

# Corporate Finance Services

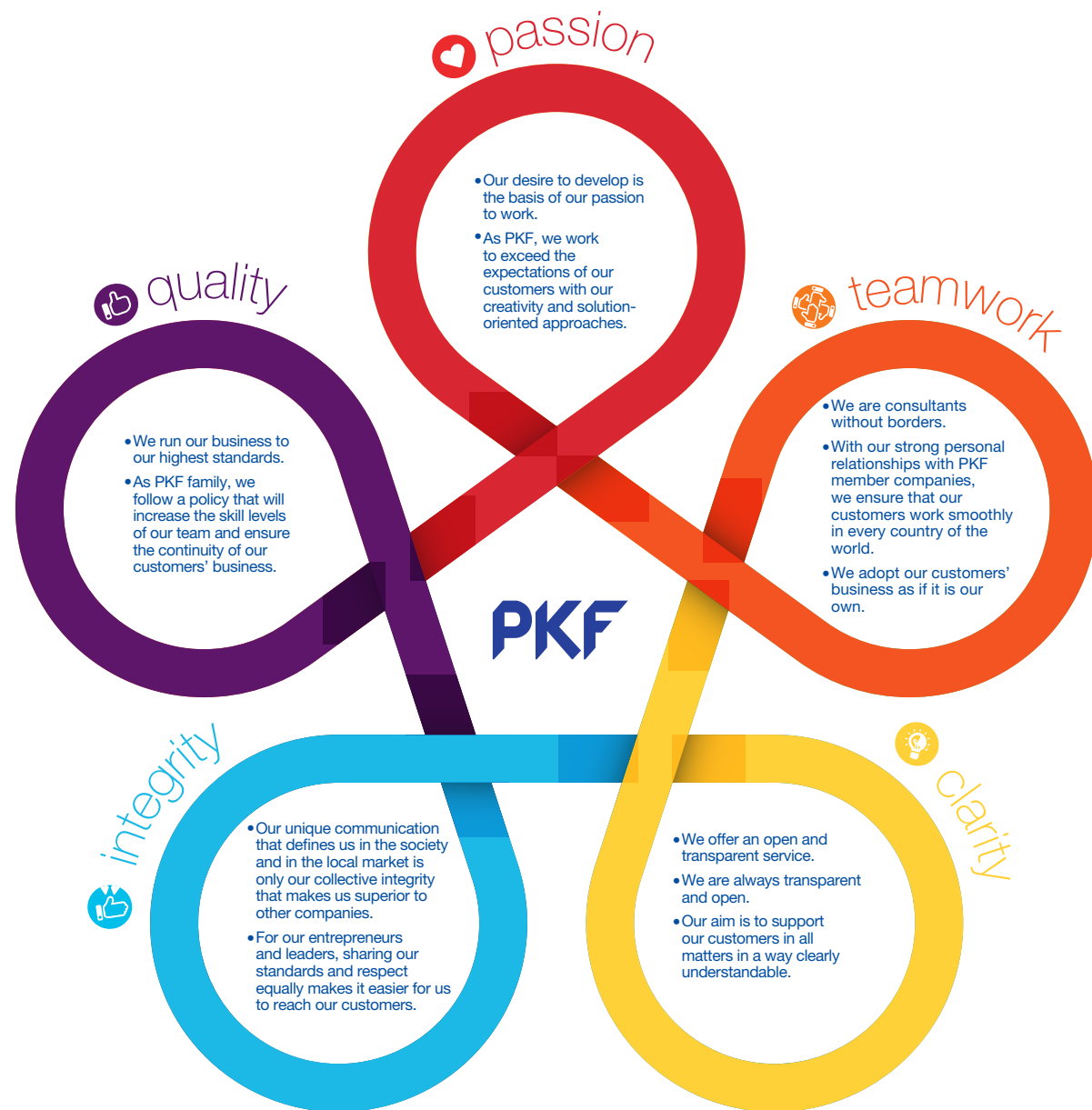


# PKF International



# Contents

- CORPORATE FINANCE SERVICES ..... 5
- PUBLIC OFFERING TRANSACTIONS CONSULTING ..... 7
- PUBLIC OFFERING AND AFTER PROCESS CONSULTING ..... 9
- MERGER AND ACQUISITION TRANSACTIONS ..... 9
- PREPARATION OF FINANCIAL VALUATION AND DUE-DILIGENCE REPORTS ..... 10
- FINANCIAL RESTRUCTURING AND DEBT FINANCING ..... 12
- FINDING LOCAL AND FOREIGN PARTNERS AND PROJECT FINANCING ..... 13
- OUTSOURCED CFO ..... 14
- CONTACTS ..... 16





right people  
right size  
right solutions

## Corporate Finance Services

### Overview

In the field of corporate finance, we provide comprehensive consulting services to domestic and foreign companies regarding company mergers and acquisitions, financial partnerships, privatization projects, project finance, with our strong staff and the necessary technical infrastructure, knowledge resources, know-how, experience and discipline of working together with domestic and foreign financial organizations.

We can list the services we provide in this scope as follows;

- Merger and Acquisition Transactions
- Public Offering Transactions Consulting
- Public Offering and After Process Consulting
- Financial Restructuring and Debt Financing
- Finding Local and Foreign Partners and Project Financing
- Preparation of Financial Valuation and Due-Diligence Reports







## Public Offering Transactions Consulting

We think it is of great benefit to get a consulting service before the public offering and intermediary firm applications, in case companies decide to finance their growth with public offering. Thanks to the consulting service, companies may see their weaknesses and correct them, as well as reveal their strengths before they appear before the investors, CMB and Borsa Istanbul, thus ensuring that the process runs fast and flawlessly. We can list the scope of our public offering consulting service we provide in this context as follows:

- **Preparation of financial road map:** Creating the “financial road map” in order to implement the determined financial management strategy
- **Restructuring financial activity:** Providing consulting on financial planning and activity restructuring in line with the financial strategy
- **Coordination and orientation:** Coordinating the financial restructuring process and supporting its management
- **Preparation of public offering circular:** Preparing the public offering circular to be approved by the CMB and submitting it to the employer and the intermediary firm for signature.
- **Preparation of application forms:** Communicating with CMB, ISE, CRA and similar official institutions and organizations, preparing the application forms and documents to be submitted to the said institutions
- **Coordination of public offering:** Assisting the employer in the selection of intermediary institutions, law firms, audit firms and similar actors to take part in the public offering process and coordinating the public offering process on behalf of the employer with these actors, taking into account the employer’s interest
- **Services for Compliance to CMB Legislation :**Bringing the employer’s articles of association in compliance with the CMB legislation
- **Analysis of audit reports:** Examining the independent audit reports and lawyer reports and expressing opinions





## Public Offering and After Process Consulting

We carry out the public offering of companies that have completed all the necessary processes for public offering. After the public offering, we organize informative trainings on the issues that the company should pay attention to and the rules to be followed.

## Merger and Acquisition Transactions

We provide consulting services for the seller or purchaser party in mergers and acquisitions.

For the seller party, we offer consulting services that involves the provision of necessary support at all stages of the sales process, starting with the preparation of the necessary documentation for sales.

And, for the purchaser party, we assist in the purchasing process, which involves identifying target companies that may be purchased and evaluating them in accordance with the purchasing conditions

With our merger and acquisition consulting services, we,

- reveal the value of mergers and acquisitions.
- identify potential problems in the transaction structure.
- enable the evaluation of alternative purchasing structures that will provide tax-efficient results.





## Preparation of Financial Valuation and Due-Diligence Reports

Financial valuation helps founders, shareholders and potential investors to determine the value of the company. The need for financial valuation may arise in relation to the following different conditions;

- If the company is planned for sale, it is important to know the market value to determine
- While trying to increase the capital, the valuation function will serve as a basis for the investor in making the final decision.
- In case of potential dispute between the company partners,
- if one or some of the partners leave the partnership or wish to retire, a comprehensive analysis of the company's shares and appropriate pricing is very important

We can list the services we provide in this context as follows:

- Reviewing company activities and preparing future projections
- Determination of company value by Adjusted Net Asset Value Method, Discounted Cash Flow and Trading Multiples Methods accepted in international markets
- Identifying the minority and majority share difference
- Valuation of goodwill

## Preparation of Financial Valuation and Due-Diligence Reports

### Financial Due-Diligence Reports

Financial Due Diligence Reports are an examination method used in all corporate finance methods in the form of privatizations, acquisitions and mergers, minority share sales, private placement sales, public offering or project finance, especially for those whose size exceeds a certain amount.

Expectations from the Financial Due Diligence study can be listed as follows:

- To measure the reliability of the information provided by the company,
- To reveal the commitments of the company,
- To reveal whether the value of the company is a reasonable price,
- To form an opinion about whether the company's past financial performance is sustainable,
- To receive professional opinion on the potential future profitability and cash-generating

The main purpose of our Financial Due Diligence Services is to determine the financial and operational performance of the target business, risks and potential findings that may hinder the agreement in the purchase / sale process for both the purchaser and the seller, and to complete the process in the smoothest way possible.

*"Open Minds, Open Doors"*

## Financial Restructuring and Debt Financing

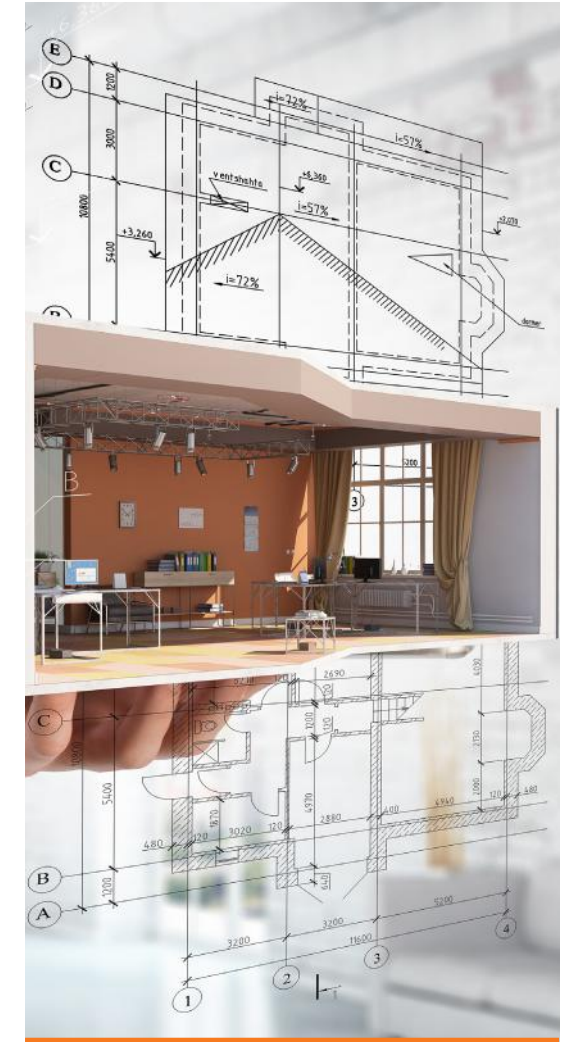
Volatility in the Turkish financial markets and the changing banking system is one of the major causes of corporate failures as well as commercial effects. Thanks to our close cooperation with leading local and international financial institutions/investors, we support the structuring of all steps of a financing solution tailored to restructuring non-performing loans and rescheduling loan repayments on financially viable terms to suit the needs of our customers.



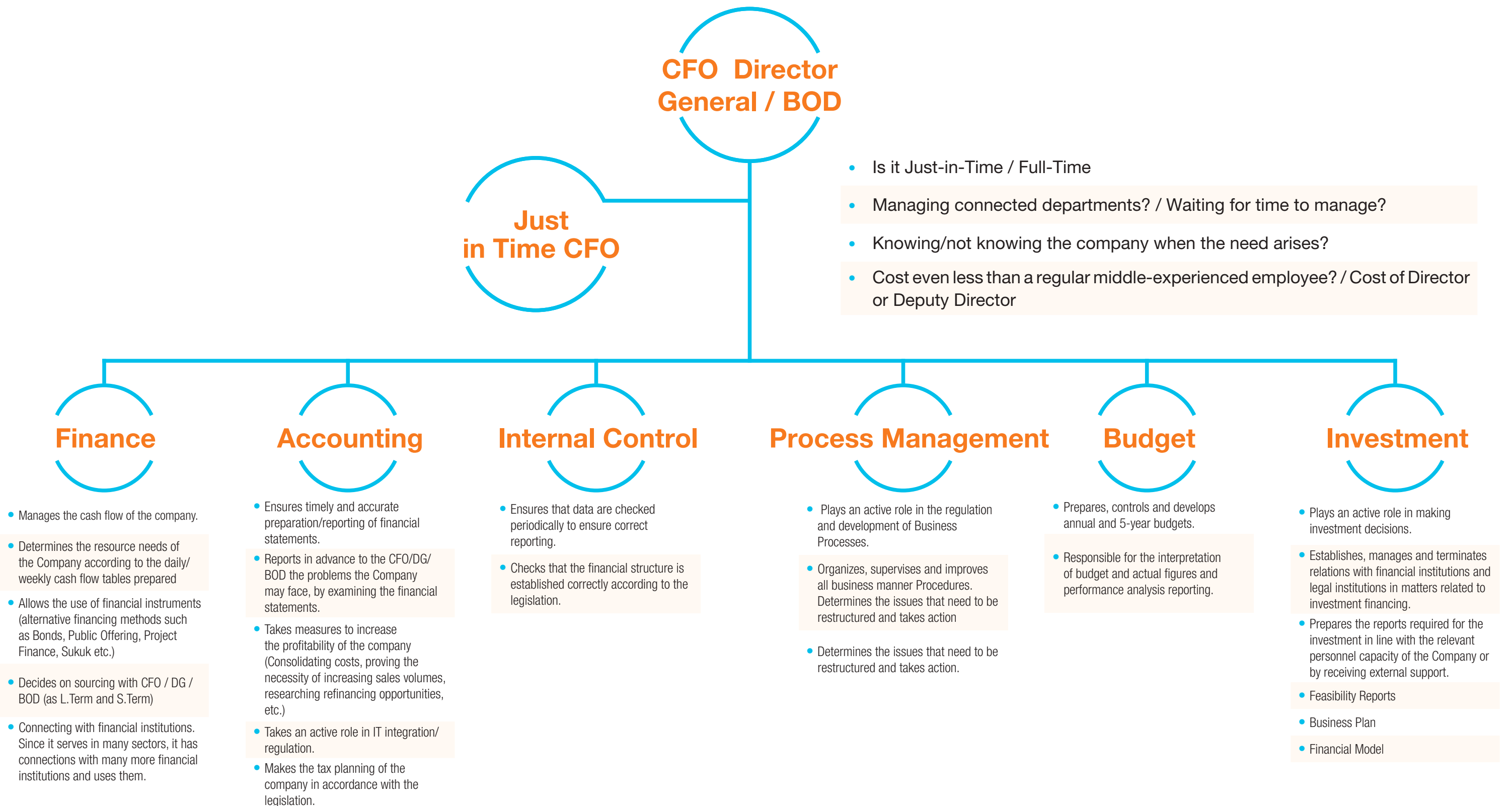
## Finding Local and Foreign Partners and Project Financing

Finding local/foreign partners or investors to finance the project is among the methods preferred by companies, especially in order to realize projects above a certain scale. We can list the end-to-end services we offer to companies with our expert teams in the management of the project finance process as follows;

- Organizing financing, negotiations and execution process,
- Evaluating financial, economic, technical and legal feasibility,
- Developing financial models, contacting parties that will provide financing and presenting projects,
- Helping the developer evaluate the credibility of a project.



# Outsource CFO





right people  
right size  
right solutions



PKF İstanbul  
Eski Büyükdere Cad. Park Plaza, No: 14, Maslak, İstanbul  
Tel: +90 (212) 426 00 93 Faks: +90 (212) 426 84 44  
Email: [info@pkfistanbul.com](mailto:info@pkfistanbul.com)