

Deventures
M&A with an entrepreneurial scope
Company profile

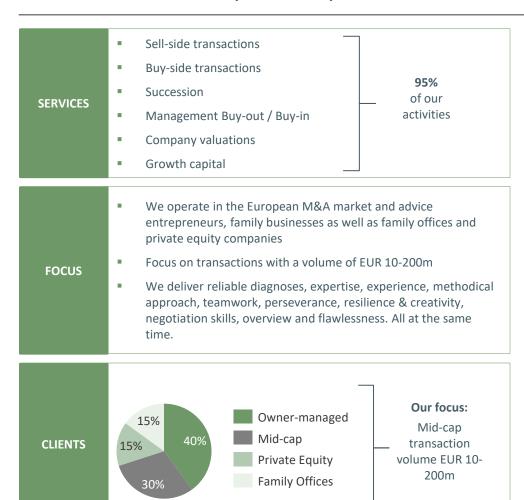
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Introduction Deventures

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Deventures - M&A with an entrepreneurial scope







Five reasons to make Deventures part of your team.



PROVEN ALTERNATIVE We are a proven alternative to investment banks and larger M&A firms for mid-market transactions.

Deventures is accessible, entrepreneurial, free of conflicts of interest and adapts to specific needs.



EXPERIENCED

We are truly experienced and bring both operational management experience from previous professions and cross-border M&A experience.

Deventures offers an optimum of expertise and experience.



EMPHATIC

We are empathetic, understand what really matters, are very talented at bringing people together and are integer.

Deventures is a congenial and empathetic partner for all parties.



OUT OF THE BOX

We act pragmatically and focus on the essential. We are known for our creative mindset and deliver tangible solutions.

Deventures is constructive and creative in finding transaction solutions.



PERSISTENT

We have punch, are persistent and reliable. To date, we have successfully closed 90% of all transactions.

Deventures doesn't let go until the job is done.



PROVEN ALTERNATIVE

M&A transactions require specialized knowledge, skills and capacity. Not every company has these resources available on short notice and in the required structure. Deventures is a proven alternative for transactions in the SME sector because we take part in your challenge. Deventures is accessible, entrepreneurial, free of conflicts of interest and adapts to specific needs.

«Be flexible, smart and effective.»



TRULY EXPERIENCED

It's already in our name: Entrepreneurship & Leadership. We work for entrepreneurs and are entrepreneurs ourselves. We have a diverse team and a common denominator: we held leadership positions under challenging conditions and in an international context. Not only as M&A advisors, but also as managers and entrepreneurs. Deventures offers an optimum of expertise and experience.

«We walk our talk.»

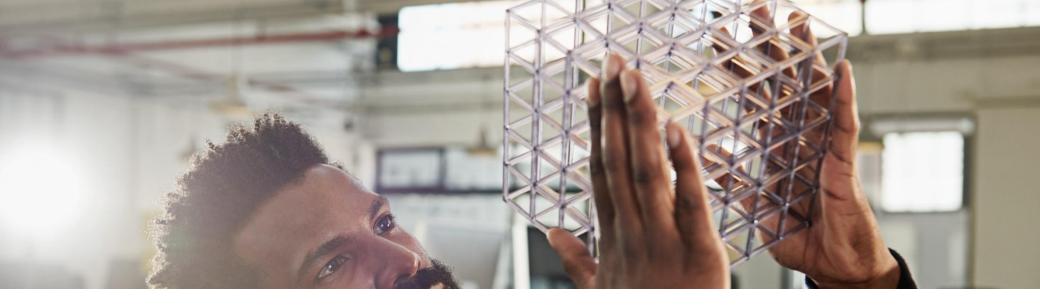


CONGENIAL & EMPHATIC

In an M&A transaction, you need to bring parties together. It is a process where you need to show that you understand the perspectives and can reach consensus. We gain respect by listening and focusing our communications on what drives the process and brings the parties closer. Deventures is a congenial and empathetic partner for all parties.

«When you speak, you're just repeating what you already know. But if you listen, you can learn something new.»

- Dalai Lama



THINKING OUT OF THE BOX

Entrepreneurship for us is also a mindset of finding solutions to something that seems stuck. We are able to look for alternatives. This is a matter of "out of the box" thinking. Deventures is constructive and creative in finding transaction solutions.

«Obstacles don't have to stop you. If you run into a wall, don't turn around and run away. Figure out a way to climb over it, walk through it, or go around it.»

- Michael Jordan, Basketball Champion



PERSISTENT & GOAL-ORIENTED

Closing a transaction can become a complex undertaking with many stakeholders, questions, and challenges. Deventures has an above average success rate and to date has completed 90% of its mandates with a successful transaction. This is due to teamwork, personal commitment, loyalty, and the mentality of never giving up. Deventures doesn't let go until the job is done.

«Perseverance turns challenges into extraordinary successes.»

Introduction Deventures

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It's already in our name. Deventures is a mid-cap M&A-Advisory company with entrepreneurial scope.

- We operate in the European M&A market and advice entrepreneurs, family businesses as well as family offices and private equity companies on smaller and mid-sized transactions with a volume of EUR 10-200m.
- We have more than 50 years of combined experience in the M&A and have learned that M&A projects require reliable diagnoses, expertise, experience, methodical approach, teamwork, perseverance, resilience & creativity, negotiation skills, overview and flawlessness. All at the same time.
- Deventures offers a focused range of services. We have broken this down into four main activities.

COMPANY SALE

- Advising privately held medium-sized companies on the sale to strategic buyers, financial investors, or family offices
- Advising financial investors and family offices on the sale of their portfolio companies
- Advising listed or non-listed companies on the sale of subsidiaries

COMPANY ACQUISITION

- Advising privately held medium-sized companies on the acquisition of target companies
- Advising financial investors and family offices on the acquisition of add-ons for their portfolio companies
- Advising publicly traded companies on the acquisition of companies

FIT FOR SALE

- Analysis of the current situation regarding finances, operational key figures and strategic orientation
- Creation of an adapted business plan and definition of possible operational and/or organizational measures to increase value
- Accompanying the management in the implementation of the defined measures

GROWTH FINANCING

- Evaluation of the financial requirements to implement the growth strategy
- Definition of the composition of growth financing (debt vs equity)
- Support in raising growth capital as part of a structured process















Company sale

- Usually, the decision to sell a company is not an easy one. The decision to sell triggers a complex and time-consuming process that must be managed with great care, confidentiality, and integrity.
- The motivations for selling are diverse: continuity, profitability, relocation, non-core focus, succession, value capitalization or, for example, differing opinions within the management team about prospects. Often it is a mix of these factors that leads the entrepreneur and/or the management team to this fundamental decision.
- Deventures can assist you in all phases of the sale process, valuing the business, preparing the sale documentation, creating a list of potential buyers, setting up the data room, creating a transaction structure, negotiating through to closing the transaction.

PREPARATION, DATA ANALYSIS

SALES DOCUMENTATION AND **IDENTIFICATION BUYERS**

Teaser, Information

Sales documentation (NDA,

Letter

intent)

CONTACTING PROSPECTIVE BUYERS

Receipt non-binding offers

("NBO" or "LOI" = non-

binding offer / letter of

- Conduct management Contact prospective buyers meetings and site visits Share Information Memorandum and Process
 - Coordinate Due Diligence/Q&A

DUE DILIGENCE / DRAFT CONTRACT

- Receipt binding offers
- Support drafting sales purchase agreement (SPA) or asset purchase agreement (APA)

NEGOTIATIONS, SIGNING AND

- Support in drafting the agreements
- Support in negotiations
- Assistance in concluding the purchase contract
- Signing & Closing

- Short review of strategy and preparation of mid-term plan
- Validation of company valuation / pricing expectations
- Long list of prospective buyers / investors
- Letter) Define transaction strategy

Memorandum, Process

- Prioritization of prospective buyers / investors (short list)
- Non-binding offer / Letter of Intent
- Draft agreement
- Closing

Mid-term plan

- Valuation band-with
- Long list prospective buyers / investors
- Professional sales documentation
- Prioritized short list prospective investors

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Company acquisition

- Every acquisition has its particularities. Whether it is a strategic acquisition, a management buy-out, a management buy-in or a company succession: each variant has a different starting point and its own requirements for the process.
- There are many reasons for the decision to acquire. A potential target company could secure sales, profitability and thus the company value in the future, help to establish a brand, gain access to the (international) market, secure access to resources and know-how or, for example, being a platform for further acquisitions via add-ons.
- We help you to manage the entire acquisition process to acquire the best possible target company.

DEFINITION SEARCH CRITERIA AND

- Definition of search criteria / strategic fit
- Strategic analysis, database research, input market knowhow
- Long list of potential targets according to search criteria

PROFESSIONAL, PERSISTENT CONTACTING

- Anonymized contacting of the identified targets
- Preparation of initial dialogue and/or meeting
- Signing non-disclosure agreement

BUSINESS PLAN AND NON-BINDING OFFER

- Analysis of financial and operational data
- Initial determination of the valuation bandwidth
- Preparation of the nonbinding offer

DUE DILIGENCE

- Due Diligence support
- Coordination with sell-side consultants
- Management presentation / site visit
- Integration of DD results in business plan and target valuation

BINDING OFFER, NEGOTIATION,

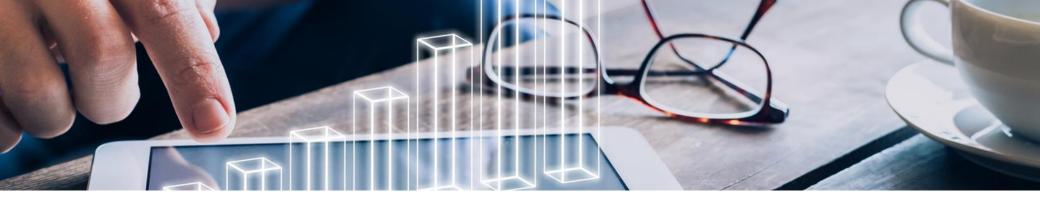
- Preparation of binding offer
- Support in drafting the agreements
- Negotiation support
- Signing and Closing

Clear search criteria

- Long list of potential targets
- Shortlist potential targets, incl. contacting progress reporting
- Financial data on targets
- Valuation band-with
- Non-binding offer / Letter of Intent
- Due Diligence-report
- DD-impact on business plan and target valuation

Closing

Deventures - Company profile



Fit for Sale

- To achieve stable growth, your company needs to continuously improve and maintain its performance. This influences the company value at the exit time.
- We support you in a structured process to identify strategic value drivers over a period of at least two years before a planned exit and to derive concrete recommendations for action for your business.

INITIAL SITUATION AND ANALYSIS OF

VALUE INCREASE

EXECUTION

- Data analysis interviews with key persons
- Industrial analysis
- Status Quo review
- Identification of value-added leverage
- Company valuation today and tomorrow
- Development / adaptation of the business strategy
- Preparation of mid-term plan, incl. CF plan
- Definition of packages of measures
- Establishment "Transformation Office"
- Possibly assistance from specialists
- Realization of the individual value-added levers and potentials
- Refurbishment of the 5-year business plan and management presentation as well as the investment highlights
- Preparation of sales documentation
- Identification of potential buyers / partners
- Preparation Due Diligence (Data Room / Q+A)
- Execution of the transaction process

Company valuation (DCF method, multiple methods)

- Actual and potential future company valuation
- Recommendations for potential realization of value-add potential

- Sales increase
- Cost reduction
- Balance sheet optimization
- Adjustment HR structure
- EBITDA Multiple increase

- Business plan and information memorandum
- Short profile and confidentiality statement
- Search new best owner
- Negotiation of the purchase agreement
- Closing



Growth financing

- Some situations require growth capital. It is essential to determine the best financing method and finding a balance between equity and debt financing.
- This requires expertise and good contacts to numerous banks and investors (e.g. banks, private equity companies or private individuals/family offices). We support our clients in financing the growth of their business.

	1 INITIAL SITUATION AND PLANNING	PREPARATION AND EXECUTION	DUE DILIGENCE AND CLOSING
Services	 Preparation busines plan, incl. cash-flow and mid-term plan Determination financing needs Company valuation Company presentation, incl. financing needs and term sheet 	 Identification of prospective capital providers Contacting prospective capital providers Share company information and comments on financing needs Receipt of financing offers Final structuring of the financing model 	 Preparation and coordination of the due diligence Support drafting the agreement(s) Negotiation agreement(s) Signing & Closing
sults	Detailed busines planBandwidth financing needs	List prospective capital providersFinancing offers	Closing

Clear financing structure

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Well structured presentation for

prospective capital providers

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Our team

Teun de Ven – Managing Partner



Teun de Ven lic.oec.HSG Managing Partner t.deven@deventures.ch +41 79 203 0992

«Especially in times when even a handshake is often no longer valid, I want to be a reliable and personally committed counterpart for my clients»

Professional background

- Teun de Ven is Managing Partner of Deventures.
- He is a member of the Board of Directors of Plättli Ganz Baumaterial Holding AG.
- Former founding partner and Chairman of Proventis Partners. Proventis is a mid-cap M&A advisory firm in Europe.
- He started his career as a management consultant at St.
 Gallen Consulting Group.
- Subsequently, he worked for Swisscom as Head of Residential Customers.
- Most recently, he was with Jacobs Holding as CEO/Chairman of Brach's Confections Inc. (USA), as President of the Board of Vernell Industries S.A de C.V. (MEX) and as CEO/Chairman of Boards & More.
- 20 years of M&A experience in structuring, leading and implementing numerous, complex M&A transactions for family businesses, publicly traded companies, family offices and PE's.











Academic and personal background

- Degree from the University of St. Gallen (lic. oec. HSG).
- International experience: Benelux, DACH region, UK, Scandinavia, USA, Argentina, Mexico.
- Typical strengths: dedicated, strong-willed, direct & communicative, loyal, patient & reliable, excellent organizer.
- Languages: German, English, Dutch.
- In-depth knowledge of industrial and commercial companies and their business models, value chains and challenges
- Industries:
 - ✓ Industry & Automation
 - √ Wholesale / Consumer Goods / Food
 - √ IT / Media / Telecommunications
 - ✓ Technology
 - ✓ Professional Services
 - ✓ Construction industry

Our team

Dr. Michael Kost - Partner



Dr. Michael Kost
Dipl.Kfm.
Partner
m.kost@deventures.ch
+49 172 88 61108

«As a former family business owner, I have a special understanding for entrepreneurs and shareholders of mediumsized companies, which I would like to use in a success-oriented manner»

Professional career

- Dr. Michael Kost is partner of Deventures.
- He is also managing partner of a German family office and serves on the advisory board of the Reiss Engelhorn Museum in Mannheim.
- He started his professional career as management consultant at Roland Berger Strategy Consultants, Munich.
- Following he held various management positions within the Fuchs Petrolub Group: General Manager Fuchs Australia Ltd., Export Manager Fuchs Mineralölwerke GmbH, CEO Fuchs UK plc as well as member of the European Management Board of the Fuchs Petrolub Group.
- Most recently he contributed as managing partner for 18 years to the expansion of the family-owned specialty chemicals manufacturer Süddeutsche Emulsions Chemie GmbH, which he sold in 2018 to a strategic investor.
- Several years M&A experience as manager, owner and advisor. Experience in cooperation with family offices and private equity companies.







Academic and personal background

- Apprenticeship as a bank clerk at the Stadtsparkasse Mannheim.
- Degree from the University of Mannheim (Diplom Kaufmann) and the University of Linz (Dr. soc. oec.).
- Broad international and intercultural experience: Europe including Eastern Europe, CH, UK, Scandinavia, Middle East, Australia, USA and Asia.
- Typical strengths: internationally experienced, committed, performance-oriented, communicative, loyal, mediator, reliable, entrepreneurial.
- Languages: German, English, French.
- In-depth knowledge of industrial and commercial enterprises and their value chains and challenges.
- Industries:
 - ✓ Producing industry
 - √ Wholesale /Consumer goods
 - √ Light Industry
 - √ Business Services
 - ✓ Building materials and construction chemicals

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Deventures team deventures

Noémi Nagy - Senior Advisor



Noémi Nagy
M.A. Int. Business and CF
Senior Advisor
n.nagy@deventures.ch
+41 78 944 45 26

«A M&A transaction is like a marriage. The partners need to be communicative, collaborative, and open to new cultures and different ideas to develop a flourishing relationship. We accompany our clients along this way»

Professional career

- Noémi Nagy is Senior Advisor of Deventures.
- She is also a strategy and business development consultant for suissenow solutions. She serves on the advisory board and the management board of various start-ups and non-profit organizations.
- She started her professional career as a financial analyst for OTP Bank, Budapest. Later she was working as an investment manager for HITF Venture Capital.
- As Business Development Director of Ringier Hungary, she was managing M&A transactions and coordinated international partnerships.
- Most recently she has been advising CEE clients regarding Swiss market entry strategies and supporting clients with growth capital financing.
- Experienced in strategic analysis, financial modelling, business planning, corporate valuation, M&A transactions, and strategic partnerships.

••••Ringier



suissenow

Academic and personal background

- Degree from Corvinus University, Budapest and from Erasmus University, Rotterdam: MS in Economics, Intentional Business and Corporate Finance.
- Certificate of Business Sustainability Management from the University of Cambridge.
- International experience in the DACH region and in CEE.
- Typical strengths: analytical and strategic thinker, critical and problem-solver, structured, communicative, collaborative, dedicated and loyal.
- Languages: English, German, Hungarian, and basic Russian.
- Industries:
 - ✓ IT / Media
 - ✓ Publishing / Print
 - √ Waste Management
 - ✓ Business Services
 - ✓ HR-Services

Our team

Sergio van Luijk - Senior Advisor



Sergio van Luijk, CFA Senior Advisor s.vanluijk@deventures.ch +32 474 18 30 88

«Cross-border M&A is a golden opportunity to learn from each other's values and management experiences. The challenge of applying your company's internal rules, management philosophy, and code of conduct to another company operating in a different country can help you revisit and refine your internal procedures»

Professional career

- Sergio van Luijk is Senior Advisor at Deventures.
- He is also Managing Director at Belgian family office Cap Expand Partners and serves as Board Member of the KIDS Foundation in the Philippines.
- Previously responsible for for PwC Corporate Finance / M&A team.
- Started his career at Leonardo & Co. and prior experience includes Director Corporate Development/M&A at Bavaria and Umicore.
- His experience in international private equity and institutional investment gives Sergio a seasoned appreciation of investors' objectives, and his successful turn as a director of corporate strategy affords him an insider's view of what companies hope to achieve and how they go about planning for growth.
- Sergio is especially adept at creating innovative financing solutions that draw on direct investments from family offices and ultra-high net worth individuals.



THE CARLYLE GROUP







Academic and personal background

- MBA with Honors from Rotterdam School of Management, Erasmus University.
- BSc from the University of Manchester Institute of Science.
- Certified as a Chartered Financial Analyst.
- Expertise in investments, M&A and corporate/strategic development projects across all continents in various major financial centers.
- Typical strengths: international, entrepreneurial, direct investments, strategic value creation, buy-and-build execution, structured sourcing.
- Languages: Dutch, English, Spanish.
- Corporate strategist, drawing with high-level experience in PE, operational leadership, and corporate finance.
- industries:
 - ✓ TMT
 - √ Wholesale / Consumer goods
 - ✓ Food & Beverage
 - ✓ Diversified Industrials
 - ✓ Business Services

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Our references deventures

Selected references - With us you are in safe hands.

Sale B&P Engineering to a strategic investor (juice and concentrate production)



«Your professional approach, guidance and enormous effort made this cross-border transaction possible. Without your commitment, knowledge and experience, we could not have achieved this success.

I am happy to have chosen Deventures for this M&A process and recommend the team for other complex transactions in the CEE.»

Tomasz Musiał
– CEO B&P Engineering –

experienced - persistent - empathic

Sale of Sitag to a strategic investor (Office Furniture)



«Nimbus, a Dutch PE firm, has experienced Teun as a persistent and process-oriented M&A advisor for the sale of the Swiss office furniture company Sitag. He has identified one of EU-leading office furniture manufacturers as 'Best Owner' in a difficult market environment. He ensured a successful exit in this complex, competitive transaction. All in all, Teun proved to be the right choice.»

Ed van Dijk – Partner Nimbus –

persistent - experienced - out of the box

Sale of Econis to a private equity company (IT and cloud solutions)



«Walk the Talk. Teun and his team ensured that the M&A project was always punctual and smooth throughout the sales process, from the development of documentation to the identification, contact and selection of the new owner, as well as the negotiations on the purchase agreement. Teun de Ven showed a lot of competence, professionalism, personal commitment and punch.»

Hans Blindenbacher

– Former chairman Econis –

persistent - experienced - out of the box

Our references

Selected references - With us you are in safe hands.

Search for a growth investor (Yacht building)



«I never thought that finding the best investor and the related sale of part of my company would require so much specialization. Not only this specific know-how, but also Teun's commitment, perseverance and personal attitude impressed me.»

> Doris Wajer – Entrepreneur –

persistent - experienced - out of the box

Sale Omni Ray to a strategic investor (Wholesale technical components)



«Teun advised Nimbus on the divestment of Omni Ray. He has succeeded in the crossborder challenges of this transaction through high professionalism, continuity and intensive communication with all stakeholders in the Netherlands, Switzerland and Sweden and with an excellent negotiating skill. We recommend Teun to other private equity companies as M&A Advisor.»

Paul Frohn

– Partner Nimbus –

persistent - experienced - empathic

Sale of ELAG to a strategic investor (Flexible Packaging)



«Teun and his team supported us in this crossborder transaction with a very personal, tactful, discreet and experienced team of consultants. With his determination and overview, he was able to address, resolve and achieve a successful transaction between the parties.»

Robert Elsässer
– Entrepreneur –

persistent - experienced

deventures Our references

Selected references - With us you are in safe hands.

Acquisition of a fellow competitor (Children daycare)



«We've been able to close a cross-national transaction and are working on the next project. The team's dedication and persistency is what convinces me, as does their negotiation skills and the excellent network in the sector. We experienced Teun as an empathic, solution-oriented partner and can highly recommend Deventures as M&A advisors for buy-side transaction support.»

> Paul Chancé - M&A / FP&A Manager BABILOU -

persistent - empathic - experienced

Parallel acquisition of two leading **E-Commerce companies (E-Commerce)**



«With Deventures we had a reliable partner who has a constructive and solution-oriented transaction-style. Due to the professional support and support, SME was able to successfully conclude two transactions in parallel. We can recommend Deventures and especially Teun de Ven with conviction.»

> Philippe Stüdi - Partner SME Equity Partners -

persistent - experienced - empathic

Acquisition of a fellow competitor (water damage & drying services)



«Teun has advised us in a very competent and professional way in the add-on search and acquisition process. The team quickly gained industry knowledge and a good overview of the Swiss market and potential targets. On top of their professional competence, we always felt very comfortable with and that we were in good hands. Deventures is definitely a proven alternative for transactions in the SME sector.»

> Ray Gantenbein - Entrepreneur & Chairman -

proven alternative - empathic - experienced

Our references

Selected references - With us you are in safe hands.

Majority sale of Steriplus to strategic investor (Health logistics)

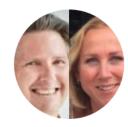


«Teun provided Steriplus with the best possible advice on the sale of the majority of its shares to Swiss Post. In particular, he and his team have challenged, refined and improved the existing business plan, which was essential for the transaction negotiation. The contacts to Deventures were always professional, friendly and very supportive»

Monika Alessi – CEO Steriplus –

persistent - empathic - experienced

Sale of Wonderland to a strategic investor (Children daycare)



«Deventures has the talent and experience available to bring together the needs of the seller and the next best owner in an (international) transaction and is only satisfied when this has been achieved. Teun monitored the process down to the last detail, communicates smoothly and to the point, is integer, and is a pleasant and empathetic dialogue partner for all involved.»

Marja und Richard Waterman
– Entrepreneur –

experienced - empathic -out of the box

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We look forward to meeting you.

Address

Contact

Deventures GmbH Silbergrundstrasse 7 CH-8700 Küsnacht

+41 79 2030992

www.deventures.ch

info@deventures.ch

in LinkedIn

50 years experience

100 transactions involved

90% successful closings

Memberships







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