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# Investor readiness

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- ❖ Why me?
- ❖ Typical deal timeline
- ❖ Goals of due diligence
- ❖ Scope of work and indicative fees

*Trusted advisor role*

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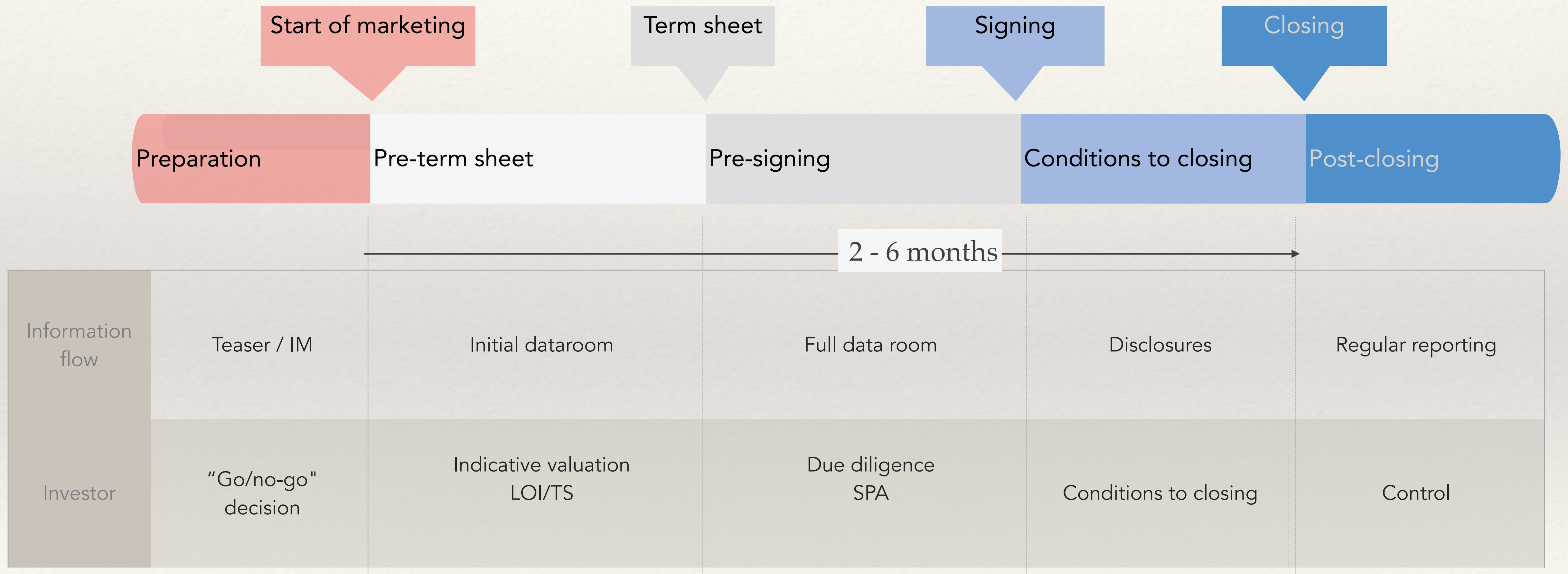
## Why me?

- ❖ Previously 25 years at a Big 4 firm, including 8 years as a Deals partner
- ❖ 200+ transactions
- ❖ Expert in due diligence, buy- and sell-side, M&A
- ❖ MBA from UCF (formerly Florida Tech<sup>1</sup>)
- ❖ CFA charterholder

## Client highlights

- ❖ Major international blue chip companies
- ❖ Private equity and banks
- ❖ Small and large transactions
- ❖ Geography: Spain inbound and global

# Typical deal timeline



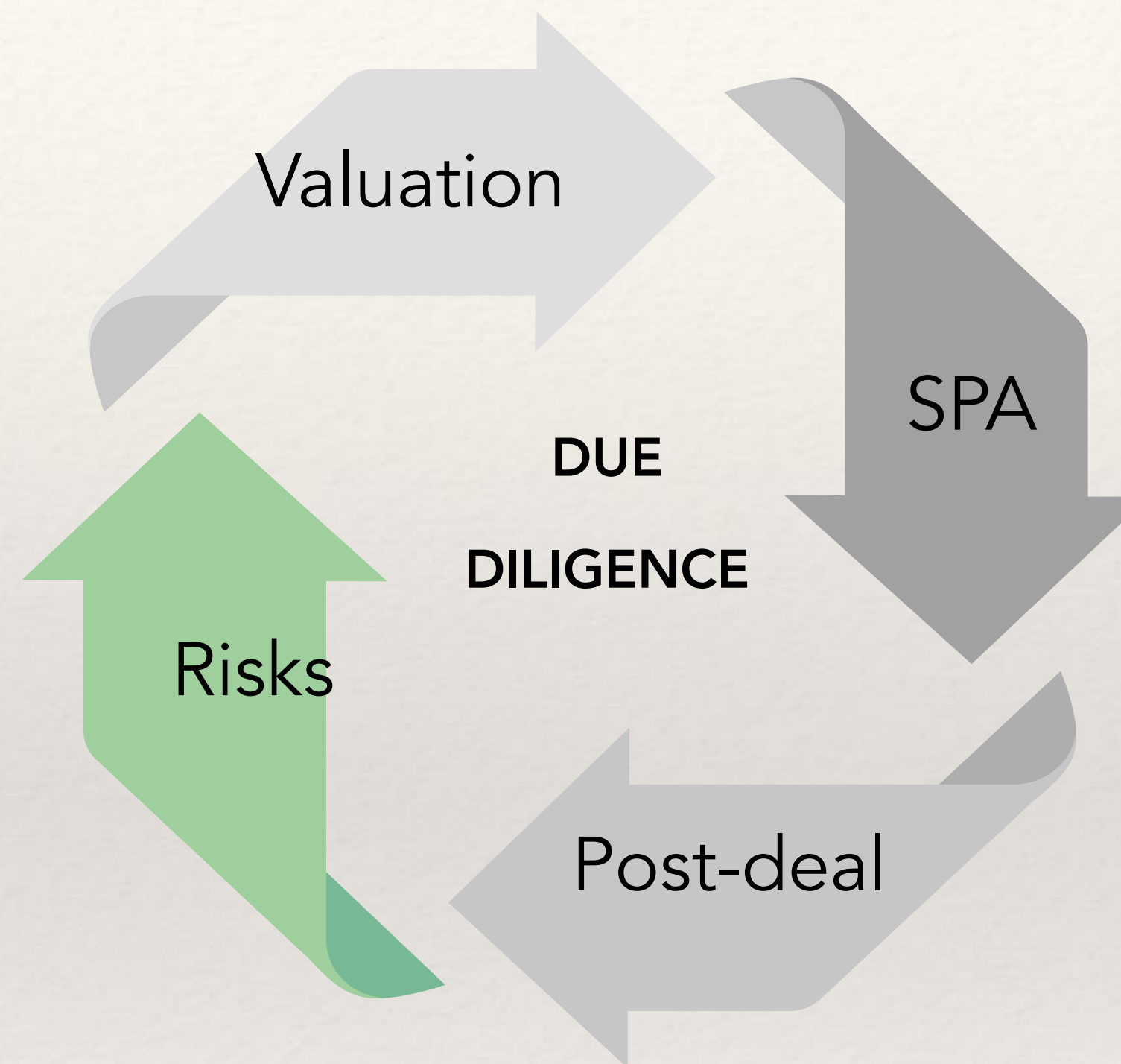
# Goals of investor due diligence

## Quality of assets and earnings

- How is operational model reflected in historical earnings?
- Is the financial cash flow forecast feasible and achievable?
- How does the Existing Business compare to benchmarks?

## Technical, ESG, legal and tax DD

- What are the legal agreements in place?
- Titles to land, licenses, environmental and legal permits and equipment operations and maintenance
- Are there risks, restrictions to utilizing the assets, connections, contracts or liabilities attached?



## Sale and purchase agreement

- What are the key parameters to be agreed - price, protection, references to historical data?
- Is consideration contingent, adjustable or fixed? Any deferred payments?
- What is agreed in Term sheet and SPA?

## Post-deal

- Is there an agreed plan and how will progress be measured?
- What are the key metrics?

## Scope of work

	Preparation	Pre TS	Pre SPA	Between SPA and Closing	Post SPA
Scope	Review inputs into data room	Review Quality of earnings / Quality of assets	Assist in DD process/ answering critical Questions, SPA advice	(Mostly legal and notary services are required)	Assist in post-closing, if needed

### Scope of work:

- Assist in compiling vendor due diligence and business plan materials in English language
- Comment on sustainable EBITDA, net working capital and Net debt levels. Propose adjustments and steps to improve valuation
- Assist in introduction to international investors
- Comment on transaction structure
- Review and provide input into data room
- Comment financial aspects of Term sheet and SPA in conjunction with legal counsel

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