

M&A TRANSACTION SERVICES

# CAPTURING THE VALUE OF THE DEAL

## MANAGING PEOPLE RISKS

Mercer helps corporate and private equity buyers and sellers achieve greater and accelerated value from their deals, including mergers, acquisitions and joint ventures.

We provide an in-depth view of people-related transaction risks, and offer strategies and practical solutions to help organizations plan for and address these risks effectively to drive deal value.

To learn more, download Mercer's recent research report, *People Risks in M&A Transactions*, at [bit.ly/MNAPeopleRiskReport](https://bit.ly/MNAPeopleRiskReport).

### HOW MERCER HELPS ACCELERATE VALUE CREATION

We work across all phases of M&A transactions, from pre-deal strategy, due diligence, day one and stand-up through to extended integration:



#### Pre-deal

- M&A readiness for HR and other business professionals on critical people issues
- Customized M&A Playbook – a practical how-to manual for organizing the HR function to prepare for and act on a transaction



#### Due Diligence/Do by Close

- Buyer and seller due diligence at the country level, focused on financial, cultural, operational and retention issues
- Negotiation support for purchase and other deal agreements
- Coordination with tax, finance, legal, operations and other advisors to quantify and manage human capital liabilities, risks and opportunities
- Project cash and P&L costs; estimate balance sheet liabilities



#### Post-close Integration and Stand-up

- Immediate and extended integration planning and execution built on the results of due diligence and aligned with the deal's strategic objectives

“It really is a ‘no brainer’:  
A business is only as  
good as its people, and  
they make up its culture.”<sup>1</sup>

— *Forbes*

### WHAT IF YOU NEED A ...

- Cross-border
- Multilingual
- Multidisciplinary

### ... HR TEAM IN 24 HOURS?

### Mercer's Global M&A Capabilities at a Glance:

- Dedicated global team of transaction consultants focused on people issues
- More than 20,000 employees, based in 42 countries and operating in more than 130 countries
- Part of Marsh & McLennan Companies, a global professional services firm offering clients advice and solutions in the areas of risk, strategy and people with 60,000 employees worldwide and annual revenue exceeding \$13 billion

MAKE TOMORROW, TODAY



To support transaction success, we also provide:



#### Strategic Advice and Project Management

- As advisors to your deal team, we incorporate best-practice solutions leveraged from our hands-on experience in working on more than 1,000 deals each year.
- Our experienced project managers improve deal results by effectively managing deal complexity and bringing proven governance protocols and discipline to the transaction.



#### Global Culture Methodology

- We take a comprehensive approach to cultural due diligence, which is at the core of successful M&A transactions.
- Our proprietary tools and processes help leaders identify and manage the people issues throughout the deal cycle.
- We offer a practical framework that helps you identify, prioritize and drive the behaviors that are critical to success – before, during and after integration.



#### Employee Engagement Strategies

- We help you manage the employee experience effectively by developing and implementing communication and change management strategies designed to mitigate risk and drive deal value.

### MANAGING THE DEAL

- Focused investment thesis support
- Deal advisor for people issues
- Project management – HR PMO
- Cultural due diligence and integration
- Clean team deployment and management
- Knowledge transfer

### ADDRESSING THE PEOPLE ISSUES

#### Consulting/M&A Advice

- Rewards – executive and employee compensation; change in control
- Talent management – Executive/Senior management assessments, selection, retention and severance
- Retirement
- Health and group benefits
- Human capital strategy and organizational design
- HR operations and technology solutions
- Workforce change and communication
- Information solutions compensation and mobility data

#### Investments

- Investment policy, asset allocation and portfolio structuring
- Strategic risk advice, identification, assessment and monitoring

<sup>1</sup> Dina Medland, "High 'People Risk' in M&A Deals as Activity Rises, But No Time for Due Diligence?" *Forbes*, March 16, 2016.

### FLEXIBLE ENGAGEMENT MODEL

Our clients engage us in the way that best meets their needs across the transaction life cycle – as an extension of their HR function or as their HR function. We provide technical expertise as well as strategic and hands-on consulting.

Our global team works with your deal schedule to meet the demands of your deal.

### ABOUT MERCER'S M&A TRANSACTION SERVICES

Mercer's M&A Transaction Services is the preeminent global M&A advisor on people issues to buyers and sellers in corporate and private equity transactions.

To learn more, visit

[www.mercer.com/mergers-acquisitions](http://www.mercer.com/mergers-acquisitions).

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