



# Middle Market M & A: Handbook for Investment Banking and Business Consulting

By Kenneth H. Marks, Robert T. Slee, Christian W. Blees, Michael R. Nall

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**In-depth coverage in a single handbook of the middle market based on the body of knowledge of the Certified M&A Advisor credential program**

M&A advisors have an unprecedented opportunity in the middle market with the generational transfer of wealth and capital being deployed by private equity and corporate investors. *Middle Market M&A: Handbook for Investment Banking and Business Consulting* is a must-read for investment bankers, M&A intermediaries and specialists, CPAs and accountants, valuation experts, deal and transaction attorneys, wealth managers and investors, corporate development leaders, consultants and advisors, CEOs, and CFOs.

- Provides a holistic overview and guide on mergers, acquisitions, divestitures and strategic transactions of companies with revenues from \$5 million to \$500 million
- Encompasses current market trends, activities, and strategies covering pre, during, and post transaction
- Addresses the processes and core subject areas required to successfully navigate and close deals in the private capital market
- Includes content on engagement and practice management for those involved in the M&A business

This practical guide and reference is also an excellent primer for those seeking to obtain their FINRA Series 79 license.

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### Editorial Review

#### From the Inside Flap

Providing a holistic overview and guide to mergers, acquisitions, divestitures, and strategic transactions for middle market companies, *Middle Market M&A* covers pre-transaction planning, deal execution, and post-transaction considerations, addressing the processes and core subject areas with the practical and street-smart acumen required to successfully navigate and close deals in the private capital market.

Drawing from their combined decades of experience, authors Kenneth Marks, Robert Slee, Christian Blees, and Michael Nall, along with contributors from the Alliance of Merger & Acquisition Advisors (AM&AA) community, share an abundance of insights to reveal the foundation to understanding the middle market. With straightforward direction about the trends and activities you will encounter, you'll find the essential strategies and tips you'll need before, during, and after the deal.

#### ***Middle Market M&A* explores:**

- Characteristics of the middle market and the private business owner
- A practical view of market valuation and deals
- Corporate development applied to the private capital markets
- Advantages—and challenges—of cross-border M&A
- Financial analysis and modeling
- Sell-side/buy-side representation
- Structuring and financing transactions
- Tax provisions used in M&A
- Strategic and tactical due diligence
- Regulation and compliance
- M&A concepts and deal slang

*Middle Market M&A* is based on the body of knowledge of the industry-leading benchmark credential, the Certified M&A Advisor (CM&AA) Program, and is an essential reference for advisors, leaders, and executives involved in the life cycle and process of M&A transactions.

Based on the body of knowledge of the Certified Merger & Acquisition Advisor Program

#### From the Back Cover

#### **Praise for *Middle Market M&A***

"Of all the situations we address in investment banking, M&A is the most complex. Valuation, tax, regulatory, and differing structures are but a few of the issues that require extra thought and diligence. Middle Market M&A is the best reference that one can use for both background as well as a practical execution guide. It outlines the same tools we use on a daily basis."

—**Christopher W. Gaertner**, Managing Director and Co-Head, Technology Investment Banking, Bank of America Merrill Lynch

"*Middle Market M&A* is a must-read for business development professionals serving the middle-market M&A sector. This is a comprehensive resource that provides valuable insights that are certain to increase

your deal-making success."

—**Patti Gillenwater**, CEO, Elinvar, and Board Member, ACG Global

"A labor of love—I will be dipping into this book for years to come. It has a strong grasp of both passing trends and lasting principles. It is good on the technical side, without sacrificing the bigger picture and the better deal."

—**Mike Sweeting**, Head of Partnering, BCMS Corporate

"A superb treatise for honing your M&A skill set. It provides tremendous insight for executives and professionals engaging in middle market M&A transactions."

—**Robert Loewer**, JD, MBA, MSA, General Counsel and Director of Finance, National Railway Equipment Co.

"Here in one volume, the authors provide timely, relevant insights and time-tested techniques for successfully engaging in middle market M&A. For those who are considering an M&A transaction—whether as a buyer, a seller, an advisor, or a provider of financing—the advice contained in these pages should be required reading."

—**Cal Hackeman**, National Managing Partner, Technology Industry, Grant Thornton LLP

#### About the Author

**KENNETH H. MARKS**, CM&AA, is founder and a Managing Partner of High Rock Partners, Inc. He is the lead author of *The Handbook of Financing Growth: Strategies, Capital Structure, and M&A Transactions* (Wiley). He has been involved as management, advisor, and board member with many emerging growth and middle market businesses.

**ROBERT T. SLEE**, CM&AA, is Managing Director of Robertson & Foley, a middle market investment-banking firm. He has published over 100 articles on private finance topics in a variety of legal and business journals. He is the author of *Private Capital Markets* (Wiley).

**CHRISTIAN W. BLEES**, CPA, CM&AA, is President and CEO of BiggsKofford PC, directing several sectors of the business including the firm's merger, acquisition, and sales practice. He has been involved in over 200 middle market M&A sales transactions.

**MICHAEL R. NALL**, CPA, CM&AA, is founder and CEO of the Alliance of Merger & Acquisition Advisors, a Chicago-based professional trade association featuring a resource and development center serving more than 600 independent accountants, attorneys, and business advisors. He is an author and recognized speaker on valuation, growth, and sales of middle market companies.

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#### Mark Feaster:

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