



Standing with Australian  
businesses in the moments  
that matter.

Mackay Goodwin Corporate Advisory  
Capability Statement

We see our purpose as supporting and guiding Aussie businesses; we're on their side and in their corner.

## Standing with Australian businesses in the moments that matter

We provide the support you need to make the right decision at critical moments whatever stage your business is at.



# About Us

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Mackay Goodwin Advisory brings smart, commercial, solution-oriented advice to corporate advisory clients and transactions. This starts with intimately understanding our clients' business, corporate objectives and markets and industry sectors in which they operate.

Our corporate advisory team has a wealth of corporate transactional and advisory experience across a range of sectors, including renewables, resources, technology, financial services, FinTech, infrastructure, retail and e-commerce, hospitality, communication and information technology, manufacturing, health, agriculture, energy, education, general industrial companies and government.

A particular emphasis of Mackay Goodwin Advisory is assisting clients responsibly and meaningfully navigate the ESG (Environmental, Social and Governance) landscape. Our mission to help businesses identify and reduce ESG risks, manage and transition ESG disruptions, and capture unique and compelling transaction opportunities as we all make the transition to a sustainable-growth, low-carbon global economy.

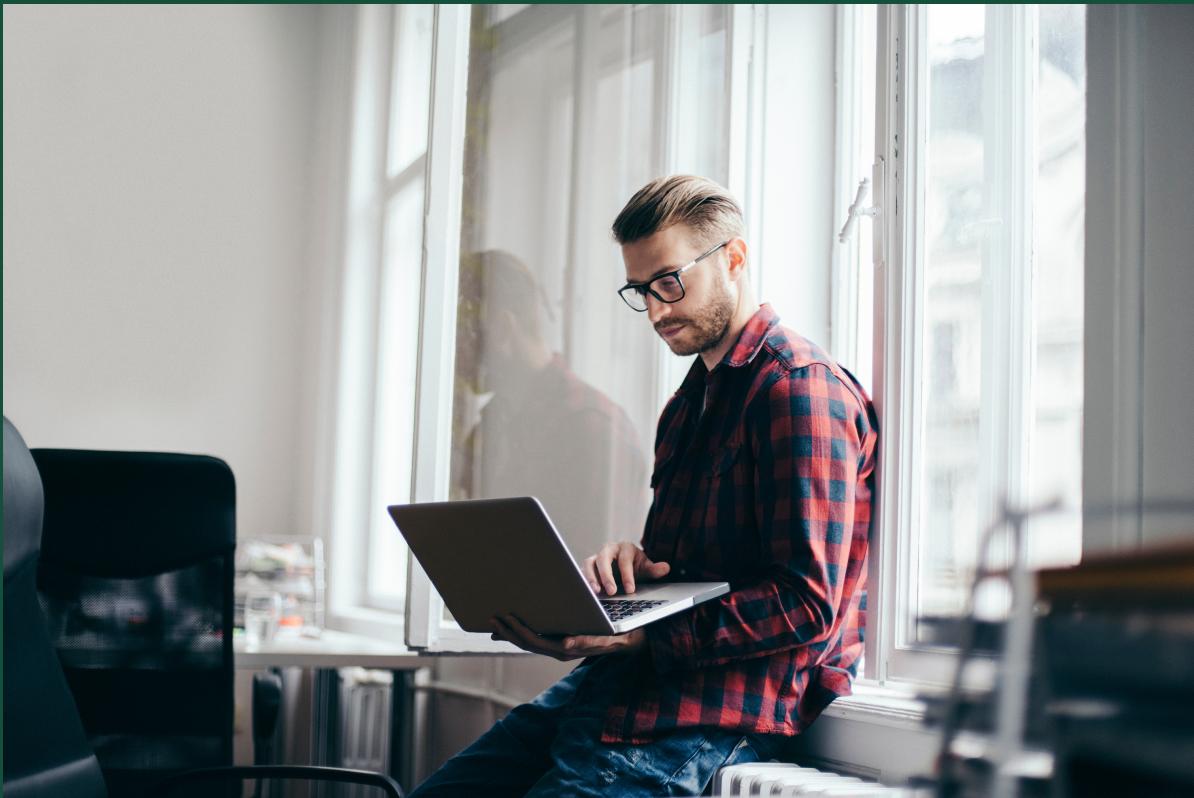
The advisory team helps clients to navigate through the increasingly complex corporate and regulatory environment in Australia. We provide stakeholder engagement and process management for corporate advisory transactions on a range of corporate issues.

# Our Core Expertise

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- **Corporate Advisory** on mergers and acquisitions (M&A), corporate takeovers, schemes of arrangement, disposals, divestments, demergers, dual listed company structures, reverse takeovers and takeover defence transactions
- **Equity capital markets advice** including equity raisings, IPOs, equity placements, hybrids and convertible securities and rights issues
- **Debt capital markets advice** including working capital and revolving credit facilities, bi-lateral loans, syndicated debt facilities, bond and private placement issuances, hybrid instruments and related hedging strategies
- **Private equity and venture capital** including fund establishment, mandate structuring, investment identification, M&A execution, business integration and exit transactions





Other corporate advisory services include but are not limited to:

- Defining and implementing ESG strategies and plans
- Investment planning, defining corporate objectives and investment criteria
- Capital management strategies, including buybacks, dividend policies and capital reductions
- Advice on strategic organic growth, geographical diversification, scalability of business and de-risking scenarios
- Commercialisation strategies, region adoption and market segment expansion
- Investment, business and performance monitoring
- Risk management strategies (including hedging, credit and rates, commodity trading strategies)
- Management and leveraged buy-outs
- Joint ventures, shareholder arrangements, other business combinations, management and operational structure
- Regulatory and government support scenarios (taxonomy considerations)

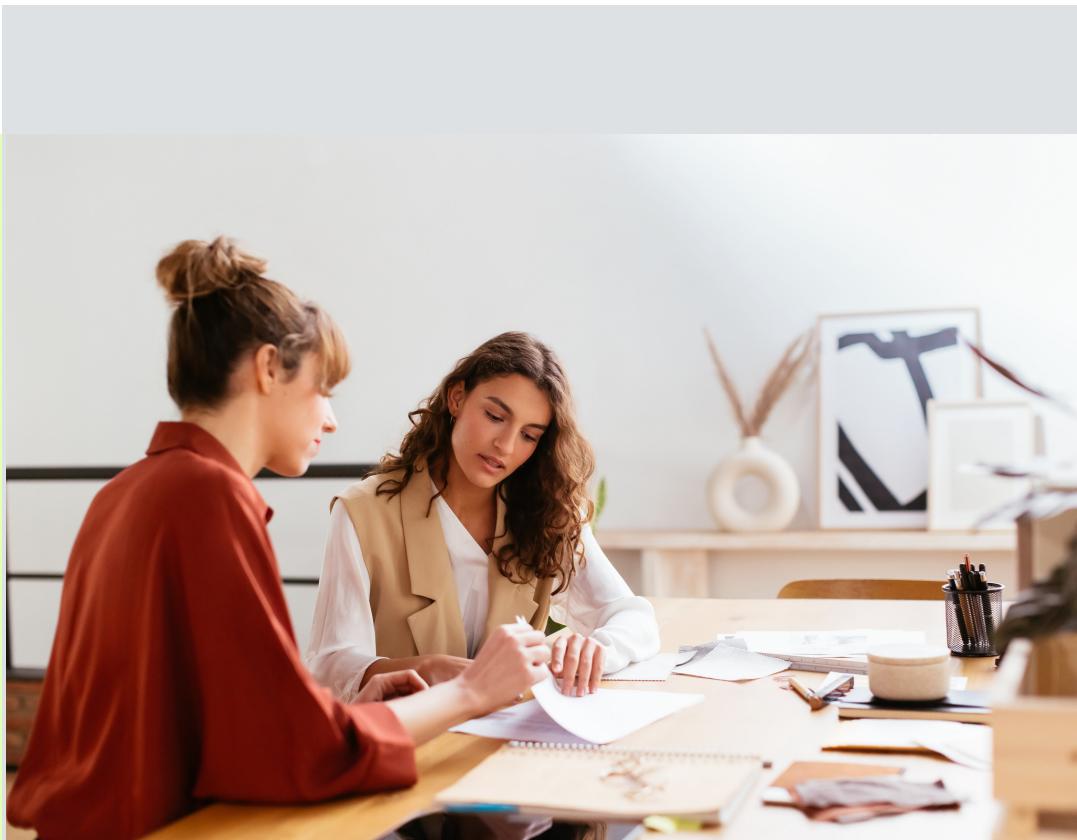
# Corporate Advisory

The Australian M&A landscape is constantly changing. It is complex, highly regulated, and subject to market scrutiny from regulators and key stakeholders.

Our corporate advisory team members are recognised and respected in the marketplace for their global experience, skills and expertise on complex M&A transactional work and their understanding of the regulatory environment both in Australia and internationally.

Our aim is to provide the highest quality advice and help to clients to manage their transactions from beginning to end and work effectively and efficiently with all involved stakeholders to achieve successful and optimal transaction outcomes.

Our client		Investment dynamics				
Assets	Capital Structure	Risk	Return	Ownership	Performance	
	Debt	Low risk	Low return • Interest • Capital back	No ownership rights	Temporal	
	Equity	High risk	High return • Dividend • Capital growth	Ownership rights - voting rights	Permanent	





Our team differentiates itself by providing the full spectrum of client corporate advisory needs including:

- Transaction identification, research and analysis;
- Valuation (including WACC analysis and comparables);
- Financial modelling;
- Transaction structuring;
- Transaction negotiation and tactics;
- Funding arrangements;
- Capital structure management and optimisation;
- Detailed due diligence;
- Transaction execution, settlement and closure in a timely manner;
- Business integration;
- Synergy identification and capture; and
- Appropriate ASX disclosures, investor and public relations campaigns.

Our team is made up of highly respected, market leading individuals who are focused on delivering efficient, innovative and creative solutions for our clients. Our team has successfully acted for a broad range of clients both in Australia and internationally. Client deal sizes have ranged from tens of billions for multi-national corporations down to small start-up businesses. Our teams' experience includes client advice on a vast array of complex corporate advisory issues, cross-border transaction dynamics and mass market adoption scenarios.

We provide bespoke strategic advice to client company Boards and senior executives in relation to all aspects of the corporate advisory landscape whether large or small. Our team prides itself on providing lateral thinking, uniquely tailored, solution-oriented corporate advice to Boards and senior executives to assist them attain their corporate objectives both short and long term.

We also undertake independent reviews and advice on strategic proposals, M&A transactions and initiatives, including strategic investor relations, investor targeting, investor engagement strategies and investor reaction analysis.

We work seamlessly and professionally with other transaction stakeholders and advisors to our clients to deliver superior results on a consistent basis.

# Equity Capital Markets Advice

High Return  
Low Return

## Equity Capital Markets

 Mackay Goodwin Advisory services offered

*Secured loans*

General security agreement

Revolving credit and working capital facilities

Bi-lateral loans

Term and syndicated loans      Unsecured

Bonds and private placements (Investment Grade/High Yield)

Senior unsecured bonds/notes

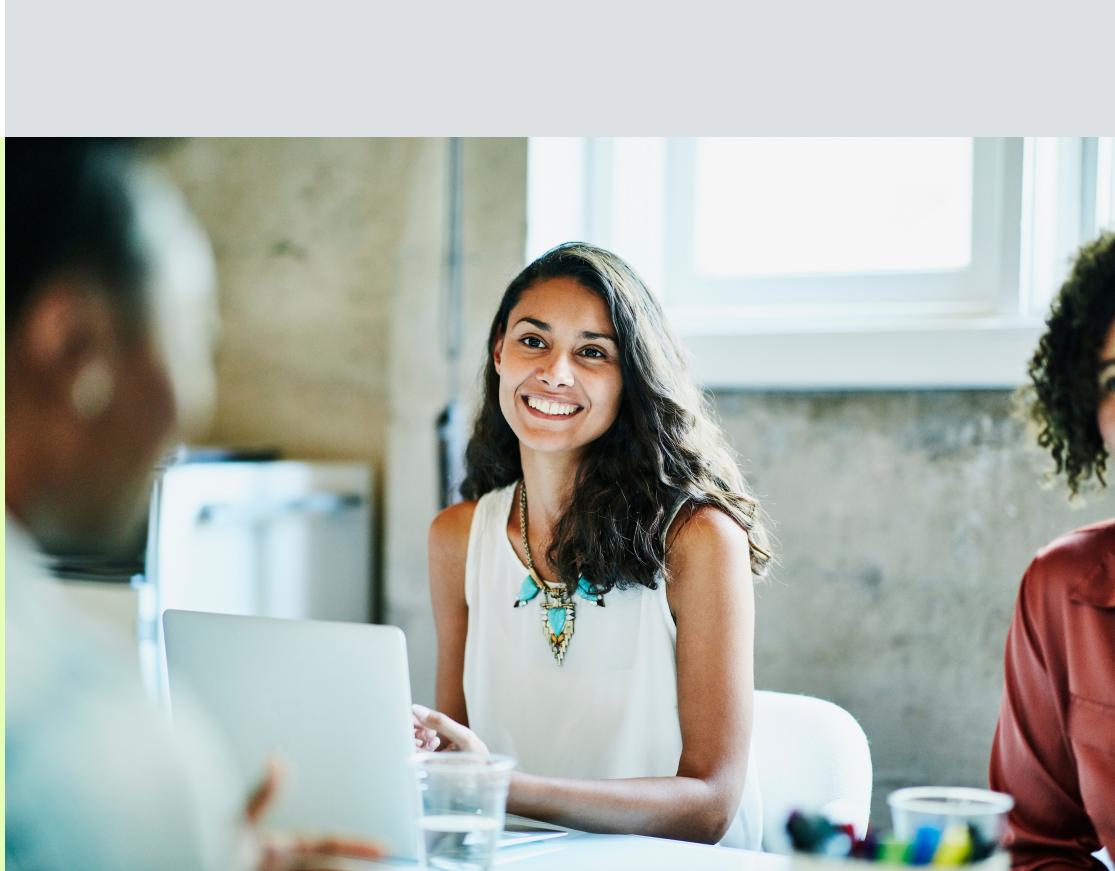
Hybrid securities

Convertibles, preferred shares, mandatory convertibles

Equity

Capital appreciation and dividends

Time





Our equity capital markets advice encompasses the following key areas:

- Pre-IPO equity raisings;
- Seed capital;
- Initial public offerings (IPOs);
- Equity placements;
- Block trade advice;
- Dawn raid advice;
- Hybrid instruments and all forms of convertible securities;
- Rights issues and instalment receipts; and
- Share purchase and top-up plans.

Our team advises a range of clients, including listed and unlisted companies and funds, financial advisers and their clients, underwriters and institutional investors across the spectrum of Australian equity capital market products.

Our team includes experienced senior practitioners, who are recognised and respected in the marketplace for their experience, skills and expertise in Australian equity capital markets. We are focused on providing innovative and pragmatic advice to our clients on their equity capital raising needs.

We work closely with our clients to ensure equity capital raising transactions run smoothly and are completed successfully and in a timely manner.

We work seamlessly and professionally with other transaction stakeholders and advisors to our clients to deliver superior results consistently.

# Debt Capital Markets Advice

Low Risk  
High Risk

## Debt Capital Markets

Mackay Goodwin Advisory services offered

*Secured loans*

General security agreement

Revolving credit and working capital facilities

Bi-lateral loans

Term and syndicated loans

Unsecured

Bonds and private placements (Investment Grade/High Yield)

Senior unsecured bonds/notes

Hybrid securities

Convertibles, preferred shares, mandatory convertibles

Equity

Lowest priority in terms of capital in liquidation

Time





Our debt capital markets advice encompasses the following key areas:

- Working capital and/or revolving credit facilities;
- Bi-lateral loans;
- Syndicated debt facilities;
- Bond and private placement issuances;
- Secured debt facilities (fixed and floating charges);
- Hybrid securities and other debt instruments;
- Subordinated debt;
- Non-recourse project loans;
- Loan and debt work-out scenarios; and
- Related hedging strategies associated with the above (including interest rate and foreign exchange risks).

Our team advises a range of clients, including listed and unlisted companies and funds, across the spectrum of Australian debt capital market products.

Our team includes experienced senior practitioners, who are recognised and respected in the marketplace for their experience, skills and expertise in Australian debt capital markets. We are focused on providing innovative and practical advice to our clients on their debt capital requirements or refinancing needs.

We work closely with our clients to ensure debt capital raising transactions run smoothly and are completed successfully and in a timely manner.

# Private Equity and Venture Capital Advice

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Our corporate advisory team advises a range of Australian and international clients in relation to venture capital and private equity transactions.

Our team are respected and recognised in the marketplace for their reputation, skills, experience and expertise. They work seamlessly with other practice groups to ensure our clients' strategic needs are met.

Our services in this area include but are not limited to:

- Strategy and design of newly established funds;
- Management agreements and strategy;
- Co-investment arrangements;
- Identifying and negotiating investment transactions and subsequent divestment transactions (LBOs, MBOs, trade sales, mergers or floats);
- Undertaking vendor and acquisition due diligence;
- Detailed valuation work; and
- Business integration, synergy identification and capture.

We work seamlessly and professionally with other transaction stakeholders and advisors to our venture capital and private equity clients to deliver superior results on a consistent basis.

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## **Melbourne**

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