considerationStatusTypeId =
cons.considerationStatusTypeId
join ciqTransMACompanyRel cr on cr.transactionId = ma.transactionId
join ciqCompany co2 on co2.companyId = cr.companyId
join ciqTransCompanyRelType tcrt on tcrt.transactionToCompanyRelTypeId =
cr.transactionToCompanyRelTypeId

where ma.transactionIdTypeId=2

--The most recent consideration
and cons.primaryFlag=1

--Deal Attitude is Hostile
and (select i.dataItemIntegerValue from ciqTransMADataInteger i where i.dataItemId = 100509 and
i.objectId = ma.transactionId) = 2

--Latest Status is Closed
and (select i.dataItemIntegerValue from ciqTransMADataInteger i where i.dataItemId = 100505 and
i.objectId = ma.transactionId) = 2

--Announced Date is in the last 2 years
and (convert(datetime, (convert(varchar,ma.announcedDay) + '-' +
convert(varchar,ma.announcedMonth) + '-' + convert(varchar,ma.announcedYear)), 105)) >=
dateadd(year, -2, getdate())

order by announceDate desc, ma.transactionId, cons.transactionConsiderationId,
cr.transactionToCompanyRelTypeId

```

## Sample Results

| transactionId | Announce Date | Latest Status | Deal Attitude | Target                      | Buyer/Seller                                 | Role             | Implied Enterprise Value | Target Revenues | Implied Ent. Value/ Revenues | Tgt Mkt Cap 1 Day Before Announce |
|---------------|---------------|---------------|---------------|-----------------------------|--|------------------|--------------------------|-----------------|------------------------------|-----------------------------------|
| 98135382      | 2010-02-15    | Closed        | Hostile       | Tandou Ltd.                 | Guinness Peat Group (Australia) Pty Ltd.     | Investor / Buyer | 27.882224                | 11.130000       | 2.505141                     | 28.192230                         |
| 98135382      | 2010-02-15    | Closed        | Hostile       | Tandou Ltd.                 | Volcot Holding AG                            | Seller           | 27.882224                | 11.130000       | 2.505141                     | 28.192230                         |
| 98135382      | 2010-02-15    | Closed        | Hostile       | Tandou Ltd.                 | Maeve Marine Pty Ltd.                        | Seller           | 27.882224                | 11.130000       | 2.505141                     | 28.192230                         |
| 98135382      | 2010-02-15    | Closed        | Hostile       | Tandou Ltd.                 | Dixon Trust Pty Ltd.                         | Seller           | 27.882224                | 11.130000       | 2.505141                     | 28.192230                         |
| 98135382      | 2010-02-15    | Closed        | Hostile       | Tandou Ltd.                 | HSBC Custody Nominees Australia Limited      | Seller           | 27.882224                | 11.130000       | 2.505141                     | 28.192230                         |
| 98135382      | 2010-02-15    | Closed        | Hostile       | Tandou Ltd.                 | Angueline Investments Pty. Limited           | Seller           | 27.882224                | 11.130000       | 2.505141                     | 28.192230                         |
| 98135382      | 2010-02-15    | Closed        | Hostile       | Tandou Ltd.                 | ANZ Nominees Limited                         | Seller           | 27.882224                | 11.130000       | 2.505141                     | 28.192230                         |
| 98135382      | 2010-02-15    | Closed        | Hostile       | Tandou Ltd.                 | GPG Nominees Pty Ltd.                        | Seller           | 27.882224                | 11.130000       | 2.505141                     | 28.192230                         |
| 98135382      | 2010-02-15    | Closed        | Hostile       | Tandou Ltd.                 | Gwynvill Trading Pty Ltd.                    | Seller           | 27.882224                | 11.130000       | 2.505141                     | 28.192230                         |
| 98135382      | 2010-02-15    | Closed        | Hostile       | Tandou Ltd.                 | Melbourne Corporation of Australia Pty Ltd   | Seller           | 27.882224                | 11.130000       | 2.505141                     | 28.192230                         |
| 98135382      | 2010-02-15    | Closed        | Hostile       | Tandou Ltd.                 | Parkes Holdings Pty Ltd                      | Seller           | 27.882224                | 11.130000       | 2.505141                     | 28.192230                         |
| 78941275      | 2009-10-13    | Closed        | Hostile       | Hilton Margarita and Suites | Inversiones Pueblamar                        | Seller           | NULL                     | NULL            | NULL                         | NULL                              |
| 78941275      | 2009-10-13    | Closed        | Hostile       | Hilton Margarita and Suites | Desarrollos M.b.k., C.a.                     | Seller           | NULL                     | NULL            | NULL                         | NULL                              |
| 62657761      | 2009-08-28    | Closed        | Hostile       | Cadbury plc                 | Kraft Foods Inc.                             | Investor / Buyer | 13056.018183             | 5711.000000     | 2.286118                     | 7897.815170                       |
| 62657761      | 2009-08-28    | Closed        | Hostile       | Cadbury plc                 | Van Kampen Asset Management                  | Seller           | 13056.018183             | 5711.000000     | 2.286118                     | 7897.815170                       |
| 62657761      | 2009-08-28    | Closed        | Hostile       | Cadbury plc                 | Norges Bank Investment Management            | Seller           | 13056.018183             | 5711.000000     | 2.286118                     | 7897.815170                       |
| 62657761      | 2009-08-28    | Closed        | Hostile       | Cadbury plc                 | BlackRock Advisors (UK) Limited              | Seller           | 13056.018183             | 5711.000000     | 2.286118                     | 7897.815170                       |
| 62657761      | 2009-08-28    | Closed        | Hostile       | Cadbury plc                 | Morgan Stanley Investment Management Limited | Seller           | 13056.018183             | 5711.000000     | 2.286118                     | 7897.815170                       |
| 62657761      | 2009-08-28    | Closed        | Hostile       | Cadbury plc                 | Paulson & Co. Inc.                           | Seller           | 13056.018183             | 5711.000000     | 2.286118                     | 7897.815170                       |
| 62657761      | 2009-08-28    | Closed        | Hostile       | Cadbury plc                 | State Street Global Advisors Limited         | Seller           | 13056.018183             | 5711.000000     | 2.286118                     | 7897.815170                       |
| 62657761      | 2009-08-28    | Closed        | Hostile       | Cadbury plc                 | Triam Fund Management, L.P.                  | Seller           | 13056.018183             | 5711.000000     | 2.286118                     | 7897.815170                       |
| 62657761      | 2009-08-28    | Closed        | Hostile       | Cadbury plc                 | BlackRock Investment Management (UK) Limited | Seller           | 13056.018183             | 5711.000000     | 2.286118                     | 7897.815170                       |
| ....          | ....          | ....          | ....          | ....                        | ....   | ....             | ....                     | ....            | ....                         | ....                              |

## M&A Transactions with a Go Shop Feature Announced in the Last Month (shows linking to transaction, consideration and financial data items)

```

select
ma.transactionId

--convert Announced Date fields to datetime
,convert(datetime, (convert(varchar,ma.announcedDay) + '-' + convert(varchar,ma.announcedMonth)
+ '-' + convert(varchar,ma.announcedYear)), 105) AnnounceDate

--subquery for Latest Status from transaction data items
,(select tste.statusName from ciqTransMADataInteger i join ciqTransactionStatusType tste on
tste.statusId = i.dataItemIntegerValue where i.dataItemId = 100505 and i.objectId =
ma.transactionId) 'Latest Status'

,co.companyName 'Target'
,co2.companyName 'Buyer/Seller'
,tcrt.transactionToCompanyRelType 'Role'

--Grab all features and concatenate them into one field
,stuff((select ';' + convert(varchar, f.transactionFeatureName)
from ciqTransMAToTransFeature pf
join ciqTransFeatures f on f.transactionFeatureId = pf.transactionFeatureId
where pf.transactionId = ma.transactionId
for XML path(''))
,1,2, '') 'Features'

--subqueries for consideration and financial data items. Note these are all Current values.
,(select f.dataItemValue from ciqTransMADataFinancial f where f.dataItemId = 21677 and
f.financialInstanceId = cons.targetCurrentInstanceId) 'Target EBITDA'

,(select n.dataItemValue from ciqTransMADataNumeric n where n.dataItemId = 102049 and n.objectId
= cons.transactionConsiderationId) 'Implied Ent. Value/EBITDA'

,(select f.dataItemValue from ciqTransMADataFinancial f where f.dataItemId = 21675 and
f.financialInstanceId = cons.targetCurrentInstanceId) 'Target EBIT'

,(select n.dataItemValue from ciqTransMADataNumeric n where n.dataItemId = 102050 and n.objectId
= cons.transactionConsiderationId) 'Implied Ent. Value/EBIT'

from

ciqTransMA ma
join ciqCompany co on co.companyId = ma.companyId
join ciqTransMAConsideration cons on cons.transactionId=ma.transactionId
join ciqTransConsidStatusType cst on cst.considerationStatusTypeId =
cons.considerationStatusTypeId
join ciqTransMACompanyRel cr on cr.transactionId = ma.transactionId
join ciqCompany co2 on co2.companyId = cr.companyId
join ciqTransCompanyRelType tcrt on tcrt.transactionToCompanyRelTypeId =
cr.transactionToCompanyRelTypeId

where ma.transactionIdTypeId=2

--The most recent consideration
and cons.primaryFlag=1

--The transaction has Go Shop feature
and ma.transactionId in
    (select pf.transactionId from ciqTransMAToTransFeature pf where pf.transactionFeatureId = 214)

--Announced data is in the last month
and (convert(datetime, (convert(varchar,ma.announcedDay) + '-' +
convert(varchar,ma.announcedMonth) + '-' + convert(varchar,ma.announcedYear)), 105)) >=
dateadd(month, -1, getdate())

order by announceDate desc, ma.transactionId, cons.transactionConsiderationId,
cr.transactionToCompanyRelTypeId

```



## Sample Results

| Transaction Id | Announce Date | Latest Status | Target              | Buyer/Seller                                 | Role             | Features   | Target EBITDA | Implied Ent. Value/ EBITDA | Target EBIT | Implied Ent. Value/ EBIT |
|----------------|---------------|---------------|---------------------|--|------------------|--|---------------|----------------------------|-------------|--------------------------|
| 115654991      | 2010-11-10    | Announced     | Arbinet Corporation | Primus Telecommunications Group Inc.         | Investor / Buyer | Stock Merger; Go Shop Provision  | -6.613000     | -2.353931                  | -10.820000  | -1.438683                |
| 115656283      | 2010-11-10    | Announced     | Caprius Inc.        | Vintage Capital Group, LLC                   | Investor / Buyer | Going Private Transaction; Leveraged Buy Out (LBO); Cash Merger; Go Shop Provision | -2.506363     | -1.575789                  | -2.531971   | -1.559852                |
| 115656283      | 2010-11-10    | Announced     | Caprius Inc.        | Vision Capital Advisors, LLC                 | Seller           | Going Private Transaction; Leveraged Buy Out (LBO); Cash Merger; Go Shop Provision | -2.506363     | -1.575789                  | -2.531971   | -1.559852                |
| 115656283      | 2010-11-10    | Announced     | Caprius Inc.        | Vision Opportunity Master Fund Ltd.          | Seller           | Going Private Transaction; Leveraged Buy Out (LBO); Cash Merger; Go Shop Provision | -2.506363     | -1.575789                  | -2.531971   | -1.559852                |
| 115656283      | 2010-11-10    | Announced     | Caprius Inc.        | AWM Investment Company Inc.                  | Seller           | Going Private Transaction; Leveraged Buy Out (LBO); Cash Merger; Go Shop Provision | -2.506363     | -1.575789                  | -2.531971   | -1.559852                |
| 115656283      | 2010-11-10    | Announced     | Caprius Inc.        | Dolphin Asset Management Corp.               | Seller           | Going Private Transaction; Leveraged Buy Out (LBO); Cash Merger; Go Shop Provision | -2.506363     | -1.575789                  | -2.531971   | -1.559852                |
| 115656283      | 2010-11-10    | Announced     | Caprius Inc.        | Dolphin Management Inc.                      | Seller           | Going Private Transaction; Leveraged Buy Out (LBO); Cash Merger; Go Shop Provision | -2.506363     | -1.575789                  | -2.531971   | -1.559852                |
| 115656283      | 2010-11-10    | Announced     | Caprius Inc.        | Dolphin Offshore Partners LP                 | Seller           | Going Private Transaction; Leveraged Buy Out (LBO); Cash Merger; Go Shop Provision | -2.506363     | -1.575789                  | -2.531971   | -1.559852                |
| 115656283      | 2010-11-10    | Announced     | Caprius Inc.        | Little Bear Investments LLC                  | Seller           | Going Private Transaction; Leveraged Buy Out (LBO); Cash Merger; Go Shop Provision | -2.506363     | -1.575789                  | -2.531971   | -1.559852                |
| 115656283      | 2010-11-10    | Announced     | Caprius Inc.        | Special Situations Private Equity Fund, L.P. | Seller           | Going Private Transaction; Leveraged Buy Out (LBO); Cash Merger; Go Shop Provision | -2.506363     | -1.575789                  | -2.531971   | -1.559852                |
| 114992137      | 2010-10-26    | Announced     | CommScope, Inc.     | The Carlyle Group                            | Investor / Buyer | Going Private Transaction; Leveraged Buy Out (LBO); Cash Merger; Go Shop Provision | 488.039000    | 7.762695                   | 296.260000  | 12.787747                |
| 114992137      | 2010-10-26    | Announced     | CommScope, Inc.     | Carlyle European Capital Partners III, L.P.  | Investor / Buyer | Going Private Transaction; Leveraged Buy Out (LBO); Cash Merger; Go Shop Provision | 488.039000    | 7.762695                   | 296.260000  | 12.787747                |
| ....           | ....          | ....          | ....                | ....   | ....             | ....   | ....          | ....                       | ....        | ....                     |

## Cancelled LBO Feature Deals Announced in the Last 6 Months (shows target, buyers, sellers, and all advisors within a single record)

```

select
ma.transactionId

--convert Announced Date fields to datetime
,convert(datetime, (convert(varchar,ma.announcedDay) + '-' + convert(varchar,ma.announcedMonth)
+ '-' + convert(varchar,ma.announcedYear)), 105) announceDate

--subquery for Latest Status from transaction data items
,(select tste.statusName from ciqTransMADataInteger i join ciqTransactionStatusType tste on
tste.statusId = i.dataItemIntegerValue where i.dataItemId = 100505 and i.objectId =
ma.transactionId) 'Latest Status'

--subquery for Deal Approach
,(select da.transactionDealApproachName from ciqTransMADataInteger i join
ciqTransactionDealApproach da on da.transactionDealApproachId = i.dataItemIntegerValue where
i.dataItemId = 111761 and i.objectId = ma.transactionId) DealApproach

,co.companyName 'Target'

--grab all Buyers and concatenate them into one field
,stuff((select '; ' + convert(varchar, c.companyName)
from ciqTransMACompanyRel cr
join ciqCompany c on c.companyId = cr.companyId
where cr.transactionId = ma.transactionId
and cr.transactionToCompanyRelTypeId = 1
for XML path('')
),1,2, '') 'Buyer(s)'

--grab all Sellers and concatenate them into one field
,stuff((select '; ' + convert(varchar, c.companyName)
from ciqTransMACompanyRel cr
join ciqCompany c on c.companyId = cr.companyId
where cr.transactionId = ma.transactionId
and cr.transactionToCompanyRelTypeId = 2
for XML path('')
),1,2, '') 'Seller(s)'

--grab all Target Advisors and their Type and concatenate them into one field
,stuff((select '; ' + convert(varchar, c.companyName) + ' (' + convert(varchar,
at.advisorTypeName) + ') '
from ciqTransMAAdvisor a
join ciqCompany c on c.companyId = a.advisorCompanyId
join ciqTransactionAdvisorType at on at.advisorTypeId = a.advisorTypeId
where a.transactionId = ma.transactionId
and a.advisedCompanyId = ma.companyId
for XML path('')
),1,2, '') 'Target Advisors'

--grab all Buyer Advisors and their Type and concatenate them into one field
,stuff((select '; ' + convert(varchar, c.companyName) + ' (' + convert(varchar,
at.advisorTypeName) + ') '
from ciqTransMAAdvisor a
join ciqCompany c on c.companyId = a.advisorCompanyId
join ciqTransactionAdvisorType at on at.advisorTypeId = a.advisorTypeId
join ciqTransMACompanyRel cr on cr.companyId = a.advisedCompanyId
where a.transactionId = ma.transactionId
and cr.transactionToCompanyRelTypeId = 1
for XML path('')
),1,2, '') 'Buyer Advisors'

```

---

```

--grab all Seller Advisors and their Type and concatenate them into one field
,stuff((select ';' + convert(varchar, c.companyName) + ' (' + convert(varchar,
at.advisorTypeName) + ')')
      from ciqTransMAAdvisor a
           join ciqCompany c on c.companyId = a.advisorCompanyId
           join ciqTransactionAdvisorType at on at.advisorTypeId = a.advisorTypeId
           join ciqTransMACompanyRel cr on cr.companyId = a.advisedCompanyId
      where a.transactionId = ma.transactionId
           and cr.transactionToCompanyRelTypeId = 2
      for XML path('')
      ),1,2,'') 'Seller Advisors'

from
ciqTransMA ma
join ciqCompany co on co.companyId = ma.companyId
join ciqTransMAConsideration cons on cons.transactionId=ma.transactionId
join ciqTransConsidStatusType cst on cst.considerationStatusTypeId =
cons.considerationStatusTypeId

where ma.transactionIdTypeId=2

--The most recent consideration
and cons.primaryFlag=1

--The transaction has an LBO feature
and ma.transactionId in
(select pf.transactionId from ciqTransMAToTransFeature pf where pf.transactionFeatureId = 11)

--Latest Status is Canceled
and (select i.dataItemIntegerValue from ciqTransMADataInteger i where i.dataItemId = 100505 and
i.objectId = ma.transactionId) = 3

--Announced date is in the last 6 months
and (convert(datetime, (convert(varchar,ma.announcedDay) + '-' +
convert(varchar,ma.announcedMonth) + '-' + convert(varchar,ma.announcedYear)), 105)) >=
dateadd(month, -6, getdate())

order by announceDate desc, ma.transactionId, cons.transactionConsiderationId

```

## Sample Results

| Transaction Id | Announce Date | Latest Status | Deal Approach | Target   | Buyer(s)                      | Seller(s)  | Target Advisors  | Buyer Advisors   | Seller Advisors   |
|----------------|---------------|---------------|---------------|--|-------------------------------|--|--|--|---|
| 114824054      | 2010-10-20    | Cancelled     | Unsolicited   | Starfire Systems, Inc.                                     | NULL                          | Pillar Capital Holdings, LLC                             | NULL   | NULL   | NULL  |
| 113985610      | 2010-09-27    | Cancelled     | Unsolicited   | CCP IV Arbours of Hermitage LLC                            | Trade Street Capital          | Consolidated Capital Propertie                           | Bryan Cave, LLP (Legal Advisor); Holliday Fenoglio Fowler, L.P. (Financial Advisor)          | Greenspoon Marder, P.A. (Legal Advisor); Greenspoon Marder, P.A. (Legal Advisor)             | Bryan Cave, LLP (Legal Advisor); Holliday Fenoglio Fowler, L.P. (Financial Advisor) |
| 113671823      | 2010-09-22    | Cancelled     | Solicited     | Coast Crane Company  | Clearlake Capital Group, LLC  | Northwest Capital Appreciation                           | K&L Gates LLP (Legal Advisor); Oppenheimer & Co. Inc. (Financial Advisor)                    | K&L Gates LLP (Legal Advisor); Oppenheimer & Co. Inc. (Financial Advisor)                    | NULL  |
| 113119529      | 2010-09-10    | Cancelled     | Solicited     | Claim Jumper Restaurants, LLC                              | Private Capital Partners, LLC | Black Canyon Capital LLC; Leonard Green & Partners, L.P. | Piper Jaffray & Co. (Financial Advisor); Milbank, Tweed, Hadley & McClo (Legal Advisor)      | NULL   | NULL  |
| 113327767      | 2010-08-30    | Cancelled     | Unsolicited   | Cryo-Cell International, Inc.                              | DW Healthcare Partners        | SilkRoad Equity LLC                                      | NULL   | NULL   | NULL  |
| 112268989      | 2010-08-18    | Cancelled     | Solicited     | Moravia Energo a.s., Prostějov Energy Center               | Carpaterra Capital Partners   | Moravia Energo a.s.                                      | NULL   | NULL   | NULL  |
| 111895981      | 2010-08-16    | Cancelled     | Solicited     | The Blackburn Rovers Football & Athletic Plc               | Western Gulf Advisory         | NULL   | NULL   | N M Rothschild & Sons Limited (Financial Advisor)  | NULL  |
| 111318892      | 2010-08-05    | Cancelled     | Unsolicited   | Morning Star Resources Ltd.                                | NULL                          | NULL   | Access Capital Limited (Financial Advisor); Tricor Tengis Limited (Transfer Agent/Registrar) | Access Capital Limited (Financial Advisor); Tricor Tengis Limited (Transfer Agent/Registrar) | NULL  |
| 112213136      | 2010-08-05    | Cancelled     | Solicited     | Holy Family Home   | NULL                          | Saint Vincent Catholic Medical                           | NULL   | NULL   | NULL  |
| 112332690      | 2010-08-05    | Cancelled     | Solicited     | Bishop Francis J. Mugavero Center for Geriatric Care, Inc. | NULL                          | Saint Vincent Catholic Medical                           | NULL   | NULL   | NULL  |
| ...            | ...           | ...           | ...           | ...  | ...                           | ...  | ...  | ...  | ...   |

## Buyback Summary Information

(shows linking to transaction buyback data items)

```
--Summary Info
select c.companyId,c.companyName,m.transactionId
,pft.transactionPrimaryFeatureName
,max(case when std.statusId = 1 then convert(date,std.statusDatetime,110)
else ' ' end) as "AnnouncedDate"
,max(case when std.statusId = 2 then convert(date,std.statusDatetime,101)
else ' ' end) as "ClosedDate"
,max(case when std.statusId = 10 then convert(date,std.statusDatetime,101)
else ' ' end) as "ExpiredDate"
,max(case when n.dataItemId = 100504 then cast(n.dataItemValue as
varchar(25)) else ' ' end) as "TransactionValue"
,max(case when v.dataitemid = 100582 then cast(v.dataItemVarcharValue as
varchar(500)) else ' ' end) as "ResolutionComment"
,max(case when v.dataitemid = 100580 then cast(v.dataItemVarcharValue as
varchar(500)) else ' ' end) as "Comment"

from ciqTransMA m
join ciqCompany c on c.companyId = m.companyId
join ciqTransMAStatusToDate std on std.transactionId = m.transactionId
join ciqTransactionStatusType st on st.statusId = std.statusId
join ciqTransMAToPrimaryFeature pf on pf.transactionId = m.transactionId
join ciqTransPrimaryFeatureType pft on pft.transactionPrimaryFeatureId =
pf.transactionPrimaryFeatureId
left outer join ciqTransMADataVarchar v on v.objectId = m.transactionId
left outer join ciqTransMADataNumeric n on n.objectId = m.transactionId

where m.transactionIdTypeId = 14
and c.companyId = 27755

group by
c.companyId,c.companyName,pft.transactionPrimaryFeatureName,m.transactionId
```

## Sample Results

| transactionId | transactionPrimaryFeatureName | Announced<br>Date | ClosedDate | ExpiredDate | Transaction<br>Value | ResolutionComment  |
|---------------|-------------------------------|-------------------|------------|-------------|----------------------|--|
| 7565014       | Buyback of Equity Securities  | 1/15/2002         | 1/15/2002  | 1/1/1900    | 85.1                 | Dun & Bradstreet Corp has completed the repurchase of its shares from Berkshire Hathaway Inc. on January 15, 2002. The Company has repurchased 2,500,000 shares at a price of \$34.04 per share, for a total of \$85.10 million. The purchase was funded with cash on hand and short-term commercial paper borrowings of \$36 million. |
| 28507463      | Buyback of Equity Securities  | 8/2/2006          | 7/31/2007  | 1/1/1900    | 200                  | Dun & Bradstreet Corp. completed the repurchase program on July 31, 2007. Under the program, the Company has repurchased 2,300,000 shares for a total of \$200 million.  |
| 28507680      | Buyback of Equity Securities  | 2/3/2005          | 9/30/2006  | 1/1/1900    | 500                  | Dun & Bradstreet Corp. completed the share repurchase program on September 30, 2006. Under the program, the Company has repurchased 6,515,381 shares for a total of \$500 million.   |

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| transactionId | transactionPrimaryFeatureName | Announced Date | ClosedDate | ExpiredDate | Transaction Value | ResolutionComment  |
|---------------|-------------------------------|----------------|------------|-------------|-------------------|--|
| 28507920      | Buyback of Equity Securities  | 2/3/2004       | 12/31/2004 | 1/1/1900    | 200               | Dun & Bradstreet Corp has completed its share repurchase program on December 31, 2004. Under the program, the Company has repurchased 3,601,986 shares for a total of \$200 million. |
| 28508091      | Buyback of Equity Securities  | 10/21/2002     | 12/31/2003 | 1/1/1900    | 100               | Dun & Bradstreet Corp has completed its share repurchase program on December 31, 2003. Under the program, the Company has repurchased 2,400,000 shares for a total of \$100 million. |
| 28512236      | Buyback of Equity Securities  | 8/2/2006       | 1/1/1900   | 8/31/2010   |                   | Dun & Bradstreet Corp.'s share repurchase program expired on August 31, 2010. Under the plan, the company has repurchased 4,800,000 shares for \$393.08 million.                     |
| 34177497      | Buyback of Equity Securities  | 5/3/2007       | 2/25/2008  | 1/1/1900    | 200               | Dun & Bradstreet Corp. completed the repurchase program on February 25, 2008. Under the program, the Company has repurchased 2,100,000 shares for a total of \$200 million.          |
| 39314243      | Buyback of Equity Securities  | 12/4/2007      | 12/31/2009 | 1/1/1900    | 400               | Dun & Bradstreet Corp. completed the repurchase program on December 31, 2009. Under the program, the company has repurchased 5,300,000 shares for a total cost of \$400 million.     |
| 79279529      | Buyback of Equity Securities  | 5/7/2009       | 11/30/2011 | 1/1/1900    | 200               | Dun & Bradstreet Corp. completed the share repurchase program on November 30, 2011. Under the program, the company repurchased 2,719,092 shares for \$200 million.                   |
| 129397213     | Buyback of Equity Securities  | 5/10/2010      | 1/1/1900   | 1/1/1900    |                   |  |
| 142266237     | Buyback of Equity Securities  | 10/27/2011     | 1/1/1900   | 1/1/1900    | 1000              |  |

## Buyback Advisor

(shows linking to transaction buyback data items)

```
--Buyback Advisor
select c.companyId, m.transactionId, std.statusDatetime, t.advisorTypeName as
AdvisorRole, ca.companyId as AdvisorCompanyId, ca.companyName as Advisor

from ciqTransMA m
join ciqCompany c on c.companyId = m.companyId
join ciqTransMAStatusToDate std on std.transactionId = m.transactionId
join ciqTransactionStatusType st on st.statusId = std.statusId

join ciqTransMAAdvisor ma on ma.transactionID = m.transactionID
join ciqCompany ca on ca.companyID = ma.advisorCompanyId
join ciqTransactionAdvisorType t on t.advisorTypeId = ma.advisorTypeId
where m.transactionIdTypeId = 14
and c.companyId = 112350
and exists (select 1 from ciqTransMADataInteger tdb where tdb.objectId =
m.transactionId and tdb.dataItemId = 100505 and tdb.dataItemIntegerValue =
std.statusId) --selects only the latest status
```

## Sample Results

| companyId | transactionId | statusDatetime | AdvisorRole       | AdvisorCompanyId | Advisor     |
|-----------|---------------|----------------|-------------------|------------------|-------------|
| 112350    | 34017292      | 3/31/2008      | Financial Advisor | 544741           | Lazard Ltd. |

## Buyback Details

(shows linking to transaction buyback data items)

```
--Transaction Values
select c.companyId,c.companyName,m.transactionId
,pft.transactionPrimaryFeatureName
,max(case when n.dataItemId = 100539 then cast(n.dataItemValue as
varchar(25)) else '' end) as "Negotiated Buyback Price"
,max(case when n.dataitemid = 100532 then cast(n.dataItemValue as
varchar(25)) else '' end) as "PlanTerms Monetary Value"
,max(case when n.dataitemid = 100533 then cast(n.dataItemValue as
varchar(25)) else '' end) as "PlanTerms Number of Shares"
,max(case when n.dataitemid = 100534 then cast(n.dataItemValue as
varchar(25)) else '' end) as "PlanTerms Percent of Shares"
,max(case when n.dataitemid = 102482 then cast(n.dataItemValue as
varchar(25)) else '' end) as "PlanTerms Offer Price Per Share"
,max(case when n.dataitemid = 100536 then cast(n.dataItemValue as
varchar(25)) else '' end) as "Repurchase Monetary Value"
,max(case when n.dataitemid = 100537 then cast(n.dataItemValue as
varchar(25)) else '' end) as "Repurchase Number of Shares"
,max(case when n.dataitemid = 100538 then cast(n.dataItemValue as
varchar(25)) else '' end) as "Repurchase Percent of Shares"
,max(case when n.dataitemid = 114289 then cast(n.dataItemValue as
varchar(25)) else '' end) as "Remaining Authorization Monetary Value"
,max(case when n.dataitemid = 114287 then cast(n.dataItemValue as
varchar(25)) else '' end) as "Reaming Authorization Number of Shares"
,max(case when n.dataitemid = 114288 then cast(n.dataItemValue as
varchar(25)) else '' end) as "Remaining Authorization Percent of Shares"
,max(case when n.dataitemid = 102479 then cast(n.dataItemValue as
varchar(25)) else '' end) as "High Price Per Share"
,max(case when n.dataitemid = 102481 then cast(n.dataItemValue as
varchar(25)) else '' end) as "Close Price Per Share"

from ciqTransMA m
join ciqCompany c on c.companyId = m.companyId
join ciqTransMAToPrimaryFeature pf on pf.transactionId = m.transactionId
join ciqTransPrimaryFeatureType pft on pft.transactionPrimaryFeatureId =
pf.transactionPrimaryFeatureId
left outer join ciqTransMADataVarchar v on v.objectId = m.transactionId
left outer join ciqTransMADataNumeric n on n.objectId = m.transactionId

where m.transactionIdTypeId = 14
and c.companyId = 27755

group by
c.companyId,c.companyName,pft.transactionPrimaryFeatureName,m.transactionId
```

## Sample Results:

| transactionId | transactionPrimaryFeatureName | PlanTerms Monetary Value | PlanTerms Number of Shares | PlanTerms Percent of Shares | PlanTerms Offer Price Per Share |
|---------------|-------------------------------|--------------------------|----------------------------|-----------------------------|---------------------------------|
| 7565014       | Buyback of Equity Securities  | 85.1                     | 2500000                    |                             | 34.04                           |
| 28507463      | Buyback of Equity Securities  | 200                      |                            |                             |                                 |
| 28507680      | Buyback of Equity Securities  | 500                      |                            |                             |                                 |
| 28507920      | Buyback of Equity Securities  | 200                      |                            | 6                           |                                 |



---

| transactionId | transactionPrimaryFeatureName | PlanTerms Monetary Value | PlanTerms Number of Shares | PlanTerms Percent of Shares | PlanTerms Offer Price Per Share |
|---------------|-------------------------------|--------------------------|----------------------------|-----------------------------|---------------------------------|
| 28508091      | Buyback of Equity Securities  | 100                      |                            |                             |                                 |
| 28512236      | Buyback of Equity Securities  |                          | 5000000                    |                             |                                 |
| 34177497      | Buyback of Equity Securities  | 200                      |                            |                             |                                 |
| 39314243      | Buyback of Equity Securities  | 400                      |                            |                             |                                 |
| 79279529      | Buyback of Equity Securities  | 200                      |                            |                             |                                 |
| 129397213     | Buyback of Equity Securities  |                          | 5000000                    |                             |                                 |
| 142266237     | Buyback of Equity Securities  | 1000                     |                            |                             |                                 |

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# Appendix E: Transaction Condition Response Id

A reference table is not currently available in Xpressfeed for Transaction Condition Response ID (dataItemId 100517) in the Transactions M&A package. See the table below for descriptions of the Ids.

| transactionConditionResponseId | transactionConditionResponseName                             |
|--------------------------------|--|
| 1                              | Approval by Board (Majority)                                 |
| 2                              | Approval by Board (Unanimous)                                |
| 3                              | Approval by General Partner                                  |
| 4                              | Approval by Special Committee / Board With Special Committee |
| 5                              | Approval by Target's Shareholders                            |
| 6                              | Approval by Trust  |
| 7                              | Approval Upon Shareholder Vote (S-4 / F-4 Transaction)       |
| 8                              | Neutral Position (Acquirer & Target Related)                 |
| 9                              | Neutral Position by Board                                    |
| 10                             | Neutral Position by General Partner                          |
| 11                             | Neutral Position by Special Committee                        |
| 12                             | Neutral Position by Trust                                    |
| 13                             | No Response Material Filed                                   |
| 14                             | Rejection by Board (Inadequate Offer Price)                  |
| 15                             | Rejection by Board (Multiple Factors)                        |
| 16                             | Rejection by General Partner (Inadequate Offer Price)        |
| 17                             | Rejection by General Partner (Multiple Factors)              |
| 18                             | Rejection by Special Committee (Inadequate Offer Price)      |

| transactionConditionResponseId | transactionConditionResponseName                  |
|--------------------------------|---|
| 19                             | Rejection by Special Committee (Multiple Factors) |
| 20                             | Approval By Antitrust Regulations                 |
| 21                             | Approval By Blue Sky Laws                         |
| 22                             | Approval By Court                                 |
| 23                             | Approval By Distributing Company Board            |
| 24                             | Approval By Distributing Company Shareholders     |
| 25                             | Approval By Regulatory Board/Committee            |
| 26                             | Approval By SEC                                   |
| 27                             | Approval By Target Company Board                  |
| 28                             | Approval By Target Company Shareholders           |
| 29                             | Approval By Tax Advisor                           |
| 30                             | Approval By The Internal Revenue Service          |
| 31                             | Approval By Third Party                           |
| 32                             | Approval of Listing of Shares on Stock Exchange   |
| 33                             | No Response Material Filed                        |
| 34                             | Rejection By Antitrust Regulations                |
| 35                             | Rejection By Blue Sky Laws                        |
| 36                             | Rejection By Court                                |
| 37                             | Rejection By Distributing Company Board           |
| 38                             | Rejection By Distributing Company Shareholders    |
| 39                             | Rejection By Regulatory Board/Committee           |
| 40                             | Rejection By SEC                                  |
| 41                             | Rejection By Target Company Board                 |
| 42                             | Rejection By Target Company Shareholders          |
| 43                             | Rejection By Tax Advisor                          |
| 44                             | Rejection By The Internal Revenue Service         |
| 45                             | Rejection By Third Party                          |
| 46                             | Rejection of Listing of Shares on Stock Exchange  |

# Revision History

The changes to this document include the following:

| Version | Date       | Changes   |
|---------|------------|---|
| v1.0    | 05/2011    | Initial version   |
| v1.1    | 08/10/2012 | Updated to reflect new branding   |
| v1.2    | 04/19/2013 | Updated to account for the new buyback data items and content added to the package.   |
| v1.3    | 06/10/2013 | Revised footnote for transactionToCompanyRelType.   |
| v1.4    | 04/22/2014 | Added new data items.   |
| v1.5    | 08/26/2014 | Corrected ciqTransCompanyRelType table item name.   |
| v1.6    | 12/01/2015 | Added Appendix E  |
| v1.7    | 12/12/2018 | Revised the sentence “Each M&A Transaction will have one and only one primary feature ( <b>ciqTransMAToPrimaryFeature</b> ); for the M&A Transaction package the primary feature is always <b>1 – Acquisition of Equity Stake.</b> ” The new sentence is “Each M&A Transaction will have one and only one primary feature ( <b>ciqTransMAToPrimaryFeature</b> ); the primary feature is dependent on the transaction type.” |
| v1.8    | 05/07/2019 | <ul style="list-style-type: none"><li>Added the following language when describing the <b>Transaction Type</b> table. “For the Transactions M&amp;A package, the transaction type will always be <b>2 – Merger/Acquisition</b> or <b>14 – Buyback.</b>”</li><li>Added dataItemIds and definitions for Expected Closing Date and Max Expected Closing Date</li></ul>   |

| Version | Date       | Changes  |
|---------|------------|--|
| 1.9     | 07/10/2019 | <p>Major revisions include:</p> <ul style="list-style-type: none"> <li>• Updated coverage section</li> <li>• Updated combined Transactions M&amp;A schema. The previous version did not distinguish between the packages and the shared data tables. Also, removed the Foreign Key (FK) designations.</li> <li>• Added descriptions for data tables and columns that were not included in the previous guides.</li> <li>• Clarified which data tables belonged to which packages.</li> <li>• Reorganized the Using Data Items chapter. The Data Item Lists are now at the beginning and querying for data items are at the end.</li> </ul> |

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