TECH M&A MONTHLY

....starts in 2 minutes





www.corumgroup.com

Past Attendees Include:









































Past Conferences & Reports

- Private Equity Panel
- Sellers Panel
- Responding to an Approach
- Crowdfunding M&A Impact
- Special Reports: SaaS, Mobile, Gaming, Social, Healthcare, Energy
- Top Technology Trends for M&A

TECH M&A MONTHLY

....starts in 1 minute



Merge Briefing

- 90 Minutes
- Industry Update
- Overview of the M&A Process
- Upcoming events in:
 - Nashville
 - Edinburgh
 - Cincinnati
 - Madrid
 - Lisbon
 - Santiago



- Miami
- Tampa
- Seattle
- Boston
- New York
- Indianapolis

Selling Up, Selling Out

- Half-Day
- Tech M&A Bootcamp
- The most attended tech executive conference in history



- Upcoming events in:
 - Dublin
 - Austin
 - Dallas
 - Paris

- Reston
- Phoenix
- Cleveland
- Salt Lake City

8 Stages for an **Optimal Outcome**



Typical Negotiation Flow

Discovery process is complete

Seller Buyer Seller delivers an delivers valuation opening counter offer

guidance offer offer

AVOIDING THE DEAL DISASTERS

Upcoming Conference Schedule

Selling Up Selling Out (SUSO) - Ready to go to market? During this half-day workshop, learn to prepare, position, research, value, negotiate, and execute due diligence for maximum price and structure. This is the most attended Tech M&A event ever – participants have done over \$1 trillion in transaction value.

Merge Briefing (MB) - The Merge Briefing is a 90-minute executive briefing providing a current M&A market update (trends, valuations, etc.), as well as a brief overview of the Tech M&A process: "8 Steps To An Optimal Outcome."

Sep. 16: Nashville – MB Oct	t. 6: Santiago – M	1B
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Logistics

- Ask questions for Q&A session
 - Use Q&A window on right side
 - Submit to queue at any time
 - Ask "all panelists" see "ask" option above text-entry box
- This event is being recorded
 - Rebroadcast September 18, 12:30am PT, and 8:00am PT
 - See "Conferences and Events" at MergersAndAcquisitions.webex.com

Global Tech M&A Monthly

Deal Structures Today



Moderator



Timothy Goddard Vice President, Marketing Corum Group Ltd.

Timothy joined Corum in 2011, and oversees the company's marketing efforts globally from the headquarters near Seattle. Chief among these is Corum's extensive conference schedule, "Selling Up, Selling Out," the Merge Briefing, the Tech M&A Monthly webcast and Corum's platinum sponsorship of the World Financial Symposiums' live events and Market Spotlight series. Through these events, Corum Group serves as the world's leading educator in technology mergers and acquisitions.

Prior to joining Corum, Timothy served as marketing and product manager for GIS software startup Depiction, Inc., and previously worked in marketing for VizX Labs, a pioneering SaaS startup delivering DNA analysis tools. In addition to marketing for software startups, Tim has worked for a US Senate campaign and taught science in Rio de Janeiro.

Timothy graduated Magna Cum Laude from Bethel University in St. Paul, Minnesota, with degrees in History and Biology.

Agenda

- Welcome
- Conference Report Berlin CEO Breakfast
- Conference Report Patents & M&A
- Upcoming Events
- Research Report
- Deal Structures Today
- Closing Thoughts
- Q&A

Conference Report – Berlin CEO Breakfast



Jon Scott Senior Vice President Corum Group Ltd.



Jon joined Corum in 2010 out of their Seattle headquarters and is now based in Amsterdam. He has close to 30 years experience serving high technology companies with the last 20 mainly in chief operating and chief executive roles. During this time Jon has become known for his ability to successfully integrate strategies and tactics into well executed operating plans, building strong teams and achieving excellent results.

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Jon has taught in the software product management program at the University of Washington and holds a business administration degree from San Francisco State University.

Conference Report – Berlin CEO Breakfast



Conference Report – Patents & M&A



Rob Schram
Senior Vice President
Corum Group Ltd.

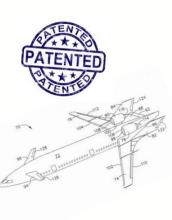


Rob has over 30 years of executive and entrepreneurial experience in multiple technologies: Integrated circuit testing, industrial process automation and control, communications software, security software, and energy software and services.

Rob has founded and sold several companies and engaged in two IPOs. He was most recently CEO of Evergreen Fuel Technologies, Inc. in the energy sector. Rob is a broadly skilled strategic development professional with a proven reputation for targeting, negotiating and developing profitable ventures and a demonstrated ability to successfully analyze an organization's critical business requirements, identify deficiencies and opportunities, and develop innovative and cost-effective solutions for enhancing competitiveness, increasing revenues, and improving customer relationships.



Software Patent Luminaries





Elon Gasper
Vice President & Director of
Research, Corum Group





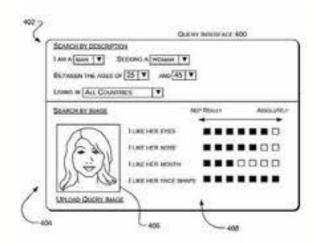


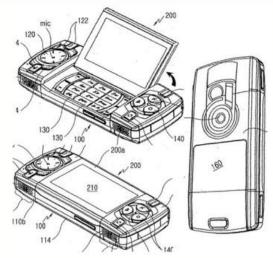
F. David LaRiviere *Managing Partner, LaRiviere, Grubman & Payne, LLP*



Patents as an Asset in M&A

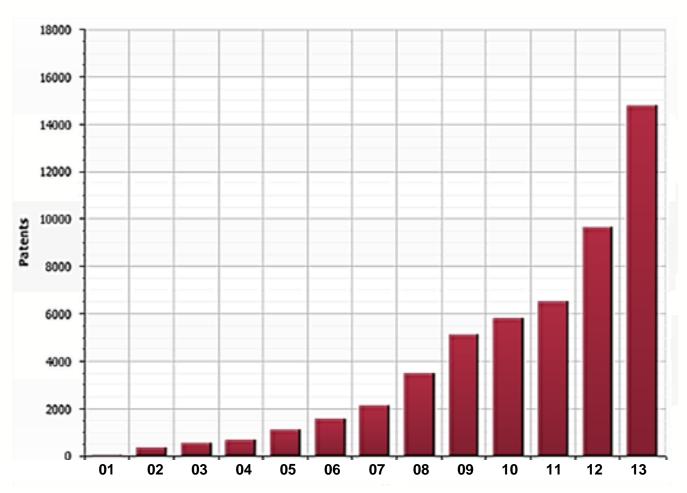
- Patents now a business asset
- Increasingly driving midrange M&A
- Affecting all phases:
 - Valuation
 - Negotiation
 - Due Diligence
- International increasingly important
- Costs







Software patents on the increase*



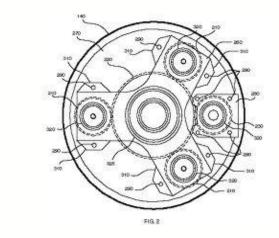
Source: TAEUS Corporation

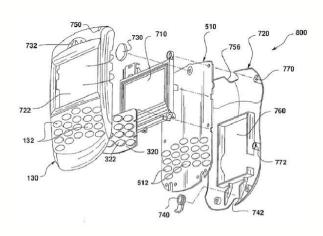
*US Patent apps claiming "Computer-readable medium"



Approaches to Value of Patents in M&A

- Study: having a patent assigned to the target increases the deal value by \$250,000 on average
- Study: the quantity of patents in a portfolio is secondary to the quality of those patents
- Net present value of established royalty stream
- Book value of patent (cost to date)
- Assign 25% of operating profits to the patents
- Compare to similar patents









Legal protection of intellectual property

- A) Owning a patentable technology
- Provisional application also serves to define your trade secret technology
- If already on the market use trademark registration protection
- B) Owning a patent application in process
- Establish 3 levels of claims strategies:
 - broadest possible claim tree, mid-level claims tree, a "picture" claim
- File an RCE / CIP
- C) Owning an issued patent
- Follow the issued patents with applications on improvements, other embodiments, additional uses and the like to build a patent portfolio





Contact Us

To view the webcast presentation visit:

www.wfs.com

For copies of the material send an email to:

Rob Schram: robs@corumgroup.com

Upcoming Events



GamesBeat
(San Francisco, CA)

Alina Soltys

Sept.

Sept. 18

International Bar Association Conference

(Santa Monica, CA)

John Simpson



Sept. 18

Angel Capital Association Leadership Workshop

(Cincinnati, OH)

Ed Ossie







Corum Research Report

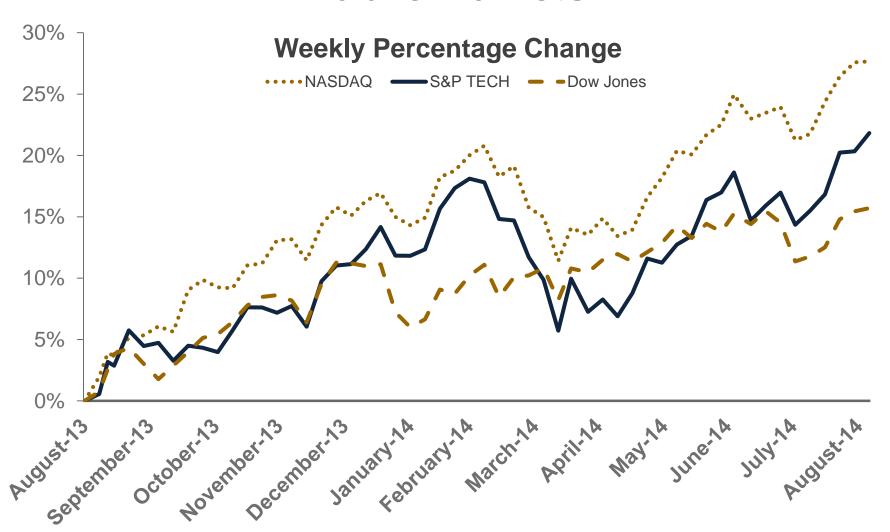


Elon Gasper Vice President, Director of Research



Amber Stoner Senior Analyst

Public Markets



Corum Index

	Aug. 2013	Aug. 2014
# of Transactions	290	294
		/
# of Mega Deals	2	5 ′
Largest Deal	\$1.9B	\$3.5B
Private Equity Deals	18	17
# VC backed Exits	62	49
% Cross Border Transactions	27%	32%
% of Startup Acquisitions	12%	15%
Average Life of Target	15	15

Buyer	Seller	Price
FleetCor Technologies	Comdata	\$3.5B
Scientific Games	Bally Technologies	\$3.3B
Gannett	Cars.com	\$1.8B
Cerner	Siemens Health	\$1.3B
Amazon	Twitch	\$1.0B

Corum Index

Deal Spotlight

Buyer Seller Price
FleetCor \$3.5B





Sector: E-commerce Target: Comdata

Acquirer: FleetCor Technologies Transaction Value: \$3.45 billion

- Transaction processing and e-commerce payments services
- Expands fuel card business into the US trucking market and the electronic corporate payment arena.

\$3.3B

1.8B

1.3B

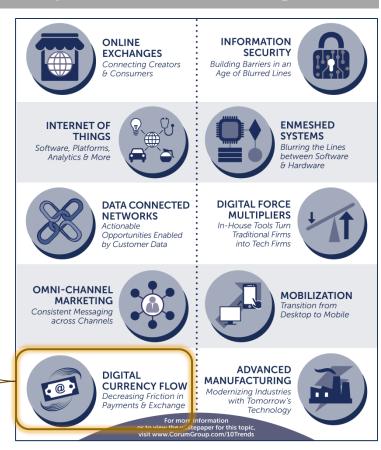




Digital Currency Flow

Decreasing Friction in Payments & Exchange

- Currency flow has moving towards fewer barriers and less friction on transactions.
- Examples include digital currencies, mobile wallets, crowdfunding, lightweight payment systems, online game and social network currencies & more
- Software & systems that improve upon or harness this flow have significant potential



Corum Index

Deal Spotlight

Buyer Seller Price
FleetCor \$3.5B

SIEMENS

Healthcare Sector





\$1.3B

1.8B

\$3.3B

Sector: Healthcare

Target: Siemens Health Services

Acquirer: Cerner Corp.

Transaction Value: \$1.3 billion

- Clinical and financial health IT systems for the medical sector.
- Furthers industry innovation with a combined \$650 million annual R&D investment.

Corum Index

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Cerner	Siemens Health	\$1.3B
Amazon	Twitch	\$1.0B



Public Valuation Multiples



Aug. 2014

Corum Analysis



3.5x

Continues to be the highest of six sectors, led by SaaS companies.





17.3x

As growth commands value, profits slide back in priority.



Deal Spotlight







Sector: ERP

Target: PaySuite [UK]

Acquirer: Intuit

Transaction Value: Undisclosed

- Employee payroll management SaaS.
- Intuit's third oversees acquisition in 2014.
- Will allow small businesses to integrate their payroll data directly in QuickBooks Online.



Deal Spotlight







Sector: ERP

Target: OnForce

Acquirer: Adecco SA [Switzerland] **Transaction Value:** Undisclosed

- Workforce management SaaS enabling payments.
- Complements the vendor management system provided by Adecco's Beeline business.



Deal Spotlight







Sector: CRM Target: [X + 1]

Acquirer: Rocket Fuel Inc.

Transaction Value: \$230 million

- Centralized data management hub for online advertising.
- Accelerates entry into the digital marketing enterprise SaaS market.



Horizontal Application Software Market

Deal Spotlight









Sector: CRM

Target: InsightExpress **Acquirer:** Millward Brown

Transaction Value: Undisclosed

- Digital marketing campaign analysis and analytics tracking SaaS.
- Part of the data investment management division of WPP.



Public Valuation Multiples



Aug. 2014

Corum Analysis





2.8x

Pull back to April levels, in continuation of stair-step pattern: upswing next month?





13.4x

Tightly tracking the sales multiples for over a year.



Deal Spotlight







Sector: Healthcare

Target: Nirvaco AS [Norway]

Acquirer: Datawell Group [Finland] **Transaction Value:** Undisclosed

 Medical coding, analytics and corporate performance management software for healthcare institutions in Norway.



Deal Spotlights: Healthcare









Target: TheraDoc Acquirer: Premier

Transaction Value: \$117 million

Medical clinical infection surveillance software.









Target: Aperek Acquirer: Premier

Transaction Value: \$48.5 million

Healthcare-related SCM analytics and ERP accounting SaaS.



Deal Spotlights









Sector: Healthcare Target: SiteFM Acquirer: Accruent

- Facilities, asset management and related compliance software for the healthcare sector.









Sector: Healthcare

Target: Four Rivers Software Systems

Acquirer: Accruent

- Plant and facilities maintenance management software, SaaS and mobile applications.



Deal Spotlights









Sector: Government **Target:** Lexipol

Acquirer: Riverside Company

 Policy and risk management and related training SaaS for law enforcement agencies, correctional facilities and fire departments.









Sector: Financial **Target:** DMA Corp.

Acquirer: Riverside Company

- Marketing analytics, CRM and database management SaaS.



Public Valuation Multiples



Aug. 2014

Corum Analysis



2.5x

Holding steady at highest values this decade.





15.7x

Compelling security needs further boost value of working, profitable, deployed solutions.



Deal Spotlight



Sold to

THOMA BRAVO

Sector: Security

Target: SailPoint Technologies

Acquirer: Thoma Bravo

Transaction Value: \$300 million (est.)

- IAM on-premise and cloud-based software.
- Signals continued PE interest in information security.



Deal Spotlights







EV

Sector: Security

Target: Lighthouse Security Group

Acquirer: IBM

Cloud-based network access control and provisioning SaaS.









dels.

the

Sector: Security

Target: CrossIdeas [Italy]

Acquirer: IBM

Identity and access management SaaS.



Deal Spotlights







EV

Sector: Infrastructure Management

Target: CloudVolumes **Acquirer:** Vmware

Enterprise server and desktop workload virtualization SaaS for datacenters and businesses.









Sector: Infrastructure Management

Target: Virtual System Solutions [Singapore]

Acquirer: Vmware

Cloud migration software

the

dels.



Corum Research Report



Elon Gasper Vice President, Director of Research



Amber Stoner Senior Analyst

Deal Structures Today



Bruce Milne CEO Corum Group Ltd.

A leader in the software industry, Bruce has founded or owned four software companies, including the largest vertical market software company, AMI, an Inc. 500 firm rated by IDC as the fastest growing computer-related company in the world.

He has served on advisory boards for Microsoft, IBM, DEC, Comdex and Apple, and as board member/founding investor in some of the most innovative firms in their field, including Blue Coat, Bright Star and Sabaki. Past advisor to two governors and a senator, a board member of the Washington Technology Center, and founder of the WTIA, the nation's most active regional technology trade association.

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A graduate with Distinction from Harvard Business School, Bruce has written three books on business models for success, including *Power Planning*. He is a frequent lecturer and author.



Deal Structures Today

Structure is...



- What is being purchased (Stock or Assets)
- How much is being paid
- How and when it is being paid
- Plus other supporting items including contingencies

10 Forms of Payment

Debt Cash Stock **Employment** assumption Stock Non-Consulting Earn-out options competes Retention **Profit** sharing pool

Structure Depends On...

- Seller revenue, industry, age and profitability
- Complexity of ownership and debt
- Dynamics of seller's ownership (conflict, options etc.)
- "Active" vs. "passive" shareholders
- Buyer's capabilities, capacity
- Tax considerations of both organizations

Structure is more important than price

Minority/Installment Sales



Jim Perkins Regional Director, Digital Media Specialist Corum Group, Ltd.

Entertainment software entrepreneur Jim Perkins is directly responsible for publishing some of the industry's biggest franchises, including Unreal, Duke Nukem, Wolfenstein, Doom, Hunting Unlimited, and Driver. A well-known senior executive with a 22-year track record of publishing such bestselling hits, he founded and grew two highly successful software publishing companies (FormGen and ARUSH) from startups to multi-million dollar enterprises.

Jim also launched Radar Group, the first Transmedia Incubation Company to monetize entertainment franchises across all media, including film and television. His success and extensive experience in software production, marketing and public relations, packaging, online and retail distribution and software M&A, uniquely qualify him as an expert in building value and realizing wealth. Jim joined Corum Group, the world's leading software M&A firm, with a specific focus on educating and helping prospective sellers maximize the value of their digital media companies.

Minority Sale – Factors to Consider

- Clarity on who is running the company
- Planning for ultimate total purchase
- Upside for the seller
- Bonuses for performance
- Performance metrics/control
- Accelerators to full purchase

Installment Sale

- Ensure clear payment values
- Agree upon timing
- Research buyer quality
- Determine premium to seller
- Clarify buyer default consequences
- Agree upon acceleration triggers

Taking Stock



Jon Scott Senior Vice President Corum Group Ltd.

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Jon has taught in the software product management program at the University of Washington and holds a business administration degree from San Francisco State University.

Taking Stock

Public Stock

- Values easily accessible
- Restrictions on sale?

Private Stock

- Regulatory implications
- Tax implications
- Vary significantly by jurisdiction

Pre-IPO Stock



Ward Carter
Chairman
Corum Group Ltd.

Corum's former President and now Chairman, Ward Carter's technology background includes a variety of management positions with the Burroughs Corporation (later Unisys). Then, as vice president of a Wall Street investment firm and as principal in a regional venture firm, he raised capital for ventures in computer hardware, software, and biotechnology. As an executive for a Seattle-based archival storage software company, he attracted venture capital and assisted with the eventual acquisition of the company by a larger competitor. As president of InfoMatrix, and later Discovery Sales + Marketing, Ward provided strategic consulting support to emerging software companies.

He joined Corum in 1997, has successfully managed numerous software company mergers and acquisitions worldwide, was appointed President in 2006 and Chairman in 2010. He graduated with Honors from Seattle University with a B.A. in Business.

Pre-IPO Stock

- Examine market risks
- Prepare for disappointment

- Textura

 Construction Collaboration Solutions*

 has acquired

 Planswift

 The AT Takenth & Estimating Software

 Corum acted as exclusive M&A advisor to PlanSwift

 CORUM

 MERGERS & ACQUISITIONS
- Case Study: PlanSwift/Textura
 - PlanSwift accepted pre-IPO stock in Textura
 - Value more than doubled to \$15 at IPO
 - Surged to \$48, settled in near \$25

Best for sweetener/bridging the gap

Exploring Options



Jeff Brown Vice President Corum Group Ltd.

Jeff joined Corum in 2007 as Regional Director in Houston, Texas. He has over 25 years of entrepreneurial and consulting experience building software and business services companies. He specializes in information technology for engineering, scientific and business applications. He also understands the energy industry and multinational operations.

Jeff helped form and was President of Severn Trent Worksuite, a FTSE 100 subsidiary, which became the leading provider of enterprise and wireless workflow management software. Jeff was Vice President at IntelliGIS, a pioneer in geographic information systems and wireless computing. Additionally, he launched Western Hemisphere operations for Simon Petroleum Technology, a provider of petroleum reservoir management software, and was a member of the initial management team at GeoQuest Systems, which became the leader in petroleum decision support systems.

Jeff began his career on the research staff at Columbia University and is a published author. He holds a degree in Geology from the State University of NY.

Earnouts



Rob Schram
Senior Vice President
Corum Group Ltd.

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Earnouts

- Tying added value to benchmarks
 - Product Releases
 - Customer Acquisition
 - Revenue
 - Profitability
- Used with aggressive projections or to retain management
- Secure authority & resources to achieve goals
- Should not exceed 25% of total

Employment Agreements/Noncompetes



Ed Ossie Regional Director Corum Group

Ed has over 30 years of international experience serving high-growth technology companies and has spent the last 20 years in chief operating and chief executive roles. During this time, Ed has become known for his ability to design, build and execute multi-year growth strategies with a highly engaged team. The high performance teams operate in a trust-based company culture which in turn drives scale and strong customer relationships, producing profitable growth.

Ed served as President of Innovation Group PLC, and prior to that led the sale of MTW Corporation to Innovation Group as MTW CEO. Both companies are in the insurance software and business process services segments. Prior to that he was Division Manager and Vice President for the Texas Instruments Software Group, which grew from startup to 1300 people in 5 years.

Today he advises a number of high-growth technology teams on how they might win, shape and scale their operations to create viable high impact options for their future. Ed graduated with a Bachelor of Science degree from Missouri State University and attended select Executive Programs at Stanford Graduate School of Business, such as the Executive Program for Growing Companies and the 2011 Directors Consortium.

Employment Agreements/Noncompetes

- Typically the last thing negotiated
- Employment agreements protect both parties
- Consulting agreements may be preferred
- Be sure non-competes are not too broad
- Behavior during negotiation sends signals

Active vs. Passive Sellers



Mark Johnson
Director
Corum Group International, Ltd.

Mark's professional experience is as an M&A advisor, CEO of an IT company, Venture Capitalist, IT Management Consultant and Naval Officer. The thread throughout his career has been Information Technology, its commercialization, and its applications towards improving business effectiveness. His undergraduate education is from the U.S. Naval Academy in Annapolis, MD, where he received a degree in Systems Engineering.

In 2006 he spent one year at the Stockholm School of Economics attaining an MBA. Additionally, he was a semi-professional road cyclist and was ranked 1st in the U.S. Mid-Atlantic. He enjoys the challenges and dynamism involved with identifying new technology innovations with strong commercialization applications, particularly in an international setting where he has had the opportunity to work in numerous countries throughout Asia, the Middle East, Europe, and Africa.

Serving as a Naval Officer provided an exceptional leadership opportunity in a challenging and diverse environment.

Active vs. Passive Sellers

Active Sellers:

Management Owners

Passive Sellers

Outside investors

Challenge #1

Different deals to different sellers

Challenge #2

Passive owners don't want risk after closing

Be prepared, creative & flexible

Deal Structures Today



Bruce Milne CEO Corum Group Ltd.

A leader in the software industry, Bruce has founded or owned four software companies, including the largest vertical market software company, AMI, an Inc. 500 firm rated by IDC as the fastest growing computer-related company in the world.

He has served on advisory boards for Microsoft, IBM, DEC, Comdex and Apple, and as board member/founding investor in some of the most innovative firms in their field, including Blue Coat, Bright Star and Sabaki. Past advisor to two governors and a senator, a board member of the Washington Technology Center, and founder of the WTIA, the nation's most active regional technology trade association.

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A graduate with Distinction from Harvard Business School, Bruce has written three books on business models for success, including *Power Planning*. He is a frequent lecturer and author.

Structure – Don't Forget the Employees!

Welcome Bonus Stay Bonus

Completion Bonus

Everything can be negotiated...

Options

Earn-out

Profit sharing

Sample Employee Retention Plans

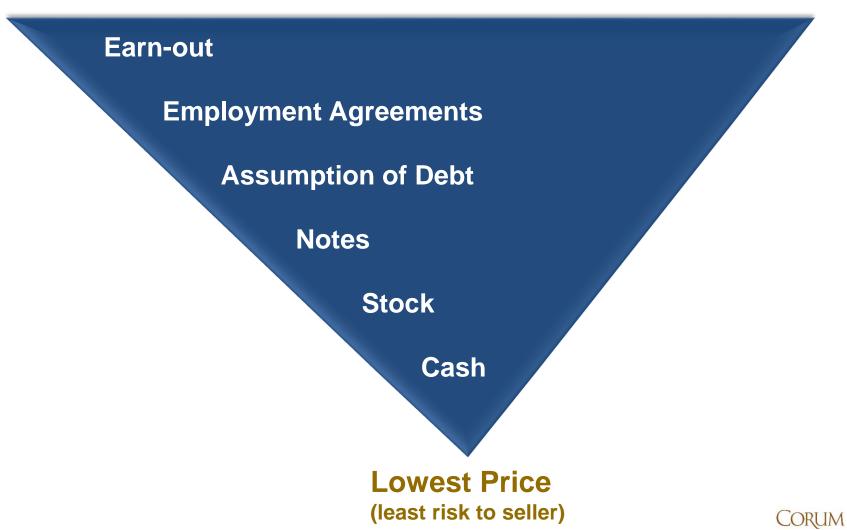
Company A	7 Employees	 Quarterly Retention Bonuses for two years Completion Bonus to R&D staff Profit Sharing
Company B	25 Employees	 Welcome Bonus (50% now; 50% in 12 mo) New Stock Option – Vested four years No cut; 12-month severance
Company	60	• Put key employees into earn-out – based on

Employees

- milestones
- Two-year stay bonus lump sum in 24 mo

Structure

Highest Potential Price



Closing Thoughts



Nat Burgess
President
Corum Group Ltd.

Nat joined Corum in 1996 and brings a diverse background in technology M&A and law. While with the Enforcement Division of the U.S. Securities and Exchange Commission, Nat helped identify and build cases against securities fraud schemes. With the Strategic Development Division of Morgan Stanley's M&A group, Nat worked on cross-border acquisitions of U.S. and European companies by Japanese firms, and on financings by large Japanese public companies. Nat moved to Morgan Stanley's Tokyo office, where he reported directly to the President of Morgan Stanley, Japan Ltd. and focused exclusively on cross-border M&A.

After Morgan Stanley, Nat co-founded Postcard Software, a creator of advertiser-driven bilingual (English and Japanese) Internet content. At Activision, Nat led the company's on-line business development.

Nat earned an undergraduate degree in Japanese literature from Yale College and a law degree from UCLA. While in law school, Nat wrote articles for the International Forum at Yale, Tokyo Journal.

Q&A

- We welcome your questions!
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Merge Briefing (MB) - The Merge Briefing is a 90-minute executive briefing providing a current M&A market update (trends, valuations, etc.), as well as a brief overview of the Tech M&A process: "8 Steps To An Optimal Outcome."

After the Deal – Celebration



www.corumgroup.com

