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# INVESTOR RELATIONS CONSULTANCY



**SGA** Strategic Growth Advisors



A COMMUNICATION POWERHOUSE



OVER

1000

YEARS OF CUMULATIVE  
EXPERIENCE

OVER

300

CLIENTS

OVER

\$100+BN

TOTAL MARKET CAPITALISATION  
OF CLIENTS UNDER IR PRACTICE

**WE TRANSFORM PERCEPTION. WE CREATE VALUE.**

# Potential Listing Advisory

# Scope of Services



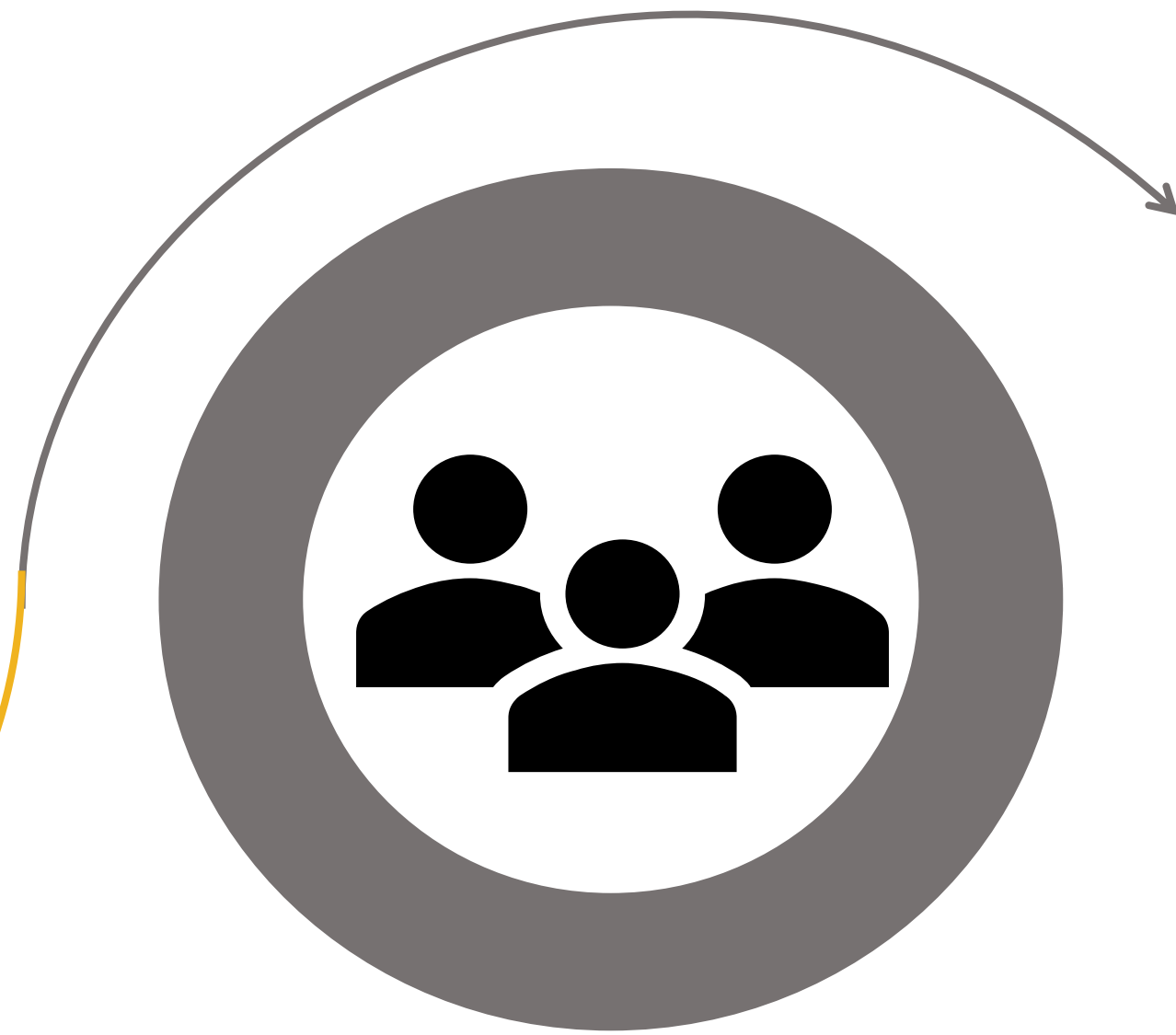
## Pre-IPO Presentation

- *Understanding the Company, Peer Group*
- *Capital Structure & Corporate Governance*
- *Information Memorandum*
- *“Positioning” of the Company*
- *Public Relations Strategy*



## IPO Process

- *Selection of Intermediaries*
- *Co-ordinating with Intermediaries for the Documentation, Review and Listing process*
- *Showcasing” the Company*



## IPO Marketing

- *IPO Presentation*
- *Website with IR Section*
- *Public Communications Strategy*
- *Valuation Strategy*
- *Road Shows and Offer Marketing*



# Scope of Services

## Pre IPO Preparation





# Pre IPO Preparation

- **Understanding the Industry and Business**
- **Capital Structure Strategy**
  - Approvals for Capital Raise [Sec 81 (1A)]
  - Use of proceeds (expansion, working capital, repay debt, acquisitions, general corporate purposes etc.)
  - Employee Stock Option Plan
  - Reservation Criteria
- **Corporate Governance Plan**
  - Composition of Board, Audit committee, Investors' grievances committee, etc
  - Code of Conduct that includes Code of Ethics
  - Insider Trading Policy
  - Disclosure Controls and Procedures

- **Peer Group Tracking**
  - Analysis of Peer Group
  - Our position in peer group
- **Public Relations Strategy**
  - Building storyline / visibility of the Company
  - Advertising strategy
  - Information dissemination of various events

# Pre IPO Preparation

- **Preparation of Information Memorandum**

- **Business / Company Profile**

- History
- Products
- Market of each segment
- Capacity / Manufacturing Facility creation and location
- Expansion Plans
- Major Suppliers and Customers

- **Industry Overview**

- History
- Key demand drivers
- Major industry parameters
- Future outlook

- **Financial Model**

- Assumptions
- Five-year projections

- **Risks affecting the business**

- Internal & External risks

- **Management Profile**

- Background of the Promoters, their qualification and experience
- Board of Directors & Key Managerial Personnel
- Organization Structure

- **Management Discussion & Analysis**

- Summary of past financial results
- Analysis of reasons for the changes in significant items

- **Promoter and Promoter Group**

- Relatives and relationship
- Companies in which the Promoter Group is interested
- Shareholding pattern of the Promoter Group Companies
- 3 years financials of the Promoter Group Companies
- Contribution and lock in details

**“Positioning” the Company for the IPO Deal**

# Scope of Services

## IPO Process



# IPO Process

- **Assist the Company in selection of Intermediaries**
  - Analysis of the Offering Strategy (Institutional/Retail)
  - Selection process of Investment Bankers / Lawyers
  - Negotiation of Fees
- **Co-ordinating with Intermediaries for the Documentation process**
  - Drafting of Prospectus
  - Due Diligence
    - Organizing Data Room
    - Historical Data review
    - Minutes of Meetings : Board / Shareholders
  - Accounting & Financial Issues
    - Historical revenue recognition policy
    - Management's Discussion and Analysis ("M, D&A")
    - Need for unaudited interim financial statements, if any
    - Comfort letter from auditors to underwriters
    - Management letters
- **SEBI review process**
  - Preparing responses to queries raised
- **Showcasing**
  - Organizing site visits for analysts, bankers and other intermediaries
  - Company coverage : Analyst reports

**Timing the Deal Window**



# Scope of Services

## IPO Marketing



# IPO Marketing

- **IPO Presentation**
- **Website with IR Section**
- **Public Communications**
  - PR strategy for marketing the IPO
  - Press Conferences
  - News flow / Press Releases
- **Valuation Strategy**
  - Peer Group Analysis
  - Offering size
- **Road Shows and Offer Marketing**

**Successful Listing –Value Unlocking**

# Contact Us



**Shogun Jain**  
CEO, IR Practice

**Mobile:** +91 77383 77756

**Email:** [shogun.jain@sgapl.net](mailto:shogun.jain@sgapl.net)

**Strategic Growth Advisors Private Limited**  
CIN No. U74140MH2010PTC204285

402, Pressman House,  
Near Orchid Hotel,  
70A, Nehru Road,  
Vile Parle (East),  
Mumbai – 400 099  
India

**Website:** [www.sgapl.net](http://www.sgapl.net)