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M&A International Inc. Construction & Engineering Services Deal Book



Introduction



The M&A International Inc. Construction & Engineering Services Group is a powerful resource for companies with business goals in the dynamic construction contracting, civil engineering, architectural engineering and construction supply chain sectors.

Our experienced professionals provide global knowledge combined with local understanding of market conditions, developing industry trends and key opportunities.

The Construction & Engineering Services Group is:

- A cohesive team that constantly exchanges information and analysis about acquisitions, mergers, divestitures and strategic alliances, giving our clients access to a worldwide network of buyers, sellers, related growth opportunities and sources of financing.

- Located in the leading business centers throughout the world.
- Supported by professionals whose backgrounds include a wide range of construction and engineering-based businesses.
- In touch with the facts behind the capital deployments that shape the M&A landscape and create value for our clients.
- A solid choice for creating value and managing enterprise risk through a divestiture, acquisition or fundraise.

Tap into this worldwide team that understands your business and the unique challenges facing your industry.

For a list of contacts, please see the end of this document.

Bryan Livingston

Head of M&A International Inc.'s

Construction & Engineering Services Group

M&A International Inc. – the world’s leading M&A alliance

Established in 1985, M&A International Inc. www.mergers.net offers the unparalleled, global resources of over 600 M&A professionals operating in every major financial center of the world. Our members advise primarily middle-market companies on acquisitions, divestitures, fundraising and fairness opinions. With M&A International Inc., you will receive advice from senior professionals with the relationships, reach and resources needed to ensure your goals are met.

Key facts:

- 1,300 closed transactions in the past five years worth more than US\$75 billion
- An international, proprietary deal database with over 3,500 active and closed transactions

Our dedicated M&A professionals bring to the table superior expertise and knowledge in leading industrial sectors. They form engagement specific industry groups that understand the industry and the unique challenges you face, providing in-depth market knowledge. M&A International Inc. has the following industry groups:

- Automotive & Aerospace
- Business Support Services
- **Construction & Engineering Services**
- Energy
- Food & Beverage
- Healthcare
- Media
- Real Estate
- Retail
- Technology

In addition, M&A International Inc. offers the expertise of its Equity Capital Markets Group.






Members in the leading financial centers of the world








Sector	Target	Our role	Seller Location	Activity	Acquiror/Investors Location	Activity	
	Building Products	ALUK Group S.p.a.	Advisor to buyer	MedioCredito Italiano and Banca IMI, Italy	Investment	Valindus, France	Produces and distributes aluminum and PVC systems for windows and doors
	<p>Description of transaction: Advised Valindus on acquiring a controlling stake in ALUK Group through a leveraged buy-out financed by MedioCredito Italiano and Banca IMI. Assisted Valindus in defining its acquisition strategy and identifying the target as well as advising the client on negotiating the financing and shareholders agreements for this transaction. ALUK Group produces aluminum windows, door profiles and accessories.</p>						
	Building Products	Assets of Schwab Industries, Inc.	Restructuring	Bankruptcy Estate of Schwab Industries, Inc., United States	Produces, supplies and distributes ready-mix concrete and related materials	Oldcastle Materials, Inc. & Resource Land Holdings, LLC, United States	Supplies aggregates, asphalt, ready mixed concrete and paving services
	<p>Description of transaction: Advised the Bankruptcy Estate of Schwab Industries, Inc. on the sale of its Ready Mix assets and Eastern Cement Corporation through a Section 363 sale to Oldcastle Materials, Inc., a division of CRH plc, and Resource Land Holdings, LLC. The financial terms of the transaction have not been disclosed.</p>						
	Building Products	Masterplast	Fundraising - IPO	Private shareholders of Masterplast, Hungary	Manufactures thermal insulation materials	Institutional and individual public investors, Hungary	Investment
	<p>Description of transaction: Advised Masterplast's shareholders on the launch of an initial public offering and listing of the company's shares on the Budapest Stock Exchange, raising US\$7.80 million from institutional and private investors.</p>						


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	Building Products	Unidrain A/S	Advisor to seller	Private investors of Unidrain A/S, Denmark	Supplies wall-mounted drains suitable for wet rooms	Purus AB, Sweden	Supplies plumbing and drainage solutions for wet room installations
Description of transaction: Engaged as the strategic and financial advisor in connection with the sale of Unidrain A/S to Purus AB for an undisclosed consideration. In line with Purus AB's other recent acquisitions, Unidrain A/S will continue as an independent company.							
	Building Products	VL Staal a/s	Advisor to seller	Private shareholders of VL Staal a/s, Denmark	Manufactures industrial steel stacks	Poujoulat SA, France	Chimney systems and stacks
Description of transaction: Advised the shareholders of VL Staal a/s on the sale of the business to family-owned Poujoulat Group. The financial terms of the transaction have not been disclosed.							
	Building Products	Zinkunie B.V.	Advisor to buyer	Private shareholders of Zinkunie B.V., Netherlands	Provides roofing-related zinc and copper building materials	Koramic Investment Group, Belgium	Investment group predominantly involved in the building materials industry
Description of transaction: Advised and arranged the acquisition financing for Koramic Investment Group in its purchase of Zinkunie B.V., enabling the Group to strengthen its position in the distribution of roofing-related building materials. The terms of the transaction have not been disclosed.							






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	Chemicals	Osmose Holdings, Inc.	Advisor to seller	Private shareholders of Osmose Holdings, Inc., United States	Operates in wood preservation, utilities services and railroad services	Funds managed by Oaktree Capital Management, L.P., United States	Investment management focused on alternative markets
	<p>Description of transaction: Served as the exclusive investment banker to Osmose Holdings, Inc. in its sale to funds managed by Oaktree Capital Management, L.P. Also rendered a fairness opinion to Osmose’s Board of Directors in connection with the transaction. Financial terms of the transaction have not been disclosed.</p>						
	Construction Materials	Dansk Ventil Center A/S and DVC International ApS	Advisor to seller	Private shareholders of DVC, Denmark	Supplies a range of industrial valves and valve automation systems	ERIKS nv, Netherlands	Provides a wide range of industrial services
	<p>Description of transaction: Advised the shareholders of DVC on the sale of both companies to ERIKS nv for an undisclosed consideration.</p>						
	Construction Materials	Louis Pisoli SA	Advisor to buyer	Private shareholders of Louis Pisoli SA, Switzerland	Timber trading with a focus on veneer	HG COMMERCIALE, Switzerland	Trades in a wide range of building materials
	<p>Description of transaction: Advised HG COMMERCIALE on the acquisition of Louis Pisoli SA, arranging the due diligence, drafting the share purchase agreement and assisting in the negotiations.</p>						





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	Construction Materials	Majority stake in RONA	Management Advice (MBI / MBO)	The private shareholders of RONA, Canada	Distributes and sells home hardware material	Majority shareholder in RONA, Canada	Investment
	Description of transaction: Acted as the exclusive advisor to RONA’s shareholders to complete a management buy-out for US\$5 million.						
	Construction Materials	Mittelland Transport AG	Restructuring	JURA Materials, Switzerland	Supplies construction materials	Private investors, Switzerland	Investment
	Description of transaction: Assisted JURA Materials’ shareholders in outsourcing the company’s entire delivery activities, JURA Logistics, together with the transport staff to Mittelland Transport AG, a company jointly founded by JURA Materials and private investors. Advised on the negotiations with the private investors and drew up the business plan.						
	Construction Materials	Rama Stone Quarries	Advisor to seller	Private shareholders of Rama Stone Quarries, Canada	Focuses on crushed aggregate for asphalt	Fowler Construction Company Ltd., Canada	Provides construction services
	Description of transaction: Advised the shareholders of Rama Stone Quarries on the sale of the business to Fowler Construction Company Ltd. for an undisclosed consideration.						




	Sector	Target	Our role	Seller Location	Activity	Acquiror/Investors Location	Activity
	Construction and Engineering Services	Armada Outdoor	Advisor to seller	HVL, Netherlands	Provides technical installations in a variety of sectors	Andus Group, Netherlands	Holding company
	Description of transaction: Advised HVL, a subsidiary of TBI Holding, on the sale of its subsidiary Armada Outdoor to Andus Group for US\$5 million.						
	Construction and Engineering Services	Bautenschutz Nord GmbH & Co. and Possekel Fassenschutz GmbH	Advisor to seller	Hydraulik Nord GmbH, Germany	Holding company	Private investment group, Germany	Involved in various construction-related sectors
	Description of transaction: Advised Hydraulik Nord and its management on the sale of 100% of their shares in reconstruction services firms Bautenschutz Nord GmbH & Co. KG and Possekel Fassadenschutz GmbH & Co. KG to a private investment group. The terms of the transaction have not been disclosed.						
	Construction and Engineering Services	c+s ingenieure ag	Management Advice (MBI / MBO)	Family owners of c+s ingenieure ag, Switzerland	Railway infrastructure engineering and other engineering services	Management of c+s ingenieure ag, Switzerland	Investment
	Description of transaction: Advised on the sale of c+s ingenieure via an MBO to the existing management team following the unexpected death of the company's founder and CEO. The terms of the transaction have not been disclosed.						






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	Indianhead Pipeline Services, LLC	Advisor to seller	Private shareholders of Indianhead Pipeline Services, LLC, United States	Provides pipeline construction support services	Strait Lane Capital Partners, LLC, United States	Private equity
<p>Description of transaction: Advised the shareholders of Indianhead Pipeline Services on finding a financial partner who could benefit from participating in the future growth of the company. A majority stake was sold to Strait Lane Capital Partners for US\$23 million.</p>						
	Mongolia Investment Group Limited	Fundraising - other finance	Shareholders of Mongolia Investment Group Limited, China	Provides maintenance and construction services on civil engineering contracts	Institutional and individual public investors, China	Investment
<p>Description of transaction: Advised Mongolia Investment Group on the placement of 1,320,000,000 new shares at HK\$0.067 per share.</p>						
	Moulinvest	Fundraising - other finance	Public shareholders of Moulinvest, France	Specializes in eco-construction and wood-based fuels	NYSE Alternext, France	Investment
<p>Description of transaction: Advised the shareholders of Moulinvest in raising US\$5 million from the Alternext market of NYSE Euronext Paris.</p>						


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	Olmos Irrigation Project	Advisor to seller	H2Olmos S.A., Peru	A special purpose organization created to manage the Olmos Irrigation Project	11 different buyers, Peru	Investment
<p>Description of transaction: Acted as financial advisor to H2Olmos, a fully-owned subsidiary of Brazil-based Odebrecht, on the US\$130 million sale of 28,000 hectares through a public auction to 11 buyers related to the Olmos Project in Northern Peru, a large scale irrigation project that has become Peru's first PPP initiative. The proceeds from the public auction will be used mainly to finance hydraulic infrastructure construction.</p>						
	Parkland Pipeline Contractors Ltd.	Advisor to seller	Private shareholders of Parkland Pipeline Contractors Ltd., Canada	Specializes in the planning, construction and maintenance of pipelines	Tetra Tech Inc., United States	Provides consulting, engineering, construction and technical services
<p>Description of transaction: Advised the shareholders of Parkland Pipeline Contractors Ltd. on the sale of the company to Tetra Tech's Remediation and Construction Management (RCM) segment. The terms of the transaction have not been disclosed.</p>						
	Precision Pipeline, LLC	Advisor to seller	Private shareholders of Precision Pipeline, LLC, United States	Pipeline contractor	MasTec, Inc., United States	Designs, builds, installs, maintains and upgrades infrastructure
<p>Description of transaction: Advised the shareholders of Precision Pipeline on the sale of their investment to MasTec in a deal worth more than US\$250 million. A major benefit will be Precision Pipeline's improved future growth opportunities as a division of a public company, generating additional value for its shareholders under the negotiated five-year earnout program.</p>						






Sector	Target	Our role	Seller Location	Activity	Acquiror/Investors Location	Activity	
	Construction and Engineering Services	Rotring Engineering AG	Advisor to seller	Private shareholders of Rotring Engineering AG, Germany	Designs and installs systems to process liquid and gaseous fuels	Bilfinger Berger Power Services GmbH, Germany	Specializes in power technology and engineering
	Description of transaction: Advised the shareholders of Rotring Engineering on the sale of their shares to Bilfinger Berger for US\$56 million.						
	Construction and Engineering Services	SKODA POWER a.s.	Advisor to buyer	SKODA HOLDING a.s., Czech Republic	Financial holding	Doosan Heavy Industries & Construction Co., Ltd., South Korea	Builds power plants and develops generating systems
	Description of transaction: Advised Doosan in negotiations and establishing the Share Purchase Agreement to acquire ŠKODA POWER for US\$662 million. ŠKODA manufactures and supplies technological equipment and customer services in the power generation sector. The mandate was later extended to negotiating local financing for this acquisition.						
	Construction and Engineering Services	Thomas & Coffey Limited	Fundraising - other finance	Public shareholders of Thomas & Coffey Limited, Australia	Provides specialized industrial services to a variety of sectors	Otway Group, Australia	Investment
	Description of transaction: Advised the shareholders of Thomas & Coffey on a successful management buy-in through the issue of convertible notes and warrants as part of a wider equity capital raising, including existing shareholders, and new banking facilities pursuant to which over US\$40 million was arranged.						






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 Construction and Engineering Services	UAB Kelprojektas	Advisor to seller	Private shareholder of UAB Kelprojektas, Lithuania	Civil engineering	BaltCap, Lithuania	Private equity
Description of transaction: Advised the shareholder of UAB Kelprojektas on the disposal of the shareholding to the fund management company BaltCap for an undisclosed consideration.						
 Construction and Engineering Services	Villar International Ltd.	Fundraising - other finance	Public shareholders of Villar International Ltd., Israel	Construction services	Public and private investors, Israel	Investment
Description of transaction: Acted as a member of the distributors' consortium in the issue of bonds worth US\$14.3 million.						
 Consulting Services	IP Consult GmbH	Advisor to seller	Private shareholders of IP Consult GmbH, Germany	Consulting	NIRAS Gruppen A/S, Denmark	Consulting in engineering and planning
Description of transaction: Advised the shareholders of IP Consult GmbH on the sale of their majority shareholding to NIRAS Gruppen A/S for an undisclosed consideration.						




Sector	Target	Our role	Seller Location	Activity	Acquiror/Investors Location	Activity	
	Consumer Finance, Investment Management, Private Equity	Coveright Surfaces Malaysia Sdn Bhd	Advisor to seller	Deutsche Beteiligungs AG, Germany	Private equity	ANALABS RESOURCES BERHAD, Malaysia	Laboratory testing and industrial chemicals
<p>Description of transaction: Advised on Coveright Surfaces' divestment of its Malaysian subsidiary to concentrate its business on the European market. Coveright Surfaces Holding GmbH is a leading producer of surfacing materials. It develops, produces and sells innovative decorative surfaces for the furniture, flooring, building, woodworking and automotive industries. It is a portfolio company of Deutsche Beteiligungs AG.</p>							
	Consumer Finance, Investment Management, Private Equity	Ultra Fog AB	Advisor to seller	Industrifonden AB, Sweden	Venture capital	CATEF S.r.l., Italy	Supplies firefighting systems and solutions for the marine market
<p>Description of transaction: Advised the private shareholders of Ultra Fog on the disposal of the company. Ultra Fog develops high pressure sprinkler systems to fight fires using water fog. This transaction allows the business to enter into a new phase in its development where access to a larger industrial infrastructure and global presence will accelerate growth.</p>							
	Energy Machinery and Equipment	Danstoker Holding A/S, Omnical Kessel- und Apparatebau GmbH	Advisor to seller	Private shareholders of Danstoker Holding A/S, Denmark	Manufactures biomass-based boilers and waste heat recovery systems	Thermax Limited, India	Produces energy-efficient solutions and components
<p>Description of transaction: Appointed as the strategic and financial advisor to the owners of Danstoker A/S in the sale of the company and its German subsidiary Omnical Kessel- und Apparatebau GmbH, identifying Thermax Limited as the suitable buyer. The acquisition, valued at US\$40 million, will play a key role in Thermax's plans for growth in the European energy market.</p>							



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	Energy Machinery and Equipment	Deltak, LLC	Advisor to seller	Global Power Equipment Group Inc., United States	Provides equipment and services to the global energy industry	Hamon Corporation, Belgium	Provides specialty equipment for power generation, oil & gas and other industries
	Description of transaction: Appointed to negotiate the cross-border divestment of Global Power Equipment Group’s Deltak LLC to Belgium-based Hamon & Compagnie for US\$31 million in cash. Deltak designs and manufactures custom waste heat recovery solutions for the industrial and power generation markets.						
	Energy Machinery and Equipment	iMeter B.V.	Advisor to seller	Kale Group & private shareholders of iMeter B.V., Netherlands	Manufactures ceramic tiles for various industries	Dresser, Inc., United States	Provides equipment and services for energy-related industries worldwide
	Description of transaction: Advised Turkish Kale Group on the sale of its Dutch subsidiary iMeter to Dresser for an undisclosed consideration. iMeter designs, produces and sells industrial gas meters.						
	Energy Machinery and Equipment	Koontz-Wagner Custom Controls Holdings LLC	Advisor to buyer	Shareholders of Koontz-Wagner Custom Controls Holdings, United States	Manufactures engineered packaged control house solutions	Global Power Equipment Group Inc., United States	Provides equipment and services to the global energy industry
	Description of transaction: Advised the shareholders of Global Power Equipment Group Inc. on the acquisition of Koontz-Wagner Custom Controls Holdings LLC for US\$31.5 million. The addition of Koontz-Wagner will expand Global Power’s product portfolio and supports the company’s expansion into adjacent infrastructure products and services.						

	Sector	Target	Our role	Seller Location	Activity	Acquiror/Investors Location	Activity
	Energy Machinery and Equipment	Rosink Apparate- und Anlagenbau GmbH	Advisor to seller	Private shareholders of Rosink Apparate- und Anlagenbau GmbH, Germany	Designs and manufactures heat exchangers and heat recovery units	Bilfinger Berger Power Services GmbH, Germany	Specializes in power technology and engineering
<p>Description of transaction: Advised the private shareholders of Rosink on the sale of the company to Bilfinger Berger. As part of the acquisition, Bilfinger Berger received a number of important patents. The terms of the transaction have not been disclosed.</p>							
	Environmental Services and Alternative Energy	Progressive Solutions, LLC	Advisor to seller	Private shareholders of Progressive Solutions, LLC, United States	Provides herbicide-related vegetation management services	Asplundh Tree Expert Co., United States	Provides various vegetation management and logistical support
<p>Description of transaction: Advised the private owners and shareholders of Progressive Solutions on the sale of the company to Asplundh for US\$8 million, attractive employment agreements and a realistic earnout agreement that will significantly increase the value of the transaction if certain operational objectives are met.</p>							
	Financials	Infrastructure India plc	Fundraising - other finance	Public shareholders of Infrastructure India plc, India	Invests in Indian infrastructure assets	Private and institutional investors, United Kingdom	Investment
<p>Description of transaction: Acted as the nominated advisor and joint broker to Infrastructure India plc on its placing of new ordinary shares on the AIM market of the London Stock Exchange, raising US\$65.50 million. The placing was underwritten by an affiliate of the company's key shareholders, Guggenheim Global Infrastructure Company Limited.</p>							



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	IT Services	NEA Gruppen AB	Advisor to buyer	Segulah, Sweden	Private equity	Imtech N.V., Netherlands	Provides technical services for electrical and mechanical engineering, and ICT
<p>Description of transaction: Advised Imtech on a strategic growth plan that includes having a strong position in the Nordic countries. The US\$126 million acquisition of NEA, the second largest player in the market for electro-technical services in Sweden, makes it strategically possible to offer technical solutions to the market by combining mechanical and electrical services.</p>							
	Industrial Machinery	Heatec Jietong Holdings Ltd.	Fundraising - IPO	Shareholders of Heatec Jietong Holdings Ltd., Singapore	Provides services in heat transfer and piping systems	Institutional and individual public investors, Singapore	Investment
<p>Description of transaction: Appointed as the manager and sponsor to Heatec Jietong Holdings' shareholders in the listing and quotation of the company's shares on SGX Catalist, raising US\$3.39 million from institutional and private investors.</p>							
	Industrials and Capital Goods	Agmi Group	Advisor to seller	Private shareholders of Agmi Group, Netherlands	Provides vertical road signaling	ABN AMRO Participaties, Netherlands	Private equity
<p>Description of transaction: Advised Agmi Group's shareholders on the sale of a majority shareholding to ABN AMRO Participaties, the private equity arm of the Dutch bank ABN AMRO. The terms of the transaction have not been disclosed.</p>							



	Sector	Target	Our role	Seller Location	Activity	Acquiror/Investors Location	Activity
	Industrials and Capital Goods	Middle East Tube Co. Ltd.	Fundraising - other finance	Public shareholders of Middle East Tube Co. Ltd., Israel	Manufactures and markets pipes for water, sewage, oil and gas infrastructures	Public and private investors, Israel	Investment
<p>Description of transaction: Acted as a member of the distributors' consortium in the issue of bonds worth US\$35 million.</p>							
	Multi-Utilities	70% of Thermes Participações SA	Advisor to seller	Private shareholders of Thermes Participações SA, Brazil	Develops and invests in thermal power plants	Bertin Group, Brazil	Engaged in agribusiness, energy and infrastructure
<p>Description of transaction: Advised the shareholders of Thermes Participações on the sale of 70% of the company's shares for an undisclosed consideration. Thermes was seeking capital to fulfill its equity commitments to existing projects as well as to develop projects in the pipeline.</p>							
	Telecommunication Services	SC360	Advisor to buyer	ACS Metafore Tech , Canada	Telecommunication infrastructure services provider	Private shareholders of SC360, Canada	Provides services to the telecoms industry
<p>Description of transaction: Advised SC360's shareholders on the acquisition of a niche telecommunications infrastructure services provider for US\$3.50 million.</p>							

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C O N S T A N T I N E	Textiles	Constantine Carpet	Advisor to seller	Shareholders of Constantine Carpet, United States	Designs, manufactures and markets tile carpet and flooring	Milliken & Company, United States	Manufactures textile and chemical products
	Description of transaction: Retained as financial advisor to Constantine, owned by Lineage Capital and management, to pursue strategic alternatives, creating significant value for the owners in the sale of the company to Milliken & Company for an undisclosed consideration.						

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