



Vendor Assistance

Good planning and preparation are key to a successful disposal

ADVISORY

The efficient management of a disposal together with a maximization of the sales proceeds requires careful planning and preparation. With an independent analysis of the business to be sold, our professionals will help you avoid negative surprises during the disposal process, and thus strengthen your bargaining position with potential buyers.

KPMG can help at most stages of the disposal process.

There is a wide range of sell side assistance we can provide starting from analysing disposal options to executing the disposal strategy. For example, Vendor Due Diligence is a small part of executing the disposal strategy.

The earlier KPMG is involved the more we can assist and help maximise value for the vendor.

When is a Vendor Assistance exercise beneficial/appropriate

- When an organisation is considering restructuring
- When divestments or spinning off operations and the client or deal manager has little experience in and/or has limited resources for the

disposal process

- When previous advisers face a conflict of interest
- When potential purchasers insist that due diligence is performed independently of the vendor's auditor or current adviser
- When the vendor organisation requires access to experience and capabilities in a particular industry or due diligence area such as tax or IT

As opposed to Vendor Initiated Due Diligence the result of the work and advice are for the seller and not the potential buyer

What is included in Vendor Assistance?

Vendor assistance (VA) can include any of the following services:

- Pre-sale review and planning
- Tax structuring
- Compilation and review of financial information to be provided to bidders
- Audit of special purpose accounts
- Organisation and running of financial sections of data room
- Interfacing with purchasers



For more information
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- and their accounting advisers on accounting matters and challenging due diligence findings of purchasers
- Checking/challenging information provided by management of the business to be sold and generally representing the vendor's interests on site
 - Audit/review of completion accounts, assistance with price adjustments as well as work on warranty clauses
 - Separation assistance
 - Identifying critical vendor issues through pre-sale due diligence together with recommendations
 - Advising on the sale and purchase agreement at the negotiation stage, including accounting definitions, completion mechanisms and accounting and tax warranties and indemnities
 - Checking the financial information included in the sales memorandum
 - Designing and drafting of completion accounts arrangements
 - Evaluating disposal options

from an accounting and tax perspective

This is a self-standing service to help a corporate or financial vendor prepare a business for sale. The exercise assists the vendor to preserve the value in disposals by helping ensure that the process is properly executed.

Why select us

Working with KPMG yields tangible benefits for business vendors.

- Helping to minimise the disruption to the core business from the repetitive due diligence processes of multiple bidders
- Protect the client's best interests in a situation where the sales process is largely left in the hands of the business unit being sold
- Appraising the divestment from an objective perspective to facilitate a realistic valuation and negotiating position
- Forewarning of issues likely to arise during the sale process

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