

Company ABC - Company XYZ Deal

Company name:	Company ABC - Company XYZ Deal	Financial year end	YY/YY/20YY
Bloomberg code:	NA	Latest results	YY/YY/20YY
Units:	\$ millions	Current fiscal year	YY/YY/20YY
Created by:	Mr. A	Next Results	YY/YY/20YY
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Update Log (Date, Sources, Update details)

Update #	1	YY/YY/20YY
Update #	2	Date
Update #	3	Date
Update #	4	Date
Update #	5	Date

	FY 1	FY 2	FY 3	FY 4	FY 5	FY 6	FY 7	FY 8	FY 9	FY 10
	Jan-00	Jan-01	Jan-02	Jan-03	Jan-04	Jan-05	Jan-06	Jan-07	Jan-08	Jan-09
Revenue Growth										
Content, subscription, and maintenance revenue		10.9%	3.1%	(0.7%)	(3.4%)	(40.0%)	14.5%	10.1%	3.7%	3.7%
License revenue		(3.6%)	(0.7%)	(18.6%)	5.4%	(82.9%)	(17.5%)	0.3%	(1.8%)	(1.6%)
Income Statement										
COGS Margin	14.7%	14.5%	15.8%	16.1%	16.5%	15.4%	15.2%	14.8%	14.8%	14.8%
Share Based Compensations (GP) as a % of Revenue	2.2%	2.2%	2.4%	2.3%	3.0%	4.5%	7.0%	7.1%	7.2%	7.2%
Sales and marketing as a % of Total Revenues	41.4%	40.4%	39.4%	35.5%	37.8%	32.0%	32.3%	30.9%	30.8%	30.8%
Technology and development as a % of Total Revenues	13.4%	13.7%	14.1%	14.8%	18.2%	18.0%	17.6%	16.0%	14.0%	14.0%
General and administrative as a % of Total Revenues	5.7%	5.9%	6.0%	6.2%	5.9%	6.1%	6.7%	5.2%	4.5%	4.5%
Other expenses as a % of Total Revenues	0.1%	(0.1%)	0.4%	0.7%	0.2%	0.0%	0.0%	0.0%	0.0%	0.0%
Tax Rate	24.4%	25.9%	26.0%	24.4%	30.8%	27.4%	28.8%	29.0%	29.0%	29.0%
Balance Sheet										
Days Receivable		51.0	54.5	54.9	55.4	14.1	16.7	15.6	15.8	15.9
Days Payable		40.1	40.0	35.2	34.1	10.0	8.1	10.1	10.2	10.2
PP&E										
CapEx as a % of Revenues							7.6%	4.0%	4.0%	4.0%
Depreciation as a % of Gross PP&E						15.0%	20.5%	13.0%	7.8%	7.8%
Write offs PP&E							0.0%	0.0%	0.0%	0.0%
Write offs Depreciation							-	-	-	-
Debt Schedule										
Minimum Cash						-	10.0	10.0	10.0	10.0
Interest Rate P.A						3.4%	4.2%	2.4%	1.1%	1.1%
Interest Rate on Revolver						0.0%	NA	NA	NA	NA
Interest Rate on Cash						0.2%	0.7%	0.7%	0.1%	0.1%

(In \$ mn, except per share data)

	FY 1	FY 2	FY 3	FY 4	FY 5	FY 6	FY 7	FY 8	FY 9	FY 10
	Jan-00	Jan-01	Jan-02	Jan-03	Jan-04	Jan-05	Jan-06	Jan-07	Jan-08	Jan-09
Revenue										
Content, subscription, and maintenance revenue	5,792.6	6,422.9	6,623.1	6,579.1	6,356.9	3,817.0	4,368.7	4,810.0	4,986.2	5,169.2
License revenue	1,016.4	980.1	973.5	792.0	834.9	143.0	117.9	118.3	116.2	114.3
Total revenue	6,809.0	7,403.0	7,596.6	7,371.1	7,191.8	3,960.0	4,486.6	4,928.3	5,102.4	5,283.5
Costs and expenses:										
Cost of services	(998.8)	(1,072.5)	(1,200.1)	(1,183.6)	(1,185.8)	(610.5)	(680.6)	(729.4)	(755.1)	(782.0)
Gross profit	5,810.2	6,330.5	6,396.5	6,187.5	6,006.0	3,349.5	3,806.0	4,198.9	4,347.2	4,501.5
Costs and expenses:										
Sales and marketing	(2,821.5)	(2,990.9)	(2,994.2)	(2,619.1)	(2,720.1)	(1,267.2)	(1,447.4)	(1,521.6)	(1,570.1)	(1,625.7)
Research and development	(915.2)	(1,012.0)	(1,073.6)	(1,089.0)	(1,305.6)	(711.7)	(790.9)	(788.5)	(714.3)	(739.7)
General and administrative	(385.0)	(433.4)	(456.5)	(457.6)	(421.1)	(242.0)	(301.3)	(258.4)	(229.6)	(237.8)
Total costs and expenses	(4,121.7)	(4,436.3)	(4,524.3)	(4,165.7)	(4,446.8)	(2,220.9)	(2,539.7)	(2,568.6)	(2,514.1)	(2,603.2)
Income (loss) from operations	1,688.5	1,894.2	1,872.2	2,021.8	1,559.3	1,128.6	1,266.3	1,630.4	1,833.1	1,898.3
D&A	(711.7)	(718.3)	(701.8)	(540.1)	(482.9)	(328.9)	(519.5)	(355.1)	(228.6)	(245.2)
EBITDA	2,400.2	2,612.5	2,574.0	2,561.9	2,042.2	1,457.5	1,785.8	1,985.5	2,061.7	2,143.5
Add: Stock options compensation expense	148.5	154.0	180.4	171.6	214.5	178.2	315.2	349.5	367.1	380.3
Adjusted EBITDA	2,548.7	2,776.5	2,754.4	2,733.5	2,256.7	1,635.7	2,101.0	2,334.9	2,428.8	2,523.8
Interest income	11.0	14.3	13.2	13.2	14.5	11.0	44.5	44.1	11.8	13.8
Interest expense	(51.7)	(64.9)	(152.9)	(92.4)	(95.6)	(82.5)	(203.9)	(176.0)	(79.2)	(79.2)
Other	6.6	(5.5)	29.7	49.5	13.3	-	25.3	44.0	44.0	45.6
Income (loss) before provision for income taxes	1,654.4	1,838.1	1,762.2	1,992.1	1,491.5	1,057.1	1,132.2	1,542.5	1,809.7	1,878.5
Income tax expense (benefit)	403.7	475.2	457.6	485.1	459.8	289.3	326.2	446.6	524.5	544.4
Net income (loss)	1,250.7	1,362.9	1,304.6	1,507.0	1,031.7	767.8	806.0	1,095.9	1,285.2	1,334.0
EPS										
Basic	\$1.46	\$1.67	\$1.69	\$1.97	\$1.36	\$1.07	\$1.19	\$1.73	\$2.01	\$2.09
Diluted	\$1.45	\$1.66	\$1.67	\$1.95	\$1.35	\$1.06	\$1.15	\$1.66	\$1.93	\$2.01
Weighted-average common shares outstanding:										
Basic	855,525	815,100	771,100	765,600	759,000	715,000	677,006	633,006	640,954	637,966
Diluted	864,050	822,800	782,100	774,400	766,150	721,600	703,406	659,406	667,354	664,366
Growth										
Content, subscription, and maintenance revenue	10.9%	3.1%	(0.7%)	(3.4%)	(40.0%)	14.5%	10.1%	3.7%	3.7%	
License revenue	(3.6%)	(0.7%)	(18.6%)	5.4%	(82.9%)	(17.5%)	0.3%	(1.8%)	(1.6%)	
Total Revenues	8.7%	2.6%	(3.0%)	(2.4%)	(44.9%)	13.3%	9.8%	3.5%	3.5%	
Gross Profit	9.0%	1.0%	(3.3%)	(2.9%)	(44.2%)	13.6%	10.3%	3.5%	3.5%	
EBITDA	8.8%	(1.5%)	(0.5%)	(20.3%)	(28.6%)	22.5%	11.2%	3.8%	4.0%	
Operating Income	12.2%	(1.2%)	8.0%	(22.9%)	(27.6%)	12.2%	28.7%	12.4%	3.6%	
Net Income	9.0%	(4.3%)	15.5%	(31.5%)	(25.6%)	5.0%	36.0%	17.3%	3.8%	
Margins										
COGS Margin	14.7%	14.5%	15.8%	16.1%	16.5%	15.4%	15.2%	14.8%	14.8%	14.8%
Share Based Compensations as a % of Revenue	2.2%	2.2%	2.4%	2.3%	3.0%	4.5%	7.0%	7.1%	7.2%	7.2%
Gross Margin	85.3%	85.5%	84.2%	83.9%	83.5%	84.6%	84.8%	85.2%	85.2%	85.2%
Sales and marketing as a % of Total Revenues	41.4%	40.4%	39.4%	35.5%	37.8%	32.0%	32.3%	30.9%	30.8%	30.8%
Technology and development as a % of Total Revenues	13.4%	13.7%	14.1%	14.8%	18.2%	18.0%	17.6%	16.0%	14.0%	14.0%
General and administrative as a % of Total Revenues	5.7%	5.9%	6.0%	6.2%	5.9%	6.1%	6.7%	5.2%	4.5%	4.5%
EBITDA Margin	35.3%	35.3%	33.9%	34.8%	28.4%	36.8%	39.8%	40.3%	40.4%	40.6%
Adj. EBITDA Margin	37.4%	37.5%	36.3%	37.1%	31.4%	41.3%	46.8%	47.4%	47.6%	47.8%
Operating Margin	24.8%	25.6%	24.6%	27.4%	21.7%	28.5%	28.2%	33.1%	35.9%	35.9%
Other expenses as a % of Total Revenues	0.1%	(0.1%)	0.4%	0.7%	0.2%	0.0%	0.0%	0.0%	0.0%	0.0%
Net Margin	18.4%	18.4%	17.2%	20.4%	14.3%	19.4%	18.0%	22.2%	25.2%	25.2%
Tax Rate	24.4%	25.9%	26.0%	24.4%	30.8%	27.4%	28.8%	29.0%	29.0%	29.0%

Company ABC - Cash Flow Statement
Base Case
(In \$ mn, except per share data)

	<u>FY 7</u>	<u>FY 8</u>	<u>FY 9</u>	<u>FY 10</u>
	<u>Jan-06</u>	<u>Jan-07</u>	<u>Jan-08</u>	<u>Jan-09</u>
Cash from Operating Activities				
Net Income	402.7	1,095.9	1,285.2	1,334.0
Depreciation and Amortization	294.0	355.1	228.6	245.2
Non-Cash Items	-	-	-	-
Chg in Non-Cash Work Cap	6.4	30.9	(3.2)	(3.3)
Cash from Operating Activities	703.0	1,481.9	1,510.6	1,575.9
Cash from Investing Activities				
Acq of Fixed Prod Assets	(141.1)	(197.1)	(204.1)	(211.3)
Acq of Intangible Assets	-	-	-	-
Net Cash From Acq & Div	-	-	-	-
Other Investing Activities	-	-	-	-
Cash from Investing Activities	(141.1)	(197.1)	(204.1)	(211.3)
Free Cash Flow	561.9	1,284.7	1,306.5	1,364.6
Cash from Financing Activities				
Increase / (Decrease) in Revolver	-	-	-	-
Increase / (Decrease) in Borrowings	(660.0)	-	-	-
Cash (Repurchase) of Equity	-	-	-	-
Other Financing Activities	-	-	-	-
Cash from Financing Activities	(660.0)	-	-	-
Beginning Cash	6,581.3	6,072.9	7,357.7	8,664.2
Net Change In Cash	(98.1)	1,284.7	1,306.5	1,364.6
Ending Cash	6,072.9	7,357.7	8,664.2	10,028.8

(In \$ mn, except per share data)

	<u>FY 5</u>	<u>FY 6</u>	<u>FY 7</u>	<u>FY 8</u>	<u>FY 9</u>	<u>FY 10</u>
	<u>Jan-04</u>	<u>Jan-05</u>	<u>Jan-06</u>	<u>Jan-07</u>	<u>Jan-08</u>	<u>Jan-09</u>
PP&E						
Opening Balance			2,193.4	2,533.6	2,730.7	2,934.8
Capital Expenditure			340.2	197.1	204.1	211.3
<i>as a % of revenues</i>			7.6%	4.0%	4.0%	4.0%
Write Off			-	-	-	-
<i>as a % of opening balance</i>			0.0%	0.0%	0.0%	0.0%
Gross PP&E	1,808.4	2,193.4	2,533.6	2,730.7	2,934.8	3,146.2
Accumulated Depreciation	482.9	1,140.7	1,660.2	2,015.3	2,243.9	2,489.1
Net PP&E	1,325.5	1,052.7	873.4	715.4	690.9	657.0
Depreciation & Amortization						
Opening Balance		811.8	1,140.7	1,660.2	2,015.3	2,243.9
Charge for the year		328.9	519.5	355.1	228.6	245.2
<i>as a % of gross PP&E</i>		15.0%	20.5%	13.0%	7.8%	7.8%
Write Off		-	-	-	-	-
<i>as a % of opening balance</i>		-	0.0%	0.0%	0.0%	0.0%
Closing Balance	482.9	1,140.7	1,660.2	2,015.3	2,243.9	2,489.1

Company XYZ - Debt Schedule

Base Case

(In \$ mn, except per share data)

	FY 5 Jan-04	FY 6 Jan-05	FY 7 Jan-06	FY 8 Jan-07	FY 9 Jan-08	FY 10 Jan-09
Beginning Cash		6,581.3	6,072.9	7,357.7	8,664.2	10,028.8
Plus: FCF		-	561.9	1,284.7	1,306.5	1,364.6
Plus: Equity & Preferred		-	-	-	-	-
Less: Minimum Cash		-	(10.0)	(10.0)	(10.0)	(10.0)
Cash Available For Debt Paydown		6,581.3	6,624.9	8,632.4	9,960.7	11,383.4
Short Term Debt						
Beginning Debt		-	-	-	-	-
Plus: Issuance / (Paydown)		-	-	-	-	-
Ending Short Term Debt Balances	385.0	-	-	-	-	-
Long Term Debt						
Beginning Debt			2,427.7	7,233.6	7,233.6	7,233.6
Plus: Issuance						
Less: Paydowns						
Ending Long Term Debt Balances	1,920.6	2,427.7	7,233.6	7,233.6	7,233.6	7,233.6
Gross Debt	2,305.6	2,427.7	7,233.6	7,233.6	7,233.6	7,233.6
Interest on Debt	95.6	82.5	203.9	176.0	79.2	79.2
Interest Rate	4.1%	3.4%	4.2%	2.4%	1.1%	1.1%
Cash Available for Revolver		6,581.3	6,624.9	8,632.4	9,960.7	11,383.4
Beginning Revolver		-	-	-	-	-
Plus: Revolver Drawdown / (Paydown)		-	-	-	-	-
Ending Revolver Balance		-	-	-	-	-
Interest on Revolver			-	-	-	-
Interest Rate			NA	NA	NA	NA
Total Ending Debt		2,427.7	7,233.6	7,233.6	7,233.6	7,233.6
Total Interest Expense		82.5	203.9	176.0	79.2	79.2
Interest Rate		3.4%	4.2%	2.4%	1.1%	1.1%
Ending Cash	3,161.4	6,581.3	6,072.9	7,357.7	8,664.2	10,028.8
Interest Income		11.0	44.5	44.1	11.8	13.8
Interest Rate on Cash		0.2%	0.7%	0.7%	0.1%	0.1%

	FY 1	FY 2	FY 3	FY 4	FY 5	FY 6	FY 7	FY 8	FY 9	FY 10
	Jan-00	Jan-01	Jan-02	Jan-03	Jan-04	Jan-05	Jan-06	Jan-07	Jan-08	Jan-09
Revenue Drivers										
Gross New Members growth	0.0%	8.2%	12.5%	23.4%	10.4%	(2.1%)	5.0%	5.0%	5.0%	5.0%
Enterprise Members growth	0.0%	NA	0.0%	20.0%	16.7%	35.6%	12.0%	12.0%	12.0%	12.0%
Retention Rate	91.0%	95.8%	96.6%	96.5%	95.2%	86.0%	85.0%	85.0%	85.0%	85.0%
MARPU Growth	0.0%	8.5%	11.1%	7.9%	5.6%	0.3%	11.0%	11.0%	11.0%	11.0%
Enterprise transactions Growth	0.0%	23.4%	(4.5%)	10.0%	20.2%	23.0%	35.0%	35.0%	35.0%	35.0%
Revenue per Enterprise transactions Growth	-	NA	42.3%	(17.4%)	(13.2%)	(1.4%)	6.0%	6.0%	6.0%	6.0%
Average cost of acquisition per member Growth	0.0%	16.3%	6.1%	8.3%	18.8%	18.5%	10.0%	5.0%	5.0%	5.0%
Income Statement										
COGS Margin	32.3%	28.9%	27.1%	25.3%	23.4%	23.5%	24.0%	24.0%	24.0%	24.0%
Share Based Compensations (GP) as a % of Revenue	NA	0.2%	0.2%	0.2%	0.3%	0.3%	0.3%	0.3%	0.3%	0.3%
Sales and marketing as a % of Total Revenues	42.8%	40.4%	44.0%	45.0%	46.5%	46.5%	46.9%	46.8%	46.7%	46.7%
Technology and development as a % of Total Revenues	8.3%	9.7%	10.9%	10.7%	11.8%	11.3%	9.9%	11.0%	11.0%	11.0%
General and administrative as a % of Total Revenues	8.2%	6.7%	10.3%	14.3%	29.6%	13.5%	11.0%	11.0%	11.0%	11.0%
Tax Rate	2.9%	(53.8%)	(238.5%)	57.6%	42.3%	5.2%	23.6%	21.4%	21.0%	20.9%
Balance Sheet										
Days Receivable	-	10.7	10.8	7.8	6.1	7.4	7.5	7.7	7.9	8.0
Days Payable	-	40.4	36.9	60.2	62.8	52.8	53.7	55.3	56.1	56.8
Debt Schedule										
Minimum Cash	-	-	-	-	-	10.0	10.0	10.0	10.0	10.0
Interest Rate P.A	0.0%	0.0%	0.0%	0.0%	0.0%	NA	NA	NA	NA	NA
Interest Rate on Revolver	0.0%	0.0%	0.0%	0.0%	0.0%	NA	NA	NA	NA	NA
Interest Rate on Cash	0.0%	0.0%	0.0%	0.0%	0.0%	1.4%	0.7%	0.7%	2.2%	2.2%
PP&E										
CapEx as a % of Revenues	0.0%	0.4%	0.6%	0.9%	0.9%	2.5%	3.0%	3.0%	3.0%	3.0%
Depreciation as a % of Gross PP&E	0.0%	17.4%	13.0%	17.3%	17.5%	20.2%	19.3%	18.5%	17.9%	17.4%
Acquisition of Intangibles as a % of Revenues	0.0%	0.0%	0.0%	0.0%	0.6%	0.0%	0.0%	0.0%	0.0%	0.0%
Amortizations as a % of Gross Intangibles	0.0%	9.9%	13.8%	15.5%	15.8%	17.8%	14.0%	14.0%	5.9%	0.0%
Write offs PP&E	0.0%	17.6%	7.5%	47.8%	20.4%	0.0%	0.0%	0.0%	0.0%	0.0%
Write offs Depreciation	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Write offs Intangibles	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Write offs Amortization	0.0%	NA	(64.2%)	0.0%	(0.2%)	0.0%	0.0%	0.0%	0.0%	0.0%

	FY 1	FY 2	FY 3	FY 4	FY 5	FY 6	FY 7	FY 8	FY 9	FY 10	CAGR
	Jan-00	Jan-01	Jan-02	Jan-03	Jan-04	Jan-05	Jan-06	Jan-07	Jan-08	Jan-09	(2016 - 20)
Revenue:											
Consumer revenue	213.3	280.1	374.1	494.1	615.4	696.7	659.1	667.0	725.7	816.8	4.1%
As a % of Total Revenue	100.0%	92.1%	92.0%	94.4%	95.2%	94.9%	92.5%	89.7%	86.9%	83.9%	
Enterprise revenue	-	23.9	32.5	29.5	30.8	37.4	53.5	76.5	109.5	156.7	43.1%
As a % of Total Revenue	0.0%	7.9%	8.0%	5.6%	4.8%	5.1%	7.5%	10.3%	13.1%	16.1%	
Total Revenue	213.3	304.1	406.6	523.6	646.2	734.1	712.5	743.5	835.1	973.5	7.3%
Gross new members	774.4	838.2	943.0	1,164.0	1,285.0	1,258.2	1,321.1	1,387.2	1,456.5	1,529.3	
Growth		8.2%	12.5%	23.4%	10.4%	(2.1%)	5.0%	5.0%	5.0%	5.0%	
Consumer Segment members			3,281.7	3,983.0	4,182.6	4,129.2	3,578.2	3,355.7	3,336.1	3,409.3	
Growth			NA	21.4%	5.0%	(1.3%)	(13.3%)	(6.2%)	(0.6%)	2.2%	
Enterprise Segment Members		275.0	275.0	330.0	385.0	522.2	584.9	655.1	733.7	821.7	
Growth		NA	0.0%	20.0%	16.7%	35.6%	12.0%	12.0%	12.0%	12.0%	
Cumulative ending members	2,282.5	2,728.0	3,298.9	3,996.3	4,617.8	4,651.4	4,163.1	4,010.8	4,069.8	4,231.0	
Growth		19.5%	20.9%	21.1%	15.6%	0.7%	(10.5%)	(3.7%)	1.5%	4.0%	
Member retention rate	91.0%	95.8%	96.6%	96.5%	95.2%	86.0%	85.0%	85.0%	85.0%	85.0%	
Delta		484bps	77bps	(11bps)	(132bps)	(915bps)	(100bps)	0bps	0bps	0bps	
Average cost of acquisition per member	\$143.0	\$166.4	\$176.6	\$191.1	\$227.2	\$269.2	\$296.1	\$310.9	\$326.4	\$342.8	
Growth		16.3%	6.1%	8.3%	18.8%	18.5%	10.0%	5.0%	5.0%	5.0%	
Monthly average revenue per member (MARPU)	\$9.39	\$10.19	\$11.32	\$12.22	\$12.91	\$12.95	\$14.37	\$15.95	\$17.71	\$19.66	
Growth		8.5%	11.1%	7.9%	5.6%	0.3%	11.0%	11.0%	11.0%	11.0%	
Enterprise transactions (mn)	202.4	249.7	238.4	262.2	315.2	387.7	523.4	706.6	953.8	1,287.7	
Growth		23.4%	(4.5%)	10.0%	20.2%	23.0%	35.0%	35.0%	35.0%	35.0%	
Revenue per Enterprise transactions	NA	\$0.10	\$0.14	\$0.11	\$0.10	\$0.10	\$0.10	\$0.11	\$0.11	\$0.12	
Growth		NA	42.3%	(17.4%)	(13.2%)	(1.4%)	6.0%	6.0%	6.0%	6.0%	

	FY 1	FY 2	FY 3	FY 4	FY 5	FY 6	FY 7	FY 8	FY 9	FY 10
	Jan-00	Jan-01	Jan-02	Jan-03	Jan-04	Jan-05	Jan-06	Jan-07	Jan-08	Jan-09
Revenue:										
Consumer revenue	213.3	280.1	374.1	494.1	615.4	696.7	659.1	667.0	725.7	816.8
Enterprise revenue	-	23.9	32.5	29.5	30.8	37.4	53.5	76.5	109.5	156.7
Total revenue	213.3	304.1	406.6	523.6	646.2	734.1	712.5	743.5	835.1	973.5
Cost of services	(68.9)	(87.9)	(110.1)	(132.5)	(151.1)	(172.5)	(171.0)	(178.4)	(200.4)	(233.6)
Gross profit	144.5	216.2	296.6	391.2	495.1	561.5	541.5	565.1	634.7	739.9
Adj. Gross Profit	NA	216.8	297.4	392.4	496.9	563.6	543.7	567.3	637.2	742.8
Costs and expenses:										
Sales and marketing	(91.2)	(123.0)	(178.7)	(235.4)	(300.7)	(341.6)	(334.1)	(347.9)	(390.2)	(454.4)
Technology and development	(17.7)	(29.5)	(44.3)	(56.1)	(76.0)	(82.9)	(70.4)	(81.8)	(91.9)	(107.1)
General and administrative	(17.5)	(20.5)	(41.8)	(75.1)	(191.1)	(99.0)	(78.4)	(81.8)	(91.9)	(107.1)
Depreciation	-	(5.2)	(5.4)	(8.1)	(10.5)	(13.3)	(16.8)	-	-	-
Amortization of acquired intangible assets	-	(6.3)	(8.7)	(9.8)	(10.0)	(9.2)	-	-	-	-
Total Cost and Expenses	(126.5)	(184.5)	(279.0)	(384.5)	(588.4)	(546.0)	(499.7)	(511.5)	(574.0)	(668.6)
Income (loss) from operations	18.0	31.7	17.6	6.7	(93.2)	15.5	41.8	53.6	60.8	71.3
D&A	-	(11.5)	(14.1)	(17.9)	(20.5)	(22.4)	(16.8)	-	-	-
EBITDA	18.0	43.2	31.7	24.6	(72.7)	38.0	58.6	53.6	60.8	71.3
Interest expense	(0.3)	(4.0)	(0.4)	(0.4)	(0.4)	(0.5)	-	-	-	-
Interest income	0.0	0.0	0.1	0.3	0.9	1.2	0.9	1.3	5.4	7.1
Other	(9.5)	0.4	(0.0)	(0.2)	(0.2)	(0.3)	-	-	-	-
Income (loss) before provision for income taxes	8.2	28.0	17.3	6.4	(93.0)	16.0	42.8	54.9	66.2	78.4
Income tax expense (benefit)	0.2	(15.1)	(41.3)	3.7	(39.3)	0.8	10.1	11.7	13.9	16.4
Net income (loss)	8.0	43.2	58.7	2.7	(53.6)	15.2	32.7	43.1	52.3	62.0
Redemption of preferred stock	(20.8)	(28.0)	-	-	-	-	-	-	-	-
Net income (loss) attributable to common stockholders	(12.9)	15.1	58.7	2.7	(53.6)	15.2	32.7	43.1	52.3	62.0
Adjusted EBITDA	18.0	49.9	45.1	57.7	65.7	72.8	58.6	53.6	60.8	71.3
Adjusted Net income	19.9	41.6	42.3	47.4	61.2	54.3	32.7	43.1	52.3	62.0
EPS										
Basic	(\$0.62)	\$0.39	\$0.60	\$0.03	(\$0.51)	\$0.15	\$0.32	\$0.42	\$0.51	\$0.61
Diluted	(\$0.62)	\$0.22	\$0.56	\$0.02	(\$0.51)	\$0.14	\$0.31	\$0.41	\$0.50	\$0.59
Weighted-average common shares outstanding:										
Basic	20.598	38.590	97.500	102.006	104.387	102.081	102.081	102.081	102.081	102.081
Diluted	20.598	68.410	105.652	109.012	104.387	104.988	104.988	104.988	104.988	104.988
Share Ratio (Basic To Diluted)	100.0%	56.4%	92.3%	93.6%	100.0%	97.2%	97.2%	97.2%	97.2%	97.2%
Adjusted EPS, Diluted	\$0.77	\$0.97	\$0.38	\$0.48	\$0.64	\$0.53	\$0.31	\$0.41	\$0.50	\$0.59
Growth										
Consumer Revenue		31.3%	33.5%	32.1%	24.5%	13.2%	(5.4%)	1.2%	8.8%	12.6%
Enterprise Revenue		NA	35.8%	(9.2%)	4.4%	21.3%	43.1%	43.1%	43.1%	43.1%
Total Revenues		42.5%	33.7%	28.8%	23.4%	13.6%	(2.9%)	4.3%	12.3%	16.6%
Operating Income		76.4%	(44.5%)	(62.1%)	NM	NM	169.1%	28.1%	13.4%	17.4%
Net Income		NM	288.4%	(95.4%)	NM	NM	115.2%	32.1%	21.2%	18.6%
Margins										
COGS Margin	32.3%	28.9%	27.1%	25.3%	23.4%	23.5%	24.0%	24.0%	24.0%	24.0%
Share Based Compensations (GP) as a % of Revenue	NA	0.2%	0.2%	0.2%	0.3%	0.3%	0.3%	0.3%	0.3%	0.3%
Gross Margin	67.7%	71.1%	72.9%	74.7%	76.6%	76.5%	76.0%	76.0%	76.0%	76.0%
Sales and marketing as a % of Total Revenues	42.8%	40.4%	44.0%	45.0%	46.5%	46.5%	46.9%	46.8%	46.7%	46.7%
Technology and development as a % of Total Revenues	8.3%	9.7%	10.9%	10.7%	11.8%	11.3%	9.9%	11.0%	11.0%	11.0%
General and administrative as a % of Total Revenues	8.2%	6.7%	10.3%	14.3%	29.6%	13.5%	11.0%	11.0%	11.0%	11.0%
Adj. EBITDA Margin	8.4%	16.4%	11.1%	11.0%	10.2%	9.9%	8.2%	7.2%	7.3%	7.3%
Operating Margin	8.4%	10.4%	4.3%	1.3%	(14.4%)	2.1%	5.9%	7.2%	7.3%	7.3%
Net Margin	(6.0%)	5.0%	14.4%	0.5%	(8.3%)	2.1%	4.6%	5.8%	6.3%	6.4%
Adj. Net Margin	9.3%	13.7%	10.4%	9.0%	9.5%	7.4%	4.6%	5.8%	6.3%	6.4%
Tax Rate	2.9%	(53.8%)	(238.5%)	57.6%	42.3%	5.2%	23.6%	21.4%	21.0%	20.9%

(In \$ mn, except per share data)

	FY 1	FY 2	FY 3	FY 4	FY 5	FY 6	FY 7	FY 9	FY 10
	Jan-00	Jan-01	Jan-02	Jan-03	Jan-04	Jan-05	Jan-06	Jan-08	Jan-09
Current Assets									
Cash, Cash Equivalents	31.7	147.6	136.3	161.2	55.3	98.9	134.8	259.8	340.2
Short Term Investments	-	-	53.6	140.0	216.1	144.4	144.4	144.4	144.4
Accounts & Notes Receiv	1.6	8.3	12.0	11.2	10.9	14.8	14.7	18.0	21.2
Other Current Assets	6.2	6.3	22.1	32.0	14.7	10.1	10.1	10.1	10.1
Total Current Assets	39.5	162.3	223.9	344.5	297.0	268.2	304.0	432.3	515.9
Property, Plant & Equip	22.0	29.9	41.3	46.8	60.2	91.1	112.5	159.8	189.0
Accumulated Depreciation	17.1	19.3	23.2	20.2	26.6	39.9	56.6	101.0	129.5
Property, Plant & Equip, Net	4.9	10.7	18.2	26.6	36.9	51.2	55.8	58.9	59.6
Intangible Assets, Net	-	56.4	51.9	42.1	33.2	21.8	12.8	-	-
Other LT Assets	1.8	144.2	215.5	206.4	284.1	293.5	293.5	293.5	293.5
Total Noncurrent Assets	6.7	211.3	285.6	275.2	354.2	366.5	362.2	352.4	353.1
Total Assets	46.3	373.5	509.6	619.7	651.1	634.7	666.2	784.7	869.0
Liabilities & Shareholders' Equity									
Payables & Accruals	24.6	31.3	41.1	86.4	111.2	105.9	104.8	128.4	151.1
ST Debt	-	-	-	-	-	-	-	-	-
Other ST Liabilities	77.0	100.0	131.0	159.7	183.0	207.9	207.9	207.9	207.9
Total Current Liabilities	101.6	131.3	172.1	246.2	294.2	313.9	312.8	336.4	359.1
LT Debt	-	-	-	-	-	-	-	-	-
Revolver	-	-	-	-	-	-	-	-	-
Other LT Liabilities	20.6	0.3	5.1	7.4	8.1	22.1	22.1	22.1	22.1
Total Noncurrent Liabilities	20.6	0.3	5.1	7.4	8.1	22.1	22.1	22.1	22.1
Total Liabilities	122.2	131.6	177.2	253.5	302.4	336.0	334.9	358.5	381.2
Common Stock	0.0	0.1	0.1	0.1	0.1	-	-	-	-
Additional Paid in Capital	19.1	483.9	516.6	545.5	585.6	-	-	-	-
Share Capital & APIC	19.2	484.0	516.7	545.6	585.7	598.5	598.5	598.5	598.5
Preferred Equity	159.7	-	-	-	-	-	-	-	-
Treasury Stock	-	-	-	-	-	(82.5)	(82.5)	(82.5)	(82.5)
Retained Earnings	(254.8)	(242.0)	(184.3)	(179.4)	(236.6)	(217.2)	(184.6)	(89.7)	(28.1)
Other Equity	-	-	(0.0)	(0.1)	(0.4)	(0.1)	(0.1)	(0.1)	(0.1)
Total Equity	(76.0)	242.0	332.4	366.1	348.8	298.7	331.3	426.2	487.8
Total Liabilities & Equity	46.3	373.5	509.6	619.7	651.1	634.7	666.2	784.7	869.0
<i>Check</i>	-	-	-	-	-	-	-	-	-
Days Recievable		10.7	10.8	7.8	6.1	7.4	7.5	7.9	8.0
Days Payable		40.4	36.9	60.2	62.8	52.8	53.7	56.1	56.8
Non Cash WC	(23.0)	(23.0)	(29.1)	(75.2)	(100.3)	(91.1)	(90.1)	(110.5)	(130.0)
Change		(0.0)	6.1	46.1	25.1	(9.2)	(1.0)	13.6	19.5

Company XYZ - Cash Flow Statement

Base Case

(In \$ mn, except per share data)

	FY 1	FY 2	FY 3	FY 4	FY 5	FY 6	FY 7	FY 8	FY 9	FY 10
	Jan-00	Jan-01	Jan-02	Jan-03	Jan-04	Jan-05	Jan-06	Jan-07	Jan-08	Jan-09
Cash from Operating Activities										
Net Income	2.6	25.9	58.6	2.7	(56.1)	0.1	32.5	43.0	51.9	61.6
Depreciation and Amortization	-	11.5	14.1	17.9	20.5	24.7	25.7	29.2	27.9	28.5
Non-Cash Items	-	(8.6)	(22.3)	27.0	(2.0)	27.0	-	-	-	-
Chg in Non-Cash Work Cap	-	24.5	34.5	71.5	33.3	25.2	(1.0)	6.7	13.6	19.5
Net Cash From Disc Ops	-	-	0.3	1.1	-	-	-	-	-	-
Cash from Operating Activities	2.6	53.3	85.1	120.2	(4.2)	77.0	57.3	79.0	93.4	109.6
Cash from Investing Activities										
Acq of Fixed Prod Assets	-	(8.2)	(11.5)	(16.0)	(15.6)	(18.2)	(21.4)	(22.3)	(25.1)	(29.2)
Acq of Intangible Assets	-	-	-	-	(1.0)	-	-	-	-	-
Net Cash From Acq & Div	-	(173.2)	-	-	(14.1)	-	-	-	-	-
Other Investing Activities	-	1.9	(101.0)	(91.8)	(80.7)	66.1	-	-	-	-
Cash from Investing Activities	-	(179.5)	(112.4)	(107.8)	(111.3)	47.9	(21.4)	(22.3)	(25.1)	(29.2)
Free Cash Flow		(126.2)	(27.3)	12.4	(115.5)	124.9	36.0	56.6	68.3	80.4
Cash from Financing Activities										
Increase / (Decrease) in Revolver	-	-	-	-	-	-	-	-	-	-
Increase / (Decrease) in Borrowings	-	-	-	-	-	-	-	-	-	-
Cash (Repurchase) of Equity	129.3	18.7	15.3	14.3	19.1	-	-	-	-	-
Other Financing Activities	137.1	(1.1)	(1.3)	(3.7)	(128.6)	-	-	-	-	-
Net Cash From Disc Ops	-	266.3	17.6	13.9	10.5	(109.5)	-	-	-	-
Cash from Financing Activities	-	266.3	17.6	13.9	10.5	(109.5)	-	-	-	-
Beginning Cash		31.7	171.8	162.1	188.4	83.4	98.9	134.8	191.5	259.8
Net Change in Cash		140.1	(9.7)	26.3	(105.0)	15.4	36.0	56.6	68.3	80.4
Ending Cash	31.7	171.8	162.1	188.4	83.4	98.9	134.8	191.5	259.8	340.2
BS Ending Cash	31.7	147.6	136.3	161.2	55.3	98.9	134.8	191.5	259.8	340.2

(In \$ mn, except per share data)

	FY 1	FY 2	FY 3	FY 4	FY 5	FY 6	FY 7	FY 8	FY 9	FY 10
	Jan-00	Jan-01	Jan-02	Jan-03	Jan-04	Jan-05	Jan-06	Jan-07	Jan-08	Jan-09
PP&E										
Opening Balance		22.0	29.9	41.3	46.8	60.2	65.5	86.9	109.2	134.3
Capital Expenditure		8.2	11.5	16.0	15.6	18.2	21.4	22.3	25.1	29.2
as a % of revenues		0.4%	0.6%	0.9%	0.9%	2.5%	3.0%	3.0%	3.0%	3.0%
Write Off		(0.3)	(0.1)	(10.5)	(2.3)	(12.8)	-	-	-	-
as a % of opening balance		1.2%	0.2%	25.5%	4.8%	(21.3%)	0.0%	0.0%	0.0%	0.0%
Gross PP&E		22.0	29.9	41.3	46.8	60.2	65.5	86.9	109.2	134.3
Accumulated Depreciation		17.1	19.3	23.2	20.2	26.6	39.9	56.6	76.9	101.0
Net PP&E		4.9	10.7	18.2	26.6	33.5	25.6	30.3	32.3	33.3
Depreciation										
Opening Balance		17.1	19.3	23.2	20.2	26.6	39.9	56.6	76.9	101.0
Charge for the year		5.2	5.4	8.1	10.5	13.3	16.8	20.2	24.1	28.5
as a % of gross PP&E		17.4%	13.0%	17.3%	17.5%	20.2%	19.3%	18.5%	17.9%	17.4%
Write Off		(3.0)	(1.5)	(11.1)	(4.1)	-	-	-	-	-
as a % of opening balance		17.6%	7.5%	47.8%	20.4%	0.0%	0.0%	0.0%	0.0%	0.0%
Closing Balance	17.1	19.3	23.2	20.2	26.6	39.9	56.6	76.9	101.0	129.5
Intangibles										
Opening Balance		63.2	63.2	63.2	63.2	64.2	64.2	64.2	64.2	64.2
Acquisitions		-	-	-	1.0	-	-	-	-	-
as a % of revenues		0.0%	0.0%	0.0%	0.6%	0.0%	0.0%	0.0%	0.0%	0.0%
Write Off		-	-	-	-	-	-	-	-	-
as a % of opening balance		0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Gross Intangibles		63.2	63.2	63.2	64.2	64.2	64.2	64.2	64.2	64.2
Accumulated Amortization		6.8	11.3	21.1	31.0	42.3	51.3	60.3	64.0	64.0
Net Intangibles		-	56.4	51.9	42.1	33.2	21.8	12.8	3.8	-
Amortization										
Opening Balance		0.0	6.7	11.1	20.9	30.8	42.3	51.3	60.3	64.0
Amortization Charge for the year		6.3	8.7	9.8	10.0	11.4	9.0	9.0	3.8	-
as a % of gross Intangibles		9.9%	13.8%	15.5%	15.8%	17.8%	14.0%	14.0%	5.9%	0.0%
Write Off		0.4	(4.3)	-	(0.0)	-	-	-	-	-
as a % of opening balance		NA	(64.2%)	0.0%	(0.2%)	0.0%	0.0%	0.0%	0.0%	0.0%
Closing Balance	0.0	6.7	11.1	20.9	30.8	42.3	51.3	60.3	64.0	64.0

Company XYZ - Debt Schedule

Base Case

(In \$ mn, except per share data)

	FY 5	FY 6	FY 7	FY 8	FY 9	FY 10
	Jan-04	Jan-05	Jan-06	Jan-07	Jan-08	Jan-09
Beginning Cash		117.1	153.2	209.9	278.6	359.5
Plus: FCF		143.1	36.1	56.8	68.7	80.8
Plus: Equity & Preferred		-	-	-	-	-
Less: Minimum Cash		(10.0)	(10.0)	(10.0)	(10.0)	(10.0)
Cash Available For Debt Paydown		250.2	179.2	256.7	337.4	430.3
Short Term Debt						
Beginning Debt		-	-	-	-	-
Plus: Issuance		-	-	-	-	-
Less: Paydowns		-	-	-	-	-
Ending Short Term Debt Balances		-	-	-	-	-
Long Term Debt						
Beginning Debt		-	-	-	-	-
Plus: Issuance		-	-	-	-	-
Less: Paydowns		-	-	-	-	-
Ending Long Term Debt Balances		-	-	-	-	-
Interest on Debt	0.4	0.5	-	-	-	-
Interest Rate		NA	NA	NA	NA	NA
Cash Available for Buyback		250.2	179.2	256.7	337.4	430.3
Beginning Revolver		-	-	-	-	-
Plus: Revolver Drawdown / (Paydown)		-	-	-	-	-
Ending Revolver Balance		-	-	-	-	-
Interest on Revolver		-	-	-	-	-
Interest Rate		NA	NA	NA	NA	NA
Total Ending Debt		-	-	-	-	-
Total Interest Expense		0.5	-	-	-	-
Ending Cash	55.3	117.1	153.2	209.9	278.6	359.5
Interest Income	0.9	1.2	0.9	1.3	5.4	7.1
Interest Rate on Cash		1.4%	0.7%	0.7%	2.2%	2.2%

Transaction Assumptions
(In \$ mn, except per share data)

Transaction Assumption	
Lifelock Current Share Price	\$19.40
Offer Price	\$29.82
Implied Premium	39.7%
Lifelock Shares Outstanding	107,053
Implied Market Cap	3,192.4
Net Debt	(110.6)
Minority Int	-
Implied Enterprise Value	3,081.7
Symantec Shares Outstanding	750,200
Synergies (\$mn)	
Cost Synergies (Per Annum) 2018	33.0
Cost Synergies (Per Annum) 2019	60.5
Cost Synergies (Per Annum) 2020	88.0

Uses & Sources	
Uses:	
(Mcap) Purchase of Equity	3,192.4
Debt	(110.6)
Total Uses of Funds	3,081.7
Sources:	
Cash	2,256.7
New Debt	825.0
Total Sources of Funds	3,081.7
Other Assumptions	
Interest Rate	4.4%
Tax Rate	33.0%

EV / Revenue Multiple			
	Premium	FY 2018E	FY 2019E
Revenue	-	5,645.3	5,867.9
EV / Revenue Multiple	16.5%	4.0x	4.0x
Target EV (\$ million)		22,322.4	23,202.5
<i>Less: Net Debt</i>		<i>3,439.1</i>	<i>2,475.3</i>
Target Market Capitalization		18,883.3	20,727.2
<i>Less: Minority value</i>		<i>-</i>	<i>-</i>
Target equity value		18,883.3	20,727.2
Number of Shares		775.1	767.4
Share Price		\$24.36	\$27.01

EV / EBITDA Multiple			
	Premium	FY 2018E	FY 2019E
EBITDA	-	1,600.3	1,823.1
EV / EBITDA Multiple	16.5%	15.6x	15.6x
Target EV (\$ million)		24,984.7	28,463.3
<i>Less: Net Debt</i>		<i>3,439.1</i>	<i>2,475.3</i>
Target Market Capitalization		21,545.6	25,988.0
<i>Less: Minority value</i>		<i>-</i>	<i>-</i>
Target equity value		21,545.6	25,988.0
Number of Shares		775.1	767.4
Share Price		\$27.80	\$33.87

Balance Sheet					
	Company AB	Company XYZ	Adjustments	Consolidated	
Cash	6,072.9	110.6	(2,256.7)	(110.6)	3,816.2
Goodwill	7,955.2	-	-	2,901.3	10,856.5
Other Assets	3,971.4	536.0	-	-	4,507.4
Total Assets	17,999.6	646.6	(2,256.7)	2,790.6	19,180.1
Debt	7,233.6	-	-	825.0	8,058.6
Other Liabilities	6,115.1	337.3	-	-	6,452.5
Total Liabilities	13,348.7	337.3	-	825.0	14,511.1
Share Capital	4,796.0	598.5	-	-	-
Non-Controlling Interests	-	-	-	-	-
Treasury Stock	-	(82.5)	-	-	-
Other Equity	106.7	(0.1)	-	-	-
Retained Profits / Accumulated Losses	(251.8)	(224.8)	-	-	-
Total Equity	4,650.9	291.1	(291.1)	-	4,650.9
Total Liabilities and Equity	17,999.6	628.4	(291.1)	825.0	19,161.9

Transaction Assumptions

(In \$ mn, except per share data)

Accretion Dilution Analysis				
Particulars	8E	9E	10E	
Company ABC				
Adjusted EPS	\$1.66	\$1.93	\$2.01	
Shares Outstanding	659,406	665,358	664,366	
Net Income	1,095.9	1,281.4	1,334.0	
Company XYZ				
Adjusted EPS	\$0.35	\$0.42	\$0.50	
Shares Outstanding	104,988	104,988	104,988	
Net Income	36.5	43.7	52.0	
Pre Tax Synergies	33.0	60.5	88.0	
Less: Incremental Interest Expense	36.3	36.3	36.3	
Pre-tax Adjustments	(3.3)	24.2	51.7	
Less: Taxes	1.1	(8.0)	(17.1)	
Post-tax Adjustments	(2.2)	16.2	34.6	
PF Net Income	1,130.2	1,341.3	1,420.7	
PF Shares Outstanding	750,200	750,200	750,200	
PF EPS	\$1.51	\$1.79	\$1.89	
Accretion / Dilution - \$	(\$0.16)	(\$0.14)	(\$0.11)	
Accretion / Dilution - %	(9.3%)	(7.2%)	(5.7%)	

Accretion / Dilution (%) 8E					
Premium					
	19.7%	29.7%	39.7%	49.7%	59.7%
Cost Synergies	29.0	(9.6%)	(9.6%)	(9.6%)	(9.6%)
	31.0	(9.5%)	(9.5%)	(9.5%)	(9.5%)
	33.0	(9.3%)	(9.3%)	(9.3%)	(9.3%)
	35.0	(9.2%)	(9.2%)	(9.2%)	(9.2%)
	37.0	(9.1%)	(9.1%)	(9.1%)	(9.1%)

Accretion / Dilution (%) 9E					
Premium					
	23.6%	33.6%	43.6%	53.6%	63.6%
Cost Synergies	56.5	(7.3%)	(7.3%)	(7.3%)	(7.3%)
	58.5	(7.3%)	(7.3%)	(7.3%)	(7.3%)
	60.5	(7.2%)	(7.2%)	(7.2%)	(7.2%)
	62.5	(7.1%)	(7.1%)	(7.1%)	(7.1%)
	64.5	(7.0%)	(7.0%)	(7.0%)	(7.0%)

Accretion / Dilution (%) 10E					
Premium					
	19.7%	29.7%	39.7%	49.7%	59.7%
Cost Synergies	84.0	(5.9%)	(5.9%)	(5.9%)	(5.9%)
	86.0	(5.8%)	(5.8%)	(5.8%)	(5.8%)
	88.0	(5.7%)	(5.7%)	(5.7%)	(5.7%)
	90.0	(5.6%)	(5.6%)	(5.6%)	(5.6%)
	92.0	(5.5%)	(5.5%)	(5.5%)	(5.5%)

I Consolidated Assumptions*(In \$ mn, except per share data)*

Debt Schedule Assumptions	FY 7 E	FY 8	FY 9	FY 10
	Jan-06	Jan-07	Jan-08	Jan-09
Minimum Cash		10.0	10.0	10.0
Interest Rate P.A		2.8%	2.4%	1.1%
Interest Rate on Revolver		NA	NA	NA
Interest Rate on Cash		0.7%	0.4%	0.2%

Company ABC - Company XYZ Consolidated Income Statement

(In \$ mn, except per share data)

Particulars	FY 7 E			
	Jan-06	Jan-07	Jan-08	Jan-09
Total revenue		5,645.3	5,867.9	6,153.5
Cost of services		(1,023.0)	(1,062.5)	(1,128.1)
Gross profit		4,622.3	4,805.3	5,025.4
Costs and expenses:				
Sales and marketing		(1,858.2)	(1,930.4)	(2,035.5)
Technology and development		(859.5)	(798.5)	(835.4)
General and administrative		(337.3)	(313.8)	(333.5)
Synergies		33.0	60.5	88.0
D&A		(384.7)	(228.6)	(245.2)
Total Cost and Expenses		(3,406.7)	(3,210.8)	(3,361.6)
Income (loss) from operations		1,215.6	1,594.5	1,663.9
EBITDA		1,600.3	1,823.1	1,909.1
Adj. EBITDA		2,489.1	2,600.6	2,737.9
Interest income		29.9	19.0	9.3
Interest expense		(225.5)	(196.1)	(88.2)
Other		44.0	44.0	45.6
Income (loss) before provision for income taxes		1,064.0	1,461.5	1,630.5
Income tax expense (benefit)		456.7	536.3	558.3
Net income (loss)		607.3	925.2	1,072.2
EPS				
Basic		\$2.06	\$2.45	\$2.60
Diluted		\$1.99	\$2.36	\$2.50
Weighted-average common shares outstanding:				
Basic		746.984	738.059	740.047
Diluted		775.123	767.367	769.354
Share Ratio (Basic To Diluted)		96.4%	96.2%	96.2%
Growth				
Total Revenues			3.9%	4.9%
Gross Profit			3.9%	6.2%
EBITDA			4.5%	5.3%
Operating Income			31.2%	4.3%
Net Income			52.3%	15.9%
Margins				
COGS Margin		18.1%	18.1%	18.3%
Gross Margin		81.9%	81.9%	81.7%
Sales and marketing as a % of Total Revenues		32.9%	32.9%	33.1%
Technology and development as a % of Total Revenues		15.2%	13.6%	13.6%
General and administrative as a % of Total Revenues		6.0%	5.3%	5.4%
Adj EBITDA Margin		44.1%	44.3%	44.5%
PBT Margin		18.8%	24.9%	26.5%
Net Margin		10.8%	15.8%	17.4%
Tax Rate		42.9%	36.7%	34.2%

Company ABC - Company XYZ Consolidated Balance Sheet

(In \$ mn, except per share data)

	Particulars				
	FY 7 E	FY 7E Pro-Forma	FY 8	FY 9	FY 10
	Jan-06	Mar-06	Jan-07	Jan-08	Jan-09
Current Assets					
Cash, Cash Equivalents	6,072.9	3,798.0	4,601.2	5,564.9	6,682.9
Short Term Investments	9.9	154.3	154.3	154.3	154.3
Accounts & Notes Receiv	205.0	220.1	226.6	237.3	249.0
Other Current Assets	430.1	440.2	440.2	440.2	440.2
Total Current Assets	6,718.0	4,612.6	5,422.3	6,396.7	7,526.4
Property, Plant & Equip, Net	873.4	926.8	772.7	750.0	717.1
Intangible Assets, Net	2,157.1	2,176.6	2,167.6	2,158.6	2,157.1
Goodwill	7,955.2	10,856.5	10,856.5	10,856.5	10,856.5
Other LT Assets	295.9	589.4	589.4	589.4	589.4
Total Noncurrent Assets	11,281.6	14,549.4	14,386.3	14,354.6	14,320.2
Total Assets	17,999.6	19,161.9	19,808.6	20,751.3	21,846.6
Liabilities & Shareholders' Equity					
Payables & Accruals	99.2	206.5	246.0	263.5	286.6
ST Debt	-	-	-	-	-
Deferred Revenue	2,293.5	2,293.5	2,293.5	2,293.5	2,293.5
Other ST Liabilities	513.7	721.6	721.6	721.6	721.6
Total Current Liabilities	2,906.4	3,221.6	3,261.1	3,278.6	3,301.7
LT Debt	7,233.6	8,058.6	8,058.6	8,058.6	8,058.6
Revolver	-	-	-	-	-
Other LT Liabilities	3,208.7	3,230.8	3,230.8	3,230.8	3,230.8
Total Noncurrent Liabilities	10,442.3	11,289.4	11,289.4	11,289.4	11,289.4
Total Liabilities	13,348.7	14,511.1	14,550.5	14,568.0	14,591.2
Share Capital & APIC	4,796.0	4,796.0	4,796.0	4,796.0	4,796.0
Preferred Equity	-	-	-	-	-
Treasury Stock	-	-	-	-	-
Retained Earnings	(251.8)	(251.8)	355.4	1,280.5	2,352.7
Other Equity	106.7	106.7	106.7	106.7	106.7
Total Equity	4,650.9	4,650.9	5,258.1	6,183.2	7,255.4
Total Liabilities & Equity	17,999.6	19,161.9	19,808.6	20,751.3	21,846.6
Check	-	-	-	-	-
Days Receivable			3.7	3.7	3.7
Days Payable			4.0	4.1	4.3
Non Cash WC			(19.3)	(26.2)	(37.6)
Change			0.0	0.0	0.0

Company ABC - Company XYZ Consolidated Cash Flow
(In \$ mn, except per share data)

Particulars	FY 7 E	FY 8	FY 9	FY 10
	Jan-06	Jan-07	Jan-08	Jan-09
Cash from Operating Activities				
Net Income		607.3	925.2	1,072.2
Depreciation and Amortization		384.7	228.6	245.2
Non-Cash Items		-	-	-
Chg in Non-Cash Work Cap		32.9	6.9	11.4
Cash from Operating Activities		1,025.0	1,160.7	1,328.7
Cash from Investing Activities				
Acq of Fixed Prod Assets		(230.6)	(205.9)	(212.3)
Acq of Intangible Assets		9.0	9.0	1.5
Net Cash From Acq & Div				
Other Investing Activities		-	-	-
Cash from Investing Activities		(221.7)	(196.9)	(210.8)
Free Cash Flow		803.3	963.8	1,118.0
Cash from Financing Activities				
Increase / (Decrease) in Revolver		-	-	-
Increase / (Decrease) in Borrowings		-	-	-
Cash (Repurchase) of Equity		-	-	-
Other Financing Activities		-	-	-
Cash from Financing Activities		-	-	-
Beginning Cash		3,816.2	4,619.5	5,583.3
Net Change In Cash		803.3	963.8	1,118.0
Ending Cash	3,816.2	4,619.5	5,583.3	6,701.3

Company ABC - Company XYZ Consolidated Debt Schedule

(In \$ mn, except per share data)

	FY 7 E	FY 8	FY 9	FY 10
	Jan-06	Jan-07	Jan-08	Jan-09
Beginning Cash		4,619.5	5,583.3	6,701.3
Plus: FCF		803.3	963.8	1,118.0
Plus: Equity & Preferred		-	-	-
Less: Minimum Cash		10.0	10.0	10.0
Cash Available For Debt Paydown		5,432.8	6,557.1	7,829.2
Long Term Debt				
Beginning Debt		8,058.6	8,058.6	8,058.6
Plus: Issuance		-	-	-
Less: Paydowns		-	-	-
Ending Long Term Debt Balances	8,058.6	8,058.6	8,058.6	8,058.6
Interest on Debt		225.5	196.1	88.2
Interest Rate		2.8%	2.4%	1.1%
Cash Available for Revolver	-	5,432.8	6,557.1	7,829.2
Beginning Revolver		-	-	-
Plus: Revolver Drawdown / (Paydown)		-	-	-
Ending Revolver Balance	-	-	-	-
Interest on Revolver		-	-	-
Interest Rate		NA	NA	NA
Total Ending Debt	8,058.6	8,058.6	8,058.6	8,058.6
Total Interest Expense	-	225.5	196.1	88.2
Ending Cash	3,816.2	4,619.5	5,583.3	6,701.3
Interest Income		29.9	19.0	9.3
Interest Rate on Cash		0.7%	0.4%	0.2%

Company ABC Public Comps

(All \$ Mil. Except per Share Basis)

Company Name	Stock Price	Market Capitalization	Enterprise Value					EV/EBITDA					EV/EBITDA Multiple													
			LTM	0E	2E	3E	4E	LTM	0E	2E	3E	4E	LTM	0E	2E	3E	4E									
Company ABC, Inc	\$25.52	18,254.4	19,977.1	4.88x	4.45x	3.94x	NA	NA	19.0x	11.5x	9.0x	NA	NA	NA	20.7x	14.0x	NA	NA	25.4%	38.8%	43.8%	NA	NA			
Company DEF, Inc	\$12.24	17,745.1	13,666.4	NM	NM	NM	NM	5.99x	14.4x	12.9x	13.3x	11.6x	10.4x	21.2x	18.8x	17.1x	16.0x	16.2x	13.7x	10.5%	10.7%	10.7%	10.5%	17.7%		
Company GHI, Inc	\$14.85	16,452.7	19,502.8	5.89x	5.64x	5.19x	4.84x	4.50x	4.17x	16.7x	15.8x	14.3x	13.1x	11.4x	10.2x	27.3x	20.7x	18.9x	17.2x	NA	35.3%	35.7%	36.4%	36.8%	39.4%	
Company JKL, Inc	\$12.26	4,494.5	4,005.6	4.89x	4.89x	4.49x	4.21x	NA	NA	14.3x	13.1x	11.9x	11.0x	NA	NA	42.5x	20.7x	18.4x	16.9x	NA	14.9%	17.0%	17.8%	18.2%	NA	
Company MNO, Inc	\$13.93	3,265.2	5,113.8	3.86x	3.75x	3.17x	2.75x	2.50x	2.30x	NM	21.3x	17.2x	14.1x	12.6x	11.4x	NM	46.8x	37.4x	29.9x	27.2x	24.9x	6.1%	16.9%	18.4%	10.4%	10.8%
Company PQR, Inc	\$41.68	3,962.2	6,478.4	2.76x	2.64x	2.44x	2.42x	NA	NA	12.2x	10.3x	9.3x	10.0x	NA	NA	23.8x	16.1x	14.8x	13.6x	NA	22.0%	20.3%	20.6%	20.2%	NA	
Company STU, Inc	\$80.16	3,747.3	6,075.2	NM	NM	NM	5.48x	4.12x	3.65x	NM	NM	NM	NA	NA	NA	NM	NM	NM	NM	NA	40.3x	(14.1%)	1.4%	10.1%	11.8%	
Company VWX, Inc	\$14.52	2,732.8	2,507.2	3.11x	3.18x	2.88x	2.51x	2.29x	2.19x	NM	NM	NM	22.7x	NA	NA	NM	NM	NM	NM	20.3x	13.0%	(51.1%)	(7.3%)	3.7%	11.1%	
Company YZA, Inc	\$41.05	1,482.3	4,214	4.27x	4.27x	3.56x	3.01x	2.60x	NA	NA	NM	NM	NA	NA	NA	NM	NM	NM	NA	(22.2%)	(1.9%)	3.7%	5.9%	0.0%		
Company BCD, Inc	\$35.48	1,393.1	1,942.1	5.56x	5.33x	4.52x	3.78x	NA	NA	23.1x	16.1x	13.7x	11.2x	NA	NA	NM	39.8x	34.7x	27.6x	NA	23.8%	32.8%	33.0%	31.7%	NA	

Source: Bloomberg

	Mean Inc. SYMCI	4.81x	4.26x	3.80x	3.65x	3.24x	3.61x	16.7x	14.6x	12.6x	13.4x	11.7x	10.7x	31.0x	26.2x	22.2x	20.2x	24.3x	23.2x	0.1x	0.2x	0.3x	0.3x	0.2x
Mean Inc. SYMCI	4.50x	4.35x	3.75x	3.39x	2.80x	3.40x	15.5x	13.1x	12.3x	11.6x	11.4x	10.4x	27.5x	20.7x	16.4x	17.1x	27.2x	19.4x	0.2x	0.3x	0.3x	0.3x	0.1x	0.2x
Mean Ex. SYMCI	4.35x	4.23x	3.79x	3.68x	3.24x	3.61x	16.2x	15.1x	13.2x	13.4x	11.7x	10.7x	28.9x	27.2x	23.6x	20.2x	24.3x	23.2x	0.1x	0.2x	0.2x	0.3x	0.2x	0.2x
Median Inc. SYMCI	4.21x	4.26x	3.56x	3.39x	2.80x	3.40x	14.4x	14.5x	13.8x	11.6x	11.4x	10.4x	25.6x	20.7x	16.7x	17.1x	27.2x	19.4x	0.2x	0.3x	0.3x	0.3x	0.1x	0.2x

EV / Revenue Multiple		FY 2016E	FY 2017E
Revenue	\$645.3	1,807.0	1,807.0
EV / Revenue Multiple	26.5x	4.8x	4.8x
Target EV (\$ million)	22,322.4	23,202.5	23,202.5
Less: Net Debt	1,410	2,475.3	2,475.3
Target Market Capitalization	18,988.3	20,727.2	20,727.2
EV/EBITDA Multiple	18,988.3	20,727.2	20,727.2
Target equity value	275.1	297.4	297.4
Number of Shares	224.28	237.05	237.05
Share Price			

EV / EBITDA Multiple		FY 2016E	FY 2017E
EBITDA	\$600.0	1,823.1	1,823.1
EV / EBITDA Multiple	26.5x	15.6x	15.6x
Target EV (\$ million)	24,984.7	28,463.3	28,463.3
Less: Net Debt	1,695.1	2,475.3	2,475.3
Target Market Capitalization	23,546.6	25,988.0	25,988.0
EV/EBITDA Multiple	23,546.6	25,988.0	25,988.0
Target equity value	275.1	297.4	297.4
Number of Shares	224.28	237.05	237.05
Share Price			