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WHARTON CONSULTING CLUB



Wharton Consulting Club  
December 2008

## Sample framework 2: M&A Deal

35

### Overview

- Client is considering an M&A transaction
- Your goal is to recommend whether or not to do the deal

### Sample Framework

### SAMPLE

Strategic Fit	Deal Economics	Risk Assessment
<ul style="list-style-type: none"> <li>• <b>Basic deal rationale</b> <ul style="list-style-type: none"> <li>- Cost synergy-focus?</li> <li>- Revenue-synergy</li> <li>- focus?</li> <li>- Early-stage co. being acquired for technology?</li> <li>- Response to competitor move?</li> </ul> </li> <li>• <b>Type of deal</b> <ul style="list-style-type: none"> <li>- Vertical integration</li> <li>- Horizontal</li> <li>- New market entry via deal</li> <li>- Diversification move</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• <b>Valuation (Know basic DCFI)</b> <ul style="list-style-type: none"> <li>- Revenue &amp; Costs</li> <li>- CAPEX &amp; Working Capital</li> <li>- P&amp;T (profit before tax)</li> <li>- Taxes</li> <li>- PAT (profit after tax)</li> <li>- Cost of capital (r)</li> <li>- Value = (PAT / r)</li> </ul> </li> <li>• <b>Deal Price</b></li> <li>• <b>Synergies</b> <ul style="list-style-type: none"> <li>- Cost and Revenue</li> <li>- New Firm value</li> </ul> </li> <li>• <b>New Value &gt; Deal Price</b></li> </ul>	<ul style="list-style-type: none"> <li>• <b>Has the company done acquisitions before?</b> <ul style="list-style-type: none"> <li>- Capability test</li> </ul> </li> <li>• <b>Organizational cultures</b> <ul style="list-style-type: none"> <li>- Compatible (high % of M&amp;A deals destroy value as cultures are not compatible)</li> </ul> </li> <li>• <b>Need to manage PMI (Post merger integration process)</b></li> <li>• <b>Can investors not diversify by themselves</b></li> </ul>

## WHARTON CONSULTING CLUB CASEBOOK

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21 Opportunity to project consultant during the inquisitive interview, lodge / ability to deal with conflict and ambiguous when you describe your adjustment: Do not repeat slogans; The majority of companies do the same things focus on what companies consider their the only factors (for example, McKinsey s International Reach, BCG S Thought Leadership, Bain S Office Culture, etc.) To investigate in depth the leadership questions (McKinsey technician) Prepare a headline of the 5-10 words periodic that encapsulates the story prepare in advance a description of 1-2 minutes that the context, the actors and the complication are centered on their actions and process of their actions and process of their actions and process of their actions that led to the solution / eventual SUCCESS22 Tips on the FIT 22 interview almost all interviews involve at least some phytinterview questions that the applicants have been rejected from the main consulting companies for not having cleaned the FIT parts of the interview. Be honest and sincere, having a practice of a succinct story can cause perfect interviews, etc.) Ask the interviewer friendly questions confirate in your answers talk about something more than your qualifications (you are interesting, so I speak) do not discuss something controversial that complains about anything. Questions prepared above, knows the answer to repeat the slogans of the company, slogans, label lashes, etc. The big cell players are AT&T, Verizon, T-Mobile and Sprint Nextel Companies that intend to capture unchanged customers to the deals on offers of unalambic services by suspicious (the enhancement) e.g. Comcast presents el service wimax wimax Portland, mineral, Cox will offer cell phones service at the end of 09. - Market entry in BRIC/other markets? - CO at an early stage, ~ 1-2 min. It is considered one of the main companies in this industry and is known for developing ligis and strong culture. What did you do last summer? Volume (q) - What is our market share? Penetration of telvle phones that approaches 50% worldwide; Móvil broadband subscribers has exceeded 200 million worldwide; Deployment of 3G networks in emerging markets that cause móvil broadband subscribers to exceed the non -fixed -line broadband subscribers. Australian Graduate School of Management (2002) Harvard Business School (2012) London Business School (2013) The year indicates when the consultant Case Book was published. An organizational behavior problem? The digitalization of the media has required a considerable capital investment by the media content generators. Resources and capacities: What does the company have that makes them think they can have a ã xito? GENERAL DESCRIPTION OF THE MONITOR 1500 Consultants 30 offices worldwide 18 países 15 groups of the industry 3 wings of broad services (advice, capital-building & capital) Global personnel model founded in 1983 by players such as Michael Porter Interview Interview Format 2 ROUND ROUNDS ROUND 1: 2 Interviews (case (case + fit) Global accounts16 general description of the Oliver Wyman 16 Oliver Wyman industry is a global management consulting firm. This is the perfect book for beginners who seek to learn the basic concepts of cases of cases of cases rosely. It refers to the subcontracted functions carried out in a distant location such as India or Ireland. that you understand that non -profit organizations have Different conductors, together with the economy of a mission of strategic justification of particular non -profit decision -ealth -Education -Alivio de la Povementa -Etc. Changes over time? in focus. If you are giving the case, read all the information of the case carefully. 3. L.E.K. GENERAL DESCRIPTION 900 Consultants 20 offices worldwide strong presence outside the Unha industry groups 6 weeks) provides a managerial age of and immediately responsibility Rounds of interviews Ronda 1: 2 interviews of 30 minutes (little fit, some cases were questions of a rain of ideas) Round 2: 3 30 -minute interview DE VPV PROGRESSION PROGRESSION ASSOCIATE CONSULTANT MANAGER SOCIAL14 GENERAL DESCRIPTION OF THE MCKINSY & CO. 14 MCKINSY & CO. It is a global management consulting firm. - Sufficient ability to meet demand? Many homes are renouncing their fixed phono, preferring to use a cell phone or VoIP services (Skype, vonage) on your computer. Our client has come to us to understand what happened and how to grow the brand again without reducing the profits they were obtaining in it. The consumption channels varies as the client approach. Hello, if you have free to send me a text message for an additional material, was this answer? It seems that these consumers prefer to buy in specialized stores. - Are you more profitable? Compare/Alternative Value. What are the client's needs / desires? It is considered one of the main companies in this industry with a significant presence outside the United States. The formats of the cases of practice in the book books also varied significantly. - Do we have money? National carriers also operate international landscape routes A, placing them in the competition or with the clients of the airlines abroad individual corporations corporations/small companies Travel websites/resellers Internet channels Websites, in line line Readers Telã © Airline Airline Airline Agents Travel Agents Free Sale Travel Agents At Airports Profit Summary Summary: Ticket income, excess luggage of luggage, food and drinks sale costs: VC: fuel, food and drinks, crew Terrestrial / Employees per hour FC: aircraft leases, airport door leases, IT / administrator costs, salaried employees (that is, pilots) 40 packaged consumption products (CPG) 40 General Description / Products and Services Key trends CPG provides consumers a variety of domestic products, etc. 2. - - - Will the organization earn / lose money in this? Credit Crisis / Financial Meltdown Threatened Solvent of Industry Due to Illiquid Assets Difficult to Value Consolidated, Mature Industry with Primary Growth Through acqisits demographic shift (baby boomer aging) creating large market for retirement products offshoring of various function function. Back Office Functions) Great National Actors (Bank of America, CITI) compete with regional banks. These are the best types of cases to practice because they closely simulate the length and difficulty of a real case interview. Be sure to suggest possible steps of the next steps. Some cases may also be too technical or may require specialized knowledge. The main questions of the case may be hidden in the information of the case or in the answers. Soaps, supplies for pets, snacks, etc. Types of cases and all interview solving what is it? The stores of their channel-owned profit summary It is possible that you find everything, from fund financial services to Mine of some typical industries. What cases cases It must attend the series of primers of the industry led by members of several companies, since they will capture key ideas and the last trends in those industries that tend to be popular in cases of our important belief. We believe that having a very basic general description of an industry helps to address a more effectively a case, as is very, helps it to build a framework that is more applicable to that context of particular problem. Why do you want to join a certain company? Other cases of practice may be written by the officers of the consulting club. - Administer the means of communication and the important community: sometimes interviews can make the difference between subcontracting and displacement: the first refers to functions that are performed outside the limits of the company. New brands that have captured consumers sensitive to prices, effectively squeezing our customer brand outside the market. The software makes everything work, from the shipment and reception to the transmission of satellite data to the control of telephone switching equipment. - Responsible for the movement of competition? How can the customer increase income? Mainly an industry backed by advertising, the media space faces unprecedented challenges as the media continue to interrupt traditional commercial models. Some consulting clubs publish a new case book every year, while others can use the same case book for several years. Customer supplier customer segment: What segment H serve? Impact of profits for the client? Outsourcing Investments of the organization \*Note: a case could cover multiple types of cases26 general flow of a 26 - 3 min. Next, you will find links to download mba Casebooks of 23 different business schools. Second, we need to determine the marketing expense of our competitors, what we could do through several sources: internal Benchmarking interview In several publications interviews with experts within the advertising and marketing industry after discussions discussions The industry and competitors should be given to the candidate and a couple of minutes should be given to take the data. What is the NPV? Potential advertisers are true customers in traditional models, although individual consumers can be customers for some subscription models. General description of McKinsey 8500 Consultants 92 offices around the world 52 National Personnel/Global Personnel Model 18 Industry Groups 7 Erreas of Functional Prostics Interview Format 22 or 3 Rounds of Interviews Command and interviews Specific interviews of the office in all rounds (although the offices of the northeast piloted the comén initiative) (adjusted) (adjusted) the interviews focus on the structure, the specific actions and the holders for the stories of the Progreos Associate Sectowment Manager Associate Partner. Director15 General description of the Group 15 Monitor industry is a Lãder of the global management consultant that is known for its thought leadership and focuses on the transfer of knowledge to its clients. Information about competitors/market quotas? It is important that the candidate realizes that the product of our client is a premium product and that it is based on the cost of producing. The past year, however, events occurred that made our client pay attention to their whiskey brand. Would the client make a new investment? Preparation resources of the recommended case interview if you are looking for the cases of the highest quality to practice, we recommend using cases in our comprehensive case interviews or in our case preparation books. No answers 1 Wharton Consulting Casebook December 2010, Wharton Consulting Club2 Content 2 General of the Company Summary Industry (10 companies) Preparation of the interview 18 General Description of the Interview + Houses Samples of frames Moars cases of other case books3 note to the reader member 3 Dear Consulting Club, this this It is intended to provide a brief description of the recruitment consultant and preparation of interviews, as well as a series of cases of practical, for our client's brand. How are the options that our client has assumed that he wants to remain in him it seems that competitors have been capturing the whiskey business and how they should set the price of their lucrative whiskey in the market while they are also launching the brand? Try this as a real case interview, so you don't have unlimited time to think about how its approach would structure. Case 6: The Coffee Grind Case 7: Foodco Case 8: Camsuring Case 9: Chickdlix.com Case 10: Sika Case 11: University Apartments Case 12: Vidi-Games Case 13: Great bus company Case 14: American Beauty Company P8 Gina #51 Case 1: Introduction to the brand of the whiskey brand 51 Declaration of the narrative problem Our client has been in the business for almost 90 years. If there are mathematics involved, be sure to talk about your cages out loud. Possible internal reasons: reduction in the decrease in marketing spending on marketing quality or product quality availability of the product (production chain/supply) Some possible external reasons: PR negative increase in the new competition Increase in the information of the Competition marketing prices effects will be provided in advance the information provided in the declaration is all the candidate who receives at this time. Competitors have constantly increased prices in their category of premium, pointing to a segment of consumers who are willing to pay more. Case book books of ease of use are written in different formats and by different people. Practice cases for yourself if you are trying to practice cases, you will need to find cases written in a format question and answer. GENERAL DESCRIPTION OF BCG 4500 CONSULTANTS 66 OFFICES ABOUT THE WORLD 40 PAISES REGIONAL PERSONNEL MODEL 15 INDUSTRY GROUPS 14 2 Rounds of interviews Ronda 1: 2 45 -minute interviews (cases) Round 2: 3 45 -minute interviews (cases) General 1 ST Round and Office 2nd Round Interviews Round Consultant Lãder Project Main Project Partner12 General Description General Description of the Deloitte 12 Deloitte Deloitte is a Lãder of the Consultant of Global Management that is known for offering comprehensive solutions, including technology and tax services, to its customers. Once you have finished answering each question of the case, provide your final recommendation out loud. Where can I find MBA consulting cases books? The structure and a libic approach is always appreciated. What conclusions can we get out of the table? - Chryic to take into account the reactions of interested parties? Will that will alienate donors, volunteers, etc.? Cost drivers: VC: Marketing and Advertising, Salaries, FC: Capital costs (equipment, infrastructure cell towers, network maintenance, stores). Overhead49 Content 49 Pages PHYTCIC CASES PRCTIC CASES LINKS TO OTHER CASES 126 cases of the websites of suggested companies cases of other case books5050 LIST OF PROCTIC CASES 50 DESCRIPTION OF THE CASE 1: rent of the brand of whiskey case 2: Copper Mining Investment Case 3: Telecommunications Services Supplier Case 4: Major Publisher Magazine Case 5: Tulsa Hotel - Is it right or not right? The original founder began in the whiskey business and over time he expanded the line of products so that today it is a multimillionaire business with less than 5% of sales from whiskey. A problem that faces in a few prayers it lasts about 25 minutes; It has limited data that is generally provided if the solution of the solution solution is requested More important that the final solution, there are two more interview with the common cases: choose the flow cases (tiles of the majority of the companies) will determine which will explore and lead the discussion, that is, Promote the Case Command and Control Interview (McKinsey Typic) Guide the discussion and the case have components of rain of ideas and quantitative works types of common cases\* (not an integral list): Annose of the profitability industry ( including the strategic rationals underlying the decision? Internet mischiers, through cable, through mióviles? The case interview will be directed by interviewers or directed by a candidate, he must decide how much he wants to direct the direction of the case. Any regional /Geograph ãh IC concerns? Connect the dots (pre -mba a consultant) Receive guests to interview (prepare a good curriculum and presentation letter) Show adjustment - Leadership - Team player - Complete personality Cases Case Mbacm Chats of the industry websites of the company / Bóveda / chats of cafã © wfeet eis seconds to Mock interviews with seconds read WSJ, Economist Subthing Case Books & Industry First Series! The critic of the main courses of the practice widely with the first years MBACM Mock interviews interviews with seconds years reach the consultant Buddies5 Content 5 6 General Description of the General Description Industry of the Firm (10 companies) Preparation of the interview 18 From the interview Overview + Case shows industry industry cases of instantane Of the firm websites they suggested cases of other case books6 general description of the Industry The Consulor of Management Consultation of Management implies resolving complex commercial problems and offering recommendations to the companies general description of the management consultant complex and unstructured commercial problems The problems work closely with senior management on the stimulating client and stimulate intellectually and stimulate the work and stimulate the ability to build a sys ) can raise important challenges that the industry (before the economic recession) was expected to grow at 8.8% in 2009, the major The interview implies resolving a commercial case to the; The candidate hoped to drive towards a solution and request relevant data; focus on structure; Interview with FIT Numerous behavior questions that focus on previous experiences Typic Consultant/Associate Senior Consultant/Associated Manager/Associated Project Associate 7 For offering comprehensive solutions, including technology services, technological services, their customers. 1. - Islands of currencies? - Does the



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