

Bluebox<sup>®</sup>



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## Welcome to Bluebox

As an Entrepreneur, you've no doubt put blood, sweat and tears into growing and developing your business over a number of years. Perhaps you consider it's time for a new challenge? Perhaps you just want to 'sell up'? Perhaps you need some outside investment in both cash and infrastructure to take your business to its next level? Perhaps you simply want to take it easy and enjoy the fruits of your labour?

Selling your whole business – or even a part of it - is often the best way to realise a significant cash lump sum in a highly tax efficient manner. But a sales process can be daunting - it needs expert guidance and a lot of planning along the way.

This is where Bluebox comes in. We are one of the UK's leading corporate finance advisors with unrivalled access to both UK and international, strategic and financial buyers and investors. We have an intimate knowledge of both corporate sale and fund raising processes and are privileged to have won more than 30 Industry awards, which are testament to our expertise in the field. Our team has helped over 200 business owners successfully sell their business or raise investment and our particular point of focus is pre-sale planning. We recognise the truly significant impact that this can have.

Bluebox assists you every step of the way, helping you to plan and prepare thoroughly. With experience built over many years, we are very well placed to identify the relevant risks to your forthcoming sale and provide guidance as to how you can address those issues before you move forward. We firmly believe that we enhance your saleability and maximise the value for your business. Fail to plan. Plan to fail.

It's a unique approach that gives our clients a significantly better chance of achieving their sale at maximum value or fundraising at minimal dilution. If you'd like to find out more about how we can help you, please do get in touch.



PAUL HERMAN, FOUNDER & CEO

"Bluebox were excellent and I would score them 10 out of 10 for the work that they did. We are very grateful for all their help in delivering an outcome that meets all of the objectives of our key stakeholders. Bluebox ran a very well organised and structured process with excellent communication and strong negotiation throughout. I would have no hesitation in recommending the Bluebox team to anyone."

**Richard Baker of the British Retail Consortium, Former Client and Chair of both Whitbread and the LTA**



# How can we help you?

## Looking to sell?

Selling a business is often the most important ‘transaction’ in a business owner’s life. We pride ourselves in (and have won numerous awards for) being skilled in the matter of selling private businesses. We enjoy access to hundreds of thousands of corporate buyers, both domestically and internationally, and can open doors to the Private Equity community both here in the UK as well as in the United States, and globally. Our world-class research capabilities, combined with our unique processes, enable us to succeed in identifying the right buyer for you that will actually complete a deal and buy your business at the best possible price.

## Looking to raise money?

We raise funds for our clients often, but not always, as a service that leads to an eventual sale. We pride ourselves in our ability to access an exceptional range of strategic and financial investors, both in the UK and overseas who are constantly on the ‘look-out’ for opportunities.

## Looking to raise debt capital?

If you’re looking for a capital injection to help fund growth plans but are not sure about bringing in new shareholders or owners, we can assist you in finding funding sources that will help you to achieve your goals with limited, if any, dilution. Our team can access a plethora of new alternative lenders as well as existing banks to secure the right terms, the right flexibility and the best rates from the most attractive lenders.

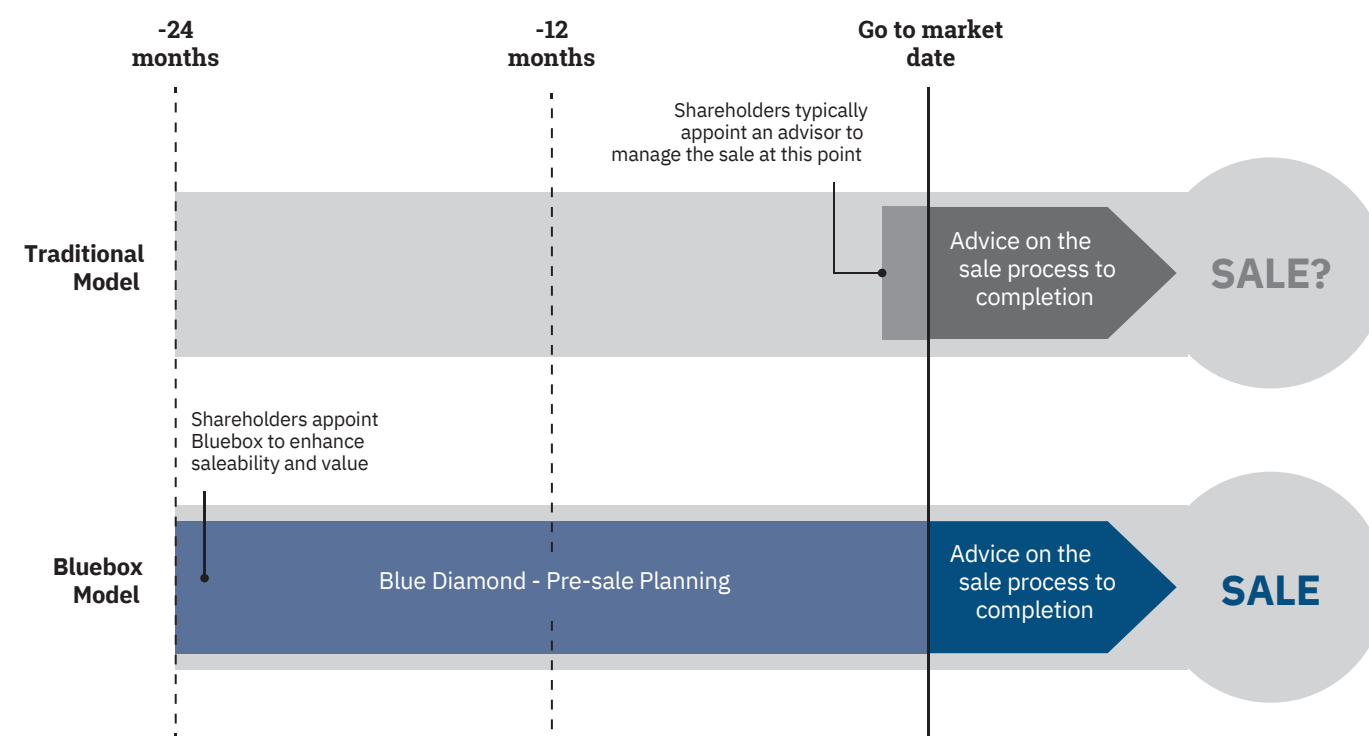
## Something else?

Every business is unique, and perhaps your current needs do not fit neatly into one of the above. Our team is experienced in many aspects of corporate finance, so whether you have a potential buyer already lined up and need assistance with the final negotiations, or whether you are just embarking on a business journey and require some early hand holding... we may well be able to help.

# How is Bluebox different?

Unlike many in our market, Bluebox wish to remain your trusted advisor throughout your journey to your ultimate exit. It starts with an early relationship and builds from there. We advise clients on every step of the way to their sale, ensuring, where possible, that they end up with the best possible deal.

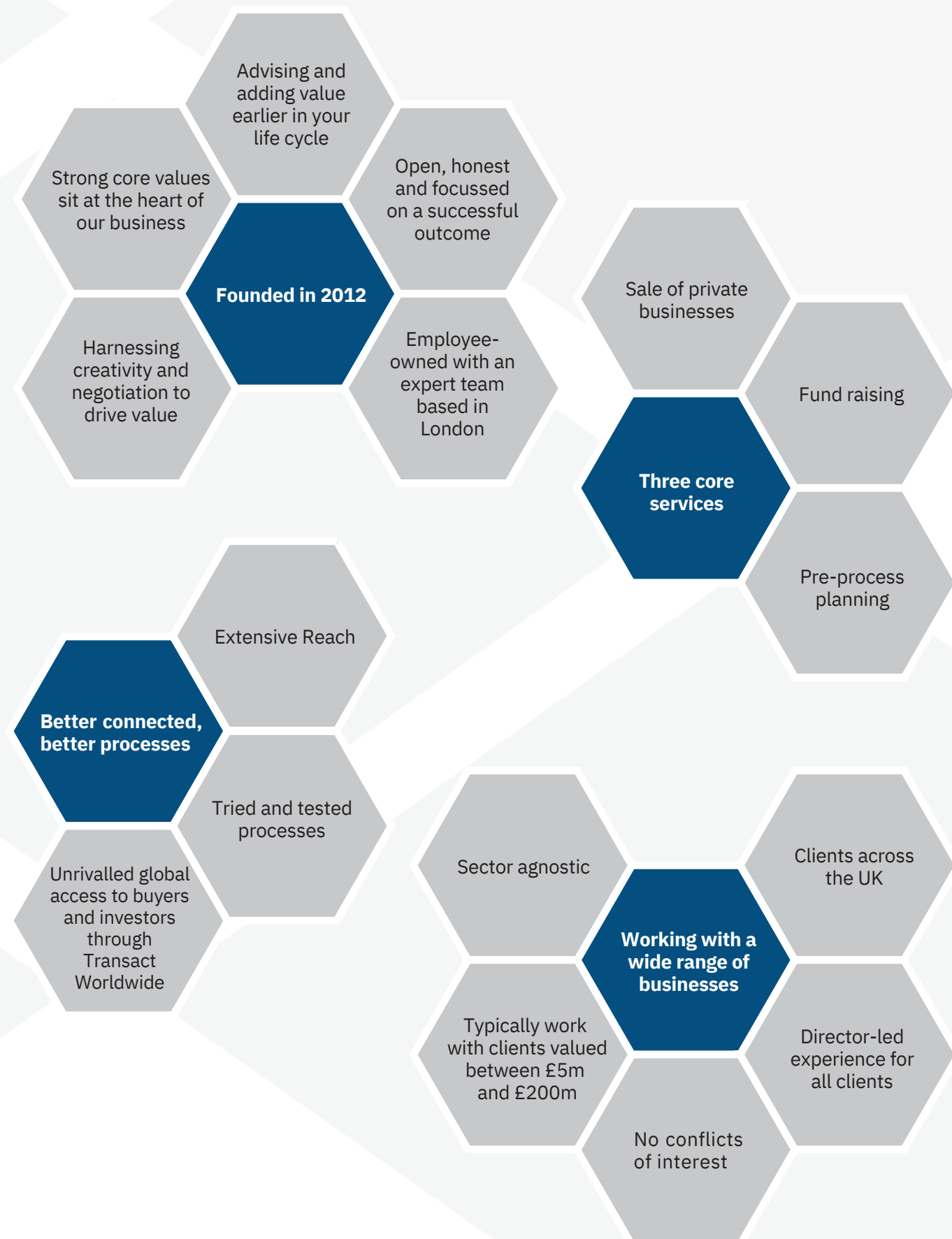
In some cases we start working with clients up to three years before the eventual sale, using our award-winning ‘Blue Diamond’ programme to enhance results (see page 10).



"The advice offered by the Bluebox team throughout the process was invaluable to the shareholders. We strongly believe that participating in Bluebox's pre-sale planning programme was a significant driver behind the success of the deal."

**Harpal Singh of CAL, Former Client**

## Bluebox at a glance



## Core values

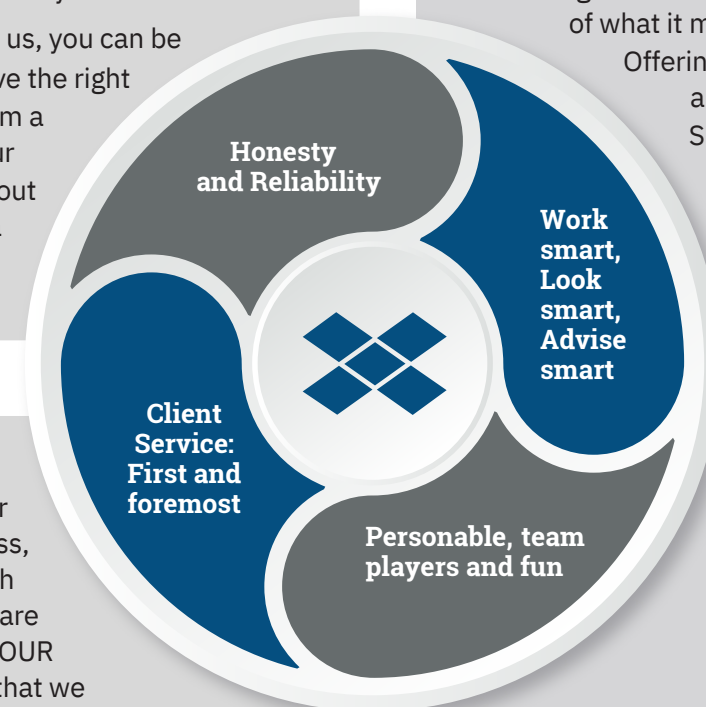
We are straight and “on the level” with both clients and colleagues at all times. We are not afraid of saying certain things that you may not wish to hear. Selling a business is likely to be one of the biggest decisions in your life, and we want you to have all the facts and our best insights before you take a decision to move one way or another.

When you work with us, you can be assured that you have the right level of attention from a dedicated team. Your key contact throughout the process will be a Director from our transaction team.

Looking Smart, even if casual, is important. We believe it is important to look smart. It reminds us of our professionalism, and it sets the standard for our interactions.

Working Smart means working efficiently – we focus on the things that really matter and cut through the waffle.

Advising Smart is what we do. Irrespective of what it means for ‘us’ at Bluebox. Offering the best advice sets us apart from other advisors. Smart, commercial advice is at the heart of our business.



No matter the size or scale of your business, or the sector in which you operate, clients are the beating heart of OUR business. We do all that we can to ensure that you are never left wanting and that you always feel that you have someone to talk to. Your queries will be responded to promptly and efficiently.

We strive for the very highest level in Client Service.

Our daily roles require inter-personal skills. We believe that we are easy to engage with and inclusive of all views.

Individually, our team members bring different skills and experiences, and we recognise that when we come together as a team, we are greater than the sum of our parts. Collectively we are well-balanced and uniquely knowledgeable. We have fun doing what we do, and this comes across in our passion and positivity.

Bluebox provided an exceptional service to the shareholders from the outset. They identified some very interesting suitors at the outset of the exercise and managed the process diligently throughout. I am extremely grateful for their efforts, and I could not recommend them highly enough.”

**David Walton of BestOutcome, Former Client**



## Services we offer



### Blue Diamond planning programme

It's a sad fact that over 90% of all businesses 'taken to market' by Corporate Advisors fail to sell. To address this issue, Bluebox has developed 'Blue Diamond', an award-winning, pre-sale planning programme which allows us to work with our clients over a period of time in the years that run up to their sale. Blue Diamond comprises numerous elements including third-party DiagnostiX toolkits, Purchaser analysis and Opportunity Mapping which culminate in a unique Key Recommendations report. Blue Diamond is explored in more depth on page 10.



### Sale of private businesses

Deciding to sell your business is likely to be one of the biggest decisions you'll ever make. To guide you through the process you need a trusted team of expert advisors to work with you every step of the way. This is a core area of expertise with our team having sold hundreds of businesses in numerous sectors.

Together with our international partners who transact in over 40 overseas markets, we enjoy direct access to hundreds of thousands of corporate buyers, as well as unrivalled access to both UK and global private equity communities. With our market-leading research capability, processes and procedures, our team should enable you to find the right buyer who will pay the right price and offer the best terms.



### Negotiating an offer

Many clients approach us once they have already received an approach for their business. They need immediate advice that will not only add value, but also get the job done. How do they know if the offer is right? What should they disclose to a third party suitor and when? How should the discussions be choreographed? Even if clients know their buyer, Bluebox can add enormous value to your sale or fund-raising process. And, if we don't think we can add value, we'll tell you up front.



### Fund Raising

We can help raise funds for your business - often as a first step towards an eventual sale. Starting with the creation of a comprehensive financial model, we'll show you why it is so important to articulate the key growth opportunities that your business is presented with and explain how they add value to the exercise. We'll assist in the identification of investors and then manage the investment process until the money is in the bank. You may even wish to sell some existing shares at the same time to realise some cash.



### Acqui-hire programme

Many clients recognise the enormous benefits that certain buyers could bring to their business. However, they are not yet ready to sell their entire company. Moreover, clients often enquire as to whether or not there is a way to benefit in a transaction from the infrastructure and resource that a third party may bring. And there is. At Bluebox, we place a lot of attention on our 'Acqui-Hire' deal structure through which a buyer acquires a 'percentage' of your business now and commits, legally, to acquire the remaining shares at agreed points in time in the future (and critically at a price that reflects the benefits that this buyer brings). All of this can be worked into a deal to add value for all.



### Ancillary Services

Every business is unique and business owners often require a broad range of services in the run up to their eventual sale. Whether it be business modelling, strategic advice early on in your journey or a simple valuation, our team will add value in a range of situations. We can introduce you to an extensive range of world-class professional service providers with whom we enjoy strong relationships in a wide range of areas including taxation, management incentivisation and intellectual property.



"From the early stages of planning our exit and right through the transaction, Bluebox provided ongoing and invaluable support to the shareholders. Their knowledge of private equity transactions, together with their ability to quickly grasp how our market operates, was seriously impressive. Many thanks to the team at Bluebox. We would have no hesitation whatsoever in recommending their services to owners who are considering the sale of their private business."

**Sue Brown of O'Neill Patient, Former Client**

## International Reach

Bluebox is proud to be part of Transact Worldwide, a collaboration of over 35 mid-market M&A practices that provide Bluebox with unrivalled access to International. Executing deals with International Buyers is something that we pride ourselves on and is evidenced by the majority of transactions over the past 12 years. Whether it be a buyer in the US, China, Germany, France, India or Australia, Bluebox and Transact Worldwide will assist you in finding the right suitor and executing a deal with them.



### Local access to global markets

We enjoy regular dialogue with our international partners who typically bring additional international buyers to transactions we are leading. Working with the leading advisers in many cities across the globe, Transact Worldwide can assist in ensuring a smooth cultural transition in a structured M&A exercise.



### Driving cross-border activity

The associates of Transact Worldwide typically complete over 300 transactions a year. A trend that seems to be growing year on year.



### Accessing the Mid-market

Identifying and accessing the 'big' buyers in your market is not the challenge, but accessing Mid-Market buyers operating in niche local communities can be difficult. Bluebox takes pride in the access we enjoy in the mid-market; providing us with a genuine competitive advantage.

"The whole Bluebox team has been fantastic from start to finish, and I am very grateful for their dedication, hard work, and perseverance. In addition to running a seamless exercise from the outset, I was especially impressed with their ability to identify such interesting buyers and creatively negotiate a deal that met mine and John's objectives."

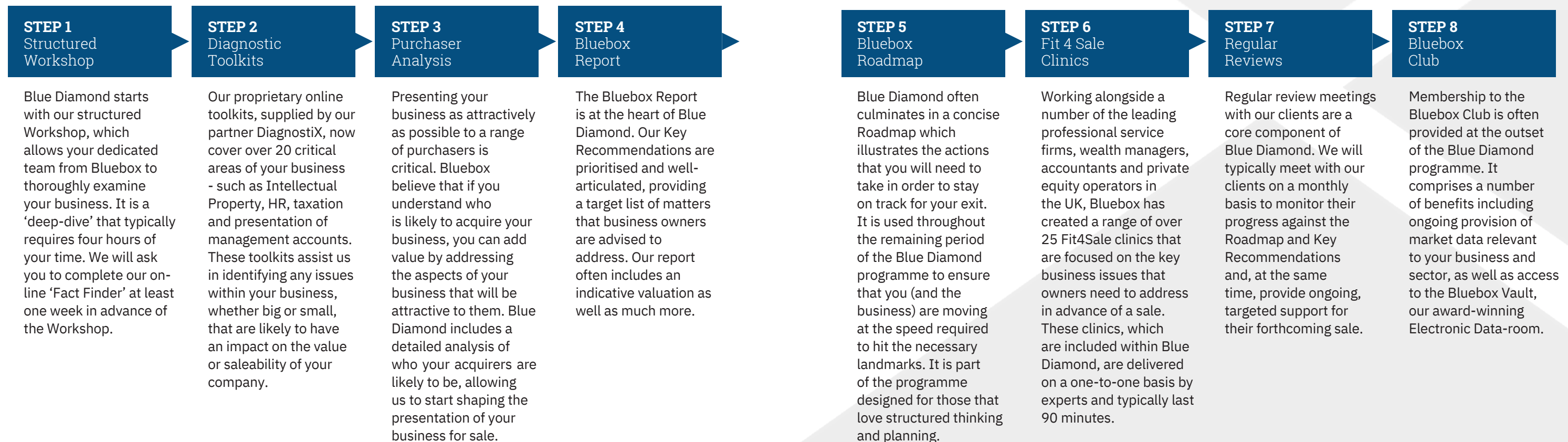
**Brian Stewart of Extra UK, Former Client**

# Our “Blue Diamond” programme

Blue Diamond, our award-winning pre-sale (or pre-fund raise) planning programme, is at the heart of the Bluebox offering. It is an eight-step programme that is used by business owners of all shapes and sizes and across a wide range of sectors to make sure that they are fully prepared for their ultimate sale or fund-raising exercise.

Blue Diamond has been designed with two key objectives in mind: (1) To maximise the price realised from your ultimate sale and (2) To significantly enhance your saleability by mitigating the risks of a failed exercise. Blue Diamond is used by clients at all stages of their lifecycle. It is never too early to add value and is often started several years before an exit is contemplated.

## The 8 Steps of the Programme



"From the early stages of planning our exit and right through the transaction, Bluebox provided ongoing and invaluable support to the shareholders. Their knowledge of private company M&A was seriously impressive and the service offered was outstanding. I would have no hesitation in recommending their services to anyone who is contemplating a sale in the coming year. Many thanks to the team."

**Marc Granditer of Base, Former Client**



# Businesses that we can help

## Sector Agnostic

The Bluebox team has experience across a broad range of sectors. We operate a number of 'industry groups' which mirror those of our international partners, Transact Worldwide. These Industry Groups provide us with a deeper understanding of the markets in which our clients operate. We believe that the focus of a single adviser in a single industry can quickly create 'conflicts of interest' and accordingly we avoid this dynamic. Through our in-house access to world-class research and with the support of Transact Worldwide, we offer all of our clients, irrespective of sector, a deep understanding of their market as well as access to numerous buyers on an International basis.



Business Services



Consumer & Retail



Financial Services



Healthcare



Industrials



Technology



Media & Digital Tech



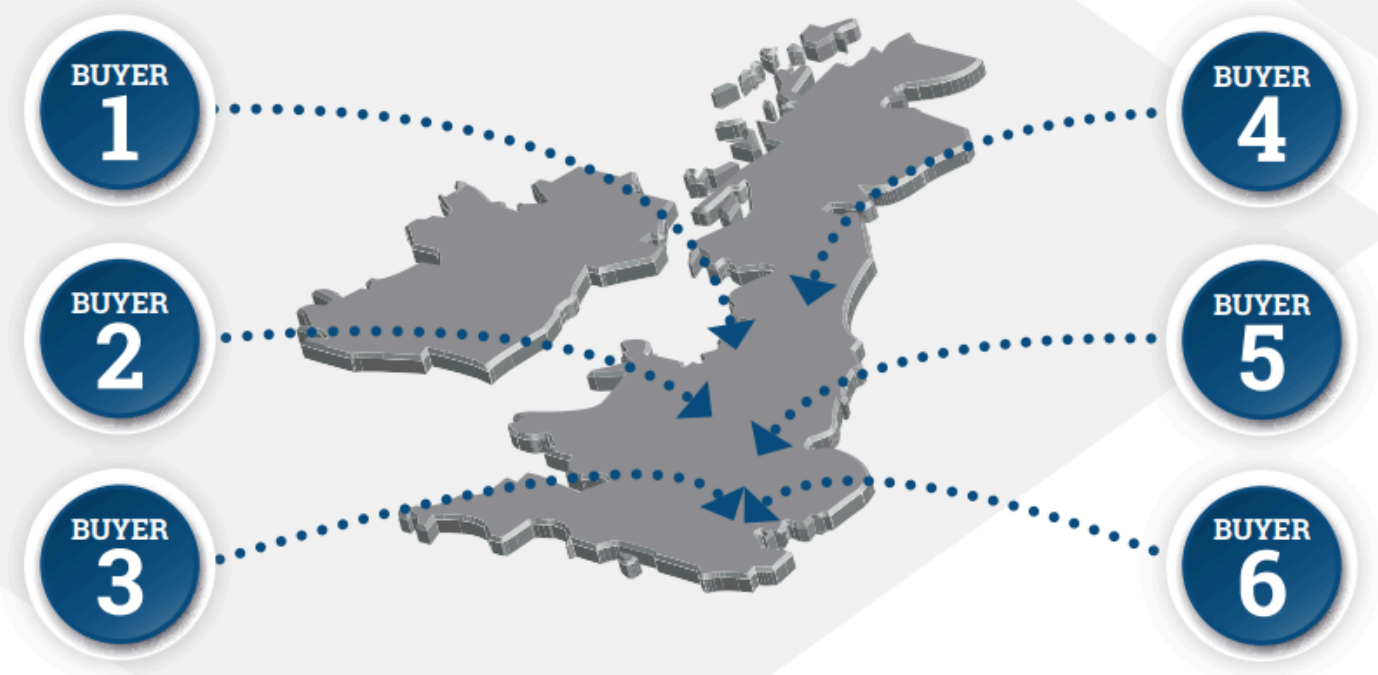
Private Equity

## Business Size

Bluebox's focus is on deals where we can deliver against our clients' expectations. We typically work with businesses valued in the broad range of £5m to £200m, but make a final assessment as to whether or not we engage with a client based on our confidence in achieving the price that they may be targeting.

## Access to Overseas Investment

Bluebox provide services to UK-based businesses and work with shareholders from across the globe. We are often selling to, or raising funds from, international buyers and investors, but the target businesses that we work with will almost always be either head-quartered in, or have assets based in, the UK. We are often approached by international shareholders to sell UK-based assets.



# A few of our recent deals...

<b>BestOutcome</b> <b>SOLD</b> By Bluebox and acquired by <b>ELECO</b> UK UK	<b>Fireco</b> <b>SOLD</b> By Bluebox and acquired by <b>Lagercrantz Group</b> UK Sweden	<b>bovingdons</b> <b>SOLD</b> By Bluebox and acquired by <b>OVG OAK VIEW GROUP</b> UK USA	<b>MESTEC</b> <b>SOLD</b> By Bluebox and acquired by <b>Banneker Partners</b> UK USA	<b>extra</b> <b>SOLD</b> By Bluebox and acquired by <b>storskogen</b> UK Sweden
<b>Devonshire Healthcare Services</b> <b>SOLD</b> By Bluebox and acquired by <b>uniphar</b> UK Italy	<b>ayming</b> <b>SOLD</b> By Bluebox and acquired by <b>Argon&amp;Co*</b> UK France	<b>FRC</b> <b>SOLD</b> By Bluebox and acquired by <b>RSK</b> UK UK	<b>CURTIS &amp; CHOCOLAT</b> <b>SOLD</b> By Bluebox and acquired by <b>BYBROOK</b> UK UK	<b>CPMS</b> <b>SOLD</b> By Bluebox and acquired by <b>YFM Equity Partners</b> UK UK
<b>shoprite</b> <b>SOLD</b> By Bluebox and acquired by <b>TESCO</b> UK UK	<b>O'Neill Patient</b> <b>SOLD</b> By Bluebox and acquired by <b>inflexion</b> UK UK	<b>impact air systems</b> <b>SOLD</b> By Bluebox and acquired by <b>ADDTECH</b> UK Sweden	<b>movement strategies</b> <b>SOLD</b> By Bluebox and acquired by <b>GHD</b> UK Australia	<b>BRC GLOBAL STANDARDS</b> <b>SOLD</b> By Bluebox and acquired by <b>LGC</b> UK UK

**Bluebox**

"Bluebox managed an incredible process from start to finish. They were highly recommended by our lawyers and I am extremely grateful for the teams' efforts. We would not have achieved this result without them both in terms of pricing and speed of transaction. We were impressed with their ability to gain a seriously deep understanding of the industry in which we operate, as evidenced by the wide range of interest generated in the business, largely from International partners. They successfully negotiated a deal that met the objectives of all stakeholders and I could not recommend them highly enough."

**Jeremy Harford of MESTEC, Former Client**



#### Contact us

If you would like to find out more about our services, please get in touch:

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