*“Merger-of-equals” **

Definition	Characteristics	Priority Issues
• Typically a stock-for-stock exchange between two similarly sized entities to create single combined entity	• Deal logic typically involves heavy consolidation to achieve cost synergies • Prevalent in mature or capital intensive industries • Typically difficult political, cultural and integration-related issues due to power/control issues and “best-of-both” expectations	• Governance & decision protocols • Retention • Culture assessment • Fit & Value Assessment • Business process assessment • Set clear expectations that “best process and capability” prevails • Sales force integration and customer concerns

Examples: BP/AMOCO, Daimler-Chrysler, Travelers / Citibank, Ticketmaster / Live Nation

*** Our bias: There is no such thing in practice.**

M&A PARTNERS