

# Fairness Opinion Research Service

Easily access unique fairness opinion source information so you can focus on analysis and not tedious data gathering.

**REQUEST  
A DEMO**

Contact BVR for pricing options.

With the absence of regulation surrounding the issuance of fairness opinions, market practices have become de facto standards. BVR's new **Fairness Opinion Research Service (FORS)** groundbreaking resource gives you immediate and complete access to hundreds of filed fairness opinions and enables professionals to easily know "what's market" as well as benchmark their work against hundreds of board books, opinion summaries, and opinion letters filed at the SEC over the last five years.

## Benefits of the research service:

- Save countless hours with FORS' customizable interface – screen by 68 criteria and efficiently filter information-rich documents within minutes with access to board books, opinion summaries, and letters
- Score the advantage – Be privy to all the valuation methods and weightings used by leading firms, plus learn how much they charge for their engagements and how fees are structured
- Boost your credibility by including the most relevant and most current financial ratios, growth metrics, and other benchmarks
- Ensure your methods and conclusions meet the highest standards - choose the best comparables by pulling straight from actual fairness opinions prepared by expert analysts from the top investment banks, advisory, and valuation firms

**Year Introduced at BVR:** 2017

**Data Type:** Company information and high level financials, plus transaction information with valuations performed and multiples

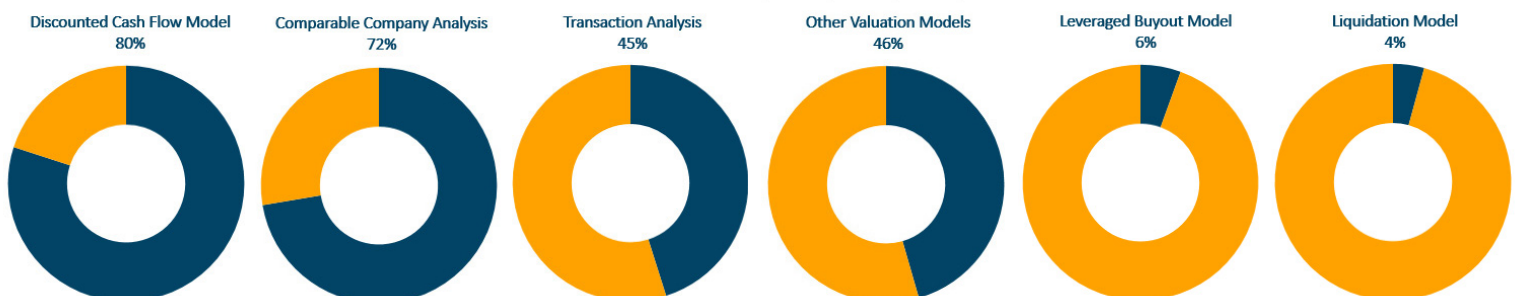
**Delivery Method:** Online database

**Information sources:** SEC and foreign regulatory bodies where mandatory documents must be lodged





**Product Updated:** Monthly

**Number of records:** 950

## Fairness Opinion Research Service by Valuation Model



# Sample report

Target	Hardinge	State	New York	Country	United States	Opinion Issuer	BMO Capital Markets	Opinion Issuer for Target														
<b>Documents</b>																						
Effective Date	2018-02-11	Board Book		Opinion Letter		Opinion Summary		Press Release														
<b>Transaction</b>																						
Currency	USD	Corporate Action	Merger	Consideration Type	Cash	Deal Value (MM)	\$222.35	Equity Value (MM)	\$247.76	Shares to Be Acquired	12,018,873	Shares Outstanding	13,392,693	Acquisition	89.74%	Premium	12.12%	Unaffected Share Price	\$16.50	Unaffected Price Date	2017-11-01	
<b>Consideration</b>																						
Target		Per Share Consideration	\$18.50	Exchange Consideration		Per Share Combo		Exchange Combo		Pro Format Ownership												
Bidder		Unaffected Share Price																				
<b>Participants</b>																						
Bidder	Privet Fund Management	Seller		Target Counsel	Wachtell, Lipton, Rosen & Katz	Bidder Counsel	Bryan Cave	Seller Counsel														
<b>Fees</b>																						
Firm		Total Fee (000)		Engagement		Execution		Opinion		Vote		Banking		Discretionary		Liability		Expense		Discretionary		
BMO Capital Markets		\$3,230.00						\$750.00				\$2,480.00				Y		Y				
<b>Business Overview</b>																						
SIC	3541	SIC (Secondary)		NAICS	333517	NAICS (Secondary)																
<b>Business Description</b>																						
Hardinge is a global designer and manufacturer of high precision, computer-controlled machine tool solutions developed for critical, hard-to-machine metal parts and of technologically advanced workholding accessories. The company's strategy is to leverage its global brand strength to further penetrate global market opportunities where customers will benefit from the technologically advanced, high quality, reliable products the company produces. With approximately two-thirds of its sales outside of North America, it serves the worldwide metal working market. The company's machine tool and accessory solutions can also be found in a broad base of industries to include aerospace, agricultural, automotive, construction, consumer products, defense, energy, medical, technology and transportation. The company applies its engineering design and manufacturing expertise in high performance machining centers, high-end cylindrical and jig grinding machines, SUPER-PRECISION and precision CNC lathes and technologically advanced workholding accessories. The company has manufacturing operations in China, France, Germany, India, Switzerland, Taiwan, the United Kingdom and the United States.																						
<b>Financials (First Estimated Year)</b>																						
Target		Currency	USD	Revenue (MM)	\$326.00	Revenue Growth	2.50%	EBITDA (MM)	\$27.00	EBITDA Growth	18.40%	EBITDA Margin	8.40%									
Bidder		USD																				
<b>Valuations Summary</b>																						
<b>Target - \$ Per Share</b>																						
Method Used	Other Method Used	Min Indicated	Indicated	Max Indicated	Min Prem Offer	Prem Offer	Max Prem Offer	Note	For Reference													
DCF		\$15.68		\$19.51	\$2.82		(\$1.01)	Growth: 2.0% - 4.0%; Discount: 14.0% - 16.0%														
GPC		\$14.89		\$18.35	\$3.61		\$0.15	5-Y Avg EV/2017E Adj. EBITDA: 6.5x - 8.5x														
GPC		\$14.37		\$17.68	\$4.13		\$0.82	5-Y Avg EV/LTM Adj. EBITDA: 6.5x - 8.5x														
GPC		\$17.49		\$20.95	\$1.01		(\$2.45)	EV/2017E Adj. EBITDA: 8.0x - 10.0x														
GPC		\$16.85		\$20.15	\$1.65		(\$1.65)	EV/LTM Adj. EBITDA: 8.0x - 10.0x														
M&A		\$15.20		\$18.50	\$3.30		\$0.00	EV/LTM Adj. EBITDA: 7.0x - 9.0x														
M&A		\$15.76		\$19.22	\$2.74		(\$0.72)	EV/2017E Adj. EBITDA: 7.0x - 9.0x														
<b>Multiples Observed</b>																						
<b>GPC Method</b>																						
Role	Multiple	Mean	Median	Range Min	Range Max	Note																
Target	EV/EBITDA	8.0x	8.1x	4.6x	12.0x																	
<b>M&amp;A Method</b>																						
Role	Multiple	Mean	Median	Range Min	Range Max	Note																
Target	EV/EBITDA	8.2x	8.9x	5.6x	15.7x																	
<b>Cost of Capital</b>																						
Target	WACC	15.0%	Min WACC	14.0%	Max WACC	16.0%	Debt/Equity	33.33%														
	Cost of Equity	18.00%	Min Cost of Equity	16.80%	Max Cost of Equity	19.20%	Equity Risk	6.94%														
Bidder	WACC		Min WACC		Max WACC		Debt/Equity															
	Cost of Equity		Min Cost of Equity		Max Cost of Equity		Equity Risk															
<b>Terminal Value</b>																						
Target	Terminal Value Type	Growth	TV Rate - Multiple	3.00	TV Rate - Multiple Min	2.00	TV Rate - Multiple Max	4.00														
Bidder																						