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Accelerate and Optimize Your M&A with Smartsheet

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GOODYEAR

Building a High Yielding M&A Program

Ryan McLaughlin
Senior Manager, Strategy & Optimization

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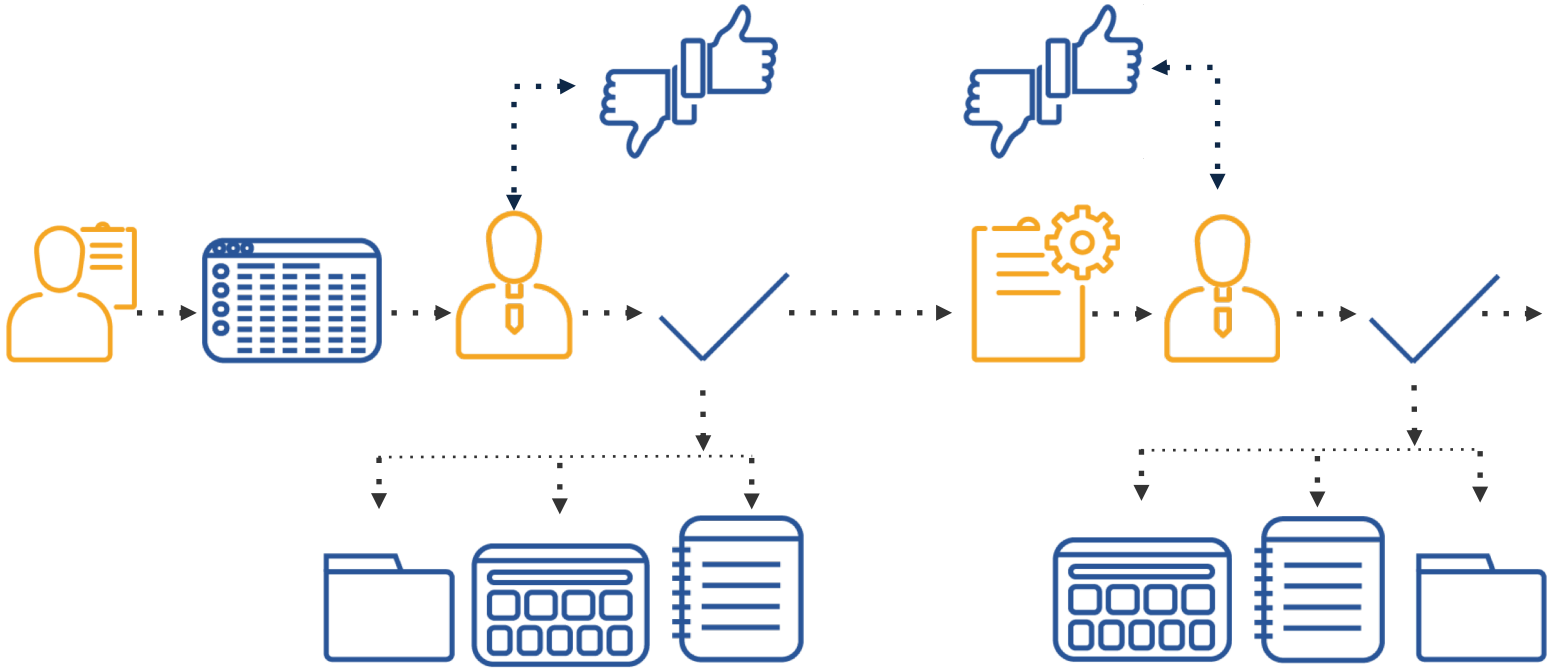
Building a High Yielding M&A Program

Expanding deal prospects | Yielding higher returns on integrations



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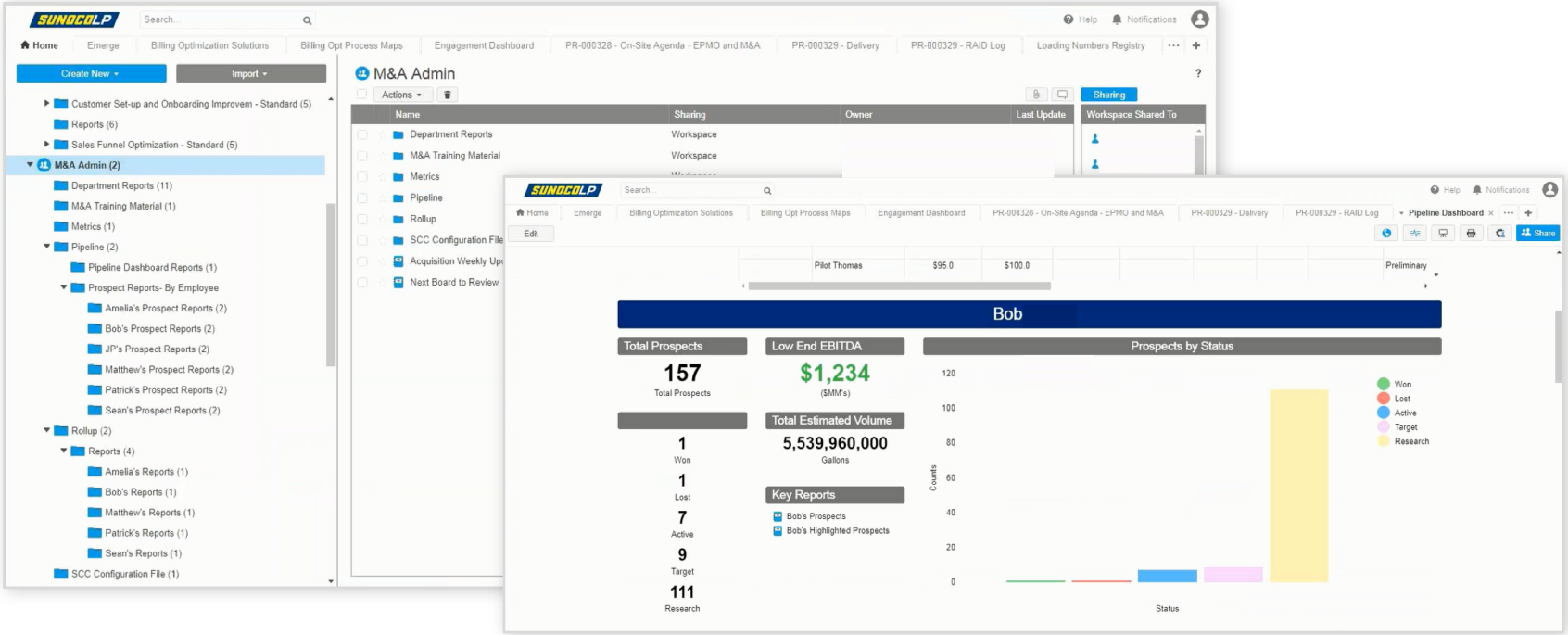
Onboarding Pre-Deal

Assigning Tasks, Analyzing Deal Profile Information, Approval Processes



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Insights

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Best Practices

- Leadership alignment and planning is critical.
- Understand how the data flows; map the processes impacting people and systems.
- Consistency in project initiation makes accountability and reporting way easier to manage.
- Start with the end in mind… think through integration activity from the outset.

Key Learnings

- Iteration when developing an automated work execution solution is important.
- Some key capabilities were phased-in later e.g. automating integration processes.
  - Take it in phases: targeting, active-deal, integration.
  - Optimize a phase at a time.
  - Crawl, Walk, Run but start with a full end-to-end program automation goal in mind.

Building An End-to-End M&A Toolkit in Smartsheet

Fran Wisniewski
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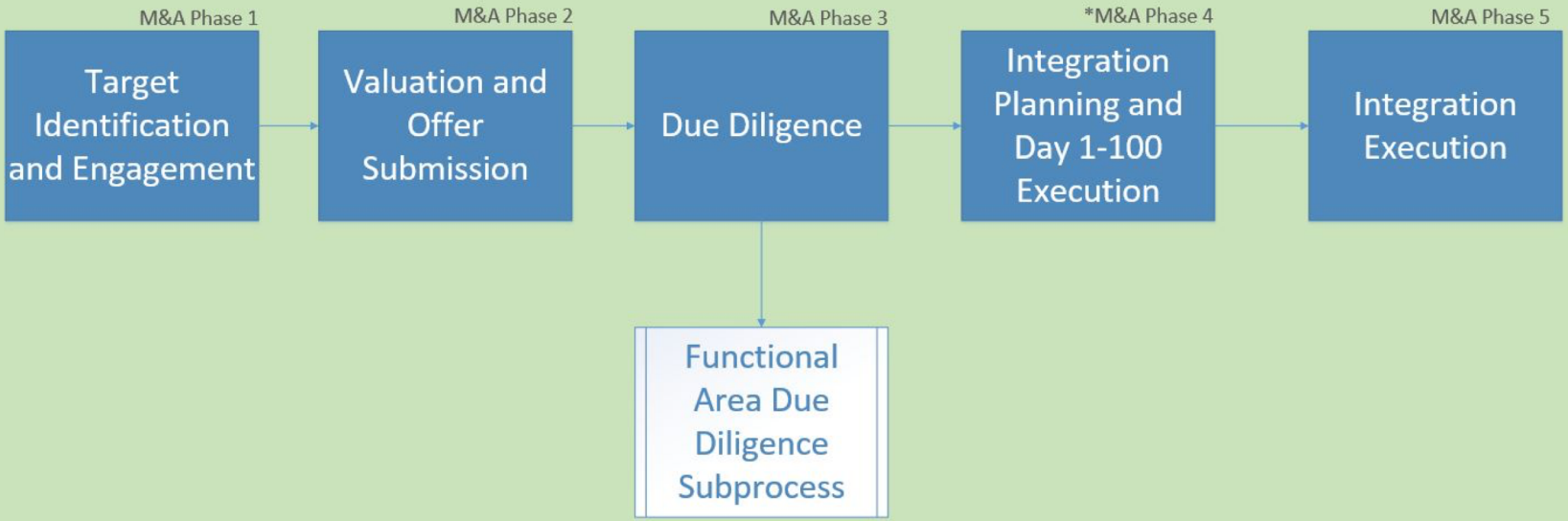
KOPPERS M&A PROCESS



*Note: Due to the simultaneous sign and close nature of the majority of the acquisitions, M&A Phase 4 will most often be initiated once the final "Go" decision has been received during Phase 3, Due Diligence.

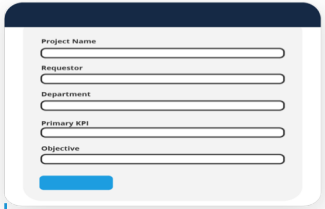
M&A Toolkit Overview

Process and Workflow

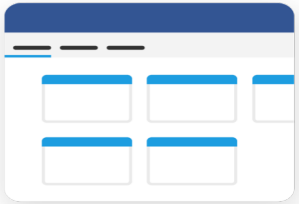
PRE-DEAL → OFFER → DUE DILIGENCE → DAY 1 → INTEGRATION

- Intake
- Track
- Approve

- Validate
- Valuation
- LOI



- Internal COC
- Contact Lists
- Team Checklists
- Team Report Outs
- Deal



- Timeline
- Planning
- Prioritize
- Communicate

- IMO
- Travel
- Workstreams
- Training

M&A Toolkit

Due Diligence Dashboard

M&A HOME

<< Project Name >>

IMO DUE DILIGENCE DASHBOARD

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WORKSTREAM % COMPLETE		DUE DILIGENCE BREAKDOWN		IMO DUE DILIGENCE UPDATE
Finance: 0%	Logistics: 0%	TOTAL HIGH CRITICAL ITEMS	UNRESOLVED INFO REQUESTS	*ADD DATA HERE...
HR: 0%	Product Safety: 0%	20	10	
Insurance: 0%	Purchasing: 0%	TOTAL HIGH RISK ITEMS	UNRESOLVED QUESTIONS	
IT: 0%	Remediation: 0%	15	30	
Legal:	SH&E: 0%			

HIGH CRITICALITY REPORT

Sheet Name	Due Diligence Item	Level of Risk	Risk Identified (describe for high/med only)	Is this item critical to your analysis?	Risk Status

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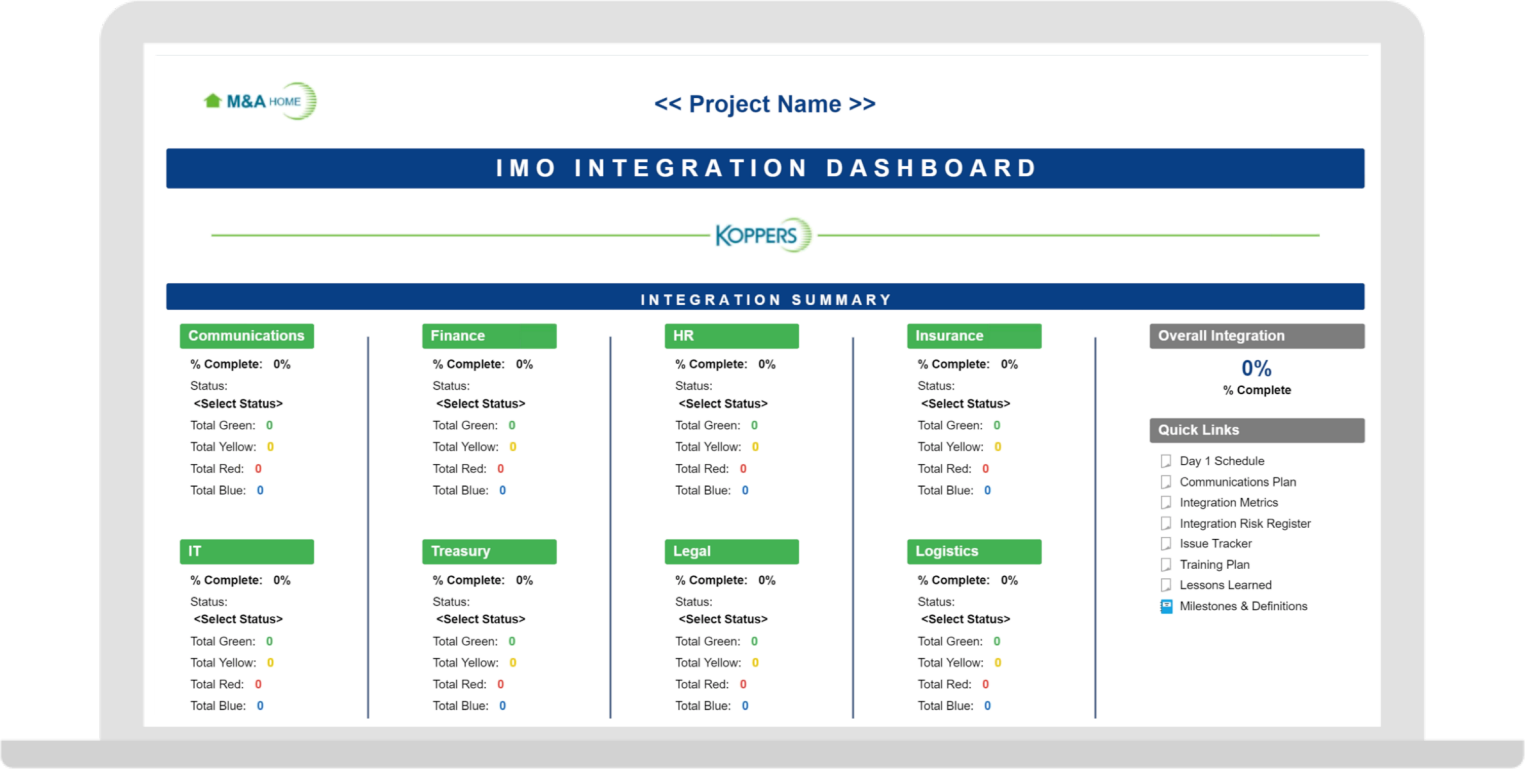
M&A Toolkit

Integration Dashboard



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M&A Toolkit

Integration Dashboard

STEERING COMMITTEE QUESTIONS

1.
2.
3.
4.
5.

INTEGRATION HIGHLIGHTS

Accomplishments:

What's next:

DAY 1 : INCOMPLETE TASKS

Sheet Name	Task	Owner	Status	% Complete	Original End Date	End
Communications Integration Tasklist	**Receive BOD approval at BOD meeting**			**0%**		
Communications Integration Tasklist	Determine BOD meeting date			0%		
Communications Integration Tasklist	Prepare BOD presentation for approval			0%		
Communications Integration Tasklist	CEO approval of BOD presentation			0%		
Communications Integration Tasklist	Receive final BOD approval			0%		
Communications Integration Tasklist	**Sign Agreement**			**0%**		
Communications Integration Tasklist	**Develop a Q&A sheet for external stakeholders**			**0%**		
Communications Integration Tasklist	Draft Q&A Questions and vet language			0%		
Communications Integration Tasklist	Approve all Q&A language documents (Legal, Finance, Marketing)			0%		
Communications Integration Tasklist	Executive approval of Q&A language			0%		
Communications Integration Tasklist	CEO final approval of Q&A language			0%		

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M&A Toolkit

Integration Dashboard

INTEGRATION TASKS : RED / YELLOW STATUS

Sheet Name	Task	Owner	Status	% Complete	Original End Date	End

INTEGRATION MILESTONES

Sheet Name	Milestone	% Complete	Status	Owner	Start	End	Original End Date	Notes

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M&A Toolkit

Integration Dashboard

OPEN RISKS

Created	REF/ID	Risk Status	Risk Type	**Risk Description**	Risk Severity: (1=low; 2=medium; 3=high)	Risk Likelihood: 1=unlikely 2=likely 3=very likely	Risk Level	Workstream	Owner	Mitigation / Control Description	Mitigation / Control Plan Update
06/18/18 11:40 AM		Open	Implementation	Sample Risk 1	2	2	4	IT	Fran Wisniewski		
06/18/18 11:40 AM		Open	Implementation	Sample Risk 2	3	3	9	IT	Fran Wisniewski		

OPEN ISSUES

ID	Workstream	Category	**Issue Description**	Impact on Project	Issue Status	Priority	Owner	Next Steps / Resolution	Due Date	Closed Date	Related Issues
2	Project Management		Sample Issue 1	Sample Impact 1	Open	–	Fran Wisniewski	Sample Next Steps 1			
3	Project Management		Sample Issue 2	Sample Impact 2	Open	!	Fran Wisniewski	Sample Next Steps 2			
4	Finance & Accounting		Sample Issue 3	Sample Impact 3	Open	!	Fran Wisniewski	Sample Next Steps 3			

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M&A Toolkit

Integration Dashboard

UPCOMING COMMUNICATIONS

Communication Type	Objective(s) of Communication	Key Messages/Talking Points	Medium (Email, Meeting, Mailing, etc.)	Frequency	Target Audience	Owner	Deliverable	Due Date (As Applicable)

ACCEPTED TRAVEL REQUESTS

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Insights

Best Practices

- Clearly define roles and responsibilities with workstream leaders and let them manage their schedules.
- Standard team and governance structures from deal to deal.
- Define what you mean by 'full integration' early in the process.
- Use dashboards - consistent use of dashboards to communicate.

Key Learnings

- Train teams on tools so they can leverage them.
- Hold diligence and integration kick off meetings.
- Identify how to capture synergy data early in the process.
- Frequent updates to Executive Steering Team.
- Involve individuals from the target as quickly as possible.

How Smartsheet Uses Smartsheet for M&A

Jolene Marshall
Vice President of Legal

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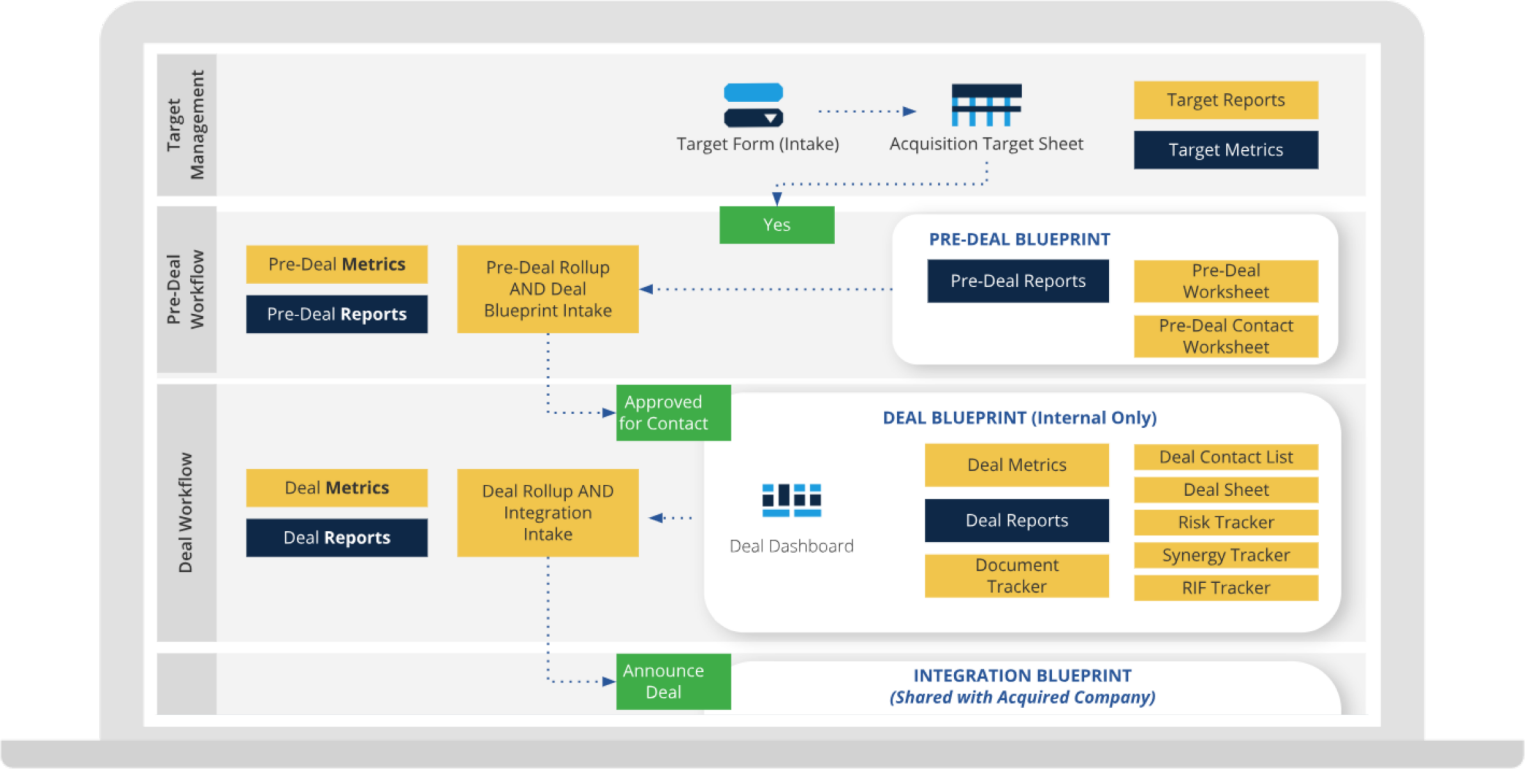
M&A Accelerator Overview

Process and Workflow



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M&A Executive Deal Dashboard

TARGET PIPELINE

Targets for Aquisition

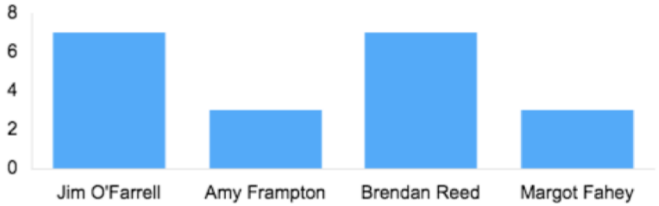
Active Pipeline Report

Approve	Status	Codename	Target Stage
!		Bellingham	Lost
!		Buckley	Won
		Cosmopolis	Research
		Bonney Lake	Research

CURRENT DEALS IN PROGRESS

Portfolio Health

Active Deals in Progress



Active Deal Report

Deal Dashboard	Status	Codename/Deal Admin	Status Headline	Total Annual Savings	Total Budget Actual	Synergy Deal Dashboard	Risk De Dashbo
		Jim O'Farrell		$3,857,000	$140,700		
		Aberdeen		$146,000	$0		
		Bothell		$146,000	$0		
Deal Dashb		Auburn	Deal is currently on track, kicked off	$713,000	$28,140	Synergy Deal D	Risk

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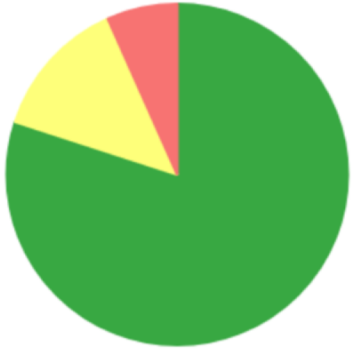
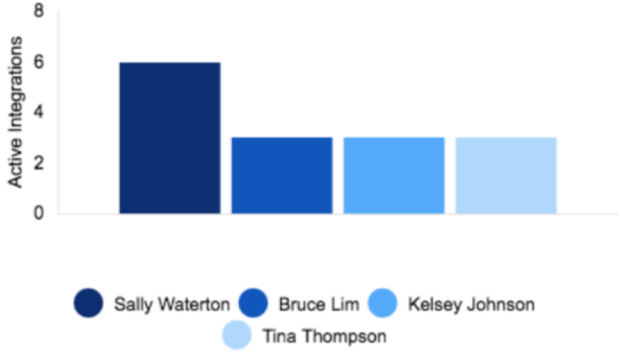
M&A Executive Integration Dashboard

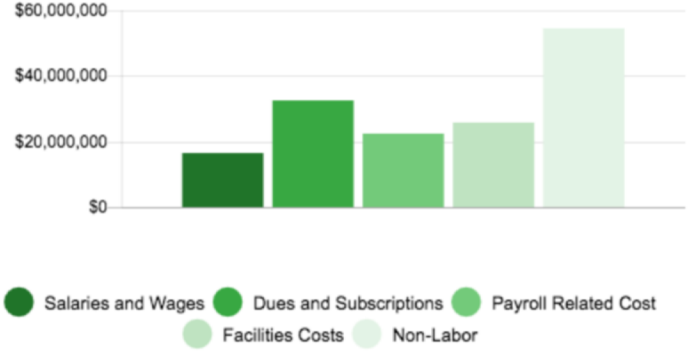
IMO PORTFOLIO HEALTH



IMO LEADS



SYNERGY SAVINGS



IMO PORTFOLIO BUDGET

RISK INDEX

DASHBOARD NAVIGATION

M&A Executive Dashboard

Insights

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Best Practices

- Take advantage of sharing controls to maintain confidentiality and keep information on a need-to-know basis.
- Use alerts and actions to automatically inform people of changes.
- Makes notes and comments available to others in real time on a sheet.
- Set sheet reminders to keep your work on track.
- View activity log and/or cell history for an audit trail.

Key Learnings

- Smartsheet won't entirely replace your existing process but can make it more faster and more efficient.
- Getting your internal and external team on-board will make your life easier.
- It's okay to iterate. You learn something from each deal to add to your templates/process.

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Don’t forget to:

- Share your feedback in our survey in the ENGAGE app
- Stop by the Smartsheet Control Center and Accelerators booth on the first floor
- Visit the Innovation Center for hands-on learning, support, services, swag, and more


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