



Service Offerings



Fund



Transaction
Advisory



Portfolio
Company



Exit
Strategy

Middle Market Industry Focus

- Construction
- Dealerships
- Financial Institutions
- Government Contracting
- Healthcare
- Hospitality
- Insurance
- Manufacturing & Distribution
- Professional Services
- Real Estate
- Technology & Life Sciences

DHG Facts

2,000+ People

250+ Partners & Principals

~60 SEC/Public Audit Clients

1 Resourceful Firm

Global Alliance

Member of Praxity™, an international alliance of independent accounting firms that offers multinational clients access to resources around the world.

sell-side due diligence support services

Performing due diligence on the front end of a sale can make the difference between a successful purchase and a derailed transaction.

Privately-held businesses, carve-outs or other entities looking to sell may greatly benefit from investing in sell-side due diligence services:

- Minimized surprises by identifying and addressing issues early
- Increased buyer confidence and seller credibility with financial information
- An objective analysis of the business for presentation to potential buyers
- Acceleration of transaction timeline
- Increased seller awareness of critical deal component and decision points

DHG applies resourcefulness and a middle market presence to prepare you for your potential transaction.

By leveraging industry knowledge and a collaborative approach, DHG works with you to help minimize the burden and maximize the return on your investment. To do so, we help you face challenges such as:

- Unaudited financial statements
- Lack of consolidated financial statements
- Cash-basis or modified cash-basis of accounting
- Financial reporting framework differences
- Lack of adequate financial “infrastructure” to handle the process
- Lack of previous M&A experience by key members of management
- Unidentified tax exposures in payroll, sales & use, property or federal and state taxes
- Lack of preemptive tax planning to minimize pending cash taxes

DHG offers a comprehensive set of services to meet your needs.

Preparation for Sale



- Analyze reported EBITDA and prepare Quality of Earnings analysis presenting adjusted EBITDA
- Prepare supporting documentation for proposed add-backs to EBITDA
- Present historical and recasted operating results from a buyer's perspective
- Provide an objective approach to avoid a broken deal or valuation adjustment as a result of the process
- Help anticipate buy-side areas of focus in financial and tax diligence
- Analyzing tax profile to identify risks and opportunities and help summarize seller's tax profile

Manage Data Room & Financial Data



- Support the preparation and orderly maintenance of financial information
- Assist in preparing financial data and schedules for the data room
- Participate in Q&A sessions with potential buyers
- Provide tax planning and structuring advice
- Assist in areas including:
 - » Preparing financial data and schedules for the data room
 - » Preparing fact-based positions of strength to support value
 - » Preparing responses to questions and requests from buyers
 - » Setting working capital mechanism
 - » Purchase agreement analysis and supporting schedules