



IPO – A Corporate Journey of Value Creation

**What you need to know about
going public in the food sector**

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1: Why IPO?

Why IPO?



What are the benefits for Food Companies to IPO?

We are seeing an increasing interest and decision by many of our clients in Europe and the Middle East to IPO - they see this as the next stage in their company's evolution and development. The benefits of taking such a decision are shown below.

1

Access to capital to fund growth

2

Creates an exit or part-exit for current owners

3

Maximises the value of the Company

4

Enhances the company's public profile

5

Extra assurances for partners, suppliers & customers

6

Improves debt financing & lowers WACC

7

Enhances loyalty of key personnel

8

Improves business systemisation & efficiency



2: Preparing for IPO

Preparing for IPO

What you should know



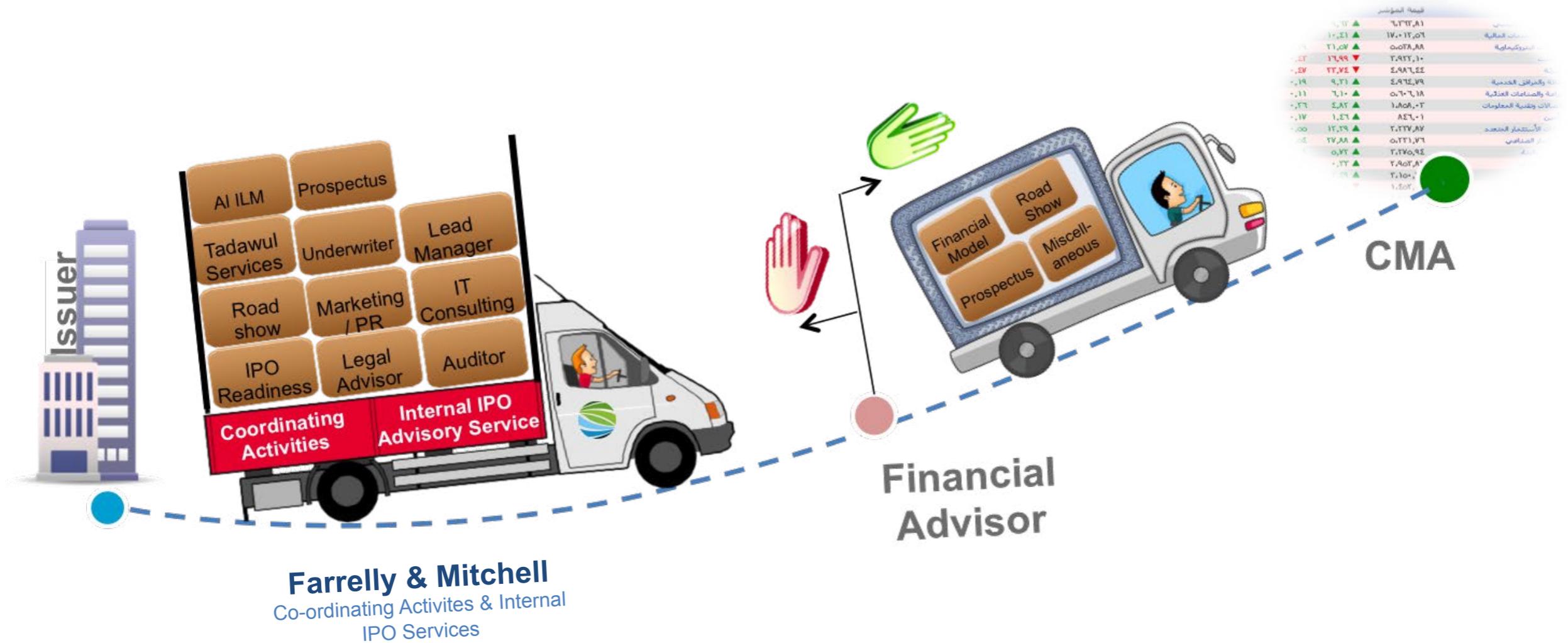
Pre-IPO Action List:

- » IPO is a complex & multi-disciplinary process
- » Needs of stakeholders must be clearly identified & assessed
- » IPO must be benchmarked against other alternatives
- » Must know the “Need to Know” information



Preparing for IPO

Farrelly & Mitchell's Roll in the IPO Process



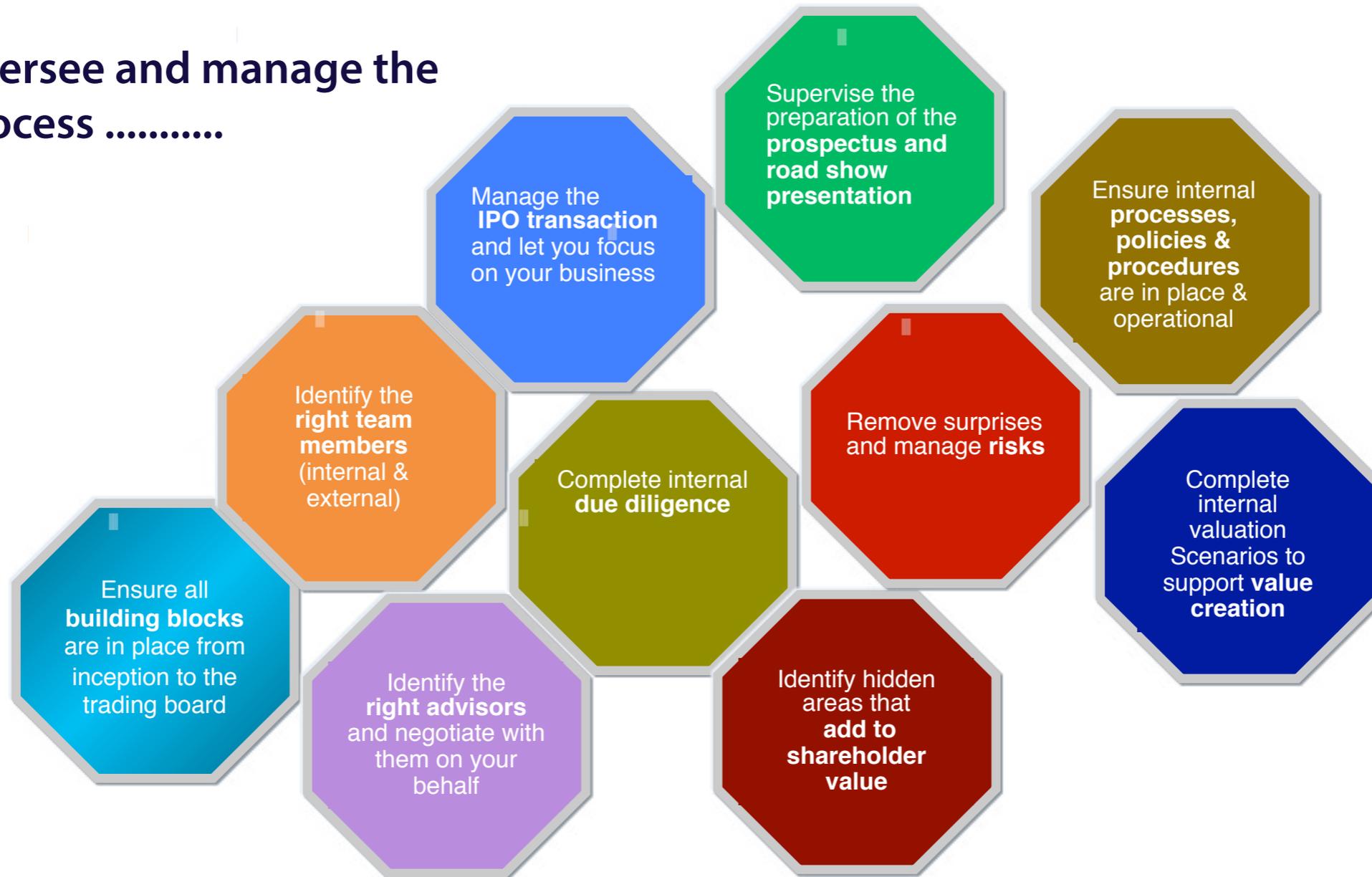
رقم المؤشر	اسم المؤشر	القيمة الحالية	التغير	القيمة السابقة	الوصف
100	مؤشر السوق	6,332,81	▲	6,332,81	مؤشر السوق
101	مؤشر الشركات المالية	17,012,06	▲	17,012,06	مؤشر الشركات المالية
102	مؤشر الشركات التجارية	5,028,88	▲	5,028,88	مؤشر الشركات التجارية
103	مؤشر الشركات الخدمية	2,922,10	▲	2,922,10	مؤشر الشركات الخدمية
104	مؤشر الشركات الصناعية	2,987,22	▲	2,987,22	مؤشر الشركات الصناعية
105	مؤشر الشركات العقارية	2,912,79	▲	2,912,79	مؤشر الشركات العقارية
106	مؤشر الشركات التكنولوجية	5,676,18	▲	5,676,18	مؤشر الشركات التكنولوجية
107	مؤشر الشركات وخدمات المعلومات	1,808,02	▲	1,808,02	مؤشر الشركات وخدمات المعلومات
108	مؤشر الشركات الأستهلاك المتعدد	826,01	▲	826,01	مؤشر الشركات الأستهلاك المتعدد
109	مؤشر الشركات المالية	2,217,87	▲	2,217,87	مؤشر الشركات المالية
110	مؤشر الشركات الخدمية	5,221,76	▲	5,221,76	مؤشر الشركات الخدمية
111	مؤشر الشركات التجارية	2,216,92	▲	2,216,92	مؤشر الشركات التجارية
112	مؤشر الشركات الصناعية	2,902,81	▲	2,902,81	مؤشر الشركات الصناعية
113	مؤشر الشركات العقارية	2,100,00	▲	2,100,00	مؤشر الشركات العقارية
114	مؤشر الشركات التكنولوجية	1,502,00	▲	1,502,00	مؤشر الشركات التكنولوجية

Preparing for IPO



The Process is Challenging, but when Executed Properly, Can be Very Rewarding

We can oversee and manage the overall process





3: A Three Staged Journey

A Three Staged Journey

Successful IPO Should Follow a Three Staged Journey



A Three Staged Journey



Pre-IPO Stage

Due Diligence Readiness:

- » Review corporate structure including subsidiaries, if any
- » Verify titles to the respective assets
- » Examine material contracts and employment agreement
- » Examine current & potential litigations and identify potential legal risks
- » Identify appropriate solutions and implement them

Restructuring to Create Value:

- » Consider spinning off non-core activities
- » Consider getting the non-productive assets off
- » Consider merging related activities
- » Restructure group of companies
- » Coordinate with tax advisors
- » Review & update the article of association
- » Implement corporate governance

A Three Staged Journey

The IPO Stage



The IPO Process:

- » Engage advisors (legal, financial, management & tax, etc.)
- » Properly organize financial books & operation records
- » Identify appropriate legal & accounting resources
- » Complete the financial audit
- » Identify investment bank
- » Complete registration statement
- » Prepare prospectus
- » Go on road show
- » File with relevant capital markets authority (CMA)
- » Clear the CMA review and comment process
- » Launch media & advertising campaign
- » Complete the public offering
- » File with the stock exchange

A Three Staged Journey

Post-IPO Stage



The Post IPO Process:

- » Appoint board of directors
- » Convene the new board of directors for the first meeting
- » Appoint the new CEO or Managing Director
- » Appoint the new committees
- » Manage the communication



4: Why You Need Us?

Why You Need Us?

We provide a portfolio of services tailored to the food and agribusiness sector, to successfully implement an IPO



Advisory Services

- » Manage & coordinate all IPO activities
- » Negotiate terms of outside parties
- » Review the due diligence
- » Setup & launch corporate governance
- » Recommend corporate roles
- » Advise on prospectus and admission document

IPO Readiness

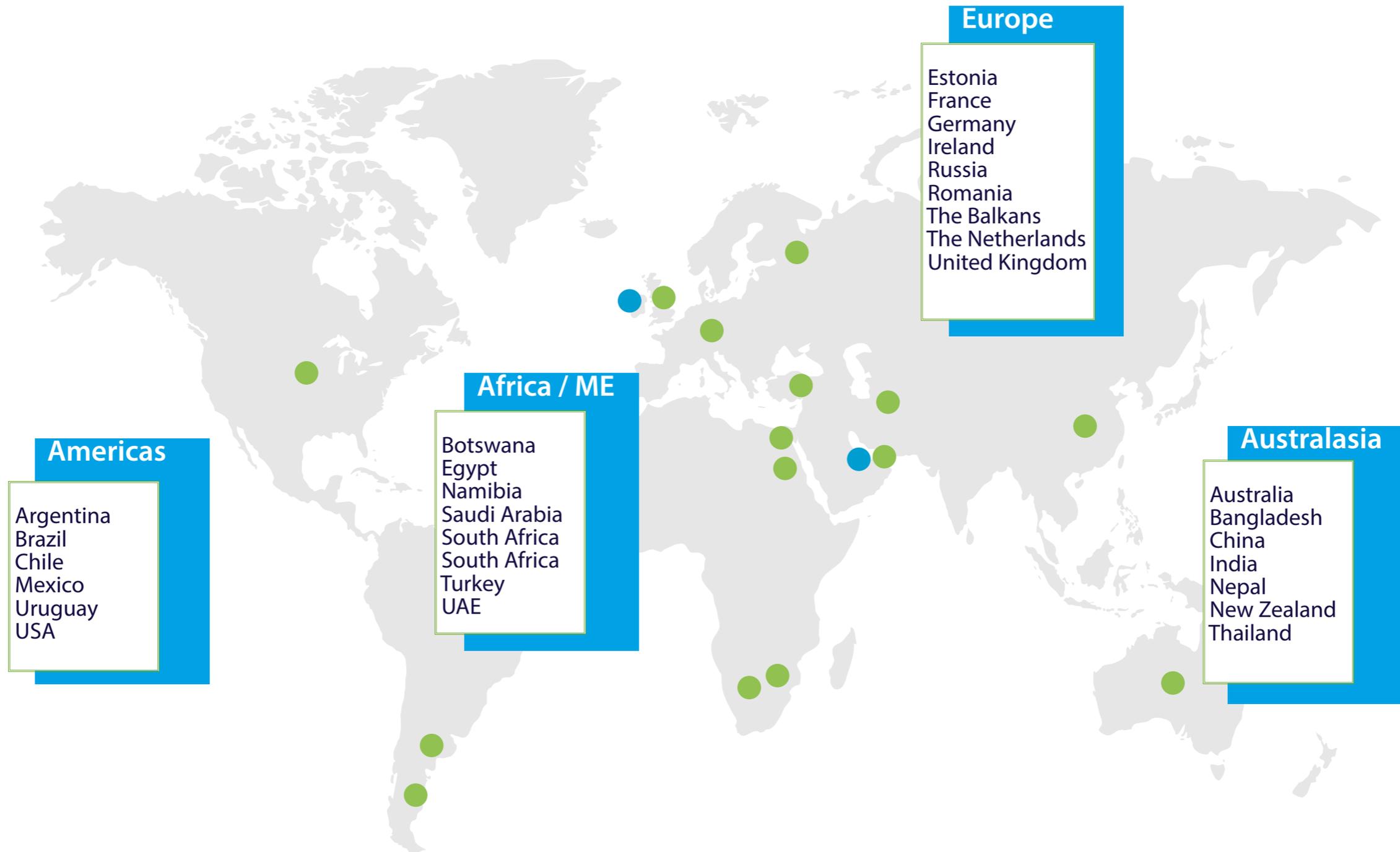
- » Develop strategy & business plan
- » Transform the internal capabilities of the company
- » Improve resource performance & utilization
- » Implement clear policies & procedures
- » Improve the company growth and profitability
- » Improve the business value



5: Our Experience

Where We Work

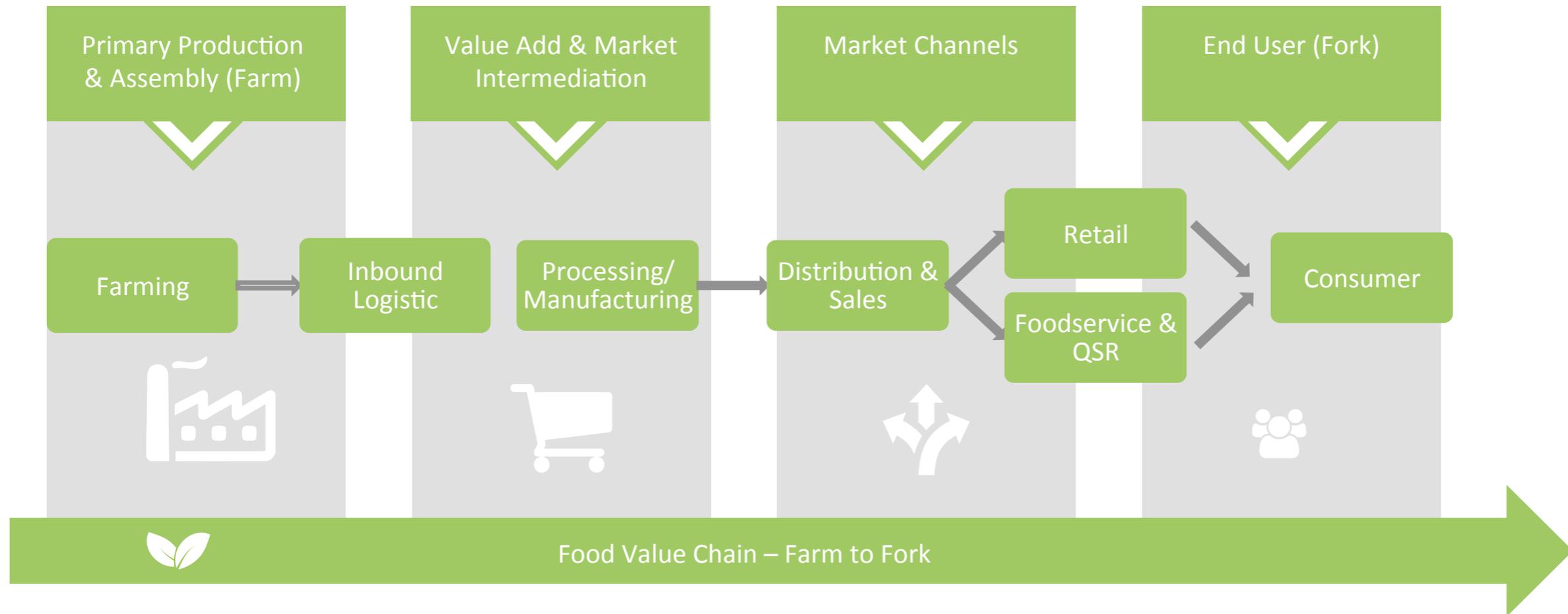
Unrivalled experience in agribusiness and food



Where We Work



We have a unique insight, knowledge and experience of each link in the food value chain



Our Experience



We have completed numerous M&A and value creation assignments across all the main food, beverage and agribusiness sectors

FOOD



Food Processing



Bakery



Poultry & Meat Processing



Retail & Food Service

BEVERAGE



Water Bottling



Carbonated Soft Drinks



Fresh & Concentrated Juices



Energy Drinks

AGRIBUSINESS



Farm Land Investment



Poultry Production



Dairy & Livestock



Feed Milling & Agri-Trading

About Us



As the leading specialist in international food, beverage and agribusiness, we help our clients to grow, increase profits and efficiencies.

Working with a team of over 200 global specialist, we bring a unique combination of financial, technical, operational and strategic expertise across food and agribusiness.

Our Services

M&A

- » Buy & Sell mandates
- » Commercial and technical due diligence
- » IPO preparation / vendor support
- » Business valuations & appraisals
- » Value creation and implementation

Advisory

- » Operational consulting
- » Commercial consulting
- » Financial & strategic consulting
- » HR & re-organisational consulting
- » Project funding & management

FARRELLY & MITCHELL

Food & Agri-Business Specialists



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