

Corporate Presentation

December 2014



CBA is a Global M&A Advisory Firm with Unparalleled Experience and Network Access



We Connect Opportunities to Capital



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We are trusted partners in advisory and services in cross-border transactions



Statistics: Concluded M&A Deals in 2014

- Q: How many deals were concluded worldwide in total in the first 6 months of 2014?
- A: A total of 33.906 deals

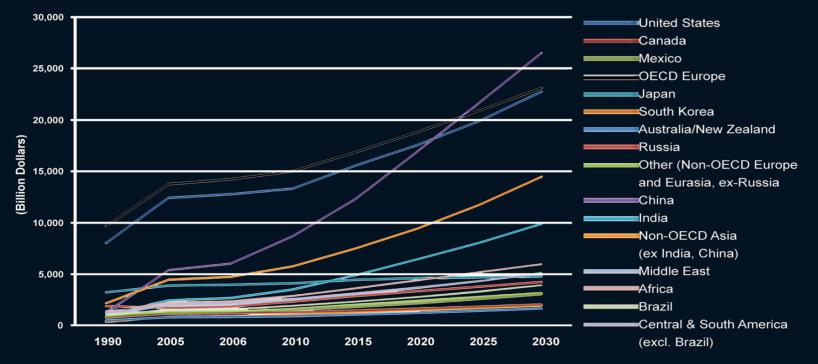


- Q: How many deals with a transaction volume between 50 and 100 Million € were recorded worldwide in the first two quarters of 2014?
- A: A total of 1.086 deals
- Q: How many of all deals in 2014 were cross-border deals?
- A: A total of 4,843 deals

SEARCH STRATEGY Source BvD-23.7.14 🦪 Alert me 🗟 Save	🖨 Print 🗙	Clear all steps
✓ 1. Current deal status: Completed - confirmed	806,842	806,842
2. Time period: on and after 01/01/2014 and up to and including 30/06/2014 (completed-confirmed)	33,906	33,906
✓ 3. Deal value (mil EUR): min=50 max=100 (including estimates)	42,097	1,086
Boolean search 1 And 2 And 3 Refresh	т	OTAL : 1,086
	Step result \$	Search result
X 🛛 1. Current deal status: Completed - confirmed	806,842	806,842
X 🛛 2. Time period: 2014 - Until current date (completed-confirmed)	36,983	36,983
X 🗹 3. Cross border deals: Africa, Balkan States, Baltic States, Eastern Europe, Far East and Central Asia, (acquiror); Africa,	148,820	4,843
Balkan States, Baltic States, Eastern Europe, Far East and Central Asia, (target)		
Boolean search 1 And 2 And 3	т	OTAL : 4,843



The Global Economy Will More than Double by 2030 According to the Centre for European Policy Studies.



What could this graphic mean for your business? How might it effect your business? Are you planning to take advantage of this fact? Will you be going there? Benefit from trends! We can help you to reach this goal!



Five Reasons to Work with CBA

1. Global Presence

Currently 45 Associates in 27 Countries on 5 Continents.

2. Proof

<u>Closing Rate:</u> CBA's Associates have closed business transactions cross-border, or successfully assisted in them. <u>Transaction Size:</u> International business transactions that succeed with the help of CBA's Associates have an average transaction size of over 25 Million Euros. <u>Experience:</u> All Associated Advisers have been helping

business buyers and sellers with cross-border transactions for at least 15 years, totalling over 500 years of experience.

3. Real People

in a truly connected network with experts from around the world. Not a faceless company: <u>real people</u> ready to help you with your cross-border business transactions, with the presence of CBA Associates where you want to go.



Excerpt from the **CBA Directory of Associates** published online on the CBA web portal with all relevant business and contact data.





CBA Wiesbaden

Germany

Gundo Kahle CBA Sao Paulo Brazil





Frank K. Westermann CBA Hamburg Germany

Juergen Schlichting CBA Luzern Switzerland





Raluca Vasilescu CBA Bucharest Romania

Abhay Nevagi CBA Pune India

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Five Reasons to Work with CBA (continued)

4. Key Competencies

<u>Corporate Finance:</u> Mergers & Acquisitions, MBO, MBI, OBO, LBO, Capital Raising, IPOs and Private Placements <u>Corporate Restructuring:</u> Spin-offs, Divestments, JVs Valuations and Investment Projects <u>Real Estate Restructuring Advisory:</u> Raising Capital for Investment Projects, Sale & Leaseback Operations



"Forward momentum requires constant motion"

5. Very Competitive Pricing – Based on Success

together with a success fee on results achieved.

We are not business brokers, nor are we the standard M&A intermediaries. That is, CBA does <u>not</u> charge for initial consultation provided. That is free. We are only charging for special transaction-related advice, for business evaluations, market research, special M&A services during business transactions, and other extra services required to close a transaction. We do charge one-time fees at cost for such services. We are success-oriented for your benefit and for ours. You only pay us a success fee when your business transaction is successfully closed. For technology transfer mandates we charge a basic mandate fee,

7 сва



How We Work

Specialisation We combine the experience of our associated consultants with the usage of specialised tools and the dissemination of knowledge through the CBA network.

Competence & Vision Our primary objective is to increase the value of our client's business by structuring each project according to its requirements.



"Success comes from how to combine your talent"

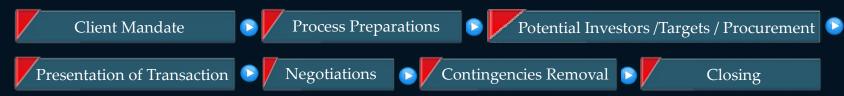
Confidentiality We are bound by professional confidentiality and are committed to maintain the privacy of information provided by our clients.

Cooperation We built the platform for optimal communication between partners, encouriging the utmost exchange of information within CBA's global network.

Strategic Alliances We promote the creation of both national and international institutional partnerships in order to find the best possible solution, in every operation, and for every client.



M&A Methodology



After an initial and free consultation, the M&A transaction process initiates with the signing of a mandate with the following conditions and procedures:

- Exclusivity
- Information retrieval interviews with client and company executives, checklists, analysis of documents
- Development of a blind profile, confidential business report and business plan
- Valuation (internationally accepted methodologies)
- Investors / Targets profiling (market studies and individual analysis)
- Investors / Targets qualification and assessment of acquisition/sale motivation
- Information of both clients and investors on every step of the process development
- Success fee

Information Disclosure Process

- Blind profile
- Non-disclosure agreement
- Confidential business report

Negotiation and transaction structuring

Buyer signing of LOI and structuring of buy / sale mandate

Due diligence Financing Signing of transaction Financing approval Deal closure



Knowledge

The major trap in international business transactions is lack of knowledge. CBA's database of knowledge means "Leading through Accumulated Experience".

By using CBA to reach your goals, you gain access to the entire database of M&A knowledge, and how to connect Business opportunities to capital.



"The world is now in your hands!"

The world of M&A and cross-border transactions has changed. In today's digital age, businesses can achieve awareness and distribution far easier than in the past, and strategic acquirers can identify them earlier. Today, structured data, intelligent matching algorithms and proprietary data sets span the globe, enabling buyers and investors to identify the right target within minutes and connect within a matter of hours.

At CBA genuine people are surveying and controlling the matching of digital information, reaching far beyond the traditional boundaries of sectors, geography and personal networks.



Business Transactions: Sellers & Buyers



For Sellers: Opening yourself up to selling your business across borders allows you access to a wealth of investors you would not be able to meet should you focus on your local market. CBA gives

you quick and access to investors from around the world. Where will YOUR investor come from?



"Need to go cross borders if you want to grow"



For Buyers: When you begin to look outside your country for business investments, you open yourself to a diversity of new opportunities. International entrepreneurs and startups often

have access to resources and talent that your home country won't. Whether you're looking for a biotech company, a green energy venture or a specific set of technology, you're more likely to find it through CBA's list of businesses during your time working with us.



The Extras CBA Provides

- Transparency
- Case studies specific to your deal-inquestion
- Accurate information for the local market
- An accurate representation of the other side of the deal (avoidance of "hype")
- A name, not a number, in our deal closure database (more on that later)
- Evaluation of internal business units and liquidation advice
- Strategic planning for future growth (for business buyers and investors)
- One-on-one guidance for non-standard business transactions (e.g., technology transfers, "green" business transactions, Internet industry, LPOs, start-ups)

- Business evaluations
- Market studies
- Consulting with experienced cross-border advisors
- Access to a global network of experts
- International legal and tax advisors
- Business restructuring
- Customised business plans
- CBA's exclusive deal closure database, updated daily, allowing access to over 30,000 buyers and investors
- A long-term relationship with us

Should there be something not included in this list, which is of vital importance to you and your business, please be so kind and let us know.



A Vital Help for Cross-Border Transactions: CBA has Unique Access to the Information of over 100 Million Active Companies from more than 200 Countries

Total	Active Companies 104,081,493	Inactive Companies 19,852,136	Unknown Status 2,919,510	Total 126,853,139	
of which are Headquarters/single locations Branch locations of which publicly quoted of which industrial companies Banks Insurance companies Very large companies Large companies Medium sized companies Small companies	92,892,878 11,188,615 62,611 62,772,220 22,477 9,047 266,671 1,201,776 7,081,806 95,531,240	18,754,782 1,097,354 770 8,696,350 9,181 2,013 30,727 133,546 754,227 18,933,636	58,175 67 771,723 1 3	114,508,995 12,344,144 63,448 72,240,293 31,659 11,063 301,442 1,363,774 7,936,922 117,251,001	Number of countries covered: 219 Total number of companies: 126,853,139 (status 12.6.14), with • Financial strength indicators • Country profiles and
Number of companies with specific information					outlook from the EIUDirectors and contactsOriginal filings/images
Directors	63,178,274	14,037,707		79,755,618	Stock data for listed
Ownership	26,804,207	525,324	39,083	27,368,614	companies
Shareholders	25,219,752	492,463	29,847	25,742,062	 Detailed corporate
Subsidiaries	3,132,497	55,023	12,290	3,199,810	structures
News	588,701	106,197	9,388	704,286	 Market research
Overview information	2,019,639	176,743	32,677	2,229,059	 Business and
Original documents	19,033,423	7,013,827	346,173	26,393,423	company-related news
Company reports	15,274	248	13	15,535	 M&A deals and rumors

rs

Cross Border Associates

CBA has Unique Access to Information on All Major M&A Deals Closed in the Last 20 Years Worldwide

Example deal size 0,5 – 1 bn € - excerpt from list of latest recorded M&A transactions

Country	Target Company	Acquiring Company	Country	Acquiror Business Description
GB	Aire	Techstars Ltd.	US	Startup, mentor accelerator & VC
RS	ALAS - Rakovac AD	Teko Mining GmbH	AT	Chemical products wholesaler
ID	Cabara	Bin Awas General Service	s AE	Employment agency services
IN	Clearsharp Technology Pvt.Ltd.	Y Combinator LLC	US	New Business incubator & VC inv.
GB	Clausematch Ltd.	Techstars Ltd.	US	Startup, mentor accelerator & VC
MY	Eason Far East SDN BHD	Eason Paint PCL	TH	Paint and coating manufacturer
BG	Grand Bankso Lakshari Prop.	Mr. John William Bennett	FB	Individual
GB	Insecto PLC	Zentar Securities Ltd.	VG	Non-classibiable establishment
BM	Wing Lee Holdings Ltd.	Welltrade Group Ltd.	VG	Investment holding company
IN	Telecanor Global Ltd.	Mrs. Praturi Vijay Lakshmi	IN	Individual
SE	Newshubby	Mr. Russel Glenister	GB	Individual

Example deal size 50 - 100m € exerpt from list of latest recorded M&A transactions

Country	Target Company	Acquiring Company	Country	Acquiror Business Description
DE	Allianz SE	Nippon Life Insurance Co.	JP	Asset management & life insurance serv.
BR	VLI SA	Mitsui Co., Ltd.	JP	Automobile industry and iron ore mining
KY	Trausohn Holdings Co. Ltd.	Stryker Corporation	US	Orthopaedic reconstructive products mnfrs.
NL	Harvest-Vinccler Holding BV	Pertamina (Persero), PT	ID	Oil and gas drilling and exploration serv.
PL	GTS Poland sp zoo	Deutsche Telekom AG	DE	Telecommunications service provider
US	Progressive Finance Holdings	Aaron's Inc.	US	Consumer electronics and furniture rentals
MX	Office Depot de México SA	Grupo Gigante SAB DE C	V MX	Office supplies retailer, restaurant operator
NG	Enterprise Bank Ltd.	Asset Management Co.	NG	Asset management services
KR	Seoul Metro Line Nine Corp.	Shinan BNP Paribas A M	KR	Asset management services
CL	Empresa Électrica Guacolda	AES Gener SA	CL	Elect. distrib. & fossil fuel power generation
BR	Brasil Telecom Cabos Subm.	BTG Pactual ys Empresa	BR	Investment services

The complete listings of closed deals contain over 60 fields of deal related data, with all financials (including EBITDA multiples)



Strong Relationships

It is all about the people. We keep emphasising the benefits CBA can bring to your cross-border business transactions; the truth is that these benefits aren't inherent in our company. These benefits are the direct result of our relationship structure that we build among buyers, sellers and associates. We call it the <u>CBA Relationship Triangle</u>.



- Investors in over 50 countries?
- A database of over 30,000 buyers worldwide?
- A transaction database, updated daily with data on all open and closed deals, where we can trace potential buyers or sellers in your area of business?

Associates

- Access to the CBA database of projects and business opportunities from around the world?
- International associates with expertise ranging from local law to business negotiation?

Cross Border Associates

The Expert Alliance A Global Network of Professionals in Partnership with CBA

The establishment of the CBA Expert Alliance had one clear aim: To be independent from legal and tax advice provided by third parties, thereby avoiding conflict of interest.

Let's face it: Consultants cannot give you legal and tax advice or act as trustees and escrow agents. But we don't want to send our business partners on a wild goose chase for decent assistance. Thus, the establishment of the CBA Expert Alliance.

When working with CBA, the advice you receive as a buyer or seller is not polluted by any possible conflict of interest. In addition, because we provide consulting on only one end of the transaction (your end), you can be assured not to receive biased advice nor pressure toward quickly closing a deal. When you work with us, you can rest assured that we have your - and only your – best interests in mind.



Statistics:

Our associates exist whereever our clients do:

107 unique locations in 52 countries

Strong market positions in: Western Europe Central Europe The U.S.

Growing market positions in: Asia & The Middle East Central & South America South Africa



The Consultants Group A Global Network of Specialised CBA Consultants

Special deals in multiple industries need people with specific skills and experience to successfully accompany cross-border transactions over and above the ordinary.

That is why CBA partnered with consultants from a great variety of backgrounds, to help CBA and its Associates with their extremely professional knowledge during the closing and due diligence processes in a cross-border transaction.

Again, this has one clear aim: The independency form external consultants that are not part of the CBA family. Consultants associated with CBA are practicing under CBA's rules and regulations of confidentiality and business ethics within a sworn team of professionals, for the benefit of their clients.



CBA Consultants can only join CBA on invitation.

They are selected by profession and location to eventually complete CBA's global network of specialised consultants.

CBA Consultants have the benefit of being part of a superb global network, which opens doors to clients that were closed before.

More so, this global network gives them access to Associates that frequently require their services to successfully close transactions.



How to get started?

Go to the CBA Web Portal! Follow this link to learn the four ways to use it!



www.cba.associates

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A Network of Relationships A Global Marketplace of Transactions







We take your business beyond borders so that it can grow

Our associates are professional business advisors with a wide range of knowledge and expertise in cross-border tasks, and they already work where you want to go.



20 CBA



Thank You for Your Attention

Let us talk if you want to join our global network



Gundo Kahle CEO, CBA International

kahle@cba.associates