



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 more than 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 provide growth opportunities for employees, achieve the best financial outcome for the shareholders, or divest non-core assets, Mirus helps business owners and boards of directors to find the right buyer to achieve their goals.

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 multiple buyers to the table at the same time.

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 strategic fit. 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 add additional products or customers to their business. We then contact all prospective buyers and qualify their interest.

Most importantly, we manage all aspects of the sale process, putting in place confidentiality agreements, 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 your management team to focus on the business while we focus on the transaction.

## BUYING A BUSINESS

The Mirus process for acquisitions extends from the development of a corporate development 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, geographic, operational and financial criteria. Potential candidates are evaluated to determine which opportunities should command the highest priority, and once our 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



### American Biological Technologies

*American Biological Technologies ("ABT"), a leading manufacturer of in vitro diagnostic assay controls and calibrators, retained Mirus to find a buyer that would enable the founder of the business to retire.*

*With a profitable yet slow-growth business focused on a small market niche, Mirus needed to identify the right buyer that would see the value in the Company's intellectual property related to glucose controls for the large and growing diabetes market. From a worldwide search of potential buyers, Mirus identified several interested parties and created a competitive bidding environment that generated a premium price for ABT from a publicly-traded Japanese company that wanted to expand from biomarker assays for the oncology market into diagnostic assay controls and calibrators.*

Providing services to family-owned businesses and their shareholders requires not only experience, but also patience, discretion, and diplomacy.

Since 1987 Mirus Capital Advisors has been successful as an advisor to family firms because as business owners ourselves, we understand the unique needs of family businesses and their shareholders, including estate planning, succession management, and tax strategy.

As one of the nation's premier providers of corporate finance, merger, and acquisition advisory services, Mirus creates liquidity and financing options for family business owners. Our distinguished record of success in merger and acquisition advisory, recapitalizations, restructurings, cross-border transactions, and business valuation services has evolved over more than 20 years of serving family-owned firms in the middle market.

Mirus Capital Advisors' dedicated team of highly experienced professionals understands the unique characteristics of closely-held firms and their management structures. Our experience translates into successful transactions with maximum buy-in from both family and non-family management, and maximum shareholder value for our clients.

Mirus Capital Advisors has advised family 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;
- Cross-border mergers and acquisitions; and,
- Acquisitions of synergistic companies and product lines.

In addition, with both operational and transactional experience in a variety of industries, Mirus Capital Advisors is uniquely qualified to advise clients regarding industry-specific issues including growth strategy, offshore manufacturing and finance, receivables financing, competitive issues, revenue enhancement and cost saving synergies between acquirers and targets, and customary accounting and marketing initiatives.

## 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*

*Email: [grant@merger.com](mailto:grant@merger.com)*

Jamie Grant heads our Family Business Advisory practice. Since joining Mirus in 1997, he has been instrumental in the firm's growth, developing new vertical markets and expanding our service offerings. Over his career, Jamie has managed over 60 engagements for clients in a variety of industries including industrial products and services, electronics, manufacturing, capital equipment, business services, information technology and consumer products. He has a wealth of experience in negotiating, structuring, valuing and closing mergers and acquisitions, financings, restructurings and leveraged buy-outs.

Beyond his transactional work Jamie has been called upon to speak to professional organizations including the MIT Enterprise Forum, Exit Planning Exchange, ABI, CapitalVenue, the Turnaround Management Association, MIMC, and a variety of continuing education programs. He is the creator and editor of our blog at [www.FindCapital.org](http://www.FindCapital.org), and has been a resource to the media providing analysis of corporate finance trends 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 both a consultant and 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 is a graduate of the University of New Hampshire and a Registered Securities Principal holding Series 7, 24, 63 and 79 FINRA certifications.

Jamie lives on the north shore with his wife Meg and their two children, where they enjoy skiing, hiking, sailing, golf, and community activities. He also enjoys road races and trail running, restoring antique furniture, and all manner of woodworking projects.

## Manufacturing Transactions



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the Ots Elevator division of  
United Technologies, a Dow Jones  
Composite Company.



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