

## Navigate the Maze of Mergers, Acquisitions and Divestitures With a Full Range of Solutions

Merger, Acquisition and Divestiture Consulting Services by NTT DATA

### Why NTT DATA?

- 12th largest consulting services provider with comprehensive, proven technology and business expertise
- Over 25 years of experience delivering positive change
- Global MA&D experience and capabilities, backed by more than 1,000 consulting professionals
- Dedicated MA&D practice with broad process knowledge of the manufacturing industry

### Simplifying the complex

Let's face it: the daunting task of separating and integrating business and technology operations doesn't happen every day. And with technology and processes embedded in every function of your manufacturing business, such a complex transition can fail without superior know-how.

Merger, acquisition and divestiture (MA&D) deal advisors play their part, but they usually lack the necessary combined business and technology expertise needed. Anticipating and resolving the inevitable challenges that arise before Day 0 and continue after Day 2, including urgent time constraints, complicated dependencies within and between companies and the pressure to generate deal value from future-state transformations, requires a uniquely qualified, experienced team.

### Accelerate integration and realized deal value with NTT DATA Services

NTT DATA is one of very few services providers with a dedicated MA&D team experienced with solutions for optimization and modernization of manufacturing and commercial environments, ranging from deal operations and infrastructure to applications and business process outsourcing (BPO) solutions. Our team is committed to reducing transition costs and minimizing risks to your operations, while enabling the rapid business separation and integration that sets the stage for success in attaining your objectives.

Whether you're acquiring to expand with a new product line or divesting a non-core business, our understanding of the MA&D lifecycle and the factors needed for smooth operational, organizational and technology transitions ensures support for your chief financial officer, chief information officer (CIO) and vice presidents on both the "buy" and "sell" sides.

MA&D transactions are known for intense activity, tight timeframes and ambiguity. To avoid costly mistakes and unforeseen issues, it's crucial to engage a professional team that routinely accomplishes successful MA&D transitions with proven solutions.

We can help you ensure a successful transition by:

- **Applying the best internal and external resources.** We provide the knowledge, experience and capacity to hit your target dates and achieve your financial goals.
- **Engaging your IT team early.** We can help you prepare for and achieve your goals by dedicating the time and budget resources needed to properly integrate your systems.

## Conquer any MA&D challenge and ensure a successful transition

The pace of divestitures and acquisitions has rapidly increased as manufacturers:

- Shed non-core businesses
- Diversify product and service offerings
- Expand their customer base in new geographies
- Acquire new technologies
- Drive cost synergies

- **Establishing a clear governance and decision-making process.** We make sure you avoid delays associated with second-guessing by quickly setting the groundrules between the buyer and seller.
- **Prioritizing the divestiture or acquisition.** We appoint the best people to lead each area and ensure they're equipped with the tools to communicate, coordinate and operate.

### Business need

Three distinct business entities were combined to form a global industrial products manufacturer in a complex acquisition by a private equity firm. The process involved creating an entirely new IT department on a very aggressive timeline and managing additional complexities, such as:

- Enterprise resource planning (ERP) systems embedded in the seller's landscape
- Buyer concerns about favorability of the proposed transactional service agreement (TSA)
- Incomplete planning of software license transfer
- Incomplete inventory of IT assets that needed to be transferred
- Inaccurate identification of risk factors involved

### Solution

NTT DATA managed the buyer's complete MA&D lifecycle with a solution that helped them close the deal on time and establish and operate the new IT organization, in addition to:

- Conducting a rapid assessment of the IT landscape, including IT organization and operations, applications and infrastructure
- Developing a roadmap for carve-out and consolidation onto a single ERP platform
- Renegotiating unfavorable sale, TSA terms and conditions
- Establishing and running an operational and governance organization for the transition
- Realigning ERP strategy to emphasize business unit independence consistent with revised private equity strategy for divestiture
- Analyzing and rationalizing the non-ERP applications portfolio
- Developing, deploying and supporting an independent global IT infrastructure
- Separating and transferring applications and networks, including email, from seller to buyer
- Providing CIO executive-level coaching throughout the acquisition lifecycle

### Benefits

NTT DATA helped achieve the following MA&D goals on a tight timeline:

- Created an integrated,

We understand that you can't stop manufacturing, taking orders or shipping products when you're divesting or acquiring. That's why NTT DATA drives the fastest possible realization of MA&D goals.

comprehensive IT roadmap and operational plan for transition and ongoing operations that met financial objectives and was executable

- Significantly reduced cost and risk related to software license transfer
- Delivered dashboards and tightly controlled TSA administrative services that were easy to understand
- Met all sale and TSA milestones
- Implemented a global technology landscape encompassing network, data center and desktop services, including support services for eight countries
- Integrated SAP 4.6 instance with an HR solution and provided ongoing support
- Rationalized the non-ERP landscape and deployed the SharePoint portal

### NTT DATA Business Consulting Services for Manufacturers and Commercial Industries

NTT DATA provides a range of services from IT strategy (ERP and non-ERP) and merger, acquisition and divestiture services (including deal support and integration management) to business process transformation, organizational change management (OCM) and project management office (PMO) support. Our Business Consulting Services help companies realize value faster by transforming their operations with optimized processes, technology and the necessary OCM and agile/DevOps/PMO services that enable quicker adoption.

Visit [nttdataservices.com](http://nttdataservices.com) to learn more.

NTT DATA Services partners with clients to navigate and simplify the modern complexities of business and technology, delivering the insights, solutions and outcomes that matter most. As a division of NTT DATA Corporation, a top 10 global IT services and consulting provider, we wrap deep industry expertise around a comprehensive portfolio of infrastructure, applications and business process services.

**NTT DATA**