INSIGHTS TO MAKING THE RIGHT DECISION AND PROTECTING YOUR INVESTMENTS

In today's business environment, highly competitive forces and economic trends are driving businesses toward mergers, acquisitions, divestitures, joint ventures, partnerships, financings, restructurings and consolidation. In an environment in which transactions are becoming more and more complex, companies are relying on strategic and financial business advisors with credentialed expertise to manage and/or assist in the transaction process.

TRANSACTION SERVICES EXPERTISE

UHY Advisors' transaction services team is composed of a multi-disciplined group of team members that each bring a different aspect and perspective to bear in the transaction services arena to provide a unique integrated transaction services approach to client delivery. There is no "one size fits all" to understand the relationship between the value and cost, and seek opportunities to maximize the value of the transaction, while minimizing the risks.

INDUSTRY LEADERSHIP

UHY Advisors is an acknowledged practice leader in providing services to the investment community. Our professional staff consists of experienced professionals who fully understand the complexities of merger and acquisition transactions. Our practitioners work with private equity groups and venture capital firms throughout the U.S. and are involved in a wide range of transactions, from management buy-outs of public companies to purchases of privately held middle market businesses.

WHY UHY ADVISORS

Private equity investments require active monitoring of strategic, financial and operating objectives, performance to those objectives and participation in major business decisions. UHY Advisors shares the same philosophy and is the ideal resource to help private equity firms make the most of its investments.

We have the industry knowledge and global capability for the following:

- Tax Structuring
- M&A Due Diligence
- Business Valuation
- Post-closing Integration
- Exit Planning & Execution
- Audits of Private Equity Investments*

* Provided exclusively through UHY LLP, a licensed CPA firm.

UHY Advisors
Tax & Business Consultants

uhyadvisors-us.com/transactionservices

MENU OF SERVICES

BUSINESS ACQUISITION DUE DILIGENCE

- Identify Risks & Rewards
- Business Viability
- Financial Due Diligence (including Enterprise Value Analysis)
- Human Resources
- Information Technology Systems
- Market Analysis
- Competitive Analysis
- Working Capital Analysis
- Evaluation of Significant Tax Attributes & Potential Exposure Items
- Analysis of Financial Statement Information & Process
- Quality of Assets and Adequacy of Reserves & Accruals
- Commitments & Contingency Analysis

CONSIDERATION OF FINANCIAL ALTERNATIVES & INTRODUCTION TO SOURCES OF CAPITAL

- Equity (including Start-Up/Seed & Angel Financing)
- Mezzanine (Subordinate Debt/ Preferred Stock)
- Senior Debt
- Corporate Partners

POST ACQUISITION/MERGER INTEGRATION ADVISORY SERVICES

- Business & Financing Plans
- Business Assessment & Documentation
- Financial Modeling
- Drafting of Business Plans

TRANSACTION PLANNING & STRUCTURING

- Asset Acquisition/Sale Considerations
- Stock Acquisition/Sale Considerations
- Purchase Price Allocation
- ASC 740 Deferred Tax Analysis
- Effective Income Tax Planning
- Business Valuations

THE NEXT LEVEL OF SERVICE

UHY Advisors, Inc. provides tax and business consulting services through wholly owned subsidiary entities that operate under the name of "UHY Advisors."
UHY Advisors, Inc. and its subsidiary entities offer services from offices across the United States.
UHY Advisors, Inc. and its subsidiary entities are not licensed CPA firms. UHY LLP is a licensed independent CPA firm that performs attest services.
UHY Advisors, Inc. and UHY LLP are independent U.S. members of Urbach Hacker Young International Limited.

©2011 UHY Advisors, Inc. All rights reserved. • 20111