



July 2024

# **M&A SERVICE OFFERING**

Overview





IN TIMES OF VOLATILITY, UNCERTAINTY AND TRANSFORMATION, YOU NEED A

# **SPECIALIZED M&A PARTNER FOR AUTOMOTIVE TRANSACTIONS**

WITH A BROAD NETWORK AS WELL AS DEEP FUNCTIONAL AND INDUSTRY EXPERIENCE.



# CHALLENGE? ACCEPTED!

The automotive industry is undergoing the biggest transformation since it was born. More than ever, it needs a reliable partner for fundamental (inorganic) changes.



Source: Berylls by AlixPartners



# 6 PRIORITIES TO MASTER M&A DEALS.

Our Berylls perspective.

1

**Holistic understanding of rationale and goals** for the transaction

2

Ability to **fully understand the challenges and dynamics within the industry**

3

**End to end view of along all actives in the M&A process,** don't forget activities like carve-out or PMI

4

**A quick adoption to changes in the industry landscape** throughout the M&A process

5

**A combination of intradisciplinary experts,** from M&A to subject matter experts and change management

6

**A broad network of specialized partners**



# BERYLLS M&A OFFERING AT A GLANCE.

Berylls supports YOU in all M&A challenges.



Source: Berylls by AlixPartners





# BERYLLS M&A OFFERING AT A GLANCE.

Deep expertise along the M&A journey forms the basis for individual client solutions.

## THIS IS WHAT WE DO



1

### M&A RATIONALE & STRUCTURE

- » Define **rational for M&A activities** based on strategic drivers
- » **Identify required strategy updates** and **derive required M&A activities**
- » **Define strategic deal structure** along all relevant **equity and non-equity options**



2

### TARGET SEARCH AND SELECTION

- » **Deduce selection criteria** and deal rationale which underpin strategic direction
- » **Compile** comprehensive **target longlist** based on Berylls Automotive expertise
- » **Evaluate M&A synergies** as selection filter for short list
- » **Prepare and conduct** first approach of shortlisted targets



3

### NEGOTIATION SUPPORT

- » **Facilitate negotiation** rounds (preparation, training, scheduling, presentation, contents, etc.)
- » **Lead and mediate negotiation** meetings
- » **Act** as single **point of contact** for active parties
- » **Support negotiations** for partnerships (e.g., JV, merger), acquisitions or divesture



4

### DUE DILIGENCE

- » **Cover all relevant areas** of due diligences for transactions in the **automotive industry**
- » **Dedicated in-house capabilities** for **commercial, operation, technical and organizational due diligence**
- » **Leverage extensive network** for all other due diligence areas



5

### EXECUTION PREPARATION

- » **Preparation of Deal Execution** for **Joint Ventures, Buy & Build, Mergers or Carve-Outs**
- » **Conduct corporate spin-offs** and carve-outs
- » **Run portfolio analysis** (on business model level) & derive M&A strategy
- » **Assure portfolio adjustment capability**



6

### PMI

- » Set up of **Post Merger Integration Office**
- » Develop and execute **100-day plans**
- » Track & Monitor **integration** with a proven **tool-box**
- » Ensure **organizational & cultural development** along pre-defined strategy/ goals

Source: Berylls by AlixPartners



# M&A RATIONALE

Example



## DRIVERS FOR M&A ACTIVITIES

- » Portfolio
- » Future Sales
- » Sustainability
- » New Business
- » ...

## STRATEGIC DEAL STRUCTURE

### NON-EQUITY

Collaboration



Joint Team

Association

Cooperation

Network

Carve-Out

Joint Venture

Acquisition

Merger



EQUITY



As Berylls, we support clients to **holistically review** their **strategy** and **derive relevant M&A activities**. With our extensive industry knowledge and network, we support our clients to **select to optimal deal structure**.

**Project Examples:** Strategy review for a fastener parts manufacturer and derivation of M&A options, Definition of possible deal structures to enter the market for charging technologies, ...

## OUR SERVICES

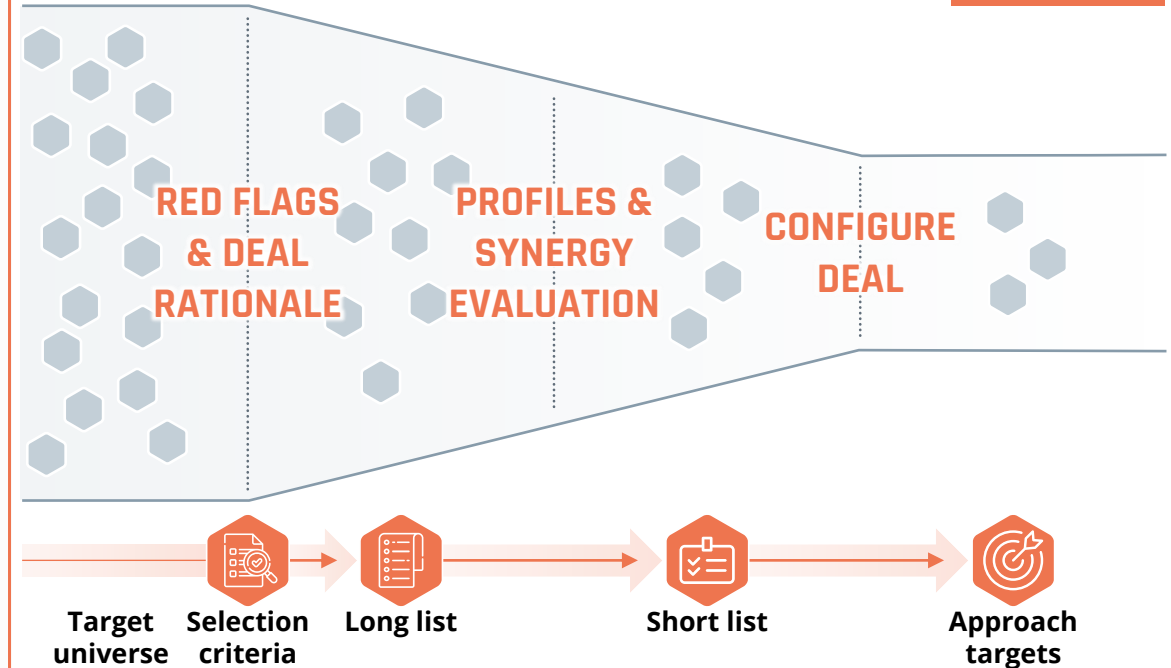
- » Define **rational for M&A activities** based on strategic drivers
- » **Identify required strategy updates** and **derive required M&A activities**
- » **Define strategic deal structure** along all relevant **equity and non-equity options**

**STRATEGY IS ABOUT MAKING CHOICES AND TRADE-OFFS.**

MICHEAL PORTER

# TARGET SEARCH

Example



» As Berylls, we consistently support our clients in the establishment of **tailor-made (non-) equity-based partnerships** and **sales process** that are a **perfect fit** for the company's **strategic objectives**.

**Project Examples:** Sales process of Chassis business unit for German Tier 1, search of JV partner for Automotive metal forming Tier 1, ...

## OUR SERVICES

- » **Deduce selection criteria** and deal rationale which underpin strategic direction
- » **Compile comprehensive target longlist** based on Berylls Automotive expertise
- » **Evaluate M&A synergies** as selection filter for short list
- » **Prepare and conduct** first approach of shortlisted targets

**NO TRANSACTION HAPPENS  
UNLESS IT IS VOLUNTARY. IT  
ONLY HAPPENS IF BOTH OF  
YOU THINK YOU WIN.**  
JOHN STOSSEL





## OUR SERVICES

- » **Facilitate negotiation rounds** (preparation, training, scheduling, presentation, contents, etc.)
- » **Lead and mediate negotiation meetings**
- » **Act as single point of contact** for active parties
- » **Support negotiations** for partnerships (e.g., JV, merger), acquisitions or divesture

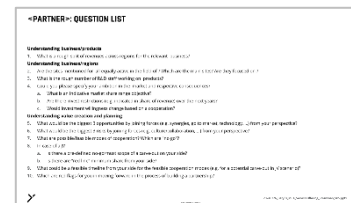


**SUCCESSFUL NEGOTIATION IS NOT ABOUT GETTING TO 'YES'; IT'S ABOUT MASTERING 'NO' & UNDERSTANDING WHAT THE PATH TO AN AGREEMENT IS.**  
CHRISTOPHER VOSS

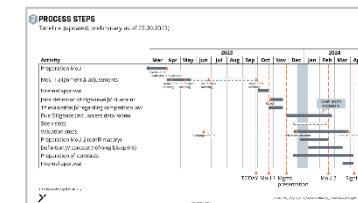
# NEGOTIATION SUPPORT

Example

## Question lists



## Timeline



## Memorandum of understanding



## Partnership setup

Criteria	Target	Current	Gap	Impact	Priority
Strategic Alignment	High	Medium	Low	High	High
Market Position	Strong	Medium	Low	Medium	Medium
Financial Health	Stable	Weak	High	Low	Low
Operational Efficiency	High	Medium	Low	Medium	Medium
Human Capital	High	Medium	Low	Medium	Medium
Technological Capabilities	High	Medium	Low	Medium	Medium
Regulatory Compliance	High	Medium	Low	Medium	Medium
Reputation	High	Medium	Low	Medium	Medium

## Blueprint/TOM

Approach	Proposed Design
1. Define the scope of the JV	1. Define the scope of the JV
2. Identify the key stakeholders	2. Identify the key stakeholders
3. Establish the governance structure	3. Establish the governance structure
4. Develop the business plan	4. Develop the business plan
5. Implement the plan	5. Implement the plan



Berylls supports its clients in their M&A negotiations to ensure transparency on reaching M&A objectives and improve the results.

**Project Examples:** Partnership setup for Tier 1, Divesture & Partnership setup for Engineering Service Provider, ...



# > DUE DILIGENCE

Example

## OUR SERVICES

- » Cover all relevant areas for commercial due diligence along the value chain
- » Conduct situation-specific in-depth analysis of the target
- » Provide additional inhouse capabilities for operational, culture and technology due diligence
- » Leverage extensive network for all other due diligence areas

“ IN MY WORLD, HISTORICAL REVENUE IS THE LEAST INTERESTING THING TO CONSIDER IN AN ACQUISITION STRATEGY. ”  
BRED FELD

### COMMERCIAL DUE DILIGENCE



» Berylls is the **market leading provider** of due diligence services within the mobility industry, focusing especially on commercial advisory with a track record of **200+ highly relevant transactions** in the field.

**Project Examples:** CDD for all commodities, e.g. tires, batteries, electric propulsion, decoupler,...



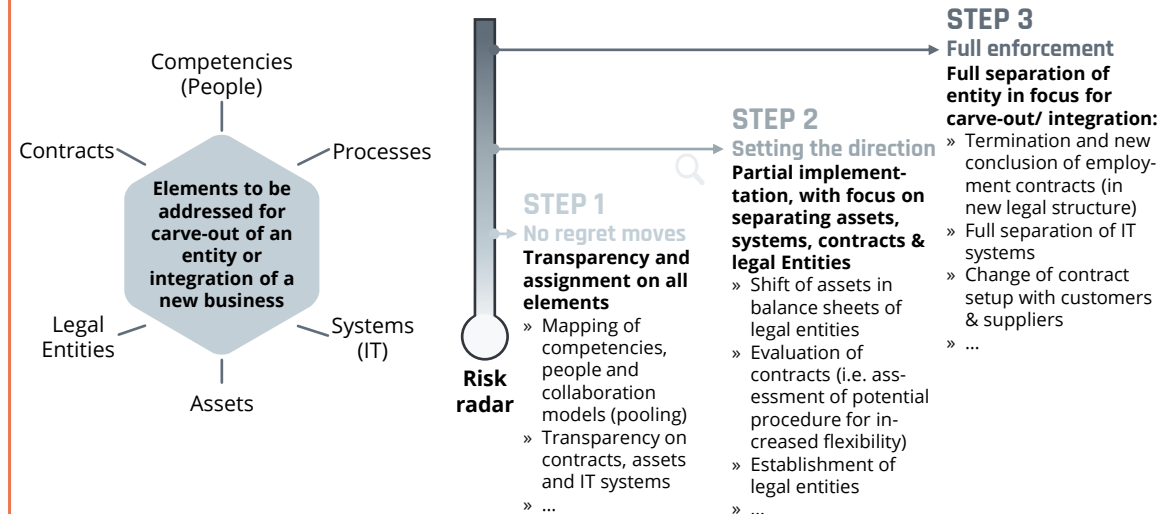
# EXECUTION ➤ PREPARATION

## Example

### PREPARATION OF CARVE OUTS (BEFORE AND DURING DEAL EXECUTION)

#### OUR SERVICES

- » Preparation of Deal Execution for Joint Ventures, Buy & Build, Mergers or Carve-Outs
- » Conduct corporate spin-offs and carve-outs
- » Run portfolio analysis (on business model level) & derive M&A strategy
- » Assure portfolio adjustment capability



» As Berylls, we **develop & implement** approaches in corporations to be able to **quickly react to market changes** or new **strategic focuses**. We call that **active risk mitigation** while ensuring **operative independence** from certain businesses or technologies.

**Project Examples:** Portfolio Adjustment Capability assessment during carve-out process at German TIER 1 supplier

**“ IF YOU DEPRIVE YOURSELF OF OUTSOURCING AND YOUR COMPETITORS DO NOT, YOU'RE PUTTING YOURSELF OUT OF BUSINESS.**

LEE KUAN YEW



# > PMI

Example

## OUR SERVICES

- » Set up of **Post Merger Integration Office**
- » Develop and **execute 100-day plans**
- » Track & Monitor **integration** with a proven **tool-box**
- » Ensure **organizational & cultural development** along pre-defined strategy/ goals



**IN ANY MERGER, WHEN YOU HAVE LARGE ORGANIZATIONS COMING TOGETHER, THERE WILL BE CHALLENGES IN TERMS OF CULTURE.**

**AJAY PIRAMAL**

## KEY PMI CAPABILITIES

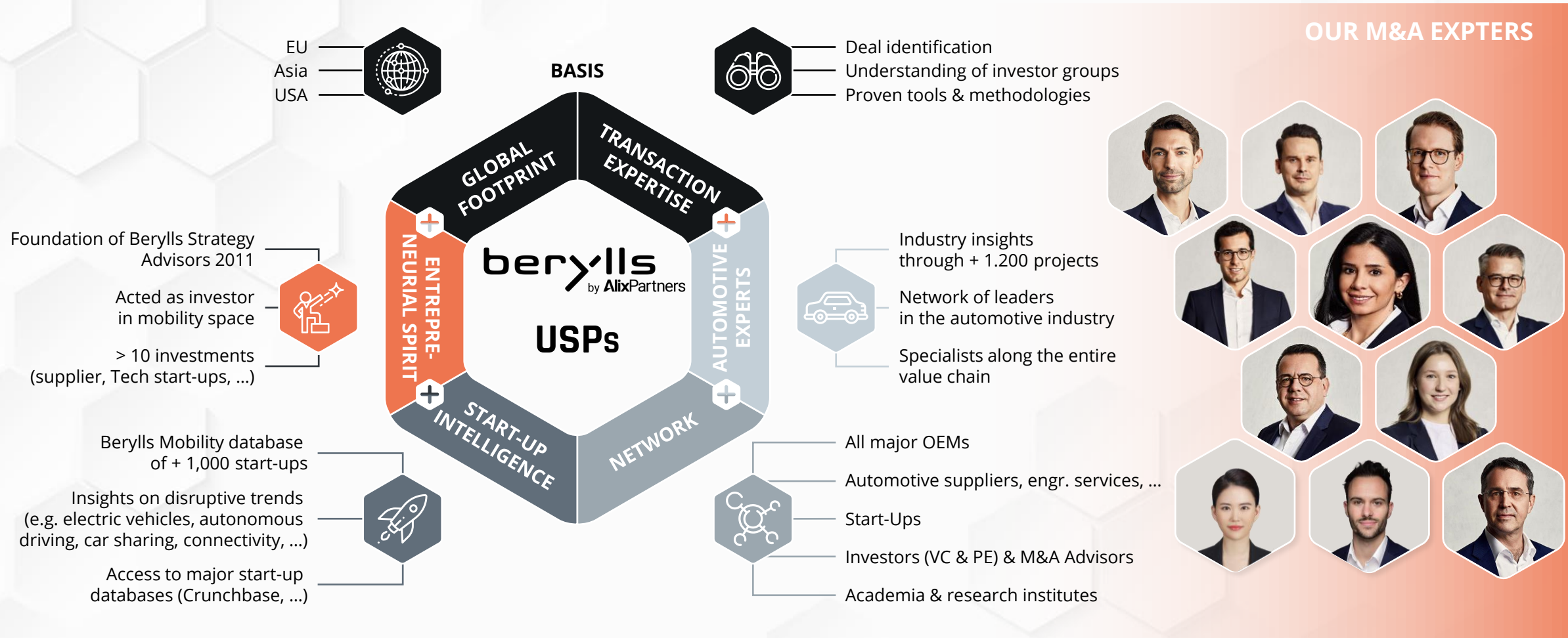


» There are **4 key capabilities** needed for a successful PMI – Berylls covers all of them.

**Project Examples:** Integration for an acquisition of a leading online provider for used car sales

# USP OF BERYLLS BY ALIXPARTNERS

Berylls by AlixPartners blends M&A expertise with longstanding automotive experience, unparalleled insights & networks and an entrepreneurial spirit.



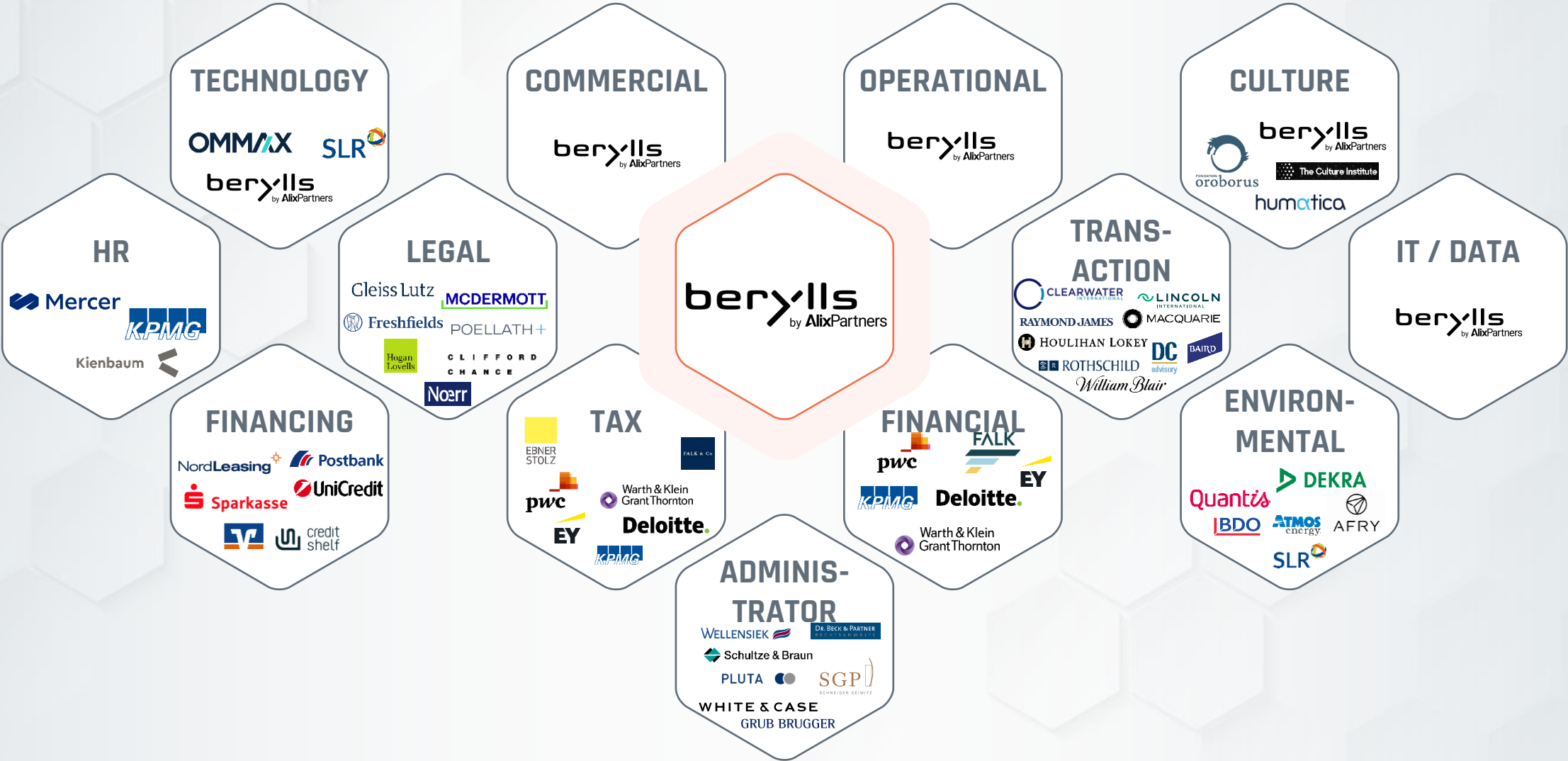
Source: Berylls by AlixPartners





# NETWORK OF BERYLLS PARTNER

Berylls operates with a network of various M&A-partners to cover all aspect of the transaction process.

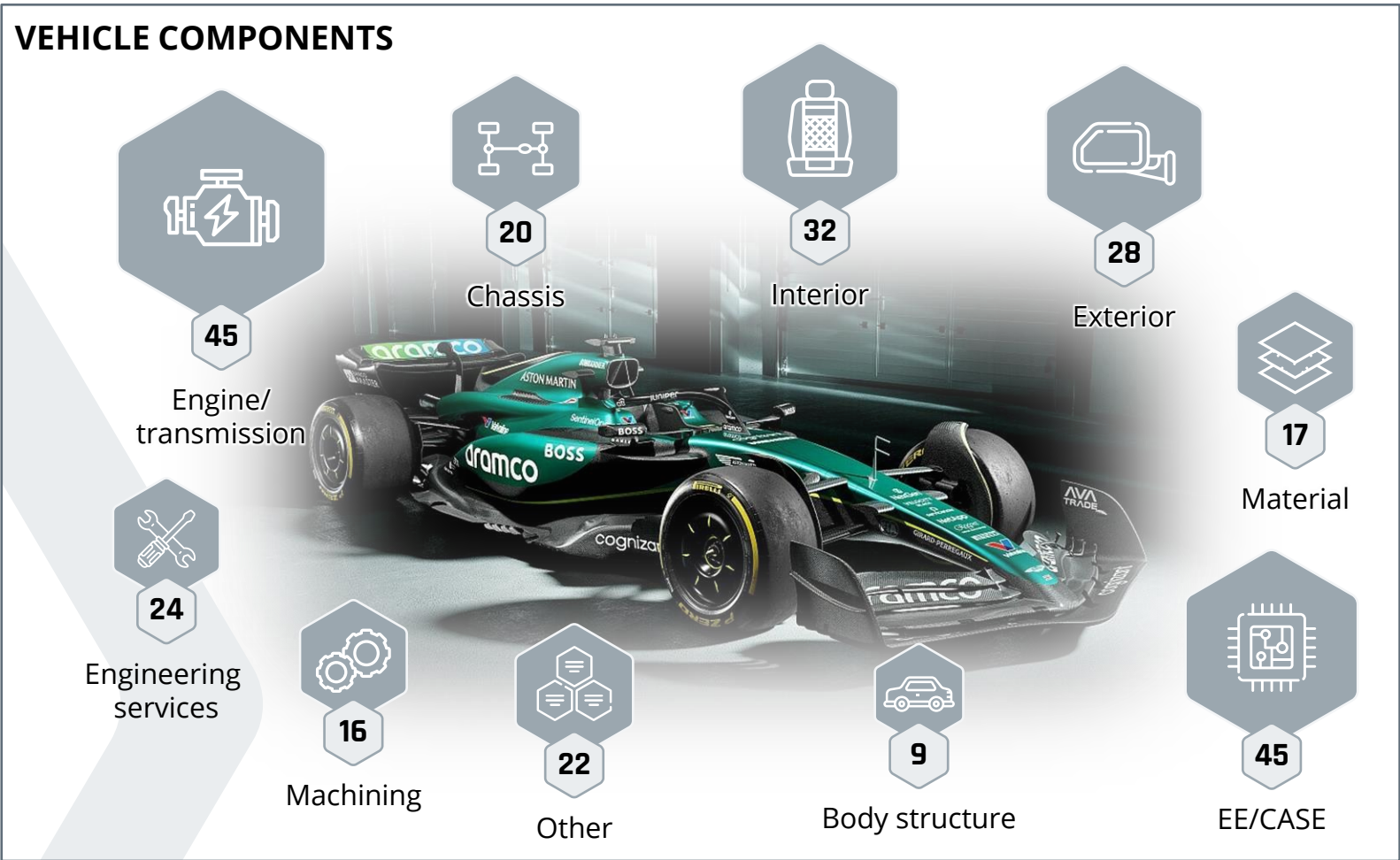


Source: Berylls by AlixPartners



# WE PROOFED OUR M&A SKILLS >250 TIMES SO FAR

Besides classical M&A work, Berylls has leveraged its know-how by deploying it to new business models.



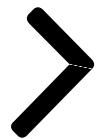
1 Experience of partners and consultants of Berylls by AlixPartners  
Source: Berylls by AlixPartners

# Number of projects in respective segment





# CONTACT



## OUR M&A EXPERTS

For more information, please contact us



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**THE FUTURE  
WILL BE.**

**BUT DIFFERENT.  
AS ARE WE.**

