



NACVA AND THE IBA'S 2010 ANNUAL CONSULTANTS' CONFERENCE *SESSION SUMMARY*
JUNE 2—5, 2010 THE FONTAINEBLEAU MIAMI BEACH MIAMI BEACH, FL USA

Track: Mergers & Acquisitions

Session Date / Time: Thursday, June 3, 2010 / 4:00pm – 5:40pm

Session Title: *Contrasting the Buyers Point of View and Technique*

Session Summary: “M&A: Contrasting the Buyers Point of View and Technique” will focus on the buyside of acquisitions. There are many details that must be considered and getting major transactions successfully completed is typically a function of mastering the balance between setting goals and developing the tactics to attain the objectives. This presentation will consider the wide spectrum of techniques that may be embraced in closing transactions.

Session Title: *Getting the Deal Done – Strategies of Success Identifying Stages, Pricing and Auctions*

Session Summary: “Getting the Deal Done – Strategies of Success Identifying Stages, Pricing, and Auctions” will provide insights into completing transactions that are winners for the buyer. Many transactions eventually fail to achieve intended results for the buyer because of inadequate planning and experience. One essential key to merger success is knowing the intended destination and implementing appropriate steps during the planning and due diligence phases to help insure a desirable outcome. Attend this session and take away strategies to help make you an invaluable advisor that accomplishes both buyer and seller goals for the longer term.

Session Title: *Management Buyouts*

Session Summary: “Management Buyouts” focuses on an option that is often not seriously considered for many possible transactions. In many cases management wants to have the opportunity to acquire the candidate company, but the reality of lack of capital effectively ends most management buyouts. There are circumstances that allow management buyouts, but such transactions require advanced planning and in most cases substantial assistance from the selling shareholders. When management buyouts are completed the result is often satisfying for all parties.

CPE Hours / Fields of Study: Two (2) hours / 1 hour Finance (FN), 1 hour Specialized Knowledge and Applications (SK&A)

Presenter Bio:



Enrique Brito, CFA, AVA, CM&AA, is a Senior Managing Director of The McLean Group. He focuses on advising owners of privately held middle market businesses on how to measure, enhance and harvest the value in their businesses. His primary expertise is with companies in information technology, renewable energy and staffing services sectors.

Mr. Brito has more than 19 years of experience in corporate finance and investment banking and has been involved in transactions in the U.S. and in several Latin American countries including Mexico, Venezuela, Colombia and Peru. He specializes in divestitures, acquisitions and capital formation transactions and in the implementation of value enhancement programs in relation to exit strategy planning. He is an instructor with the National Association of Certified Valuation Analysts where he lectures on courses in M&A and business valuation to national audiences (awarded Instructor of Great and Exceptional Distinction from 2003 to 2008). He also is a regular contributor to local business publications and a speaker at national conferences on M&A topics.

Prior to joining The McLean Group, Mr. Brito was a principal and founder at Kaizen Consulting Group (KCG), a merger and acquisition advisory firm based in McLean, Virginia. Prior to KCG, he was Director of Corporate Finance with COMSAT International (subsequently merged with Lockheed Martin Global Telecommunications) where he participated in merger and acquisition teams in all phases of the process performing business valuations, conducting due diligence, and negotiating final terms and conditions. He also evaluated and negotiated IT/Telecom investment opportunities and successfully implemented value enhancement programs in the company's subsidiaries in Argentina, Mexico, and Venezuela. Before joining COMSAT, Mr. Brito was Executive Director at EuroCapital Corporation, a corporate finance advisory firm, where he specialized in corporate finance projects involving initiatives financed by multilateral finance institutions in Eastern Europe, Russia and the Commonwealth of Independent States.

Mr. Brito holds an MBA, with honors, from The American University and a BS degree in Industrial and Systems Engineering from the University of Florida. He also holds professional credentials as a Chartered Financial Analyst (CFA), Accredited Valuation Analyst (AVA), and Certified Mergers & Acquisitions Advisor (CM&A). Mr. Brito is a member of the CFA Institute, the Washington Society of Investment Analysts and the National Association of Certified Valuation Analysts. He is a Financial Industry Regulatory Authority (FINRA) registered representative (Series 7, 63) and general securities principal (Series 24).

Presenter Bio:



Dennis Roberts, CPA, CVA, ABV, CMAP, is Chairman of The McLean Group, LLC. Mr. Roberts has more than 35 years of accounting and investment-banking experience involving a multitude of transactions across a wide variety of industries and markets.

Mr. Roberts was the Founder, Chairman, and CEO of a publicly-held national bank from 1984 to 1992. Prior to that, he was Founder and Senior Partner of a large Washington, DC area accounting firm that he sold to his partners in 1987.

While a practicing Certified Public Accountant (CPA), Mr. Roberts focused on mergers & acquisitions (M&A), commercial finance, and similar transactions.

A graduate of Benjamin Franklin University (which subsequently merged with George Washington University), Mr. Roberts is a Certified Valuation Analyst (CVA). He also is Accredited in Business Valuation (ABV) by The American Institute of Certified Public Accountants, and is an enrolled Federal Tax Accountant. He teaches, lectures, and writes on M&A, business valuation, and corporate finance to national audiences. He is a Financial Industry Regulatory Authority (FINRA) registered representative and firm principal (Series 7, 24, 28, 63).

Presenter Bio:



As an entrepreneur himself, **Scott Miller**, CPA/ABV, CVA, understands closely held and family-owned businesses. He balances that perspective with years of corporate experience, starting his career at a national public accounting firm, going on to serve as a VP of Finance and plan fiduciary for a large ESOP company. He then served as a principal in several family businesses, and founded ESI in 1993.

At ESI, he's helped hundreds of businesses through transition planning, including valuations, strategic planning, financing, fairness opinions, terminations and litigation support.

As a nationally recognized authority on business valuations, he's published widely in professional journals and is a sought-after speaker for professional and industry groups. He's authored technical seminars for the American Institute of Certified Public Accountants and the National Association of Certified Valuation Analysts. Scott has an undergraduate degree from Kenyon College and an MBA from the Cornell University Johnson Graduate School of Management. He is a CPA with additional business valuation accreditation from the AICPA and NACVA.