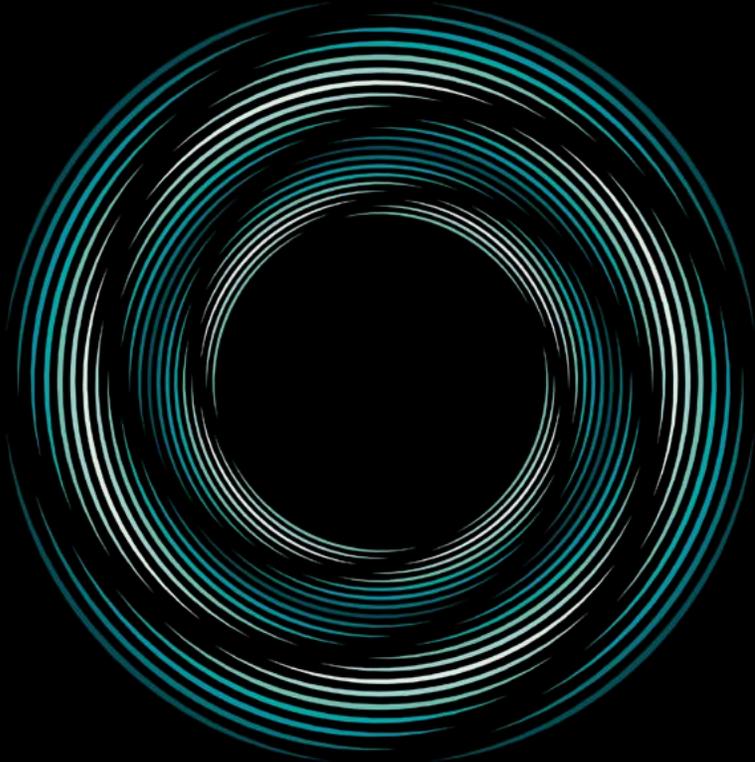


**Deloitte.**



**The future of the deal**

**Total M&A Solution™**

# Total M&A Solution™

## **Discover the future of the deal**

For clients at key stages of the transaction life cycle, Total M&A Solution illuminates information related to an M&A deal—and helps map the path ahead. As a result, deal teams can access deeper insights earlier and accelerate along the path to value.

Coupled with Deloitte's already recognized M&A, industry and transformation capabilities, and our deep alliances and partnerships across the M&A ecosystem, Total M&A Solution will help you **go faster at key stages in the transaction life cycle.**

Realize deal value with a high level of quality and insight.  
Discover **the future of the deal.**

**More insights.  
Faster execution.  
Increased value.**

Deloitte's Total M&A Solution leverages advanced digital and analytics capabilities, alliances, and our deep executive advice **to deliver increased value throughout the M&A life cycle.**



# Total M&A Solution

Powered by digital + analytics + cloud



## Strategic insights

- M&A Strategy and Target Screening App
- Doblin, a Deloitte Business
- Heat, a full-service creative agency



## Total diligence

- iDeal
- ValueD Valuation Insights
- Disclosure Analytics Accelerator



## Clean room in-a-box

- M&A Growth Accelerator
- D-ICE™
- Global Sourcing Insights



## Synergy optimization

- Cost and Growth Synergy Center of Excellence
- Synergy Tracking and Reporting (STAR)
- Robotic Process Automation for Data Conversions

# Total M&A Solution

Powered by digital + analytics + cloud



## NextGen merger integration

- M&A Central™
- Interdependency Accelerator
- Digital Deal Room
- Purchase Accounting and Reporting Services (PARSE)



## Divestiture & separation acceleration

- Rapid Separation ePlaybook
- Financial Statement Carve-out Accelerator
- Legal Entity Readiness
- Stranded Costs Benchmarking Database



## Organizational readiness

- OrgAccelerator™
- CulturePath™
- ConnectMe™
- Greenhouse CXO Transition Labs



## M&A powered by cloud and alliances

- Cloud Suitability & Placement Tool
- Cloud Value Calculator
- DigitalMix™
- ClearLight™ Analytics Platform
- Tailored M&A Alliances (NetSuite, Oracle, SAP, Salesforce)



## Strategic insights

### Business challenge

How can you use M&A to execute your strategy and transform the business?

Digital- and analytics-enabled approach		Benefits
<b>M&amp;A Strategy and Target Screening App</b>	Leverages CapIQ and Deloitte proprietary data to support the M&A strategy of a business through potential target identification and evaluation.	<ul style="list-style-type: none"><li>• Models different scenarios and financial profiles for 100+ acquisition targets</li><li>• Compares target's performance and positioning against key competitors</li></ul>
<b>Doblin, a Deloitte Business</b>	Combines multiple perspectives, analytical rigor, and deep industry knowledge to help you foster growth, design new businesses, and drive transformation through the M&A process.	<ul style="list-style-type: none"><li>• Immerses strategic thinking in the Ten Types of Innovation</li><li>• Develops avenues for Innovation Strategy (i.e., identification, definition and implementation)</li></ul>
<b>Heat, a full-service creative agency</b>	Deepens customer engagement, evolves brands, and guides public expectations throughout a transaction.	<ul style="list-style-type: none"><li>• Couples transformative technology with groundbreaking creative work</li><li>• Streamlines execution by reducing the need to work with multiple agencies and consulting firms</li></ul>



## Total diligence

### Business challenge

How can you conduct diligence across financial, operational, and commercial dimensions that lead to more insightful decision making?

Digital- and analytics-enabled approach		Benefits
<b>iDeal</b>	Provides analytics-driven financial, operational and commercial diligence to accelerate the insights you need to make smarter decisions.	<ul style="list-style-type: none"><li>• Supports better analysis and decision making</li><li>• Provides consistent, comprehensive, and flexible financial detail about your transaction</li><li>• Empowers your negotiations by highlighting potential risk factors and analyzing financial impact</li></ul>
<b>ValueD Valuation Insights</b>	Enables professionals across the globe to harness data to develop efficient, analytical insights.	<ul style="list-style-type: none"><li>• Facilitates creation of valuation reports in an automated manner</li><li>• Benchmarks data against industry, region, deal size, and time period data</li><li>• Generates better, faster insights of data and performance against industry averages</li></ul>
<b>Disclosure Analytics Accelerator</b>	Researches company financial disclosures, accounting policies, and other related filings quickly and flexibly.	<ul style="list-style-type: none"><li>• Quickly discerns example disclosures</li><li>• Accesses the same information as EDGAR but in an easier, more focused search engine</li></ul>



## Clean room in-a-box

### Business challenge

How can you enhance value capture starting on Day 1 while working in a confidential environment?

### Digital- and analytics-enabled approach

### Benefits

#### M&A Growth Accelerator

Harnesses the power of data through combining large data sets and identifying cross-sell opportunities to accelerate GTM planning and drive revenue growth

- Drives predictive cross-sell within overlap and non-overlapping customers for combined company
- Drives retention of critical sales talent through territory, role, and compensation alignment
- Rationalizes sales and partner model by analyzing coverage economics by segment
- Rationalizes sales force by identifying customer overlaps

#### D-ICE™

Speeds M&A contract review to help identify potential contract-related risks, obligations, and opportunities earlier in the transaction life cycle.

- Saves significant time on contract reviews using machine learning and automated indexing, etc.
- Reduces contract-related risk

#### Global Sourcing Insights

Rapidly analyzes, visualizes, and delivers actionable product sourcing synergy opportunities by enabling supply and market insights into the enhancement of the global sourcing footprint during M&A activities.

- Provides deeper insights for better execution with Deloitte's proprietary databases
- Accelerates insights to quickly drive enhanced value around sourcing initiatives



## Synergy optimization

### Business challenge

How can you identify the largest synergy opportunities, both cost and growth, and develop a plan to capture them?

Digital- and analytics-enabled approach		Benefits
<b>Cost and Growth Synergy Center of Excellence</b>	Provides a proprietary database of real-world deals that can help an organization understand synergy potential and guide initiatives that result from a transaction.	<ul style="list-style-type: none"><li>• Leverages data from more than 1,000 deals—public and proprietary</li><li>• Breaks down synergies across categories (revenue, SG&amp;A, and COGS), by deal and across sectors</li><li>• Enables “apples to apples” comparison across deals using a standard taxonomy</li></ul>
<b>Synergy Tracking and Reporting (STAR)</b>	Provides a customizable and detailed approach to planning, recording, and tracking synergies that can help achieve the anticipated value of your transaction.	<ul style="list-style-type: none"><li>• Identifies and visualize synergies across functional areas spanning the entire M&amp;A life cycle</li><li>• Allows for real-time modifications to synergy planning assumptions</li></ul>
<b>Robotic Process Automation for Data Conversions</b>	Automates the validation and migration of data to accelerate the exit of transitional services and reduce manual effort.	<ul style="list-style-type: none"><li>• Accelerates the exit of transitional services, helping to lower integration costs</li><li>• Reduces manual effort required to migrate data</li><li>• Increases data integrity and reduces risk of lost data</li></ul>



## NextGen merger integration

### Business challenge

How can you effectively manage a complex M&A program?

### Digital- and analytics-enabled approach

### Benefits

#### M&A Central™

Deloitte's proprietary web-based M&A project management tool accelerates planning and realization of project value.

- Accelerates the realization of deal value from setup to sign-on
- Automated, integrated, and simplified status reporting reduces time spent on administrative activities and streamlines reporting processes
- Integrated and interconnected data elements drive greater insight into progress and areas to monitor, and strengthen information sharing across teams

#### Interdependency Accelerator

Accelerates the identification and alignment of an organization's cross-functional dependencies to help reduce potential risks and improve planning accuracy.

- Leverages graphical dependency builder for management and tracking of workplans
- Fosters cross-functional collaboration and comprehensive discussion by allowing the ability to drill down to the milestone levels

#### Digital Deal Room

Provides a literal walkthrough of the M&A life cycle to help you understand the process, accelerators, and other resources that can impact your success.

- Dives deep into case studies and business-specific challenges
- Understands gaps in current M&A capabilities
- Deploys remotely or from a fixed location

#### Purchase Accounting and Reporting Services (PARSE)

Automates purchase accounting in a controlled environment that allows for tax alignment and retroactive analysis prior to pushdown.

- Produces information that can be streamlined for entry into general ledger
- Tracks changes in valuation in an auditable fashion and performs retrospective catch-up analysis
- Facilitates pushdown accounting to legal entities



## Divestiture and separation acceleration

### Business challenge

How can you maximize the value of an asset by being a prepared seller?

#### Digital- and analytics-enabled approach

#### Benefits

##### Rapid Separation ePlaybook

Uses data to understand the potential pitfalls and traps in a separation that should be accounted for and avoided.

- Establishes common goals for working teams and offers direction for providing transaction value
- Orchestrates an effective divestiture through a command and control program structure
- Enhances business continuity and develops executable TSAs

##### Financial Statement Carve-out Accelerator

Speeds up the carve-out and divestiture process while reducing risk and overall transaction costs.

- Leverages client data to break down and rebuild carve-out financial balances
- Enables a thorough and efficient review of materials by helping assess and document revenue, expense, assets, and liabilities
- Provides financial statements, disclosure packages, and relevant documentation for review and delivery to the auditors

##### Legal Entity Readiness

Helps you efficiently operationalize new legal entities while ameliorating the complications and pitfalls involved in scoping and establishing legal entities.

- Accelerates lead times for legal entity creation and operationalization impact of Step Plan
- Enables leadership alignment on shared IP, and separation and distribution agreement
- Allows coordination across interdependent functions (i.e., legal, tax, treasury, and controllership activities)

##### Stranded Costs Benchmarking Database

Allows company leadership to evaluate processes by stacking up against competitors to yield valuable insights.

- Refines by process, geography, size, revenue, and other demographics to form relevant comparators
- Enables peer and cross-industry “apples to apples” comparisons regardless of a client’s organizational structure



## Organizational readiness

### Business challenge

How can you develop an organizational structure to best achieve the deal's objectives?

Digital- and analytics-enabled approach	Benefits
<b>OrgAccelerator™</b> Uses real data to drive decision making and synergy identification that can help you model future organization cost structures.	<ul style="list-style-type: none"><li>• Leverages organization data from HRIS to do scenario planning and synergy/cost analysis</li><li>• Sees multiple views of interim structures with spans and layers, total compensation, performance data, etc.</li></ul>
<b>CulturePath™</b> Accelerates deal value and improves targeting of integration activities of organizational culture between an organization and the target company.	<ul style="list-style-type: none"><li>• Measures eight distinct dimensions that comprise an organization's culture to provide a foundation for actionable culture change during the M&amp;A process.</li><li>• Highlights the gaps between the current and desired state and misalignment of culture and strategy</li></ul>
<b>ConnectMe™ HR Portal</b> Delivers curated, deal-specific messaging via a cloud-based platform to engage employees and creates a personalized experience plan to facilitate a smooth transition.	<ul style="list-style-type: none"><li>• Reduces turnaround times with streamlined processes and a centralized repository for communications</li><li>• Gauges performance of HR services with more effective reporting and analytical enablers</li></ul>
<b>Greenhouse CXO Transition Labs</b> Prepares executives for the work ahead with engaging modules to analyze critical deal factors and identify and assess key priorities to develop a 180-day action plan.	<ul style="list-style-type: none"><li>• Develops priorities for new executive role</li><li>• Assesses resources and alignment with deal priorities</li></ul>



## M&A powered by cloud and alliances

Deloitte has deep-rooted alliances with leading technology firms to help accelerate value to be achieved in M&A. Our deep understanding of M&A strategic business drivers, coupled with our firsthand knowledge of how to utilize capabilities of leading technologies, allows Deloitte to help clients realize more transaction value faster than previously possible. Deloitte leads the market in bringing technological capabilities to help our clients solve their largest challenges.

### **Cloud Suitability & Placement Tool**

Assesses and guides strategic decisions on the suitability of application portfolios for the cloud.

### **Cloud Value Calculator**

Helps IT executives develop a shared understanding of the potential benefits of cloud adoption in the context of an M&A transaction.

### **DigitalMIX™**

Integrates, optimizes, orchestrates, and unifies all of your market-leading cloud applications to view one, coordinated ecosystem.

### **ClearLight™ Analytics Platform**

Provides fast, cost-effective access to actionable information, and supports the efficient delivery of turnkey analytics solutions.

### **NetSuite**

Deloitte's NetSuite alliance combines the strength of Oracle's leading cloud-based business management solutions with Deloitte's recognized M&A perspective to accelerate implementations and required functionality and rapidly realize synergies.

### **Oracle**

Deloitte and Oracle Cloud can help clients take advantage of a comprehensive cloud solution that can accelerate integration/divestiture processes; provide flexible, scalable end-to-end business process capabilities; enable operational efficiencies to quickly capitalize on synergies; and help reduce IT costs.

### **Salesforce**

The Deloitte and Salesforce alliance works hand in hand with companies facing M&A transactions to leverage cloud solutions that place the focus back on the customer, unlocking insight and helping accelerate deal value.

### **SAP**

Deloitte's relationship with SAP and its cloud offerings provide a range of implementation, integration, and alignment services to optimize M&A transactions.

# Let's talk.

Across borders and key phases of the deal, Deloitte delivers; demonstrating the agility and commitment to respond to client challenges. Where flexibility meets focus, highly customized strategies become high-impact solutions.

## **Total M&A Solution**

The future of the deal

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