Business Tips - Fund Raising

DNA Behavior

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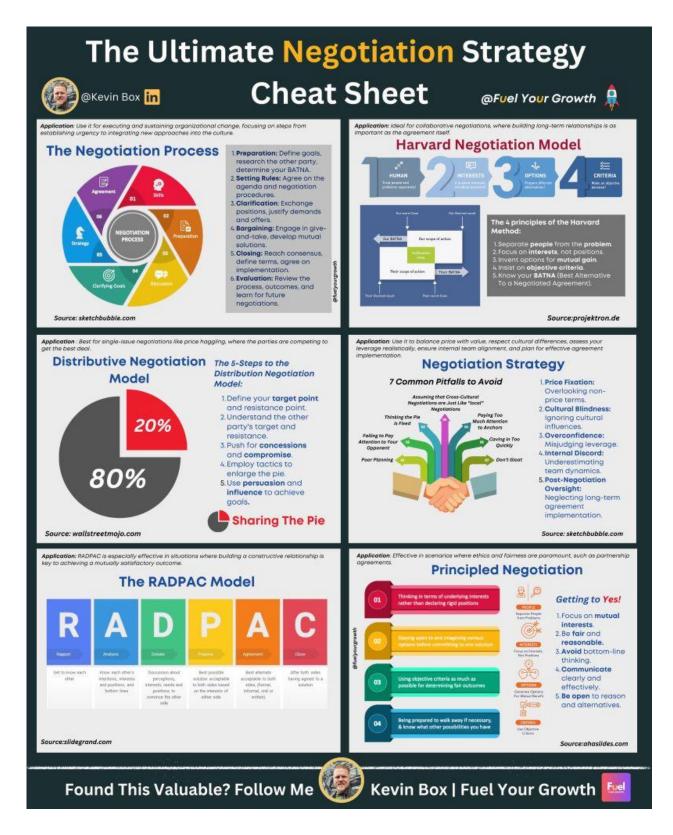
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Fund Raising

Valuation Cheat Sheet



The Ultimate Negotiation Strategy Cheat Sheet



Breaking Down an Early Stage Startup Pitch Deck

Breaking Down an Early Stage Startup Pitch Deck

1. Mission/Visio n/Purpose	Clear Message + Emotional Engagement
2. Problem Identification	Human Element + Insightful Problem Definition
3. Expanding on the Problem	Scale + Impact
4. Solution Presentation	Concept Introduction + Value Proposition
5. Market Timing	Market Trends + Exclusive Insights
6, Go-to- Market Strategy	Strategic Channels + Growth Forecasting
7. Competition Analysis	Competitor Knowledge + Differentiation
8. Potential Partnerships	Competitive Landscape Understanding + Partnership Opportunities
9. Next Steps and Plans	Immediate Objectives + Strategic Planning + Guided Progression

Credit: Ben Yoskovitz - Image created by Nathan Beckord

Due Diligence Types



40 Questions From Y Combinator to Crash-Test a Startup

40 Questions From Y Combinator to Crash-Test a Startup

1. Problem

- What problem are you solving? What problem will be solved at the end of
- what you are doing?
- What do we expect the result to be? Can you state the problem clearly in two sentences?
- Have you experienced the problem yourself?
- Can you define this problem narrowly?
- Who can you help first?
- What can we address immediately?
- How do we get the first indication this thing is working? Is the problem solveable?

2. Customer

- Who is your customer? Who is the ideal first customer?
- How will they know if your product has solved the problem?
- How often (frequency) does your user have the How often (requency) ages your user have the problem?
 Who is getting the most value out of your product?
 How intense is the problem?
 Are they willing to pay?
 How easy is it for your customer to find your product?

- product? Which customers should you run away from?

3. Product

- Does your product actually solve the problem? Be truthful. How and why not?
 Which customers should you go after first?
 How do you find people who are willing to use your"bad"first versions of your product?
 Who are the most desperate customers as how do you that a far?

- do you talk to them first?
- Whose business is going to go out of business without using you?
- Are you discounting or starting with a super low price? Are you consider this approach? If so, why?

4. Performance

- What are you using to measure how users are interacting with your product? What 5-10 metrics are you measuring to
- understand how your product functions? Why those metrics?
- When you build a new product or feature, what is the metric that will improve because of that feature/product?
- What number do you track to show how well your company is doing?
 What is your top level KPI(revenue,usage)?
 What are the underlying metrics that contribute to achieving your top level KPI(newusers, retortion of users, contract and point of the second of the point of the po
- retention of users, content created => DAUs at Social Cam)?
- Which of these metrics are you trying to move this development cycle?

5. Product Development

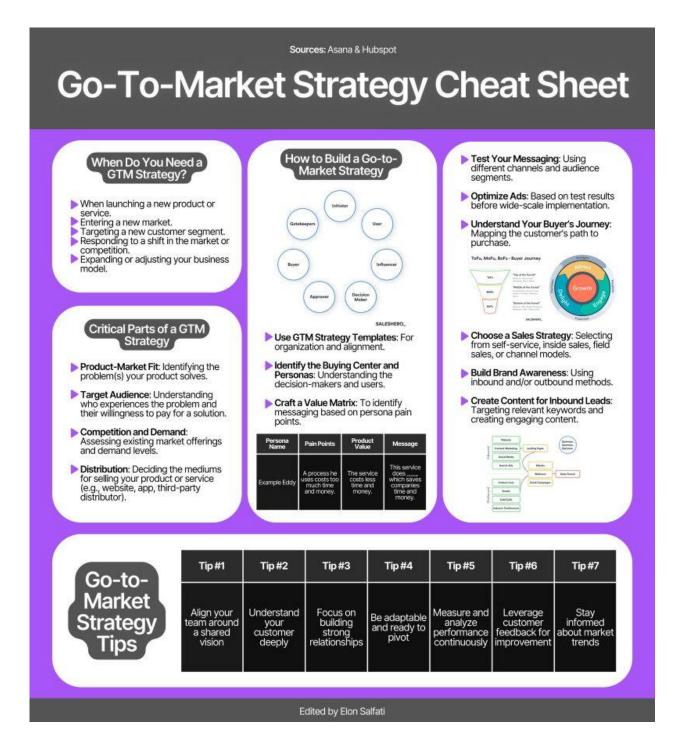
- How long is your product dev cycle? What is causing it to be that long?
- Who is writing down notes at your product dev meeting?
- Which category does each of your brainstormed ideas fit: New features/interactions on existing ones; bug fixes/other maintenance; A/B tests?
- How easy/medium/hard are they to do? How can you restate the hard ideas (disaggregate idea into smaller ideas)?

- What parts of hard ideas are useless or hard? Are there other options?
- Which hard idea will improve act the KPI the most? Which medium? Which easy?
- What is the spec for the product/feature we want to build?





Go-To-Marketing Strategy Cheat Sheet



10 Things your startup needs to raise a capital

Things your startup needs to raise capital

Mighty Digits 2

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1	
-	
-	 -

A financial model

A blueprint for how you will make the future a reality



A pitch deck

This is where you'll combine all of your data on your product, market, team, financials, and much more



Your formation documents

Investors like to review this information to ensure everything was set up properly and there will be no surprises down the road



A competitive moat

Think you got the most amazing idea? It won't be long till your competitors learn about it



7

A strong founding team

This may be the most attractive thing for investors





Scale Your Startup's Finance & Accounting

Your historical financial statements

Investors want to understand what is currently & historically happening with your startup





Your cap table

This will help investors understand who else has shares in your company, and at what price per share





8

10

Additional Financial Data

Investors love analyzing all sorts of financial metrics that won't be found in your financial statements



A large opportunity

VCs don't care about companies that generate profits in the hundreds of thousands each year



An appetite for failure

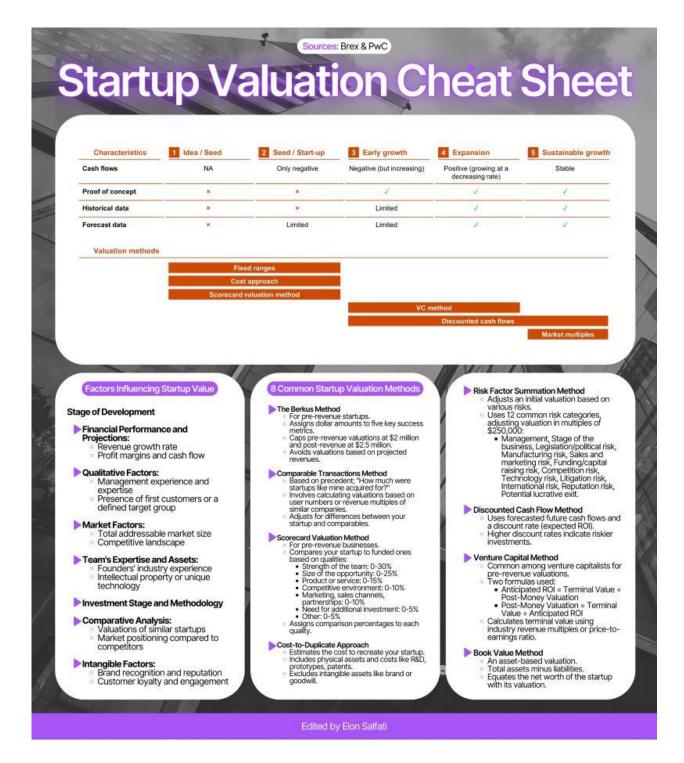
Entrepreneurship is all about constantly iterating until you reach your desired income



mightydigits.com

10

Startup Valuation Cheat Sheet



The 10/20/30 Rule



55 No-BS Questions for Early-Stage Entrepreneurs

THE PITCH 55 NO-BS STRATEGIC QUESTIONS FOR EARLY STAGE ENTREPRENEURS

SALES

STRATEGY

What problem does you business solve?

- 2 What's your unique value proposition? 3 How do you outsmart your competition?
- How do you adapt to marke changes?
 How does the business exp to new markets?
- 6. What's your exit plan?

TECHNOLOGY 1. What technologies set your butiness apart from the competition? 2. How do you protect your butiness IP from copycats? 3. What's your biggest tech challenge? 4. How do you integrate new technologies?

 Who is the perfect investor for your business?
 New doy us held and maintain investor trust?
 What company mitestones/NPI's will you share with investors?
 A idea offen do you communicate with prospective and current investors?
 Since will you create and current is your investors?
 Knew will you create and
 Knew will you enables and
 Knew will you enables and

NVESTOR RELATION

MARKETING

amor? 1. What's your top scaful, storaday? 3. How do you oldo 3. What's your out asrketing rate? 4. How do you upo tatte? 4. What sales metr exe? Important? (see story? but out out asrketing comportant?

PRODUCT DEVELOPMENT 1. How do you confirm market need for your product? 2. How is user reduback thresprated into product updates? 3. How do you bainone frastrores with issued: timelines? 4. What methics defines product development success? 5. How are new ideas tertiad and prioritized within the team? 6. How do you prioritize product features?

FUNDING

1 How did you secure Initial funding? 2 is your buckness a good fit for venture capital? K Here you considered crowdfunding? 4 What's your pitch to investors?

GROWTH

- 1. What's your strategy for acaline up?
- growth? 3. Whet markets are you targetin
- 4. What's your biggest growth hurdle?

What processes & systems will you use to maintain quality as you scale?

TEAM

How do you recruit top talent? What's your leadership style? What's your approach to remote work? How do you promote a healthy culture within the team? How do you manage team burneut?

iow do you handle nderperforming employees

PERSONA

Flow do you strategy for managing stress? 5 How do you stay motivated? 1 How do you prioritize tasks? 6 What's your approach to

10 Investors KPIs

10	Investor	S KPIS By Nicolas Boucher
Name	Description	Formula
Return on Investment (ROI)	How much money you made compared to your investment	Income from asset / Asset invested
Return on Equity (ROE)	Measures the return on shareholders' equity	Net Income / Shareholders' Equity
Earnings per Share (EPS)	Company's profitability on a per-share basis	Net Income / Average number of outstanding shares
Price-to-Earnings Ratio (P/E)	Price of a company's shares relative to its earnings	Market Price per Share / Earnings per Share
Dividend Yield	Return on investment from dividends	Annual Dividend per Share / Market Price per Share
Debt-to-Equity Ratio	Measures the company's financial leverage	Total Liabilities / Shareholders' Equity
Current Ratio	Company's ability to pay its current liabilities with current assets	Current Assets / Current Liabilities
Quick Ratio	Company's ability to pay its current liabilities with quick assets	(Current Assets - Inventories) / Current Liabilities
Gross Margin Ratio	Measures the profitability of a company's products or services	(Revenue - Cost of Goods Sold) / Revenue
Net Promoter Score (NPS)	Measures customer satisfaction and loyalty	% of Promoters - % of Detractors

Copyright: Nicolas Boucher

What Investors Should See in a Data Room

What Investors Should See in a **Data Room**

Created by Alessandro Marianantoni

Investment Documents

- Term Sheet from Current Round
- Investment Memorandum
- Historical Fundraising Documentation
- Shareholder Agreements
- Investor Updates and Reports

Corporate Documents

- Certificate of Incorporation
- Bylaws or Operating AgreementBoard Meeting Minutes
- Shareholder Meeting Minutes
- Stock Issuance and Transfer Ledger

Financial Information

- Audited Financial Statements (if available)
- Unaudited Financial Statements
- Quarterly Financial Projections
- Revenue Forecasts
- Unit Economics Analysis
- Expense Breakdown
- Capitalization Table

Market Analysis

- Detailed TAM, SAM, and SOM Analysis
- Competitive Analysis
- Go-To-Market Strategy
- Customer and User Analytics
- Market Research and Trends

Human Resources

- Summary of Key Management and Employee Structure
- Employee Stock Option Plan (ESOP) Details
- Diversity and Inclusion Policies
- Staff Development and Training Programs

Legal and Compliance

- Intellectual Property Registrations and Disputes
- Litigation History and Current Legal Disputes
- Regulatory Compliance Documentation
- Privacy Policy and Data Security Measures
- Employment Agreements and Policies
- Environmental and Social Governance (ESG) Policy

Product/Service Information

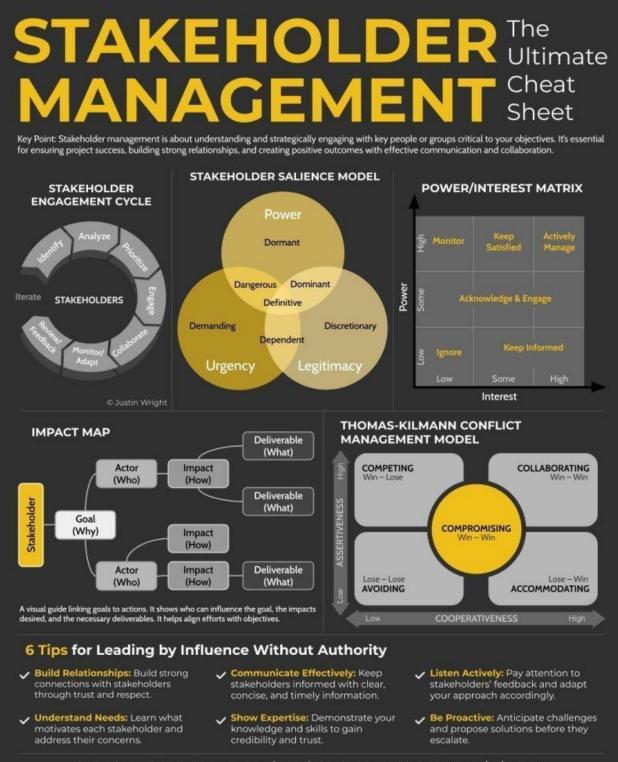
- Product Development RoadmapTechnical Architecture and Infrastructure
- Overview
- Product Manuals and Documentation
- Service Level Agreements (SLAs)
- Customer Support Policies and Statistics

Others

- Strategic Partnership Agreements
- Material Contracts and Obligations
- Customer Testimonials and Case Studies
- Public Relations Strategy and Press
- Releases

Crisis Management Plan

Stakeholder Management



Sequoia Capital Pitch Deck

issue today

Flow FYI Only - NOT a slide for your deck	Company Purpose
Company Purpose Problem Solution Why Now Market Size Competition Product Business Model Team Financials	Define the company/business in a single declarative sentence
Problem	Solution
Describe the pain of the customer (or the customer's customer)	Demonstrate your company's value proposition to make the customer's life better
Outline how the customer addresses the	Show where your product physically sits

Provide use cases

Why Now	Market Size
Set-up the historical evolution of your category	Identify/profile the customer you cater to
Define recent trends that make your solution possible	Calculate the TAM (top down), SAM (bottoms up) and SOM

Sequoia Capital Pitch Deck Part 2

Competition	Product
List competitors	Product line-up (form factor, functionality, features, architecture, intellectual property)
List competitive advantages	
	Development roadmap

Business Model	Team
Revenue model	Founders & Management
Pricing	Board of Directors/Board of Advisors
Average account size and/or lifetime value	
Sales & distribution model	
Customer/pipeline list	

Financials

P&L

Balance sheet

Cash flow

Cap table

The deal

Startup Evaluation: An Investor's Checklist to PMF and Beyond



Guide to Liquidation Preferences

Guide to Liquidation Preferences A Cheat Sheet for Investors

WHAT IT IS

Liquidation Preference is a protective mechanism that ensures you recoup your investment before the common shareholders (typically founders and employees) receive any proceeds from a liquidation event. It's essentially a clause that gives preferred stockholders priority over common stockholders when the company's assets are distributed.

TYPES

 Non-Participating - investors get their initial investment back before any of the remaining assets are distributed to common shareholders. If any assets remain after paying the preferred shareholders, those assets are then distributed to the common shareholders. 2. Participating - investors are entitled to get their initial investment back and then also participate in the distribution of the remaining assets alongside the common shareholders. This can result in a significantly higher payout for the preferred shareholders.

3. Capped Participating -

investors can participate in the proceeds until a certain multiple of their investment is reached. After reaching this cap, they no longer participate in the remaining distribution.

EXAMPLE

Scenario: XYZ Tech raised \$1 million in a Series A round from Investor A in exchange for preferred shares. Later, XYZ Tech was sold for \$3 million.

Non-Participating Liquidation Preference:

Investor A (with preferred shares) gets their initial investment of \$1 million back first. The remaining \$2 million goes to the common shareholders.

Distribution:



Investor A: \$1 million Common Shareholders: \$2 million

Participating Liquidation Preference:

Investor A first gets their initial \$1 million back. After this, Investor A also participates in the distribution of the remaining \$2 million along with the common shareholders, based on their ownership percentage. Let's assume Investor A owns 25% of the company due to their investment. So, of the remaining \$2 million, Investor A gets an additional \$500,000 (25% of \$2 million).

Distribution:



Investor A: \$1 million (initial investment) + \$500,000 (participation) = \$1.5 million Common Shareholders: \$1.5 million

Capped Participating Liquidation Preference:

Let's say the cap is set at 2x the initial investment for Investor A. **Investor A** first gets their initial \$1 million back. They then participate in the distribution of the remaining funds until they have received a total of \$2 million (2x their initial investment). This means they'll take an additional \$1 million from the remaining \$2 million, reaching their cap.

Distribution:



Investor A: \$1 million (initial investment) + \$1 million (participation up to cap) = \$2 million Common Shareholders: \$1 million

INVESTOR TIPS

Understand the Implications:

 Fully understand the different types of liquidation preferences and how each can impact returns.
 Participating preferences can provide higher returns in successful exits but might be seen as less founderfriendly.

Assess the Multiple:

 Negotiate a reasonable multiple of the initial investment to be returned before the remaining proceeds are distributed. While a 1x multiple is standard, some investors push for higher multiples in riskier ventures.

Consider the Seniority

 Determine the order of payout among different classes of preferred stock. If you're coming in during a later round, be aware that earlier investors might have senior liquidation preferences, which could affect your payout in a liquidation event.

Conversion Rights:

 Ensure that the terms include the option to convert preferred shares to common shares. This gives flexibility, as there may be scenarios where waiving liquidation preferences and converting to common can result in a higher payout.

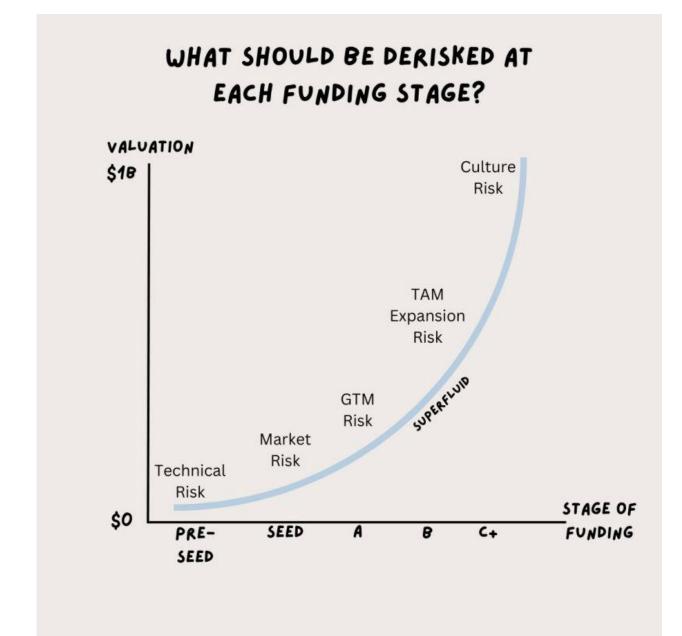
Cap for Participation:

 If opting for a participating liquidation preference, consider negotiating a cap. This can align interests by ensuring that after a certain point, all shareholders participate pro-rata, sharing the upside more equitably.

Created by Alessandro Marianantoni

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What should be derisked at each funding stage?



Levels of Customer Commitment

Levels of Customer Commitment



They will pay you big money upfront to help you develop the product so that it exists and they can buy it.



Place a binding order and pay in full upfront.



Place a binding order and pay a 10-20% deposit.

Sign a non-binding purchase order or detailed letter of intent (LOI) that says, "If you can build a product with X specifications at Y price, then we expect to purchase Z quantity."

Pay you significant money just for one prototype or sample or to become a test user.

Won't sign anything, but willing to endorse the idea to a prospective investor or journalist.

Won't sign anything, but willing to introduce you to others.



10 Storytelling Tips

10 STORYTELLING TIPS FROM ELON MUSK TO NAIL YOUR PITCH

1. NAME THE ENEMY

Musk immediately says "This is how it is today... it sucks!" Start by naming the thing that's getting in the way of your customer's happiness. It doesn't have to be Darth Vader or The Wicked Witch of the West. Musk makes it fossil fuels.



3. AGITATE THE PROBLEM

"If we do nothing, this is where we are heading." Musk shows that we're at a pivotal moment. **If we don't act now things will get much worse**.



5. SPARK INTRIGUE

"I think we should collectively do something about this." The audience roars with excitement. Musk shows a small blue square on a map of the US. It's the surface area of solar panels needed to power the entire US. **Make your audience know where you're heading**.



7. SHOW, DON'T TELL

Musk plays an engaging 1-minute video of the Tesla Powerwall. If you can't get in front of investors, record a short Loom video. You get to record your screen and camera whilst giving a clear explanation. Bring the solution alive and make it personal to them.



9. DEMONSTRATE THE POTENTIAL

"The whole system is designed for infinite scalability." "What's needed to transition the world to sustainable energy?" 160 million power packs – transition the US 900 million power paks – transition the world "This is within the power of humanity."



2. CREATE URGENCY

"You can order the Powerwall **right now** on the Tesla website." "Take solar panels, combine it with the Tesla Powerwall and never have to worry about electricity lines." A solution that works wherever you are.



4. OFFER THE MISSING PIECE OF THE PUZZLE

"As most of you are aware, the sun doesn't shine at night." What needs to be achieved to get to the promised land? Demonstrate possibility by showing what needs to happen.



6. SELL BENEFITS, NOT FEATURES

"It gives you safety, security and a completely affordable solution." Cut in power – no problem Snowstorm – no problem Live off grid – no problem. Musk tells the audience exactly how the Tesla Powerwall benefits them. Not listing boring features.



8. BUILD TRUST

Remove uncertainty from your pitch by giving a demo. The camera cuts to backstage: "This entire night has been powered by batteries." Zero reliance on the grid. If you're an early-stage startup, use: - Demos - Customer feedback - Testimonials



10. SHOW YOUR LONG-TERM VISION

Don't pitch to raise money. Pitch because you have never been more excited about what you could accomplish. Musk shows that Tesla can't do this alone. Receiving an investment comes as a byproduct of buying into your long-term vision.



he Tesla

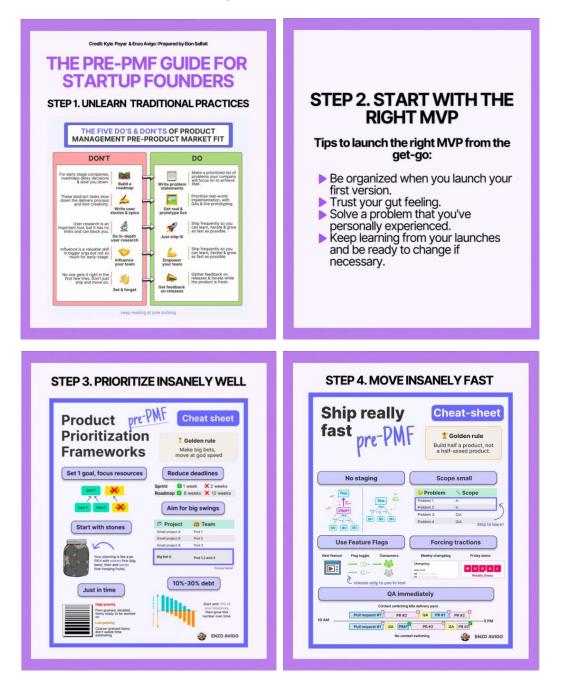
ALEX BANKS 🔂 SACHIN RAMJE

100 Largest Family Offices Ranked by Total Assets

4	A	8	c	0 urce: SWFI	ε
	-		50	urce: SWFI	
	Rank	Name	Total Assets	Region	Link
	1	Walton Enterprises LLC	\$224,500,000,000	North America	https://www.swfinstitute.org/profile/5bc00680dda4002126c6c5/8
	2	Cascade Investment	\$170,000,000,000	North America	https://www.swfinstitute.org/profile/598cdaa50124e9fd2d05ab95
	3	Bezos Expeditions	\$107,800,000,000	North America	https://www.swfinstitute.org/profile/5e41091201529745d22213f9
	4	Mousse Partners	\$89,000,000,000	North America	https://www.swfinstitute.org/profile/5d54a1ced571c53987a532df
	5	Ballmer Group	\$85,000,000,000	North America	https://www.swfinstitute.org/profile/5e39a279fcbe7e8ca7128a67
	6	Waycrosse	\$65,200,000,000	North America	https://www.swfinstitute.org/profile/5e39a2d5fcbe7e8ca714879a
	7	Fedesa	\$55,000,000,000	Europe	https://www.swfinstitute.org/profile/6287c8202505ab6abf67a293
ò	8	The Woodbridge Company	\$53,900,000,000	North America	https://www.swfinstitute.org/profile/635/6a0961257/4f100d92d4
(9	Pontegadea Inversiones	\$53,800,000,000	Europe	https://www.swfinstitute.org/profile/5c252fe3384efe5daba76b80
2	10	Dubai Holding	\$35,290,000,000	Middle East	https://www.swfinstitute.org/profile/598cdaa50124e9fd2d05af42
3	11	MSD Capital	\$31,000,000,000	North America	https://www.swfinstitute.org/profile/598cdaa60124e9fd2d05b87c
	12	Athos KG	\$30,700,000,000	Europe	https://www.swfinstitute.org/profile/5e39a56efcbe7e8ca72269ba
5	13	Bayshore Global Management	\$30,100,000,000	North America	https://www.swfinstitute.org/profile/5e408a418b88c345da0f920f
6	14	Soros Family Office	\$30,000,000,000	North America	https://www.swfinstitute.org/profile/598cdaa60124e9fd2d05bed3
2	15	Emerson Collective	\$26,000,000,000	North America	https://www.swfinstitute.org/profile/5d9cf54a5ccafc10e3e428ab
5	16	The Grosvenor Estate	\$25,134,800,000	Europe	https://www.swfinstitute.org/profile/598cdaa60124e9fd2d05c0a1
1	17	KIRKBI A/S	\$23,776,440,422	Europe	https://www.swfinstitute.org/profile/598cdaa50124e9fd2d05b5a6
0	18	Euclidean Capital	\$21,600,000,000	North America	https://www.swfinstitute.org/profile/5e46f91001529745d222223b
	19	Hartono Family Office	\$21,100,000,000	Asia	https://www.swfinstitute.org/profile/5b1de5c7444cf619fe7368c4
2	20	Fingerboard Family Office	\$18,500,000,000	North America	https://www.swfinstitute.org/profile/5e39a642fcbe7e8ca72986e7
5	21	Crosby Advisors	\$17,200,000,000	North America	https://www.swfinstitute.org/profile/61e9be7fc7a246872951efb7
1	22	Carl Bennet AB	\$16,231,055,607	Europe	https://www.swfinstitute.org/profile/5e39a604fcbe7e8ca72760f8
5	23	Vulcan Inc	\$16,000,000,000	North America	https://www.swfinstitute.org/profile/5d64c8b84d5a81736a2eb08c
6	24	Selfinvest Family Office	\$13,676,765,000	Europe	https://www.swfinstitute.org/profile/61/87e311/693c751a4b113a
1	25	Yoovidhya Family Office	\$13,100,000,000	Asia	https://www.swfinstitute.org/profile/5e39a638fcbe7e8ca7291e1a
8	26	Platanus	\$12,700,000,000	Asia	https://www.swfinstitute.org/profile/60860bd732b4e13af14a6259
9	27	Robert Wood Johnson Foundation	\$11,911,586,000	North America	https://www.swfinstitute.org/profile/598cdaa60124e9fd2d05bd41
0	28	Point72 Asset Management	\$11,000,000,000	North America	https://www.swfinstitute.org/profile/598cdaa60124e9fd2d05bb82
	29	Stetson Family Office	\$11,000,000,000	North America	https://www.swfinstitute.org/profile/5ce5b23b5825d8032ed7a98b
	30	Cercano Management	\$10,000,000,000	North America	https://www.swfinstitute.org/profile/61f256520641fb91d66f7479
5	31	Hillspire	\$10,000,000,000	North America	https://www.swfinstitute.org/profile/5e409a888b88c345da0f92be
6	32	Elysium Management	\$9,000,000,000	North America	https://www.swfinstitute.org/profile/606b722b983417383f10804a
5	33	Weybourne Group Ltd	\$7,909,730,000	Europe	https://www.swfinstitute.org/profile/60bf936fa5ca7445e9b7a695
16	34	Willett Advisors	\$7,850,216,969	North America	https://www.swfinstitute.org/profile/5f752d0b15d5da174fb8f2ad
7	35	Sunrise Capital Management	\$7,700,000,000	Asia	https://www.swfinstitute.org/profile/5e60c0e3f40f6e4a5da6c25b

+ 😑 100 Largest Family Offices Ranked by Total Assets 👻

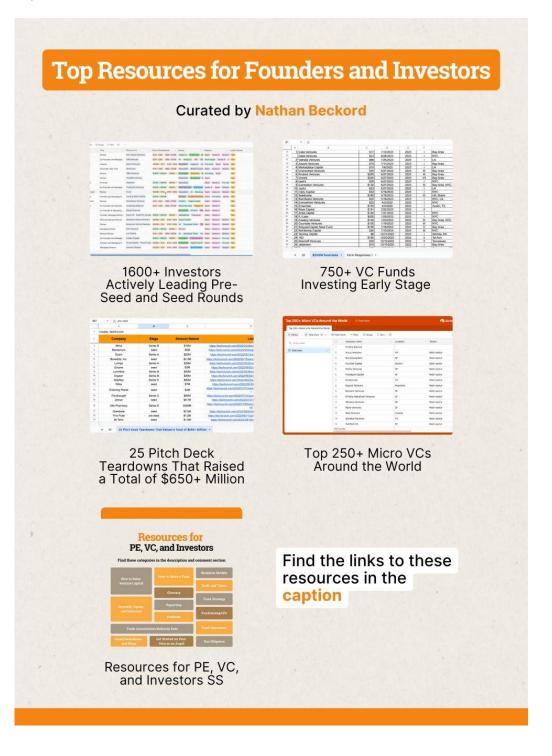
The Pre-PMF Guide for Startup Founders



The Pre-PMF Guide for Startup Founders 2

The 3 metrics Cheat sheet prc-PMF Golden rule Pick a metric which is a proxy to monetization.			ule		Great learnings
Pick o	ne of these 3 met	rics			oreat learnings
	Active users	User retention	Core feature count		Vanta "We were able to standarize SOC 2 spreadsheet from Segment to Front"
When	B2B The count of users getting the unique value of your product	E2B + E2C It means you're part of your users' lives.	B B2C The number of interactions on a key feature. Ex: number of snaps sent.		Ramp "If founders share 90 days of their credit card purchases
? Why	Tells you if you're building a sticky product. It's a metrics that you can move after a day.	Retention is a long term indicator of your capacity to monetize.	If engagement skyrockets it's very unlikely that your business isn't going better.		we can come back with iceas to save their money" Stytch
** Benci	Growth week over week	Retention at 6 months			*People always use Auth0, Google Firebase, AWS Cognito, and universally nate those".
Bad Good Great	15 3X 5X	820 40%	None 🐱		Usto "> 50% of people interviewed curses at their payroll system."
Meas	ure with the right	frequency		1	DevOps founders are supportive of the idea of getting security built into the development process."

Top 5 Resources for Founders and Investors



Business Finance

Business Finance

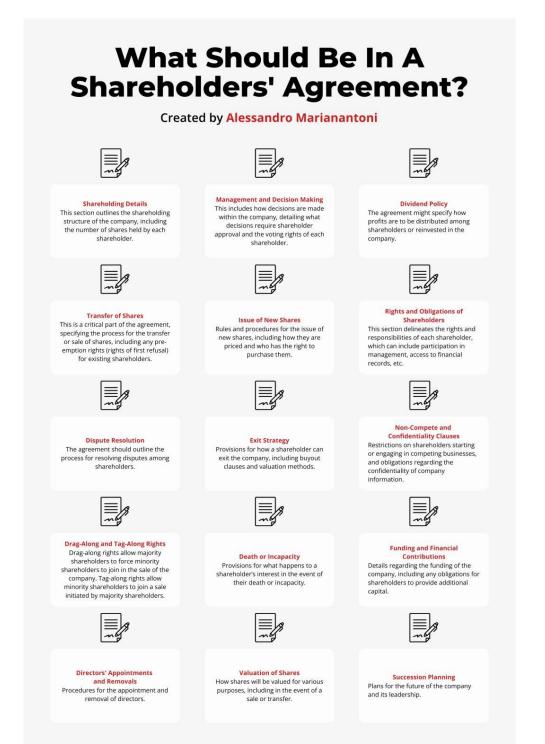
The Only Cheat Sheet You Need

	The Big 4 Financial Statements		
Income	Statement of Owner's	You Need to Know Revenue: Money earned from sales	
Statement	Equity (Retained Earnings)	Expenses: Costs of operating	
Revenues \$ 50,000	Beginning Capital \$ 80,000	Profit margin: % of revenue after expenses	
- Expenses (38,000)	+ Net Income 12,000	Assets: Valuable resources owned	
Net Income 12,000	- Dividends (6,000)	Liabilities: Debts or obligations owed	
12,000	Ending Capital Balance 86,000	Equity: Funds invested plus profits	
		Cash flow: Net cash in and out	
Balance Sheet	Cash Flow Statement	Balance sheet: Assets, liabilities, equity Income statement: Revenue, expenses, profits General ledger: Central accounting record	
Cash \$ 32,100	Cash from Operations \$ 21,500	Accounts receivable: Money owed by customers	
+ Other Assets 119,000	Cash from Investments (4,000)	Accounts payable: Money owed to suppliers	
Total Assets 151,100	Cash from Financing 5,200	Depreciation: Asset costs expensed over its life	
Liabilities 65,100	Change in Cash 22,700	Amortization: Asset costs expensed over period Capital: Funds invested by owners	
+ Capital 86,000	Cash at Beginning of Period 9,400	Interest: Cost of borrowing money	
Total Liabilities & 151,100 Shareholders' Equity	Cash at End of Period 32,100	Dividends: Share of profits paid to shareholders Inventory: Goods available for sale by a company	
o Essential KPIS a cor		6 Key Financial Ratios Gross Margin Ratio Gross Profit	
Employee Retention Rate		Shows profitability from	
% of staff retained over a period. Highlights company culture.	% of customers retained over a period. Critical for sustaining growth.	core operations.	
		Operating Profit Margin Measures profitability	
Revenue Growth	Net Promoter Score	after operating costs. Total Revenue	
% increase in revenue over a period.	Client willingness to recommend	Net Profit Margin Net Income	
Important for measuring expansion.	you. Shows quality & satisfaction.	Net Income Indicates overall profitability after all expenses. Net Income	
Sales Pipeline Growth	Customer Acquisition Cost	Return on Assets (ROA) Net Income	
% increase in sales prospects.	Cost to acquire a new customer.	Assesses how effectively assets generate profit.	
	Useful to optimize marketing spend.	Return on Equity (ROE) Net Income	
Shows future growth potential.			
	Customer Lifetime Value	Shows earnings generated from shareholders' equity.	
Free Cash Flow	Customer Lifetime Value	from shareholders' equity.	

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What Should Be In A Shareholders' Agreement



\$27 billion up in smoke – that's how much cash the 3,200 startups that failed this year had raised, says PitchBook



Just over \$27 billion in venture funding was raised by startups that failed this year, per NY Times. That figure is close to the amount raised by startups in the third quarter of 2023, according to EY. The cash burn figure excludes public companies and acquisitions. Startups are having a pretty grim year.

Just over \$27 billion in venture funding was raised by the 3,200 startups that failed in 2023, The New York Times reported, citing figures from startup tracker PitchBook.

That's close to the amount raised by startups from venture capital in the third quarter of 2023 (\$29.8 billion), according to accounting firm EY.

However, the \$27.2 billion figure likely underrepresents the true scale of the cash burn, as many companies will have failed without any fanfare. And notably, the tally doesn't include major losses from public companies or those that were acquired.

For instance, coworking company WeWork raised more than \$11 billion before its IPO, and filed for bankruptcy in November. And college financial aid startup Frank was acquired by JPMorgan in 2021 for \$175 million, before being shuttered in January over fraudulent customer figures.

This year's seen a string of high-profile startup failures. Pizza startup Zume, which raised nearly \$500 million, shut down in June after struggling to make its pizza automation technology work.

Convoy, the freight startup that was once hailed as the "Uber for trucking" and raised more than \$1 billion, shut down in November.

This year's startup troubles led Tom Loverro, a general partner at investment firm IVP, to call it a "mass extinction event" for startups.

These troubles stem partly from the decline in funding. There's been a drought in VC funding compared with 2022, with \$104.5 billion raised in the first nine months of the year versus \$183.9 billion in the same period last year, per EY.

The Minimum Viable Team



11 Reasons Why Investors Don't Invest in Your Company

11 Reasons Why Investors Don't Invest in Your Company

2. No Niche Understanding

- Your utmost priority is your customers. You need to understand what they want.
- If you don't identify a niche, potential investors will see your startup as a potential flop because you don't recognize what your consumers need.

4. Concerns About Your Team

- When an investor expresses concerns over a team, they're usually referring to one of three areas:
 - Missing expertise
 - InexperienceInternal conflict

6. Lack of Trust in Your Idea

- Conduct thorough market research and demonstrate that your idea is unique and has a viable market.
- Investors must believe in both your idea and your capability as a founder.

7. No Scalable Paid Marketing Channels

- Investors like to back companies where their
- capital can be used to fuel revenue growth.They prefer companies that have tested and
- identified efficient marketing channels, ensuring their funds will be used for growth rather than experimentation.

9. Failing to Understand Competition

- Conduct comprehensive competitive analysis.
- Understand how your target market is currently solving the problem you aim to address and how your solution differs.
- Ignorance of your competition and failure to position your product effectively is a recipe for failure.

11. No Skin in the Game

- Investors want to see that founders are 100% dedicated to the company before jumping in.
- At a bare minimum, you need to be working full-time on the business.
- Ideally, you have also invested a relatively

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significant amount of your own money in the company.

Sources:

1. It's Too Early

- Investment risk decreases more than the valuation increases once a company
- makes its first sale.
 Getting to the "in-revenue" stage is the most critical milestone for finding investors.
- Receiving funding with a mere idea is usually reserved for founders with a proven track record.

3. Portfolio Overlap

- Be aware of potential investors' existing portfolios.
 They avoid investing in
- startups that directly compete with their current investments.
- Research potential investors' portfolios beforehand to avoid conflicts of interest.

5. No Business Plan

- The absence of a business plan shows a lack of preparedness.
- If an investor isn't impressed with your business model, they won't invest in your idea or business.

8. Ignorance of KPIs

- There is a direct correlation between the depth of a founder's knowledge of the company's KPIs and the company's success.
- You need to understand which metrics are crucial for your business, how to track them, and how to affect them positively.

10. Short Runway

- Plan for at least 12 months of operation post-investment.
- Investors favor startups that won't require immediate additional funding, allowing focus on growth rather than
- constant fundraising.Plus, the next round becomes much easier to raise if a
- company has demonstrated 12 months of improving KPIs and growth.

Base templates

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M&A Checklist for Startups

M&A Checklist

Deal Structuring and Negotiations Valuation Models Develop and agree on valuation models and metrics. Negotiation Strategy for Startups Formulate a negotiation strategy, including key terms and conditions. **Term Sheet Development** Draft and negotiate the term sheet, outlining the key deal terms **Pre-M&A Preparation** Deal Structuring Decide on the structure of the deal (cash, stock, earnouts, etc.). Strategic Alignment Ensure the M&A aligns with the startup's strategic goals **Finalizing the Deal Financial Analysis** Assess the startup's financial health and valuation. **Definitive Agreements** Legal Preparation Draft and finalize the purchase agreement and other Review all legal documents, including contracts, related legal documents. intellectual property rights, and past litigations. **Regulatory Approvals** Market Analysis Obtain necessary approvals from regulatory bodies, if Understand the market dynamics, competition, and required. potential synergies. **Financing Arrangements** Advisor Engagement Secure financing for the acquisition, if needed. Hire experienced M&A advisors, including financial, **Internal Approvals** legal, and industry-specific consultants. Get the green light from the board of directors or shareholders. **Target Identification** and Initial Contact **Post-M&A Integration** Target Criteria Define clear criteria for potential acquisition targets. Integration Planning Search and Identification Develop a detailed integration plan, including Identify potential targets that meet these criteria. timelines and responsibilities Initial Assessment **Communication Strategy** Perform a preliminary assessment of the targets. Communicate effectively with employees, customers, and stakeholders. **First Contact Cultural Integration** Establish initial communication with potential targets. Work on aligning the cultures and values of the combined entities. **Due Diligence Operational Integration** Merge operations, systems, and processes. **Financial Due Diligence** \square Performance Monitoring Review financial statements, tax compliance, and Track the performance of the combined entity against revenue projections. set goals and metrics. Legal Due Diligence Examine legal liabilities, ongoing litigations, and **Ongoing Review and Optimization** compliance with laws. **Operational Due Diligence Review Mechanisms** Assess the operational efficiency, employee structure, Establish regular review processes to assess the and company culture.

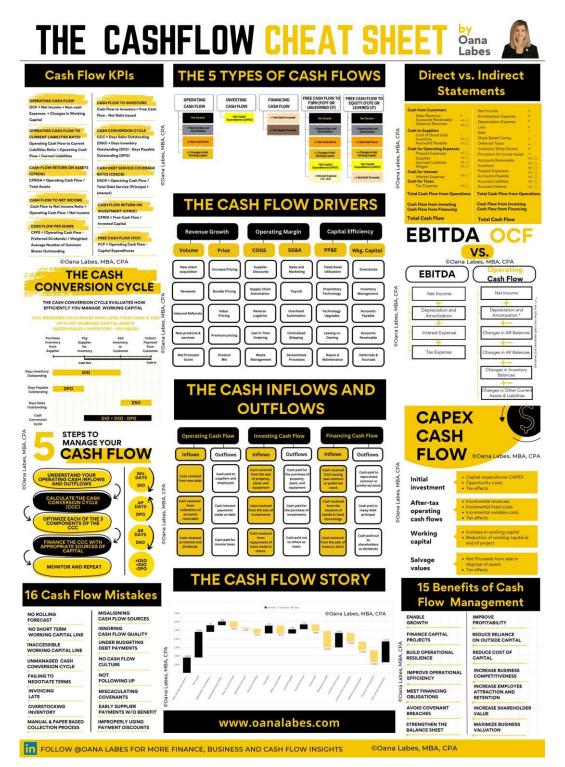
Technology/IP Due Diligence Evaluate intellectual property, patents, and technology assets.

Cultural Assessment Understand the target's corporate culture and how it aligns with the startup.

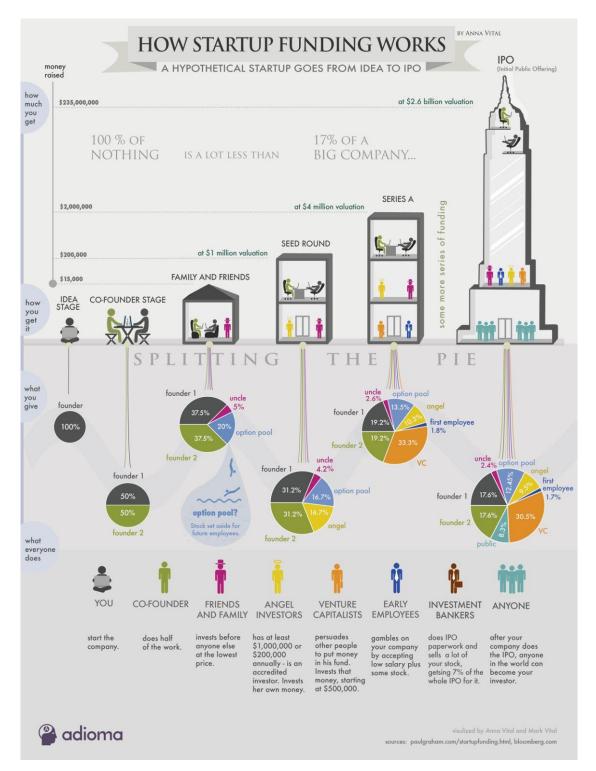
- success of the M&A.
- Feedback Loops Implement feedback mechanisms to learn and adapt.
- **Continuous Improvement** Identify areas for continuous improvement in operations and strategy.

Created by Alessandro Marianantoni

Cash Flow Cheat Sheet

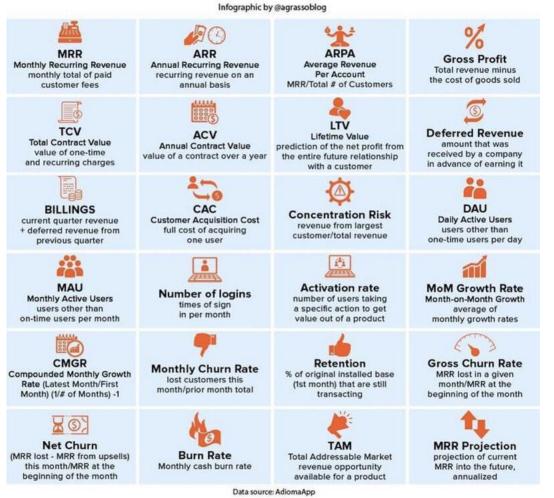


How Startup Funding Works

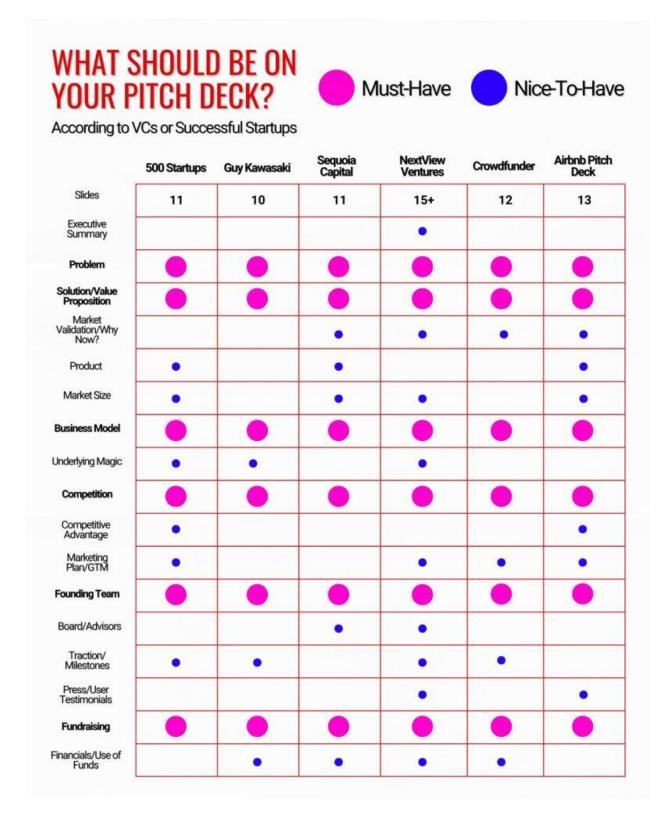


Types Of Startup Metrics

TYPES OF STARTUP METRICS



What Should Be On Your Pitch Deck?



Founder's Cheat Sheet for Getting Acquired

Founder's Cheat Sheet for Getting Acquired

Startup M&A Glossary

Accretion The growth of assets and earnings that occurs due to business expansion. This term usually applies to the buyer in M&As.

Acquiree The person whose company is being acquired, also referred to as the Seller or the Target.

Acquirer The person or organization doing the buying, also known as the Buyer or the Offeror.

Acquisition The purchase of a controlling interest (at least 50%) in another company.

Adjusted Earnings A way of assessing a company's financial performance by compensating for profits and expenses, including capital gains, investments, loss revenues and tax liabilities, to arrive at a more accurate picture of the organization's financial health.

Amalgamation When two or more companies join together to form a larger organization with greater resources and impact than either individual entity had on its own.

Asset Deal A type of acquisition that involves only the assets of the Acquiree, not its shares.

Backward Integration When a company acquires a target that produces necessary raw materials or performs ancillary services for the Acquirer, with the goal of protecting the supply chain.

Base Year The base year is the earliest year used to calculate a financial trend or set of trends.

Black Knight

Any company that makes an unwanted purchase offer (in other words, a hostile takeover) to a potential target.

Blue Sky

Blue Sky An excessively optimistic purchase price that exceeds the value of the company's assets and good will.

Book Value

The calculated value of a company after subtracting its intangible assets and liabilities from its total assets.

Capital Asset Pricing Model A model used by Acquirers to calculate the rate of return that makes acquiring a target worthwhile.

Cash Flow

A company's net cash income less its net cash expenses.

Circular Merger A merger in which a company buys another company in the same industry with the intention of diversifying its product offerings.

Compensation Manipulation When an officer in a company seeks out mergers and acquisitions with the intention of using the company's growth to increase their compensation.

Confidential Business Profile A confidential marketing document distributed by the seller to potential buyers, usually after the buyers sign a non-disclosure agreement. Its internition is to provide an overview of the finances of the target company.

Covenant not to Compete Also known as a non-compete clause, this is an agreement signed by the seller agreeing not to compete directly with the buyer of their company.

Crown Jewels The most highly valued assets of a business and a common driver of acquisitions.

Deal Structure A combination of assets to finance a deal which may include cash, consulting agreements, notes and stocks.

Due Diligence The process of investigating a target's assets prior to signing the acquisition agreement.

Earnout A provision in the acquisition agreement requiring the Acquirer to make future payments based on the performance of the target.

Enterprise Value The market capitalization of a target, plus the long-term debt minus any short-term investments and cash on hand, it represents the total an Acquirer must pay to take over a business.

Fair Market Value The basis for an acquisition when the Acquirer and the Acquiree approach a sale from a position of knowledge and without pressure.

Godfather Offer An offer too good to refuse.

Horizontal Merger A merger between two entities in the same sector or industry.

Intrinsic Value The value of a target as calculated by its financial assets rather than the market value.

Leveraged Buyout An acquisition by the management team that uses an organization's future revenue as collateral for a loan.

Merchant Banker A financial institution that brokerages an acquisition.

Offer Price The price per share offered by an Acquirer to an Acquiree.

Stock Consideration The percentage of the purchase price given to the Acquiree as shares of the Acquirer's stock.

Subsidiary When an acquisition maintains a target company's name to preserve their brand recognition, market share and other intangibles.

Transaction Close Date The date when an acquisition is expected to be complete.

Vertical Integration The acquisition of targets in a company's supply chain.

White Knight The opposite of a Black Knight — a buyer who swoops in to prevent a hostile takeover.

Two Types of Leverage

1.Negotiating Leverage: Determines who wins on deal-breaker points.

1. Knowledge Leverage: Based on knowing what issues you can win on without jeopardizing the deal.



KYA: Know Your Acquirer

Incumbent vs. Startup: The size and age of the acquirer can determine the cognitive and cultural dissonance experienced post-acquisition.

Handling Post-acquisition Integrations: Some acquirers are experienced in handling acquisitions, while others are not. Knowing what happens "the day after" is crucial.

Acquirer's Culture: Ensuring that the culture of the acquiring company is a fit for you and your team is vital, as it will impact the post-acquisition experience.

5 Types of Acquisitions

New Product and New Customer Base: Fight for business unit independence.

New Product or Service, but Same Customer Base: Integration should be faster and smoother.

New Customer Base, but Same Product Category: Maintain a higher degree of independence in the short

Same Product and Same Customer Base: Expect full and quick integration into the acquirer by function.

Acqui-hires: The team is so good that another company is willing to buy the company to hire them en masse.

The 6 Non-deal Points to Consider

Employee Compensation: Adjust it ahead of the acquisition.

Employee Titles: Map your employees onto the acquirer's titles and compensation bands.

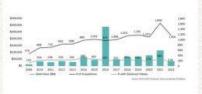
Retention: Decide who is in the retention bucket and strive to keep the period under two years.

Pre-agreed Budgets and Hiring Plans: Negotiate both for the first year.

Governance: Determine who you will report to and possibly negotiate for a Board of senior leaders from the acquirer.

Earnouts: Try to avoid them, but if unavoidable, strive for more upfront instead of relying on future performance.

US VC-Backed M&A Activity



\$100M Valuation and No More Funding

Last week, I spoke with an entrepreneur who had just secured funding at a post-money valuation of \$100 million. When I inquired about his thoughts on the funding round and investor mix, he explained that his aim was to de-risk personally, strengthen the balance sheet, and position the business for an attractive exit in 3 to 5 years. I brought up the possibility of an IPO or pursuing a unicorn valuation in the future, and he expressed no interest. After evaluating startups broadly and crunching the numbers, he felt that a \$100 million valuation, though significant, would still pave the way for a favorable exit, potentially to a strategic or private equity firm. He believed that targeting an IPO or a unicorn valuation in the future might jeopardize the value they'd already created and would raise expectations he wasn't prepared to meet. However, if the business landscape changed or a new related opportunity arose, he would consider revisiting things. Based on his experience and the years spent building his business, he deemed it wise not to raise money past a \$100M valuation.

Even raising at a \$100M valuation signs the founders and team up for an exit goal of 3-5x that. How many \$300M+ exits occur per year? Not many. Now, play it out even further, and think about raising money at a \$300M+ valuation to continue aggressively investing in the business. From there, the goal has to be an IPO or unicorn round.

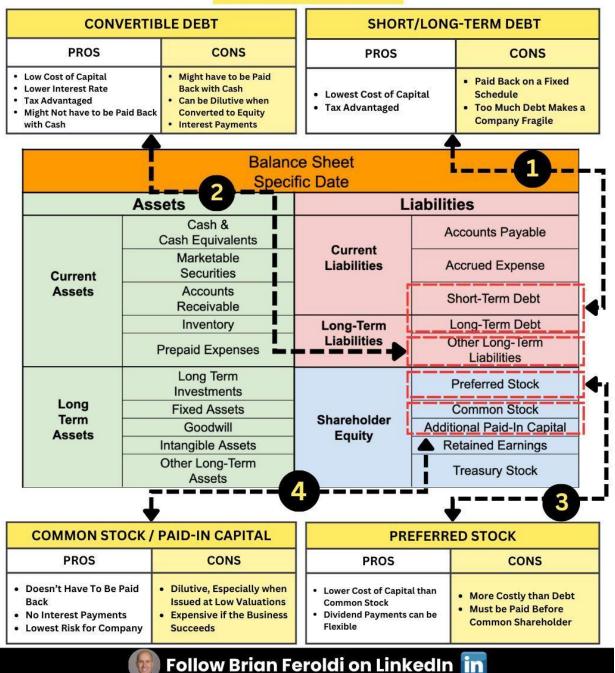
From an entrepreneur's standpoint, it's easy to become engrossed in the thrill of securing funding, expanding the team, and growing the business. Yet, more growth doesn't always equal a better business. Some markets just aren't that big. Some markets take longer to develop. Furthermore, personal priorities evolve, and one's perspective on opportunities can shift over time. And, every round of funding shifts the goal posts further out.

Recent market downturns have indicated that IPOs now face higher scrutiny. Take Klaviyo's public offering, for instance. Despite its immense value, the standards for them were exacting, given they reported over \$600 million in annual recurring revenue and a 50% growth rate. Companies positioned to achieve such scale should consider it, but those that don't meet the threshold (e.g. \$200 million ARR with 30% yearly top-line growth) would benefit more from focusing on the private equity path, or simply growing organically without more fundraising. An IPO is increasingly unlikely.

Entrepreneurs shouldn't keep raising money just because they can, especially after a \$100M valuation. Instead, entrepreneurs should continually evaluate what they're signing up for and what outcomes are required to be successful.

4 Ways Companies Raise Capital

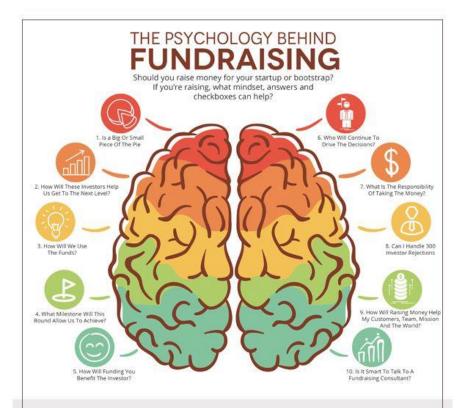




STARTUP TERMS YOU NEED TO KNOW

TAM/SAM/SOM	MVP	Burn rate	Runway
Total addressable market / serviceable addressable market / serviceable obtainable market. How nuch of the available market can realistically be captured.	Minimum viable product. The simplest version of your product that at least partly solves the problem you identified.	Gross burn is the company's total expenses in a given period. Net burn is how much cash is actually being spent (i.e. gross burn minus income).	How many months your business can keep operating before it runs out of money.
MRR	ттм	ARPU	ARR
Monthly recurring revenue. The company's total monthly subscription revenue.	Trailing twelve months revenue. How much revenue your startup produced in the previous twelve months.	Average revenue per user. Important because it costs money to add users, so how much is each one worth?	Annual recurring revenue. The company's total annual subscription revenue.
CAC	LTV	тсу	ACV
Customer acquisition cost. How much does it cost your company to gain a paying user?	Lifetime value, In total, how much revenue does each user bring you before ceasing to be a customer?	Total contract value. The combined value of a customer, including up-front and recurring fees.	Annual contract value. How much a customer us worth to you over the course of a year.
Deferred Revenue	Total Billings	MAU/WAU/DAU	Conversion Rate
Money received for goods or services that have not yet been produced/delivered.	Actual revenue plus deferred revenue in a given period.	Monthly / weekly / daily active users. The number of people engaging with your product in a specified period.	Often used in SaaS to reflect the percentage of users that upgrade from the free tier to the paid tier.
CMGR	CAGR	Retention	Gross Churn
Compound monthly growth rate. Often just called MoM/month-on-month growth rate, this is usually a key metric for investors.	Compound annual growth rate. As CMGR, annualised. CAGR (%) = (Ending Value ÷ Beginning Value) ^ (1 ÷ Number of Periods) - 1.	The percentage of users or customers which return to your service or use your product within a defined time period.	Literally "gross monthly recurring revenue churn rate" is the percentage of revenue lost due to cancellation or downgrades.
Net Churn	Negative Churn	Zero Marginal Cost	R + K > 1
The percentage of revenue ost from existing customers Juring a given period minus <i>"expansion revenue"</i> from upgrades or add-ons.	When expansion revenue is greater than revenue lost through gross churn.	Where an additional unit can be produced and sold without any increase in the total cost of production, as with software and media.	An important metric for tracking whether growth is powered by retention (R) and virality (K) and not just by paid marketing.

The Psychology Behind Fundraising



Here are 10 important questions to ask and answer before prepping that pitch deck and getting ready for investor meetings.

1. Is a Big Or Small Piece Of The Pie Better?

If you need or want to be a giant on the map, or need speed, then raising is probably a necessity. After all, owning 100% of a \$100M company, is the same in dollars as owning 10% of a \$1B company, right?

2. How Will These Investors Help Us Get To The Next Level?

What introductions can these investors make to secure success in future funding rounds? Will their name being attached to your startup alone make it magnetic for more money?

3. How Will We Use The Funds?

Are they funding team development, for product creation, scaling, international expansion or to park in the bank for a rainy day? Is there an immediate need or use for the money, or are you raising just because the market is good for it right now?

4. What Milestone Will This Round Allow Us To Achieve?

At each round investors will be looking at different factors. In early rounds everything is riding on the founding team and the pitch deck. As you progress it will be about the milestones you've achieved, and whether you have product market fit, revenues or profits.

5. How Will Funding You Benefit The Investor?

What is this going to do for them. It's not just about the money either. There is no shortage of other startups and entrepreneurs begging for it. How will it make the partner you are dealing with look like a superstar in their organization?

6. Who Will Continue To Drive The Decisions?

Who will join your board? How will your voting rights change? Is your new round of investors comprised of operators who will want to take charge?

7. What Is The Responsibility Of Taking The Money?

Taking money for your startup is going to cost more than just the money and a rate of return. It is a responsibility. It will commit you (spoken or not), to certain future actions. Their fund may have deadlines for their investors. That can create pressure to speed things up, regardless of the long term costs.

8. Can I Handle 300 Investor Rejections Before Getting To "Yes"?

The difference in the founders who make it and make it big are those who refuse to quit. They accept feedback gracefully. They see every investor meeting and rejection as an opportunity to improve their pitch and plans. You can't take it personally and to heart.

9. How Will Raising Money Help My Customers, Team, Mission And The World?

Can fundraising and leveraging more capital and partners enable you to do more for your customers, team and in accomplishing your mission and having an impact than you could hope to do without it?

10. Is It Smart To Talk To A Fundraising Consultant?

Can a fundraising consultant make fundraising efforts more efficient and the terms better? Should you also be consulting a M&A advisor on the option of existing or a strategic merger instead of raising another round?

To learn more about DNA Behavior International and the solutions we offer, please visit: <u>www.dnabehavior.com</u>

If you have any questions or would like to discuss with an executive on our team, please email us at: inquiries@dnabehavior.com

