

ACQUISITION PROCESS: OVERVIEW AND TIMELINE

MATURATION OF ACQUISITION PROJECT

Successful takeover is anticipated and prepared for:

- Analyze your motivations and objectives
- Define your selection criteria (sector of activity, region, industry, size of the company...)
- Search for funding levers

Be a reliable acquisition candidate for potential seller, financial partners, M&A counsel, ... knowing where you are going

ENTERING INTO DISCUSSION

- Signing of a Non-Disclosure Agreement (NDA) will allow you to enter into discussion with seller(s)
- Meeting seller(s) is a fastest way to get an understanding of the target (core business, key people, internal social climate)
- Valuation of the target and estimate purchase price
- Signing of the letter of intention (LOI) which set the frame of negotiation and express parties intents for completion of the deal – starting due diligences

PRE-CLOSING / CLOSING

- The pre-closing is intended to resolve all outstanding issues and conditions precedents. - variable duration (from a few weeks to months) depending on the conditions that remain to be resolved: obtaining financing, repatriation of any brands and intangible assets, renegotiation of leases, prior information of employees' representatives ...
- Closing: signature of the Share Purchase Agreement (SPA) formalizing the transfer of the company's shares to the buyer in exchange for a transfer of funds by the bank

9-12 Months

Before D-Day

6-9 Months

Before D-Day

3-6 Months

Before D-Day

1-3 Months

Before D-Day

1 month to D-Day

D-Day

100 Days

After Acquisition

TARGETING

Multiple solutions are offered to you for targeting depending on the size et sectors of your targets:

- M&A experts, private bank, intermediaries
- Digital platforms
- Network (professional, friends & family)
- Get as much as information as possible by connecting with chambers of commerce, BPI, accountants, lawyers...
- Establish a short-list of targets

NEGOCIATING AND SIGNING

A logical outcome of negotiations is the signing of an acquisition protocol which:

- sets out the rights and obligations of each of the parties
- determines the terms and conditions of the acquisition project: price and payment, conditions precedents, declarations and warranties, non-compete clause, transition assistance ...
- specifies the rest of the schedule of operations and acts to be carried out in order to complete this acquisition

POST-CLOSING

- Internal announcement likely to reassure employees - avoid floating period
- Public announcement to key clients and the market
- Formalities in front of commercial court, banks, regulation authorities
- Spot the needs for uniformization/ restructuring for future