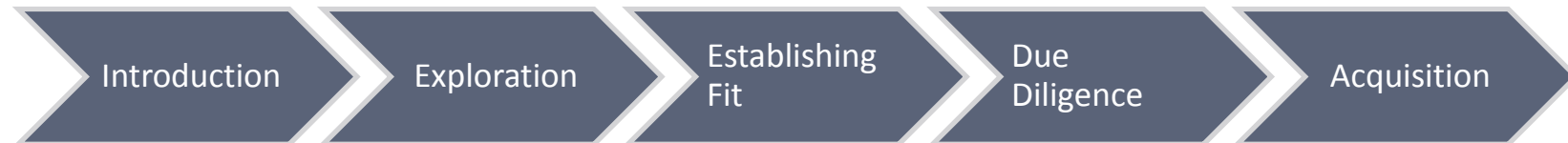

Prometheus Health Partners

Search and Due Diligence Process



Acquisition Process



- Informational call
- Basic company information
- Initial indication of valuation

- Confidentiality Agreement
- Owner objectives discussion
- Transaction process discussion
- Additional financial and business information

- Management meetings
- Data room access and detailed review
- Discussion of near and long term objectives
- Vision discussion

- Formal Letter of Intent (LOI)
- Expert due diligence of market, business, financial, legal, and IT elements
- Transition plan
- Deal structure and terms

- Finalize terms and Purchase Agreement
- Execute Purchase Agreement
- Transfer of funds and transaction closing

Due Diligence Elements



Market Research

- Secondary research of all underlying markets and risks
- Equity Research reports
- Academic Research
- Market sizing & growth analysis

Legal Review

- Contracts review
- Internal policy review
- Intellectual property, trademarks, and brand review

Competitive Research

- Company websites review
- 3rd party analysis of competitors, interviews
- Competitor Interviews
- Comparative analysis

Benefits and Insurance

- Insurance policy review
- Data room review / document collection
- Synthesis / Analysis of diligence

Expert and Customer Interviews

- KOL interviews
- Expert network interviews
- Calls with current and past customers

IT Systems

- On-Site Diligence
- Presentation of Materials
- Expert evaluations and testing

Financial and Accounting Review

- Accounting diligence
- Financial modeling
- Client P&Ls
- General Ledger review
- On Site Diligence
- Tax Analysis

Management Background Check

- Management meetings
- Background checks
- Document collection