



GOOD DEAL

Valuaciones - Fusiones - Adquisiciones

Un servicio de **CONFIS**

MEMORANDUM OF ASSOCIATION

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ABOUT US

GOOD DEAL| Valuations, Mergers and Acquisitions, is part of Conforto, Fissore & Associates' work team. Our firm has a team of professionals that operate in local and international market for more than 20 years, having a wide experience in different areas.

Our services are distinguished because our personal and constant accompaniment for our clients, giving more importance to aspects that are not receiving special care and always keeping a permanent concern for our work and its added value.

GOOD DEAL| Valuations, Mergers and Acquisitions has been selected for several national and international companies because of our product, specially for our quality and concern for our client's business. In order to provide the best product as possible, our team has permanent training to adapt and improve all our products.

MEMORANDUM OF ASSOCIATION

This stage consists of presenting the company to potential investors and includes the elaboration of a memorandum.

It is recommended to be preceded by the valuation stage.

It is essential to point out that, although both types of valuation allow this stage, it is advisable an analytical valuation because its technical rigor will lead to a more solid position in the negotiation, compared to the abbreviated one.

AIM

- Prepare a Memorandum of Association, as a formal document of presentation to potential investors interested in the acquisition of the enterprise.
- Individualize potential buyers and make the respective formal presentations.
- Provide professional assistance to shareholders and directors throughout the negotiation process.

This stage provides as a final product a document in which the firm will be presented institutionally, highlighting its strengths and business potentialities for the future, in a comprehensible but technical enough language, in order to be perfectly understandable by different profiles of investors.

Memorandum of Association includes:

- / Executive Summary.
- / Descriptive Memory.

Finally, the professionals involved will express their points of view and make all the recommendations that they consider pertinent to define -in conjunction with shareholders and directors- the selling strategy.

1. EXECUTIVE SUMMARY

Executive summary is a public document in which the company is presented in global terms, looking for potential investors' interest.

Economic and financial indicators are included in a graphical exposition, highlighting strengths and business potentialities for the future.

Main advantages of the firm are described, complemented by future opportunities.

It is essential to point out that including the price in this document is an option.

Investors interested in the proposal must sign a confidentiality letter to have access to Descriptive Memory.

2. DESCRIPTIVE MEMORY

It is a document in which details are included in order to enable a deeper analysis, such as main customers and suppliers, statistics, strengths, opportunities and other relevant operating information.

Its aim is to let the potential investors know sensitive information related to commercial business.

Then, more specific data will be exposed with the agreement of shareholders. Also a more detailed explanation will be given about current advantages of the company and its future opportunities.

Depending on the sale strategy, the price can be included in the paper.

Investors interested in keeping on with due diligence process must sign a "Buying Intention Letter", in which can be included an irrevocable offer.



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