



Merger &
Acquisition
Partner Engagement Brochure



About Us & Our Scale



Established over 26 Countries



Covering in 39 Cities



Extensive Industry Experience



Partnership With More Than **"200"** Companies In the world

Empowering Global Ambitions Through Expert **"Mergers & Acquisitions"**

In today's fast-paced M&A landscape, Tokyo Venture Capital (TVC) is dedicated to helping companies strategically divest shares through carefully crafted mergers and acquisitions. We specialize in providing tailored strategies that help our clients define their goals, assess market opportunities, and maximize value through strategic M&A transactions.

By leveraging advanced automation, analytics, and machine learning, we deliver valuable insights that empower clients to make smarter, data-driven decisions. With our comprehensive resources and expertise, TVC ensures a seamless journey through the M&A process, providing clients with strategic guidance at every stage.

As your trusted partner, TVC is focused on unlocking new growth opportunities through strategic M&A transactions, aligning every deal with your strategic objectives and helping you confidently navigate the complexities to achieve success.

Shaping the Future with Our "Core Values"



Philosophy



WHAT WE GIVE IS WHAT WE GET



EVERYTHING ISSUE COME FROM ME



EXPAND OUR RESPONSIBILITY



GRATITUDE

Mission

- As our customers' best Partner, Contributing to Society through customer Growth

Purpose

- Striving to Become a Globally Trusted Company
- Constant Consideration For the Best Services
- To Work with the Best Members
- Adaptable to dynamic changes
- We Spare No Effort



A leading expert in “Capital Raising & Mergers & Acquisitions” (M&A) service

Capital Raising Process

In challenging times, many companies face barriers due to investment crises that hinder their growth and sustainability. At TVC, we specialize in helping businesses navigate these obstacles through strategic capital-raising solutions. Our approach enables companies to sell a portion of their shares to international investors, expanding their reach and unlocking new opportunities for growth. Here’s how we guide you through this process:

Provision of Materials

Our team provides essential resources to prepare your business for a successful transaction. This includes the documents and data required to present your company effectively.

Consultation

We begin with an in-depth consultation to understand your company’s unique situation and goals. This allows us to craft a tailored strategy that aligns with your needs.

Preparation of Teaser (Anonymous)

A teaser document is prepared to generate initial interest while maintaining confidentiality. This document highlights your company’s key strengths and market potential.

Signing of Advisory Agreement

After agreeing on the approach, we formalize our partnership by signing an advisory agreement. This ensures a clear framework for our collaboration

Company Analysis & Research

We conduct comprehensive company analysis, market research, and sector benchmarking to identify potential buyers. Our valuation methods ensure that your company’s value is accurately reflected.



Information Memorandum Setup

An information memorandum is then prepared, providing detailed insights into the business model, financial, and market opportunities of the company involved in the M&A process. This document is crucial for potential buyers to fully assess the value and potential of the company, ensuring they have all the information needed to make informed decisions.



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06

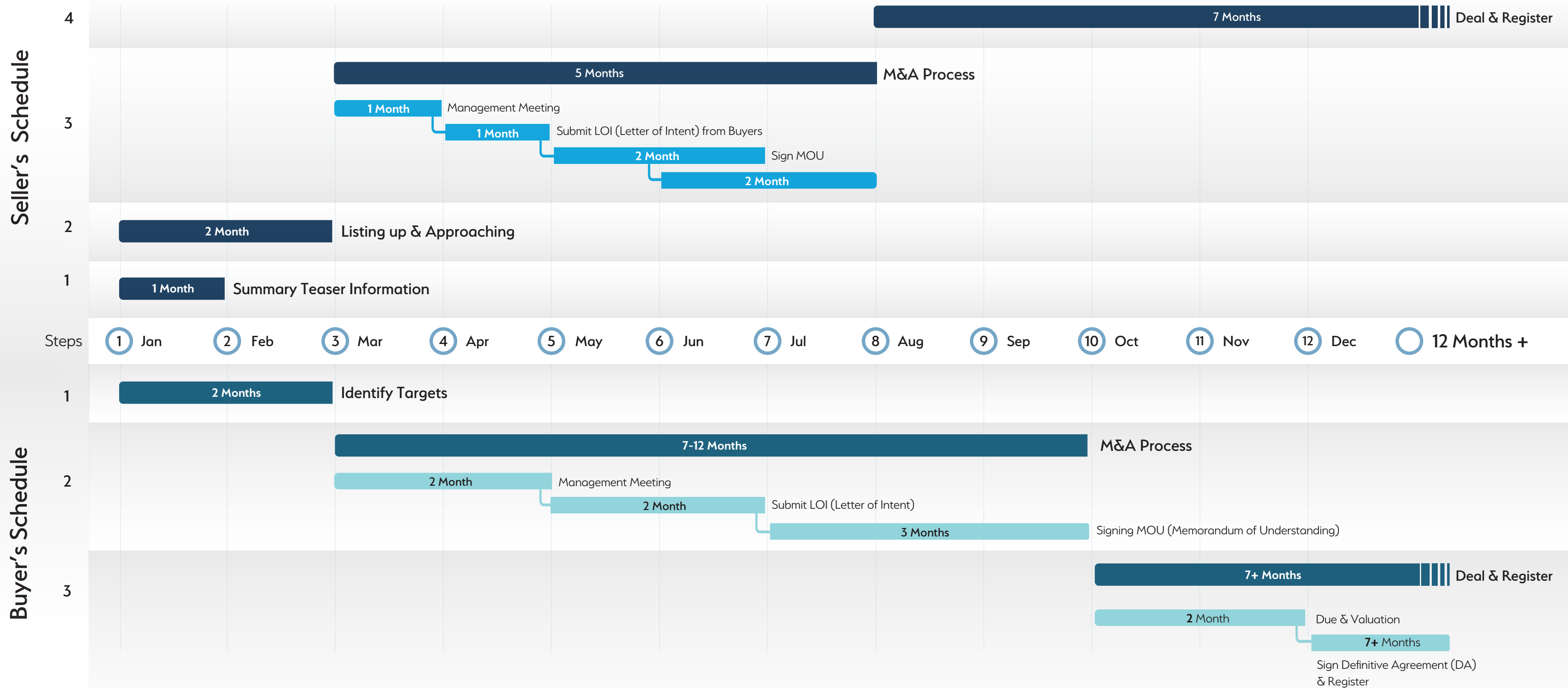
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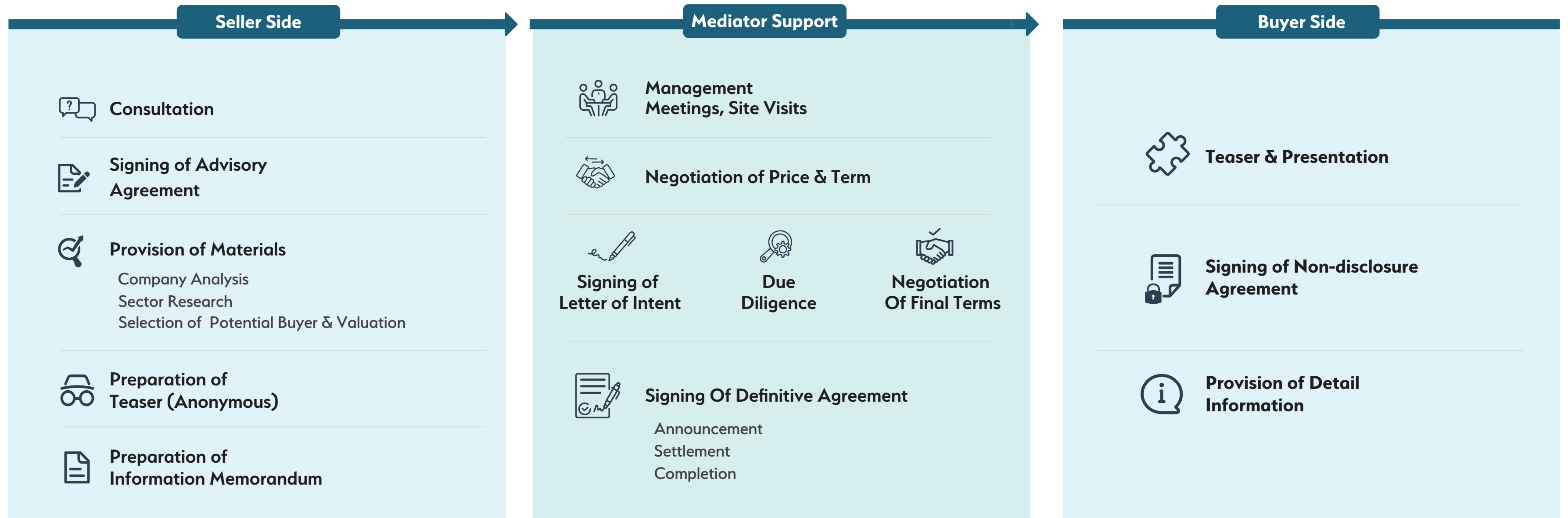
01

Standard Project "Process & Timeline"





Delivering Expert "M&A Services" for Successful Outcomes





Comprehensive Add-On Advisory

"Services for Strategic M&A Success"

TVC streamlines M&A transactions with comprehensive services, focusing on thorough financial and tax due diligence to identify risks and tailor solutions. We prioritize the client's demands and needs, ensuring the most beneficial approach. Valuation is a key focus, utilizing various specialized methods to meet specific client requirements.

Expertise in Valuation Methods



EBITDA Multiple Valuation



Comparable Company Analysis (CCA)



Net Asset Value Method (NAV)



Discounted Cash Flow (DCF)



Earnings Power Value (EPV)

01 In-Depth Legal Due Diligence

Conduct thorough assessments of contracts, regulatory compliance, intellectual property rights, and litigation history to uncover potential risks in your target companies.

02 Drafting Share Transfer Agreements

Develop meticulously structured share transfer agreements, considering shareholder rights, corporate governance, and jurisdictional regulations to ensure seamless ownership transfers.

03 Strategic Joint Venture Agreement Preparation

Formulate comprehensive joint venture agreements that clearly define financial commitments, profit-sharing mechanisms, and governance structures, aligning with industry standards.

04 Bilingual Translation Services

Provide accurate English-Japanese translation of financial, legal, and technical documents to facilitate effective communication and compliance across borders.

05 Multilingual Translation Services

Deliver professional translation services in multiple languages, including technical and industry-specific terminology, to support your global operations.

06 Specialized Legal Process Assistance

Navigate complex legal processes like registration, filing, and regulatory compliance with tailored support suited to the jurisdictional requirements of your sector.

07 Advanced Corporate Valuation Analysis

Utilize Comparable Company Analysis (CCA), Precedent Transactions Analysis (PTA), Discounted Cash Flow (DCF), Earnings Power Value (EPV), and Weighted Average Cost of Capital (WACC) to provide precise insights into market value, growth prospects, and strategic positioning.

08 Financial & Tax Due Diligence

Perform in-depth analysis of financial statements, tax filings, and compliance documentation to identify risks and craft solutions tailored to the unique requirements of your industry.

Empowering Your Business Journey with Full-Spectrum “M&A Strategies”



Unpredictable environment, the ability to navigate the intricacies of cross-border mergers and acquisitions requires a new level of precision. By introducing not only Japanese companies but also local and international buyers and sellers, we establish vital connections that pave the way for successful partnerships. Our comprehensive due diligence process integrates the expertise of CPAs, lawyers, and tax specialists to offer a one-stop solution that minimizes risks and ensures smooth deal conclusions.



01 Strategic Matching

Facilitate the introduction of Japanese, local, and foreign companies, both buyers and sellers, by establishing strong connections with independent businesses in each country.

02 Comprehensive Due Diligence

Provide one-stop services from initial research through to due diligence and deal closure, leveraging experts such as CPAs, lawyers, and tax specialists in each jurisdiction.

03 Efficient M&A Procedures

Introduction not only of Japanese, but also local and other foreign companies, both as buyer and seller, Via establishing local connection with independent company in each country.

04 Post-Merger Integration (PMI)

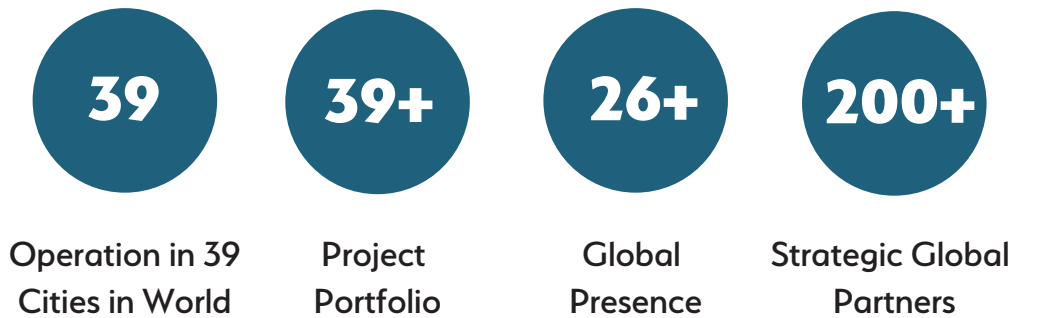
Address post-merger issues thoroughly, including corporate management of PMI, de-registration, and liquidation of acquired companies. Our one-stop service resolves any concerns that arise after the transaction concludes.



Our Success Stories in "South Asia, China ASEAN Countries in M&A"

With an expansive network spanning over 10,000 companies, we hold a commanding presence in Asia and beyond. This gives us unparalleled access to both potential buyers and sellers actively seeking opportunities like yours. By partnering with us, you'll tap into our global network of member companies, enabling us to connect you with interested parties, whether you're looking to buy or sell. Our services are designed to facilitate seamless cross-border transactions, ensuring your journey towards success is swift and efficient.

Global Impact and Collaboration At a Glance



Success Story

Investment Scale

\$22 Billion

Total investment scale across our Projects is around \$1.965 billion.

Major Industries

- Manufacturer
- Trading
- Service
- Financing
- Retail
- Tech & IT
- Wholesale
- Chemical
- Advertisement
- Real Estate

Project Countries

20 Counties

Our projects span 20 countries, including key regions in ASEAN And the EU



Your Strategic “Partner Opportunities” in M&A Process & “You As our Partner”

Are you well-connected in your region? Do you know companies that are looking for opportunities to grow, expand their business, or raise capital? By becoming a partner with Tokyo Venture Capital, you can leverage your network to create opportunities and earn rewards.

Why You Can Be Our Partner



Deep Local Knowledge

Your local market insights help identify growth opportunities.



Leverage Our Global Network

Access our global network spanning 39 cities across 26 countries to expand and form international partnerships.



Commitment to Growth

Partner with TVC to help companies achieve their objectives with our full support.

What We Offer

Becoming a partner with Tokyo Venture Capital is not just about facilitating introductions—it's about being part of a global growth movement. Here are the reasons why you are a valuable partner to us, and why partnering with TVC could significantly benefit you

¥ Earn Rewards

¥30,000 / Successful Meeting

For every successful introduction that results in a meeting, you will receive **30,000 JPY**
or Equivalent in Local Currency



Your Strategic “Globally Targeted Industries” for Strategic Partnerships

Tokyo Venture Capital is actively expanding partnership opportunities across multiple industries on a global scale. Below, we present the key sectors of interest along with specific requirements and financial criteria we are targeting in all countries. By identifying potential companies that align with these criteria, you will contribute to a successful collaboration and growth.



Food & Beverage Wholesale Companies

Requirements

Any Country

- Wholesales food or beverage business, any product.
- Preferably businesses that add value through processing.
- Open to capital-raising projects.

Financial Criteria

- Sales volume over **20M USD**.
- High gross profit (GP) margin above **15%**, if possible.
- Must be profitable.



Restaurant & Chain Restaurants

Requirements

All, Especially **ASEAN**

- Preferably chain restaurants with multiple stores.
- Traditional food from the country is ideal.

Financial Criteria

- Sales volume over **20M USD**.
- High GP margin above **30%**, if possible.
- Must be profitable.



Food & Beverage Manufacturing

Requirements

All, Especially **ASEAN**

- Chilled food, dairy, or dry processed foods (spices, etc.).

Financial Criteria

- Sales volume over **20M USD**.
- High GP margin above **30%**, if possible.
- Must be profitable.

Your Strategic “Globally Targeted Industries” for Strategic Partnerships (Continued)

Partnership opportunities across multiple industries on a global scale. Below, we present the key sectors of interest along with specific requirements and financial criteria that we are targeting globally. On the next page, you will find our localized targets, customized for specific regions to ensure strategic growth opportunities and tailored partnerships.



Requirements

 Any Country

- Cold chain Capabilities are Preferred.

Financial Criteria

- Sales volume over **20M USD**.
- High GP margin above 30%, if possible.
- Must be profitable.



Requirements

 Any Country

- Preferably companies with their own product or services.

Financial Criteria

- Sales volume over **5M USD**.
- Must be profitable.



Requirements

 Any Country

- Large-scale waste treatment capabilities are preferred.

Financial Criteria

- Sales volume over **20M USD**.
- High GP margin above 30%, if possible.
- Must be profitable.

“Local Industries & Company Targets” for Strategic Partnerships

Here Each branch will put their local industry and company details (our TCF side will do that) and share with the partners

Food & Beverage Wholesale Companies

Requirements

 Any Country

- Insert

Financial Criteria

- Insert

Restaurant & Chain Restaurants

Requirements

 All, Especially ASEAN

- Insert

Financial Criteria

- Insert

Food & Beverage Manufacturing

Requirements

 All, Especially ASEAN

- Insert

Financial Criteria

- Insert

Established

26 Years & Counting

We proudly stand upon a foundation built over 26 Years of unwavering commitment and collaboration With our valued clients.

1998

We founded our Organization in July 1998.

¥500M +

Capital As a group

26

Operating across a vast Geographical footprint.

39+

39 Cities covered

Growing Society

We are growing society through our clients And expanding their business.

Our Family



500+

As our family expanded, we surpassed 386 members by April 2023

Great Place to Work

We are proud to be recognized as a Great Place to Work, and we are continuously committed to fostering a supportive and dynamic work environment that empowers our team to grow and thrive.



1000+

Proudly served over 1,000 Clients worldwide.

171+

Japanese local employees are working at different points in the world





Contact Us

Mr. Shuhei Takahashi

Executive Assistant to CEO | M&A Advisor

 **+83 029 3478**

 tokyoventurecapital.co.jp

 jp_thailand_cs@tokyoconsultinggroup.com

 7th floor, AM Building, 2-5-3 Shinjuku, Shinjuku-ku, Tokyo

 [linkedin.com/company/tokyovc](https://www.linkedin.com/company/tokyovc)

