



MIRUS CAPITAL  
ADVISORS



# SEE THE OPPORTUNITY.

## THEN SEIZE IT.

You've worked hard to build your business. Now it's time to take it to the next level. You have options: growth capital, acquisition, merger, strategic partnering, or sale. Mirus Capital Advisors can help you choose the right path.

Mirus Capital Advisors is one of the nation's premier providers of merger and acquisition advisory services, creating wealth for business owners and liquidity options for our corporate clients and their stockholders. Our distinguished record of success in merger and acquisition advisory, divestitures, recapitalizations, and cross-border transactions has evolved over 20 years of serving middle-market companies.

## SELLING A BUSINESS

Mirus specializes in creating a market for the closely held business. Whether the ideal transaction is to find a buyer that will continue the company's tradition of quality, or to achieve the best financial outcome for the shareholders, Mirus helps owners find the right buyer and assists corporate clients with divesting non-core assets.

In preparation for the sale, we value the business based on its likely performance under the ownership and management of a potential buyer, and evaluate in advance the impact of those synergies on the Company's earnings potential. Our objective is to maximize not only the sale price, but also the options for the seller, by bringing a number of buyers to the table.

Mirus prepares a comprehensive descriptive memorandum that highlights the Company's strategic and financial value, and proactively answers many of the common due diligence questions that buyers will have. We analyze the business and the competitive environment to determine the most logical buyers based on business fit and the strategic rationale for an acquisition. We then go a step further and identify a number of less obvious buyers, which may pay a premium in order to move into a new market or pick up valuable market share. We contact prospective buyers and qualify their interest. Most importantly, we manage all aspects of the sale process, putting confidentiality agreements in place, distributing information, responding to questions, and coordinating site visits and meetings. Our experience in managing this process not only ensures the best outcome, but it also enables Company management to focus on the business while we focus on the transaction.

## BUYING A BUSINESS

The Mirus process for acquisitions extends from the development of corporate strategy to its execution. Because successful acquisitions are the result of well-conceived and well-executed integration plans, we help clients plan for as well as implement their transaction strategy.

To identify acquisition candidates, we undertake a comprehensive search based on our client's strategic, operational and financial criteria. Potential candidates are evaluated to determine which opportunities should command the highest priority, and once the client has expressed interest in a given target, Mirus performs a thorough analysis of the business, its competitive position and future prospects. Whenever possible, we attempt to determine the value of the target to its current owner, as well as to our client—making assumptions for certain synergies that may be realized in an acquisition. From the drafting of the letter of intent to the closing, Mirus then acts as both quarterback and coach, moving the process forward while at the same time evaluating the due diligence materials that may confirm or disprove our initial conclusions.

## CASE STUDY

### TradePoint Systems

*TradePoint Systems, a leading provider of international trade and compliance software and services to custom house brokers, international freight forwarders,*

*importers and exporters, retained Mirus to find a buyer that would enable the founder of the business to retire.*



*With a profitable yet slow-growth business based on an older generation of technology, Mirus needed to identify the right buyer*

*that would see the value in the Company's customer base and pay a premium despite TradePoint's lack of investment in new technologies.*

*From a worldwide search of potential buyers, Mirus identified several interested parties and created a competitive bidding environment that generated a premium price for TradePoint. Mirus completed the transaction with U.K.-based Kewill in less than 5 months from engagement to close.*

Practice Leader:  
**Jamie Grant, Partner**

Providing good advice to industrial firms and their shareholders in the era of global competition and just-in-time manufacturing requires more than just an MBA and a rolodex. As production cycles have gotten shorter and cash cycles have gotten longer for manufacturers, successful companies have relied on the experience of their management teams to adapt to the changing environment.

Our business is no different. Experience counts.

Since 1987 Mirus Capital Advisors has been a leading advisor to industrial firms, representing manufacturing and services firms throughout North America in mergers, acquisitions, buy-outs and recapitalizations. Mirus was founded by business owners and entrepreneurs with a variety of operational backgrounds, putting to work our operating experience as well as our transactional experience to present creative options for our clients. As a consequence, Mirus Capital Advisors is uniquely qualified to advise clients regarding industry-specific issues including growth strategy, offshore manufacturing, receivables financing, competitive issues, revenue enhancement, cost-reduction synergies between acquirers and targets, and customary accounting and marketing initiatives.

Mirus Capital Advisors has advised manufacturing firms in transactions that include:

- Sale of a business to both strategic and financial buyers;
- Debt and equity capital financing;
- Recapitalizations and partial liquidity events;
- Inter-generational buy-outs for family firms;
- Cross-border mergers and acquisitions; and,
- Acquisitions of synergistic companies and product lines.

Our distinguished record of success has evolved over nearly 20 years of serving closely-held firms in the middle market. Mirus Capital Advisors' dedicated team of highly experienced deal professionals understands the unique characteristics of closely-held firms and their management structures. That know-how translates into successful transactions with maximum buy-in from management and maximum shareholder value for the Company.

## CASE STUDY

### Amcel

Acquired by the Gordon family in 1965, Amcel (formerly American Cellophane) was a family-owned manufacturing company at the forefront of technical, product, and marketing innovation in the plastic film industry for over 30 years. With operations in Watertown, Massachusetts and Louisville, Kentucky, Amcel was a leading manufacturer of plastic products including a full line of bulk plastic cutlery, industrial liners, and polyethylene bags. When a family crisis in 1999 required that the CEO spend more time at home, the family decided to sell the business, with the stipulation that the third generation family members would

be able to continue as a part of the management team post-transaction.

Mirus assisted the family with developing a comprehensive strategy for liquidity and wealth management, then approached a select group of buy-out firms and strategic buyers. Ultimately, a

competitive bidding process resulted in several lucrative offers, including an attractive proposal from Tyco Plastics that preserved much of the Company's autonomy while providing the family shareholders with liquidity at an attractive price.





## Jameson J. Grant

### *Partner*

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Since joining Mirus in 1997, Jamie Grant has been instrumental in the firm's growth and in further developing the Family Business Advisory practice. He has a wealth of experience in negotiating, structuring, valuing and closing mergers and acquisitions, financings, restructurings and leveraged buy-outs. Over his career, Jamie has managed over 50 engagements for clients in a variety of industries including: industrial products and services, electronics, manufacturing, capital equipment, business services, information technology and consumer products.

Beyond his transactional work Jamie has been called upon to speak to professional organizations including the American Bankruptcy Institute, MIT Enterprise Forum, CapitalVenue, TMA, MIMC, and a variety of continuing education programs. He has been a resource to the media providing analysis of corporate finance trends, and has been a resource to the Boston Business Journal, Boston Herald, The Daily Deal, The Eagle Tribune, Bankrate, Upside, Board Member Magazine, CNET.com, Mass High Tech and the Austin American-Statesman. He has also served as a consultant or as an expert witness on the valuation of companies and intellectual property.

In addition to representing successful growth companies in mergers, acquisitions and financing transactions, Jamie has represented distressed companies with divestitures, bankruptcy sales, and out-of-court restructurings. He has successfully executed 363 sales and financial restructurings for clients in the U.S. Bankruptcy Courts in Delaware, Connecticut, Maine, New Hampshire, Pennsylvania, Texas, Virginia and West Virginia.

Prior to joining Mirus Capital Advisors, Jamie held management positions with Newmarket Software (now Newmarket International) and Starwood Corporation. He serves as Mirus' compliance officer and is a Registered Securities Principal holding Series 7, 24 and 63 FINRA certifications. He received his BA from the University of New Hampshire.

Jamie lives on the North Shore with his wife Meg and their two children, where they enjoy skiing, sailing, golf and community activities. He also enjoys live music, restoring antique furniture, and all manner of woodworking projects.

