



GLOBAL
VALUE
FINANCE

COMPANY OVERVIEW

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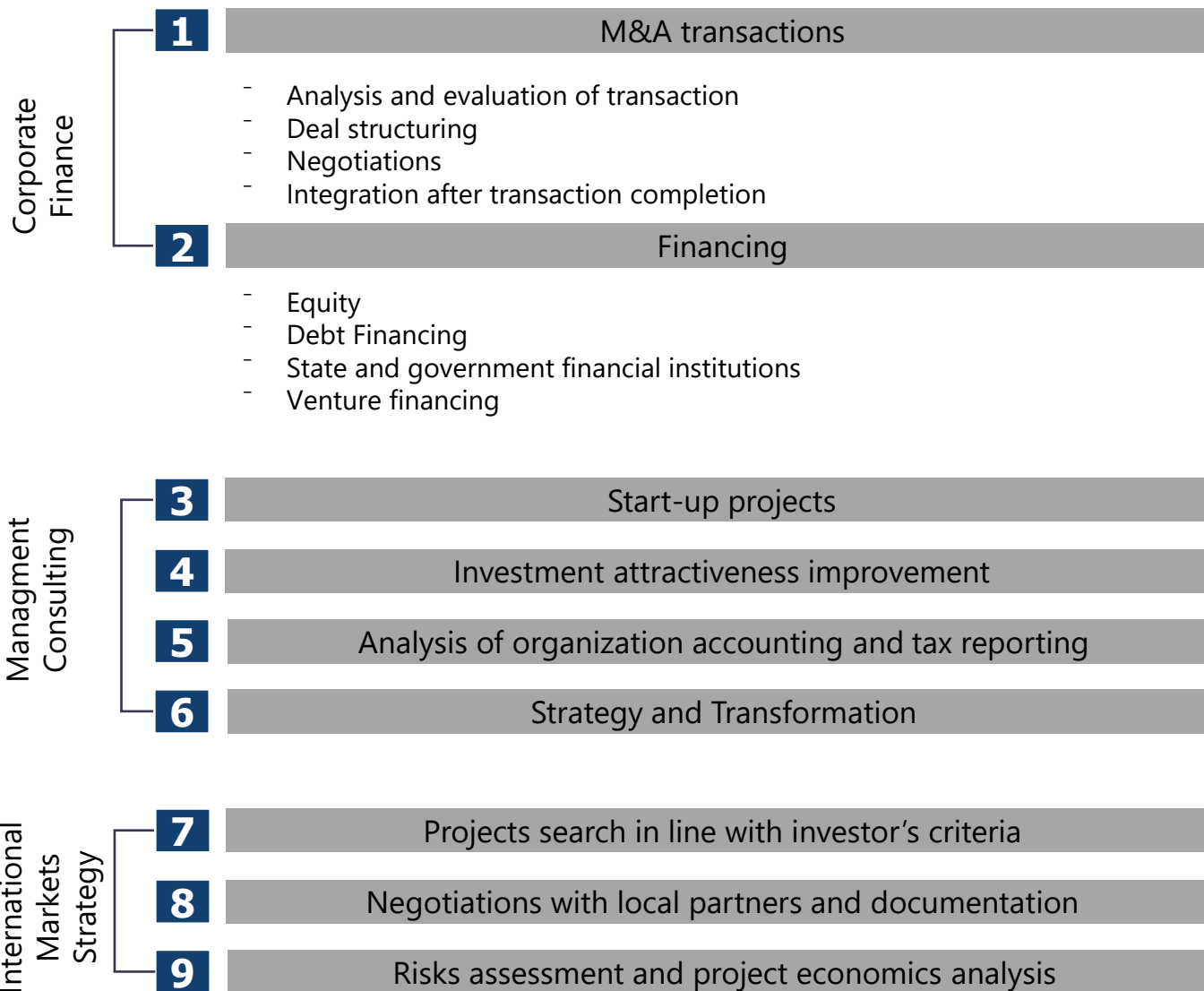
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Global Value Finance

- We are independent consulting firm that combines services on corporate finance, management consulting and international markets strategy
- Team of professionals with extensive experience in investment banking, real economy and strategy consulting
- Clients engage us for our experience, unique solutions, industry knowledge and ability to achieve results quickly.
- We build long lasting cooperation with our clients based on professional relationships established in the process of joint work.



M&A transactions (Sell Side)

Providing assistance at all stages of company selling process



| 1 | 2 | 3 | 4 |
|---|---|---|---|
|---|---|---|---|

- | PREPARATION | MARKETING | DUE DILIGENCE | NEGOTIATIONS AND SIGNING |
|---|---|---|---|
| <ul style="list-style-type: none"> ■ Preparation of a financial model for assessing investment transaction attractiveness ■ Preparation of an information memorandum and related transaction marketing documentation ■ Assistance in preparation of an investment story and validation of valuation ■ List of potential investors that best meet the requirements and interests of our client | <ul style="list-style-type: none"> ■ Communications with potential buyers (signing confidentiality agreements, emails outlining the sale process and distribution of information materials) ■ Assistance in preparation of management meetings and data rooms ■ Evaluation of indicative proposals, selection of potential investors admitted to due diligence | <ul style="list-style-type: none"> ■ Preparation and coordination of due diligence process ■ Assistance in preparing meetings with management, expert support, answering questions, etc. ■ Coordination of all parties involved (investors, consultants, banks, etc.) ■ Assistance in buyers selection for next round of negotiations | <ul style="list-style-type: none"> ■ Protection of client's position during all negotiations, especially in matters of company valuation ■ Recommendations on transaction structure, its financial conditions, assistance in deal planning and structuring ■ Working schedules for transaction closing and monitoring of the agreed deadlines by all parties involved ■ Coordination of the process until documentation signing ■ Deal Closing |

- | | | | |
|--|--|--|--|
| ➤ Appropriate company positioning and preparation of marketing documentation | ➤ Start of initial negotiations with potential buyers interested in the deal | ➤ Selection of the most interested parties for the final round of negotiations | ➤ Creating a competitive environment for potential buyers until deal closing |
|--|--|--|--|



M&A transactions (Sell Side)

Established partnerships with private equity and strategic investors.
We ensure that transaction is considered at the highest level.

Scope of work on preparation and transaction support

Stage 1 >>>

- Analysis of the information received from the client
- Preparation of financial model, transaction valuation range
- Preparation of presentation materials based on the results of modeling and evaluation

Stage 2 >>>

- Identification of potential investors and transaction presentation to them, negotiation process support
- Assistance in the preparation of data room and coordinating visits of interested parties
- Updating the initial information provided by the client in investment documents, updating and preparing additional documentation in accordance with the specific requirements of potential investors

Stage 3 >>>

- Evaluation of received offers and selection of preferred buyers
- Supporting negotiations on the value and terms of transaction
- Interaction with lawyers, consultants and employees of the buyer during pre-investment due diligence
- Recommendations on transaction structure, its financial conditions, assistance in planning and control over the transaction timing
- Follow-up negotiations to maintain active communication on the transaction
- Negotiating deal documents and terms of agreements
- Coordination of documents signing and transaction closing

Advantages



1

Achieving the highest possible valuation



2

Due Dilligence



3

Professional deal presentation to market players



4

Deal probability increase



5

Risk reduction



Assistance at all stages of target company acquisition and integration process

- 1** Targets Selection
 - Identification of existing opportunities, data collection and analysis in line with investor's criteria
 - Analysis of potential transaction economics
 - Selection of investment opportunities
 - Negotiations
- 2** Evaluation
 - Evaluation for the acquired company in consideration of all risks after due diligence
 - Transaction rationale and economics
- 3** Due Diligence
 - Operational due diligence
 - Financial and accounting due diligence
 - Legal due diligence (in cooperation with client's lawyers)
 - HR analysis, social issues affecting reorganization timing and integration after M&A
- 4** Representing client interests in negotiations
 - Professional rationale:
 - Valuation
 - Business development forecast
 - Financial, legal and operational risks identified during due diligence
- 5** Deal Structuring
 - Development of the structure of the transaction, taking into account:
 - Minimization of legal, financial, tax risks for both the transaction itself and the subsequent operation of the asset as part of the buyer's business structure
 - Asset protection
 - Asset and technology integrations

Assistance at all stages of target company acquisition and integration process

6

Transaction support

- Coordination of the work of lawyers, financiers and other specialists of the transaction participants
- Supervising the transaction timeliness at all stages
- Coordination of legal consultants within the framework of an M&A transaction on antimonopoly law issues, obtaining appropriate corporate approvals and etc.

7

Development of an asset and technology integration strategy

- Company audit after acquisition
- Assets integration strategy
- Integration of planning and accounting systems, internal controls and other management system tools

8

Financing

- Raising funding for deal closing
- Additional financing for M&A implementation might significantly improve transaction economics





Professional support at any stage



INSTRUMENTS

Debt Financing

Attracting a strategic or financial investor

State support programs
(SME Corporation, VEB,
RDIF, Industrial
Development Fund, etc.)

Project finance

Leasing

Bonds issue

DeFi

OUR SERVICES

- Fundraising strategy
- Analysis of opportunities for obtaining tax incentives and participation in state support programs (PSEDA, etc.)
Preparation of relevant documentation and process support
- Measures to increase investment and credit attractiveness
- Development and revision of business plans and information memorandums
- Preparation of complete set of investment or loan documentation
- Search and attraction of investors
- Working with financial institutions
- Deal structuring



Selecting the most effective financial solution for our clients, depending on project aspects



Achieving the most favorable transaction terms



1 Project preparation consulting

Development (examination) of a business plan and investment documentation, including:

- Project development strategies
- Marketing analysis
- Project risk analysis
- Preparation of project financial model
- Project development plan with validation of required resources
- Preparation of management systems and personnel requirements

2 Attracting investments

- Project presentation to selected private and venture investors
- Obtaining support from state and regional development institutions

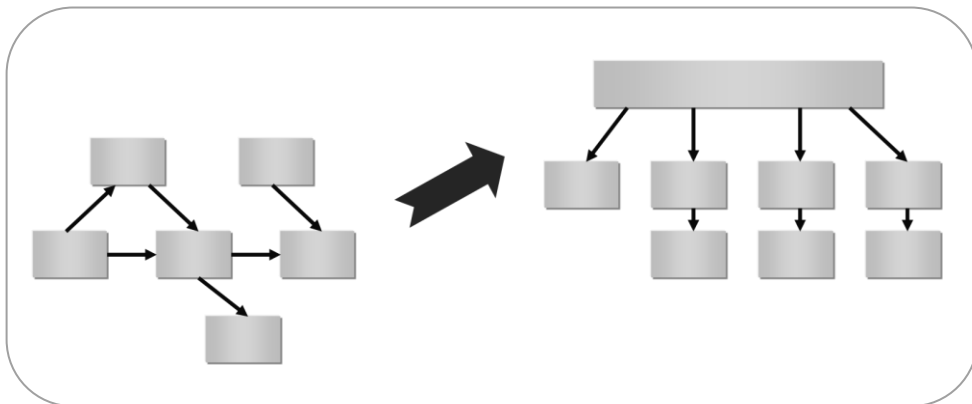
3 Project management

- Setting up and maintaining project management system
- Participation in operational management at the request of the client or investors
- Project financial control
- Project support at subsequent stages



Holdings Transformation. Investment attractiveness improvement

Improving management efficiency and increasing business value



- Investment attractiveness assessment
- Development and implementation of an individual set of measures to increase capitalization and investment attractiveness of the holding
- Optimization of ownership structures, development of asset protection schemes (Balance between investment attractiveness and assets protection)
- Tax risks optimization
- Establishment of internal control systems
- Optimization of organizational and management structures

Management Consulting

- 1** Strategy formalization
- 2** Regulation of key business processes
- 3** Implementation of integrated standards: planning, accounting and corporate reporting
- 4** IR policy development
- 5** Creation of positive public and credit history
- 6** Optimization of motivation systems on upper and middle level





Express analysis of organization accounting reporting

Understanding current status of accounting reporting, identification of potential risks, assessment of internal controls

1 For whom?

- Founders (owners)
- Top management
- Current and potential investors/lenders

2 What's included?

- Analysis of the reliability, transparency and systematization of accounting functions
- Analysis of the reliability and compliance with the norms of the legislation of accounting and tax reporting
- Analysis of the state of document circulation and regulation of accounting business processes of the organization
- Evaluation of the effectiveness of the management and internal control system in the organization

3 When is it needed?

- Before planned tax audit
- Before preliminary audit of the annual accounts
- Before investing into a business
- In case of introduction of new activities
- In case of non-standard business transactions
- For the purpose of obtaining credits and loans
- When changing the head or chief accountant

4 What is the result?

- Qualified and reliable opinion on the state of accounting functions, accounting reporting, workflow and internal control systems of the organization
- Identification of possible financial, tax and organizational risks that may arise in the process of tax inspections and the implementation of the organization's activities
- Providing specific solutions on how to address identified risks with a step-by-step plan and recommendations for mitigation

5 Main advantages

- Fixed cost
- Established deadlines and results
- Established list of accounting indicators to be analyzed
- Standard list of requested documents and information

Indicative project timeline

- After providing a full package of documents and information, the analysis is usually completed within 7-10 working days
- The total timing - after the provision of a complete documents package and information does not exceed 15 working days



Teamwork and information exchange with client's specialists



| | 1 Information request | 2 Analysis of the accounting database and accounting functions | 3 Analysis of accounting and tax reporting | 4 Analysis of the documents management system and regulation | 5 Project Completion |
|------------|--|---|---|--|---|
| CUSTOMER | <ul style="list-style-type: none"> - Initial questions - Contract approval - Providing access to the organization's accounting database, documents and information upon initial request | <ul style="list-style-type: none"> - Providing access to the database of accounting for operations of financial and economic activities of the organization - Provision of documents according to the initial request | <ul style="list-style-type: none"> - Providing accounting and tax reports of the organization - Providing documents and information upon requests | <ul style="list-style-type: none"> - Provision of regulatory internal acts and organizational and administrative documentation of the organization and documents and information upon additional requests | <ul style="list-style-type: none"> - Consideration and approval of the report on the conducted express analysis of the organization's accounting |
| CONSULTANT | <ul style="list-style-type: none"> - Approval of project roadmap - Agreement signing coordination - Initial request for access to the organization's accounting database, documents and information | <ul style="list-style-type: none"> - Checking the implementation of accounting for operations of the financial and economic activities of the organization in the accounting system for transparency, practicality and compliance with legal norms. - Formation of an additional requests for documents and information | <ul style="list-style-type: none"> - Verification of the reliability of the calculation of indicators of the organization's activities and the formation of accounting and tax reporting for reliability and compliance with the law | <ul style="list-style-type: none"> - Analysis of regulatory documents for completeness, reliability and compliance with the law | <ul style="list-style-type: none"> - Conducting consultations and follow-up meetings - Formation and provision of a report on the conducted express analysis of organization's accounting - Provision of closing documents |



Strategy and transformation of management systems

Detailed study at each stage of transformation plan

Target

Achieving and maintaining a high degree of business manageability while maintaining high growth rates and developing new areas.

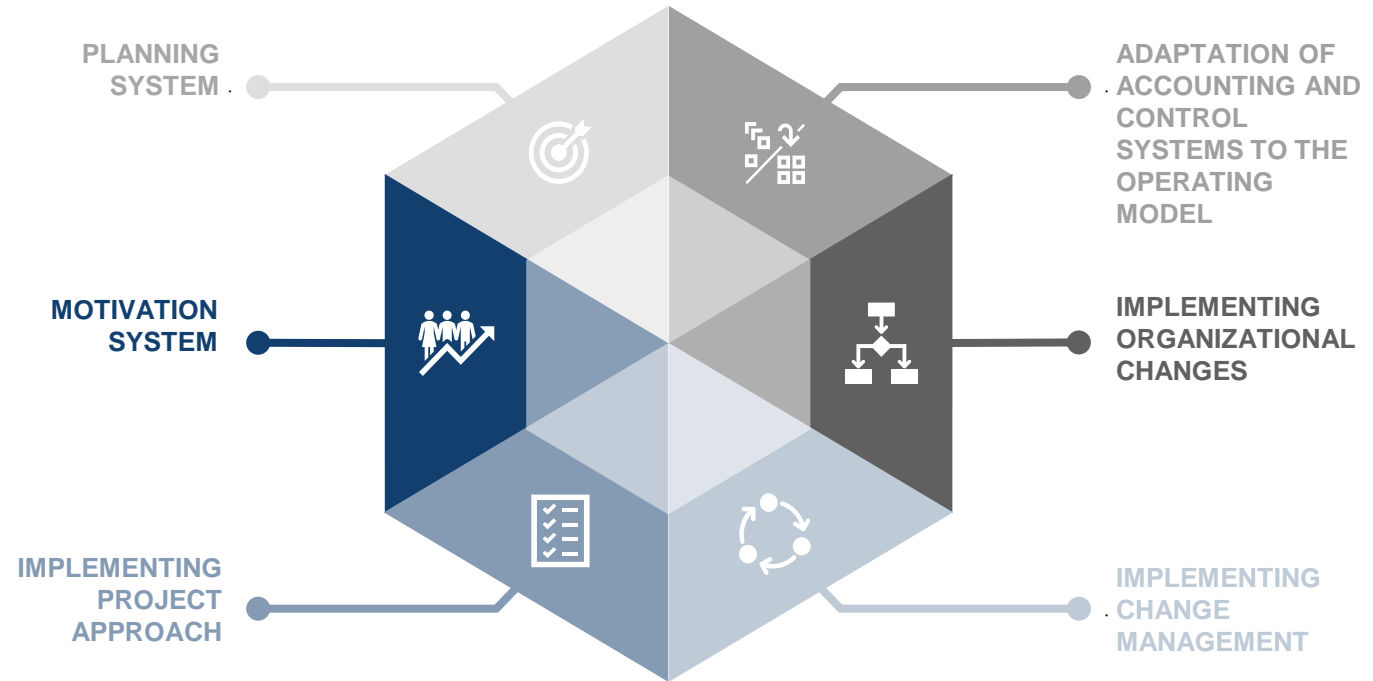
Key tasks

- Form a vision of operating model
- Build a control system in accordance with this model

Result

Complete, up-to-date and reliable information about the planned and actual state of the group of companies

DIRECTIONS OF CHANGE

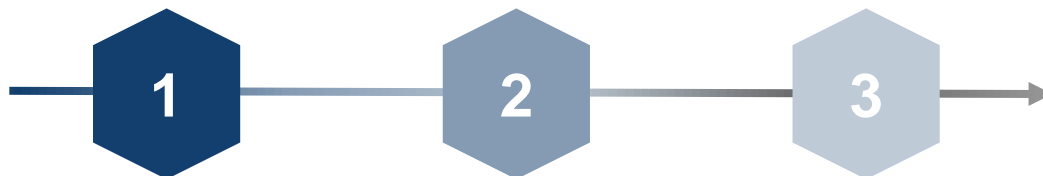


MAIN STAGES OF TRANSFORMATION

DIAGNOSTICS OF THE CONTROL SYSTEM

APPROVAL OF OPERATING MODEL

TRANSFORMATION PLAN



SUCCESS FACTORS

- Involvement of senior management in all transformation tasks
- Informing middle managers about ongoing changes
- Allocation of the necessary resources (time, people, money)

Examples of our documents and financial models

High quality standards and compliance with the requirements of leading banks and financial institutions

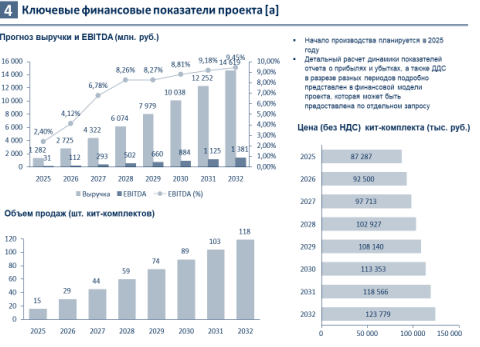
Outstanding questions for business plan preparation

(Usually it takes ca. 1-3 months to prepare)

- 1 **Legal structure**
 - o Jurisdiction and Legal Entities. Holding structure
 - o Shareholders
 - o Foundation documents
 - o Exclusivity distribution agreements
 - o Patents/ IP rights
 - o Trademark registration
- 2 **Management**
 - o People / Team
 - o Corporate governance
 - o Responsibilities
 - o Organization structure
 - o HR – talent search, salaries policy, etc.
- 3 **Financial Plan**
 - o Initial capital required
 - o Fiscal model (Revenues, Opex, Capex, etc.)
 - o Accounting policy
 - o Tax Policy
 - o Investment attractiveness justification
- 4 **Market research**
 - o Demand estimation
 - o Sales policy
 - o Distribution channels
 - o Pricing policy
 - o Competitive advantages
 - o Marketing strategy
 - o Potential partners



- Основание Creative Union
- o Корпоративная олимпиада ИТ «Абсолют»
 - o Организация концертной программы на юбилей основателя ИТ «Абсолют», включая выступления артистов Shakira и The Pussycat Dolls
- Организация мероприятия, посвященного 105-летию «Пухляковской Академии» при участии Фурсенко А.А. и Набиулдиной Н.С.
- Организация VIP-обслуживания на авиационно-космическом салоне МАКС-2011



Multiple screenshots of Excel spreadsheets showing financial models, charts, and data tables. The spreadsheets include various tabs like 'Таблица', 'Параметры', 'Вкладыши', and 'Данные'. Charts include bar graphs, line graphs, and pie charts.

Global Value Finance LLC

Upon request we can provide our track record and recommendations from our clients that will validate the excellence and expertise of our services.



Successful work experience and established business relationships



(1) Namibia

- Population: 2.5 million people
- GDP '21 = \$12.2 billion
- Resources: uranium, diamonds, copper, gold, lead, zinc, tin, silver, tungsten, coal, natural gas.
- Main industries: mining, fishing, tourism



(2) Botswana

- Population: 2.3 million
- GDP '21 = \$17.6 billion
- Resources: diamonds, copper-nickel ores, coal, soda, platinum, gold and silver
- Main industries: mining, tourism



(3) Zambia

- Population: 18 million people
- GDP '21 = \$ 24.17 billion
- Resources: copper, cobalt, emeralds, gold, silver, uranium, lead, zinc, coal, manganese
- Main industries: agriculture, mining



(4) Zimbabwe

- Population: 14 million people
- GDP '21 = \$25.7 billion
- Resources: tobacco, platinoids, chromites, iron ore, gold, rare metals, copper, nickel, cobalt, bauxite, coal and precious stones (diamonds, rubies, emeralds)
- Main industries: agriculture



(5) Tanzania

- Population: 59 million people
- GDP '21 = \$69.2 billion
- Resources: tin, phosphates, iron ore, coal, diamonds, gems, gold, gas, nickel
- Main industries: agriculture



(6) Kenya

- Population: 53 million
- GDP '21 = \$109.4 billion
- Resources: coffee, fruits, soda, fluorite
- Main industries: agriculture, services, tourism

GVF ROLE

- Facilitation of export and/or import trade transactions
- Search and monitoring of projects according to client's criteria
- Market entry strategies
- Assistance and information on obtaining appropriate licenses and permits
- Risk assessment and economic analysis of projects in the region
- Negotiation process with local and international partners



(7) South Africa

- Population: 59 million people
- GDP '21 = \$415.3 billion
- Resources: diamonds, gold, chromium, manganese, vanadium, iron ore, coal.
- Main industries: mining, tourism



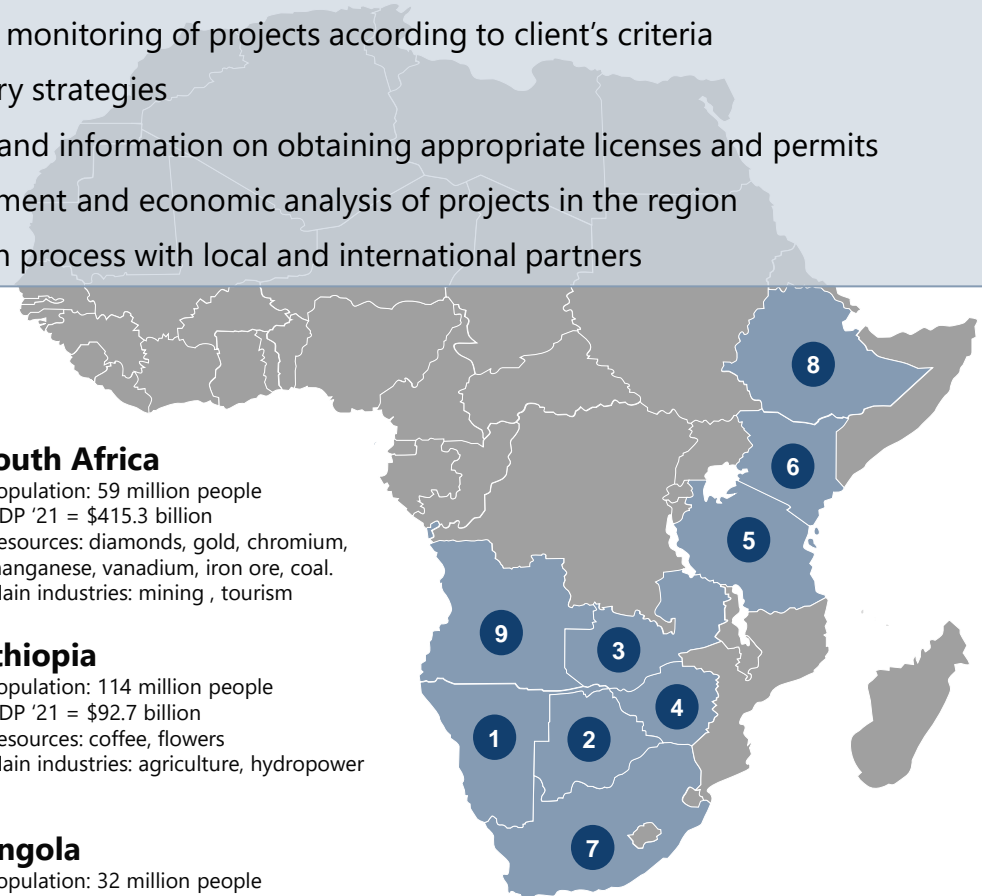
(8) Ethiopia

- Population: 114 million people
- GDP '21 = \$92.7 billion
- Resources: coffee, flowers
- Main industries: agriculture, hydropower



(9) Angola

- Population: 32 million people
- GDP '21 = \$70.3 billion
- Resources: diamonds, oil
- Main industries: oil, diamond mining, agriculture



Contacts



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