

July 2017

BDA Partners 20 Years of crossborder M&A involving Asia

Leading independent Asian investment banking firm

2016 marked 20 years of providing high quality M&A and transaction advice

Dedicated to Asia, with global reach

We deliver true global coverage for our clients from BDA's own platform London New York • Shanghai Dubai (Hong Kong Mumbai Ho Chi Minh City Singapore •

Core values align with clients' interests

Experience

- ✓ BDA is owned and managed by its Partners, who have an average tenure of over fifteen years
- ✓ Senior, experienced bankers actively manage transactions, and lead the advice we provide

Excellence

- ✓ Name brand credibility and reputation
- ✓ Proven global access and M&A execution excellence
- ✓ High volume repeat business from blue chip clients
- \checkmark We only provide advice and execution capabilities Independence and can therefore focus on the strategic goals of our clients free from conflicts of interest

Pure advisory, boutique attention

Advisory services

- Financial sponsor portfolio company exits
- Corporate divestments
- Founder exits
- Corporate acquisitions
- Buyside M&A
- Capital raising
- Debt advisory

Industrials

Technology

Active across major sectors











Consumer

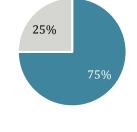
Healthcare



Chemicals

Agriculture & Agribusiness

BDA 1



Sellside = Buyside

Automotive













Services

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Long-established Asian presence

29 Asia-related transactions in the last 24 months

Active in Asia since 1996

Coverage across Asia

- 60+ bankers
- 7 countries
- 20 years of relationship building

We reach Asian buyers

- 80+ assets sold to Asian buyers
- 10,000+ calls made to Asian buyers
- 500+ transactions with Asian participation



Experts in getting deals done in Asia

| Merged with | Divested CMC Biologics | NAVIS Divested Theodore Alexander to | Raised growth capital from | NIEEHA Acquired shares in | DOOSAN Divested Asian operations to |
|---------------|------------------------|---|--------------------------------------|-------------------------------------|--|
| Fitness First | Asahi Glass | Creative Home Furniture | Standard Chartered Private Equity | Graphic Controls | GE Power |
| 2017 | 2017 | 2017 | ★ 2016 | 2016 | 2016 |

A recognized global M&A platform

Crossborder excellence

Experts in crossborder M&A

Regularly honoured as a top investment bank

| Divested Indian compact construction equipment business to Manitou 2017 | Divested CMC Biologics Asahi Glass 2017 | OP MACLEAN-FOGG Divested Presswerk Krefeld to HANNOVER Finanz 2017 | 2017 THE MEA ADVISOR CHAMPION'S AWARDON THE MEA ADVISOR THE MEA ADVISOR THE MEA ADVISOR | Investment Bank of the Year Investment Bank of the Year Transaction of the year (£100m-£500m) Consumer Discretionary Deal of the Year for the Sale of AnaJet to Ricoh |
|--|--|--|--|--|
| Divested UK compact construction equipment business to CALAC | NAVIS Divested Theodore Alexander to Creative Home Furniture 2016 | Raised growth capital from Standard Chartered Private Equity 2016 | 2016 | Cross Border Deal of the Year for the sale of Doosan E&C to GE Power Private Equity Deal of the Year for the sale of Adweek to Beringer Capital Dealmaker of the Year |
| WOLSELEY PRIVATE EQUITY Divested Façade Access Holdings ALIMAK GROUP | CITIC CAPITAL 中信資本 Divested King Koil China to Advent International Customers room | KOMSON REUTERS 国家語語 Divested AFE Solutions to K2N CONNECT 2016 | | Consumer & Retail Products Turnaround Deal of the Year Technology Deal of the Year Under US\$100m Investment Bank of the Year – Boutique Investment Bank of the Year - USA Crossborder M&A Deal of the Year Under US\$100m |

A global senior team, interacting seamlessly with our clients and each other

As an M&A-focused boutique, senior bankers globally work as one team



Local relationships, local languages Languages Spoken



Multi-language deal marketing materials





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BDA is committed to eight sectors

Deep industry knowledge



Industrials

- Building Materials
- Electronics
- Flow Control
- Machinery
- Packaging

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Johnson Controls

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• Printing



Automotive

Aftermarket

• Components

Marner BorgWarner

FEDERAL

Haldex

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Å MAGNA

SRG GLOBAL

Services

- Equipment
- Distribution Systems integrators / BPO
 - Information & Media

Technology

Software



REUTERS

TATA

THOMSON

Trivium





Automotive



Chemicals

- Coatings
- Electronic Materials
- Petrochemicals
- Plastics
 - · Specialty & Fine Chemicals





Seera SunChemical

SigmaKalon Tredegar



Agriculture & Agribusiness

- Agriscience
- Animal Healthcare
- Animal Nutrition
- Livestock & Crop Production
- Soil & Seed Technology

AgFeed

Phzer

\$3!

PRUDENTIAL





Apparel & Biotech

- Accessories
- Food & Beverage
- Food Chain Food Services







- Distribution
- Medical Tech
- Pharma
 - Services
- Luxury Goods





Logistics

Travel & Leisure



BDA 15







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Expertise on the sellside

We are among the most active sellside advisers in Asia. We draw on that experience to drive sellside processes that maximize value and certainty

Processes that clear the market globally

| Positioning for value maximization | Thoughtfully designed, and well run processes | Global buyer outreach |
|---|---|--|
| Positioning businesses for sale and spike valuation | Tailored, creative and thoughtfully-constructed | Senior bankers drive buyer identification outreach |
| Positioning lead by senior sector bankers from | processes | • Our reach clears the market globally for our clients |
| process initiation, supported by our proprietary | Best in class transaction execution | |
| insight into private market M&A valuations in Asia and worldwide | Customized to industry and asset | |

BDA exits High-multiple outcomes 許留山 **actis** HALGNIX OMNOVA actis TEKNICAST Cgp Partners Anglet 57% of transactions in excess of 8.0x NAVIS HUI LAU SHAN NAVIS SOLUTIONS Divested dessert **Divested** Oriental Sold to Sold subsidiary to Sold to Sold to chain to Containers to < 6x EBITDA Morgan ORICON 黄记煌 **NEWQUEST** apcotex industries limited Asian Investment Firm RICOH 17% Stanley ENTERPRISES LTD > 10x EBITDA 39% -J.MENDEL CHR Magar ARDIAN 🖬 VinaCapital bencis spgprints PARIS Raised capital from Sold to Sold to Sold to Sold to Sold to 6x-8x EBITDA Standard Standard 8x-10x EBITDA Standard Standard INVESTCORP POLARIS Japanese Chemicals & DENNIS BASSO 25% 19% Life Science Company

Dedication to buyside M&A

We assist our clients to identify and conclude crossborder transactions efficiently and on optimal terms

Target qualification

• Persistent and persuasive in our pursuit of potential sellers for our clients

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|------|---------------------------|--|---------------------------|
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Identifying targets based on client's criteria



Engaging with targets and building deal interest

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Positioning our client

| Acquisition ex | ecution |
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• Highly experienced in assessing, structuring and negotiating transactions

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| Total Extendence Margin (1.07 202) | 1.1.0 | 1.7.96 | 1000 | 1 12.00 | |
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| Thatasyl Master Share how 2010 to 2010 to \$1/20 | | | | | |
| | | | | | |

Thorough due diligence and process management Valuation and pro-forma

synergy analysis



Price and SPA negotiation

BDA buyside engagements

| Acquired Chinese food ingredients company Tianning Flavours | Acquired | SUN EUROPEAN PARTNERS, LLP Acquired Freekeep Products. People. Drive. | CRISTAL Acquired | CSL! Acquired | CLARIANT Acquired the organic pigment business of Jiangsu Multicolor | Chilips Medicisze Medicisze Medicisze Acquired Adval Tech Medical (Suzhou) and Omni Manufacturing (Mexico) |
|---|----------|--|---------------------|------------------|--|---|
| 2017 | 2016 | 2015 | 2015 | 2014 | 2013 | 2013 |

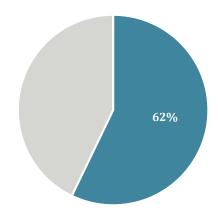
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A valuable resource for financial sponsors

Dedicated coverage team generating proprietary deal flow and exits

CITIC CAPITAL 中信資本 Tri-Wall EQT PALLADIN HARRYS CITIC CAPITAL 中信资本 KING KOIL Divested Titan X to Divested Tri-Wall Merged with Sold to Sold to Sold to to F Advent International Morgan 黄记煌 Charles Cohen G P I T Stanley HuangJiHuang **ARENGO** Fitness First ΤΛΤΛ 2017 2017 2016 2016 2016 2016 THE GORES GROUP cop Frank Analet MOUNT KELLETT J.MENDEL Divested majority Sold to Divested to Sold to Sold to Sold to stake to ORICON RICOH DENTSPLY Asian Investment Firm MCT DENNIS BASSO ENTERPRISES LTD 2016 2016 2016 2015 2015 2015

The majority of BDA deals have financial sponsor involvement



Financial sponsor involvement

High-volume, high-quality deal flow

Financial sponsor portfolio company exits





Financial sponsor coverage

Recent transactions involving financial sponsors

| Date | Transaction | Buyside sponsor | Sellside sponsor | Transaction |
|----------|---------------------------------------|------------------------------------|-----------------------------------|---|
| Jun 2017 | HARRYS | | | Divested luxury and accessories brand |
| Feb 2017 | CELEBRITY | | NAVIS | Merged Celebrity Fitness with Fitness First Asia |
| Jan 2017 | Happy Socks | Palamon Capital Partners | | Acquired Swedish sock designer |
| Dec 2016 | Clark's Botanicals | WARBURG PINCUS | | Acquired premium skincare brand |
| Oct 2016 | KING KOIL | Advent International | <u>CITIC CAPITAL</u> 中信資本 | Divested premium mattress manufacturer and retailer |
| Sep 2016 | ADWEEK | BERÍNGER | | Acquired news source for marketing professionals |
| Aug 2016 | | | EQT | Divested supplier of powertrain cooling solutions |
| Aug 2016 | KOLON Water & Energy | Standard Chartered | | Divested wastewater treatment service provider |
| May 2016 | Tri-Wall | | CITIC CAPITAL 中信資本 | Divested provider of heavy-duty corrugated package solutions |
| Mar 2016 | HAL©NIX | | actis | Divested manufacture of energy efficient lighting products |
| Jan 2016 | 許留山 HUI LAU SHAN. | | NAVIS | Divested a dessert restaurant chain to a strategic buyer |
| Jan 2016 | AnaJet® | | Cgp Chicago Growth Partners | Divested direct to garment printer company |
| Oct 2015 | Flexisech Products. People. Drive. | SUN EUROPEAN PARTNERS, LLP | | Acquired a hydraulic brake hoses supplier company |
| Sep 2015 | SUNGARD | | SILVERLAKE | Divested Singapore-based software provider for retail banking |
| Sep 2015 | J.MENDEL | | The Gores Group | Divested majority stake in top luxury brand |
| May 2015 | | Standard 🗲 Chartered | | Divested Indonesia's second largest electronics retailer |
| | | | | |

Corporate and strategic investor M&A

We have strong corporate relationships globally; more than two thirds of our sellside mandates are sold to strategic buyers

Corporate divestments and carve-outs Assisting with strategic acquisitions Well-practiced in supporting corporate review and approval processes Experienced with managing carve-outs Phillips PRINTRONIX Performance 👯 Fibers CLARIANT CSL SHERWIN-WILLIAMS. OMNOVA SUNGARD[®] Medisize SOLUTIONS Sold thermal/AIDC Sold Asian Acquired organic **Divested Beijing** Sold subsidiary to Sold subsidiary to Acquired Acquired Acquired Zuzhou Acquired pigment business product line to operations to Subdisiary to and Mexico-based o Jiangsu TSC SYSTRAN Changzhou Pulanna assets of apcotex industries limited silverlake INDORAMA TIKON Shihezi Ronghui 6 Multicolor Coating advaltech 2016 2015 2015 2016 2015 2015 2014 2013 2013 2012

High-quality deal flow to corporates

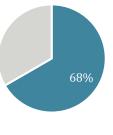
• Dedicated industry teams and global banker reach facilitates ongoing dialogue with leading global players





Deep insights into corporate strategy

• The majority of our transactions involved a strategic investor as an acquirer, supported by our global corporate coverage efforts



Strategic Buyer

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Trusted by industry leaders, again and again

We have earned the trust of blue chip corporate and financial clients, and been rewarded with long term, repeat client engagements

Strong relationship with blue-chip clients



BDA transactions



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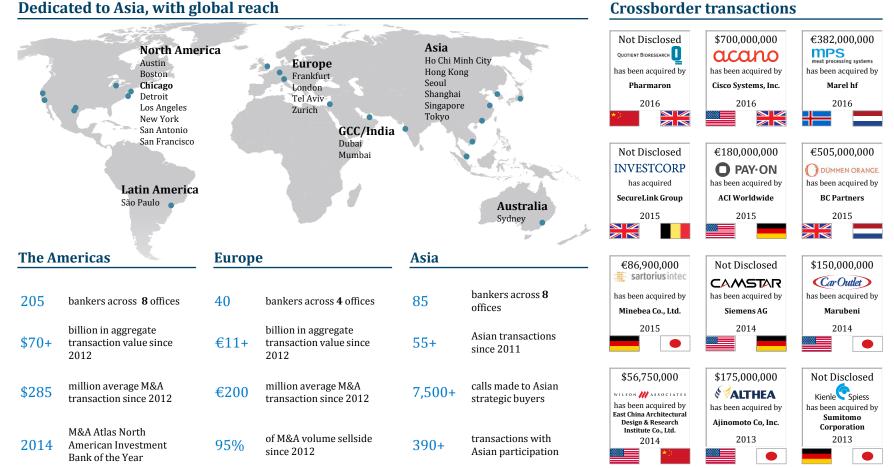
BDA transactions



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Partnership with William Blair gives added global reach in the middle market

Our reach into the US and Europe is extended by our shareholder, William Blair



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Management



Euan Rellie Senior Managing Director New York

Euan Rellie is co-founder and Senior Managing Director, based in New York. He is also President of BDA Advisors Inc., the firm's registered broker-dealer. Since founding BDA in 1996, he has lived in Singapore, New York and London, and worked in China, Taiwan, Korea, Japan, India and the Middle East, From 1990-1996, he worked for Schroders, the UK investment bank now part of Citigroup, in New York, London and Singapore. He was Head of SE Asia Execution for Schroders Asia-Pacific Regional Advisory Group. His clients include AgFeed, Axa, C. R. Bard, Dainippon Ink & Chemical, DuPont, Ecolab, Hanjin, ICI, ICICI, Intel, Kraft Foods, Life Technologies, Lubrizol, Materion, Nalco, Pfizer, Philip Morris, Platinum Equity, Sara Lee, Tenneco, Thomson Reuters, and Wockhardt. He was educated at Eton and Trinity College, Cambridge. He was named 2014 North American Investment Banker of the Year and one of the Top 50 Global M&A Dealmakers (by The Global M&A Network), and 2012 Dealmaker of the Year (by The M&A Advisor).



Charles Maynard Senior Managing Director London

Charles Maynard is co-founder and Senior Managing Director. Since founding BDA in 1996, Mr. Maynard has been based in Singapore, Tokyo, New York, Beijing, and now London. Mr. Maynard was based in Tokyo from 2002 to 2005 and established BDA's office there and in Seoul. He has advised on a number of successful transactions throughout the region. Mr. Maynard advised Navis Capital in China's largest control exit in 2014 by a private equity group, the sale of Trio to Weir plc. In 2015 he has advised Cosma (a Magna International subsidiary) on its acquisition of Chongqing Xingqiao and Cristal on its acquisition of Jiangxi Tikon. Prior to BDA, he worked for the Jardine Matheson Group in Hong Kong and Singapore. In 2011, he was named by M&A Advisor as one of their "40 Under 40" global M&A professionals. Mr. Maynard was educated at Oxford University (MA Hons, Geography).



Jeff Acton Managing Director Tokyo

Jeff Acton is a Managing Director based in Tokyo. Mr. Acton has a solid track record in originating and executing acquisitions and divestments for corporate clients and financial sponsors in Japan, China, Korea and Singapore, with a focus on the advanced manufacturing, automotive, consumer and specialty chemicals sectors. Clients for whom he has advised on transactions in Asia include Clariant, Cookson Group, Henkel, J-Will Partners and Kennametal among others. He started his career as an aerospace engineer with Pratt & Whitney in Canada. Mr. Acton has an MBA from INSEAD in France, and an MSc/BSc from Queen's University in Canada (with a year at Kyoto University). Mr. Acton is fluent in spoken and written Japanese and conversant in French.



Paul DiGiacomo Managing Director SE Asia

Paul DiGiacomo is a Managing Director. He joined BDA in 1997, and has lived in Asia since 2000. Mr DiGiacomo founded and heads BDA's SE Asia practice, and oversees the teams in Hong Kong, Ho Chi Minh City, and Singapore. Mr. DiGiacomo has advised clients on transactions in most Asian markets. He has advised both blue chip corporate clients such as Arkema, Celestica, Ecolab, Jardine Matheson, Minor Group, Molex, Rexel, ST Technologies, Thomson Education, and ThomsonReuters, and financial sponsors such as Actis, EQT, Fortress, LDC, Mekong Capital, Navis Capital, Prudential, Standard Chartered PE and VinaCapital. Mr. DiGiacomo was educated at Trinity College (BA Hons, Political Science).



Andrew Huntley Senior Managing Director London

Andrew Huntley is a Senior Managing Director of BDA and is based in London. He established and oversaw BDA's early Asian offices in Singapore, Shanghai and Hong Kong, and subsequently co-managed BDA's New York office, before moving to London from where he oversees BDA's Europe-Asia transaction flow. He has advised clients on transactions across Asia, Europe and North America; both blue chip corporates such as Areva, Arkema, Celestica, Clariant, Henkel, Jardine Matheson, Johnson Matthey, Rexel, Sumitomo Chemical, SunGard, ThomsonReuters, Tata Motors and Weir Group as well as financial sponsors such as Actis, Ardian, EQT, LDC, Investcorp, Mekong Capital, Prudential, Segulah, Seera and STIC. Before BDA, Mr. Huntley worked for the Jardine Matheson Group in HK, China, Taiwan and Vietnam. He acted as the Group Representative in Vietnam and had executive responsibility for Group businesses there and in Taiwan. Mr. Huntley was educated at Oxford University (MA Hons, Chinese) and is fluent in Mandarin and conversant in Vietnamese.



Howard Lee is a Managing Director based in Seoul. He joined BDA in 2015 as head of the BDA Seoul office. Before joining BDA, he led the M&A division of Samsung Securities, Korea's leading domestic investment banking firm, for four years. He was responsible for sourcing and executing domestic and cross-border M&A transactions for Korean corporates, private equity firms, and Government-related companies. His clients include several Samsung Group entities, Affinity, Carlyle, CVC, Goldman Sachs, Hyundai, Kolon, Korea Telecom, KTB, LG, Lotte, MBK, POSCO, SK, Standard Chartered and Visteon. Between 2004 and 2011, Mr. Lee worked as an Associate Director at Macquarie Securities' M&A group in Seoul. Mr. Lee holds a BA, International Economics from Seoul National University. He is fluent in Korean and English.



Jeffrey Wang Managing Director Shanghai

Jeffrey Wang is a Managing Director and the co-head of BDA's Shanghai office. He joined BDA in 2001. From 1995 to 2001, Mr. Wang worked in the Investment Banking Division of Salomon Smith Barney, and its predecessor, Schroders PLC, based in Shanghai and Hong Kong. There, he advised multinational companies on a number of acquisitions, JVs and other direct investments in China, as well as IPOs and private placements for Chinese companies. From 1988 to 1995, he worked as correspondent banking officer in the International Division of the Bank of Communications, one of the largest commercial banks in China. Mr. Wang speaks fluent Mandarin and English and was educated at Beijing University (BA, Economics).



Mark Webster Managing Director Shanghai

Mark Webster is a Partner and Managing Director based in Shanghai. He joined BDA in 2005, then he has advised on a range of successful sellside and buyside transactions for both private equity and corporate clients such as CITIC Capital, Kerry Group plc and Sherwin-Williams Inc. Previously Mr. Webster worked for Standard Chartered Bank in Shanghai as a Vice President assisting companies such as BP, Syngenta and UPS with strategic and operational funding. Prior to that he worked at JPMorgan's London office (earlier Robert Fleming Investment Bank) as a Mergers and Acquisitions Associate. From 1995 to 1998 he trained at Arthur Andersen in London, qualifying as a Chartered Accountant (ACA). Mr. Webster graduated from Oxford University (MA Hons, Modern History and Economics) and speaks Mandarin Chinese and French.



Koichiro Yasuda Chairman – Japan Tokyo

Koichiro Yasuda is Chairman and Managing Director based in Tokyo. He joined BDA in 2015. Before BDA, Koichiro Yasuda worked at Deutsche Securities Japan as Head of Investment Banking, Managing Director, and Vice Chairman. Before that, he was Head of Advisory and Managing Director at Merrill Lynch Japan, Co-Head of Advisory at Nikko Citigroup, and Head of M&A at UBS Warburg (Japan). Mr. Yasuda began his career in 1981 at Long Term Credit Bank of Japan, where he went on to be Head of M&A. Mr. Yasuda has closed more than 100 transactions across multiple industries. He holds a BA in Economics from Keio University, a MPA from The Kennedy School at Harvard University, and a MA in Economics from Yale University.



Karen Cheung Managing Director Hong Kong

Karen Cheung is a Managing Director based in Hong Kong. She joined BDA in 2012 covering Greater China and SE Asia. She has advised on cross-border sell-side, buy-side and capital raising for both private equity and corporate clients across a number of industries including retail and consumer, food & beverage, healthcare, industrial and chemicals. Transactions she has advised on include the sale of Navis Capital's portfolio KFC franchise in HK and Macau, the sale of Navis Capital's investment in Hui Lau Shan dessert chain in Greater China and SE Asia, the capital raising for N Kid Corporation in Vietnam from Standard Chartered Private Equity and SunGard's divestment of its Singapore-based retail banking business to Silverlake Axis Ltd. Previously Ms. Cheung has worked in PwC Transactions Services and Ernst & Young in both Hong Kong and Canada. She qualified as a Chartered Accountant with the Canadian Institute of Chartered Accountants and has a BA in Commerce from the University of Toronto. Ms. Cheung is fluent in English, Mandarin and Cantonese.



Matthew Doull Managing Director Hong Kong

Matthew Doull is a Managing Director and the Head of Internet & Digital Media based in Hong Kong. He was a Senior Advisor to BDA for two years before joining the firm full time. He was previously an owner/operator of Prometheus Global Media. the parent company of The Hollywood Reporter. Adweek & Billboard. He and his partners acquired the Prometheus assets from Nielsen Media in 2009, and sold to Guggenheim Partners in 2013. Before that, he was responsible for global consumer/TMT investing at SAC Capital, a \$12bn hedge fund. Earlier, he was Portfolio Manager at Pequot Capital Management. He served 1998-2000 as Chairman of Trip.com, an online travel business sold to Galileo. He started his career as a financial journalist at The Daily Telegraph in London, covering TMT. He has served since 2002 as a Director of News Communications Inc, publisher of The Hill and Marquis Who's Who. He holds a BA from Brown University. He has South African, US and UK citizenship.



Simon Kavanagh Managing Director Hong Kong

Simon Kavanagh is a Managing Director based in Hong Kong. He joined BDA in 2013 and has 15 years' M&A experience. Before joining BDA, he ran his own M&A boutique, and before that spent nine years with JPMorgan's M&A team in London, Hong Kong, and Sydney. His sector experience covers agriculture, chemicals, consumer & retail, healthcare, industrial, oil & gas, and real estate. His clients have included Asia Pulp & Paper, Cemex, Glanbia, Lee Chang Yung, UBM, and Wistron. He has worked on IPOs, capital raisings, private and public M&A transactions, and material transactions on the Hong Kong and London Stock Exchanges. Mr. Kavanagh has a degree in Economics from the University of Stirling in Scotland, a Masters in International Business from University College Dublin in Ireland, and he studied Mandarin at Xiamen University in China.





Kumar Mahtani Managing Director Mumbai

Kumar Mahtani is a Managing Director and head of BDA's Mumbai office. He joined BDA in 2011. Before joining BDA, Mr. Mahtani was an Associate Director at KPMG India, responsible for structuring transactions for investments by global private equity firms in India, mergers / demergers and restructuring of Indian Corporates and MNCs, and outbound acquisitions by Indian groups. He has transaction experience in industrials, healthcare, chemicals and consumer sector and his clients include Blue Star, ICICI Venture, Larsen & Toubro, Navis Capital Partners, Omnova Solutions, Terex Corporation, and Wockhardt. Mr. Mahtani is a Chartered Accountant (CA), and has a Bachelor's degree from the University of Mumbai (H.R. College of Commerce & Economics). He is fluent in English and Hindi, and speaks basic Sindhi.



Ryan Jung Director Seoul

Ryan Jung is a Director based in Seoul. He joined BDA in 2015. Before joining BDA, he was Vice President of the investment banking division in Macquarie Capital Korea, performing various due diligence, valuation, business analysis and M&A advisory services for seven years. He was responsible for sourcing and executing domestic and crossborder M&A and private placement transactions for Korean corporate and private equity firms. He has transaction experience in consumer retail, car rental, online service, education, food production, logistics, technology, media and industrial. He holds a MS degree in Finance from INSEAD and a BS degree in Electronic Engineering (minor in Economics) from Seoul National University. He is fluent in English and Korean.



Anthony Siu Managing Director Shanghai

Anthony Siu is Managing Director of BDA based in Shanghai. He joined BDA in 2016. Before joining BDA, he led the Greater China investment banking team at Robert W. Baird for 8 years, focusing on cross-border M&A between USA/Europe and Greater China. Before that, he was a Director at the Corporate Advisory division of Standard Chartered, responsible for public and private M&A. Earlier, he worked at Daiwa Securities and Schroders where he managed a variety of M&A and equity capital markets transactions. He has advised Asian corporate clients such as China Life, CLP, Hopewell, Kerry, New World, Ping An, Sinochem and Wheelock, as well as financial sponsors CDH, CITIC Capital, EQT and Hony. Anthony received an Executive MBA from the Kellogg School of Management at Northwestern University and HKUST and holds a BA from Pomona College, USA. He worked in the audit department of KPMG after graduation and gualified as a CPA in California. He is fluent in English, Mandarin and Cantonese.



Jonathan Aiken, CFA Director London

Jonathan Aiken is a Director based in London. He joined BDA in 2007. Mr. Aiken has transaction experience in industrials, automotive, specialty chemicals and technology, including the sale of TitanX to the Tata group and JCC Advanced Lighting to Leviton Manufacturing. His clients include MacLean-Fogg, EQT, Tata Group, Actis and LDC. Before joining BDA, Mr. Aiken worked for Taylor-DeJongh on global project finance in the energy and infrastructure sectors. Mr. Aiken works across Europe, with a focus on Scandinavia. He holds an MBA and a Masters in International Affairs from the George Washington University. He is fluent in English and French and proficient in Mandarin.



Han Kim is a Director based in Seoul. Before joining BDA in 2017, Mr. Kim was a Director at The Colony Co, a privately owned Korean real estate developer, where he was responsible for project development while also acting as head of retail leasing for multiple commercial real estate properties. Prior to real estate development, Mr. Kim worked at UBS Investment Bank for ten years, based in both Seoul and Hong Kong. As a member of the UBS Korea country team, Mr. Kim was responsible for both the coverage of Korean corporate clients and financial sponsors, as well as the execution of capital markets and M&A transactions with a focus on cross-border transactions. Mr. Kim transferred to the UBS M&A Asia team in 2007, where he was dedicated to the execution of cross-border M&A transactions across multiple jurisdictions in Asia. Mr. Kim's transaction experience spans the financial institutions, consumer & retail, technology, and industrials sectors. He holds a B.A. in Business Administration from Seoul National University, and is fluent in both Korean and English.



Jason Song Director Shanghai

Jason Song is a Director based in Shanghai, before which he was a member of BDA's New York and Tokyo offices. Mr. Song advised Navis Capital in China's largest control exit in 2014 by a private equity group, the sale of Trio to Weir plc: other clients include leading global multinationals such as BASF, CR Bard, Henkel, International Paper, Magna and Mars. Before joining BDA, Mr. Song worked at the Carbon Disclosure Project in London, where he undertook research on electrical utilities for leading US pension funds. Prior to that, he worked for the Liberal Democrats in the House of Commons of the United Kingdom conducting economic analysis on education policy. Mr. Song was educated at the University of Wisconsin (BA, Economics), the University of Paris (Maîtrise, Political Science) and the London School of Economics and Political Science (Master, Philosophy and Public Policy). He speaks English, Mandarin and French.





Rica Wirianata Director Singapore

Rica Wirianata is a Director based in Singapore, covering the Indonesian and Singapore markets for BDA. She has significant capital markets experience with the institutional sales teams of Credit Agricole-Indosuez, ABN Amro, CLSA and Deutsche Bank servicing sovereign wealth funds and leading institutional investors. Her main coverage areas were ASEAN markets with special focus on Singapore and Indonesia. She subsequently spent five years serving as a financial advisor for a privately held company in the business services sector in Indonesia, driving M&A execution and organic expansion. She most recently worked for a global non-profit organization in Singapore before joining BDA. Ms Wirianata graduated from Case Western Reserve University with a B.Sc. in Management (Finance) and holds an MBA from the Weatherhead School of Management. She is fluent in Bahasa Indonesia and Mandarin Chinese.



Toshiaki Yokohara Director Tokyo

Toshiaki Yokohara is a Director based in Tokyo. He worked at BDA from 2006 to 2011. He left BDA in 2011, to join the reorganization / financial advisory team of Deloitte Tohmatsu Financial Advisory, before returning to BDA in 2013. Mr. Yokohara has 10+ years of M&A experience and has advised on domestic and crossborder M&A transactions in Japan in the automotive, advanced manufacturing, chemical and personal care industries. Before 2006, Mr. Yokohara worked in the Accounting Division at American International Group (AIG) K.K. in Tokyo, where he conducted financial analysis and prepared financial statements for AIG subsidiaries in Japan. Mr. Yokohara holds a Bachelor degree in Business Administration from Meiji University. He also holds Master of Accountancy from Golden Gate University. He is fluent in English and Japanese.



Abhishek Agarwal Vice President Mumbai

Abhishek Agarwal is a Vice President based in Mumbai. Before joining BDA, he worked with Edelweiss Financial Services for six years. He has transaction experience in industrials, agrochemicals, logistics and financial services. Mr. Agarwal graduated from IIT Kharagpur with a B. Tech in Industrial Engineering and Management and holds an MBA from IIM Ahmedabad. He speaks English and Hindi.



Dorothy Cai Vice President Shanghai

Dorothy Cai is a Vice President based in Shanghai. Before joining BDA, Ms. Cai worked as an Equity Research Analyst for China International Capital Corporation (CICC), one of the leading Chinese investment banks. Ms. Cai covered listed companies in Shanghai and Hong Kong with a focus on the Steel sector. She conducted in-depth industrial research and prepared investment reports based on market intelligence and quantitative modeling. Prior to that, Ms. Cai worked in Assurance and Advisory Business Service Department of Ernst & Young Shanghai, where she provided auditing and internal control evaluation services for MNCs and SOEs. Ms. Cai holds a MBA from China Europe International Business School and a Bachelor degree in Economics from Peking University. She is fluent in Mandarin and English.



Alexander Ditchfield Vice President New York

Alexander Ditchfield is a Vice President based in New York. Before joining BDA, he worked on policy for the European Union's SWITCH-Asia and Asia Invest projects, promoting sustainable development, trade and investment flow between EU and Asia, at the EU Project Incubation (EUPIC) Centre in Chengdu, China. He graduated with a BSc in Economics from Cardiff University in the UK. He speaks Mandarin and English.



Jonathan Fein Vice President Singapore

Jonathan Fein is a Vice President based in Singapore. Mr. Fein previously worked in Rothschild's investment banking team in Singapore, where he focused on transport and infrastructure transactions, advising clients including Changi Airport, Mitsui, Garuda Indonesia, Blue Bird Group and Indonesia Port Corporation. While at Rothschild, he was seconded to Shanghai to join a newly formed PE fund invested by Jardines, Rothschild and Exor. In Shanghai, he sourced and executed investments in Chinese industrial and consumer companies. Mr. Fein graduated from Georgetown University with a B.Sc. in International Business. He has spent significant time in Asia and speaks Mandarin Chinese and conversational Bahasa Indonesia.



Vincent Kan Vice President Hong Kong

Vincent Kan is a Vice President based in Hong Kong. Before joining BDA, Mr. Kan worked at KPMG Corporate Finance in Hong Kong focusing on M&A advisory in China and SE Asia. He graduated with a BSc in Commerce (Finance & Accounting) from McIntire School of Commerce at the University of Virginia. Mr. Kan is from Hong Kong, and is fluent in English, Cantonese and Mandarin.



Yougyeong Kwon Vice President Seoul

Yougyeong Kwon is a Vice President based in Seoul. Before joining BDA in 2015, Ms. Kwon worked for three years at the investment banking division in Macquarie Capital Korea as an Analyst. During her stay at Macquarie, she was responsible for executing Korean and cross-border M&A transactions, establishing JVs and developing corporate strategies for Korean corporate and private equity clients. She has transactional experience in consumer, education, logistics, technology (online services and hardware) and media sectors. Ms. Kwon holds a Bachelor of Science degree in Business Administration from Yonsei University in South Korea. She is fluent in English and Korean.



Kevin Song Vice President Shanghai

Kevin Song is a Vice President based in Shanghai. Prior to joining BDA, he was an Investment Analyst at Global Market Trading Group in New York, providing PE investment assessment, due diligence, research, and target valuation advice in North American and Asian markets. He holds an MSc degree from the School of Engineering and Applied Science in Columbia University, an MSc degree from the School of Mathematics of Georgia Institute of Technology and a Bachelor's degree in Mechatronics from Shanghai Jiao Tong University in China. He speaks Mandarin Chinese and English.



Udi Wickrema Vice President London

Udi Wickrema is a Vice President based in London. Before joining BDA, Mr. Wickrema was an Analyst at Ondra Partners. Prior to that, he worked at Lloyds Banking Group in its newly formed corporate finance advisory team focusing on debt advisory transactions for FTSE 100 companies. Preceding that, he worked as an Analyst in the mergers & acquisitions group at UBS Investment Bank in New York. Mr. Wickrema has transactional experience in a diverse range of sectors, including solar energy, video games, industrials and healthcare, both in the U.S and in Europe. Mr. Wickrema holds an MSc in Finance from the Imperial College Business School in London and BA in Economics with a Minor in Mathematics from the University of Pennsylvania. He is a Sri Lankan national and is fluent in English and Sinhala.

M&A case study: Sale of Doosan E&C's HRSG business

Global sale process for a Korean asset to global strategic investor





Sale of Doosan E&C's HRSG business to a global leading strategic investor

- BDA served as the exclusive sellside financial advisor to Doosan E&C, a leading Korean construction company, on its sale of heat recovery steam generator business ("HRSG Business"), the world's second largest HRSG player, to GE Power (a subsidiary of GE) the world's leader in power generation
- With over 40 years in business, Doosan E&C has been a leading HRSG player in the industry and has successfully installed and operated HRSGs for combined cycle power plants around the world, including Europe, Asia and Africa. It has also been a long term supplier to GE and other industry leaders
- As a part of Doosan E&C's restructuring plan, BDA contributed to the improvement of its financial stability and reducing the debt ratio of Doosan E&C by successfully divesting the HRSG Business to GE Power. The acquisition of Doosan's HRSG Business allowed GE Power to become one of the largest HRSG manufacturers, with vertically integrated manufacturing facilities
- A dedicated, global sale process was conducted by engaging with over +70 strategic buyers and financial sponsor counterparties from the Americas, Europe and Asia
- BDA's global industrial sector relationships and expertise attracted multiple western strategic buyers with significant interest in the opportunity who have presence in global combined cycle power plant market, including GE Power
- Competitive tension among multiple buyers was effectively maintained throughout the process until key terms had been negotiated and agreed. BDA was especially effective in managing progressive discussions with multiple buyers to bring maximized value to Doosan E&C
- BDA's experienced M&A transaction team coordinated a complicated deal structure, involving execution of two business transfer agreements and one stock purchase agreement for three legal entities located in Korea and Vietnam, along with the efficient merger filings in multiple countries
- BDA's hands-on, tailored approach allowed seamless communication between a Korea-based client and USbased buyer, resulting in efficient execution of a crossborder transaction

Case study – Healthcare

M&A case study: Nissha Printing





Japanese strategic buyer acquires leading U.S. medical devices / consumables player

- BDA acted as exclusive financial advisor to Nissha Printing Co., Ltd. (TSE:7915) with respect to its acquisition of Graphic Controls Holdings, a medical devices manufacturer and industrial printing products company headquartered in Buffalo, New York
- BDA unlocked the transaction and negotiated exclusivity for Nissha. We also advised on valuation, process and transaction structure to meet requirements of both our client and the seller
- The transaction was particularly complex because the target was in the final stages of a bolt-on acquisition of a Dominican Republic-based medical contract manufacturer, which closed in the middle of due diligence
- Furthermore, BDA successfully managed both target and advisory teams across sites in Japan, the United States and Europe
- BDA is proud to have facilitated a positive outcome for the buyer as well as the target's existing management, who are invested in and will remain with Graphic Controls
- Sam Heleba, current President and CEO of Graphic Controls, commented "I am thrilled about the strategic global partnership we will acquire being part of Nissha. Our shared vision on how we treat our customers and employees will establish a solid foundation for our shared desire for growth."
- Junya Suzuki, President, CEO and Chairman of the Board of Nissha added, "I am excited to partner with my colleagues at Graphic Controls. We are looking forward to expanding our business frontiers with them. This will be a powerful combination."
- The acquisition of Graphic Controls provides Nissha with a broad product portfolio of medical devices and consumables, industrial printing capabilities, manufacturing capabilities for medical devices, and global sales channels to expand into new businesses for industrial printing products, medical devices and consumables, and medical device contract manufacturing

M&A case study: Sale of TitanX to Tata AutoComp Sytems Ltd ("TACO")

TACO acquires the leading provider of powertrain cooling solutions for the global commercial vehicle industry





A transformative cross-border transaction to a leading Indian champion

- BDA acted as financial advisor to EQT and Fouriertransform on the sale of TitanX Engine Cooling ("TitanX") to TACO, promoted by the Tata Group
- TitanX is a world leading supplier of powertrain cooling solutions for CVs. The company serves most of the Western world's OEMs, including Volvo Trucks, Scania, Daimler and Iveco.
- TitanX is distinguished by a high technology offering and close relationships with the leading Western OEMs, both of which were recognized as strategically attractive characteristics for a number of Asian industrial buyers looking to expand their offering from a geography, customer and technology point of view. BDA was able to leverage its strong pan-Asian presence and automotive sector expertise to run a process that found TitanX the right partner
- BDA was entrusted with the challenging task of managing an M&A process targeted at potential Asian buyers, while coordinating with the Nordic banker teams running a parallel IPO track for TitanX, to create concrete strategic alternatives for the sellers
- BDA managed a complex and non-standard marketing and execution timeline to ensure the Asian MA& track remained on course without compromising the other exit options in the face of evolving IPO market conditions, varying speeds of movement of potential buyers from different Asian geographies, and additional inbound interest from potential Western buyers
- The Asian M&A process was adapted, in close cooperation with the legal advisors, TitanX management and the sellers to utilise marketing and due diligence materials that were primarily designed for an IPO track
- BDA helped to manage the bridge between the divergent business, transactional and risk cultures of a Nordic financial sponsor seller and an Indian corporate buyer, working closely with the buyer's M&A advisors, as well as legal, insurance and other diligence and transactional participants on both sides
- Magnus Hillestad, Director at EQT Partners said: "BDA's strong cross-border M&A experience proved critical in the successful completion of the transaction. We were highly impressed by the team's local Asian knowledge in combination with strong Western presence, their commitment, professional judgement and the ability to manage a complex transaction focused on the best outcome for their client"

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M&A case study: CITIC Capital Partners Divestment of King Koil China

Leading Chinese private equity fund exiting a domestic consumer retail business in a milestone secondary transaction





Sale of premium consumer and B2B brand in the mattress and sleep products space

- Based in Shanghai, King Koil China is a manufacturer and retailer of premium mattresses, being the exclusive licensee of several international brands such as "King Koil", "Aireloom", and "Life Balance". The company is also the leading player in supplying premium sleep products to luxury hotels in China
- CITIC Capital Partners acquired a control stake in King Koil China in June 2014. It then focused on growing the Company's business through expansion of its retail coverage, strengthening its brand recognition, streamlining operational systems and establishing stronger alliances with leading retailers and shopping mall developers by leveraging CITIC Capital's resources
- BDA managed a tightly-controlled, focused sale process that targeted a limited number of sophisticated international and domestic financial investors. The result was a successful exit by CITIC Capital Partners to Advent International, a global fund with a track record in the mattress sector overseas
- Timeline from engagement to closing was six months
- BDA acted as exclusive financial advisor to CITIC Capital Partners
- Throughout the process, BDA worked closely with CITIC Capital and King Koil to strategize marketing, communication, valuation, material preparations, selection of bidders, structuring and negotiation, arriving at an excellent result to selling shareholders

M&A case study: Facade Access Investment Holdings

Maximizing value for the shareholders of a global leader in permanent access solutions





Global business with multi-regional operations sold to a Nordic strategic

- BDA acted as the financial advisor to Wolseley Private Equity, an Australian private equity group, on the sale of Facade Access Investment Holdings ("FAIH") to Alimak Group, a Swedish publicly listed supplier of vertical access solutions for A\$120m
- FAIH is the global market leader in permanent access solutions (building maintenance units) operating under the brand names *Cox Gomyl* and *Manntech*. FAIH has designed and installed permanent access solutions for some of the most iconic and tallest buildings in the world such as the Burj Khalifa (Dubai), Shanghai Tower (China), and The Shard (London)
- BDA leveraged its international network to run a global yet focused marketing process, targeting both strategic and financial sponsor buyers in the US, Europe and Asia.
- It was a challenging transaction with significant obstacles to overcome including:
 - The recent acquisition of a sizeable business (*Manntech*) had not been properly integrated into the business when the sale process was initiated. BDA had to work with management to pull together financials from the two separate businesses to prepare the business plan for the combined group
- FAIH had a project based business model which made forecasting the business plan and achieving budget targets difficult
- FAIH served a global market with a complex business footprint, with overlap between distributors and owned offices in certain markets, owing primarily due to the fact that the *Manntech* acquisition had not yet been fully integrated into the group. BDA had to ensure that potential buyers understood the business, despite the complexity, and recognised the existing areas of overlap as opportunities for improvement to be addressed through the integration of *Manntech*
- It was a complex due diligence process with many challenges to overcome including: discovery of a potentially catastrophic product quality issue, concerns over the potential impact of Brexit, environmental investigations and the restructuring of one of FAIH's German subsidiaries
- The transaction is expected to be value accretive, generating significant synergies through procurement and the expansion of overall business opportunity including the further development of aftermarket offering and by maintaining competitive pressure on Alimak from early on in the process, BDA was able to ensure that these synergies were appropriately reflected in the transaction value
- The market reacted positively; Alimak's share pricing rose 10% on the day of the announcement of the transaction

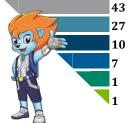


M&A Case Study: N Kid Group

Fundraising for the leading children lifestyle platform in Vietnam







43 Teasers
27 Info Memos
10 Management Presentations
7 Initial Indications
1 Due Diligence (Exclusivity)
1 Closed

Fundraising for a Leading Integrated Children Lifestyle Platform in Vietnam

- BDA served as the exclusive financial advisor to N Kid Corporation ("N Kid") on its US\$40m growth capital raise from Standard Chartered Private Equity ("SCPE"). SCPE will hold a significant minority stake in N Kid post transaction
- N Kid is the only integrated children lifestyle platform in Vietnam and is a market leader in each of its operating segments. It currently operates approximately 30 family entertainment centers for children and teenagers under the brands *tiNiWorld* and *T CLB*, as well as distribution networks and retail stores for toys and mom & baby products under the brand names *Phuong Nga Toys*, *Toyland* and *Babyland*
- BDA's offices in Hong Kong and Ho Chi Minh City jointly managed a competitive process targeted at financial sponsors active in Southeast Asia. The business generated significant interest from both global and regional sponsors. The founders eventually granted exclusivity to and selected SCPE as their preferred partner based on transaction terms and shared vision for the business
- Proceeds from the transaction will be used as expansion capital to support the further roll-out of family entertainment centers and retail outlets across Vietnam, expansion of its distribution channels and the development of new adjacent businesses, such as media and licensing. Part of the proceeds will also be used to deleverage the company's capital structure and buy out certain existing shareholders
- In addition to capital, SCPE will also leverage its network and experience in the consumer retail space in Vietnam and internationally to support the future growth of the company
- This was the first fundraising exercise for the founders of the company, and BDA was closely involved in every step, including marketing materials preparation, financial modeling, buyer outreach, due diligence management, fund flow analysis, negotiation of various transaction documentation and fulfilment of completion requirements, with a goal to achieve the best possible outcome for the founders. The transaction was closed six months after initiation of marketing

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