

## Bootcamp Agenda

### Day 1 – Search, Offer and Diligence

1. Search Tips, Tricks & Best Practices
  - a. What is your “edge”?
  - b. Direct v. Intermediary Approach
  - c. LLC, Website, Technology, etc.
  - d. Interns & Advisors
2. Valuation
  - a. EBITDA v. SDE v. Net Income
  - b. Multiples
3. Financial Modeling
  - a. Sources & Uses of Capital
  - b. Assumptions & Pro-Forma
  - c. Waterfall
  - d. Returns/Leverage Analysis
4. Deal Structuring
  - a. Stock Purchase v. Asset Purchase
  - b. Entity Selection
  - c. Negotiation Dynamics
5. Letter of Intent
  - a. LOI v. IOI v. Term Sheet
  - b. Seller Notes & Earn-outs
  - c. Working Capital
  - d. Transition, Non-compete
6. Due Diligence (Financial & Business)

### Day 2 – Offer Accepted, Now What?

1. Bank Loan + **Deal Team Speaker**
  - a. Application Process & Timing
  - b. Term Sheet Analysis
  - c. Choosing a Lender
  - d. Getting through Underwriting
2. Equity Raise + **Investor Speaker**
  - a. Typical Investor Terms
  - b. Traditional vs. Self-Funded Terms
  - c. How to Approach Investors
  - d. Best Practices
3. Legal Documents + **Deal Team Speaker**
  - a. Purchase Agreement
  - b. Transition Agreement
  - c. Lease, Earnout & Other
  - d. Operating Agreement
4. Accounting + **Deal Team Speaker**
  - a. Tax Structuring / Allocation
  - b. Quality of Earnings
  - c. Add-backs & Working Capital
5. Insurance + **Deal Team Speaker**
  - a. Business Insurance
  - b. Life Insurance
6. Open Q&A

### Day 3 – Transition, Case Studies & More

1. How to Transition After Closing
  - a. How to Handle the Seller
  - b. Announcement & Early Days
  - c. Transition Checklist
  - d. Must Do Tasks in Week 1
  - e. Pitfalls & Who to Call for Help
2. Case Study 1
  - a. Business Overview
  - b. How it was Sourced
  - c. Deal Structure
  - d. Financing Structure
  - e. Q&A
3. Case Study 2 + **Searcher CEO Speaker**
  - a. Business Overview
  - b. How it was Sourced
  - c. Deal Structure
  - d. Financing Structure
  - e. Q&A
4. Case Study 3 + **Searcher CEO Speaker**
  - a. Business Overview
  - b. How it was Sourced
  - c. Deal Structure
  - d. Financing Structure
  - e. Q&A