



Your prime
partner in
business
acceleration

Vadestra

Strategy

Strategies for business acceleration

Shared

**Profound
business
analysis**

insights

**Support, facilitation and
organizational ownership**

- Structured, fact-based analysis in combination with extensive industrial experiences
- Extensive primary sources and in-depth interviews
- Quick, iterative and focused analysis

- Push for relevant insights
- Challenge status quo understanding
- Focus on implications and actionable insights – So What?

- Path to profitable growth and organizational efficiency
- Vitalize the value proposition and strategic agenda
- Define acceleration levers
- Maximum leverage of core business
- Exploring potential outside the box

- Active support
- Interaction
- Project management
- Work shops
- Leveraging internal competence

Resources

Professional advisors

- Three senior partners with together >35 years of experience of advisory services
- Six sr. analysts highly skilled in research and analysis

Industrial network

- Nine professional advisors with extensive industry experience of different sectors
- Sector expertise include retail, consumer goods, telecom, logistics, etc.

Nordic partner network

- Nordic partner network to leverage upon in pan-Nordic assignments
- Partners are based in Oslo, Copenhagen and Helsinki

Global reach

- Access to global databases and business information
- Access to global industrial expertise

Core Values

Supporting

- Long-term customer relationships
- During projects and between projects
- Sounding board in various strategic (and other) matters

Pragmatic

- Recommendations shall generate tangible results
- Secure engagement and ownership
- Cost-effective approach with small, senior teams

Result oriented

- Define and validate substantial improvement potential
- We never leave before a recommendation is given
- Actionable and measurable recommendations

Challenging

- Out-side in perspective to challenge internal beliefs
- Industry best practice might not be good enough
- High integrity, always deliver our objective view

Think tank

- Continuously investing in our knowledge development
- Large experience base
- Creative and innovative approach, challenge status quo

Our core competence: Business advisory services and Transaction advisory services

Our Business Advisory customers

Large and mid-sized public companies

Small and mid-sized privately held companies

Focus on Nordic/North-European companies with regional/global markets

Our Transactions advisory customers

Nordic Private Equity Funds – Large, mid-sized and small

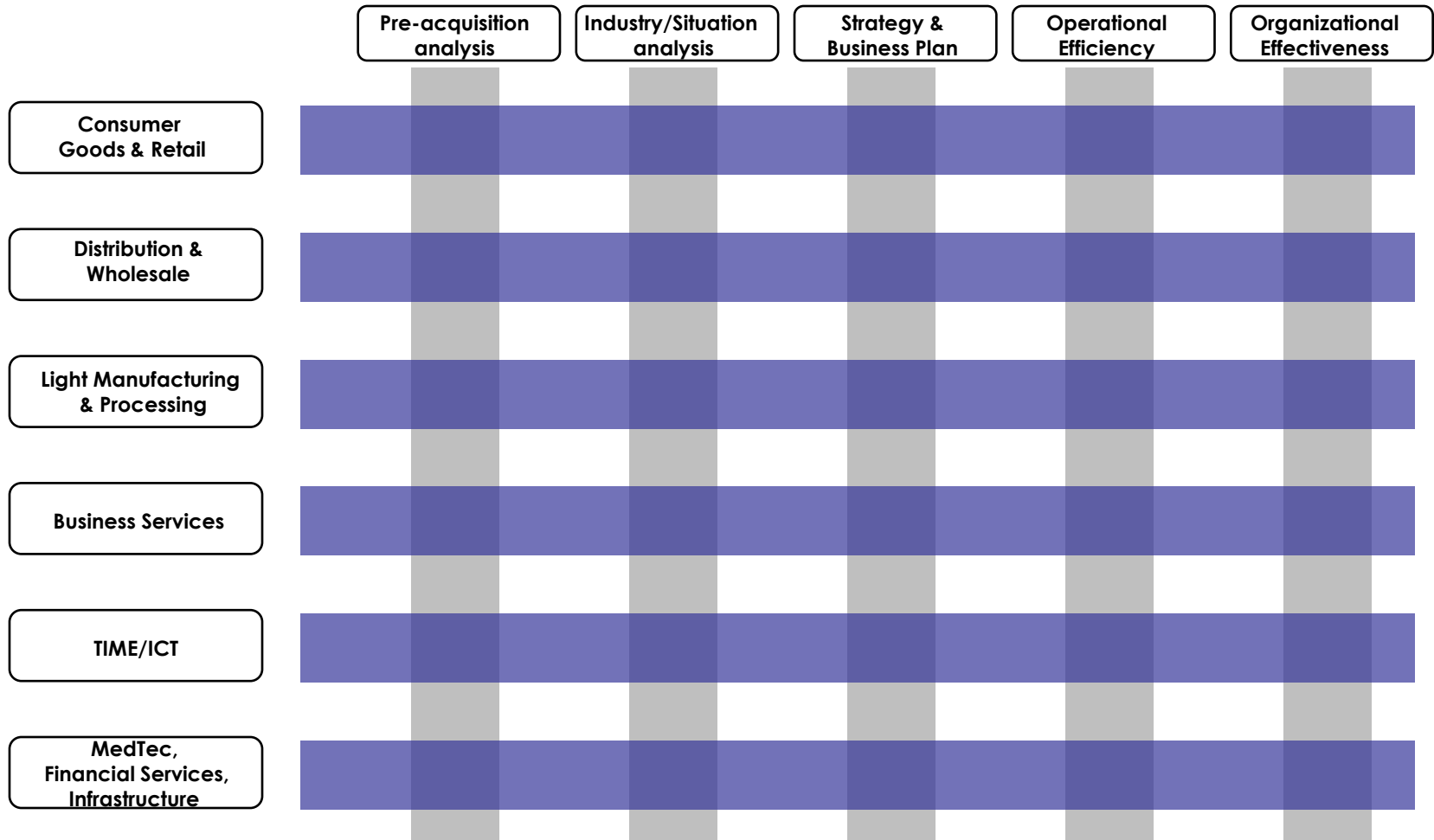
Private investors
(ex. Family funds and other)

Public funds such as the AP funds and similar

Across multiple industrial sectors

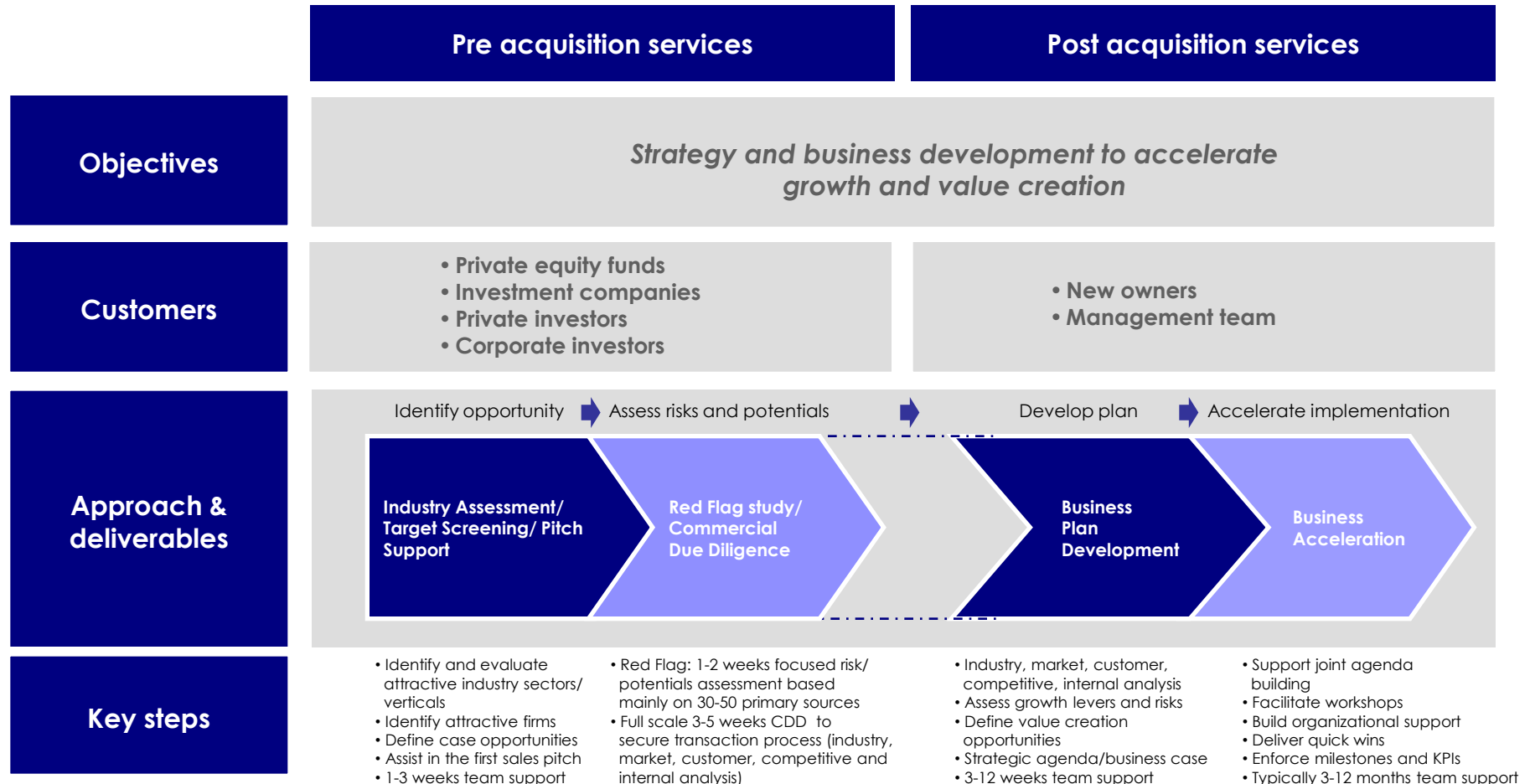
Typically in search of ways to accelerate their business and value creation

Sector and practice areas focus



Transactions Advisory Services

Leveraging on our business development skills has given us a unique capability as transaction advisors in mergers and acquisitions



Our competitive edge

Interactive process and proven analysis model

- Senior experience and fact based analysis provide a solid basis for delivering key insights
- Strong focus on primary sources: interviews with customers, competitors, industry experts and other stakeholders
- Highly interactive process together with the investor to pinpoint key analysis areas, to share insights, to fine-tune direction and to build “buy-in” as we go
- A recommendation is always provided

Senior teams and cost effective approach

- Senior teams always comprised of at least two senior advisors, of which one acts as project team leader
- Network of senior industrial advisors supporting with sector knowledge
- Cost effective structure with low overhead enables excellent value for money

Highly efficient red flag processes

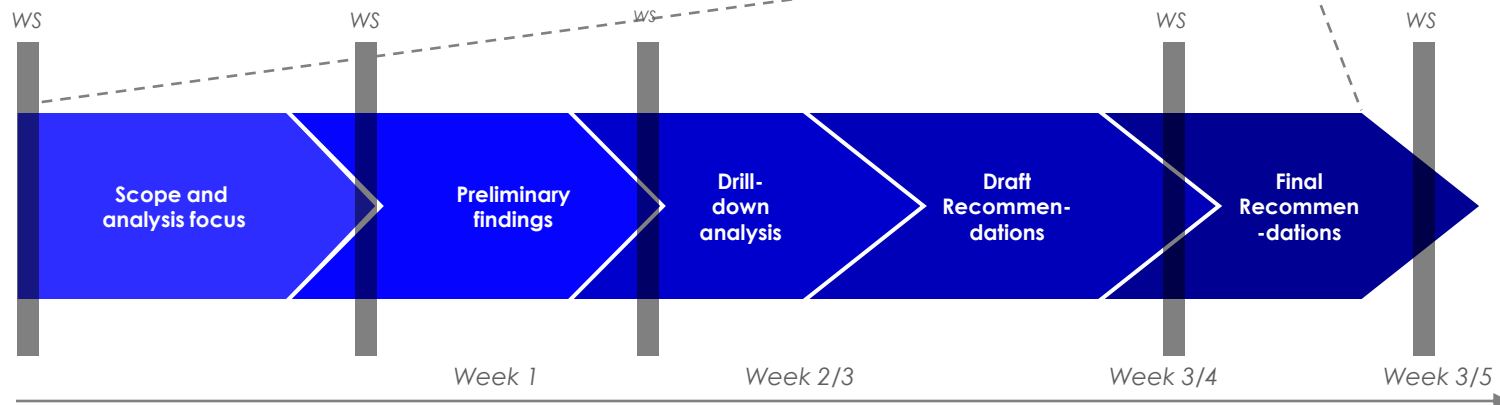
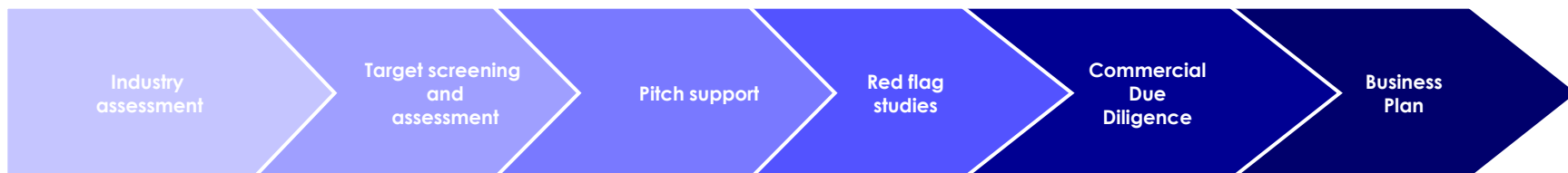
- Proven track record of delivering fact based insights and recommendations in a short period of time
- Highly structured process and approach
- Red flag is a cost effective approach, specifically prior to an indicative offer

Proven track record within strategy development

- Vast experience of carrying out strategy development processes within a wide array of sectors provides a firm bedrock for efficient business plan development
- Advantageous with same advisors for commercial DD and business plan development: No energy losses, preserved process momentum, strategic building blocks provided in commercial DD

Transactions Advisory Services

Transactions advisory offering



- Define scope of analysis, timetable, CSFs
- Joint discussion/decision on analysis key areas (risks and opportunities)
- Initiate analysis
 - Market
 - Competitive landscape
 - Customer analysis
 - Value creation opportunities

- Present/discuss early findings: 5-7 days into CDD analysis
- Revise scope and focus
- Define drill-down areas

- Drill-down analysis
- Interviews with customers, competitors and other industry members (30-50+ interviews)
- Verify/disqualify all key hypotheses

- Close to final draft
- Joint discussion/decision on need for additional analysis
- Validate and verify data

- Final recommendation
- Go/No go decision
- Oral and written presentation
- Value creation opportunities
- Draft strategic building blocks
- Initiate business plan development

Examples of delivered **Red Flag** Studies

Red flag area	Key issues
Market attractiveness	<ul style="list-style-type: none">▪ Underlying market growth drivers▪ Drivers of industry sector profitability▪ Impact of value chain dynamics: Consolidation level, price/cost dynamics, threat of private label, etc.
Competitive advantages	<ul style="list-style-type: none">▪ Assessment of position and performance drivers▪ Economies of scale/cost structure▪ Barriers of entry▪ Market and customer perception of position▪ Level of sustainable competitive advantages
Customer needs	<ul style="list-style-type: none">▪ Needs/purchase criteria of customer and customers' customer▪ Commercial logic and contractual structure▪ Attractiveness & CSF of concept/business model/offering▪ Channel attractiveness
Exogenous factors	<ul style="list-style-type: none">▪ Risk and impact of supply chocks▪ Impact of import/export regulations▪ Impact of M&A scenarios▪ Technology risks
Value creation opportunities	<ul style="list-style-type: none">▪ Evaluation/feasibility of growth strategy▪ Organizational structure, sizing and set-up▪ Infrastructure set-up, cost structure and scalability▪ Evaluation of go-to market strategy

Transactions Advisory Services

Examples of 40 completed Reference Projects 2007-2009

Industry Sector	Industry Analysis/ Target Screening	Pitch Support	Red Flag Study/Initial Commercial Due Diligence	Commercial Due Diligence & Commercial advisor	Business Plan	Divestment process	Information Memorandum
Consumer Goods and Retail							
- Interior Design				x	x		
- Food and Beverages I			x				
- Food and Beverages II			x				
- Chain Concept I			x				
- Chain Concept II, China (prior to 2007)					x		x
- Book Concept				x			
- Consumer Electronics					x		
Distribution							
- Wholesale Industrial Products			x				
- Computers and PDAs			x				
- Film Distribution			x	x			
- Construction Equipment			x				
Business Services							
- IT Solutions Provider I				x			
- IT Solutions Provider II	x	x					
- Cleantech and Recycling I			x				
- Cleantech and Recycling II			x	x			
- Cleantech and Recycling III	x		x				
- Construction and Maintenance				x			
- ICT Services	x						
- Cleantech Services	x						
- Security Services	x						
Manufacturing and Process Industry							
- Office Supplies			x	x	x		
- Construction Equipment	x	x					
- Construction Equipment II			x				
- Tooling Equipment							
- Oil Refinery			x				
- Animal Nutritions			x				
TIME							
- Telco Operator				x			
- Cable Operator, Eastern Europe				x			
- Cable Operator, Norway				x			
- TV Shop Network, US (prior to 2007)						x	x

Business Advisory Services

We always provide solid analysis and actionable recommendations

Client situation/challenge

2nd opinion –challenge current strategy and market view

Update market view for better strategy precision

Secure/vitalize long-term profitable strategy

Pin-point key risk factors or growth levers

Strategy is good but everybody is not on-board

Key questions - examples

- Is our strategy aggressive enough?
- Are we getting full potential of leverage keys – customers, distribution channels, pricing etc

- How can we accelerate SME segment by 20% annually?
- How can we accelerate international launch in Norway and Denmark?

- Challenge potential goals
- Leverage current strengths/position
- Define value creation opportunities
- Define business plan and financials

- What is our reaction to changed prices in raw materials?
- Our key competitor is consolidating the competition – our response?

- Why does not our organization materialize our strategy?
- We are moving to slow – what is in the way?

Our delivery

- Primary, fact-based analysis – 30 + interviews
- Cross-industry reference points
- Cost-effective recommendations
- Joint process w sr expertise

2-4 weeks

- Primary, fact-based analysis – 30+ interviews
- Quick market response 1-2 weeks
- Market up-date w opportunity assessment
- Joint process and recommendations

1-3 weeks

- Primary, fact-based analysis
- Experience and cross-industry leverage
- Sr. support, process & ownership
- Actionable and ambitious business plan

5-12 weeks

- Joint definition of risk factors
- Primary, fact-based analysis – 30 + interviews
- Quick market response 1-2 weeks
- Cost-effective recommendation

1-3 weeks

- Build and accelerate common agenda
- Delivery of 4-6 strategic workshops
- Leverage internal skills to the max
- Involve leadership and organization

3-18 weeks

Business Plan process: Example

Business Advisory Services: The typical Business Plan process



- Interview and bond with key firm stakeholders
- Identify key company challenges and areas for development
 - Quick wins list
- Define company strengths and growth levers
- Assess company's competitive position
 - Growth, profitability, market share, customer base, offerings etc
- High-level understanding of industry drivers and implications

- Brainstorm possible growth opportunities
 - Markets
 - Customers
 - Offerings
 - Role in value chain
 - Pricing
 - Identify operational excellence and efficiency potentials
- Prioritize key opportunities for validation
 - High level potentials assessment
 - Scope the validation analysis

- Drill-down analysis to qualify and quantify the opportunities/potentials
 - Industry trends and drivers
 - Customer needs and buying behavior
 - Competitive analysis
 - Industry infrastructure enablers
 - Internal improvements
- Interviews with customers, competitors and other industry members (15-30+ interviews)
- Verify/disqualify /reprioritize/discover and size opportunities

- Validate financial growth and profitability potentials
- Set financial targets
- Define and qualify enablers to capture the potentials
- Develop and verify 3-5 year Revenue and EBITDA bridge
- Risk assessment
- Financial modeling incl. CAPEX requirements, Pro Forma analysis and valuation estimates when required

- Define 6-8 strategic focus areas for growth, profitability and operational excellence
- Define specific strategies and actions for each focus area
- Set milestone targets

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Deliverables

- Engage and interview key stakeholders!
- Build rapport and relationships
- Quickly shape common view on current situation
- Identify key strengths to build upon

- Involve all key people
- Open up to all ideas
- Structure and prioritize top 6-10 opportunities

- Develop short list of key opportunities
- Quickly assess overall market and profitability potentials
- Map opportunities vs. company strengths
- Understand customers perspective

- Aggressive yet attainable targets
- Challenge financial goals but secure buy-in
- Action plan for all relevant enablers and mitigation plan for all identified risks

- Maximum engagement from the organization based on first-cut proposal
- Clear link to business analysis and financial targets
- Be concrete and specific in focus area descriptions – no room for misinterpretation
- Living document

- Let the responsible functions set own milestone targets
- Link tightly to strategic focus areas
- Be specific with measurable activities and deadlines
- Be realistic on what is feasible
- Living document

Success factors

Business Advisory Services

Project examples 2004-2009 (1/2)

Industry Sector	Market analysis (customers, competition, financials)	Strategy & positioning	Organization & Governance model	Active facilitation	Strategy implementation	Operational excellence
ICT						
Telco	X	X	X	X	X	X
Cable operator	X	X	X	X	X	X
Telco Norway		X			X	
Cable operator, Germany	X	X	X	X		
Equipment supplier	X	X			X	X
IT-consulting		X		X		
IT Business Systems						
GDS	X	X	X	X	X	X
Fleet Management	X	X		X		
Fleet Management	X	X	X	X	X	
Clean Tech						
Bio fuels supplier	X	X				
Recycling operator	X	X	X	X	X	X
Financial Services						
Tax free administration	X	X	X	X	X	X
Bank		X	X			
Life insurance	X	X				
Fund manager	X	X				
Financial information	X					
Infrastructure Services						
Telco/IT design & maintenance	X	X	X	X		
Telco/IT design & maintenance	X	X		X	X	
Retail & Wholesale						
Photo retailer	X	X		X		
Food retailer	X	X				
Fod producer	X	X		X		
Coffee chain, China	X	X	X		X	
Metal distributor	X	X	X			

Business Advisory Services

Project examples 2004-2009 (2/2)

Industry Sector	Market analysis (customers, competition, financials)	Strategy & positioning	Organization & Governance model	Active facilitation	Strategy implementation	Operational excellence
Manufacturing & Process industry						
Heavy trucks					X	X
Air handling units			X	X	X	X
Forrest company	X	X	X	X		
Construction materials, Norway			X		X	X
Pulp & paper		X		X	X	
Sensor development, Finland	X	X	X	X		
Engineering						
Power train development	X	X	X	X	X	X
Engineering, Norway					X	X
Oil company, Oman					X	X
Aluminum producer, Norway					X	X
Distribution & Logistics						
Postal distribution A	X	X				
Postal distribution B	X	X	X	X		
Logistics		X		X		
Address administration	X	X	X			
Energy						
Nordic energy producer A		X	X	X		
Nordic energy producer A	X	X		X		
Med Tech & Pharma						
Medical technology	X	X	X	X		
Pharmaceutical manufacturing						X
E-business						
Metal engineering	X	X				
Metal producer portal	X	X				

Contact information

Visiting address

Biblioteksgatan 29
114 35 Stockholm
Sweden

Telephone

+468-611 49 30

Web site

www.vadestra.com

Alexander Asplund, Partner

Telephone: +4676-888 21 10

E-mail: alexander@vadestra.com

Niklas Löfling, Managing Partner

Telephone: +4670-277 93 27

E-mail: niklas@vadestra.com

Svante Östblom, Partner

Telephone: +4670-575 73 58

E-mail: svante@vadestra.com