

A&M's India Transaction Advisory Group

Financial Due Diligence

ALVAREZ & MARSAL



Financial Due Diligence

A&M's India Transaction Advisory Group provides investors and lenders the answers they need to get the deal done by combining our firm's deep operational, industry and functional expertise.

- Our team is comprised of only experienced Chartered Accountants who deliver a tailored and scalable approach to work with private equity, hedge fund and corporate acquirers.
- Unrestricted by audit-based conflicts, we gather, synthesize and analyze the quality of a target's earnings and its working capital requirements as well as identify debt-like and key value considerations.
- Our professionals quickly assess and communicate key valuation and transaction considerations to investors and management teams, to avoid issues throughout the deal process.
- With senior level deal professionals involved in every aspect of the transaction, you can expect real-time communication on key deal drivers and an intense focus on the root cause of any critical deal issues.

We provide expertise in areas including:

- Evaluating target revenue and receivables quality
- Assessing the quality of a target's earnings including the identification of non-recurring, out-of-period, non-cash, run-rate, pro forma, or other items that impact EBITDA
- Analyzing the composition of a target's net working capital and associated trends
- Understanding the composition of a target's balance sheet, including the quality of its assets as well as potentially hidden debt-like items
- Critiquing the quality of financial reporting, controls and systems
- Identifying key business drivers, trends in profitability and associated risks such as adverse developments and concentration issues

Our financial due diligence services include:

Buy side growth & buy out deals	Vendor due diligence & assist services	Special situations / stressed assets
<ul style="list-style-type: none">▪ We know your needs and provide them with customized offerings.▪ Seamless integration with Operational, Commercial and Business Intelligence due diligence.	<ul style="list-style-type: none">▪ Sell side financial due diligence with a commercial and operations lens.▪ Services tailored to answer investor questions upfront to avoid / minimize buy side advisory work.▪ Preparing the sellers for a due diligence	<ul style="list-style-type: none">▪ Outside in and inside out view with a focused approach on liabilities, recoverability of assets and working capital and cash flows

Financial Due Diligence: Key Drivers

A&M evaluates the Target's historical sustainable earnings, dependencies and the true level of working capital and net debt

Provide valuation adjustments and transaction recommendations



RECOMMEND ADJUSTMENTS

*Valuation
Business plan
Transition plan
Transaction documentation*

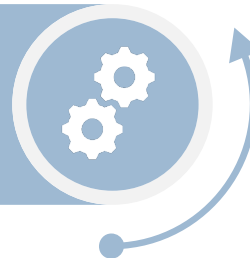
Identify the real and sustainable EBITDA, net debt and working capital in the business



IDENTIFY REAL FINANCIAL HEALTH


*One offs and proforma adjustments
Cash and debt adjustments
Operations dependencies
Historical vs future growth and profitability drivers*

Identify and analyze key business, operational and financial indicators



ANALYZE PAST PERFORMANCE

Drivers of historical growth and profitability, budget vs actuals, financial and operations KPIs, fixed vs variable costs, debt and cash flows

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