



## Emagineering: Enterprise Initiative Management for Mergers and Acquisitions

### Gaining the Synergies of M&A

Successful mergers and acquisitions (M&A) can significantly strengthen a company's strategic position in the marketplace. A well-planned and executed acquisition can provide a business with increased market share, higher profitability, greater economies of scale, access to new markets, and additional products and services to sell. To gain these benefits, a corporation must do a thorough job of pre-merger planning followed by quickly and wisely consolidating post-merger operations.

The most significant challenge to M&A success is lack of knowledge about the other company. A corporation's senior executives do not know enough about the people, processes, policies, and products of the target firm to rapidly make the necessary management decisions required.

From when a company announces its intention to merge with or acquire another until operations are combined, it is critical for senior executives to both communicate the goals of the initiative and direct their organizations to capture the post-merger operational benefits. Emagineering is the first and only management tool that allows senior executives to effectively direct M&A efforts. It provides the high-end scalability necessary to allow any number of executives from the merging companies and their advisors to work on pre- and post-merger planning; a virtual meeting place that encourages executives from any location in the world to work as a team for identifying and analyzing critical operational issues; and a disciplined, comprehensive decision-making process for resolving the inevitable consolidation issues.

### Emagineering: From Research Analysis through Post-Merger Operations

M&A initiatives typically follow the four internal operational stages of: 1) analysis; 2) proposal; 3) pre-merger planning; and 4) post-merger operations consolidation. Emagineering can help senior executives during all these phases – and leverage the reusability of knowledge gained from one step to the next.

All large companies have an M&A department that is continuously gathering research on potential acquisition candidates and developing the business cases for and against acquisition. Emagineering's document management and issue collaboration capability will allow the M&A department to store and reuse these efforts. And Emagineering's security features will ensure that only authorized users are permitted access to data that was collected and decisions that were made.

Developing an M&A proposal for approval by a company's board of directors requires a tremendous amount of detailed staff work and gathering the advice of strategy consultants and investment bankers. Emagineering allows M&A executives to quickly establish teams of the best individuals – no matter from which organization or geography they are located – to collaboratively build the most realistic M&A proposal possible.

Once a company publicly announces its intention to merge with or acquire another company, pre-merger planning coordinated with deal negotiations immediately becomes the top priority. Planning teams must be quickly staffed, assigned objectives to work towards, and continuously provided with policy inputs and feedback from senior executives. Emagineering delivers the power to do all this. In addition, it allows the planning teams to access the work efforts of the proposal team as their starting point to quickly get up to speed. And if any major problems surface that the proposal team failed to identify, this new information can be relayed to the negotiating team immediately.

As soon as the merger is completed, the difficult and complex consolidation work begins. Business policies must be aligned; facilities expanded or eliminated; product lines rationalized; and departments reorganized. And all these efforts must be executed while the post-merger entity is efficiently operating and maintaining one-face to its customer base. Emagineering is designed to effectively assist senior executives in addressing post-merger integration issues promptly and correctly. The timing is critical – capture the planned post-merger synergies ahead of schedule.

## How Emagineering Drives M&A

### Operational Success

Emagineering can increase the value obtained from every enterprise M&A initiative. Unlike any other management tool, Emagineering:

- **Encourages and Requires Executives to Lead, Participate In and Monitor Structured Decision Making:** As soon as an issue that must be resolved is identified, an executive decision maker is named and a date when decisions must be made are set. The decision maker can then list who must review the recommended solution and provide insights and recommendations. The decision making workflow process is monitored. If a decision is not made in the allocated time, the initiative's executive sponsors are notified.
- **Draws Out Hidden Knowledge.** The most valuable asset during the course of an M&A initiative – from analysis to post-merger reorganizations – is the knowledge of the people within the organization and the outside experts engaged to advise senior executives. When this knowledge is needed, the challenge is to quickly identify where it resides, retrieve it, and share it. Emagineering provides team members with a place to contribute and share their expert knowledge to inform and educate the team as a whole – and to be recognized for their ability to constructively contribute. Emagineering also provides a formal mechanism for requesting information – with a due date – from content experts.
- **Establishes a Disciplined Approach to Issue Identification and Resolution.** Any M&A initiative team member can raise an issue. Project Leaders can immediately escalate blocking issues to senior executives for fast resolution. Decision-making processes are presented in graphical workflow form with deadlines prominently displayed.
- **Escalates Problems for Senior Executive Guidance.** After a M&A deal has been consummated, the merger teams from both companies have to make the trade-offs and hard decisions required to achieve the planned synergies. Often these issues are too complex for anybody but a very senior executive to make. When a Project or Task Leader designates that properly resolving a blocking issue may not be possible – missed due dates, lacking the proper inputs, a need for policy decisions, etc. – it immediately goes to status “red.” As a status red issue, it is automatically included in the weekly status report to Executive Sponsors for resolution. This ensures senior executives stay actively

involved in uncovering solutions to difficult problems that must be quickly solved.

- **Provides Real-Time Communications Among M&A Team Members.** The speed and accuracy of communications is key to successfully executing an M&A initiative. When executives join an initiative, they automatically become members of the team's Instant Messaging (IM) buddy list. Team members are instantly informed about updates to issues simply by subscribing to the notification service.

### Emagineering Crosses All Organizational Boundaries

M&A teams are highly fluid. They include individuals representing key functions and geographies of an organization as well as experienced third-party consultants and advisers. Very few team members are assigned to the M&A initiative from beginning to end – most contribute as needed. Emagineering can easily support the changes in M&A team composition while tracking every contribution by each member.

Because Emagineering is a J2EE-compliant Web-services application, a user only needs Microsoft Internet Explorer 6.0+ and an Internet connection to fully participate in the M&A initiative.

Emagineering provides a comprehensive set of security features. Each authorized user must have a password to enter the system and all his or her actions are reported in an activity log. To ensure that each user only sees that part of the M&A initiative which is appropriate, the M&A department may limit a user's access rights to specific issues. Because Emagineering is role-based, an individual has the capability to participate within an issue based upon his or her role. And finally, all data can be encrypted using standard methods. The benefit is that Emagineering can be safely used to manage the collaborative efforts of hundreds of team members – both inter- and intra-company – over an extended period of time.

### About Obian

Obian is the first and only enterprise software company that offers comprehensive collaboration and issue management technologies that allow senior executives to lead corporate initiatives and drive strategic vision deep into their organizations.

With its role-based structure, Obian solutions facilitate real-time communication and reporting across the enterprise, draw out hidden knowledge and expertise within the company and provide a disciplined approach to issue resolution.

Using Obian solutions, Global 4000 executives proactively manage and substantially improve the success rate and ROI of strategic business initiatives. For more information, visit our website at [www.obian.com](http://www.obian.com).