

# Corporate Finance



By your side

## Your specialist corporate finance team

Our expert advisers use extensive industry knowledge and experience to guide you through every aspect of the corporate finance arena from due diligence to strategic advice we are here to support you.

We have one of the most active corporate finance teams in Merseyside, with a proven track record that will give you confidence that your team will work tirelessly to help you reach your goals.

They will identify critical issues that will impact on your decision making, whatever your plans for your business. Through brainstorming we are able to establish, refine and enhance your strategic plans. Our experts are not only technically astute but their commercial savvy and skills have been honed over many years in the corporate world. These are vital components for an effective corporate finance team.

### How we can help

- ▲ Mergers & acquisitions
- ▲ Management buy-outs & buy-ins
- ▲ Refinancing
- ▲ Strategic tax planning
- ▲ Succession planning
- ▲ Valuations

## Buying or Selling your business

For most owners there will come a time when selling their business is a consideration.

Our specialists can advise when you should start planning an exit strategy, what this involves in terms of grooming for sale, and explains precisely what potential buyers are looking for. They will also discuss various options, such as selling to your incumbent management team, or a trade sale.

We will help find you the right buyer who shares your vision and values. We will create multiple offers to help achieve the maximum value using our contacts, marketing department and database of proprietary buyers.

For clients looking to buy a business, we can use our wide-ranging network of contacts to identify potential

targets and carry out negotiations on your behalf, from first contact through to successful completion.

By collating key data on potential targets we will be able to help you make informed decisions on the validity of moving negotiations forward. We can also help you by advising on when not to acquire a business, using our extensive qualification processes, if we believe all the necessary conditions have not been properly met.

If you decide to proceed we will be with you every step of the way.

In addition, our tax specialists will investigate any taxation issues around the sale or purchase. We believe tax - which can sometimes be a deal-breaker - should be an integral part of the transaction and build it into the process from the start.

## Management buy-outs & buy-ins

Management buyouts (MBOs) are often seen as an ideal solution to succession planning issues and our advisers have worked on numerous deals across many sectors.

MBOs enable the owner to pass control of the business to a management team he or she trusts and has worked with over many years, rather than selling to competitor in a trade sale.

It is frequently quicker to sell to management because the due diligence process is faster and there is no need to market the company for sale.

In addition, less risk is involved and management need fewer warranties, due to their working knowledge of the business.

From the management team's perspective, the prospect of acquiring the business often represents an exciting opportunity to determine their own future.

Funding can be a significant hurdle and our advisers can negotiate with private equity investors interested in backing management by taking an equity stake.

We also advise on relatively rare management buy-ins, which involve an external management team taking control of the business, usually backed by private equity funding.

## Valuations

There are many different reasons for valuing a business from buying and selling to shareholder disputes or transferring of shares. Our expert team uses in-depth industry knowledge and extensive experience to carry out valuations on business of all sizes and in all sectors to provide a fair and well-informed commercial valuation.

They understand the many interacting issues that drive value, as well as the factors that can erode it.

If the client is making an acquisition it is essential to accurately evaluate the potential value that can be created as a result of the transaction.

In the event of a sale, the client must be made aware of the realistic value of the business as well as any issues that are likely to hinder or prevent a deal.

Where a dispute is involved, an objective third party valuation will often result in a prompt and equitable settlement.

## Strategic tax planning

Our tax specialists are an integral part for the corporate finance team and they play a crucial role in delivering an integrated approach.

We have a large and experienced tax team and they have their fingers on the pulse of ever-changing legislation, which is a key element when considering any corporate finance solution.

## Raising finance

Many businesses reach a stage in their development where internal resources are insufficient to support further growth and external funding must be found.

We will structure a financing arrangement to suit your needs from acquisition financing, partnership buy-outs, recapitalisation and mezzanine lending to cash flow financing.

This can be achieved by taking on debt finance, selling equity, or a combination. Sources of debt include banks, invoice discounters and asset based lenders. Equity funding is available from private equity, venture capital, or business angel investors, or by floating the business on the stock exchange.

Our corporate finance specialists offer insightful guidance on all areas of fund raising, using our relationships with fund providers to identify the most appropriate partner.

We use our technical know-how and commercial experience to arrange funding structures that dovetail with shareholders' financial aspirations and business goals.

## Due diligence

The success of an acquisition is determined in part by the quality of the due diligence process.

Financial due diligence is a crucial element of the broader investigation into target company, especially in terms of the shareholder value the transaction is expected to generate.

Our financial due diligence experts have a well-deserved reputation for thoroughness and insight among banks and private equity houses which might be considering funding a management buy-out.

We also carry out vendor due diligence which identifies potential issues and can be used to prevent these being used for 'price chipping' purposes by a potential buyer.

Financial due diligence includes an analysis of historic performance, cash flow, assets and liabilities, as well as an assessment of forecasts on working capital requirements. The process may also involve reviewing the financial systems and controls and examining the tax position of the target.

All our due diligence reports summarise the main issues, together with our opinion on any risks associated with the proposed deal.



For further information regarding our  
Corporate Finance services  
please contact:

Liz Elliott - [lelliott@mcwallace.co.uk](mailto:lelliott@mcwallace.co.uk)

Matthew Ryan - [mryan@mcwallace.co.uk](mailto:mryan@mcwallace.co.uk)



6 Abbot Quay, Birkenhead, Wirral, CH41 5LH

T: +44(0) 151 647 6681 • E: [enquiries@mcwallace.co.uk](mailto:enquiries@mcwallace.co.uk) •

[www.mcwallace.co.uk](http://www.mcwallace.co.uk)



McEwan Wallace is the trading name of McEwan Wallace Limited. Company number 06893764.  
Company registered in England & Wales. Registered office 68 Argyle Street, Birkenhead, CH41 6AF.

This brochure is for guidance only. Professional advice should be obtained before acting on any information contained herein.

Chartered Accountants & Business Advisers

Payroll Bureau

Taxation

Wealth Management