# Sageworks Valuation Solution.

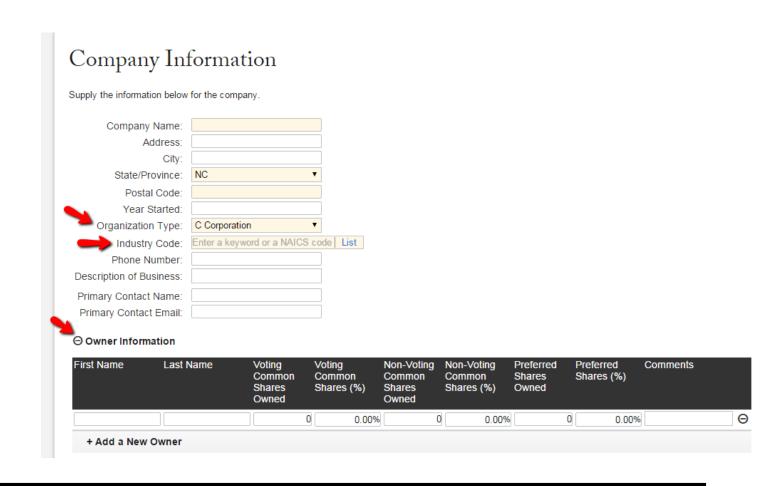
Reduce risk and save time when performing compliant valuations



#### Setting Up a Company: Company Information

# Key components of setting up a company:

- Organization Type: Toggling the organization type will alter the headers on the owner information table.
- Industry Code: Pulls from a shared database (with ProfitCents) of industry NAICS codes.





### Setting Up a Company: Scope of Engagement

# Key component: Method of Valuation

#### Enterprise (MVIC) Valuation

- Valuing the entire company, equity and debt
- For the income approaches, it uses EBIT as an earnings stream to calculate unlevered cash flows.
- Unlevered Cash Flow means cash is not included in working capital.

#### Equity Valuation

- Equity valuation only
- For the income approaches, it uses Net Income as an earnings stream to calculate Levered Cash Flows.
- Levered Cash Flows means cash is included in working capital.

#### Scope of Engagement

Company Information
 2. Valuation Information

Please supply the information below for the company you wish to value and click Save and Continue to proceed.

02/04/2015 Valuation Date: Valuation Engagement Type: Controlling Method of Valuation: Enterprise Value (MVIC) Purpose and Intended Use of Valuation Fair Market Value Standard of Value: Going-Concern Premise of Value: Number of Shares or Units Outstanding (if applicable): Number of Shares or Units Outstanding (Fully Diluted) (if applicable): Number of Shares or Units Being Valued (if applicable): Save and Continue



### Integration

- ProfitCents by Sageworks and Sageworks Valuation Solution integrate seamlessly with one another, enabling data to have import be ported across solutions.
- Refer to ProfitCents documentation for information on integrating with other general ledger software.

Navigation: Financial Information > Enter Financials > Integrator

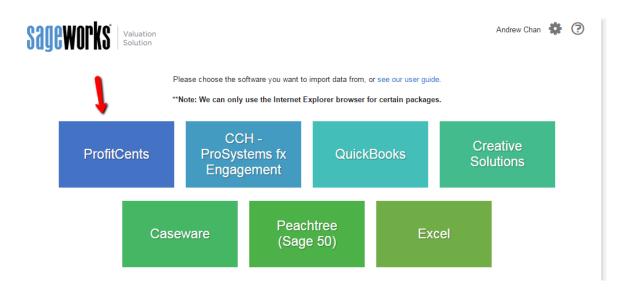


#### Data Transfer: ProfitCents to Valuation

# Able to import data from ProfitCents into Valuation

Companies created in Valuation will also appear in ProfitCents

Navigation: Financial Information > Enter Financials > Integrator > ProfitCents > Select Periods > Import Periods



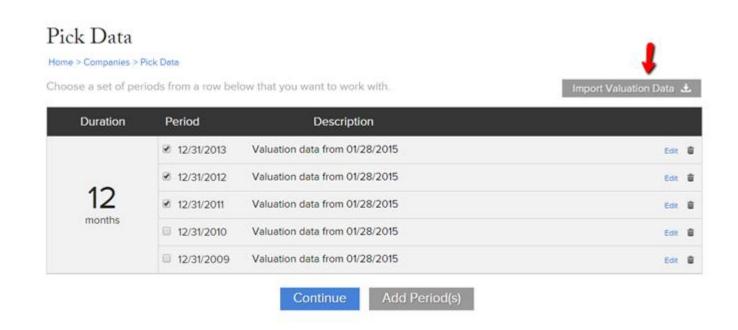


#### Data Transfer: Valuation to ProfitCents

# Able to import data from Valuation into ProfitCents

 Companies created in ProfitCents will also appear in Valuation

Navigation in ProfitCents: Add/Edit Financials > Recent Companies (select desired company) > Import Valuation Data





#### Entering Financials: Basics

- Add/Delete Periods using the plus and minus signs in column headers
- Adjust Period Durations/End Dates
  - Note: If the period durations and end dates do not align, the most recent period will not show in the Statement of Cash Flow.
- Add sub-accounts to the historical financials by clicking the plus sign
  - These will flow into the adjusted financials as sub-accounts.
  - Click the "x" to remove a sub-account. This will remove entries across all years.

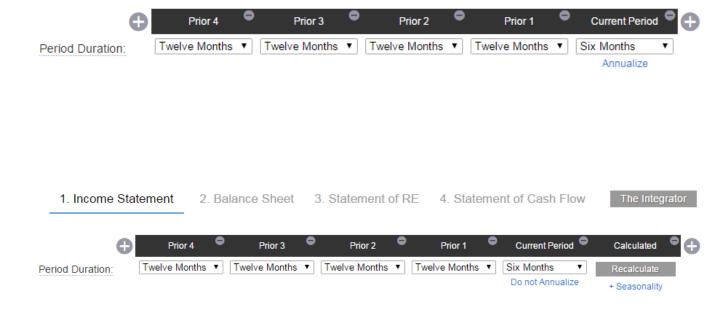
#### Financial Statements





# Entering Financials: Partial Periods and Annualization

- Able to input partial periods of data, but you must annualize the data
  - For the underlying annualization calculation, see the Annualization Documentation in the solution's FAQ.
  - To annualize, enter partial period duration and period end date and press Save. An Annualize link will appear under Current Period.
  - Click Annualize, and a new column will appear designating projected performance for the rest of the partial period year.
  - If you make changes to the Current Period column, click the Recalculate so the program takes into account the adjustments.
  - Once data has been annualized, apply seasonality (next slide) if applicable.





# Entering Financials: Seasonality

- Seasonality is applied to companies with inconsistent cash flow in a year (e.g., Ski Resort).
  - To calculate seasonality, click the Seasonality link. This will add a partial period for the previous year.
  - period for the previous year.

     After entering the previous year's partial period financials, the program proportionally applies the prior year's cash flow to the current year.
  - cash flow to the current year.

    Example: if the company makes 4/5 of its annual revenue in the first six months of the year, we will assume that 1/5 is made in the last six months. For the current period, we assume that the current partial year's balance represent 4/5 of the company's annual revenue. The program then solves for the remaining 1/5 of the revenue and adds it to the partial period's financials.

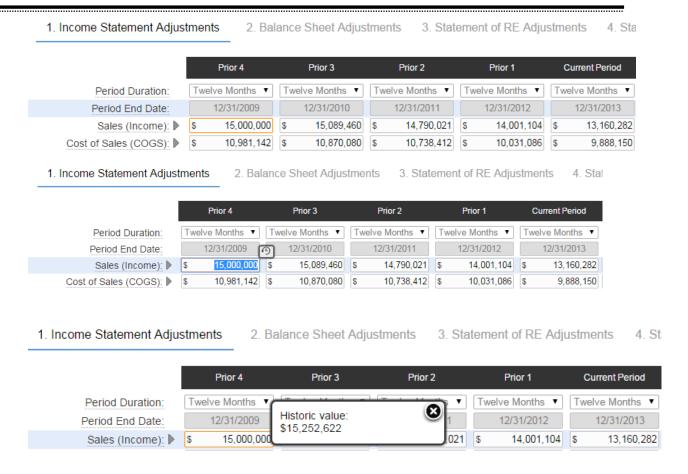
    If changes are made to the current period
  - If changes are made to the current period data or annualized data, click Recalculate to refresh values.

1. Income Statement		2. Balance S	heet 3. Staten	nent of RE 4.	Statement of Ca	The Integrator	
•	Prior 4	Prior 3	Prior 2	Prior Partial	Prior 1	Current Period	Calculated 😑
Period Duration:	Twelve Months ▼	Twelve Months ▼	Twelve Months ▼	Six Months ▼	Twelve Months ▼	Six Months ▼	Recalculate
						Do not Annualize	Remove Seasonality
Period End Date:	12/31/2009 🛗	12/31/2010 🖮	12/31/2011 🛗	06/30/2012 🛗	12/31/2012 🛗	06/30/2013 🛗	12/31/2013 🛗
Sales (Income): ▶	\$ 15,252,622	\$ 15,089,460	\$ 14,790,021	\$ 0	\$ 14,001,104	\$ 13,160,282	\$ 13,160,282
Cost of Sales (COGS): ▶	\$ 10,981,142	\$ 10,870,080	\$ 10,738,412	\$ 0	\$ 10,031,086	\$ 9,888,150	\$ 9,888,150
Gross Profit:	\$ 4,271,480	\$ 4,219,380	\$ 4,051,609	\$ 0	\$ 3,970,018	\$ 3,272,132	\$ 3,272,132
Depreciation:	\$ 114,688	\$ 17,122	\$ 73,391	\$ 0	\$ 37,610	\$ 27,090	\$ 27,090
Amortization: ▷	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Overhead or S,G,& A Expenses:	\$ 2,700,530	\$ 2,734,772	\$ 2,763,965	\$ 0	\$ 2,783,560	\$ 3,105,870	\$ 3,105,870
Other Operating Income: >	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Other Operating Expenses: >	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Operating Profit:	\$ 1,456,262	\$ 1,467,486	\$ 1,214,253	\$ 0	\$ 1,148,848	<b>\$</b> 139,172	\$ 139,172
Interest Expense: >	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Other Income: >	\$ 614	\$ 1,687	\$ -11,705	\$ 0	\$ 53,869	\$ 46,023	\$ 46,023
Other Expenses: >	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Net Profit Before Taxes:	\$ 1,456,876	\$ 1,469,173	\$ 1,202,548	\$ 0	\$ 1,202,717	<b>\$</b> 185,195	\$ 185,195
Taxes Paid: D	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Extraordinary Gain: D	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Extraordinary Loss: D	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Net Income:	\$ 1,456,876	\$ 1,469,173	\$ 1,202,548	\$ 0	\$ 1,202,717	\$ 185,195	\$ 185,195



### Adjusting Financials

- The adjusted financials copy over from the historical financials
  - Make adjustments directly into the cell.
  - The cell will highlight orange if the value differs from the historical value.
  - To check the historical value, click into the cell and a clock will appear.
  - Note that any comments made next to accounts or in the main comment box (below table) will automatically flow through to the report.



- 1. Income Statement Adjustments
- 2. Balance Sheet Adjustments 3. Statement of RE Adjustments
- Statement of Cash Flow

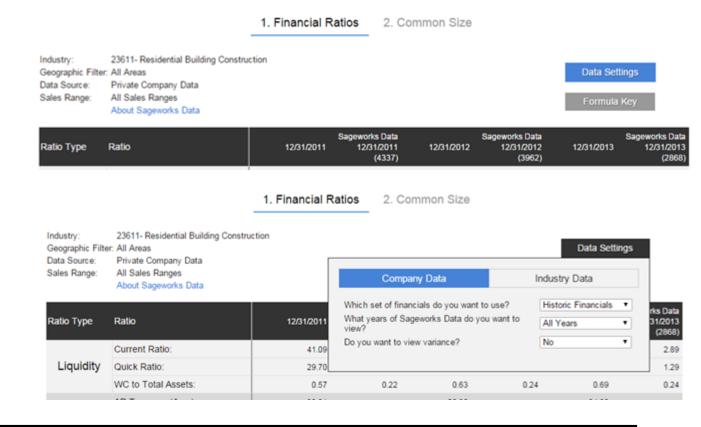




### Financial Analysis: Overview

- Once data is input, SVS calculates a wide range of performance ratios
  - For the underlying calculations, users can print out/download the formula key.
  - The whitepaper describes how we clean/process data in our database.
  - The bracket shows the number of financials including in each average.
  - The Data Settings button allows users to toggle which type of information is shown on the company.
  - The ratios can be exported to Excel.

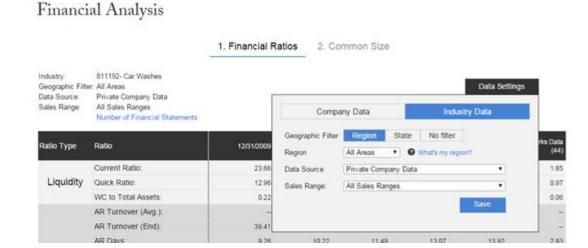
#### Financial Analysis





# Financial Analysis: Sageworks Industry Data

- The Sageworks Database offers real-time industry data aggregated from our ProfitCents and Sageworks Credit Analysis users through our cooperative data model.
  - When customers run reports, we anonymize, aggregate and store data.
  - We do not share any company-identifiable information from the specific companies entered in the database; only aggregated and anonymous industry-level data is reported.
  - Our clients run 1,000+ reports daily, which are incorporated into the database averages.





### Document Manager

- Helps analysts keep track of requested and received documents
  - Automatically print a list of requested or received documents by clicking the links above the table.
  - Toggle document type in Document column.
  - Mark as Requested or Received.
  - Upload a document by clicking the image of a page with an up arrow.
  - image of a page with an up arrow.
    Delete a document by clicking the trash can.
  - Documents can be accessed from anywhere, using an internet connection and an SVS login.
  - connection and an SVS login.

     SVS acts as a storage facility for documents used before, during and after an engagement, enabling collaboration and remote workplace functionality.

#### Document Manager

Track document requests sent to the client you are working with. To receive documents, click on the drop-down beside the document type and mark as "Receiv you would like to upload and / or view an uploaded document, click on the icon beside the document you are working with.

Print list of outstanding or received documents.

Document	12/31/2011		12/31/2012		Current Period 12/31/2013		
Income Statement	Requested	B	Received	B	Requested	B	ŵ
Balance Sheet	Set Status	B	Set Status	B	Set Status	B	ŵ
Statement of Cash Flows	Set Status	B	Set Status	B	Set Status	B	ŵ
Statements of Stockholder's Equity	Set Status	B	Set Status	B	Set Status	B	ŵ
Federal Tax Return	Set Status	B	Set Status	B	Set Status	B	ŵ
State Tax Return	Set Status	B	Set Status	B	Set Status	B	ŵ
Aged Accounts Receivable Summary	Set Status	B	Set Status	B	Set Status	B	ŵ
Aged Accounts Payable	Set Status	B	Set Status	B	Set Status	B	ŵ
Top 10 Customer List	Set Status	B	Set Status	B	Set Status	B	ŵ
Top 10 Supplier List	Set Status	В	Set Status	В	Set Status	В	ŵ



### Income Approach

- Discount Rate
- Discounted Future Benefits
- Capitalization of Benefits
- Capitalization of Excess Earnings



### Calculating a Discount Rate

- There are three primary methods for calculating the discount rate:
  - 1. CAPM
  - 2. Build-Up (most popular)
  - 3. Duff & Phelps
- Setting Cost of Debt, Target Capital Structure and Calculating a Discount Rate steps do not apply when conducting an equity valuation.

(1) Step 1: Choose Method(s) for Calculating the Cost of Equity

Method	Cost of Equity	Comments
CAPM:	16.25%	
Build-Up:	30.00%	
Duff & Phelps:	13.97%	

(2) Step 2: Set the Cost of Debt

		Comments
Interest Rate:	0%	
Tax Rate:	0%	
After-tax Cost of Debt:	0%	
After-tax Cost of Debt:	0%	

3) Step 3: Determine the Target Capital Structure

				Comments
Debt :	0%	Equity:	100.00%	

(4) Step 4: Choose Method(s) for Calculating the Discount Rate

Method	Discount Rate	Weighting	Weighted Average	Comments
CAPM:	16.25%	75.00%	12.19%	
Build-Up:	30.00%	25.00%	7.50%	
Duff & Phelps:	13.97%	0%	0%	

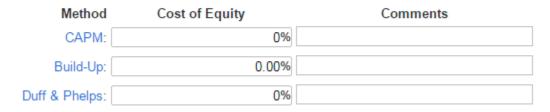


## Data Feed: US Treasury Bill/Note Yields

 In the Discount Rate section, we pull the most up-to-date treasury bill/note yield

Navigation: Valuation Methods > Income Approach > Discount Rate

 Most people use the 20-yr bond as a proxy for the risk-free rate Step 1: Choose Method(s) for Calculating the Cost of Equity



#### Capital Asset Pricing Model

Please use the following cells to input the variables needed to calculate the cost of Equity using the Capital Asset Pricing Model method. In order to calculate a Beta for the Subject Company, you may use the Beta Adjustment button to convert a proxy beta to beta reflective of the Subject Company.

CAPM :  $E(R_i) = R_f + (ERP)\beta + RP_S + RP_U$ Find historical risk free rate

Comments

Risk-Free Rate  $(R_f)$ : 0%Equity Risk Premium (ERP): 0%Beta  $(\beta)$ : 0Beta  $(\beta)$ :

Size Premium  $(RP_a)$ : 0%Company Specific Risk Premium  $(RP_u)$ : 0%Required Return on Security  $(E(R_i))$ : 0%



# Discount Future Benefits (DFB) Projection

- Ultimate goal is to conduct a discounted cash flow valuation
  - The sum of all present values of future cash flows given a selected duration (see equation at right).

Navigation: Income Approach > Discounted Future Benefits > Click Download

 Note: A discount rate and terminal growth rate must be determined to proceed to this portion of the solution.

#### **Mathematical Formulas:**

#### DCF Formula:

DCF = 
$$\frac{CF_1}{(1+r)^1} + \frac{CF_2}{(1+r)^2} + ... + \frac{CF_n}{(1+r)^n}$$

CF = Cash Flow

r = discount rate (WACC)

#### Terminal Value Formula:

$$\frac{CF_{t+n}(1+g)}{k-g}$$

Where,

CFt+n = Cash flow in final projected period

g = Terminal growth rate

k = Cost of Capital (i.e. discount rate)

#### Present Value Formula:

$$PV = \frac{CF_t}{(k+1)^n}$$

Where,

PV = Present value

CFt = Cash flow for the subject period

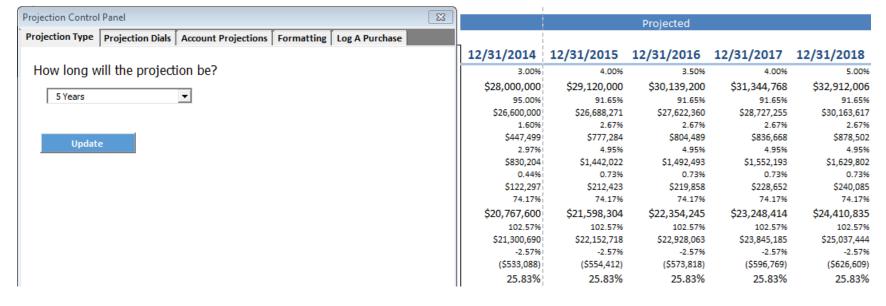
k = Cost of capital (i.e. discount rate)

n = Present value factor (mid-year/end of year)



### Projection Type

- In the Projection Type tab, users can adjust how many years of projected data will show
  - Ranges from a 5-10 year projection.
  - By default, the program applies the Holt-Winters Smoothing Equation to the projected period data.

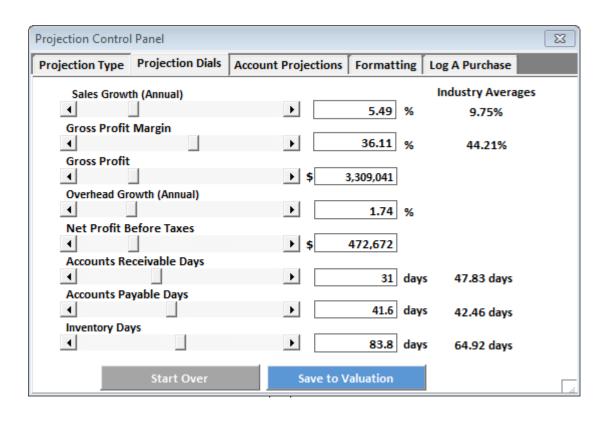




### Projection Dials

- Use the dials or type directly into the cells to adjust projection values
  - Income Statement and Balance Sheet items will adjust accordingly.
  - The industry average to the right is pulled from the Sageworks Database for benchmarking.

Navigation: Projection Controls > Projection Dials (tab)





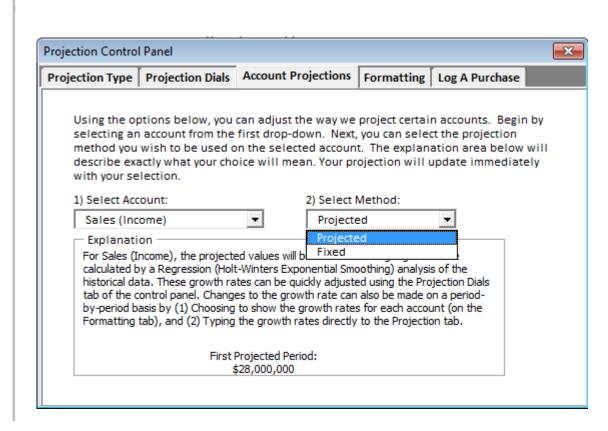
#### Projection: Account Projection

**PFV** 

P

Р

- On the left-hand side of the projection Excel sheet, you'll see the letters "P" and "F"
  - P = Percentage. The Excel sheet defaults to the Holt-Winters Smoothing Equation and applies it to projected periods.
  - F = Fixed. The projection Excel sheet will not project growth/decline into the projected period for this item.

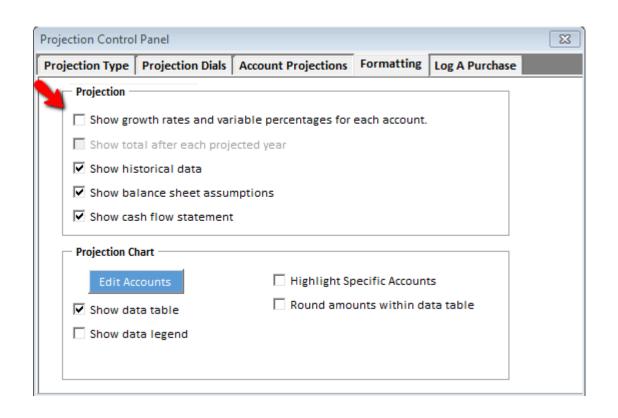




# Projection: Growth Rates as a Percentage

- The key feature in the DFB model is the growth rates shown as percentages:
  - Users can adjust the percentages, and the projection will adjust accordingly.
  - Do not overwrite numbers when this functionality is turned on.

Navigation: Projection Controls > Formatting Tab





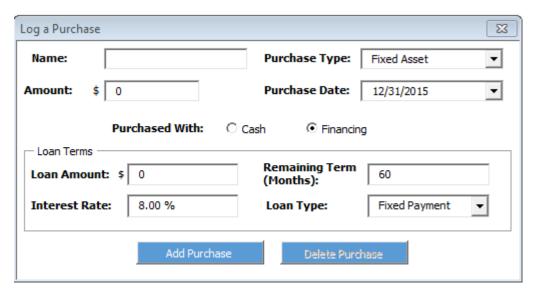
### Projection: Logging a Purchase

- Add a purchase to historical data or projected data to determine the impact of financing/cash purchases on the company's income, cash flows, profitability, etc.
  - To edit any type of financed purchase, click the Loan Analysis tab.

#### Navigation:

Log a Purchase: Projection Controls > Log a Purchase > Log a Purchase (button)

Loan Analysis: Tab in the Excel sheet

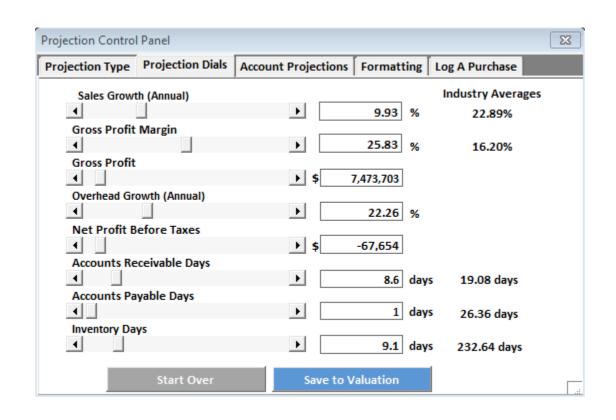


Depreciation	\$310,691	\$323,364	\$296
Amortization	\$4,981	\$4,482	\$5
Overhead or S,G,& A Expenses	\$2,163,731	\$2,334,809	\$2,883
G & A Payroll Expense	\$413,370	\$518,947	\$55
Rent	\$150,422	\$143,897	\$17
Advertising	\$7,261	\$6,281	\$
Executive Compensation	\$291,555	\$285,993	\$40
Contributions	\$2,880	\$3,255	\$
Insurance	\$98,173	\$124,811	\$15
Employee benefits	\$347,625	\$354,206	\$41
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### Projection: Uploading Data to the Site

- Once finished manipulating the data, users can upload data back to the website
  - In the Projection Dials tab, click the Save to Valuation button.
  - This uploads the document back to the site; users will see a pop-up confirmation.
  - Users also have the option to save a copy of the projection sheet remotely before closing the workbook entirely.

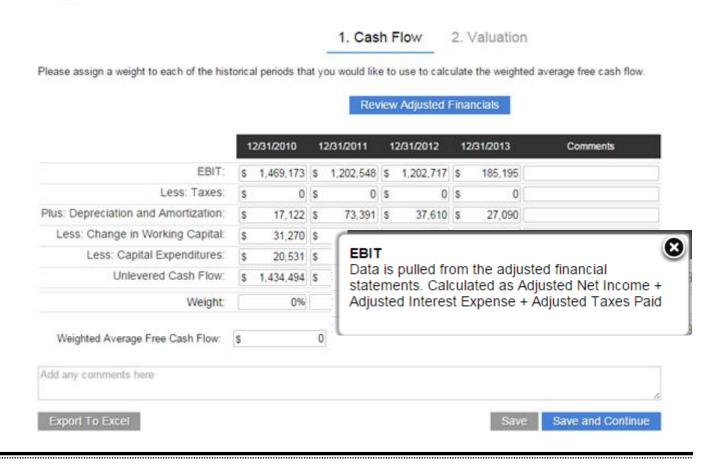




### Capitalization of Benefits

- Calculation differs slightly depending on MVIC vs. Equity Valuation
  - MVIC earnings stream = EBIT
  - Equity earnings stream = Net Income
- To see formulas, click links to the left
  - Formulas are calculated from adjusted financials.
- Reference adjusted financials by clicking the button above the table

#### Capitalization of Benefits





# Capitalization of Excess Earnings: Balance Sheet Adjustments

- The current period financials pull from historical financials
  - Make adjustments by overwriting the adjusted value or entering adjustments in the center column.
  - Cells will highlight orange if the value in the cell is different from the historical value.
  - Click the Review Adjusted Financials button to go back and forth between adjusted financials and their current valuation.
  - Click any of the links on the page to see the underlying formulas.

#### Capitalization of Excess Earnings

	Review Adjusted Financials								
	Cı	rrent Period	Adjustme	nts	Adj	usted Values	Comments		
Period End Date:	1	2/31/2013							
Cash (Bank Funds):	\$	380,016	S	0	S	380,016			
Accounts Receivable:	\$	501,899	S	0	\$	501,899			
Inventory:	\$	396,250	\$	0	S	396,250			
Other Current Assets: 1	\$	1,640	S	0	s	1,640			
Total Current Assets:	\$	1,279,805	\$	0	S	1,279,805			
Gross Fixed Assets:	\$	66,020	\$	0	\$	66,020			
Accumulated Depreciation:	\$	0	S	0	\$	0			
Net Fixed Assets:	\$	66,020	\$	0	S	66,020			
Gross Intangible Assets:	5	0	\$	0	\$	0			
Accumulated Amortization:	\$	0	S	0	S	0			
Net Intangible Assets:	\$	0	\$	0	S	0			
Other Assets:	\$	862,323	S	0	s	862,323			
Total Assets:	\$	2,208,148	\$	0	5	2,208,148			

1 Balance Sheet Adjustments

2 Cash Flow

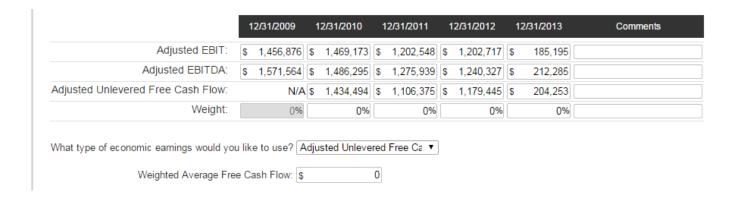
3 Valuation



#### Capitalization of Excess Earnings: Cash Flow

- Cash flow measures change if the valuation is an MVIC/Equity engagement
  - EBIT/EBITDA = Unlevered
     FCF for MVIC valuation
  - Net Income = Levered Cash
     Flow

#### **MVIC:**



#### **Equity:**

	12/31/2009	12/31/2010	12/31/2011	12/31/2012	12/31/2013	Comments
Adjusted Levered Cash Flow:	N/A	1,434,494	1,106,375	1,179,445	204,253	
Adjusted Net Income:	\$ 1,456,876	1,469,173	1,202,548	1,202,717	185,195	
Weight:	0%	0%	50.00%	50.00%	0%	



## Market Approach

- Guideline Public Company
- Merged and Acquired Method
- Prior Transaction in Subject Company
- Rule of Thumb

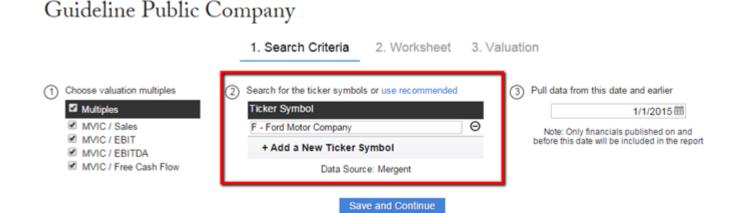


### Guideline Public Company: Mergent Data

#### Feeds

- Guideline Public Company in the solution is linked to a live Mergent feed – daily updates on public company financial data
  - Files update any financial data that becomes available.
  - New companies that release financials will appear in the database.

Navigation: Valuation Methods > Market Approach > Guideline Public Company





## Merged and Acquired Company

- Inputs available for the following private company transaction databases:
  - Pratt's Stats
  - BizComps
  - DoneDeals
  - IBA
- To upload files to Sageworks, click the Import Data link
  - Note that files uploaded to the site should have "macros-disabled".
  - If any issue comes up when integrating the entire Excel file, try creating a new file consisting of only the transaction multiples.
- Mean, median and harmonic mean multiples are automatically calculated

#### Merged and Acquired Company

Choose which source(s) you would like to use under the Merged and Acquired Company method to valuate the business

Source		Equity Value	Weight	ighted ty Value
Pratt's Stats	\$	0	0%	\$ 0
BizComps	\$	2,151,850	0%	\$ 0
Done Deals	\$	0	0%	\$ 0
IBA	S	0	0%	\$ 0
Other Source	\$	0	0%	\$ 0
			0%	
		Merged and	Acquired Company Valuation:	\$ 0

BizComps			1. Multi	ples 2. V	Vorksheet	100	3. Valuation			
mport Data or enter	r data	manua	ly							
MARKET CHIES										
	Mean	Median	Harmonic Mean	Subject Company	Implied Company Value - Mean	60	Implied Company Value - Median	Implied Company Value - Harmonic Mean	VARIABLE II	Comment
	1000000	. 1		Company	Company Value - Mean	0	Company Value - Median	Company Value -		Comment
	1000000	0 0	Mean	Company s 13,160,282	Company Value - Mean		Company Value - Median	Company Value - Harmonic Mean	1	Comment



### Prior Transaction in Subject Company

- Purpose: To apply the multiples from past transactions in the subject company to future transaction(s)
  - Selects which multiples to use
  - Enter past information on that multiple
  - Program calculates weighted average of the multiples based on entries

#### Rule of Thumb:

- Purpose: Reasonableness check for other valuation methods
  - Able to select from our multiples or input custom multiples
  - For pre-defined multiples, we pull in the information automatically



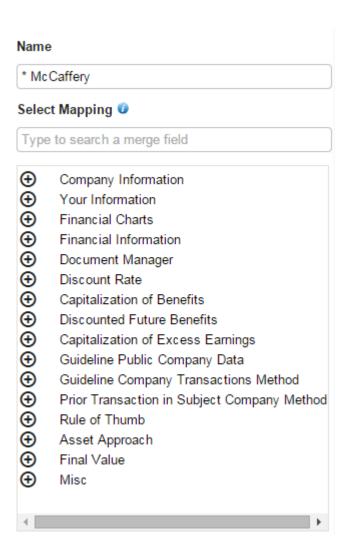
# Report Writer

- Hotfeeds
- Creating Templates
- Creating Reports



#### Hotfeeds

- Hotfeeds help automate report writing by pulling in comments made throughout the Valuation
  - Comments appear as bullet points under major tables/graphs/charts.
- To find a hotfeed:
  - Use the search bar to the left of the template/report builder.
  - Expand sections manually.
- Hotfeeds pull in information specific to the subject company





# Creating Templates

Navigation: Report Builder > Create New Report > Create New Template

- Name a template on the left-hand side of the text editor.
- When users insert hotfeeds into the template, the template will pull information specific to a particular report.
- Templates can be accessed across companies.
- Templates are saved to the template "bank".
- To apply a template to a report, click the template name in the Apply Template pop-up.
- To edit an existing template, click the Edit Template link.

#### Apply Template

* Mc Caffery	Edit Template
1.0 CT 8.18	Edit Template
1.0 Custom Template 8.5.2014	Edit Template
1.0 Release Test	Edit Template
1.1 Custom Template 8.5.14	Edit Template
1.1 Release Test	Edit Template
1.2 CT 8.18	Edit Template
1.28 template 2	Edit Template
1.28 Test template	Edit Template
1.4 CT 8.18	Edit Template
1.5 Custom template 8.5.14	Edit Template
2/4 Mark Template	Edit Template
8.18 Custom Template	Edit Template
8.20 Custom Template1.0	Edit Template
A- Proprietary	Edit Template
Aaron Build out	Edit Template

Create New Template



### Creating Reports

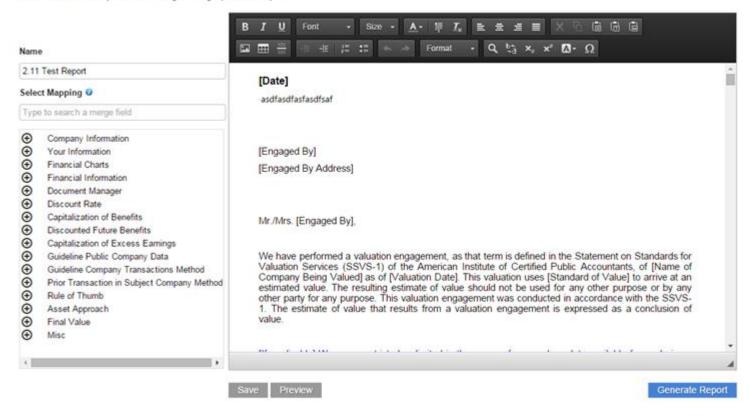
### Begin by applying a template to a report

- Name a report on the left-hand side of the text editor.
- After applying a template, any changes made will be exclusive to the company being valued.
- It's suggested to finish headers, footers, table of contents, etc. in Word.
- After completing a report, generate the report in Word or PDF format.
- When running a first-time report, users will be directed to the Report Panel to prove the file has properly saved.

#### Report Builder

To build a report from an existing document, copy and paste the text into the report editor. Then, insert merge fields to map information from Sageworks Valuation Solution into the report.

NOTE: You must save your work before generating a preview or report.





### Excel: Export Functionality

- Income Approach:
  - Capitalization of Benefits
  - Capitalization of Excess Earnings
- Market Approach:
  - Guideline Public Company (Worksheet and Valuation Tabs)
  - All Merged and Acquired Methods (Worksheet and Valuation Tabs)
  - Prior Transaction in Subject Company (Valuation Tab)
  - Rule of Thumb (Valuation Tab)



#### Other Resources Available

#### Frequently Asked Questions (FAQs):

• <a href="https://valuation.sageworks.com/USEN/FAQ.aspx?GUID=bf6ec21f-964d-4442-ace4-9476b45d23c7">https://valuation.sageworks.com/USEN/FAQ.aspx?GUID=bf6ec21f-964d-4442-ace4-9476b45d23c7</a>

#### Sageworks Valuation Solution User Guide:

PDF found within the solution online in the Sageworks User Support section

#### About our Data:

PDF found within the solution online in the Sageworks User Support section

#### Training Videos:

(Coming Soon)



#### Contact Information

- Contact us at 866.603.7029, option 2
- valuationsupport@sageworks.com

