# THINK GLOBAL AGIAGAL

G L O B A L

C A P I T A L

Catalysts For Corporate Finance, Worldwide

CORPORT



#### **Our Perspective**

At Global Capital Markets, we believe that your middle market transaction requires and demands investment banking experience equivalent to that routinely reserved for larger headline-grabbing transactions. We specialize in the middle market and devote our most seasoned and capable resources to your transaction.

To us, your deal is not inconsequential and it is not a training exercise for lesser experienced personnel. Middle market deals are precisely what we undertake to build our business. Nothing more, nothing less.

As Global Capital Markets undertakes your transaction, we create a select team of seasoned principals to professionally manage and successfully conclude your deal. Each client also receives the benefit of the expertise, experience and resources of the entire firm.

Our firm has steadily grown over the years because of our unique *global* perspective, a results-oriented approach and the ability to consistently deliver maximum value for each client. As middle market specialists, we are keenly aware that maximum value encompasses a variety of attributes beyond pricing and we endeavor to address and favorably resolve attendant terms and conditions, warranties and representations, indemnifications and the like.

We understand that your transaction will ultimately be completed with one party or group relegated to the proverbial *other side of the table*, however, without the advent of competitive pressures, coupled with aggressive, seasoned and professional negotiations, maximum value will not otherwise result. And finally we understand that rarely is a transaction completed and *over* once the deal is signed, rather the underlying commitments and contingencies only then begin. Our expertise will enhance your long-term results.







#### **Practices**

As a leading West Coast financial services provider, Global Capital Markets provides M&A services, access to corporate debt and equity capital, strategy consulting and advisory and opinion services.

We generally provide our services to manufacturing, distribution, service and retail companies with revenues between \$10 million and \$200 million. For over twenty years, our team has offered companies a unique blend of sophisticated financial expertise and access to the global marketplace of buyers, sellers and financiers.

Global Capital Markets' mission is to be the region's leading financial services intermediary. We blend the art and science of deal making in building, financing and selling middle market companies for maximum shareholder return.

# **Mergers & Acquisitions**

As an owner or shareholder of a successful business, calling upon your operating experience and acumen is not sufficient when considering the sale of your business. The requirements for managing the business differ dramatically from selling it successfully.

The considerations in a sale decision are many. The decision warrants a balanced approach based upon reliable information, careful planning and attention to detail. At Global Capital Markets we are experts at identifying the issues and helping you through every facet of the process. It's a big decision. We focus on the big picture.

Our primary interest is to maximize the proceeds you receive at the closing of the transaction; at this we excel.



#### **Seller Representation**

The sale of the business is a complex, dynamic process. At Global Capital Markets, we guide sellers through every step of the maze, from the start to closing the deal.

We initially evaluate your business to determine which alternatives will deliver maximum value. When you elect to sell, we will work with you to manage the project from confidential marketing through final negotiations.

Global Capital Markets implements a proven process to provide the most effective means to maximize value, a process not easily accomplished.

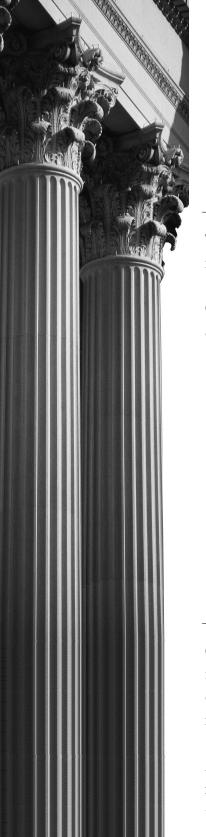
### **Equity Partnering**

For those clients who do not wish to sell, Global Capital Markets can arrange a strategic equity partnership. It's a rare opportunity to enjoy the best of both worlds - allowing the business owner to achieve liquidity, yet still control the operation. And best of all, as the company grows and value is enhanced, the original shareholder gets a *second bite at the apple*.

For the partner, it's an opportunity to invest side-by-side with quality management and enjoy the benefit of significant capital appreciation. With sensitivity toward both chemistry and capital issues, Global Capital Markets develops partnerships that are enduring and profitable.

Identifying and concluding a transaction with the right partner is of paramount importance. The benefits derived from a synergistic relationship are apparent and serve to create that incremental value when a downstream transaction is facilitated in the future.







## **Management Buyout Services**

Three things matter in running a company successfully – management, management and management. It has always been true and remains so today.

Global Capital Markets helps management teams fulfill their aspirations in acquiring target companies. We provide a complete turnkey service including:

- Creating close team support with other professional advisors in coordinating the acquisition strategy, bridging the valuation parameters of both existing and management shareholders
- Negotiating and structuring the deal, placing particular emphasis on the needs of both existing and management shareholders
- Designing and sourcing the necessary financing to close the deal, utilizing both external and internal capital sources
- Providing the post-transaction capital and support to ensure longterm success

### **Acquisition Search Services**

Global Capital Markets has an enormous database and a worldwide network of relationships. Together, they provide an excellent and effective solution to target definition. Global Capital Markets will help define the criteria, locate suitable matches, facilitate discussions and negotiations and assist in the financing.

At Global Capital Markets we endeavor to thoroughly understand our clients' needs and objectives. We can identify and successfully conclude the right deal at the right price.

Our primary interest is to identify the right fit, not just any candidate. You have specific parameters in mind and our mission is to identify the best candidates.



### **Corporate Debt and Equity Capital**

With substantive relationships and extensive experience, Global Capital Markets can arrange well-structured, well-priced financing for you. Access to key decision makers translates to both a quick response and efficient results.

While providing a cost-efficient solution is the art of skilled negotiating, it is also a vision. A vision to provide adequate capital facilities for today and tomorrow. A vision beyond the obvious. For in the global marketplace, the best answer is rarely next door.

Clients of Global Capital Markets are aware of this advantage. We utilize our relationships to enhance the profitability of your business.

# **Financial Restructuring**

Markets change, economic cycles change and financial projections are not always achieved. These are some of the many reasons why companies sometimes cannot meet financial obligations as scheduled. As a result, creditors can make demands that jeopardize a company's future.

With substantial experience, Global Capital Markets can assist creditors, debtors and equity holders in the following areas:

- Renegotiate existing debt and loan agreements
- Raise additional debt or equity
- Divest corporate assets
- Arrange mergers
- Negotiate workout plans with creditors
- Implement incremental cash generation programs



# RESULTS MATTER

























































































































for additional transaction information please see our website at





# **Strategy Consulting**

Global Capital Markets will work with you to identify and formulate a business strategy focused upon maximizing shareholder value. Our team literally has *life-times* of financial and operational experience. The firm's principals have been presidents and CEOs of operating companies like yours. We have learned from our experiences that a little preparation goes a long way to bringing a superior result on a timely basis.

We don't waste your time or money. Our pragmatic approach and unique global market perspective will concentrate your efforts on high value yielding activities. Global Capital Markets understands that in advance of approaching the markets, the seller must *mend the fence, cut the grass and paint the kitchen*. We formulate and participate in implementing the required actions in preparing your company for the road ahead.

# **Advisory and Opinion Services**

Global Capital Markets provides valuation services for a broad range of purposes, including:

- Business sales, purchases and mergers
- Buy/sell agreements
- Corporate planning and strategic alternative agreements
- Dispute resolution, litigation support and testimony
- Estate and gift taxes
- Fairness opinions
- Intellectual property and intangible asset valuations
- Recapitalizations, restructurings and stock repurchases
- Solvency analyses
- Liquidity assessments



#### **Middle Market Perspective**

That's why Global Capital Markets should be an integral component of your professional team. We're dedicated to helping emerging market leaders with personalized counsel and access to global capital. By coordinating closely with your law firm, accounting firm and other advisors, we create customized, practical solutions for your company.

Our experience, global network, disciplined analytical approach, proven process and commitment to our clients' needs make Global Capital Markets the right partner for building your wealth.

What sets us apart from the competition? Middle market companies are not well-served by the major investment firms, and the smaller, *main street* shops just don't have the expertise to maximize shareholder value. We understand your needs and work closely with you to meet your expectations and goals and ultimately assist in creating the opportunities and value you seek.

Global Capital Markets is positioned to handle middle market companies' unique requirements. We never put you in the position of having to deal with a junior executive. Our clients work exclusively with senior, savvy principals who are dedicated to defining optimum solutions to identified needs. Global Capital Markets is uniquely qualified to provide middle market companies, their shareholders and stakeholders, boards of directors and other interested parties with advisory services that frequently accompany such work products.

We artfully combine the most sophisticated analytical techniques with the practical realities of our unparalleled middle market M&A practice, where we successfully represent private and public companies.







# **Building Wealth**

Building your wealth requires creative answers to some pretty tough questions.

#### Mergers & Acquisitions

- How will I know the best time to sell my business for maximum value?
- In the global marketplace, how can I find the best buyer for my company?
- How can I sell part of my business and still maintain control while building future value?
- How do I identify and accurately evaluate acquisition opportunities?

#### Financing

- Am I foregoing business opportunities due to a lack of capital?
- Does my present loan structure optimize funds availability at a satisfactory cost?
- Are there alternatives to my capital structure that will drive the business without increasing my personal exposure?
- Is there a way to profitably do business overseas without inordinate risk?

#### Strategy Consulting

- What essential improvements will yield a substantial increase in market value?
- How do I retain key employees?
- When and what do I tell employees, customers and suppliers about a contemplated sale?

Global Capital Markets has the answers to these and other important questions.



#### **The Bottom Line**

Global Capital Markets is focused on responsiveness and results. We add a different dimension to your professional support team.

We're flexible and aggressive in meeting your needs. Your priorities are our priorities. We are an active partner every step of the way.

Let's work together. And together, we will build your wealth. We have done this time and again and look forward to our relationship with you.

For over twenty years, our team has offered companies a unique blend of sophisticated financial expertise and access to the global marketplace of buyers, sellers and financiers.

Take an even closer look at Global Capital Markets, our clients, our personnel and certain representative transactions online.

www.globalcapitalmarkets.com







#### **Your Perspective**

Where do we go from here? That is up to you. Take some time and talk to others you know who have completed transactions. Ideally you will learn that everything went well, A to Z, a complete success. Alternatively, you may find if you dig deep enough, that there were at least a few bumps along the road, there were a few unexpected twists and turns and that which was once anticipated had to be adjusted and revised from time to time. Maybe the transaction advisors were on top of their game, maybe they were not. Maybe the process was well managed and maybe it wasn't. We all know that success stories are most readily shared.

Take some time and talk with our clients and ask those same difficult questions. We are confident you will obtain positive and constructive feedback.

Middle market transactions require careful planning and process management. If anything goes haywire, trust us, you will hear about it and most typically you will ultimately be the party to bear the brunt of any faux pas.

So what do you do? We believe its pretty simple. Hire the best and the brightest. Surround yourself with the most seasoned and capable expertise and experience. You have expended a great deal of energy and effort preparing to undertake your contemplated transaction. You have a great deal at stake, indeed. Possibly few appreciate and understand your perspective.

We begin by understanding your perspective. Not just surface knowledge, but detailed information as to the risks and rewards you expect, tolerances and timetables, trials and tribulations. We delve into your mindset to develop a clear and concise understanding of the effort at hand.

We stand prepared to facilitate your transaction through all of the facets it will ultimately encounter.



PRIVATE INVESTMENT BANKING MIDDLE MARKET