

## Global Automotive Transaction Expertise

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## Dear Valued Reader,

125 years ago a smart engineer in the German City of Mannheim --Carl Benz- filed a patent for a three-wheeled vehicle with combustion engine and electric ignition. For him personally it was a great success as he had spent a lot of time and money on his invention. For the society it marked the starting point for one of the biggest economical sectors to date: the automotive industry.

Since Mr. Benz's invention the industry saw many ups and downs. But the ride on the business cycle has never been as swift as it has been during the last four years: Many firms had to deal with demandside problems. Some even had to file for insolvency. But thanks to the responsiveness of several governments that introduced "cash for clunkers"-programs, even darker scenarios were successfully avoided.

But every cloud has a silver lining. The automotive industry has survived and is now on a upswing. Especially Germany (page 3) is doing well. The fear of sceptics that governmental subsidies for purchasing cars in 2010 would lead to a decreased demand in 2011, has not yet been true. Quite the contrary: year-on-year the number of registrations has increased by $10.0 \%$.

The USA (page 4) is recovering, too. Comparing the first six month of 2011 with those of the year passed, the number of new registrations have grown by $12.8 \%$. Participating on that development, the big three reported a double-digit growth rate. Especially the two Korean brands Kia and Hyundai have taken advantage of the growing market.

Unlike the rest of the world, no positive news are coming from Japan (page 6). Due to the catastrophe in March 2011 and the related losses of production, the number of registrations is $29.0 \%$ below last year's volume. Therein might lie a mid-term problem for the Japanese automotive industry as they will not be able reap much benefit of the previously mentioned positive market developments.

Especially Toyota -once the dominant market player through sales, quality and reliability- was influenced quite harshly by the latest incidents. General Motors and especially Volkswagen, on the other hand, are getting more and more powerful (page 8). In addition to the latter, the next generation of players have set their minds on the goal. This becomes particularly evident through companies like the Chinese Chagan: It's sales levels are already matching those of BMW, which is seven times as much as it was in 2000. It is thus just a matter of time until Chinese firms will become serious threats for established brands - not only in China, but in industrialized markets, too.


Managing Partner and Primary German Contact to the Automotive Group

The German market for passenger cars is still recovering from the recent economic turmoil. In the first half of 2011 an increasing number of new registrations compared to last years became evident, according to the latest published data from the VDA, the main association of the entire German automotive industry. The volume has gone up by about $10.0 \%$ with German makes (incl. group makes) showing a slightly stronger growth than foreign brands.

Annualized it is expected that the number of new registrations will be about 3.1 million units, which would be an increase of $6.3 \%$ compared to 2010.

Besides the number of new registrations, the number of exported cars has increased, too. Compared to the previous year the volume is up by $6.0 \%$. This year could thus become a new alltime high.

Mainly three factors support this development: first, with the economic stabilization of the industrialized nations, demand is returning to a pre-crisis level. Second, German makes are experiencing and increased demand from Eastern European countries and Russia. And third, due to the catastrophe in Japan this March, the local automotive industry has yet to recover, paving the road for a stronger German market position.

In terms of production volume, Germany has developed well, too. Compared to last year's levels, the has been an increase of $4.8 \%$. The capacity utilization in the automotive industry has been 89\%. According to Matthias Wissmann, president of the VDA, "the growth in the industry will be slower in the second half of 2011, but remains on a high level. For the full year we expect to achieve a volume of more than 5.9 million produced passenger cars. This would mean that the all-time high of 2008 would be surpassed."


Source: Verband der Automobilindustrie (VDA), www.vda.de
Development of exports (in '000 units)


Source: Verband der Automobilindustrie (VDA), www.vda.de

Development of production (in '000 units)
-2009 - $2010 \quad 2011$


In the first half of 2011 the passenger car market in the EU27 member states dropped by $2.1 \%$ compared to the first half of 2010. In total, 7.1 million cars have been recorded as newly registered which is about 150,000 cars less than last year. Responsible for that decline is the dramatic situation in Spain and Italy vis-à-vis the dramatic level of public-sector debt. Spain reported that the number of registered cars is down by almost 162.000: a decrease of $26.8 \%$. Although the situation in Italy is not as dramatic as in Spain, the economy is seriously stressed, too. As a consequence year-on-year the number of registered cars declined by 152,000 or $13.1 \%$, according to the European Automobile Manufacturers' Association, ACEA. This is very contrary to the development in Germany which has, as aforementioned, increased by 10.0\%. Therefore the German auto market's significance has risen, due to an increased share of EU27-wide new registered cars.

New car registrations in EU27 in $1^{\text {st }} \mathrm{HY} 2010$

*Data for Cyprus and Malta unavailable

New car registrations in EU27 in 1 ${ }^{\text {st }} \mathrm{HY} 2011$


Source: Verband der Automobilindustrie (VDA), www.vda.de
 The US automotive market is growing again at a double-digit rate. According to motorintelligence.com, a sector-specific research firm, the deliveries of light vehicles has increased by 12.8\% year-on-year. In the first half of 20116.3 million light vehicles, including passenger cars and light trucks, have been sold.

The big three, tumbling and about to fall two years ago, are now amongst the fastest growing auto firms in the US. Chrysler (+21.4\%), General Motors (+17.1\%) and Ford (+12.2\%) have gained considerable ground. Furthermore GM has regained the title to be the world's largest car manufacturer. Volume manufacturers of non-US origin like Kia Motors (+44.1\%), Hyundai Motor (+26.2\%) and Volkswagen (+20.4\%) have developed well in the first half of 2011 , too. The opposite is the case for the Japanese car manufacturers that are still suffering from the recent incidents, failing to operate their factories at full level. Toyota ( $-4.0 \%$ ), once renown for its operational excellence, is currently the only group which has sold less cars than a year before. Honda (+2.3\%), too, has lost market share. Only Japan-based Nissan (+14.7\%) has been able to improve its position.

## Global Markets: BRIC Countries

$\bigcirc$The Brazilian auto market has become increasingly important in recent years. From January to June 2011 about 1.638 million light vehicles have been sold, a $9.5 \%$ year-on-year growth. The market therefore is developing at a highly dynamic pace although it has to be taken into account that the largest part of the car market is debt financed and that the central bank of Brazil has increased interest rates to protect the economy from overheating recently. In terms of the number of sold light vehicles Brazil currently ranks $3^{\text {rd }}$ after the USA and China which is due to the domestic development but also because of the challenges Japan, the former number 3, has had to face since the catastrophe in March.


Since spring 2010, when the Russian government introduced a subsidized scrap scheme, the market for light vehicles has shown a dynamic growth. In the first half of the number of sold cars has increased to 1.235 million units ( $+55.7 \%$ ) year-on-year. Although this is a very positive development it is far away from the all-time high of 2.9 million units of sold light vehicles in the full-year 2008. Furthermore it has to be taken into account that the growth rate in the second half of 2011 will be less high than in the first half due to the fact that the scrap scheme subsidy will lose its positive effect on the market.
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In India about 1.318 million light vehicles have been sold in the first half of 2011. This signifies an increase of $16.0 \%$ year-on-year. In recent years, India has one of fastest growing automotive industries and is currently ranking $6^{\text {th }}$ in the world. In June, however, which is known to be a weak month due to monsoon time, the demand for cars has decreased. The main reason is that the central bank of India has raised the interest rates to avoid an overheating of the economy. According to the Society of Indian Automotive Manufacturing (SIAM), an India-based association of the local automotive industry, especially Vans and two wheelers have grown significantly. The segment of passenger cars, in contrast, has developed below average.

China is about to become the biggest automotive market in the world. Within the next years it will surpass the USA due to its large population of more than 1.3 billion people of which an increasing number can afford to buy a car. In the first half of 2011, the number of sold light vehicles has increased by $9.7 \%$ compared to last year - although Japanese manufacturers had delivery problems in April and May. Nonetheless, various research institutes and automotive associations around the world expect the growth rate of the Chinese Automotive sector to decrease slowly in the mid-term. Main reasons will be especially macro economic factors like ecological, legal or political affairs.

## 5 <br> Asia \& Global Markets



The Republic of Korea has developed very well in the last months. According to the Automobile Manufacturers Association, in June the domestic car sales were 0.129 million units which is an increase of $6.0 \%$ year-to-year. In the first half of 2011 the market grew by $2.4 \%$, about 0.739 million vehicles have been sold. Up to now the ongoing business year is very satisfying for the South Korean automotive industry. In terms of production it achieved an all-time high. The production volume has been increased by $9.7 \%$ to 2.303 million units. Due to supply shortages of Japanese car makers, Korean exports have grown $15.1 \%$ to 1.541 million units which also sets a new record.


The Japanese automotive industry had to face serious challenges in the past months. The catastrophe in March 2011 led to a sharp decline in production (-63.6\%), export (-70.6\%) and domestic sales volume ( $-55.0 \%$ ), according to published data from the Japan Automobile Manufacturers Association. Furthermore not only the domestic, but also the production capacities abroad could not be fully utilized due to delivery problems of Japanese automotive suppliers. However, it seems that the industry is recovering slowly. Production (+64.5\%), export (+57.9\%) and sales (+30.6\%) all went up in May.


(4iv)The global automotive industry is returning to normality after the years of economic turmoil. Due to the fact that many countries decided to subsidize the purchase of new cars, in time, they have kept the industry alive. Now especially the BRIC countries and the USA and Germany, too, are the key drivers of the ongoing upswing. Japan, on the other hand, can not take advantage of the current development due to the incidents in March. Therefore the balances of power have changed to the benefit of European, US and especially Korean car makes.

|  | Jun 11 |  | Jan - Jun 2011 |  |
| :---: | ---: | ---: | ---: | ---: |
|  | Volume | +/- in $\%$ | Volume | +/- in \% |
| EU27+EFTA | $1,271,800$ | $-8.1 \%$ | $7,347,500$ | $-1.8 \%$ |
| USA | $1,049,200$ | $6.9 \%$ | $6,310,700$ | $12.7 \%$ |
| Japan | 294,700 | $-21.9 \%$ | $1,612,400$ | $-29.0 \%$ |
| BRIC | $1,653,400$ | $13.6 \%$ | $10,097,300$ | $14.6 \%$ |
| Brazil | 286,900 | $15.9 \%$ | $1,638,000$ | $9.5 \%$ |
| Russia | 246,500 | $40.0 \%$ | $1,235,500$ | $55.7 \%$ |
| India | 189,000 | $4.2 \%$ | $1,318,200$ | $16.0 \%$ |
| China | 931,000 | $9.4 \%$ | $5,905,600$ | $9.7 \%$ |
| TOTAL | $\mathbf{4 , 2 6 9 , 1 0 0}$ | $\mathbf{1 . 7 \%}$ | $\mathbf{2 5 , 3 6 7 , 9 0 0}$ | $\mathbf{5 . 0 \%}$ |

Source: Verband der Automobilindustrie (VDA), www.vda.de

Selection of representative M\&A deals in the automotive industry in the first half year of 2011 (<500m EUR)

| Date | Target | Business Description | Acquiror | Vendor | Acquired Stake | Deal Value in mEUR | Location |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| June 2011 | NILES CO., LTD | Manufacturer of Automotive switch and sensor | VALEO SA | NISSAN MOTOR CO., LTD | 100\% | 312 | Japan / <br> France |
| June <br> 2011 | DOOSAN INDUSTRIAL <br> VEHICLE CO., LTD | Manufacturer of industrial trucks | DIP HOLDINGS CO., LTD |  | 99\% | 44 | South Korea / South Korea |
| May <br> 2011 | GRUPO GUASCOR SL | Manufacturer of diesel and gas engines | DRESSER-RAND GROUP INC. | AXIS PARTICIPACIONES EMPRESARIALES SGECR SA | 100\% | 487 | Spain / USA |
| April <br> 2011 | BLD PRODUCTS LTD'S ENGINE CONTROL BUSINESS | Engine control devices manufacturer | STANDARD MOTOR PRODUCTS INC. | BLD PRODUCTS LTD | 100\% | 18 | USA / USA |
| April 2011 | TAKAO KINZOKU KOGYO CO., LTD | Components and parts for automobiles, supplier and manufacturer | KIKUCHI CO., LTD |  | 100\% | 140 | Japan/ Japan |
| April 2011 | GOODYEAR TIRE \& RUBBER COMPANY'S EMEA AND LATIN AMERICAN FARM TYRE OPERATIONS | Tires and rubber products manufacturer | TITAN TIRE CORPORATION | GOODYEAR TIRE \& RUBBER COMPANY | 100\% | 70 | $\begin{aligned} & \text { USA / } \\ & \text { USA } \end{aligned}$ |
| $\begin{gathered} \text { March } \\ 2011 \end{gathered}$ | HUANSHENG ELECTRONICS (SHENZHEN) CO., LTD | Automobile electronic devices manufacturer | REAL TECH HOLDINGS LTD | HUANXU ELECTRONICS CO., LTD | 50\% | 37 | China / China |
| $\begin{aligned} & \text { February } \\ & 2011 \end{aligned}$ | WEIGL TRANSMISSION PLANT AB | Car equipment and parts manufacturing | beljing automotive INDUSTRY HOLDING CO., LTD | WEIGL KG | 100\% | 31 | Sweden / <br> China |
| $\begin{aligned} & \text { February } \\ & 2011 \end{aligned}$ | SSANGYONG MOTOR COMPANY | Motor vehicle manufacturer | MAHINDRA \& MAHINDRA LTD |  | 70\% | 283 | South Korea / India |
| February 2011 | HALDEX AB'S TRACTION SYSTEMS DIVISION | Traction systems manufacturer | BORGWARNER INC. | HALDEX AB | 100\% | 161 | Sweden / USA |

Source:Zephyr M\&A Database, Bureau van Dijk

## Special: Top dogs and emerging players

Top automotive groups (ordered by sales)

| Rank No. | Group | Brands | Country of origin | Vehicle Sales in thousand units in 2010 | $\begin{aligned} & +/- \\ & \text { in \% } \end{aligned}$ |
| :---: | :---: | :---: | :---: | :---: | :---: |
| 1 | Toyota Motor Corporation | Toyota (J), Daihatsu (J), Hino (J), Lexus (J), Scion (USA) | Japan | 8,418 | 7.7\% |
| 2 | General Motors Company | Buick (USA), Cadillac (USA), Chevrolet (USA), GMC (USA), Holden (AUS), Opel (D), Vauxhall (UK) | USA | 8,390 | 12.2\% |
| 3 | Nissan/Renault | Infiniti (J), Nissan (J), Dacia (RO), <br> Renault (F), Renault Samsung (ROK), Lada (RUS) | Japan/ France | 7,276 | 19.6\% |
| 4 | Volkswagen | Audi (D), Bentley (UK), Bugatti (F), Lamborghini (I), MAN (D), Scania (S), SEAT (E), Škoda (CZ), Volkswagen (D), Volkswagen Commercial Vehicles (D) | Germany | 7,140 | 13.5\% |
| 5 | Hyundai Kia Automotive Group | Hyundai (ROK), Kia (ROK) | Republic of Korea | 5,702 | 19.8\% |
| 6 | Ford Motor Company | Ford (USA), Lincoln (USA) | USA | 5,313 | 9.2\% |
| 7 | PSA Peugeot Citroën S.A. | Citroën (F), Peugeot (F) | France | 3,602 | 13.0\% |
| 8 | Honda Motor Company | Acura (USA), Honda (J) | Japan | 3,555 | 4.8\% |
| 9 | Suzuki Motor Corporation | Maruti Suzuki (IND), Suzuki (J) | Japan | 2,592 | 12.3\% |
| 10 | Fiat S.p.A. | Abarth (I), Alfa Romeo (I), Ferrari (I), Fiat (I), Fiat Professional (I), Lancia (I) and Maserati (I) | Italy | 2,224 | -1.8\% |
| 11 | Daimler AG | Freightliner (USA), Master <br> (Pakistan), Maybach (D), <br> Mercedes-Benz (D), Mitsubishi <br> Fuso (J), Orion (CDN), Setra (D), <br> Smart (D), Thomas Built (USA), <br> Western Star (USA) | Germany | 1,891 | 21.9\% |
| 12 | Chrysler Group | Chrysler (USA), Dodge (USA), Jeep (USA) and Ram (USA) | USA | 1,516 | 15.0\% |
| 13 | BMW AG | BMW (D), MINI (UK), Rolls-Royce (UK) | Germany | 1,461 | 13.6\% |
| 14 | Mazda Motor Corporation | Mazda (J) | Japan | 1,286 | 10.8\% |
| 15 | Mitsubishi Motors Corporation | Mitsubishi (J) | Japan | 1,078 | 18.9\% |

Today there are many companies in the market. Often they are highly international and operate production facilities on each continent to meet their customer's demand.

For years Toyota and General Motors (GM) have competed with each other about who is the biggest car producer in the world. General Motors ranked first for a very long time. But due to the fact that they had failed to recognize trends like the hybrid technology or that customers start to prefer smaller cars, they have lost ground over the years.

Toyota, on the other hand, has been able to increase the production and sales from 2003 to 2008 continuously and finally became the largest car manufacturer in 2008. But after a series of quality problems and a call back of various car types, Toyota has almost lost its market leading position.

But there are other aspirants. Nissan/Renault, Volkswagen and Hyundai/Kia have increased the number of cars sold in recent years. None of them has been as negatively influenced as Toyota or GM. Thus it is likely that there will be more competition in the future.

Volkswagen, for example, has recently announced to drive an aggressive growth strategy to become the world's largest car producer. And there is chance that this will in fact be the case due to their presence in all growth markets of the world. Furthermore with Skoda (low-cost), VW (mid-prize) and Audi (premium) the company has a unique brand portfolio and is able to serve various buyer groups.

Source: AUTOMOBIL PRODUKTION (www.automobil-produktion.de)


## Special: Top dogs and emerging players

Besides the top dogs there are a number of emerging players getting more and more important within the upcoming years. Between 2000 and 2009 the top 10 auto manufacturers located in BRIC countries have tripled the volume of produced cars from approx. 2 million to 6 million units. In terms of the structure it has to be stated that in 2000 there had been 5 Russian, 4 Chinese and 1 Indian companies on the list of the biggest producers. Nine years later it is a changed picture due to the fact that China was represented by 9 companies and India by 1. It is very likely that some of these firms will sooner or later start to enter the industrialized countries, too, and will become serious competitors of the established car makers.

Top 10 auto manufacturers in BRIC countries

| Rank <br> No. | Company |
| :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- |

## 9 M\&A International Inc. Automotive Group

In the rapidly consolidating automotive sector the experienced professionals of M\&A International Inc. provide critical global knowledge of opportunities and market conditions.

The M\&A International Inc. Automotive Group provides you with:
$\checkmark$ Unparalleled sector expertise in the leading automotive centers
$\checkmark$ A cohesive team of 65 M\&A professionals from all over the world are in constant communication about the latest transactions and developments in the automotive industry
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The German Automotive Group Team consists of high-level senior advisors in M\&A, all with relevant industry experience as well as ongoing and close relationships to many automotive industry leaders:


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Martin Olczyk
Consultant
Expert on Automotive M\&A


Dr. Hans B. Bethge
Managing Partner
30 years of experience in M\&A


Wolfgang Hentschel
Consultant
Expert on Automotive
Defense and Aerospace


Ursula Gruss
Senior Advisor 21 years at Daimler AG with main focus on M\&A


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Slovakia: Radovan Savolt
Slovenia: Jure Jelerčič
Spain: José María Romances
Sweden: Joakim van Heijne
Switzerland: Jens Rutten
Turkey: Emre Kati
United Kingdom: Philip Barker, Tim Moore
USA: Alexander Mammen, W. Gregory Robertson, S. Jack Campbell, Murray M. Beach, Ralph M. Della Ratta, Jr.

## 11 Case Studies (I / II)


has sold its European subsidiary
pursuant to Section 363 of the Bankruptcy Code to
anco Products (i)

The undersigned acted as innanclal advivor to Prollance Internalional TM Capital Corp. / Holland Corporate Finance
www.mergers.net

| Subject: | UniTek |
| :--- | :--- |
| Engagement type: | Advisor to seller |
| Country: | United States//Germany |
| Business: | Rubber and Plastic Component PArts |

## Case:

UniTek is a sophisticated molder of rubber and plastic component products sold to Tier 1 automotive suppliers.

The Chicago-based team of M\&A International had been retained by the shareholders to sell the company. The final buyer was Jaeger AutomobilTechik, a German-based large, multi-national (family-controlled) producer of molded rubber and plastic component products sold to OEMs and Tier 1 suppliers. The transaction was closed in Summer 2010.
$\begin{array}{ll}\text { Subject: } & \text { Proliance International, Inc. } \\ \text { Engagement type: } & \text { Advisor to seller (bankruptcy sale) } \\ \text { Country: } & \text { USA/Netherlands/India } \\ \text { Business: } & \text { Aftermarket Heat Transfer Products }\end{array}$

## Case:

Proliance International Inc., a manufacturer and distributor of aftermarket heat transfer products, and certain of its U.S. subsidiaries filed voluntary bankruptcy petitions in July 2009.

Proliance retained the Boston-based and the Dutch teams of M\&A International to sell its European subsidiary Nederlandse Radiateuren Fabrik B.V. (NRF) NRF is a leading pan European manufacturer and distributor of customized OEM and aftermarket heat transfer products Proliance had entered into a 'stalking horse' agreement to sell NRF to Mentha Capital, a private equity firm focused on the Benelux region Banco Products India Ltd. (BSE:500039), a leading provider of cooling components and gaskets to the automotive industry, acquired NRF following a bankruptcy auction. The transaction was closed in February 2010.

Subject: Greenkote Plc<br>Engagement type: Advisor to seller<br>Country: United States/Israel/Germany<br>Business: Coating of technical parts

## Case:

US-Israeli Greenkote plc. offers high quality coating products to protect a vast array of parts used in the automotive, construction, aerospace and medical industries. The company has production plants in the US, Mexico, Israel and Germany.

The German team of M\&A International had been retained to sell the German plant, which primarily offers surface coating services for European automotive suppliers. Impreglon AG, headquartered in Germany, is a group of worldwide coating companies with production facilities in 10 countries. The company is listed in the Entry Standard of Deutsche Börse (German Stock Exchange), Frankfurt. Some reference customers of Impreglon include: AEG, Atlas Copco, Autoliv, Bahlsen, Baker Hughes, BASF, BMW, ContiTech, 3M, Kraus Maffei, MAN Roland, Nestlé, Dr. Oetker, Pirelli, Rheinmetall, Tesa, Thyssen Krupp, VW etc. To supplement its own range of coatings Impreglon AG acquired the German Greenkote plant including all customer orders, assets, license and production rights for an additional environmentally friendly coating process from Greenkote plc. within an Asset Deal. The transaction was announced on January 26th, 2010.

Subject: TKW Techn. Kunststoffteile u. Werkzeugbau GmbH \&
Co.
Engagement type: Advisor to seller
Country:
Germany
Business: Plastic Parts Manufacturing

## Case:

TKW is a niche supplier for demanding, technical plastic injection molded parts and multi-material components in safety-relevant sectors of the automotive supply industry such as seat belt systems and airbag or steering wheel components, and employs around 65 staff.

The German team of M\&A International had been retained to sell the company in the course of the succession planning of the founder. The acquirors have been two private equity funds in Germany. The transaction was closed in Summer 2008.


## 13 M\&A International Inc. Automotive Group

Providing Automotive M\&A Advisory Services on a Global Scale


Transactions on Tier1 level



Transactions on other Tier levels




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Founders of the M\&A Mid-Market Forum (www.midmarketforum.com) and the Strategic Acquirors Forum (www.mergers.net/saf).

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