Definitions

Mergers & Acquisitions

- **HOST** in all acquiror financial items refer to acquiror’s nation currency.
- **HOST** in all other items refer to target’s nation currency.

**AA**

Acquiror Financial Advisor(s): Financial advisor to the acquiror's company, management, or board of directors on the transaction, excluding law firms. Note: If a firm acts as an Equity Participant (EP), arranges financing (AF), and/or provides financing (PF), it is not considered an advisor. Equity participants will always be included in INV. Any investment bank, commercial bank, or venture capital firm listed as receiving a fee, is considered an advisor.

**AAA_AACODE**

Acquiror Financial Advisor(s): Financial advisor to the acquiror's company, management, or board of directors on the transaction, excluding law firms. Note: If a firm acts as an Equity Participant (EP), arranges financing (AF), and/or provides financing (PF), it is not considered an advisor. Equity participants will always be included in INV. Any investment bank, commercial bank, or venture capital firm listed as receiving a fee, is considered an advisor.

**AAC**

Acquiror Financial Advisor(s): Code describing the acquiror’s financial advisor.

**AAC1**

Acquiror Financial Advisor(s): Financial advisor to the acquiror's company, management, or board of directors on the transaction, excluding law firms. Note: If a firm acts as an Equity Participant (EP), arranges financing (AF), and/or provides financing (PF), it is not considered an advisor. Equity participants will always be included in INV. Any investment bank, commercial bank, or venture capital firm
listed as receiving a fee, is considered an advisor.

**AACC**
Acquiror Accountant (Name): Accountants of acquiring company.

**AACCC**
Acquiror Accountant (Code): TF codes for the acquiring company's accountant.

**AACCREC**
Acquiror Accounts Receivables: Amounts due from customers on open account from the sale of goods or services as of the date of the most current financial information prior to the announcement of the transaction ($mil). Wherever possible, accounts receivable is taken net of allowances for doubtful accounts.

**AACCTPAY**
Acquiror Accounts Payable: Amounts owing on open account to creditors for goods and services as of the date of the most current financial information prior to the announcement of the deal ($mil).

**AACOUNT**
Number of Acquiror Financial Advisors: Number of acquiror financial advisors used by acquiring company. Only includes financial advisors with the following assignments: Advisory, Fairness Opinion, Initiated Deal, Represented Board, Represented Claimants, Represented Bondholders, Represented Government, Represented Shareholders, Represented Seller, Represented Majority Shareholder.

**AADV_ADD_DATE**
Date Acquiror Advisor Added: Date corresponding to when a firm was added as an advisor to the acquiror.

**AADVCREDIT**
Dollar amount of credit allocated to each advisor for league table purposes. 
AADVCREDIT = RANKVALUE * MA_MULT. A ma_mult is a multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a ma_mult of .2, which would be multiplied by the total RANKVALUE. SEE MA_MULT.

**AADVISORLEGAL**
AADVISORLEGALCODE


AAL

Acquiror Financial Advisor Long Names: Full name of acquiring company's financial advisor on the transaction.

AANATION

Acquiror Financial Advisor Parent Nation: Parent nation of acquiring company's financial advisor on the transaction.

AASSIGN

Acquiror Financial Advisor Assignments (Descriptions): Assignments performed by the acquiring company's financial advisor(s). Assignments are:

- Arranged Financing (AF)
- Advised Termination (AT)
- Dealer Manager (DM)
- Equity Capital Mkt (EC)
- Equity Participant (EP)
- Advisor (FA)
- Fairness Opinion (FO)
- Initiated Deal (ID)
- Independent Expert Report (IE)
- No Investment Bank (NR)
- Provided Financing (PF)
- Represented Board (RB)
- Represented Claimants (RC)
- Represented Bondholders (RD)
- Represented Government (RG)
- Represented Shareholders (RH)
- Represented Seller (RL)
- Represented Major Holder (RM)
- Underwriter (U)

AASSIGNC

Acquiror Financial Advisor Assignments (Codes): Code for assignments performed by the acquirer company's financial advisor(s). Assignments are:

- Arranged Financing (AF)
- Advised Termination (AT)
- Dealer Manager (DM)
- Equity Capital Mkt (EC)
- Equity Participant (EP)
- Advisor (FA)
Fairness Opinion (FO)
Initiated Deal (ID)
Independent Expert Report (IE)
No Investment Bank (NR)
Provided Financing (PF)
Represented Board (RB)
Represented Claimants (RC)
Represented Bondholders (RD)
Represented Government (RG)
Represented Shareholders (RH)
Represented Seller (RL)
Represented Major Holder (RM)
Underwriter (U)

AASTATE

AASXC
Acquiror Australian Stock Exchange Industry (Code): Code used to describe the industry of an Australian acquiror. These codes are used only for Australian companies that are public.

AATOMB
Acquiror Financial Advisor Tombstone Date: Date financial advisor placed tombstone in major news source.

AB
Acquiror Business Description Short: Indicates the primary business of the acquiring company.

ABEDS
Acquiror Total Hospital Beds: Number of hospital beds owned or operated by acquiring company.

ABL
Acquiror Business Description Long: Describes all businesses of the acquiring company.

ABR
Acquiror Branches/Retail Outlets: Number of branches or retail outlets owned or operated by acquiring company if acquiror is a bank or retail operator.
**ABSRC**

Acquiror Business Source(s): Source of the acquiror's business description; e.g., Million Dollar Directory. See also: ABSRCC [Acquiror Business Source Code(s) Multiple Lines] and A: BUSSOURCECODE_PRINT [Acquiror Business Source Code(s) 1 Line].

**ABUSINESSL_Q**

Acquiror Business Description, Full: Complete description of all business operations of the acquiror, with the primary operation listed first.

**ABV**

Acquiror Book Value Per Share: Equals common equity divided by the actual number of common shares outstanding as of the date of the most current financial information prior to the announcement of the transaction ($ per share).

**ABWRANK**

Acquiror Business Week Top 500 Rank: Business Week Top 500 ranking for the acquiring company. Includes subsidiaries and uses current years ranking.

**AC1DAY**

Acquiror Stock Price 1 Day Prior to Announcement Date: Closing common stock price of the acquiror on primary stock exchange 1 day prior to the original announcement date (DAO) of the transaction ($ per share).

**AC1WK**

Acquiror Stock Price 1 Week Prior to Announcement Date: Closing common stock price of the acquiror on primary stock exchange 1 week prior to the original announcement date (DAO) of the transaction ($ per share).

**AC4WK**

Acquiror Stock Price 4 Weeks Prior to the Announcement Date: Closing common stock price of the acquiror on primary stock exchange 4 weeks prior to the original announcement date (DAO) of the transaction ($ per share).

**ACAPEX**

Acquiror Capital Expenditures: Gross purchase or purchases of property, plant, and equipment for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil).

**ACASH**
Acquiror Cash and Marketable Securities: Cash and the temporary investment vehicles for cash, including commercial paper and short-term government securities, as of the date of the most current financial information prior to the announcement of the transaction ($mil). For banks, ACASH does not include loans, but does include federal funds sold.

**ACASHFLOW**

Acquiror EBITDA: Earnings before interest, taxes, depreciation and amortization for the last 12 months ending on the date of the most current financial information prior to the transaction ($mil).

**ACASS**

Acquiror Current Assets: Cash and assets which will be turned into cash in the near future (typically within 1 year) as of the date of the most current financial information prior to the announcement of the transaction ($mil). ACASS includes cash, marketable securities, accounts receivable, inventories, and prepaid expenses.

**ACCTPAY**

Target Accounts Payable: Amounts owing on open account to creditors for goods and services as of the date of the most current financial information prior to the announcement of the deal ($mil).

**ACCTPAY1**

Target Accounts Payable 1 Year Prior: Amounts owing on open account to creditors for goods and services at the end of the most recent fiscal year prior to the announcement of the transaction ($mil).

**ACCTPAY2**

Target Accounts Payable 2 Years Prior: Amounts owing on open account to creditors for goods and services at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil).

**ACCTPAY3**

Target Accounts Payable 3 Years Prior: Amounts owing on open account to creditors for goods and services at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil).

**ACCTPAY4**

Target Accounts Payable 4 Years Prior: Amounts owing on open account to creditors for goods and services at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil).
**ACCTPAY5**

Target Accounts Payable 5 Years Prior: Amounts owing on open account to creditors for goods and services at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil).

**ACCTPAYFQ**

Target Accounts Payable Same Interim Period Prior Year: Amounts owing on open account to creditors for goods and services at the end of the same interim period corresponding to ACCTPAYLQ, but in the previous fiscal year ($mil).

**ACCTPAYLQ**

Target Accounts Payable Most Recent Interim Period: Amounts owing on open account to creditors for goods and services at the end of the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the one ending on DFIN.

**ACCTREC**

Target Accounts Receivable: Amounts due from customers on open account from the sale of goods or services as of the date of the most current financial information prior to the announcement of the transaction ($mil). Wherever possible, accounts receivable is taken net of allowances for doubtful accounts.

**ACCTREC1**

Target Accounts Receivable 1 Year Prior: Amounts due from customers on open account from the sale of goods or services at the end of the most recent fiscal year prior to the announcement of the transaction ($mil). Wherever possible, accounts receivable is taken net of allowances for doubtful accounts.

**ACCTREC2**

Target Accounts Receivable 2 years Prior: Amounts due from customers on open account from the sale of goods or services at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil). Wherever possible, accounts receivable is taken net of allowances for doubtful accounts.

**ACCTREC3**

Target Accounts Receivable 3 Years Prior: Amounts due from customers on open account from the sale of goods or services at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil). Wherever possible, accounts receivable is taken net of allowances for doubtful accounts.

**ACCTREC4**

Target Accounts Receivable 4 Years Prior: Amounts due from customers on open
account from the sale of goods or services at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil). Wherever possible, accounts receivable is taken net of allowances for doubtful accounts.

**ACCTREC5**

Target Accounts Receivable 5 Years Prior: Amounts due from customers on open account from the sale of goods or services at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil). Wherever possible, accounts receivable is taken net of allowances for doubtful accounts.

**ACCTRECFQ**

Target Accounts Receivable Same Interim Period Prior Year: Amounts due from customers on open account from the sale of goods or services at the end of the same interim period corresponding to ACCTRECLP, but in the previous fiscal year ($mil). Wherever possible, accounts receivable is taken net of allowances for doubtful accounts.

**ACCTRECLQ**

Target Accounts Receivable Most Recent Interim Period: Amounts due from customers on open account from the sale of goods or services at the end of the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the one ending on DFIN. Wherever possible, accounts receivable is taken net of allowances for doubtful accounts.

**ACIDGEN**

Acquiror CIDGEN: A computer generated nine digit number used to identify the acquiring company in a transaction.

**ACITY**

Acquiror City: City of acquiror's primary business at the time of the transaction.

**ACLIA**

Acquiror Current Liabilities: All debts that come due in the current year ending on the date of the most current financial information prior to the announcement of the transaction ($mil). Includes accounts payable, taxes payable, short-term debt, notes payable, accrued expenses payable, current maturities of long-term debt and current portion of capital lease obligations.

**ACOLLAR_SOURCE**

Collar Source Document: The document from which the collar information was obtained. Ex: 8-K, Press Release etc.
ACOMACT
Acquiror Primary Shares Outstanding: Number of acquiror's primary shares outstanding; does not include options, warrants, or convertibles.

ACOMDFIN
Acquiror Shares Outstanding: Number of acquiror common shares outstanding, excluding treasury shares, as of the date of the most current financial information prior to the announcement of the transaction. Does not include common share equivalents.

ACOMDIV
Acquiror Common Dividends Paid: Total dividends actually paid on acquiror's common stock in the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil).

ACOMEQ
Acquiror Common Equity: Includes par value of common stock, additional paid-in capital, and retained earnings, less foreign currency transactions and treasury shares as of the date of the most current financial information prior to the announcement of the transaction ($mil).

ACOUT
Fully Diluted Acquiror Common Shares: Acquiror's fully diluted shares outstanding on the announcement date. If a subsidiary is the acquiror, the shares outstanding of the publicly traded parent company are indicated when disclosed.

ACQ_CURR_AC1DAY
Acquiror Stock Price 1 Day Prior to Announcement Date in Acquiror Currency: The acquirer’s closing stock price on primary stock exchange one day prior to the original announcement date (DAO) of the transaction expressed in the acquirer’s currency.

ACQ_CURR_AC1WK
Acquiror Stock Price 1 Day Prior to Announcement in Acquiror Currency: The acquirer’s closing stock price on primary stock exchange one week prior to the original announcement date (DAO) of the transaction expressed in the acquirer’s currency.

ACQ_CURR_AC4WK
Acquiror Stock Price 4 Weeks Prior to Announcement in Acquiror Currency: The acquirer’s closing stock price on primary stock exchange four weeks prior to the original announcement date (DAO) of the transaction expressed in the acquirer’s
currency

**ACQUIROR_PUB_MID**

Acquiror Mid Level Public Status describing a more defined form of ownership of the acquiror at the time of the transaction.

Public Public - A company that is 100% publicly traded or a majority of the common/ordinary shares are traded on a stock exchange and there is NO majority parent

Public Government - Any portion of the company trades, with the government holding a majority interest (50% or more)

Public Subsidiary - Any portion of the company trades, with the majority (50% or more) held by a parent company

Public Fund - A fund that trades on an exchange

Public Trust - A trust that trades on an exchange

Public Unlisted - For Australian companies only - a private company where the number of shareholders exceeds a certain limit such that legislation classifies them as public companies subject to public company disclosure

Private Private - A company that is private (shares not traded on a public exchange) (owned by an individual(s) or family) or has a parent of less than 50% where that parent is NOT a government

Private Government - A company whose shares are not publicly traded in which the government owns a stake of less than 50%

Private SPV - Any SPV that does not have a parent owning 50% or more, or where a parent can not be identified

Private Fund - Any fund that does not have a parent owning 50% or more and that does not trade

Private Trust - Any trust that does not have a parent owning 50% or more and that does not trade

Private LBO Acquisition Vehicle - Any company set up for the sole purpose of carrying out an LBO not traded on a public stock exchange or with a parent owning 50% or more. One shot acquisition vehicles.

Government Government - A entity that is 50% or more owned by the government and is not publicly traded

Government Branch - A government division, branch or operations that is being sold off

Government Asset - A government (tangible) asset that is being sold off

JV JV - A company that by legal definition is a Joint Venture (having 2 or more parents each owning a stake and working together on a joint project, company or effort)

JV Asset - A (tangible) asset that a joint venture is selling off

Individual Individual - A person/investor (same as current investor)

Mutual Mutual - Companies whose ownership and profits are distributed among
members in proportion to the amount of business they do with the company (same as current mutual)

Subsidiary Subsidiary - An entity with a parent of 50% or more that is NOT publicly traded on a stock exchange and the parent is not a government

Subsidiary SPV - An SPV with a parent owning 50% or more

Subsidiary Fund - A fund with a parent owning 50% or more

Subsidiary Trust - A trust with a parent owning 50% or more

Subsidiary Branch - A branch/division/operations being sold off by a parent

Subsidiary Asset - A (tangible) asset being sold off by a parent that is not a JV or government

ACQUIROR_SEDOL

Acquiror’s SEDOL: Stock Exchange Daily Official List. A 7-character unique identifier used if the acquiror is traded on the London Stock Exchange or other exchanges in the U.K.

ACQUIROR_WALK_AWAY_PRICE

Acquiror Walk Away Price: If the acquiror’s stock price rises considerably, such that the target would receive a price per share above the maximum price specified in the merger agreement, the acquiror may terminate the merger agreement.

Ex: If the acquiror’s price rises above $23, the acquiror has the right to terminate the agreement. Acquiror walk away price = $23

This item is used in conjunction with the COLLAR data item and will only be used if COLLAR = Y.

ACU

Acquiror CUSIP: A 6-character, unique identifier for each company. Every U.S. company with publicly traded securities is listed in the Standard & Poors CUSIP directory. If a CUSIP has not been assigned TF will estimate one according to the rules specified by Standard & Poors.

ACUTIC

Acquiror Code: CUSIP and Ticker Symbol of Company and Parent.

ACVTDBT

Acquiror Convertible Debt: Value of convertible debt due at least one year from the date of the most current financial information prior to the announcement of the transaction ($mil).

ADEFER
Acquiror Deferred Income Taxes and Charges: Income taxes paid in year that were deferred from previous years as of the date of the most current financial information prior to the announcement of the transaction ($mil).

ADEP

Acquiror Depreciation and Amortization: The value of the decline in the useful life, over the past year, of fixed assets due to wear and tear (depreciation) or intangible assets (amortization) for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil).

ADEPOSITS

Acquiror Total Deposits (Banks): Total deposits ($mil) of the acquiring company if it is a bank.

ADFIN

Acquiror Date of Financials: The date corresponding to the acquiror financial information. This date and financial information will be the most recent available for a 12 month period prior to the original announcement date of the deal.

ADUNS

Acquiror D&B Number: Identifying number assigned to the acquiring company by Dun & Bradstreet.

ADVCOUNT

Total Number of Financial Advisors: Total number of firms acting as financial advisors to target and acquiror. Only includes financial advisors with the following assignments: Advisory, Fairness Opinion, Initiated Deal, Represented Board, Represented Claimants, Represented Bondholders, Represented Government, Represented Shareholders, Represented Seller, Represented Majority Shareholder.

AEBIT

Acquiror EBIT: Earnings before interest income, interest expense, non-operating income, taxes and minority interest for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil). Also known as Operating Income. For banks, AEBIT represents Pre-Tax Income.

AEMPLOYEE

Acquiror Number of Employees: Number of workers employed by the acquiring company as of ADFIN. The most recent data available prior to the Announcement Date.
AEPS
Acquiror Earnings Per Shares LTM ($): Acquiror Earnings Per Share for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($ per share).

AEXCH
Acquiror Company Stock Exchange: Primary exchange listing for acquiring company.

AEXCHC
Acquiror Company Stock Exchange Code: Primary exchange code for acquiring company.

AF
Acquiror Fee Types: Acquiror financial advisor fee types: listed down the page. Use in conjunction with AFEEAMT (Acquiror Fee Amount by Assignment).

AFAMT
Acquiror Fee Amount by Type: Use in conjunction with AFEE (Acquiror Fee Assignments) to produce a report with each assignment and fee paid for that assignment listed down the page.

AFAXNUM
Acquiror Fax Number: Fax number of the acquiring company at time of transaction.

AFBRANK
Acquiror Forbes Sales 500 Rank: Forbes Sales 500 rank for the acquiring company. Includes subsidiaries and uses the current years ranking.

AFC
Acquiror Fee Type Codes: Codes for the assignments performed by financial advisors.

AFEEPAYPCT
Acquiror Advisor's Fee Percentage: Advisor fees as a percentage of transaction value. If there is more than one financial advisor retained by the target and each fee is based on a different percentage, the highest percentage is in the text field.

AFEEPCT
Acquiror Fees Paid as a %: Acquiror total fees as a percentage of transaction value.

**AFEE_SOURCE**

Acquiror Fee Source: Source for acquiror advisor fees.

**AFINANCIAL**

Acquiror is a Financial Sponsor Flag: A yes/no flag set to yes when the acquiror in a transaction is a financial sponsor. Financial sponsors are companies that engage in private equity or venture capital transactions using capital raised by investors. A company is considered a financial sponsor when it engages in non-strategic acquisitions acting as a financial buyer.

**AFINCASH**

Acquiror Net Cash From Financing Activities: Net cash provided by borrowings and securities sales, less dividend distributions and loan repayments for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil).

**AFINCURR**

Currency of Acquiring Company Financials: Currency in which the acquiring company’s financial information is reported.

**AFINCURRC**

Currency Code of Acquiring Company Financials: Code of the currency in which the acquiring companies financial information is reported.

**AFLATFEE**

Acquiror Advisor Fee Based on a Flat Rate: A Yes/No flag set to 'Y' when acquiror's financial advisor's fee is based on a flat fee.

**AFLEGAL**

Acquiror Legal Fees: Aggregate fees paid by the acquiror to its legal advisors in millions of dollars.

**AFOUNDED**

Year Acquiror Company Founded: Date acquiring company was founded.

**AFOUR_WEEK**

Date corresponding to the closing common stock price of the acquiror 4 weeks prior to the original announcement of the transaction.
AFSRC
Acquiror Financials Source Code: Code describing the sources of acquiring company's financial information.

AFSRCC
Acquiror Financials Sources: Sources of acquiring company's financial information.

AFTOT
Acquiror Total Fees: Total fees to be paid by acquiror to its advisors upon completion of the deal ($ mil).

AFTOTN
Acquiror Financial Advisor Fees, Amt per Advisor ($mil): Total Fees Paid by Acquiror per Advisor ($mil).

AFTRANK
Acquiror Fortune 500 Rank: Fortune 500 rank for the acquiring company. Includes subsidiaries and uses the current years ranking.

AGENCY
Regulatory Agencies Required to Approve Transaction: Describes regulatory agencies that have jurisdiction over the transaction.

AGENCYC
Regulatory Agencies Codes: Codes for regulatory agencies that have jurisdiction over the transaction.

AGWIL
Acquiror Goodwill: Excess of purchase price of assets over their fair (book) value at the time of the acquisition as of the date of the most current financial information prior to the announcement of the transaction ($mil).

AHITECHP
Acquiror Primary High Tech Code: A three character code for the acquiror’s primary line of business in the high tech industry.

AHTECH
Acquiror High Tech Industry: Describes high technology industry of the acquiring
company is involved. These descriptions are more detailed than those in the SIC manual are. See also: AHTECHC (Acquiror High Tech Industry Code).

**AHTECHC**

Acquiror High Tech Industry Codes: TF 3-digit code for the acquiring company's high technology industry. See also: AHTECH (Acquiring Company High Tech Industry).

**AHTECHC_OR_THTECHC**

Target or Acquiror High Tech Industry Code: TF 3-digit code for the target or acquiring company's high technology industry.

**AHTECHGR**

Acquiror High Tech Industry Group: General industry group for the acquiring company's high technology industry code.

**AIASS**

Acquiror Intangible Assets: Value of assets having no physical existence, yet having substantial value to the firm, including goodwill, patents, trademarks, copyrights, franchises, and costs in excess of net book value of businesses acquired, as of the date of the most recent financial information prior to the announcement of the transaction ($mil).

**AICUTIC**

Acquiror/Investor Code: Code of investor or acquiring company in the transaction.

**AIN**

Acquiror Industry Sector: The sector which describes the primary industry (as determined by the SIC code) of the acquiror.

**AINC**

Acquiror Industry Sector Code: Code for industry sector assigned to the acquiring company.

**AINGC**

Acquiror Industry Group Code: Code for acquiror general industry e.g., M (Manufacturing).

**AINGD**

Acquiror Industry Group: Industry group to which the acquiring company belongs; e.
AINVCASH
Acquiror Net Cash From Investing Activities and Amortization: Proceeds from asset sales minus the basis for the original purchase price for the latest 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil).

AINVEN
Acquiror Inventories: Total amount of inventories held as of the date of the most current financial information prior to the announcement of the transaction ($mil).

AIP
Acquiror Immediate Parent 6-digit CUSIP: Six digit CUSIP used to identify the immediate parent of the acquiring company.

AIPCIDGEN
Acquiror Immediate Parent CIDGEN: A computer generated nine digit number used to identify the immediate parent of the acquiring company in a transaction.

AIPFINANCIAL
Acquiror Immediate Parent is a Financial Sponsor (Y/N): A yes/no flag set to yes when the immediate parent of the acquiror in a transaction is a financial sponsor. Financial sponsors are companies that engage in private equity or venture capital transactions using capital raised by investors. A company is considered a financial sponsor when it engages in non-strategic acquisitions acting as a financial buyer.

AIPNAMES
Acquiror Immediate Parent Name: Short name of the immediate parent of the acquiring company, up to 30 characters.

ALAWYERCODE
Acquiror Legal Advisor Lawyers (Code): TF codes for the individual lawyers of the acquiring company’s legal advisor that were involved with the transaction.

ALBOFIRM
Acquiror is an LBO Firm Flag: Set to ‘Y’ when the acquirer company in a transaction is a Leveraged Buyout Firm, regardless of the nature of the transaction itself. Use LBO to find Leveraged Buyout Transactions.

ALEG
Acquiror Legal Advisors: Names of law firms advising the acquiring company.

**ALEGALASSIGNMENT**

Acquiror Legal Advisor Assignment: Describes roles played by acquirer's legal advisors, including the representation of the acquiror, government (if privatization), or acquiror’s financial advisor, etc.

**ALEGALASSIGNMENTCODE**

Acquiror Legal Advisor Assignment Code: Codes of roles played by acquirer's legal advisors, including the representation of the acquiror, government (if privatization), or acquiror’s financial advisor, etc.

**ALEGALASSIGNMENTSHORTNAME**

Acquiror Legal Advisor Assignment (Short): Short name of roles of acquirer's legal advisors.

**ALEGALNATIONC**

Acquiror Legal Advisor Nation (Code): TF code for the nation of the headquarters of the acquiring company’s legal advisor.

**ALEGC**

Acquiror Legal Advisor Codes: TF codes for the acquiring company's legal advisor.

**A_LEG_CREDIT**

Dollar amount of credit allocated to each legal advisor for league table purposes. A_LEG_CREDIT is based on RANKVALUE of the transaction multiplied by MA_MULT. A ma_mult is a multiple/percentage applied to each advisor based on the role in the transaction. For example, if a law firm represents a minority shareholder that owns 20% of the target, then that legal advisor would receive a ma_mult of .2, which would be multiplied by the total RANKVALUE. SEE MA_MULT.

**ALLIANCE**

Alliance Flag: When ‘Y’ is flagged it indicates that two companies exchange minority stakes of equal value in each other as a part of the formation of a strategic alliance.

**ALOCKUP**

Acquiror Owns a Lockup Agreement: Yes/No flag set to 'Y' when the acquiring company has been granted an option to purchase securities or assets in the target company under a lockup agreement.
**A_LOCKUP_PCT**

Acquiror Lockup Percentage (%): The percentage of the acquiror company's common stock outstanding that the target was granted an option to purchase at a set price due to a lockup agreement. See also LOCKUP and LOCKUPDESC1.

**A_LOCKUP_PR**

Acquiror Lockup Price (US $): The price at which the target was granted an option to buy acquiror company stock due to a lockup agreement, stated in US$. See also LOCKUP and LOCKUPDESC1.

**A_LOCKUP_PR_HOST**

Acquiror Lockup Price (Host Curr): The price at which the target was granted an option to buy acquiror company stock due to a lockup agreement, stated in the currency of the target company's nation. See also LOCKUP and LOCKUPDESC1.

**ALP**

Acquiror Limited Partnership Flag: Yes/No flag set to 'Y' when the acquiror is a limited partnership.

**AMININT**

Acquiror Minority Interest: Balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries as of the date of the most current financial information prior to the announcement of the transaction ($mil).

**AMULT**

Acquiror Advisor Multiple: Decimal value used to derive partial credit for advisors in certain situations for league table ranking. It is used to reflect an advisor’s actual role in a transaction. This is only used in extremely specific situation on the acquiror side of the transaction. Generally speaking, it is only used on the target side of deals. SEE AADV CREDIT & MA_MULT.

**AMV**

Acquiror Market Value: Calculated by multiplying the total number of acquiror shares outstanding times the acquiror’s stock price 4 weeks prior to announcement date ($mil).

**AN**

Acquiror Name (Short): Acquiring company's short name on 1 line, up to 30 characters. See also: ANF [Full Acquiror Company Name (3 Lines)] and ANL [Full
Acquiror Company Name (1 Line).

**ANAIC**

Acquiror NAIC (Code): North American Industrial Classification code. Code that identifies which industry the acquiror is a part of, as classified by the government.

**ANAICP**

Acquiror Primary NAIC (Code): NAIC code of the acquiror’s primary line of business.

**ANALYST_EST_VALUE**

Analyst Estimated Value: Used when the value of a deal is not known and can only be estimated by analysts ($Mil).

**ANAT**

Acquiror Nation: Nation of the acquiring company.

**ANATC**

Acquiror Nation Code: Nation code of the acquiring company e.g., UK, FR.

**ANATRC**

Acquiror Nation Region Code. Nation Region code of the acquiring company.

**ANATREGL**

Acquiror Nation Region (Name): Description of Nation Region of acquiring company.

**ANETASS**

Acquiror Net Assets Last Twelve Months ($ Mil): Acquiror’s total assets minus total liabilities at ADFIN ($ Mil).

**ANETDEBT**

Acquiror Net Debt: Calculated by adding the acquiror's straight debt, short-term debt, and preferred equity and subtracting cash and marketable securities as of the date of the most recent financial information prior to the announcement of the transaction ($mil).

**ANETINT**

Acquiror Net Interest Income/Interest Expense Only: For banks, interest income
minus interest expense ($mil). For non-banks, interest expense only ($mil).

**ANF**

Full Acquiror Company Name (three lines): Acquiring company's full name (3 lines); up to 77 characters line See also: ANL [Acquiring Company Name (1 Line)] and AN [Acquiring Company Name (short)].

**ANGAS**

Acquiror Total Natural Gas Reserves: Natural gas reserves of acquiring company (bil of cubic feet).

**ANI**

Acquiror Net Income Last 12 Months: Net income of acquiring company for last 12 months ($mil). Net income is income from continuing operations, after taxes and minority interest, before extraordinary items and preferred dividends.

**ANL**

Full Acquiror Company Name (1 line): Acquiring company's full name on 1 line, up to 75 characters. See also: ANF [Full Acquiror Company Name (3 Lines)] and AN (Acquiror Name Short).

**AOILRES**

Acquiror Total Oil Reserves: Oil reserves of acquiring company (mil of barrels).

**AONE_DAY**

Date corresponding to the closing common stock price of the acquiror 1 day prior to the original announcement of the transaction.

**AONE_WEEK**

Date corresponding to the closing common stock price of the acquiror 1 week prior to the original announcement of the transaction.

**AOPCASH**

Acquiror Net Cash From Operating Activities: Actual net cash inflow or outflow equal to net income after adjustments for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil). Adjustments include depreciation and amortization, changes in accounts receivable and inventories, and changes in accounts payable and deferred revenues.

**APCTFEE**
Acquiror Advisor Fee Based on Pct of Val.: A Yes/No set to 'Y' when the acquiror's financial advisor's fee is based on a percentage of the value of the transaction.

**APFDCR**

Acquiror Pro Forma Long-Term Debt to Total Capitalization: Equals long-term debt divided by (straight debt + convertible debt + short-term debt + common equity + preferred equity). Calculated from pro forma statements for proxy statements and tender offers only. Calculated on a basis that is pro forma for this acquisition only and not other simultaneous transactions.

**APFDDIV**

Acquiror Preferred Dividends: Total dividends paid on the acquiror’s preferred stock in the last twelve months as of the most recent financial information available prior to the announcement of the transaction. ($mil).

**APFDEQ**

Acquiror Preferred Equity: Value of preferred stock at liquidation, including redeemable preferred stock, as of the date of the most recent financial information prior to the announcement of the transaction ($mil). If liquidation value differs from balance sheet value preferred equity at liquidation is subtracted from shareholders equity to calculate a new common equity.

**APH**

Acquiror Telephone Number: Telephone number of acquiring company at time of transaction.

**APNATREGC**

Acquiror Nation Region Code: Nation Region code of the acquiring company; e.g., EU.

**APNATREGL**

Acquiror Nation Region: Nation Region of acquiring company e.g., Europe.

**APPE**

Acquiror Property, Plant & Equipment: Stated at cost net of accumulated depreciation and amortization as of the date of the most current financial information prior to the announcement of the transaction ($mil).

**APR1DAYA**

Acquiror Stock Price 1 Day after Announcement: Closing stock price of acquiror’s common stock on primary stock exchange 1 day after original announcement date.
(DAO) of the deal in US dollars. APR1DAYA is available for US-based acquirors only.

**APR1WKA**

Acquiror Stock Price 1 Week after Announcement: Closing stock price of acquiror’s common stock on primary stock exchange 1 week after original announcement date (DAO) of the deal in US dollars. APR1WKA available for US-based acquirors only.

**APR10DAYA**

Acquiror Stock Price 10 Days after Announcement: Closing stock price of acquiror’s common stock on primary stock exchange 10 days after original announcement date (DAO) of the deal in US dollars. APR10DAYA is available for US-based acquirors only.

**APR180DAYA**

Acquiror Stock Price 180 Days after Announcement: Closing stock price of acquiror’s common stock on primary stock exchange 180 days after original announcement date (DAO) of the deal in US dollars. APR180DAYA is available for US-based acquirors only.

**APR4WKA**

Acquiror Stock Price 4 Weeks after Announcement: Closing stock price of acquiror’s common stock on primary stock exchange 4 weeks after original announcement date (DAO) of the deal in US dollars. APR4WKA is available for US-based acquirors only.

**APR60DAYA**

Acquiror Stock Price 60 Days after Announcement: Closing stock price of acquiror’s common stock on primary stock exchange 60 days after original announcement date (DAO) of the deal in US dollars. APR60DAYA is available for US-based acquirors only.

**APR90DAYA**

Acquiror Stock Price 90 Days after Announcement: Closing stock price of acquiror’s common stock on primary stock exchange 90 days after original announcement date (DAO) of the deal in US dollars. APR90DAYA is available for US-based acquirors only.

**APRDAY**

Acquiror Stock Price on Announcement Day: Closing stock price of acquiror’s common stock on primary stock exchange on original announcement date (DAO) of the deal in US dollars.
APREMIUMS
Acquiror Insurance Premiums: Value of revenue resulting from insurance premiums for acquiring company on ($mil).

APROVINCE
Canadian Province of Acquiror: Province that a Canadian acquiror is located in.
AB = Alberta
BC = British Columbia
MB = Manitoba
NB = New Brunswick
NF = Newfoundland
NT = Northwest Territories
NS = Nova Scotia
ON = Ontario
PE = Prince Edward Island
PQ = Quebec
SK = Saskatchewan
YT = Yukon

APRSHARE
Acquiror Price Per Share 1 Day Prior to Announcement: Closing share price of a public acquiror one day prior to the announcement of a deal in which the acquiror is issuing shares in itself as consideration. In deals where the number of shares being issued is amended, this price will be the closing share price one day prior to the announcement of the amended terms.

APTINC
Acquiror Pre-tax Income: Profits or earnings before income taxes and minority interest for the 12 months ending on the date of the most recent financial information prior to the announcement of the transaction ($mil).

APUB
Acquiror Public Status: Public status of acquiring company: public, private, subsidiary, joint venture, government owned.

APUBC
Acquiror Public Status Code: Public status code of acquiring company: P=public, V=private, S=subsidiary, JV=joint venture, G=government owned.
APUBLICLONG
Acquiror Public Status Long: Form of ownership of the acquiring company at the time of the transaction.

ARATE
Acquiror Financials Exchange Rate: Exchange rate of the acquiring company’s financial values.

ASALES
Acquiror Net Sales Last 12 Months: Net sales of acquiring company for the last 12 months ($mil). Sales are the primary source of revenue after taking into account returned goods and allowances for price reductions. If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.

ASI
Significant Individuals: Significant individuals in the acquiring group e.g. Mario Gabelli.

ASIC
Acquiror SIC Codes: All SIC codes for the acquiring company listed down the page. TF assigns up to 10 SIC codes to each acquiring company, the first being its primary line of business and the ensuing 9 being any small side lines the company is involved in.

ASIC2
Acquiror SIC Codes (All on One Line): All SIC codes for the acquiring company listed on one line. TF assigns up to 10 SIC codes to each acquiring company, the first being its primary line of business and the ensuing 9 being any small side lines the company is involved in.

ASICD
SIC Code Descriptions: Description of SIC codes for acquiror's line of business.

ASICODE
Significant Individual Codes: Codes for significant individuals in the acquiring group e.g. GA: Mario Gabelli.

ASICP
Acquiror Primary SIC Code: SIC code for acquiror's primary line of business.
**ASICPDESC**

Acquiror Primary SIC Code Description: Description of SIC code for acquiror's primary line of business.

**ASSET_SWAP**

Asset Swap Flag (Y/N): A yes/no flag set to yes to indicate a transaction in which assets are being swapped in exchange for assets.

**ASSETS**

Acquiror Total Assets: Includes current assets, long-term investments and funds, net fixed assets, tangible assets, and deferred charges ($mil). Equals total liabilities plus shareholders' equity plus minority interest.

**AST**

Acquiror State: State in which the acquiring company is located.

**ASTATERGN**

Acquiror State Region: State region in which the acquiring company is located, e.g. Mideast, Southeast.

**ASTC**

Acquiror State Code: Code for the state in which the acquiring company is located.

**ASTDBT**

Acquiror Short-Term Debt: All debt due in the current year, including current maturities of long-term debt, notes payable, and current portion of capital lease obligations, as of the date of the most current financial information prior to the announcement of the transaction ($mil). For banks, ASTDBT includes deposits, repurchase agreements, commercial paper, federal funds bought, and bankers' acceptances.

**ASTI**

Acquiror State of Incorporation: State where acquiring company is incorporated.

**ASTIC**

Acquiror State of Incorporation Code: Code for state where acquiring company is incorporated.
Acquiror State of Incorporation Region: State region where acquiring company is incorporated e.g. Mideast, Southeast.

**ASTIRC**

Acquiror State of Incorporation Region Code: Code for state region where acquiring company was incorporated, e.g. ME: Mideast, SE: Southeast.

**ASTR**

Acquiror Street Address: Street address of acquiring company at time of transaction.

**ASTRC**

Acquiror State Region Code: Code for state region in which the acquiring company is located, e.g. ME: Mideast, SE: Southeast.

**ASTRDBT**

Acquiror Straight Debt: Non-convertible debt due at least one year from the date of the most recent financial information prior to the announcement of the transaction ($mil). If long-term debt is not divided into convertible and straight debt, the debt figures are put into ASTRDBT. ASTRDBT includes non-current portion of capital lease obligations, but does not include deferred taxes.

**ASUBSCRIBERS**

Acquiror Subscribers/Circulation: Number of subscribers of acquiring company. Includes Sunday circulation of newspaper (if not available, then daily circulation), magazine circulation, cable TV system basic subscribers, or number of credit card holders.

**ASUPRANATIONAL**

Acquiror Supranational Flag (Y/N): Y: A yes/no flag set to yes when the acquiror is a member of one of the following groups: all United Nations (i.e. World Trade Organization), International Bank for Reconstruction and Development (the World Bank), Bank of International Settlements, European Fee Trade Association, European Nuclear Research Centre, European Space Agency, European Telecommunications Satellite Organization Intergovernmental Organizations (i.e. The OECD), International commodity organizations (i.e. the Organization of Petroleum Exporting Countries (OPEC)), Regional Development Banks (i.e. the European Bank for Reconstruction and Development, the Inter American Development Bank), or others such as The International Red Cross, International Satellite Organization (Intelsat) and the International Maritime Satellite Organization (Inmarsat).
Acquiror Total Assets Last 12 Months: Includes current assets, long-term investments and funds, net fixed assets, tangible assets, and deferred charges ($mil). Equals total liabilities plus shareholders’ equity plus minority interest.

**ATAXES**

Acquiror Income Taxes: Income taxes paid by or refunded to the acquiring company in the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil).

**ATERM**

Acquiror Termination Fee Flag. A Yes/No flag set to 'Y' when the acquiror is liable to pay a termination fee to the target.

**ATERMFEE**

Acquiror Termination Fee: Fee acquiror pays to target if the deal is not completed.

**ATIC**

Acquiror Ticker Symbol: Ticker symbol of acquiring company.

**ATF_MACRO_CODE**

Acquiror Macro Industry (Code): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

**ATF_MACRO_DESC**

Acquiror Macro Industry (Description): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

**ATF_MID_CODE**

Acquiror Mid Industry (Code): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

**ATF_MID_DESC**

Acquiror Mid Industry (Description): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications.
grouped by 14 macro-level categories.

**ATLIA**

Acquiror Total Liabilities: Includes all liabilities and debt owed by the company at ADFIN ($mil)

**ATT**

Attitude of the Transaction: Attitude or recommendation of the target company's management or board of directors toward the transaction; e.g., Hostile. SEE ATTC.

**ATTC**

Attitude Code of the Transaction: Code for the attitude or recommendation of the target company's management or board of directors toward the transaction:
F=Friendly (the board recommends the offer); H=Hostile (the board officially rejects the offer but the acquiror persists with the takeover); N=Neutral (the management of the target has nothing to do with the transaction); X=Not Applicable (the attitude of the board is not applicable, i.e. open market repurchases, splits off and spinoffs); U=Unsolicited (the offer is a surprise to the target’s board and has not yet given a recommendation).

**AUP**

Acquiror Ultimate Parent CUSIP: A 6-character, unique identifier for the acquiring company's ultimate parent.

**AUP_MACRO_CODE**

Acquiror Ultimate Parent Macro Industry (Code): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

**AUP_MACRO_DESC**

Acquiror Ultimate Parent Macro Industry (Description): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

**AUP_MID_CODE**

Acquiror Ultimate Parent Mid Industry (Code): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.
AUP_MID_DESC

Acquiror Ultimate Parent Mid Industry (Description): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

AUPASXC

Acquiror Ultimate Parent Australian Stock Exchange Industry (Code): Code used to describe the industry of the acquiror’s ultimate parent if the ultimate parent is Australian. These codes are used only for Australian companies that are public.

AUPBUSS

Acquiror Short Business Description: Indicates the primary business of the acquiring company's ultimate parent.

AUPCIDGEN

Acquiror Ultimate Parent CIDGEN: A computer generated nine digit number used to identify the ultimate parent of the acquiror in a transaction.

AUPCITY

Acquiror Ultimate Parent City: City of acquiring company's ultimate parent.

AUPEXCHCODE

Acquiror Ultimate Parent Stock Exchange (Code): Code indicating the primary stock exchange on which the acquiror’s ultimate parent’s common stock trades.

AUPFINANCIAL

Acquiror Ultimate Parent is a Financial Sponsor (Y/N). A yes/no flag set to yes when the ultimate parent of the acquiror in a transaction is a financial sponsor. Financial sponsors are companies that engage in private equity or venture capital transactions using capital raised by investors. A company is considered a financial sponsor when it engages in non-strategic acquisitions acting as a financial buyer.

AUPHTECH

Acquiror Ultimate Parent High Tech Codes: Describes high technology industry of the acquiring company's ultimate parent.

AUPINC

Acquiror Ultimate Parent Industry (Code): Two character codes describing the industry of the acquiror’s ultimate parent.
AUPINGC
Acquiror Ultimate Parent Industry Group (Code): Code identifying what industry group the acquiror’s ultimate parent is a part of.

AUPLBOFIRM
Acquiror Ultimate Parent is an LBO Firm Flag (Y/N): A yes/no flag set to yes when the acquiror’s ultimate parent is an LBO firm.

AUPNAICP
Acquiror Ultimate Parent Primary NAIC (Code): NAIC code of the acquiring company’s ultimate parent’s primary line of business.

AUPNAMES
Acquiror Ultimate Parent Name: Name of the acquiror’s ultimate parent.

AUPNAT
Acquiror Ultimate Parent Nation: Nation of acquiring company's ultimate parent.

AUPNATC
Acquiror Ultimate Parent Nation Code: The code for the nation in which the acquiring company's ultimate parent is located e.g. UK, FR.

AUPNATREGC
Acquiror Ultimate Parent Nation Region (Code): Nation Region code of the acquiring company's ultimate parent, e.g. EU: Europe.

AUPNATREGL
Acquiror Ultimate Parent Nation Region Code: Nation region code of the acquiring company's ultimate parent, e.g. EU: Europe.

AUPPHONE
Acquiror Ultimate Parent Phone Number: Phone number of the acquiring company's ultimate parent at the time of transaction.

AUPPNATREGC
Acquiror Ultimate Parent Primary Nation Region (Code): Primary nation region code of the acquiring company's ultimate parent, e.g. EU: Europe.
**AUPPNATREGL**

Acquiror Ultimate Parent Nation Region (Code): Nation Region code of the acquiring company's ultimate parent, e.g. EU: Europe.

**AUPPUB**

Acquiror Ultimate Parent Public Status: Public status of acquiring company's ultimate parent: public, private, subsidiary, joint venture or government owned.

**AUPPUBC**


**AUP_PUB_MID**

Acquiror's Ultimate Parent Mid Level Public Status describing a more defined form of ownership of the acquiror's ultimate parent at the time of the transaction.

- **Public Public** - A company that is 100% publicly traded or a majority of the common/ordinary shares are traded on a stock exchange and there is NO majority parent
- **Public Government** - Any portion of the company trades, with the government holding a majority interest (50% or more)
- **Public Subsidiary** - Any portion of the company trades, with the majority (50% or more) held by a parent company
- **Public Fund** - A fund that trades on an exchange
- **Public Trust** - A trust that trades on an exchange
- **Public Unlisted** - For Australian companies only - a private company where the number of shareholders exceeds a certain limit such that legislation classifies them as public companies subject to public company disclosure
- **Private Private** - A company that is private (shares not traded on a public exchange) (owned by an individual(s) or family) or has a parent of less than 50% where that parent is NOT a government
- **Private Government** - A company whose shares are not publicly traded in which the government owns a stake of less than 50%
- **Private SPV** - Any SPV that does not have a parent owning 50% or more, or where a parent can not be identified
- **Private Fund** - Any fund that does not have a parent owning 50% or more and that does not trade
- **Private Trust** - Any trust that does not have a parent owning 50% or more and that does not trade
- **Private LBO Acquisition Vehicle** - Any company set up for the sole purpose of carrying out an LBO not traded on a public stock exchange or with a parent owning 50% or more. One shot acquisition vehicles.
Government Government - A entity that is 50% or more owned by the government and is not publicly traded

Government Branch - A government division, branch or operations that is being sold off

Government Asset - A government (tangible) asset that is being sold off

JV JV - A company that by legal definition is a Joint Venture (having 2 or more parents each owning a stake and working together on a joint project, company or effort)

JV Asset - A (tangible) asset that a joint venture is selling off

Individual Individual - A person/investor (same as current investor)

Mutual Mutual - Companies whose ownership and profits are distributed among members in proportion to the amount of business they do with the company (same as current mutual)

Subsidiary Subsidiary - An entity with a parent of 50% or more that is NOT publicly traded on a stock exchange and the parent is not a government

Subsidiary SPV - An SPV with a parent owning 50% or more

Subsidiary Fund - A fund with a parent owning 50% or more

Subsidiary Trust - A trust with a parent owning 50% or more

Subsidiary Branch - A branch/division/operations being sold off by a parent

Subsidiary Asset - A (tangible) asset being sold off by a parent that is not a JV or government

AUPSEDOL

Acquiror Ultimate Parent’s SEDOL: Stock Exchange Daily Official List. A 7-character unique identifier used if the acquiror’s ultimate parent is traded on the London Stock Exchange or other exchanges in the U.K.

AUPSIC

Acquiror Ultimate Parent SIC Codes: The SIC codes of the acquiring company's ultimate parent.

AUPSICP

Acquiror Ultimate Parent Primary SIC Codes: Primary SIC codes of the acquiring company's ultimate parent.

AUPSTATE


AUPSTC
Acquiror Ultimate Parent State (Code): Code for the state in which the acquiring company’s ultimate parent’s headquarters is located.

**AUPSTREET1**

Acquiror Ultimate Parent Street Address (Line 1): Line 1 of acquiring company's ultimate parent street address.

**AUPSTREET2**

Acquiror Ultimate Parent Street Address (Line 2): Line 2 of acquiring company's ultimate parent's street address.

**AUPTIC**

Acquiror Ultimate Parent Ticker Symbol: Ticker symbol of acquiring company's ultimate parent.

**AUPVEIC**

Acquiror Ultimate Parent Venture Economics Industry (Code): Pertaining to the ultimate parent company of an acquiror; the line of business(es) using the Venture Economics Industry Code (VEIC) classification as defined by Thomson Financial. VEIC’s, the industry standard in the private equity market, are detailed industry classifications that focus on emerging technologies, life sciences and other industries that private equity firms invest in.

**AUPVEICP**

Acquiror Ultimate Parent Primary Venture Economics Industry (Code): Pertaining to the ultimate parent company of an acquiror; the main line of business using the Venture Economics Industry Code (VEIC) classification as defined by Thomson Financial. VEIC’s, the industry standard in the private equity market, are detailed industry classifications that focus on emerging technologies, life sciences and other industries that private equity firms invest in.

**AUPZIP**

Acquiror Ultimate Parent Zip Code: Zip code of acquiring company's ultimate parent street address.

**AVEIC**

Acquiror Venture Economics Industry (Code): An acquiring company’s line of business(es) using the Venture Economics Industry Code (VEIC) classification as defined by Thomson Financial. VEIC’s, the industry standard in the private equity market, are detailed industry classifications that focus on emerging technologies, life sciences and other industries that private equity firms invest in.
AVEICP

Acquiror Primary Venture Economics Industry (Code): An acquiring company’s main line of business using the Venture Economics Industry Code (VEIC) classification as defined by Thomson Financial. VEIC’s, the industry standard in the private equity market, are detailed industry classifications that focus on emerging technologies, life sciences and other industries that private equity firms invest in.

AVENTURE

Acquiror Venture Economics Industry: Describes acquiring company's venture economics industry.

AWK

Acquiror is White Knight Flag: Y’ indicates that an acquiror has made a friendly offer or has reached an agreement to acquire a target that is currently the subject of a hostile or unsolicited offer by another company; acquiror is a White Knight. A ‘Squire’ is very similar to a ‘White Knight’, the only difference being that the ‘Squire’ only acquires a blocking minority stake and does not acquire a majority. The result is the same however; the hostile bid is thwarted.

A_POSTMERGE_OWN_PCT

Percent Owned by Acquiror Post Merger: The percentage of a company held by the acquiror upon completion of a merger. This data item will be populated if the merger results in the formation of a new company and the percentages held by former target and acquiror shareholders have been disclosed, or in reverse takeovers. In reverse takeovers, if the post merger percentage owned is not disclosed, Thomson Financial will calculate the percentage if the number of shares issued and current number of shares outstanding is available in public disclosure.

AZIP

Acquiror ZIP Code or Postal Code: ZIP code or postal code of acquiring company at time of transaction.

BAA_BACODE

Target or Acquiror Advisors: For search purposes only, to print use TAC for the target advisor's code or AAC for the acquiror advisor code.

BACKEND

Backend Poison Pill Flag: Yes/No flag set to 'Y' if the target has a back-end poison pill. This is similar to a flip-in plan, although its objectives differ. In a back-end plan, each common stock holder receives a right for each share owned that entitles them to exchange each share for a note that matures within a short period of time (usually one year), upon the occurrence of a triggering event. The purpose of the back-end plan is to maximize shareholder value in the event of a merger or business
combination by ensuring a minimum acceptance price. In essence, the plan is not
designed to prevent a takeover but to ensure a properly negotiated value for the
company and its stockholders. The plan will not be exercisable once the acquirer,
having reached a certain level of ownership, offers to purchase the remainder of the
outstanding shares at the price set by the plan.

**BADV_ADD_DATE**

Date Either Target/Acquiror Advisor Added: Date corresponding to when a firm was
added as an advisor to either the target or acquiror.

**BASSIGNCODE**

Target or Acquiror Advisor Assignments (Codes): Code for assignments performed
by the target or acquiror company's financial advisor(s). Assignments are:

- Arranged Financing (AF)
- Advised Termination (AT)
- Dealer Manager (DM)
- Equity Participant (EP)
- Advisor (FA)
- Fairness Opinion (FO)
- Initiated Deal (ID)
- Lead Underwriter (LU)
- No Investment Bank (NR)
- Provided Financing (PF)
- Represented Board (RB)
- Represented Claimants (RC)
- Represented Bondholders (RD)
- Represented Government (RG)
- Represented Shareholders (RH)
- Represented Seller (RL)
- Represented Major Holder (RM)
- Underwriter (U)

**BATOMB**

Target or Acquiror Tombstone Dates.

**BCUSIP**

Target or Acquiror CUSIP: For search purposes, to print the CUSIPs use TCU
(Target CUSIP) and ACU (Acquiror CUSIP).

**BCUTIC**

Target/Acquiror/Seller/Investor Codes: For search purposes, will return all deals
where the selected company was either a target, acquiror, seller, investor, or parent in
a deal.
**BEDS**

Target Total Hospitals Beds: Number of hospital beds owned or operated by target.

**BEXCHANGE**

Target or Acquiror Stock Exchange: Primary stock exchange on which target or acquiror trades. This item is for search purposes only, to print use TEXCH (for the target) or AEXCH (for the acquiror).

**BEXCHC**

Target or Acquiror Stock Exchange Code: Code for the primary stock exchange on which either the target or acquiring company trades. This item is for search purposes only, to print use TEXCHC for the target, or AEXCHC for the acquiror.

**BFEEAMT**

Target or Acquiror Fee Amount Per Advisor: Amount of the fee paid to either the target or acquiror's advisor(s) by assignment, in millions of US dollars. This item is for search purposes only, to print use TFAMT for the target, or AFAMT for the acquiror.

**BFEECODE**

Target or Acquiror Fee Assignment Code: Codes indicating the target or acquiror's advisor(s) role in the transaction. This item is for search purposes only, to print use TFC for the target, or AFC for the acquiror.

**BIDCOUNT**

Number of Bidders: The number of entities (including the acquiror) bidding for a target. Also, the number of challenging deals for one target. For deals with only one bidder (ie. no challenger), Number of Bidders will be 1. Deals for the other bidders can be seen by reporting on the Related M&A Deal set of data items.

**BIDDATE**

Australian Mergers: Bid Date: The actual date when the acquiror in a tender offer lodges its “Bidder Statement” with the Australian Securities and Investments Commission. The bidder statement contains the formal terms of the offer.

**BID_TYPE_DESCR**

Australian Mergers: Bid Type Description: Long description of the type of Bid the acquiror made.

**BIDTYPE**
Australian Mergers: Bid Type Code: A code representing the type of Bid the acquiror has made.

Type A: Bidder’s Statement: The offer will be done “off the market” via privately negotiated transactions.

Type C: On-Market Bidder’s Statement: The offer will be done “on the market” via open-market transactions.

Type S: Scheme of Arrangement: The offer will be done via a Scheme of Arrangement.

BILL

Target Advertising Billings: Revenues resulting from advertising billings $mil) if target is an advertising agency

BLEGALLONG

Target or Acquiror Legal Advisor: Name of the law firm that is advising the target or acquiror on a deal.

BLOCK

Block Purchase Flag: Yes/No flag set to ‘Y’ indicates that a company is repurchasing shares or acquiring a stake in a public company from a third party through private negotiations.

BMAINDUSTRY

Target or Acquiror Industries: Description of the primary industry of the target or acquiring company. This item is for search purposes only, to print use AIN for the acquiror, or TIN for the target.

BMAINDUSTRYCODE

Target or Acquiror Industry Codes: Code for the primary industry of the target or acquiring company. This item is for search purposes only, to print use TINC, for the target, or AINC for the acquiror.

BMAINDUSTRYGRDESC

Target or Acquiror Industry Groups: General industry group of the target or acquiror's primary industry. This item is for search purposes only, to print use AINGD for the acquiror, or TINGD for the target.

BMAINDUSTRYGROUP

Target or Acquiror Industry Group Codes: Two character codes describing the primary industry of the target or acquiring company. This item is for search purposes only, to print use AINC, for the acquiror, or TINC for the target.
**BNAICP**

Target or Acquiror Primary NAIC (Code): NAIC code of the target or acquiror’s primary line of business.

**BNATION**

Target or Acquiror Nations: Nation in which the target or acquiror's primary business is located at the announcement date of the transaction. This item is for search purposes only, to print use TNAT for the target, and ANAT for the acquiror.

**BNATIONCODE**

Target or Acquiror Nation Codes: Code for the nation in which the target or acquiror's primary business is located at the announcement date of the transaction. This item is for search purposes only, to print use TNATC for the target, or ANATC for the acquiror.

**BNATREGC**

Target or Acquiror Nation Region Codes: Nation Region code of the Target or Acquiror. This item is for search purposes only, to print use TNATRC for the target, or ANATRC for the acquiror.

**BNATREGL**

Target and Acquiror Nation Region Description.

**BNKRUPT**

Bankruptcy Flag: Yes/No flag set to 'Y' when the target company is bankrupt or goes bankrupt during the transaction.

**BOTH_PUB_MID**

Both the acquiror's and target's Ultimate Parent Mid Level Public Status describing a more defined form of ownership of the acquiror and target's ultimate parent at the time of the transaction

Public Public - A company that is 100% publicly traded or a majority of the common/ordinary shares are traded on a stock exchange and there is NO majority parent

Public Government - Any portion of the company trades, with the government holding a majority interest (50% or more)

Public Subsidiary - Any portion of the company trades, with the majority (50% or more) held by a parent company

Public Fund - A fund that trades on an exchange

Public Trust - A trust that trades on an exchange
Public Unlisted - For Australian companies only - a private company where the number of shareholders exceeds a certain limit such that legislation classifies them as public companies subject to public company disclosure

Private Private - A company that is private (shares not traded on a public exchange) (owned by an individual(s) or family) or has a parent of less than 50% where that parent is NOT a government

Private Government - A company whose shares are not publicly traded in which the government owns a stake of less than 50%

Private SPV - Any SPV that does not have a parent owning 50% or more, or where a parent can not be identified

Private Fund - Any fund that does not have a parent owning 50% or more and that does not trade

Private Trust - Any trust that does not have a parent owning 50% or more and that does not trade

Private LBO Acquisition Vehicle - Any company set up for the sole purpose of carrying out an LBO not traded on a public stock exchange or with a parent owning 50% or more. One shot acquisition vehicles.

Government Government - A entity that is 50% or more owned by the government and is not publicly traded

Government Branch - A government division, branch or operations that is being sold off

Government Asset - A government (tangible) asset that is being sold off

JV JV - A company that by legal definition is a Joint Venture (having 2 or more parents each owning a stake and working together on a joint project, company or effort)

JV Asset - A (tangible) asset that a joint venture is selling off

Individual Individual - A person/investor (same as current investor)

Mutual Mutual - Companies whose ownership and profits are distributed among members in proportion to the amount of business they do with the company (same as current mutual)

Subsidiary Subsidiary - An entity with a parent of 50% or more that is NOT publicly traded on a stock exchange and the parent is not a government

Subsidiary SPV - An SPV with a parent owning 50% or more

Subsidiary Fund - A fund with a parent owning 50% or more

Subsidiary Trust - A trust with a parent owning 50% or more

Subsidiary Branch - A branch/division/operations being sold off by a parent

Subsidiary Asset - A (tangible) asset being sold off by a parent that is not a JV or government

**BPNATREGC**

Target and Acquiror Primary Nation Region Codes: Primary Nation Region code of
the Target or Acquiror.

**BPNATREGL**

Target or Acquiror Nation Region: Nation Region of the Target or Acquiror. This item is for search purposes only, to print use TNATR for the target, or ANATR for the acquiror. SEE BPNATREGC.

**BPUBLIC**

Target or Acquiror Public Status: public, private, subsidiary, joint venture, or government owned.

**BPUBLICCODE**


**BR**

Target Branches/Retail Outlets: The number of branches or outlets of retail establishments owned or operated by target including restaurants, hospitals, TV and radio stations, movie screens, and financial company branches, but does not include the number of bank ATMs.

**BRANCHADD**

Target Branch Address: Full Address of any branch sold in an M&A transaction.

**BSDEFER**

Target Deferred Income Taxes and Charges for the Last 12 Months ending on the date of the most current financial information prior to the announcement of the deal ($mil) as reported on the balance sheet.

**BSDEFER1**

Target Deferred Income Taxes and Charges for the most recent fiscal year prior to the announcement of the transaction ($mil) as reported on the balance sheet.

**BSDEFER2**

Target Deferred Income Taxes and Charges for the fiscal year 2 years prior to the announcement of the transaction ($mil) as reported on the balance sheet.

**BSDEFER3**

Target Deferred Income Taxes and Charges for the fiscal year 3 years prior to the announcement of the transaction ($mil) as reported on the balance sheet.
**BSDEFER4**
Target Deferred Income Taxes and Charges for the fiscal year 4 years prior to the announcement of the transaction ($mil) as reported on the balance sheet.

**BSDEFER5**
Target Deferred Income Taxes and Charges for the fiscal year 5 years prior to the announcement of the transaction ($mil) as reported on the balance sheet.

**BSDEFERFQ**
Target Deferred Income Taxes and Charges for the same interim period corresponding to BSDEFERLQ, but in the previous fiscal year ($mil) as reported on the balance sheet.

**BSDEFERLQ**
Deferred Income Taxes and Charges for the most recent interim period prior to the announcement of the transaction ($mil) as reported on the balance sheet. Most recent interim period is the one ending on DFIN.

**BSIC**
Target or Acquiror SIC Codes.

**BSICDESC**
Target or Acquiror SIC Code Descriptions.

**BSICP**
Target or Acquiror Primary SIC Codes.

**BSIGIND**
Target or Acquiror Significant Individuals.

**BSIGINDCODE**
Target/Acquiror Significant Individual Codes.

**BSTATE**
Target or Acquiror States: State in which target or acquiror are located at the time of the transaction.
**BSTATECODE**

Target or Acquiror State Codes: Code for the state in which target or acquiror is located at the time of the transaction. Please note this data item is only valid for search purposes. To print the state codes for the two parties use STC (Target State Code) and ASTC (Acquiror State Code).

**BSTATEINC**

Target or Acquiror State of Incorporation: State in which the target or acquiror is incorporated at the time of the transaction. Please note this data item is for search purposes only. Use STI (Target State of Incorporation) and ASTI (Acquiror State of Incorporation).

**BSTATEINCCODE**

Target or Acquiror State of Incorporation Code: Code for the state of incorporation for the target or acquiring company. Please note this item is used for search purposes only to print use STIC (Target State of Incorporation Code) and ASTIC (Acquiror State of Incorporation Code).

**BSTATEINCREG**

Target or Acquiror State of Incorporation Region: World region where target or acquiring company is located at the time of the transaction. Please note this item is used for search purposes only.

**BSTATERGN**

Target or Acquiror State Region.

**BSTATERGNCODE**

Target or Acquiror State Region Codes.

**BTF_MACRO_CODE**

Target or Acquiror Macro Industry (Code): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

**BTF_MACRO_DESC**

Target or Acquiror Macro Industry (Description): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.
**BTF_MID_CODE**
Target or Acquiror Mid Industry (Code): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

**BTF_MID_DESC**
Target or Acquiror Mid Industry (Description): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

**BSTINCRGNCODE**
Target or Acquiror State Region Codes.

**BTIC**
Target or Acquiror Ticker Symbols.

**BTOTFEENEG**
Target or Acquiror Fees Per Advisor.

**BUYSIDE_INVOLV_YN**
Buyside: Financial Sponsor Activity: This data item will retrieve M&A transactions that satisfy any one of the following conditions:
- If the Acquiror, Investor, Immediate/Ultimate Parent of Acquiror or Immediate Ultimate Parent of Investor is a Financial Sponsor.
- If the Acquiror, Investor, Immediate/Ultimate Parent of Acquiror or Immediate/Ultimate Parent of Investor is a Venture Capital Firm or a Private Equity Investor (SDC definition VEIC code+9254).

**BV**
Target Book Value Per Share: Equals common equity divided by the actual number of common shares outstanding as of the date of the most current financial information prior to the announcement of the transaction ($ per share).

**BV1**
Target Book Value Per Share in Year 1: Equals common equity divided by the actual number of common shares outstanding at the end of the most recent fiscal year prior to the announcement of the transaction ($ per share).
**BV2**

Target Book Value per Share in Year 2: Equals common equity divided by the actual number of common shares outstanding at the end of the fiscal year 2 years prior to the announcement of the transaction ($ per share).

**BV3**

Target Book Value per Share in Year 3: Equals common equity divided by the actual number of common shares outstanding at the end of the fiscal year 3 years prior to the announcement of the transaction ($ per share).

**BV4**

Target Book Value per Share in Year 4: Equals common equity divided by the actual number of common shares outstanding at the end of the fiscal year 4 years prior to the announcement of the transaction ($ per share).

**BV5**

Target Book Value per Share in Year 5: Equals common equity divided by the actual number of common shares outstanding at the end of the fiscal year 5 years prior to the announcement of the transaction ($ per share).

**BVEIC**

Target or Acquirer VEIC (Code): Four-digit code assigned by TF to classify the target’s or acquirer’s main business activities. There are more VEIC codes than SIC and NAIC as VEIC classifies the industries into narrower ranges.

**BVFQ**

Target Book Value per Share Same Interim Period Prior Year: Equals common equity divided by the actual number of common shares outstanding at the end of the same interim period corresponding to BVLQ, but in the previous fiscal year ($ per share).

**BVLQ**

Target Book Value per Share Most Recent Interim Period: Equals common equity divided by the actual number of common shares outstanding at the end of the most recent interim period prior to the announcement of the transaction. The most recent interim period is the most recent 3, 6 or 9 month period ending on DFIN.

**BVPREM**

Premium of Offering Price over Target Book Value Per Share: Premium, expressed as a percentage, of the offering price in the deal to the target book value per share as of the date of the most current financial information prior to the announcement of the transaction.
C6
The number of common shares purchased within 6 months prior to announcement of transaction.

CACQ
Common Shares Acquired: Number of common shares acquired in the transaction, recorded only after the transaction is completed.

CACT
Actual Shares Outstanding of Target: Number of common shares outstanding as of the date of announcement, excluding options, warrants, and convertibles.

CAP
Target Capitalization: Short-Term Debt + Long-Term Debt + Shareholders’ Equity as of the date of the most current financial information prior to the announcement of the transaction ($mil)

CAPEX
Target Capital Expenditures Last 12 Months: Gross purchase or purchases of property, plant, and equipment for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil).

CAPEX1
Target Capital Expenditures 1 Year Prior: Gross purchases of property, plant, and equipment for the most recent fiscal year prior to the announcement of the transaction ($mil).

CAPEX2
Target Capital Expenditure 2 Years Prior: Gross purchases of property, plant, and equipment for the fiscal year 2 years prior to the announcement of the transaction ($mil).

CAPEX3
Target Capital Expenditure 3 Years Prior: Gross purchases of property, plant, and equipment for the fiscal year 3 years prior to the announcement of the transaction ($mil).

CAPEX4
Target Capital Expenditure 4 Years Prior: Gross purchases of property, plant, and
equipment in the fiscal year 4 years prior to the announcement of the transaction ($mil).

**CAPEX5**

Target Capital Expenditure 5 Years Prior: Gross purchases of property, plant, and equipment in the fiscal year 5 years prior to the announcement of the transaction ($mil).

**CAPEXFQ**

Target Capital Expenditures Same Interim Period Prior Year: Gross purchases of property, plant, and equipment in same interim period corresponding to CAPEXLQ, but in the previous fiscal year ($mil).

**CAPEXLQ**

Target Capital Expenditures Most Recent Interim Period: Gross purchases of property, plant, and equipment in most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**CAPNOSTD**

Target Capitalization excluding Short-Term Debt: Long-Term Debt + Shareholders' Equity ($mil).

**CASH**

Target Cash and Marketable Securities: Cash and the temporary investment vehicles for cash, including commercial paper and short-term government securities, as of the date of the most current financial information prior to the announcement of the transaction ($mil). For banks, CASH does not include loans, but does include federal funds sold.

**CASH1**

Target Cash and Marketable Securities 1 Year Prior: Cash and the temporary investment of cash, including commercial paper and short-term government securities, at the end of the most recent fiscal year prior to the announcement of the transaction ($mil). For banks, Cash does not include loans, but does include federal funds sold.

**CASH2**

Target Cash and Marketable Securities 2 Years Prior: Cash and the temporary investment of cash, including commercial paper and short-term government securities, at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil). For banks, Cash does not include loans, but does include federal funds sold.
**CASH3**

Target Cash and Marketable Securities 3 Years Prior: Cash and the temporary investments of cash, including commercial paper and short-term government securities, at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil). For banks, Cash does not include loans, but does include federal funds sold.

**CASH4**

Target Cash and Marketable Securities 4 Years Prior: Cash and the temporary investments of cash, including commercial paper and short-term government securities, at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil). For banks, Cash does not include loans, but does include federal funds sold.

**CASH5**

Target Cash and Marketable Securities 5 Years Prior: Cash and the temporary investments of cash, including commercial paper and short-term government securities, at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil). For banks, Cash does not include loans, but does include federal funds sold.

**CASHFQ**

Target Cash and Marketable Securities Same Interim Period Prior Year: Cash and the temporary investments of cash, including commercial paper and short-term government securities, at the end of the same interim period corresponding to CASHLQ, but in the previous fiscal year ($mil). For banks, Cash does not include loans, but does include federal funds sold.

**CASHLQ**

Target Cash and Marketable Securities Most Recent Interim Period: Cash and the temporary investments of cash, including commercial paper and short-term government securities, at the end of the most recent interim period prior to the announcement of the transaction ($mil). For banks, Cash does not include loans, but does include federal funds sold. The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**CASS**

Target Current Assets: Cash and assets which will be turned into cash in the near future (typically within 1 year) as of the date of the most current financial information prior to the announcement of the transaction ($mil). CASS includes cash, marketable securities, accounts receivable, inventories, and prepaid expenses.
CASS1
Target Current Assets 1 Year Prior: Cash and assets which will be turned into cash in the near future (typically within 1 year) at the end of the most recent fiscal year prior to the announcement of the transaction ($mil). CASS includes cash, marketable securities, accounts receivable and prepaid expenses.

CASS2
Target Current Assets 2 Years Prior: Cash and assets which will be turned into cash in the near future (typically within 1 year) at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil). CASS includes cash, marketable securities, accounts receivable and prepaid expenses.

CASS3
Target Current Assets 3 Year Prior: Cash and assets which will be turned into cash in the near future (typically within 1 year) at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil). CASS includes cash, marketable securities, accounts receivable and prepaid expenses.

CASS4
Target Current Assets 4 years Prior: Cash and assets which will be turned into cash in the near future (typically within 1 year) at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil). CASS includes cash, marketable securities, accounts receivable and prepaid expenses.

CASS5
Target Current Assets 5 Years Prior: Cash and assets which will be turned into cash in the near future (typically within 1 year) at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil). CASS includes cash, marketable securities, accounts receivable and prepaid expenses.

CASSFQ
Target Current Assets Same Interim Period Prior Year: Cash and assets which will be turned into cash in the near future (typically within one year) at the end of the same interim period corresponding to CASSLQ, but in the previous fiscal year ($mil). CASS includes cash, marketable securities, accounts receivable, inventories, and prepaid expenses.

CASSSLQ
Target Current Assets Most Recent Interim Period: Cash and assets which will be turned into cash in the near future (typically within one year) at the end of the most recent interim period prior to the announcement of the transaction ($mil). CASS includes cash, marketable securities, accounts receivable, inventories, and prepaid expenses. The most recent interim period is the most recent 3, 6, or 9 month period.
ending on DFIN.

**CAUTH**

Common Shares Authorized by Target: Number of common shares authorized as of the date of announcement.

**CF**

Target EBITDA Last 12 Months: Earnings before interest, taxes, depreciation and amortization for the last 12 months ending on the date of the most current financial information prior to the transaction ($mil). \((\text{EBIT} + \text{DEPNA})\)

**CF1**

Target EBITDA 1 Year Prior: Earnings before interest, taxes, depreciation and amortization for the most recent fiscal year prior to the announcement of the transaction ($mil). \((\text{EBIT1} + \text{DEPNA1})\)

**CF2**

Target EBITDA 2 Years Prior: Earnings before interest, taxes, depreciation and amortization for the fiscal year 2 years prior to the announcement of the transaction ($mil). \((\text{EBIT2} + \text{DEPNA2})\)

**CF3**

Target EBITDA 3 Years Prior: Earnings before interest, taxes, depreciation and amortization for the fiscal year 3 years prior to the announcement of the transaction ($mil). \((\text{EBIT3} + \text{DEPNA3})\)

**CF3YGR**

Target EBITDA 3-Year Growth Rate: Growth, in percentage terms, of Target EBITDA over the 3 year period preceding DFIN.

**CF4**

Target EBITDA 4 Years Prior: Earnings before interest, taxes, depreciation and amortization for the fiscal year 4 years prior to the announcement of the transaction ($mil). \((\text{EBIT4} + \text{DEPNA4})\)

**CF5**

Target EBITDA 5 Years Prior: Earnings before interest, taxes, depreciation and amortization for the fiscal year 5 years prior to the announcement of the transaction ($mil). \((\text{EBIT5} + \text{DEPNA5})\)

**CF5YGR**
Target EBITDA 5-Year Growth Rate: Growth, in percentage terms, of Target EBITDA over the 5 year period preceding DFIN.

**CFFQ**

Target EBITDA Same Interim Period Prior Year: Earnings before interest, taxes, depreciation and amortization for the same interim period corresponding to CFLQ, but in the previous fiscal year ($mil). (EBITFQ + DEPNAFQ)

**CFLQ**

Target EBITDA Most Recent Interim Period: Earnings before interest, taxes, depreciation and amortization for most interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN. (EBITLQ + DEPNALQ)

**CFMARG**

Target EBITDA Margin: Ratio of Target EBITDA to Target Sales for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**CFMULT**

Ratio of Transaction Value to Target EBITDA: Transaction value divided by Target EBITDA for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction. The result is divided by the percentage of the company acquired in the deal.

**CFROA**

Target EBITDA Return on Assets: Ratio of Target EBITDA to Target total assets the 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**CHA**

Challenging Bid Flag: Yes/No flag set to 'Y' where a third party launched an offer for the target while this original bid was pending. Challenging bids are covered under a separate record and deal number with challenger as Acquiror.

**CHELD**

Target Previously Held Common Shares: Number of common shares held by the acquiror prior to 6 months before the announcement date.

**CHOICE**

Choice of Considerations Flag: Yes/No flag set to 'Y' in a deal in which an acquiror
offers the target shareholders alternative considerations. For example, shareholders may be offered the choice of a fixed number of shares or a different amount in cash.

**CLIA**

Target Current Liabilities: All debts that come due in the current year ending on the date of the most current financial information prior to the announcement of the transaction ($mil). Includes accounts payable, taxes payable, short-term debt, notes payable, accrued expenses payable, current maturities of long-term debt and current portion of capital lease obligations.

**CLIA1**

Target Current Liabilities 1 Year Prior: All debts that come due in the current year, at the end of the most recent fiscal year prior to the announcement of the transaction ($mil). Includes accounts payable, accrued expenses payable, current maturities of long-term debt and current portion of capital lease obligations.

**CLIA2**

Target Current Liabilities 2 Years Prior: All debts that come due in the current year, at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil). Includes accounts payable, accrued expenses payable, current maturities of long-term debt and current portion of capital lease obligations.

**CLIA3**

Target Current Liabilities 3 Years Prior: All debts that come due in the current year, at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil). Includes accounts payable, accrued expenses payable, current maturities of long-term debt and current portion of capital lease obligations.

**CLIA4**

Target Current Liabilities 4 Years Prior: All debts that come due in the current year, at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil). Includes accounts payable, accrued expenses payable, current maturities of long-term debt and current portion of capital lease obligations.

**CLIA5**

Target Current Liabilities 5 Years Prior: All debts that come due in the current year, at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil). Includes accounts payable, accrued expenses payable, current maturities of long-term debt and current portion of capital lease obligations.

**CLIALQ**

Target Current Liabilities Most Recent Interim Period: All debts that come due in the current year, ending on the date of the most recent interim period prior to the
announcement of the transaction ($mil). Includes accounts payable, accrued expenses payable, current maturities of long-term debt and current portion of capital lease obligations. The most recent interim period is the 3, 6, or 9 month period ending on DFIN.

**CLIAFQ**

Target Current Liabilities Same Interim Period Prior Year: All debts that come due in the current year, ending on the date of the same interim period corresponding to CLIALQ, but in the previous fiscal year ($mil). Includes accounts payable, accrued expenses payable, current maturities of long-term debt and current portion of capital lease obligations.

**CMIN**

Minimum Tender Condition: Minimum number of actual common shares required as a condition to the tender offer.

**COLLAR**

Collar Deal Flag: ‘Y’ indicates that the exact consideration offered in a stock swap transaction is based on a set range which is usually determined by the acquiror’s average closing stock price prior to the close of the deal. For example, if the acquiror’s average closing stock price prior to the close fell into the high end of the range, the target shareholders would receive the number of shares defined in the collar.

**COLLAR_BREACHED**

Collar Breached Flag (Y/N): A yes/no flag that is flagged at yes when a collar agreement has been breached.

**COLLAR_DESCRIPTION**

Collar Description: Detailed description of collar agreement.

**COLLAR_EXCHANGE_RATIO_FIXED**

Collar Exchange Ratio Fixed: Yes/No flag set to ‘Y’ when acquirer issues a FIXED RATIO of shares for each target share unless the collar is broken (acquiror’s price falls below or rises above certain price set in the agreement). Target shareholders receive at closing a price per share that is directly proportional to the acquiror’s stock price at closing.

This item is used in conjunction with the COLLAR data item and will only be used if COLLAR = Y.

**COLLAR_EXCHANGE_RATIO_FLOATING**

Collar Exchange Ratio Floating: Yes/No flag set to ‘Y’ when acquiror issues a
FLOATING RATIO of shares (or a fixed price) for each target share unless the collar is broken (acquiror’s price falls below or rises above certain price set in the agreement). Target shareholders receive at closing a price per share that is independent of the acquiror’s stock price at closing.

This item is used in conjunction with the COLLAR data item and will only be used if COLLAR = Y.

**COLLAR_PCT_DOWN**

Collar Percent Down: \( \frac{(AN - COLLAR\_PRICE\_DOWN)}{AN} \), where AN = Acquiror’s closing stock price on the day prior to announcement.

**COLLAR_PCT_UP**

Collar Percent Up: \( \frac{(COLLAR\_PRICE\_HIGH - AN)}{AN} \), where AN = Acquiror’s closing stock price on the day prior to announcement.

**COLLAR_SOURCE**

Collar Source: The date of the document that was used as a source for collar information and whether this document was filed by Target or Acquiror.

**COLLAR_STAT**

COMPLETE: deal contains complete information regarding collar

INCOMPLETE: not all information regarding collar is in the deal yet

LIMITED: the information available is very limited

**COLLARPRH**

Collar Price High: The high price in a collar range. This item is used in conjunction with the COLLAR data item and will only be used if COLLAR = Y.

**COLLARPRL**

Collar Price Low: The low price in a collar range. This item is used in conjunction with the COLLAR data item and will only be used if COLLAR = Y.

**COLRATIOH**

Target Ratio High: the maximum number of acquiror’s shares to be issued for each target share if the collar is broken (or the maximum exchange ratio). This item is used in conjunction with the COLLAR data item and will only be used if COLLAR = Y.

**COLRATIOL**

Target Ratio Low: the minimum number of acquiror’s shares to be issued for each
target share if the collar is broken (or the minimum exchange ratio). This item is used in conjunction with the COLLAR data item and will only be used if COLLAR = Y.

**COMDFIN**

Target Shares Outstanding: Number of target common shares outstanding, excluding treasury shares, from the most recent balance sheet available prior to the announcement of the transaction. Does not include common share equivalents.

**COMDFIN1**

Target Shares Outstanding 1 Year Prior: Number of target common shares outstanding, excluding treasury shares, at the end of the most recent fiscal year prior to the announcement of the transaction. Does not include common share equivalents.

**COMDFIN2**

Target Shares Outstanding 2 Years Prior: Number of target common shares outstanding, excluding treasury shares, at the end of the fiscal year 2 years prior to the announcement of the transaction. Does not include common share equivalents.

**COMDFIN3**

Target Shares Outstanding 3 Years Prior: Number of target common shares outstanding excluding treasury shares at the end of the fiscal year 3 years prior to the announcement of the transaction. Does not include common share equivalents.

**COMDFIN4**

Target Shares Outstanding 4 Years Prior: Number of target common shares outstanding excluding treasury shares at the end of the fiscal year 4 years prior to the announcement of the transaction. Does not include common share equivalents.

**COMDFIN5**

Target Shares Outstanding 5 Years Prior: Number of target common shares outstanding excluding treasury shares at the end of the fiscal year 5 years prior to the announcement of the transaction. Does not include common share equivalents.

**COMDFINFQ**

Target Shares Outstanding Same Quarter Interim Period Prior Year: Number of target common shares outstanding excluding treasury shares at the end of the same interim period corresponding to COMDFINLQ, but in the previous fiscal year. Does not include common share equivalents.

**COMDFINLQ**
Target Shares Outstanding Most Recent Interim Period: Number of target common shares outstanding excluding treasury shares at the end of the most recent interim period prior to the announcement of the transaction. Does not include common share equivalents. Most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

COMDV

Target Common Dividends Paid: Total dividends actually paid on target's common stock in the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil).

COMDV1

Target Common Dividends 1 Year Prior: Total dividends actually paid on target's common stock in the most recent fiscal year prior to the announcement of the transaction ($mil).

COMDV2

Target Common Dividends 2 Years Prior: Total dividends actually paid on target's common stock in the fiscal year 2 years prior to the announcement of the transaction ($mil).

COMDV3

Target Common Dividends 3 Years Prior: Total dividends actually paid on target's common stock in the fiscal year 3 years prior to the announcement of the transaction ($mil).

COMDV4

Target Common Dividends 4 Years Prior: Total dividends actually paid on target's common stock in the fiscal year 4 years prior to the announcement of the transaction ($mil).

COMDV5

Target Common Dividends 5 Years Prior: Total dividends actually paid on target's common stock in the fiscal year 2 years prior to the announcement of the transaction ($mil).

COMDVFQ

Target Common Dividends Same Interim Period Prior Year: Total dividends actually paid on target's common stock in the same interim period corresponding to COMDVLQ, but in the previous fiscal year ($mil).

COMDVLQ
Target Common Dividends Most Recent Interim Period: Total dividends actually paid on target's common stock in most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**COMEQ**

Target Common Equity: Includes par value of common stock, additional paid-in capital, and retained earnings, less foreign currency transactions and treasury shares as of the date of the most current financial information prior to the announcement of the transaction ($mil).

**COMEQ1**

Target Common Equity 1 Year Prior: Includes par value of common stock, additional paid-in capital, and retained earnings, less foreign currency transactions and treasury shares at the end of the most recent fiscal year prior to the announcement of the transaction ($mil).

**COMEQ2**

Target Common Equity 2 Years Prior: Includes par value of common stock, additional paid-in capital, and retained earnings, less foreign currency transactions and treasury shares at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil).

**COMEQ3**

Target Common Equity 3 Years Prior: Includes par value of common stock, additional paid-in capital, and retained earnings, less foreign currency transactions and treasury shares at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil).

**COMEQ4**

Target Common Equity 4 Years Prior: Includes par value of common stock, additional paid-in capital, and retained earnings, less foreign currency transactions and treasury shares at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil).

**COMEQ5**

Target Common Equity 5 Years Prior: Includes par value of common stock, additional paid-in capital, and retained earnings, less foreign currency transactions and treasury shares at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil).
Target Common Equity Same Interim Period Prior Year: Includes par value of common stock, additional paid-in capital, and retained earnings, less foreign currency transactions and treasury shares at the end of the same interim period corresponding to COMEQLQ, but in the previous fiscal year ($mil).

**COMEQLQ**

Target Common Equity Most Recent Interim Period: Includes par value of common stock, additional paid-in capital, and retained earnings, less foreign currency transactions and treasury shares at the of the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim is the most recent 3, 6, or 9 month period ending on DFIN.

**COMI ISSUED**

Acquiror's Shares Issued (mil): Number of acquiror's common shares issued as consideration in a transaction.

**COMPETE**

Competing Bidder Flag: Yes/No flag set to 'Y' where a third party launched an offer for the target while this original bid was pending. Challenging bids are covered under a separate record and deal number with challenger as Acquiror. SEE CHA.

**COMPETEACIDGEN**

Challenged Deal Acquiror CIDGEN.

**COMPETEACU**

Challenged Deal Acquiror CUSIP: CUSIP of the company that has made a competing offer for the target.

**COMPETEAN**

Competing Acquiror: Company that has made a competing offer for the target.

**COMPETECODE**

Competing Bid Deal Code: The unique 9-digit number assigned to the competing deal.

**COMPETETCIDGEN**

Challenged Deal Target CIDGEN.

**COMPETETCU**

Challenged Deal Target CUSIP.
**COMPETETN**
Target of Competing Bid.

**COMPETEVAL**
Value of Competing Bid ($ mil). See VAL for more information.

**CONSID**
Consideration Description: Text description of consideration offered and sought.

**CONSIDO**
Consideration Offered: List of components of consideration offered by the acquiror: Cash, common shares, the assumption of liabilities, preferred shares, etc.

**CONSIDOC**
Consideration Offered Codes: Codes for all components of consideration offered: CASH=Cash; COM=Common shares; LIA=The assumption of target liabilities; PFD=Preferred shares; A=Assets, etc.

**CONSIDS**
Consideration Sought: All types of consideration sought by the acquiror: common or ordinary shares (for public targets), options, convertible preferred shares, assets, stock (for private targets).

**CONSIDSC**
Consideration Sought Codes: Codes for all types of consideration sought by the acquiror: COM=Common shares; ORD=Ordinary shares; OPT=Options; CVTPFD=Convertible Preferred Shares; A=Assets; STK=Stock.

**CONSID_STRUCTURE**
Consideration Structure: Description of consideration offered in the transaction.
Cash Only - Transactions in which the only consideration offered is CASH, EARNOUT or ASSUMPTION OF LIABILITIES, or any combination of the three.

Stock Only - Transactions in which the only consideration is a form of STOCK.

Hybrid - Transactions in which one of the considerations offered is one of either CASH, EARNOUT, or ASSUMPTION OF LIABILITIES and the other consideration offered is a form of STOCK.

Other - Transactions in which the consideration offered is any combination excluding CASH ONLY, STOCK ONLY and HYBRID.
CONVERTIBLES
Convertibles: Corporate Securities (preferred shares or bonds) that are convertible into common shares.

COUNT_CONSIDO
Number of Consideration Types Offered: In cases where more than one form of consideration was offered, the number of such types (e.g. cash and stock = 2).

COUNT_CONSIDS
Number of Consideration Types Sought: In cases where more than one form of consideration was sought, the number of such types (e.g. cash and stock = 2). N/A for: spinoffs, seeking buyer transactions, and where target is an insolvent bank.

COUT
Fully Diluted Target Common Shares Outstanding: Fully diluted common shares outstanding or partnership units for the target company at the announcement date. If more than one class of common stock exists and they are similarly priced, then COUT is the total of all classes. Fully diluted shares outstanding include all common shares represented by currently outstanding common shares and common equivalents. Incentive Plan shares, authorized shares and treasury shares held by the company are not outstanding and, therefore, not included in fully diluted shares outstanding. Shares granted under a lockup option are not included in COUT. Shares acquired upon exercise of such an option is, however, included in CACQ.

CREATE_STENCIL
Date Record Was Created.

CREEP
Creeping Purchase Flag: Yes/No flag set to 'Y' when the acquiror has made creeping purchases; that is, accumulates a majority interest through a series of stake purchases, either through private or open market transactions.

CROSS
Cross Border Transaction Flag: Yes/No flag set to 'Y' when the target company (or assets being sold) in the deal is not located in the same country as the acquiror ultimate parent.

CSOUGHT
Common Shares Sought by Acquiror: Number of common shares the acquiror wishes to buy. This includes the shares acquired in the 6 month period proceeding the announcement date.
| **CSOUGHTT** | Common Shares Sought by Acquiror in Tender Offer (Mil): Number of common shares, or shares represented by common equivalents, which the acquiror seeks to purchase through a tender offer. |
| **CSTCOM** | Cost to Acquire Common: Cost to the acquiror for the common shares or partnership units acquired in the transaction ($ mil). |
| **CSTCVT** | Cost to Acquire Convertible Securities: Cost to the acquiror for the convertible securities acquired in the transaction, including all options, warrants, convertible preferred shares, debt, notes, etc ($ mil). |
| **CSTPFD** | Cost to Acquire Preferred Stock: Cost to acquire preferred shares purchased ($ mil). |
| **CURR** | Currency of Transaction. |
| **CURRC** | Currency Code of Transaction. |
| **CUTIC** | Cusip and Ticker of Target. |
| **CVTD** | Target Convertible Debt: Value of convertible debt due at least one year from the date of the most current financial information prior to the announcement of the transaction ($mil). |
| **CVTD1** | Target Convertible Debt 1 Year Prior: Value of convertible debt due at least one year from the end of the most recent fiscal year prior to the announcement of the transaction ($mil). |
| **CVTD2** | Target Convertible Debt 2 Years Prior: Value of convertible debt due at least one
year from the date of the end of the fiscal year 2 years prior to the announcement of the transaction ($mil).

**CVTD3**

Target Convertible Debt 3 Years Prior: Value of convertible debt due at least one year from the date of the end of the fiscal year 3 years prior to the announcement of the transaction ($mil).

**CVTD4**

Target Convertible Debt 4 Years Prior: Value of convertible debt due at least one year from the date of the end of the fiscal year 4 years prior to the announcement of the transaction ($mil).

**CVTD5**

Target Convertible Debt 5 Years Prior: Value of convertible debt due at least one year from the date of the end of the fiscal year 5 years prior to the announcement of the transaction ($mil).

**CVTDFQ**

Target Convertible Debt Same Interim Period Prior Year: Value of convertible debt due at least one year the same interim period corresponding to CVTDLQ, but in the previous fiscal year ($mil).

**CVTDLQ**

Target Convertible Debt Most Recent Interim Period: Value of convertible debt due at least one year from the date of the end of the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**DA**

Date Announced: The date one or more parties involved in the transaction makes the first public disclosure of common or unilateral intent to pursue the transaction (no formal agreement is required). Among other things, Date Announced is determined by the disclosure of discussions between parties, disclosure of a unilateral approach made by a potential bidder, and the disclosure of a signed Memorandum of Understanding (MOU) or other agreement. For transactions prior to 2006 this date is set to equal Rank Date.

**DAE**

Date of Announcement is Estimated Flag: Yes/No flag set to 'Y' when date of announcement is estimated.
DAO

Original Date Announced: The date when the target company is first publicly disclosed, as a possible takeover candidate (not rumored). This is only filled in when different from the announcement date. DAO is used for the calculation of stock premiums. When multiple bidders exist, the DAO is recorded in the following cases:

1. If acquiror changes from 'Seeking Buyer' or 'Undisclosed Acquiror' to an actual entity.
2. Competing bids are announced.
3. Competing stakes are announced.
4. A defensive transaction is announced.

DATEANNORIG_DAYS

Number of Days between Date Originally Announced and Date Announced: The number of days difference between the Date Originally Announced (DAO) and Date Announced (DA).

DATE_EUCREF

Date of EU Referral: The date on which public notice is given that the transaction is under review by the European Commission competition authority.

DATE_EUCREV

Date of EC Review: The date on which public notice is given of the outcome of the transaction’s review by the European Commission competition authority.

DATEEFFEXP

Expected Effective Date: Date when the entire transaction is expected to be completed and effective.

DATERECORD

Record Date: Date used to determine eligibility for voting shares at a shareholders' meeting. Shareholders who hold shares as of this date are entitled to vote those shares at the meeting.

DATEVAL

Date of Value of the Deal: Date of the news source used to assist in calculating the value of an M&A transaction.

DATE_FIN_SOURCE_A

Date of Acquirer Financials Source: The date corresponding to the filing or article from which the acquirer’s financial information was obtained. NOTE: The date will
only be populated when information is available.

**DATE_FIN_SOURCE_T**

Date of Target Financials Source: The date corresponding to the filing or article from which the target’s financial information was obtained. NOTE: The date will only be populated when information is available.

**DATE_MMCREF**

MMC Reference Date: date that a bid is referred to the UK’s Monopolies and Mergers Commission (MMC). The MMC is a government agency that reviews bids for antitrust issues. SEE STATUS_MMC.

**DATE_MMCREV**

MMC Review Date: Date that the UK’s Monopolies and Mergers Commission (MMC) review a bid. The MMC is a government agency that reviews bids for antitrust issues. SEE STATUS_MMC.

**DBT_RESTRUCT**

Debt Restructuring Flag: Yes/No flag set to 'Y' when the transaction is part of, or the target is undergoing, a debt restructuring. A transaction is defined as a debt restructuring when debt forgiveness is exchanged for common/ordinary equity or securities exchangeable into common/ordinary equity and creditors, as a group, obtain 50% or more of the common/ordinary equity ownership.

**DCOM**

Date Used for Value of Common Shares Based on Announcement Date: Shares issued as consideration are valued using the acquiror’s closing stock price on the last full trading day prior to the announcement date of the transaction.

**DCOMEFF**

Date Used for Value of Common Shares Based on Completion Date: Shares issued as consideration are valued using the acquiror’s closing stock price on the last full trading day prior to the completion date of the transaction.

**DCR**

Ratio of Long-Term Debt to Total Capitalization: Target long term debt divided by total capitalization as of the date of the most current financial information prior to the announcement of the transaction. DCR = (HOSTSTRAIGHTDEBT + HOSTCVTDEBT)/HOSTSTRAIGHTDEBT + HOSTCVTDEBT + HOSTSTD + HOSTCOMMONEQUITY + HOSTPFDEQUITY).

**DE**
Effective Date: Date when the entire transaction is completed and effective. In a two-step transaction this is the date when the second-step merger is completed. See also DUNCON (Date Unconditional) when searching UK Targets.

**DEAL_NO**

Deal Number: Unique nine digit number assigned to every individual transaction.

**DEALNO**

Specific Deal: Unique nine digit number assigned to a specific transaction.

**DEBTRAT**

Ratio of Total Liabilities to Total Assets Last 12 Months: Target total liabilities divided by total assets as of the date of the most current financial information prior to the announcement of the transaction.

**DEBTRAT1**

Ratio of Total Liabilities to Total Assets 1 Year Prior: Target total liabilities divided by total assets at the end of the most recent fiscal year prior to the announcement of the transaction.

**DEBTRAT2**

Ratio of Total Liabilities to Total Assets 2 Years Prior: Target total liabilities divided by total assets at the end of the fiscal year 2 years prior to the announcement of the transaction.

**DEBTRAT3**

Ratio of Total Liabilities to Total Assets 3 Years Prior: Target total liabilities divided by total assets at the end of the fiscal year 3 years prior to the announcement of the transaction.

**DEBTRAT4**

Ratio of Total Liabilities to Total Assets 4 Years Prior: Target total liabilities divided by total assets at the end of the fiscal year 4 years prior to the announcement of the transaction.

**DEBTRAT5**

Ratio of Total Liabilities to Total Assets 5 Years Prior: Target total liabilities divided by total assets at the end of the fiscal year 5 years prior to the announcement of the transaction.
Effective Date is Estimated Flag: Yes/No flag set to 'Y' when the effective date is estimated.

Defense Tactic Flag: Yes/No flag set to 'Y' when the target employs a defensive tactic to countervail a takeover attempt by an unwanted suitor. Examples include poison pills, lock-ups, greenmail, white knights, etc.

Target Deferred Income Taxes and Charges: Income taxes paid in year that were deferred from previous years as of the date of the most current financial information prior to the announcement of the transaction ($mil), as reported on the Statement of Changes in Financial Position.

Target Deferred Income Taxes and Charges 1 Year Prior: Income taxes paid that were deferred from previous years at the end of the most recent fiscal year prior to the announcement of the transaction ($mil).

Target Deferred Income Taxes and Charges 2 Years Prior: Income taxes paid that were deferred from previous years at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil).

Target Deferred Income Taxes and Charges 3 Years Prior: Income taxes paid that were deferred from previous years at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil).

Target Deferred Income Taxes and Charges 4 Years Prior: Income taxes paid that were deferred from previous years at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil).

Target Deferred Income Taxes and Charges 5 Years Prior: Income taxes paid that were deferred from previous years at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil).
Target Deferred Income Taxes Same Interim Period Prior Year: Income Taxes paid that were deferred from previous years at the end of the same interim period corresponding to DEFERLQ, but in the previous fiscal year ($mil).

**DEFERLQ**

Target Deferred Income Taxes Most Recent Interim Period: Income taxes paid that were deferred from previous years at the end of the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**DEFFMAJ**

Effective Date of Acquisition of a Majority Interest: Effective date of acquisition of a majority interest in the target company. DEFFMAJ is recorded in tender offer transactions when the acquisition of a majority of the target's shares is completed through a tender offer but the merger is not yet consummated; i.e., the first step of a two-step transaction is completed. DEFFMAJ is not filled in if it is the same as the Effective Date (DE) of the transaction.

**DEFTAC**

Defense Tactics Description: Description of all defensive tactics employed to thwart an unsolicited or hostile offer:

ALOCKUP: Acquiror owns a lockup agreement  
LOCKAST: Asset lockup  
BACKEND: Backend poison pill  
DEFRECAP: Defensive recapitalization  
DEFREP: Defensive repurchase  
DEFSELF: Defensive self-tender offer  
FLIPOVER: Flipover poison pill  
GREEN: Greenmail  
LOCKUP: Lockup  
PACMAN: Pac-man defense  
POISON: Poison pill  
PROXYF: Proxy Fight  
SCORCH: Scorched Earth  
LOCKSTK: Stock Lockup  
TLOCKUP: Target owns a lockup agreement  
VOTEPLAN: Voting plan poison pill  
KNIGHT: White Knight Defensive Tactic  
SQUIRE: White Squire Defensive Tactic
DEPNA

Target Depreciation and Amortization Latest 12 Months: The value of the decline in the useful life, over the past year, of fixed assets due to wear and tear (depreciation) or intangible assets (amortization) for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil).

DEPNA1

Target Depreciation and Amortization 1 Year Prior: The value of the decline in the useful life, over the past year, of fixed assets due to wear and tear (depreciation) or intangible assets (amortization) for the most recent fiscal year prior to the announcement of the transaction ($mil).

DEPNA2

Target Depreciation and Amortization 2 Years Prior: The value of the decline in the useful life, over the past year, of fixed assets due to wear and tear (depreciation) or intangible assets (amortization) for fiscal year 2 years prior to the announcement of the transaction ($mil).

DEPNA3

Target Depreciation and Amortization 3 Years Prior: The value of the decline in the useful life, over the past year, of fixed assets due to wear and tear (depreciation) or intangible assets (amortization) for fiscal year 3 years prior to the announcement of the transaction ($mil).

DEPNA4

Target Depreciation and Amortization 4 Years Prior: The value of the decline in the useful life, over the past year, of fixed assets due to wear and tear (depreciation) or intangible assets (amortization) for fiscal year 4 years prior to the announcement of the transaction ($mil).

DEPNA5

Target Depreciation and Amortization 5 Years Prior: The value of the decline in the useful life, over the past year, of fixed assets due to wear and tear (depreciation) or intangible assets (amortization) for fiscal year 5 years prior to the announcement of the transaction ($mil).

DEPNAFQ

Target Depreciation Same Interim Period Prior Year: The value of the decline in the useful life, over the prior year’s quarter, of fixed assets due to wear and tear (depreciation) or intangible assets (amortization) for the same interim period corresponding to DEPNALQ, but in the previous fiscal year ($mil).
**DEPNALQ**

Target Depreciation Most Recent Interim Period: The value of the decline in the useful life, over the most recent quarter, of fixed assets due to wear and tear (depreciation) or intangible assets (amortization) for the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**DEPOS**

Target Total Deposits (Banks): Total deposits held by target bank at the time of acquisition.

**DEPY**

Depositary: Name of depositary agent. A depositary, which is normally a bank, is a central securities repository where stocks and bonds are exchanged. This is generally filled in for tender offers.

**DEPYC**

Depositary Code: Code for depositary agent, where stocks and bonds are exchanged. This is generally filled in for tender offers.

**DEXP**

Expiration Date of Tender Offer: Most recent date that a tender offer is scheduled to expire.

**DFIN**

Date of Target Financials: The date of the ‘Latest Twelve Months’ or ‘LTM’ target financial information used in the deal. Whenever possible, the most recent financial information available for a 12 month period prior to the original announcement date of the deal is used.

**DFSTAKE**

Date of First Stake Purchase: Date on which acquiror first purchased a stake in the company. (E.g. On 1/20/92 it is announced that an acquiror purchased 200,000 shares between 1/3/93 and 1/6/93 at prices ranging from $9.75 to $10.00.).

DA = 01/20/92
DFSTAKE = 01/03/93
DE = 01/06/93

**DIPO**

Date of an IPO After a LBO: Date on which the target company is once again taken
public via an Initial Public Offering after it has undergone a leveraged buyout transaction.

**DIV**

Target Dividends per Share Latest 12 Months: Dividends paid per share during the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($ per share).

**DIV1**

Target Dividends Per Share 1 Year Prior: Target dividends paid per share during the most recent fiscal year prior to the announcement of the transaction ($ per share).

**DIV2**

Target Dividends Per Share 2 Years Prior: Target dividends paid per share during the fiscal year 2 years prior to the announcement of the transaction ($ per share).

**DIV3**

Target Dividends Per Share 3 Years Prior: Target dividends paid per share during the fiscal year 3 years prior to the announcement of the transaction ($ per share).

**DIV4**

Target Dividends Per Share 4 Years Prior: Target dividends paid per share during the fiscal year 4 years prior to the announcement of the transaction ($ per share).

**DIV5**

Target Dividends Per Share 5 Years Prior: Target dividends paid per share during the fiscal year 5 years prior to the announcement of the transaction ($ per share).

**DIVEST**

Divestiture Flag: ‘Y’ indicates that the deal is a divestiture meaning there is a loss of majority control; the parent company is losing a majority interest in the target or the target company is disposing of assets.

**DIVFQ**

Target Dividends Per Share Same Interim Period Prior Year: Target dividends paid per share during the same interim period corresponding to DIVLQ, but in the previous fiscal year ($ per share).

**DIVISION**

Division Flag (Y/N): A yes/no flag set to yes when a subsidiary is a branch or
division of its parent company.

**DIVLQ**

Target Dividends Per Share Most Recent Interim Period: Target dividends paid per share during the most recent interim period prior to the announcement of the transaction ($ per share). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**DJDA**

Dow Jones at Announcement: The closing price of the Dow Jones Industrial Average the day the transaction is announced.

**DJDPS**

Dow Jones at Yesterday’s Date: The closing price of the Dow Jones Industrial Average the day before today.

**DOEXP**

Original Date of Tender Expiration: Expiration date set when tender offer was first launched; may have subsequently been extended. SEE DEXP.

**DPROXY**

Date of Proxy Statement: Date of proxy statement filed concerning the transaction.

**DR**

Australian Mergers: Director’s Recommendation: The initial recommendation of the target company’s board of directors in regards to the offer. This is lodged with the Australian Securities and Investments Commission as part of the target’s response to the acquiror, which is required.

**DRECAP**

Defensive Recapitalization Flag: Yes/No flag set to 'Y' when the target company proposes a recapitalization plan as a defense against a hostile takeover bid. This item is noted on the hostile or potentially hostile deal and on its related recapitalization deal, indicating the transaction is a defensive recapitalization.

**DREP**

Defensive Repurchase Flag: Yes/No set to 'Y' when the target company buys back stock on the open market or in privately negotiated transactions as a defensive measure. This item is noted on the hostile or potentially hostile deal and on its related repurchase deal, indicating that the transaction is a defensive recapitalization.
**DRLONG**

Australian Mergers: Director’s Recommendation (Description): Long description of the initial recommendation of the target company’s board of directors in regards to the offer.

**DSELF**

Defensive Self-Tender Flag: Yes/No flag set to 'Y' where the target company offers to buy back stock through a tender offer as a defensive tactic. This item is noted on the hostile or potentially hostile deal and on its related self-tender deal, indicating that the transaction is a defensive self-tender.

**DSER**

Ratio of Long-Term Debt to Shareholders Equity Ratio: Target Total Long-Term Debt divided by Total Shareholder’s Equity. DSER = (HOSTSTRAIGHTDEBT + HOSTCVTDEBT)/(HOSTCOMONEQUITY + HOSTPFDEQUITY).

**DTENDER**

Date of Tender Offer: Date that a tender offer was launched for the target's shares.

**DUNCON**

Date Effective or Unconditional: Date on which either 1) the deal was declared unconditional (i.e. the date on which all conditions set by the acquiror have been fulfilled) or 2) the deal was completed (if unconditional status is not applicable to the deal). Unconditional status is used for international deals only. TF considers deals that are declared unconditional as completed/effective deals for league table purposes.

**DUTCH**

Dutch Auction Tender Flag: Yes/No flag set to ‘Y’ indicates that a company offers to buy back its equity securities or securities convertible into equity through a self-tender offer in which a range of prices is specified. Shareholders indicate the price at which they would sell their shares. The final offer price is determined at the expiration of the offer by purchasing shares at the lowest possible price necessary in order to obtain the desired number of shares.

**DW**

Date Withdrawn: Date when the transaction is terminated, withdrawn, expires or becomes otherwise unsuccessful.

**EBASSETS3YGR**

Target EBIT to Total Assets 3 Year Growth Rate: Growth, in percentage terms, of target EBIT divided by total assets over the 3 year period preceding DFIN.
**EBIT**

Target EBIT Last 12 months: Earnings before interest income, interest expense, non-operating income, taxes and minority interest for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil). Also known as Operating Income. For banks, EBIT represents Pre-Tax Income.

**EBIT1**

Target EBIT 1 Year Prior: Earnings before interest income, interest expense, non-operating income, taxes and minority interest for the most recent fiscal year prior to the announcement of the transaction ($mil). Also known as Operating Income. For banks, EBIT represents Pre-Tax Income.

**EBIT2**

Target EBIT 2 Years Prior: Earnings before interest income, interest expense, non-operating income, taxes and minority interest for the fiscal year 2 years prior to the announcement of the transaction ($mil). Also known as Operating Income. For banks, EBIT represents Pre-Tax Income.

**EBIT3**

Target EBIT 3 Years Prior: Earning before interest income, interest expense, non-operating income, taxes and minority interest for the fiscal year 3 years prior to the announcement of the transaction ($mil). Also known as Operating Income. For banks, EBIT represents Pre-Tax Income.

**EBIT3YGR**

Target EBIT 3 Year Growth Rate: Growth, in percentage terms, of EBIT over the 3 year period preceding DFIN.

**EBIT4**

Target EBIT 4 Years Prior: Earnings before interest income, interest expense, non-operating income, taxes and minority interest for the fiscal year 4 years prior to the announcement of the transaction ($mil). Also known as Operating Income. For banks, EBIT represents Pre-Tax Income.

**EBIT5**

Target EBIT 5 Years Prior: Earnings before interest income, interest expense, non-operating income, taxes and minority interest for the fiscal year 5 years prior to the announcement of the transaction ($mil). Also known as Operating Income. For banks, EBIT represents Pre-Tax Income.

**EBIT5YGR**
Target EBIT 5-Year Growth Rate: Growth, in percentage terms, of EBIT over the 5 year period preceding DFIN.

**EBITFQ**

Target EBIT Same Interim Period Prior Year: Earnings before interest income, interest expense, non-operating income, taxes and minority interest for the same interim period corresponding to EBIQLQ, but in the previous fiscal year ($mil). Also known as Operating Income. For banks, EBIT represents Pre-Tax Income.

**EBITLQ**

Target EBIT Most Recent Interim Period: Earning before interest income, interest expense, non-operating income, taxes and minority interest for the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN. Also known as Operating Income. For banks, EBIT represents Pre-Tax Income.

**EBITMARG**

EBIT Margin: Target EBIT divided by Sales for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**EBITMULT**

Ratio of Transaction Value to EBIT: Transaction value divided by target EBIT for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction. The result is divided by the percentage of the company acquired in the deal.

**EBITROA**

EBIT Return on Assets: Target EBIT divided by Total Assets for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**EBSALES3YGR**

EBIT to Sales 3 Year Growth Rate: Growth, in percentage terms, or target EBIT divided by sales for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**EC**

Australian Mergers: Expert’s Conclusion: The opinion of the offer given by the Independent Experts commissioned by the target company.
ECLONG

EMP
Employee Participation Flag: Yes/No flag set to ‘Y’ where acquiror includes employees of the target company. See also ESOP, where acquiror includes and Employee Stock Ownership Plan of the target company.

EMPLOYEE
Target Number of Employees: Number of people employed by the target as of DFIN. The most recent data available prior to the Announcement Date.

EMU_HOSTDEPANDAMORTLTM
Depreciation & Amortization Last Twelve Months (Euro Mil): The value of the decline in the useful life, over the past year, of fixed assets due to wear and tear (depreciation) or intangible assets (amortization) for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction (Euro mil).

EMU_HOSTMINORITYINTEREST
Minority Interest Last Twelve Months (Euro Mil): Balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries as of the date of the most current financial information prior to the announcement of the transaction (Euro mil).

EMU_HOST_FIRMVAL
Firm Value in Euros: Enterprise Value plus Minority Interest in Euros. Enterprise value is calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities. Minority Interest is the balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiary at DFIN. This data item is for the firm value of 100% of the company based on the offering price, regardless of how much was actually acquired in the transaction.

EMU_HOSTSE
Shareholder's Equity (Euro Mil): Common and preferred equity as of the date of the most current financial information prior to the announcement of the transaction (Euro mil).
ENTVAL

Enterprise Value Based on Financials: The enterprise value of a transaction is calculated by multiplying the number of actual target shares outstanding (from the most recent balance sheet released prior to the announcement of the transaction) by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities, stated in millions. This data item is for the enterprise value of 100% of the company based on the offering price, regardless of how much was actually acquired in the transaction. \[ \text{ENTVAL} = \frac{(\text{COMDFIN} \times \text{PR})}{1,000,000} + \text{COSTCVT} + \text{STD} + \text{PFDEQUITY} - \text{CASH} \]. See also ENTVALANN.

ENTVAL2

Enterprise Value on Effective Date: Enterprise Value (ENTVAL) plus the difference in the value of the stock portion of the consideration on the effective date and the announcement date. Enterprise value is calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities. This data item is for the enterprise value of 100% of the company based on the offering price, regardless of how much was actually acquired in the transaction. \[ \text{ENTVAL2} = \text{ENTVAL} + (\text{VALCOMEFF} - \text{VALCOM}) \].

ENTVALANN

Enterprise Value at Announcement Date: The enterprise value of a transaction is calculated by multiplying the number of target actual shares outstanding from the most recent source available by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities, stated in millions. This data item is offered as an alternative to ENTVAL. \[ \text{ENTVALANN} = \frac{(\text{CACT} \times \text{PR})}{1,000,000} + \text{COSTCVT} + \text{STD} + \text{STRAIGHTDEBT} + \text{PFDEQUITY} - \text{CASH} \]. See also ENTVAL.

ENTVALNA

Ratio of Enterprise Value to Net Assets: Enterprise value divided by target net assets as of the date of the most current financial information prior to the announcement of the transaction. The enterprise value of a transaction is calculated by multiplying the number of target actual shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities as of the date of the most recent financial information prior to the announcement.

ENTVALPTINC

Ratio of Enterprise Value to Pre-tax Income: Enterprise value divided by target pre-tax income for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction. Enterprise value is calculated by multiplying the number of target actual shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire
convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities as of the date of the most recent financial information prior to the announcement.

EO

Exchange Offer Flag: Yes/No flag set to 'Y' where a public company offers to exchange new securities for its outstanding securities. Only those offers seeking to exchange consideration for equity, or securities convertible into equity, are covered in the M&A database. See EXCHANGE OFFER DATABASE for transactions involving debt.

EPS

Earnings per Share Last 12 Months: Adjusted earnings divided by fully diluted shares outstanding for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($ per share). Earnings are adjusted based on the conversion of all convertible securities at the beginning of the year.

EPS1

Target Earnings Per Share 1 Year Prior: Adjusted earnings divided by fully diluted shares outstanding for the most recent fiscal year prior to the announcement of the transaction ($ per share). Earnings are adjusted based on the conversion of all convertible securities at the beginning of the year.

EPS2

Target Earnings Per Share 2 Year Prior: Adjusted earnings divided by fully diluted shares outstanding for the fiscal year 2 years prior to the announcement of the transaction ($ per share). Earnings are adjusted based on the conversion of all convertible securities at the beginning of the year.

EPS3

Target Earnings Per Share 3 Year Prior: Adjusted earnings divided by fully diluted shares outstanding for the fiscal year 3 years prior to the announcement of the transaction ($ per share). Earnings are adjusted based on the conversion of all convertible securities at the beginning of the year.

EPS3YGR

Target Earnings per Share 3-Year Growth Rate: Growth, in percentage terms, of target Earnings per Share over the 3 year period preceding DFIN.

EPS4

Target Earnings Per Share 4 Year Prior: Adjusted earnings divided by fully diluted shares outstanding for the fiscal year 4 years prior to the announcement of the
transaction ($ per share). Earnings are adjusted based on the conversion of all convertible securities at the beginning of the year.

**EPS5**
Target Earnings Per Share 5 Year Prior: Adjusted earnings divided by fully diluted shares outstanding for the fiscal year 5 years prior to the announcement of the transaction ($ per share). Earnings are adjusted based on the conversion of all convertible securities at the beginning of the year.

**EPS5YGR**
Target Earnings per Share 5-Year Growth Rate: Growth, in percentage terms, of target Earnings per Share over the 5 year period preceding DFIN.

**EPSFORECAST**
Target Earnings Per Share Forecast: Forecast EPS for the target in the next fiscal year. Available for international deals only.

**EPSFQ**
Target Earnings Per Share Same Interim Period Prior Year: Adjusted earnings divided by fully diluted shares outstanding for same interim period corresponding to EPSLQ, but in the previous fiscal year ($ per share). Earnings are adjusted based on the conversion of all convertible securities at the beginning of each quarter.

**EPSLQ**
Target Earnings Per Share Most Recent Interim Period: Adjusted earnings divided by fully diluted shares outstanding for the most interim period prior to the announcement of the transaction ($ per share). Earnings are adjusted based on the conversion of all convertible securities at the beginning of each quarter. The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**EQUITY_CARVEOUT**
Equity Carveout Flag (Y/N): A yes/no flag set to yes when the new company's shares are distributed or sold to the public via a public offering. Thomson Financial only tracks equity carveouts if they represent 100% of the target's shares, unless it is a privatization, which will be tracked regardless of the percentage acquired. Equity Carveouts are not included in TF’s published M&A Rankings.

**EQVAL**
Equity Value Based on Financials: Calculated by multiplying the actual number of target shares outstanding from its most recent balance sheet by the offer price per share plus the cost to acquire convertible securities, stated in millions. This data item is for the equity value of 100% of the company based on the offering price,
regardless of how much was actually acquired in the transaction. \( \text{EQVAL} = \frac{\text{PR} \times \text{COMDFIN}}{1,000,000} + \text{COSTCVT} \). See also \( \text{EQVALANN} \).

\section*{EQVAL2}

Equity Value at Effective Date: Equity value (EQVAL) plus the difference in the value of the stock portion of the consideration on the effective date and the announcement date. Equity value is calculated by multiplying the actual number of target shares outstanding from its most recent balance sheet by the offer price per share plus the cost to acquire convertibles ($mil). This data item is for the equity value of 100% of the company based on the offering price, regardless of how much was actually acquired in the transaction. \( \text{EQVAL2} = \text{EQVAL} + (\text{VALCOMEFF}-\text{VALCOM}) \).

\section*{EQVAL2COMEQ}

Ratio of Equity Value to Common Equity as of Effective Date: Equity value as of effective date is equity value (EQVAL) plus the difference in the value of the stock portion of the consideration on the effective date and the announcement date. Common equity is as of the date of the most current financial information available prior to the announcement of the transaction. \( \text{EQVAL2COMEQ} = \frac{\text{EQVAL2}}{\text{COMEQ}} \).

\section*{EQVAL2NI}

Ratio of Equity Value to Net Income as of Effective Date: Equity value as of effective date is equity value (EQVAL) plus the difference in the value of the stock portion of the consideration on the effective date and the announcement date. Net Income is income from continuing operations, after taxes and minority interest, before extraordinary items and preferred dividends for the latest 12 months ending on the date of the most current financial information prior to the announcement of the transaction. \( \text{EQVAL2NI} = \frac{\text{EQVAL2}}{\text{NI}} \).

\section*{EQVALANN}

Equity Value at Announcement Date: Calculated by multiplying the actual number of target shares outstanding from the most recent source available by the offer price per share plus the cost to acquire convertible securities, stated in millions. This data item is for the equity value of 100% of the company based on the offering price, regardless of how much was actually acquired in the transaction. \( \text{EQVALANN} = \frac{\text{PR} \times \text{CACT}}{1,000,000} + \text{COSTCVT} \). See also \( \text{EQVAL} \).

\section*{EQVALCF}

Ratio of Equity Value to Target EBITDA: Equity value is calculated by multiplying the actual number of target shares outstanding from its most recent balance sheet by the offer price per share plus the cost to acquire convertibles. EBITDA is the target's cash flow for the latest 12 months ending on the date of the most current financial information prior to the announcement of the transaction. \( \text{EQVALCF} = \frac{\text{EQVAL}}{\text{EBITDA}} \).
CASHFLOW.

**EQVALCOMEQ**

Ratio of Equity Value to Common Equity: Equity value is calculated by multiplying the actual number of target shares outstanding from its most recent balance sheet by the offer price per share plus the cost to acquire convertibles. Common equity is as of the date of the most current financial information prior to the announcement of the transaction.

**EQVALEBIT**

Ratio of Equity Value to EBIT: Equity value is calculated by multiplying the actual number of target shares outstanding from its most recent balance sheet by the offer price per share plus the cost to acquire convertibles. EBIT is the target's earnings before interest and taxes for the latest 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**EQVALNI**

Ratio of Equity Value to Net Income: Equity value is calculated by multiplying the actual number of target shares outstanding from its most recent balance sheet by the offer price per share plus the cost to acquire convertibles. Net Income is income from continuing operations, after taxes and minority interest, before extraordinary items and preferred dividends for the latest 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**EQVALPTINC**

Ratio of Equity Value to Pre-Tax Income: Equity value is calculated by multiplying the actual number of target shares outstanding from its most recent balance sheet by the offer price per share plus the cost to acquire convertibles. Pre-tax income is a company’s profits or earnings before income taxes and minority interest.

**EQVALSALES**

Ratio of Equity Value to Sales: Equity value is calculated by multiplying the actual number of target shares outstanding from its most recent balance sheet by the offer price per share plus the cost to acquire convertibles. Sales is the target's primary source of revenue after taking into consideration returned goods and allowances for price reductions for the latest 12 months ending on the date of the most current financial information prior to the announcement of the transaction. If not available, total revenues is used. For banks, sales equals interest income plus non-interest income.

**ESOP**

Employee Stock Ownership Plan Flag: Yes/No flag set to 'Y' where acquiror includes an Employee Stock Ownership Plan of the target company. See also EMP (Employee Participation Flag), where the acquiror includes employees of the target
company.

**ESTSPINPR**

Estimated Spinoff Price per Share: The estimated price per share of the spinoff on the SEC filing for the spinoff.

**ESTSPINVAL**

Estimated Spinoff Value (mil): The estimated value of the spinoff prior to completion.

**EURO_AMV**

Acquiror Market Value in Euros: Total number of acquiror shares outstanding multiplied by the acquiror’s stock price 4 weeks prior to the announcement date of the deal stated in millions or Euros. Only available for US public acquirors.

**EURO_ANILTM**

Acquiror Net Income in Euros Last 12 Months: Income from continuing operations, after taxes and minority interest, before extraordinary items and preferred dividends of acquiring company for the last 12 months ending on ADFIN stated in millions of Euros.

**EURO_ASALESLTM**

Acquiror Net Sales in Euros Last 12 Months: Primary source of revenue after taking into account returned goods and allowances for price reductions for the latest 12 months ending on ADFIN stated in millions of Euros. If not available, total revenues is used. For banks, sales equals interest income plus non-interest income.

**EURO_ATASS**

Acquiror Total Assets in Euros Last 12 Months: Includes current assets, long-term investments and funds, net fixed assets, tangible assets, and deferred charges for the acquiring company for the last 12 months ending on ADFIN stated in millions of Euros.

**EURO_BOOKVALUE**

Book Value Per Share in Euro: Equals common equity divided by actual common shares outstanding as of the date of the most current financial information prior to the announcement of the transaction stated in the euros.

**EURO_C1DAY**

Target Stock Price 1 Day Prior to Announcement Date in Euros: Closing price of target’s common stock on primary stock exchange 1 day prior to original
announcement date (DAO) of the transaction stated in Euros.

**EURO_C1WK**

Target Stock Price 1 Week Prior to Announcement Date in Euros: Closing price of target’s common stock on primary stock exchange 1 week prior to original announcement date (DAO) of the transaction stated in Euros.

**EURO_C4WK**

Target Stock Price 4 Weeks Prior to Announcement Date in Euros: Closing price of target’s common stock on primary stock exchange 4 weeks prior to original announcement date (DAO) of the transaction stated in Euros.

**EURO_CASH**

Target Cash and Marketable Securities in Euros: Cash and temporary investment vehicles for cash, including commercial paper and short-term government securities, held by the target company as of the date of the most current financial information prior to the announcement of the transaction stated in millions of Euros.

**EURO_CASHFLOW**

Target EBITDA Last 12 Months in Euros: Earnings before interest, taxes, depreciation and amortization for the target in the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction stated in millions of Euros.

**EURO_COMPETEVALUE**

Value of Competing Bid in Euros: Value of the competing transaction stated in millions of Euros.

**EURO_COSTCOM**

Cost to Acquire Common Stock in Euros: Cost to the acquiror, in millions of Euros, to acquire common shares or partnership units.

**EURO_COSTCVT**

Cost to Acquire Convertible Securities in Euros: Cost to the acquiror, in millions of Euros, to acquire convertible securities.

**EURO_COSTPFD**

Cost to Acquire Preferred Stock in Euros: Cost to the acquiror, in millions of Euros, to acquire preferred shares purchased in the transaction.

**EURO_EBITLTM**
Target EBIT Last 12 Months in Euros: Earnings before interest income, interest expense, non-operating income, taxes and minority interest, in the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction stated in millions of Euros. Also known as Operating Income. For banks, EBIT represents Pre-Tax Income.

**EURO_ENTVAL**

Enterprise Value in Euros Based on Financials: The enterprise value of a transaction is calculated by multiplying the number of target actual shares outstanding (from the most recent balance sheet prior to the announcement of the transaction) by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities, stated in millions of Euros. EURO_ENTVAL = (COMDFIN * EURO_PR)/1,000,000 + EURO_COSTCVT + EURO_STD + EURO_STRAIGHTDEBT + EURO_PFDEQUITY - EURO_CASH. See also EURO_ENTVALANN.

**EURO_ENTVALANN**

Enterprise Value in Euros at Announcement Date: The enterprise value of a transaction is calculated by multiplying the number of target actual shares outstanding from the most recent source available by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities, stated in millions of Euros. This data item is offered as an alternative to EURO_ENTVAL.

EURO_ENTVALANN = (CACT * EURO_PR)/1,000,000 + EURO_COSTCVT + EURO_STD + EURO_STRAIGHTDEBT + EURO_PFDEQUITY - EURO_CASH. See also EURO_ENTVAL.

**EURO_ENTVAL2**

Enterprise Value Based on Effective Date in Euros: Calculated by multiplying the number of target actual shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities as of the date of the most recent financial information prior to the announcement, plus the difference in value of stock on the effective date and on the announcement date. This is stated in millions of Euros. This data item is for the enterprise value of 100% of the company based on the offering price, regardless of how much was actually acquired in the transaction. EURO_ENTVAL2 = EURO_ENTVAL + (EURO_VALCOMEFF - EURO_VALCOM).

**EURO_EPSLTM**

Target Earnings Per Share Last 12 Months in Euros: Adjusted earnings divided by fully diluted shares outstanding for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction stated in Euros. Earnings are adjusted based on the conversion of all convertible securities at the beginning of the year.
**EURO_EQVAL**

Equity Value Based on Financials in Euros: Calculated by multiplying the actual number of target shares outstanding (from the most recent balance sheet available prior to the announcement of the transaction) by the offer price per share plus the cost to acquire convertibles, stated in millions of Euros. This data item is for the equity value of 100% of the company based on the offering price, regardless of how much was actually acquired in the transaction. \[ \text{EURO_EQVAL} = \frac{(\text{EURO_PR} \times \text{COMDFIN})}{1,000,000} + \text{EURO_COSTCVT} \]. See also EURO_EQVALANN.

**EURO_EQVALANN**

Equity Value at Announcement Date in Euros: Calculated by multiplying the actual number of target shares outstanding from the most recent source available by the offer price per share plus the cost to acquire convertibles, stated in millions of Euros. This data item is for the equity value of 100% of the company based on the offering price, regardless of how much was actually acquired in the transaction. This data item is offered as an alternative to EURO_EQVAL. \[ \text{EURO_EQVALANN} = \frac{(\text{EURO_PR} \times \text{CACT})}{1,000,000} + \text{EURO_COSTCVT} \]. SEE also EURO_EQVAL.

**EURO_EQVAL2**

Equity Value at Effective Date in Euros: Equity value (EURO_EQVAL) plus the difference in the value of the stock portion of the consideration on the effective date and the announcement date. Equity Value is calculated by multiplying the actual number of target shares outstanding from its most recent balance sheet by the offer price per share and adding the cost to acquire convertibles, stated in millions of Euros. This data item is for the equity value of 100% of the company based on the offering price, regardless of how much was actually acquired in the transaction. \[ \text{EURO_EQVAL2} = \text{EURO_EQVAL} + (\text{EURO_VALCOMEFF} - \text{EURO_VALCOM}) \].

**EUROAFEETOT**

Total Fees, in Euro, Payable by the Acquirer upon Consummation. Total fees and expenses excluding financing fees, stated in millions of Euro. Includes financial advisory fees, legal fees, information agent fees, printing costs, administrative costs, mailing costs, etc. See also HOSTAFEETOT.

**EUROFEETOT**

Total Fees, in Euro, Payable by Target and Acquirer: Assuming a successful transaction, equals the sum of EUROTFEETOT and EUROAFEETOT unless a fee amount is disclosed but the portion paid by each party is not disclosed. This item is stated in millions of Euro. See also HOSTFEETOT.

**EUROTFEETOT**

Total Fees, in Euro, Payable by Target upon Consummation: Total financial advisory
fees and expenses excluding financing fees, stated in millions of Euro. See also HOSTTFEETOT.

**EURO_MV**

Target Market Value in Euros: Calculated by multiplying the total number of the target company's shares outstanding by the closing stock price 4 weeks prior to the announcement date of the transaction, stated in millions of Euros.

**EURO_NILTM**

Target Net Income Last 12 Months in Euros: Income from continuing operations, after taxes and minority interest, and before extraordinary items and preferred dividends, for the 12 months ending on the date of the most current financial information prior to the announcement date of the transaction, stated in millions of Euros.

**EURO_PFDEQUITY**

Target Preferred Equity in Euros: Value of preferred stock at liquidation, including redeemable preferred stock, as of the date of the most current financial information prior to the announcement of the transaction, stated in millions of Euros.

**EURO_PR**

Price Per Common Share in Euros: Price paid per common share or partnership unit by the acquiror in the transaction, stated in Euros. In cases where a range of prices was paid, EURO_PR is the highest price paid per share.

**EURO_PRLALT**

Price Per Share of Alternative Bid in Euros: Price paid per share for the alternative bid, stated in Euros.

**EURO_PRALTPREF**

Price Per Preferred Share of Alternative Bid in Euros: Price paid per preferred share for the alternative bid, stated in Euros.

**EURO_PRLOW**

Lowest Price Per Share in Euros: Minimum price paid by acquiror for shares in the target company, stated in Euros.

**EURO_PRPREF**

Price Per Preference Share in Euros: Price offered/paid per preference share stated in Euros.
**EURO_PTINCLTM**

Target Pre-Tax Income Last 12 Months in Euros: Profit or earnings before income taxes and minority interest for the 12 months ending on the date of the most current financial information prior to the announcement date of the transaction, stated in millions of Euros.

**EURO_RANKVAL**

Rank Value of Transaction in Euros: Rank value is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target’s net debt. Net debt is Straight Debt plus Short-Term Debt plus Preferred Equity minus Cash and Marketable Securities as of the date of the most recent financial information prior to the announcement of the transaction. This value is stated in millions of Euros. \[ \text{EURO\_RANKVAL} = \text{EURO\_VALNOLIA} + \text{EURO\_STRAIGHTDEBT} + \text{EURO\_STD} + \text{EURO\_PFDEQUITY} - \text{EURO\_CASH}. \]

Preferred Equity is not included if Cost to acquire Preferred Shares (EURO\_CSTPFD) is filled in. Rank Value is only calculated when all of the following conditions are met:

1. Target is either public or a non-public company for which complete balance sheet information is available.
2. The acquiror is attempting to acquire 100% of the target from a currently held percentage of less than 50%.**
3. The deal value is disclosed.
4. The target is NOT a bank, credit institution, securities brokerage firm, insurance company, or leasing company.

** If less than 95% is acquired, Rank Value is not applied and balance sheet debt is not prorated. For example, the acquisition of 85% of a company will not include 85% of the debt. This standard is practiced whether or not the intention was to gain 100% economic control of the company. If initial Rank Value credit was given, and less than 95% is actually acquired, all debt credited to the transaction will be removed.

If the objective is to acquire 100% of the economic interest of the company in a multi-step transaction, as stated at the announcement date of the initial step, net debt will be included in the valuation of the deal where the majority of shares are acquired. Debt will be calculated using the most recent financial statements prior to the announcement of the initial step of the deal. Net debt will not be prorated between transactions.

**EURO_RDVAL**

Related Merger Deal Value in Euros: Total amount of consideration paid by the acquiror in the related deal stated in millions of Euros.

**EURO_SALESLTM**

Target Net Sales Last 12 Months in Euros: Primary source of revenue after taking into account returned goods and allowances for price reductions for the last 12 months ending on the date of the most current financial information prior to the
announcement of the transaction, stated in millions of Euros. If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.

**EURO_STD**

Target Short-Term Debt in Euros: All debt due in the current year, including current maturities of long-term debt, notes payable, and current portion of capital lease obligations, as of the date of the most current financial information prior to the announcement transaction, stated in millions of Euros. For banks, this includes deposits, repurchase agreements, commercial paper, federal funds bought, and bankers' acceptances.

**EURO_STRAIGHTDEBT**

Target Straight Debt in Euros: Non-convertible debt due at least one year from the date of the most current financial information prior to the announcement transaction, stated in millions in the currency of the target company’s nation. If long-term debt is not divided into convertible and straight debt, the debt figures are put into EURO_STRAIGHTDEBT. This item includes non-current portion of capital lease obligations, but does not include deferred taxes.

**EURO_TASS**

Target Total Assets in Euros: Includes current assets, long-term investments and funds, net fixed assets, intangible assets, and deferred charges, as of the date of the most current financial information prior to the announcement of the transaction, stated in millions of Euros. Total assets equals total liabilities plus shareholders' equity plus minority interest.

**EURO_VALALT**

Value of Alternative Offer in Euros: Total value of the alternate consideration offered by the acquiror stated in millions of Euros.

**EURO_VALBRIDGE**

Value of Bridge Loan in Euros: Amount of bridge financing stated in millions of Euros. See SFBR for a complete definition.

**EURO_VALCAPINF**

Value of Capital Infusion in Euros: The amount of the capital infusion portion of the deal's value stated in millions of Euros.

**EURO_VALCASH**

Value of Cash in Euros: The amount of the cash portion of the deal's value stated in millions of Euros.
EURO_VALCDEBT
Value of Convertible Debt in Euros: The amount of the convertible debt portion of the deal's value stated in millions of Euros.

EURO_VALCOM
Value of Common Shares in Euros: The amount of the common stock portion of the deal's value stated in millions of Euros. This is valued using the closing stock price on the last full trading day prior to the announcement of the final terms.

EURO_VALCOMEFF
Value of Common Stock at Effective Date in Euros: The amount of the common stock portion of the deal's value, based on the closing stock price on the last full trading day prior to the closing date of the deal, stated in millions of Euros.

EURO_VALCPFD
Value of Convertible Preferred in Euros: The amount of the convertible preferred stock portion of the deal's value stated in millions of Euros.

EURO_VALDEBT
Value of Debt in Euros: The amount of the non-convertible debt portion of the deal's value in millions of Euros.

EURO_VALEARN
Value of the Earnout in Euros: The amount of the earnout portion of the deal's value in millions of Euros. Earnout is an amount to be paid, over time, if the target company meets certain financial performance criteria.

EURO_VALEFF
Value at Effective Date in Euros: Same as VAL except that the stock portion of the consideration is valued on the closing stock price on the last full trading day prior to the date of the completion of the transaction, and is stated in million of Euros.

EURO_VALIMP
Implied Value of Deal in Euros: The implied value of a transaction is equal to the number of common shares outstanding multiplied by the offering price. It is stated in millions of Euros.

EURO_VALLIA
Value of Liabilities Assumed in Euros: The value of all liabilities assumed by the acquirer, which are disclosed in newspaper articles or press releases, stated in
Value Excluding Capital Infusion in Euros: Value of the deal minus the amount of capital infusion stated in millions of Euros.

Value Excluding Liabilities Assumed in Euros: Value of the deal minus the amount of the target's liabilities, which were assumed by the acquiror, stated in millions of Euros.

Value of Other Consideration in Euros: The amount of any portion of the transaction value, which is not accommodated by any other value field, in millions of Euros. The value of a spinoff to shareholders is indicated in this field.

Value of Preferred in Euros: The amount of the non-convertible preferred stock portion of the deal's value, in millions of Euros.

Value of Royalties in Euros: The amount of the royalty portion of the deal's value in millions of Euros.

Stake Purchase Value in Euros: Amount paid for the stake portion of a transaction, including all stake purchases dating from 6 months prior to the announcement date through the consummation or withdrawal of the deal, in millions of Euros.

Value of Tender Offer in Euros: Value of securities purchased by the acquiror under the tender offer in millions of Euros. Calculated by multiplying the number of shares accepted under the offer by the offer price.

Deal Value in Euros: Value of the transaction in millions of Euros. See VAL for more information.

Value of Undisclosed Consideration in Euros: In cases where the type of
consideration was not completely disclosed, the amount of the total transaction value for which a consideration type cannot be identified, stated in millions of Euros.

**EURO_ValWar**

Value of Warrants in Euros: The amount of the warrant portion of the deal value, stated in millions of Euros. The warrants are valued based on the exercise price of the warrant, and the closing stock price on the last full trading day prior to the transaction's announcement. If the exercise price is not disclosed, or the exercise price is greater than the closing stock price, then the value is not valued. If the exercise price is less than the closing stock price, then the value is the difference times the number of shares which can be acquired.

**EV2Ass**

Ratio of Enterprise Value at Effective Date to Total Assets: Enterprise Value at Effective Date is Enterprise Value (ENTVAL) plus the difference in the value of the stock portion of the consideration on the effective date and the announcement date. Enterprise value is calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities. The target company’s total assets includes current assets, long-term investments and funds, net fixed assets, tangible assets, and deferred charges for the acquiring company for the last 12 months ending on ADFIN stated in millions in the currency of the target company’s nation.

**EV2AssC**

Ratio of Enterprise Value at Effective Date to Assets: Enterprise Value at Effective Date is Enterprise Value (ENTVAL) plus the difference in the value of the stock portion of the consideration on the effective date and the announcement date. Enterprise value is calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities.

**EV2CF**

Ratio of Enterprise Value at Effective Date to EBITDA: Enterprise Value at Effective Date is Enterprise Value (ENTVAL) plus the difference in the value of the stock portion of the consideration on the effective date and the announcement date. Enterprise value is calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities. EBITDA is earnings before interest, taxes, depreciation and amortization for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**EV2EBIT**
Ratio of Enterprise Value at Effective Date to EBIT: Enterprise Value at Effective Date is Enterprise Value (ENTVAL) plus the difference in the value of the stock portion of the consideration on the effective date and the announcement date. Enterprise value is calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities. EBIT is earnings before interest income, interest expense, non-operating income, taxes and minority interest for the 12 month period ending on the date of the most current financial information prior to the announcement of the transaction.

**EV2SALES**

Ratio of Enterprise Value at Effective Date to Sales: Enterprise Value at Effective Date is Enterprise Value (ENTVAL) plus the difference in the value of the stock portion of the consideration on the effective date and the announcement date. Enterprise value is calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities. Sales is defined as the primary source of revenue after taking into consideration returned goods and allowances for price reductions for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**EVCAP**

Ratio of Enterprise Value to Target Capitalization: Enterprise value is calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities. Capitalization is defined as Short-Term Debt + Long-Term Debt + Shareholder’s Equity as of the date of the most current financial information prior to the announcement of the transaction.

**EVCF**

Ratio of Enterprise Value to EBITDA: Enterprise value is calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities. EBITDA is earnings before interest, taxes, depreciation and amortization for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**EVEBIT**

Ratio of Enterprise Value to EBIT: Enterprise value is calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities.
EBIT is defined as earnings before interest income, interest expense, non-operating income, taxes and minority interest for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**EVNI**

Ratio of Enterprise Value to Net Income: Enterprise value is calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities. Net Income is income from continuing operations, after taxes and minority interest, before extraordinary items and preferred dividends for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**EVSALES**

Ratio of Enterprise Value to Sales: Enterprise value is calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities. Sales are the primary source of revenue after taking into account returned goods and allowances for price reductions for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction. If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.

**EVTBV**

Ratio of Enterprise Value to Tangible Book Value: Enterprise value is calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities. Tangible Book Value is common equity divided by actual shares outstanding minus intangible assets on the date of the most current financial information prior to the announcement of the transaction. \( \text{EVTBV} = \frac{\text{ENTVAL}}{\text{COMEQ-IASS}} \)

**EXCHRATE_DATE**

Exchange Rate Date: For international transactions, the date of the exchange rate is the same as the date on which the terms of the transaction were disclosed. If no exchange rate is available for that date, the last available date previous to the announcement of terms is used.

**EXRATIO**

Exchange Ratio: Exchange ratio in a stock swap transaction. If the ratio is adjusted or amended the newest ratio, if the deal is still pending, or the final ratio, if the deal is completed, will be filled in the data item.
EXTEN

Number of Tender Extensions: Number of times, which the tender offer was extended. SEE DEXP

FAM

Target Company is Family-Owned/Controlled Flag: Yes/No flag set to 'Y' where at least a family or group of families controls 20% of the target company. If either a founding family or a non-founding chairman owns a substantial stake (defined as 20%), FAM is indicated.

FAXNUM

Target Fax Number: Fax number of target company

FBNK

Failed Bank Flag: Yes/No flag set to 'Y' where the target company is a failed bank.

FEES

Fees and Expenses: 600 character text description of fees paid by target and acquiror including advisory, dealer manager, those related to fairness opinions, and contingency fees.

FEE_SOURCE

Fee Source: Source for target advisor fees.

FINCAS

Target Net Cash From Financing Activities Last 12 Months: Net cash provided by borrowings and securities sales, less dividend distributions and loan repayments for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil).

FINCAS1

Target Net Cash From Financing Activities 1 Year Prior: Net cash provided by borrowings and securities sales, less dividend distributions and loan repayments for the most recent fiscal year prior to the announcement of the transaction ($mil).

FINCAS2

Target Net Cash From Financing Activities 2 Years Prior: Net cash provided by borrowings and securities sales, less dividend distributions and loan repayments for the fiscal year 2 years prior to the announcement of the transaction ($mil).
FINCASH3
Target Net Cash From Financing Activities 3 Years Prior: Net cash provided by borrowings and securities sales, less dividend distributions and loan repayments for the fiscal year 3 years prior to the announcement of the transaction ($mil).

FINCASH4
Target Net Cash From Financing Activities 4 Years Prior: Net cash provided by borrowings and securities sales, less dividend distributions and loan repayments for the fiscal year 4 years prior to the announcement of the transaction ($mil).

FINCASH5
Target Net Cash From Financing Activities 5 Years Prior: Net cash provided by borrowings and securities sales, less dividend distributions and loan repayments for the fiscal year 5 years prior to the announcement of the transaction ($mil).

FINCASHFQ
Target Net Cash From Financing Activities Same Interim Period Prior Year: Net cash provided by borrowings and securities sales, less dividend distributions and loan repayments for the same interim period corresponding to FINCASHLQ, but in the previous fiscal year ($mil).

FINCASHLQ
Target Net Cash From Financing Activities Most Recent Interim Period: Net cash provided by borrowings and securities sales, less dividend distributions and loan repayments for the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

FINDONE
Financials Completed: A Yes/No flag set to ‘Y’ when at least one piece of target financial information is available for the deal.

FINSRC
Source of Target Financials: Source from which target financial information was obtained.

FINSRCC
Source of Target Financials Code: Code for source from which target financial information was obtained.
FIRMVAL
Firm Value: Enterprise Value plus Minority Interest ($mil). Enterprise value is calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities. Minority Interest is the balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiary at DFIN. This data item is for the firm value of 100% of the company based on the offering price, regardless of how much was actually acquired in the transaction.

FISCAL
Date of Last Fiscal Year End Prior to the Announcement Date.

FISCAL1
One Year Prior to Date of Last Fiscal Year End Prior Announcement Date.

FISCAL2
Two Years Prior to Date of Last Fiscal Year End Prior Announcement Date.

FISCAL3
Three Years Prior to Date of Last Fiscal Year End Prior Announcement Date.

FISCAL4
Four Years Prior to Date of Last Fiscal Year End Prior Announcement Date.

FLIP
Flipover Flag: Yes/No flag set to 'Y' when a flipover-type poison pill has an effect on a merger proposal.

FLP
Formation of a Limited Partnership Flag: Yes/No flag set to 'Y' where a limited partnership was set up as a result of the transaction.

FOOT
Financial Information Footnote: Text of footnotes to financial statements.

FOOT2
Financial Information Footnote: Text of footnotes to financial statements.
FOOT3
Financial Information Footnote: Text of footnotes to financial statements.

FORECAST_DATE
Forecast Date for Year Ending: Year ending date for forecasted financials, for international transactions only.

FORM
Form of the Transaction: 10 codes describing the specific form of the transaction:
M (MERGER): A combination of business takes place or 100% of the stock of a public or private company is acquired.
A (ACQUISITION): deal in which 100% of a company is spun off or split off is classified as an acquisition by shareholders.
AM (ACQ OF MAJORITY INTEREST): the acquiror must have held less than 50% and be seeking to acquire 50% or more, but less than 100% of the target company’s stock.
AP (ACQ OF PARTIAL INTEREST): deals in which the acquiror holds less than 50% and is seeking to acquire less than 50%, or the acquiror holds over 50% and is seeking less than 100% of the target company’s stock.
AR (ACQ OF REMAINING INTEREST): deals in which the acquiror holds over 50% and is seeking to acquire 100% of the target company’s stock.
AA (ACQ OF ASSETS): deals in which the assets of a company, subsidiary, division, or branch are acquired. This code is used in all transactions when a company is being acquired and the consideration sought is not given.
AC: (ACQ OF CERTAIN ASSETS): deals in which sources state that “certain assets” of a company, subsidiary, or division are acquired.
R (RECAPITALIZATION): deals in which a company undergoes a shareholders’ Leveraged recapitalization in which the company issues a special one-time dividend (in the form of cash, debt securities, preferred stock, or assets) allowing shareholders to retain an equity interest in the company.
B (BUYBACK): deals in which the company buys back its equity securities or securities convertible into equity, either on the open market, through privately negotiated transactions, or through a tender offer. Board authorized repurchases are included.
EO (EXCHANGE OFFER): deals in which a company offers to exchange new securities for its equity securities outstanding or its securities convertible into equity.

FORMC
Form of the Transaction: 10 codes describing the specific form of the transaction:
M (MERGER): A combination of business takes place or 100% of the stock of a public or private company is acquired.
A (ACQUISITION): deal in which 100% of a company is spun off or split off is classified as an acquisition by shareholders.

AM (ACQ OF MAJORITY INTEREST): the acquiror must have held less than 50% and be seeking to acquire 50% or more, but less than 100% of the target company’s stock.

AP (ACQ OF PARTIAL INTEREST): deals in which the acquiror holds less than 50% and is seeking to acquire less than 50%, or the acquiror holds over 50% and is seeking less than 100% of the target company’s stock.

AR (ACQ OF REMAINING INTEREST): deals in which the acquiror holds over 50% and is seeking to acquire 100% of the target company’s stock.

AA (ACQ OF ASSETS): deals in which the assets of a company, subsidiary, division, or branch are acquired. This code is used in all transactions when a company is being acquired and the consideration sought is not given.

AC: (ACQ OF CERTAIN ASSETS): deals in which sources state that “certain assets” of a company, subsidiary, or division are acquired.

R (RECAPITALIZATION): deals in which a company undergoes a shareholders’ Leveraged recapitalization in which the company issues a special one-time dividend (in the form of cash, debt securities, preferred stock, or assets) allowing shareholders to retain an equity interest in the company.

B (BUYBACK): deals in which the company buys back its equity securities or securities convertible into equity, either on the open market, through privately negotiated transactions, or through a tender offer. Board authorized repurchases are included.

EO (EXCHANGE OFFER): deals in which a company offers to exchange new securities for its equity securities outstanding or its securities convertible into equity.

**FOUNDED**

Year Target Company Founded: Date at which the target company was originally founded.

**FOUR_WEEK**

Date corresponding to the closing common stock price of the target 4 weeks prior to the original announcement of the transaction.

**FTOT**

Total Fees Payable by Target and Acquiror: Assuming a successful transaction, FTOT is equal to the sum of TFTOT and AFTOT unless a fee amount is disclosed but the portion paid by each party is not disclosed.

**FTOTPCT**

Total Fees Payable by Target & Acquiror as a % of Transaction Value.
**FVASSC**

Ratio of Firm Value to Assets: Firm Value is Enterprise Value plus target’s Minority Interest at DFIN. Enterprise value is calculated by multiplying the number of actual shares outstanding by the offering price and then by adding the cost of convertible securities, plus short-term debt, straight debt, convertible debt, and preferred equity minus cash and marketable securities at DFIN. Minority Interest is the balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries at DFIN. Assets is the target's total assets as of DFIN.

**FVCFLOW**

Ratio of Firm Value to EBITDA: Firm Value is Enterprise Value plus target’s Minority Interest at DFIN. Enterprise value is calculated by multiplying the number of actual shares outstanding by the offering price and then by adding the cost of convertible securities, plus short-term debt, straight debt, convertible debt, and preferred equity minus cash and marketable securities at DFIN. Minority Interest is the balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries at DFIN. EBITDA is earnings before interest, taxes, and depreciation and amortization for the target's latest 12 month period ending on DFIN.

**FVEBIT**

Ratio of Firm Value to EBIT: Firm Value is Enterprise Value plus Minority Interest at DFIN. Enterprise value is calculated by multiplying the number of actual shares outstanding by the offering price and then by adding the cost of convertible securities, plus short-term debt, straight debt, convertible debt, and preferred equity minus cash and marketable securities at DFIN. Minority Interest is the balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries at DFIN. EBIT is earnings before interest income, interest expense, non-operating income, taxes and minority interest at DFIN. For deals where a tender or proxy was filed, EBIT equals income before taxes only. For deals where a proxy or tender was not filed, this represents operating income.

**FVSALES**

Ratio of Firm Value to Sales: Firm Value is Enterprise Value plus Minority Interest at DFIN. Enterprise value is calculated by multiplying the number of actual shares outstanding by the offering price and then by adding the cost of convertible securities, plus short-term debt, straight debt, convertible debt, and preferred equity minus cash and marketable securities at DFIN. Minority Interest is the balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries. Sales are the primary source of revenue after taking into account returned goods and allowances for price reductions for the last 12 months from DFIN. If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.
GEARING

Target Gearing: Target Total Debt divided by Shareholder's Equity as of the date of the most current financial information prior to the announcement of the transaction. GEARING = (STRDEBT + CVTDEBT + STD)/COMEQ + PFDEQ.

GEARING1

Target Gearing 1: Target Total Debt divided by Shareholder's Equity at the end of the most recent fiscal year prior to the announcement of the transaction. GEARING1 = STRDEBT1 + CVTDEBT1 + STD1)/COMEQ1 + PFDEQ1.

GEARING2

Target Gearing 2: Target Total Debt divided by Shareholder's Equity at the end of the fiscal year 2 years prior to the announcement of the transaction. GEARING2 = STRDEBT2 + CVTDEBT2 + STD2)/COMEQ2 + PFDEQ2.

GEARING3

Target Gearing 3: Target Total Debt divided by Shareholder's Equity at the end of the fiscal year 3 years prior to the announcement of the transaction. GEARING3 = STRDEBT3 + CVTDEBT3 + STD3)/COMEQ3 + PFDEQ3.

GEARING4

Target Gearing 4: Target Total Debt divided by Shareholder's Equity at the end of the fiscal year 4 years prior to the announcement of the transaction. GEARING4 = STRDEBT4 + CVTDEBT4 + STD4)/COMEQ4 + PFDEQ4.

GEARING5

Target Gearing 5: Target Total Debt divided by Shareholder's Equity at the end of the fiscal year 2 years prior to the announcement of the transaction. GEARING5 = STRDEBT5 + CVTDEBT5 + STD5)/COMEQ5 + PFDEQ5.

GENDATE

GEN Date: Date representing when a fundamental change occurred in the company’s data requiring the creation of a new GEN in the CUSIP.

GPRIV

Going Private Flag: 'Y' indicates that a private acquirer or a financial sponsor is acquiring a public target and upon completion, the target will no longer have any of its shares traded on the public market. In cases where an investor group is acquiring a public target, the Going Private Flag will be set to Y when there is buyside financial sponsor activity. The Going Private Flag will also be set to 'Y' even if the public target, one that is originally intended to be taken private, remains a public entity upon deal completion.
GREEN
Greenmail Flag: Yes/No flag set to 'Y' where the target company buys back a block of its shares from an unfriendly party at a premium to its market value as a response or as a defense to the transaction.

GWIL
Target Goodwill Latest Twelve Months: Excess of purchase price of assets over their fair (book) value at the time of the acquisition as of the date of the most current financial information prior to the announcement of the transaction ($mil). This data item is generally not available for US public target deals announced after June 2000 and is not available for non-US public target deals.

GWIL1
Target Goodwill Year 1: Excess of purchase price of assets over their fair (book) value at the end of the most recent fiscal year prior to the announcement of the transaction ($mil). This data item is generally not available for US public target deals announced after June 2000 and is not available for non-US public target deals.

GWIL2
Target Goodwill Year 2: Excess of purchase price of assets over their fair (book) value at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil). This data item is generally not available for US public target deals announced after June 2000 and is not available for non-US public target deals.

GWIL3
Target Goodwill Year 3: Excess of purchase price of assets over their fair (book) value at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil). This data item is generally not available for US public target deals announced after June 2000 and is not available for non-US public target deals.

GWIL4
Target Goodwill Year 4: Excess of purchase price of assets over their fair (book) value at the end of the fiscal year for the fiscal year 4 years prior to the announcement of the transaction ($mil). This data item is generally not available for US public target deals announced after June 2000 and is not available for non-US public target deals.

GWIL5
Target Goodwill Year 5: Excess of purchase price of assets over their fair (book) value at the end of the fiscal year for the fiscal year 5 years prior to the announcement of the transaction ($mil). This data item is generally not available for US public target deals announced after June 2000 and is not available for non-US
public target deals.

**GWILFQ**
Target Goodwill Same Interim Period Prior Year: Excess of purchase price of assets over their fair (book) value at the end of the same interim period corresponding to GWILLQ, but in the previous fiscal year ($mil).

**GWILLQ**
Target Goodwill Most Recent Interim Period: Excess of purchase price of assets over their fair (book) value at the end of the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**HAN**
Acquiror Company Short Name (HISTORY): Short name of acquiror.

**HANL**
Acquiror Company Long Name (HISTORY): Long name of acquiror.

**HCODESEQ**
History File Sequence Number.

**HCURR_CODE**
Currency Code of History Event Values

**HDATE**
Date of History Event: Date on which history event was announced.

**HEVENT**
A History Event is a 30-character description of a significant occurrence during the course of the transaction (i.e. shareholder/regulatory approval, amended terms, completion of a tender offer, etc.).

**HEXCHRATE_DATE**
Date of Exchange Rate for History Event Values.

**HITECHP**
Target Primary High Tech Code: A three character code for the target’s primary line of business in the high tech industry.
HOSTABILLINGS
Acquiror Advertising Billings in Host Currency: Revenues from advertising billings if the acquiror is an advertising agency stated in millions in the currency of the acquiring company’s nation.

HOSTADEPOSITS
Acquiror Total Bank Deposits in Host Currency: Amount of total bank deposits if acquiror is a bank stated in millions in the currency of the acquiring company’s nation.

HOSTAFEEAMT
Fee Amount per Acquiror Advisor in Host Currency.

HOSTAFEELEGAL
Acquiror Legal Fees in Host Host Currency.

HOSTAFEETOT
Total Fees, in Host Currency, Payable by the Acquiror upon Consummation. Total fees and expenses excluding financing fees, stated in millions in the currency of the target nation. Includes financial advisory fees, legal fees, etc.

HOSTAMV
Acquiror Market Value in Host Currency: Total number of acquiror shares outstanding multiplied by the acquiror’s stock price 4 weeks prior to the announcement date of the deal stated in millions in the currency of the acquiring company’s nation. Only available for US public acquirors.

HOSTANETASS
Acquiror Net Assets in Host Currency Last 12 Months: Acquiror’s total assets minus total liabilities at ADFIN stated in millions in the currency of the acquiring company’s nation.

HOSTANETINTINCOMELTM
Acquiror Net Interest Income in Host Currency Last 12 Months: For banks, net interest income for the 12 months ending on ADFIN. For non-banks, interest expense only for the 12 months ending on ADFIN stated in millions in the currency of the acquiring company’s nation.

HOSTANILTM
Acquiror Net Income in Host Currency Last 12 Months: Income from continuing operations, after taxes and minority interest, before extraordinary items and preferred dividends of acquiring company for the last 12 months ending on ADFIN stated in millions in the currency of the acquiring company’s nation.

HOSTAPREMIUMS

Acquiror Insurance Premiums in Host Currency Last 12 Months: Amount of insurance premiums collected by the acquiring company for the last 12 months ending on ADFIN stated in millions in the currency of the acquiring company’s nation.

HOSTAPRSHARE

Acquiror's Price Per Share in Host Currency: Closing share price, in host currency, of a public acquiror one day prior to the announcement of a deal in which the acquiror is issuing shares in itself as consideration.

HOSTASALES

Acquiror Net Sales in Host Currency Last 12 Months: Primary source of revenue after taking into account returned goods and allowances for price reductions for the latest 12 months ending on ADFIN stated in millions in the currency of the acquiring company’s nation. If not available, total revenues is used. For banks, sales equals interest income plus non-interest income.

HOSTATASS

Acquiror Total Assets in Host Currency Last 12 Months: Includes current assets, long-term investments and funds, net fixed assets, tangible assets, and deferred charges for the acquiring company for the last 12 months ending on ADFIN stated in millions in the currency of the acquiring company’s nation.

HOSTATERM

Acquiror's Termination Fee in Host Currency: The amount of the termination fee the acquiror will pay. In host currency.

HOSTATLIA

Acquiror Total Liabilities in Host Currency Last 12 Months: Includes all liabilities and debt owed by the company at ADFIN stated in millions in the currency of the acquiring company’s nation.

HOSTATOTFEE

Total Fees paid by the Acquiror per Advisor in Host Currency.

HOSTBFEEAMT
Target or Acquiror Fee Amount Per Advisor in Host Currency: Amount of the fee paid to either the target or acquiror's advisor(s) by assignment in millions of the currency of the target's nation. This item is for search purposes only, to print use HOSTTFEEAMT for the target, or HOSTAFEEAMT for the acquiror.

HOSTBILLINGS
Target Advertising Billings in Host Currency: Revenues resulting from advertising billings for the target stated in millions in the currency of the target company’s nation.

HOSTBTOTFEENEG
Target or Acquiror Fees Per Advisor in Host Currency: Fees paid by either the target or acquiror per advisor, stated in millions in the currency of the target company's nation. This item is for search purposes only, to print use HOSTTTOTFEENEG for the target, or HOSTATOTFEENEG for the acquiror.

HOSTBV
Book Value Per Share in Host Currency: Equals common equity divided by actual common shares outstanding as of the date of the most current financial information prior to the announcement of the transaction stated in the currency of the target company’s nation.

HOSTC1DAY
Target Stock Price 1 Day Prior to Announcement Date in Host Currency: Closing price of target’s common stock on primary stock exchange 1 day prior to original announcement date (DAO) of the transaction stated in the currency of the target company’s nation.

HOSTC1WK
Target Stock Price 1 Week Prior to Announcement Date in Host Currency: Closing price of target’s common stock on primary stock exchange 1 week prior to original announcement date (DAO) of the transaction stated in the currency of the target company’s nation.

HOSTC4WK
Target Stock Price 4 Weeks Prior to Announcement Date in Host Currency: Closing price of target’s common stock on primary stock exchange 4 weeks prior to original announcement date (DAO) of the transaction stated in the currency of the target company’s nation.

HOSTCAPEX1
Target Capital Expenditures 1 Year Prior in Host Currency: Gross purchases of
property, plant and equipment for the most recent fiscal year prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**HOSTCAPEX2**

Target Capital Expenditures 2 Years Prior in Host Currency: Gross purchases of property, plant and equipment for the fiscal year 2 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**HOSTCAPEX3**

Target Capital Expenditures 3 Years Prior in Host Currency: Gross purchases of property, plant and equipment for the fiscal year 3 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**HOSTCAPEX4**

Target Capital Expenditures 4 Years Prior in Host Currency: Gross purchases of property, plant and equipment for the fiscal year 4 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**HOSTCAPEX5**

Target Capital Expenditures 5 Years Prior in Host Currency: Gross purchases of property, plant and equipment for the fiscal year 5 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**HOSTCAPEXLM**

Target Capital Expenditures Last 12 Months in Host Currency: Gross purchases of property, plant and equipment in the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**HOSTCAPITALIZATION**

Target Capitalization in Host Currency: Equals Short-Term Debt plus Long-Term Debt plus Shareholders' Equity as of the date of the most current financial information prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**HOSTCAPNOSTD**

Target Capitalization Excluding Short-Term Debt in Host Currency: Equals Long-Term Debt plus Shareholders' Equity as of the date of the most current financial information prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.
**HOSTCASH**

Target Cash and Marketable Securities in Host Currency: Cash and temporary investment vehicles for cash, including commercial paper and short-term government securities, held by the target company as of the date of the most current financial information prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**HOSTCASHFLOW**

Target Cash Flow Last 12 Months in Host Currency: Earnings before interest, taxes, depreciation and amortization for the target in the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. (HOSTEBITLTM + HOSTDEPANDAMORT)

**HOSTCASHFLOW1**

Target EBITDA 1 Year Prior in Host Currency: Earnings before interest, taxes, depreciation and amortization for the target company for the most recent fiscal year prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. (HOSTEBIT1 + HOSTDEPANDAMORT1)

**HOSTCASHFLOW2**

Target EBITDA 2 Years Prior in Host Currency: Earnings before interest, taxes, depreciation and amortization for the target company for the fiscal year 2 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. (HOSTEBIT2 + HOSTDEPANDAMORT2)

**HOSTCASHFLOW3**

Target EBITDA 3 Years Prior in Host Currency: Earnings before interest, taxes, depreciation and amortization for the target company for the fiscal year 3 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. (HOSTEBIT3 + HOSTDEPANDAMORT3)

**HOSTCASHFLOW4**

Target EBITDA 4 Years Prior in Host Currency: Earnings before interest, taxes, depreciation and amortization for the target company for the fiscal year 4 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. (HOSTEBIT4 + HOSTDEPANDAMORT4)

**HOSTCASHFLOW5**

Target EBITDA 5 Years Prior in Host Currency: Earnings before interest, taxes, depreciation and amortization for the target company for the fiscal year 5 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. (HOSTEBIT5 + HOSTDEPANDAMORT5)
HOSTCASS
Target Current Assets in Host Currency: Current assets of the target company, including cash, and assets which will be turned into cash in the near future (typically within one year) as of the date of the most current financial information prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. Includes cash, marketable securities, accounts receivable, inventories, and prepaid expenses.

HOSTCLIA
Target Current Liabilities in Host Currency: All debts that come due in the current year for the target company as of the date of the most current financial information prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. Includes accounts payable, taxes payable, short-term debt, notes payable, accrued expenses payable, current maturities of long-term debt and current portion of capital lease obligations.

HOSTCOLLARPRH
Collar Price High in Host Currency: The high price in a collar range in host currency. This item is used in conjunction with the collar data item and will only be used if COLLAR = Y. Collar is flagged when the amount of the consideration offered is based on a set range. The range is usually set based on the acquiror's closing stock price. For example, if the acquiror's closing stock price for a certain period fell in a high range, the target's shareholders would receive a set number of acquiror's shares for each share held, which can be a set ratio of shares or a number of shares equal to a set dollar value, which is the case when this data item can be filled in.

HOSTCOLLARPRL
Collar Price Low in Host Currency: The low price in a collar range in host currency. This item is used in conjunction with the COLLAR data item and will only be used if COLLAR = Y. Collar is flagged when the amount of the consideration offered is based on a set range. The range is usually set based on the acquiror's closing stock price. For example, if the acquiror's closing stock price for a certain period fell in a high range, the target's shareholders would receive a set number of the acquiror's shares for each share held, which can be a set ratio of shares or a number of shares equal to a set dollar value, which is the case when this data item can be filled in.

HOSTCOMDV1
Target Common Dividends 1 Year Prior in Host Currency: Total dividends actually paid on the target company's common stock in the most recent fiscal year prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

HOSTCOMDV2
Target Common Dividends 2 Years Prior in Host Currency: Total dividends actually paid on the target company's common stock in the fiscal year 2 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

HOSTCOMDV3

Target Common Dividends 3 Years Prior in Host Currency: Total dividends actually paid on the target company's common stock for the fiscal year 3 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

HOSTCOMDV4

Target Common Dividends 4 Years Prior in Host Currency: Total dividends actually paid on the target company's common stock for the fiscal year 4 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

HOSTCOMDV5

Target Common Dividends 5 Years Prior in Host Currency: Total dividends actually paid on the target company's common stock for the fiscal year 5 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

HOSTCOMDVLTLM

Target Common Dividends Last 12 Months in Host Currency: Total dividends actually paid on the target company's common stock in the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

HOSTCOMMONEQUITY

Target Common Equity in Host Currency: Includes par value of common stock, additional paid-in capital, and retained earnings, less foreign currency transactions and treasury shares, as of the date of the most current financial information prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

HOSTCOMMONEQUITY1

Target Common Equity 1 Year Prior in Host Currency: Includes par value of common stock, additional paid-in capital, retained earnings, less foreign currency transactions and treasury shares, for the most recent fiscal year prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.
HOSTCOMMONEQUITY2
Target Common Equity 2 Years Prior in Host Currency: Includes par value of common stock, additional paid-in capital, retained earnings, less foreign currency transactions and treasury shares, for the fiscal year 2 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

HOSTCOMMONEQUITY3
Target Common Equity 3 Years Prior in Host Currency: Includes par value of common stock, additional paid-in capital, retained earnings, less foreign currency transactions and treasury shares, for the fiscal year 3 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

HOSTCOMMONEQUITY4
Target Common Equity 4 Years Prior in Host Currency: Includes par value of common stock, additional paid-in capital, retained earnings, less foreign currency transactions and treasury shares, for the fiscal year 4 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

HOSTCOMMONEQUITY5
Target Common Equity 5 Years Prior in Host Currency: Includes par value of common stock, additional paid-in capital, retained earnings, less foreign currency transactions and treasury shares, for the fiscal year 5 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

HOSTCOMPETEVALUE
Value of Competing Bid in Host Currency: Value of the competing transaction stated in millions in the currency of the target's nation.

HOSTCOSTCOM
Cost to Acquire Common: Cost to the acquiror, in millions, in host currency to acquire common shares or partnership units.

HOSTCOSTCVT
Cost to Acquire Convertible Securities: Cost to the acquiror, in millions, in host currency to acquire convertible securities.

HOSTCOSTPFD
Cost to Acquire Preferred Stock: Cost in millions of host currency to acquire preferred shares purchased in the transaction.

HOSTCVTDEBT

Target Convertible Debt in Host Currency: Value of convertible debt of the target company due at least one year from the date of the most current financial information prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

HOSTDEFER1
Deferred Income Taxes & Charges 1 Year Prior in Host Currency: Income taxes deferred until a later year by the target company, for the most recent fiscal year prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. This item is only available for deals announced prior to June 1994.

HOSTDEFER2
Deferred Income Taxes & Charges 2 Years Prior in Host Currency: Income taxes deferred until a later year by the target company, for the fiscal year 2 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. This item is only available for deals announced prior to June 1994.

HOSTDEFER3
Deferred Income Taxes & Charges 3 Years Prior in Host Currency: Income taxes deferred until a later year by the target company, for the fiscal year 3 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. This item is only available for deals announced prior to June 1994.

HOSTDEFER4
Deferred Income Taxes & Charges 4 Years Prior in Host Currency: Income taxes deferred until a later year by the target company, for the fiscal year 4 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. This item is only available for deals announced prior to June 1994.

HOSTDEFER5
Deferred Income Taxes & Charges 5 Years Prior in Host Currency: Income taxes deferred until a later year by the target company, for the fiscal year 5 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. This item is only available for deals announced prior to June 1994.

HOSTDEFERLTM
Target Deferred Income Tax & Charges Last 12 Months in Host Currency: Income taxes deferred by the target in the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. This item is only available for deals announced prior to June 1994.
Target Depreciation and Amortization Last 12 Months in Host Currency: The value of the decline in the useful life of fixed assets due to wear and tear (depreciation) or intangible assets (amortization) over the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**HOSTDEPANDAMORT1**

Target Depreciation and Amortization 1 Year Prior in Host Currency: The value of the decline in the useful life of the target's fixed assets due to wear and tear (depreciation) or intangible assets (amortization) in the most recent fiscal year prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**HOSTDEPANDAMORT2**

Target Depreciation and Amortization 2 Years Prior in Host Currency: The value of the decline in the useful life of the target's fixed assets due to wear and tear (depreciation) or intangible assets (amortization) in the fiscal year 2 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**HOSTDEPANDAMORT3**

Target Depreciation and Amortization 3 Years Prior in Host Currency: The value of the decline in the useful life of the target's fixed assets due to wear and tear (depreciation) or intangible assets (amortization) in the fiscal year 3 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**HOSTDEPANDAMORT4**

Target Depreciation and Amortization 4 Years Prior in Host Currency: The value of the decline in the useful life of the target's fixed assets due to wear and tear (depreciation) or intangible assets (amortization) in the fiscal year 4 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**HOSTDEPANDAMORT5**

Target Depreciation and Amortization 5 Years Prior in Host Currency: The value of the decline in the useful life of the target's fixed assets due to wear and tear (depreciation) or intangible assets (amortization) in the fiscal year 5 years prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**HOSTDEPOSITS**

Target Total Bank Deposits in Host Currency: Total deposits held by target bank as of the date of the most current financial information prior to the announcement of the
交易金额以目标公司国家的货币表示。

**HOSTDIVIDENDS**

目标公司年度股息（以目标公司国家货币表示）：目标公司过去12个月支付的股息，以目标公司国家货币表示。这些股息在交易公告前的最近一个财政年度的12个月中支付。

**HOSTEBIT1**

目标公司1年前的EBIT（以目标公司国家货币表示）：在目标公司国家货币中表示的EBIT（税前利润），包括息前利润、利息费用、非经营性收入、税费和少数股东利益。对于银行，EBIT表示税前利润。

**HOSTEBIT2**

目标公司2年前的EBIT（以目标公司国家货币表示）：在目标公司国家货币中表示的EBIT（税前利润），包括息前利润、利息费用、非经营性收入、税费和少数股东利益。对于银行，EBIT表示税前利润。

**HOSTEBIT3**

目标公司3年前的EBIT（以目标公司国家货币表示）：在目标公司国家货币中表示的EBIT（税前利润），包括息前利润、利息费用、非经营性收入、税费和少数股东利益。对于银行，EBIT表示税前利润。

**HOSTEBIT4**

目标公司4年前的EBIT（以目标公司国家货币表示）：在目标公司国家货币中表示的EBIT（税前利润），包括息前利润、利息费用、非经营性收入、税费和少数股东利益。对于银行，EBIT表示税前利润。

**HOSTEBIT5**

目标公司5年前的EBIT（以目标公司国家货币表示）：在目标公司国家货币中表示的EBIT（税前利润），包括息前利润、利息费用、非经营性收入、税费和少数股东利益。对于银行，EBIT表示税前利润。
HOSTEBITLTM
Target EBIT Last 12 Months in Host Currency: Earnings before interest income, interest expense, non-operating income, taxes and minority interest, in the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction stated in millions in the currency of the target company’s nation. Also known as Operating Income. For banks, EBIT represents Pre-Tax Income.

HOSTENTVAL
Enterprise Value in Host Currency Based on Financials: The enterprise value of a transaction is calculated by multiplying the number of target actual shares outstanding (from the most recent balance sheet released prior to the announcement of the transaction) by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities, stated in millions in the currency of the target company’s nation. This data item is for the enterprise value of 100% of the company based on the offering price, regardless of how much was actually acquired in the transaction. HOSTENTVAL = (COMDFIN * HOSTPR)/1,000,000 + HOSTCSTCVT + HOSTSTD + HOSTSTRAIGHTDEBT + HOSTPFDEQUITY - HOSTCASH. See also HOSTENTVALANN.

HOSTENTVALANN
Enterprise Value in Host Currency at Announcement Date: The enterprise value of a transaction is calculated by multiplying the number of target actual shares outstanding from the most recent source available by the offer price and then by adding the cost to acquire convertible securities, plus short-term debt, straight debt, and preferred equity minus cash and marketable securities from the most recent balance sheet, stated in millions, in the currency of the target company’s nation. This data item is for the enterprise value of 100% of the company based on the offering price, regardless of how much was actually acquired in the transaction. HOSTENTVALANN = (CACT * HOSTPR)/1,000,000 + HOSTCSTCVT + HOSTSTD + HOSTSTRAIGHTDEBT + HOSTPFDEQUITY - HOSTCASH. See also HOSTENTVAL.

HOSTEPS1
Target Earnings Per Share 1 Year Prior in Host Currency: Adjusted earnings divided by fully diluted shares outstanding at the end of the most recent fiscal year prior to the announcement of the transaction stated in the currency of the target company’s nation. Earnings are adjusted based on the conversion of all convertible securities at the beginning of the year.

HOSTEPS2
Target Earnings Per Share 2 Years Prior in Host Currency: Adjusted earnings divided by fully diluted shares outstanding at the end of the fiscal year 2 years prior to the announcement of the transaction stated in currency of the target company’s
nation.

**HOSTEPS3**

Target Earnings Per Share 3 Years Prior in Host Currency: Adjusted earnings divided by fully diluted shares outstanding at the end of the fiscal year 3 years prior to the announcement of the transaction stated in the currency of the target company’s nation. Earnings are adjusted based on the conversion of all convertible securities at the beginning of the year.

**HOSTEPS4**

Target Earnings Per Share 4 Years Prior in Host Currency: Adjusted earnings divided by fully diluted shares outstanding at the end of the fiscal year 4 years prior to the announcement of the transaction stated in the currency of the target company’s nation. Earnings are adjusted based on the conversion of all convertible securities at the beginning of the year.

**HOSTEPS5**

Target Earnings Per Share 5 Years Prior in Host Currency: Adjusted earnings divided by fully diluted shares outstanding at the end of the fiscal year 5 years prior to the announcement of the transaction stated in the currency of the target company’s nation. Earnings are adjusted based on the conversion of all convertible securities at the beginning of the year.

**HOSTEPSFORECAST**

Earnings Per Share Forecast in Host Currency: A forecast of adjusted earnings in the host currency divided by fully diluted shares outstanding. Earnings are adjusted based on the conversion of all convertible securities at the beginning of the year. The forecasted earnings per share are for the time period related to the year ending date for forecasted financials (See FORECAST_DATE), for international transactions only.

**HOSTEPSLTM**

Target Earnings Per Share Last 12 Months in Host Currency: Adjusted earnings divided by fully diluted shares outstanding for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction stated in the currency of the target company’s nation. Earnings are adjusted based on the conversion of all convertible securities at the beginning of the year.

**HOSTEQVAL**

Equity Value in Host Currency Based on Financials: Calculated by multiplying the actual number of target shares outstanding from its most recent balance sheet by the offer price per share plus the cost to acquire convertible securities, stated in millions, in the currency of the target company’s nation. This data item is for the equity value of 100% of the company based on the offering price, regardless of how much was
actually acquired in the transaction. \( \text{HOSTEQVAL} = (\text{HOSTPR} \times \text{COMDFIN})/1,000,000 + \text{HOSTCOSTCVT} \). See also HOSTEQVALANN.

**HOSTEQVALANN**

Equity Value in Host Currency at Announcement Date: Calculated by multiplying the actual number of target shares outstanding from the most recent source available by the offer price per share plus the cost to acquire convertible securities from the most recent balance sheet, stated in millions, in the currency of the target company's nation. This data item is for the equity value of 100% of the company based on the offering price, regardless of how much was actually acquired in the transaction. HOSTEQVALANN is offered as an alternative valuation method to HOSTEQVAL. \( \text{HOSTEQVALANN} = (\text{HOSTPR} \times \text{CACT})/1,000,000 + \text{HOSTCOSTCVT} \). See also HOSTEQVAL.

**HOSTESTSPINPR**

Estimated Spinoff Price per Share in Host Currency: The estimated price per share of the spinoff based on the SEC filing for the spinoff in host currency.

**HOSTESTSPINVAL**

Estimated Spinoff Value (mil) In Host Currency: The estimated value of the spinoff prior to completion. In host currency.

**HOSTFEETOT**

Total Fees Payable by Target and Acquiror in Host Currency: Assuming a successful transaction, equals the sum of HOSTTFEETOT and HOSTAFEETOT unless a fee amount is disclosed but the portion paid by each party is not disclosed. This item is stated in millions in the currency of the target company's nation.

**HOSTHPRICE**

Price per Share on History Event Date in Host Currency.

**HOSTHVAL**

Value of Transaction on History Event in Host Currency.

**HOSTIASS**

Intangible Assets in Host Currency: Value of assets having no physical existence, yet having substantial value to the firm, including goodwill, patents, trademarks, copyrights, franchises, and costs in excess of net book value of businesses acquired, as of the date of the most current financial information prior to the announcement of the transaction, stated in the currency of the target company’s nation.
HOSTLTD
Long Term Debt Last Twelve Months (Host Mil): Debt with maturities of greater than one year as of the date of the most current financial information prior to the announcement of the transaction, stated in millions in the target company’s currency.

HOSTLTD1
Long Term Debt 1 Year Prior (Host Mil): Debt with maturities of greater than one year as of the end of the fiscal year 1 year prior to the announcement of the transaction, stated in millions in the target company’s currency.

HOSTLTD2
Long Term Debt 2 Years Prior (Host Mil): Debt with maturities of greater than one year as of the end of the fiscal year 2 years prior to the announcement of the transaction, stated in millions in the target company’s currency.

HOSTLTD3
Long Term Debt 3 Years Prior (Host Mil): Debt with maturities of greater than one year as of the end of the fiscal year 3 years prior to the announcement of the transaction, stated in millions in the target company’s currency.

HOSTLTD4
Long Term Debt 4 Years Prior (Host Mil): Debt with maturities of greater than one year as of the end of the fiscal year 4 years prior to the announcement of the transaction, stated in millions in the target company’s currency.

HOSTLTD5
Long Term Debt 5 Years Prior (Host Mil): Debt with maturities of greater than one year as of the end of the fiscal year 5 years prior to the announcement of the transaction, stated in millions in the target company’s currency.

HOSTLTLIA
Target Long-Term Total Liabilities Last in Host Currency: Total long term liabilities includes long term debt and other long term liabilities, settlements, environmental clean-ups, and accrued expenses as of the date of the most current financial information prior to the announcement of the transaction, stated in millions in the target company’s currency.

HOSTLTLIA1
Target Long-Term Total Liabilities 1 Year Prior in Host Currency: Total long term liabilities including long term debt and other long term liabilities, settlements, environmental clean-ups, and accrued expenses, for the most recent fiscal year prior to the announcement date of the transaction stated in millions in the currency of the
target company’s nation.

**HOSTLTLIA2**

Target Long-Term Total Liabilities 2 Years Prior in Host Currency: Total long term liabilities including long term debt and other long term liabilities, settlements, environmental clean-ups, and accrued expenses, for the fiscal year 2 years prior to the announcement date of the transaction stated, in millions in the currency of the target company’s nation.

**HOSTLTLIA3**

Target Long-Term Total Liabilities 3 Years Prior in Host Currency: Total long term liabilities including long term debt and other long term liabilities, settlements, environmental clean-ups, and accrued expenses, for the fiscal year 3 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTLTLIA4**

Target Long-Term Total Liabilities 4 Years Prior in Host Currency: Total long term liabilities including long term debt and other long term liabilities, settlements, environmental clean-ups, and accrued expenses, for the fiscal year 4 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTLTLIA5**

Target Long-Term Total Liabilities 5 Years Prior in Host Currency: Total long term liabilities including long term debt and other long term liabilities, settlements, environmental clean-ups, and accrued expenses, for the fiscal year 5 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTMINORITYINT**

Target Minority Interest in Host Currency: Balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries as of the date of the most current financial information prior to the announcement of the transaction, stated in millions in the target company’s currency.

**HOSTMV**

Target Market Value in Host Currency: Calculated by multiplying the total number of the target company's shares outstanding by the closing stock price 4 weeks prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.
**HOSTNETASS**

Target Net Assets in Host Currency: Value of the target company's total assets minus its total liabilities as of the date of the most current financial information prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTNETASS1**

Target Net Assets 1 Year Prior in Host Currency: Value of the target company's total assets minus its total liabilities at the end of the most recent fiscal year prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTNETASS2**

Target Net Assets 2 Years Prior in Host Currency: Value of the target company's total assets minus its total liabilities at the end of the fiscal year 2 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTNETASS3**

Target Net Assets 3 Years Prior in Host Currency: Value of the target company's total assets minus its total liabilities at the end of the fiscal year 3 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTNETASS4**

Target Net Assets 4 Years Prior in Host Currency: Value of the target company's total assets minus its total liabilities at the end of the fiscal year 4 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTNETASS5**

Target Net Assets 5 Years Prior in Host Currency: Value of the target company's total assets minus its total liabilities at the end of the fiscal year 5 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTNETDEBT**

Target Net Debt (Host Mil): Calculated by adding the target’s straight debt, short-term debt, and preferred equity and subtracting cash and marketable securities as of the date of the most recent financial information prior to the announcement of the transaction, stated in millions in the target company’s currency.
HOSTNETINTINCOME
Target Net Interest Income/Interest Expense Only Last 12 Months in Host Currency: For banks, net interest income. For non-banks, interest expense only. The value is for the 12 months ending on the date of the most recent financial information prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

HOSTNETINTINCOMEELTM
Net Interest Income Last Twelve Months (Host Mil): For non-banks this is the interest expense only. For banks this is the actual net interest income before the provision for loan losses. The figure is taken for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction, stated in millions in the target company's currency.

HOSTNETINTINCOME1
Target Net Interest Income/Interest Expense Only 1 Year Prior in Host Currency: For banks, net interest income. For non-banks, interest expense only. The value is for the most recent fiscal year prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

HOSTNETINTINCOME2
Target Net Interest Income/Interest Expense Only 2 Years Prior in Host Currency: For banks, net interest income. For non-banks, interest expense only. The value is for the fiscal year 2 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

HOSTNETINTINCOME3
Target Net Interest Income/Interest Expense Only 3 Years Prior in Host Currency: For banks, net interest income. For non-banks, interest expense only. The value is for the fiscal year 3 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

HOSTNETINTINCOME4
Target Net Interest Income/Interest Expense Only 4 Years Prior in Host Currency: For banks, net interest income. For non-banks, interest expense only. The value is for the fiscal year 4 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

HOSTNETINTINCOME5
Target Net Interest Income/Interest Expense Only 5 Years Prior in Host Currency: For banks, net interest income. For non-banks, interest expense only. The value is for the fiscal year 5 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.
**HOSTNI1**

Target Net Income 1 Year Prior in Host Currency: Income from continuing operations, after taxes and minority interest, and before extraordinary items and preferred dividends, for the most recent fiscal year prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTNI2**

Target Net Income 2 Years Prior in Host Currency: Income from continuing operations, after taxes and minority interest, and before extraordinary items and preferred dividends, for the fiscal year 2 years prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTNI3**

Target Net Income 3 Years Prior in Host Currency: Income from continuing operations, after taxes and minority interest, and before extraordinary items and preferred dividends, for the fiscal year 3 years prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTNI4**

Target Net Income 4 Years Prior in Host Currency: Income from continuing operations, after taxes and minority interest, and before extraordinary items and preferred dividends, for the fiscal year 4 years prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTNI5**

Target Net Income 5 Years Prior in Host Currency: Income from continuing operations, after taxes and minority interest, and before extraordinary items and preferred dividends, for the fiscal year 5 years prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTNILTM**

Target Net Income Last 12 Months in Host Currency: Income from continuing operations, after taxes and minority interest, and before extraordinary items and preferred dividends, for the 12 months ending on the date of the most current financial information prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTOPEXEPR**

Average Option Exercise Price in Host Currency: Average exercise price of stock options in host currency.
HOSTPFDDV1
Target Preferred Dividends 1 Year Prior in Host Currency: Total dividends paid on the target's preferred stock for the most recent fiscal year prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

HOSTPFDDV2
Target Preferred Dividends 2 Years Prior in Host Currency: Total dividends paid on the target's preferred stock for the fiscal year 2 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

HOSTPFDDV3
Target Preferred Dividends 3 Years Prior in Host Currency: Total dividends paid on the target's preferred stock for the fiscal year 3 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

HOSTPFDDV4
Target Preferred Dividends 4 Years Prior in Host Currency: Total dividends paid on the target's preferred stock for the fiscal year 4 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

HOSTPFDDV5
Target Preferred Dividends 5 Years Prior in Host Currency: Total dividends paid on the target's preferred stock for the fiscal year 5 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

HOSTPFDDVLTMI
Target Preferred Dividends Last 12 Months in Host Currency: Total dividends paid on the target’s preferred stock for the 12 months ending on the date of the most current financial information prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

HOSTPFDEQUITY
Target Preferred Equity in Host Currency: Value of preferred stock at liquidation, including redeemable preferred stock, as of the date of the most current financial information prior to the announcement of the transaction, stated in millions in the target company’s currency.

HOSTPR
Price Per Common Share in Host Currency: Price paid per common share or partnership unit by the acquiror in the transaction, stated in the currency of the target company's nation. In cases where a range of prices was paid, HOSTPR is the highest
price paid per share.

**HOSTPRALT**

Price Per Share of Alternative Bid in Host Currency: Price paid per share for the alternative bid, stated in the currency of the target company's nation.

**HOSTPRALTDPREF**

Price Per Preferred Share of Alternative Bid in Host Currency: Price paid per preferred share for the alternative bid, stated in the currency of the target company's nation.

**HOSTPREMIUMS**

Target Insurance Premiums in Host Currency: Value of revenue resulting from insurance premiums received by the target company for the 12 months ending on the date of the most current financial information prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTPRLOW**

Lowest Price Per Share in Host Currency: Minimum price paid by acquiror for shares in the target company, stated in the currency of the target company's nation.

**HOSTPRPREF**

Price Per Preference Share in Host Currency: Price offered/paid per preference share stated in the currency of the target company's nation.

**HOSTPTINC1**

Target Pre-Tax Income 1 Year Prior in Host Currency: Profit or earnings before income taxes and minority interest for the most recent fiscal year prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTPTINC2**

Target Pre-Tax Income 2 Years Prior in Host Currency: Profit or earnings before income taxes and minority interest for the fiscal year 2 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTPTINC3**

Target Pre-Tax Income 3 Years Prior in Host Currency: Profit or earnings before income taxes and minority interest for the fiscal year 3 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.
company’s nation.

**HOSTPTINC4**

Target Pre-Tax Income 4 Years Prior in Host Currency: Profit or earnings before income taxes and minority interest for the fiscal year 4 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTPTINC5**

Target Pre-Tax Income 5 Years Prior in Host Currency: Profit or earnings before income taxes and minority interest for the fiscal year 5 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTPTINCLTM**

Target Pre-Tax Income Last 12 Months in Host Currency: Profit or earnings before income taxes and minority interest for the 12 months ending on the date of the most current financial information prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTRDVAL**

Related Merger Deal Value in Host Currency: Total amount of consideration paid by the acquiror in the related deal stated in millions in the currency of the target company's nation.

**HOSTRECAPDIV**

Recapitalization Dividend in Host Currency: In a recapitalization, the per share value of an extraordinary dividend paid to shareholders, stated in the currency of the target company's nation.

**HOSTRECAPSTUB**

Recapitalization Stub in Host Currency: In a recapitalization, the per share value of a remaining share based on the effective date of the recapitalization, stated in the currency of the target company's nation.

**HOSTRND1**

Target Research and Development Expenses 1 Year Prior in Host Currency: Disclosed expenditures on research and development activities in the most recent fiscal year prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation.
Target Research and Development Expenses 2 Years Prior in Host Currency:
Disclosed expenditures on research and development activities in the fiscal year 2
years prior to the announcement of the transaction, stated in millions in the currency
of the target company’s nation.

**HOSTRND3**

Target Research and Development Expenses 3 Years Prior in Host Currency:
Disclosed expenditures on research and development activities in the fiscal year 3
years prior to the announcement of the transaction, stated in millions in the currency
of the target company’s nation.

**HOSTRND4**

Target Research and Development Expenses 4 Years Prior in Host Currency:
Disclosed expenditures on research and development activities in the fiscal year 4
years prior to the announcement of the transaction, stated in millions in the currency
of the target company’s nation.

**HOSTRND5**

Target Research and Development Expenses 5 Years Prior in Host Currency:
Disclosed expenditures on research and development activities in the fiscal year 5
years prior to the announcement of the transaction, stated in millions in the currency
of the target company’s nation.

**HOSTRNDLTM**

Target Research and Development Expenses Last 12 Months in Host Currency:
Disclosed expenditures on research and development activities in the 12 months
ending on the date of the most current financial information prior to the
announcement of the transaction, stated millions in the currency of the target
company’s nation.

**HOSTSALES1**

Target Net Sales 1 Year Prior in Host Currency: Primary source of revenue after
taking into account returned goods and allowances for price reductions for the most
recent fiscal year prior the announcement date of the transaction, stated in millions in
the currency of the target company’s nation. If not available, total revenues are used.
For banks, net sales equals interest income plus non-interest income.

**HOSTSALES2**

Target Net Sales 2 Years Prior in Host Currency: Primary source of revenue after
taking into account returned goods and allowances for price reductions for the fiscal
year 2 years prior the announcement date of the transaction, stated in millions in the
currency of the target company’s nation. If not available, total revenues are used. For
banks, net sales equals interest income plus non-interest income.
HOSTSALES3
Target Net Sales 3 Years Prior in Host Currency: Primary source of revenue after taking into account returned goods and allowances for price reductions for the fiscal year 3 years prior the announcement date of the transaction, stated in millions in the currency of the target company’s nation. If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.

HOSTSALES4
Target Net Sales 4 Years Prior in Host Currency: Primary source of revenue after taking into account returned goods and allowances for price reductions for the fiscal year 4 years prior the announcement date of the transaction, stated in millions in the currency of the target company’s nation. If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.

HOSTSALES5
Target Net Sales 5 Years Prior in Host Currency: Primary source of revenue after taking into account returned goods and allowances for price reductions for the fiscal year 5 years prior the announcement date of the transaction, stated in millions in the currency of the target company’s nation. If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.

HOSTSALESLTM
Target Net Sales Last 12 Months in Host Currency: Primary source of revenue after taking into account returned goods and allowances for price reductions for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation. If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.

HOSTSE
Target Shareholders Equity in Host Currency: Common and preferred equity as of the date of the most current financial information prior to the announcement of the transaction, stated in millions in the target company’s currency.

HOSTSTD
Target Short-Term Debt in Host Currency: All debt due in the current year, including current maturities of long-term debt, notes payable, and current portion of capital lease obligations, as of the date of the most current financial information prior to the announcement transaction, stated in millions in the currency of the target company’s nation. For banks, this includes deposits, repurchase agreements, commercial paper, federal funds bought, and bankers' acceptances.

HOSTSTRAIGHTDEBT
Target Straight Debt in Host Currency: Non-convertible debt due at least one year from the date of the most current financial information prior to the announcement transaction, stated in millions in the currency of the target company’s nation. If long-term debt is not divided into convertible and straight debt, the debt figures are put into HOSTSRAIGHTDEBT. This item includes non-current portion of capital lease obligations, but does not include deferred taxes.

HOSTTASS
Target Total Assets in Host Currency: Includes current assets, long-term investments and funds, net fixed assets, intangible assets, and deferred charges, as of the date of the most current financial information prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation. Total assets equals total liabilities plus shareholders' equity plus minority interest.

HOSTTASS1
Target Total Assets 1 Year Prior in Host Currency: Includes current assets, long-term investments and funds, net fixed assets, intangible assets, and deferred charges, for the most recent fiscal year prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation. Total assets equals total liabilities plus shareholders' equity plus minority interest.

HOSTTASS2
Target Total Assets 2 Years Prior in Host Currency: Includes current assets, long-term investments and funds, net fixed assets, intangible assets, and deferred charges, for the fiscal year 2 years prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation. Total assets equals total liabilities plus shareholders' equity plus minority interest.

HOSTTASS3
Target Total Assets 3 Years Prior in Host Currency: Includes current assets, long-term investments and funds, net fixed assets, intangible assets, and deferred charges, for the fiscal year 3 years prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation. Total assets equals total liabilities plus shareholders' equity plus minority interest.

HOSTTASS4
Target Total Assets 4 Years Prior in Host Currency: Includes current assets, long-term investments and funds, net fixed assets, intangible assets, and deferred charges, for the fiscal year 4 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation. Total assets equals total liabilities plus shareholders' equity plus minority interest.

HOSTTASS5
Target Total Assets 5 Years Prior in Host Currency: Includes current assets, long-
term investments and funds, net fixed assets, intangible assets, and deferred charges, for the fiscal year 5 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation. Total assets equals total liabilities plus shareholders' equity plus minority interest.

**HOSTTAXES1**

Taxes 1 Year Prior in Host Currency: Income taxes paid by or refunded to the target company in the most recent fiscal year prior to the announcement transaction, stated in millions in the currency of the target company’s nation.

**HOSTTAXES2**

Taxes 2 Years Prior in Host Currency: Income taxes paid by or refunded to the target company in the fiscal year 2 years prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTTAXES3**

Taxes 3 Years Prior in Host Currency: Income taxes paid by or refunded to the target company in the fiscal year 3 years prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTTAXES4**

Taxes 4 Years Prior in Host Currency: Income taxes paid by or refunded to the target company in the fiscal year 4 years prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTTAXES5**

Taxes 5 Years Prior in Host Currency: Income taxes paid by or refunded to the target company in the fiscal year 5 years prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTTAXESLTM**

Taxes Last 12 Months in Host Currency: Income taxes paid by or refunded to the target company in the 12 months ending on the date of the most recent financial information prior the announcement of the transaction, stated in millions in the currency of the target company’s nation.

**HOSTTERMFEE**

Higher of Target or Acquirer Termination Fees in Host Currency: Value of the fee to be paid by one party to another, when an agreement exists whereby failure to consummate the transaction, results in such a payment. This item is in millions in the currency of the target company's nation.
**HOSTTFEEAMT**

Target Fee Amount Per Assignment in Host Currency: Stated in millions in the currency of the target company's nation.

**HOSTTFEELEGAL**

Target Legal Fees in Host Currency: Amount paid to target legal advisors as a consequence of the transaction, stated in millions in the currency of the target company's nation.

**HOSTTFEETOT**

Total Fees, in Host Currency, Payable by Target upon Consummation: Total financial advisory fees and expenses excluding financing fees, stated in millions in the currency of the target nation.

**HOSTTLIA**

Target Total Liabilities in Host Currency: All debt and obligations owed to creditors, including all current and long-term liabilities, as of the date of the most current financial information prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation. Total liabilities equals total assets minus shareholders' equity and minority interest.

**HOSTTLIA1**

Target Total Liabilities 1 Year Prior in Host Currency: All debt and obligations owed to creditors, including all current and long-term liabilities, for the most recent fiscal year prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation. Total liabilities equals total assets minus shareholders' equity and minority interest.
**HOSTTLIA2**
Target Total Liabilities 2 Years Prior in Host Currency: All debt and obligations owed to creditors, including all current and long-term liabilities, for the fiscal year 2 years prior to the announcement date of the transaction, stated in millions in the currency of the target company’s nation. Total liabilities equals total assets minus shareholders' equity and minority interest.

**HOSTTLIA3**
Target Total Liabilities 3 Years Prior in Host Currency: All debt and obligations owed to creditors, including all current and long-term liabilities, for the fiscal year 3 years prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation. Total liabilities equals total assets minus shareholders' equity and minority interest.

**HOSTTLIA4**
Target Total Liabilities 4 Years Prior in Host Currency: All debt and obligations owed to creditors, including all current and long-term liabilities, for the fiscal year 4 years prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation. Total liabilities equals total assets minus shareholders' equity and minority interest.

**HOSTTLIA5**
Target Total Liabilities 5 Years Prior in Host Currency: All debt and obligations owed to creditors, including all current and long-term liabilities, for the fiscal year 5 years prior to the announcement of the transaction, stated in millions in the currency of the target company’s nation. Total liabilities equals total assets minus shareholders' equity and minority interest.

**HOSTTOFORECAST**
Sales Forecast (Host Mil): Total primary source of revenue after taking into account returned goods and allowances for price reductions forecasted for a company in the target nation’s currency.

**HOSTTTERMFEE**
Target's Termination Fee in Host Currency: The amount of the termination fee the target will pay, in host currency.

**HOSTTTTOTFEENEG**
Total Fees Paid Per Advisor in Host Currency: Total fees paid to each individual advisor, stated in millions in the currency of the target company’s nation.

**HOSTVALALT**
Value of Alternative Offer in Host Currency: Total value of the alternate consideration offered by the acquiror stated in millions in the currency of the target company's nation.

**HOSTVALBRIDGE**

Value of Bridge Loan in Host Currency: Amount of bridge financing stated in millions in the currency of the target company's nation. See SFBR for a complete definition.

**HOSTVALCAPINF**

Value of Capital Infusion in Host Currency: The amount of the capital infusion portion of the deal's value stated in millions in the currency of the target company's nation.

**HOSTVALCASH**

Value of Cash in Host Currency: The amount of the cash portion of the deal's value stated in millions in the currency of the target company's nation.

**HOSTVALCDEBT**

Value of Convertible Debt in Host Currency: The amount of the convertible debt portion of the deal's value stated in millions in the currency of the target company's nation.

**HOSTVALCOM**

Value of Common Shares in Host Currency: The amount of the common stock portion of the deal's value stated in millions in the currency of the target company's nation. This is valued using the closing stock price on the last full trading day prior to the announcement of the final terms.

**HOSTVALCOMEFF**

Value of Common Stock at Effective Date in Host Currency: The amount of the common stock portion of the deal's value, based on the closing stock price on the last full trading day prior to the closing date of the deal, stated in millions in the currency of the target company's nation.

**HOSTVALCPFD**

Value of Convertible Preferred in Host Currency: The amount of the convertible preferred stock portion of the deal's value stated in millions in the currency of the target company's nation.

**HOSTVALDEBT**
Value of Debt in Host Currency: The amount of the non-convertible debt portion of the deal's value in millions in the currency of the target company's nation.

HOSTVALEARN

Value of the Earnout in Host Currency: The amount of the earnout portion of the deal's value in millions in the currency of the target's nation. Earnout is an amount to be paid, over time, if the target company meets certain financial performance criteria.

HOSTVALEFF

Value at Effective Date in Host Currency: Same as VAL except that the stock portion of the consideration is valued on the closing stock price on the last full trading day prior to the date of the completion of the transaction, and is stated in million in the currency of the target company's nation.

HOSTVALIMP

Implied Value of Deal in Host Currency: The implied value of a transaction is equal to the number of common shares outstanding multiplied by the offering price. It is stated in millions in the currency of the target company's nation.

HOSTVALLIA

Value of Liabilities Assumed in Host Currency: The value of all liabilities assumed by the acquiror, which are disclosed in newspaper articles or press releases, stated in millions in the currency of the target company's nation.

HOSTVALNOCAPINF

Value Excluding Capital Infusion in Host Currency: Value of the deal minus the amount of capital infusion stated in millions in the currency of the target company's nation.

HOSTVALNOLIA

Value Excluding Liabilities Assumed in Host Currency: Value of the deal minus the amount of the target's liabilities which were assumed by the acquiror, stated in millions in the currency of the target company's nation.

HOSTVALOTHER

Value of Other Consideration in Host Currency: The amount of any portion of the transaction value which is not accommodated by any other value field, in millions in the currency of the target company's nation. The value of a spinoff to shareholders is indicated in this field.

HOSTVALPFD
Value of Preferred in Host Currency: The amount of the non-convertible preferred stock portion of the deal's value, in millions in the currency of the target company's nation.

**HOSTVALROYAL**

Value of Royalties in Host Currency: The amount of the royalty portion of the deal's value in millions in the currency of the target company's nation.

**HOSTVALSTAKE**

Stake Purchase Value in Host Currency: Amount paid for the stake portion of a transaction, including all stake purchases dating from 6 months prior to the announcement date through the consummation or withdrawal of the deal, in millions in the currency of the target's nation.

**HOSTVALTEND**

Value of Tender Offer in Host Currency: Value of securities purchased by the acquirer under the tender offer in millions in the currency of the target company's nation. Calculated by multiplying the number of shares accepted under the offer by the offer price.

**HOSTVALUE**

Deal Value in Host Currency: Value of the transaction in millions in the currency of the target's nation. See VAL for more information.

**HOSTVALUNDIS**

Value of Undisclosed Consideration in Host Currency: In cases where the type of consideration was not completely disclosed, the amount of the total transaction value for which a consideration type cannot be identified, stated in millions in the currency of the target's nation.

**HOSTVALWAR**

Value of Warrants in Host Currency: The amount of the warrant portion of the deal value, stated in millions in the currency of the target company's nation. The warrants are valued based on the exercise price of the warrant, and the closing stock price on the last full trading day prior to the transaction's announcement. If the exercise price is not disclosed, or the exercise price is greater than the closing stock price, then the value is not valued. If the exercise price is less than the closing stock price, then the value is the difference times the number of shares which can be acquired.

**HOST_AACCREC**

Acquirer Accounts Receivables in Host Currency: Amounts due from customers on open account from the sale of goods or services as of the date of the most current financial information prior to the announcement of the transaction, stated in millions
in the currency of the acquiring company’s nation. Wherever possible, accounts receivable is taken net of allowances for doubtful accounts.

**HOST_AACCTPAY**

Acquiror Accounts Payable in Host Currency: Amounts owing on open account to creditors for goods and services as of the date of the most current financial information prior to the announcement of the deal, stated in millions of the acquiror nation’s currency.

**HOST_ABV**

Acquiror Book Value Per Share in Host Currency: Equals common equity divided by the actual number of common shares outstanding as of the date of the most current financial information prior to the announcement of the transaction, stated in the currency of the acquiror company’s nation.

**HOST_AC1DAY**

Acquiror Closing Price 1 Day Prior to Announcement (Host Curr): Acquiror’s closing stock price on primary stock exchange 1 day prior to the original announcement date (DAO) of the deal, expressed in the currency of the target company’s nation.

**HOST_AC1WK**

Acquiror Closing Price 1 Week Prior to Announcement (Host Curr): Acquiror’s closing stock price on primary stock exchange 1 week prior to the original announcement date (DAO) of the deal, stated in the currency of the target company’s nation.

**HOST_AC4WK**

Acquiror Closing Price 4 Weeks Prior to Announcement (Host Curr): Acquiror’s closing stock price on primary stock exchange 4 weeks prior to the original announcement date (DAO) of the deal, stated in the currency of the target company’s nation.

**HOST_ACAPEX**

Acquiror Capital Expenditures in Host Currency: Gross purchase or purchases of property, plant, and equipment for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction, stated in millions in the currency of the acquiror company’s nation.

**HOST_ACASH**

Acquiror Cash and Marketable Securities in Host Currency: Cash and the temporary investment vehicles for cash, including commercial paper and short-term government securities, as of the date of the most current financial information prior to the
announcement of the transaction, stated in millions in the currency of the acquiring company’s nation. For banks, HOST_ACASH does not include loans, but does include federal funds sold.

**HOST_ACASHFLOW**

Acquiror EBITDA in Host Currency: Earnings before interest, taxes, depreciation and amortization for the last 12 months ending on the date of the most current financial information prior to the transaction, stated in millions of the acquiror nation’s currency.

**HOST_ACASS**

Acquiror Current Assets in Host Currency: Cash and assets which will be turned into cash in the near future (typically within 1 year) as of the date of the most current financial information prior to the announcement of the transaction, stated in millions in the currency of the acquiring company’s nation. HOST_ACASS includes cash, marketable securities, accounts receivable, inventories, and prepaid expenses.

**HOST_ACLIA**

Acquiror Current Liabilities in Host Currency: All debts that come due in the current year ending on the date of the most current financial information prior to the announcement of the transaction, stated in million of the acquiror nation’s currency. Includes accounts payable, taxes payable, short-term debt, notes payable, accrued expenses payable, current maturities of long-term debt and current portion of capital lease obligations.

**HOST_ACOMDIV**

Acquiror Common Dividends Paid in Host Currency: Total dividends actually paid on acquiror's common stock in the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction, stated in millions of the acquiror company’s currency.

**HOST_ACOMEQ**

Acquiror Common Equity in Host Currency: Includes par value of common stock, additional paid-in capital, and retained earnings, less foreign currency transactions and treasury shares as of the date of the most current financial information prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency.

**HOST_ACVTDBT**

Acquiror Convertible Debt in Host Currency: Value of convertible debt due at least one year from the date of the most current financial information prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency.
HOST_ADEFER
Acquiror Deferred Income Taxes and Charges in Host Currency: Income taxes paid in year that were deferred from previous years as of the date of the most current financial information prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency.

HOST_ADEP
Acquiror Depreciation and Amortization in Host Currency: The value of the decline in the useful life, over the past year, of fixed assets due to wear and tear (depreciation) or intangible assets (amortization) for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction stated in the currency of the acquiring company’s nation.

HOST_AEBIT
Acquiror EBIT in Host Currency: Earnings before interest income, interest expense, non-operating income, taxes and minority interest for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency. Also known as Operating Income. For banks, HOST_AEBIT represents Pre-Tax Income.

HOST_AFINCASH
Acquiror Net Cash From Financing Activities in Host Currency: Net cash provided by borrowings and securities sales, less dividend distributions and loan repayments for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency.

HOST_AGWIL
Acquiror Goodwill in Host Currency: Excess of purchase price of assets over their fair (book) value at the time of the acquisition as of the date of the most current financial information prior to the announcement of the transaction, stated in millions in the currency of acquiring company’s nation.

HOST_AIASS
Acquiror Intangible Assets in Host Currency: Value of assets having no physical existence, yet having substantial value to the firm, including goodwill, patents, trademarks, copyrights, franchises, and costs in excess of net book value of businesses acquired, as of the date of the most recent financial information prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency.

HOST_AINVCASH
Acquiror Net Cash From Investing Activities and Amortization in Host Currency:
Proceeds from asset sales minus the basis for the original purchase price for the latest 12 months ending on the date of the most current financial information prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency.

**HOST_AINVEN**
Acquiror Inventories in Host Currency: Total amount of inventories held as of the date of the most current financial information prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency.

**HOST_AMININT**
Acquiror Minority Interest in Host Currency: Balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries as of the date of the most current financial information prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency.

**HOST_ANALYST_EST_VALUE**
Analyst Estimated Value (Host Mil): Used when the value of a deal is not known and can only be estimated by analysts, stated in millions in the currency of the target company’s nation.

**HOST_ANETDEBT**
Acquiror Net Debt in Host Currency: Calculated by adding the acquiror's straight debt, short-term debt, and preferred equity and subtracting cash and marketable securities as of the date of the most recent financial information prior to the announcement of the transaction, stated in millions in the acquiror nation’s currency.

**HOST_AOPCASH**
Acquiror Net Cash From Operating Activities in Host Currency: Actual net cash inflow or outflow equal to net income after adjustments for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction, stated in millions of the acquiror company’s currency. Adjustments include depreciation and amortization, changes in accounts receivable and inventories, and changes in accounts payable and deferred revenues.

**HOST_APFDDIV**
Acquiror Preferred Dividends in Host Currency: Total dividends paid on the acquiror’s preferred stock in the last twelve months as of the most recent financial information available prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency.

**HOST_APFDEQ**
Acquiror Preferred Equity in Host Currency: Value of preferred stock at liquidation,
including redeemable preferred stock, as of the date of the most recent financial information prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency. If liquidation value differs from balance sheet value preferred equity at liquidation is subtracted from shareholders equity to calculate a new common equity.

**HOST_APE**
Acquiror Property, Plant & Equipment in Host Currency: Stated at cost net of accumulated depreciation and amortization as of the date of the most current financial information prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency.

**HOST_APTINC**
Acquiror Pre-tax Income in Host Currency: Profits or earnings before income taxes and minority interest for the 12 months ending on the date of the most recent financial information prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency.

**HOST_ASTDBT**
Acquiror Short-Term Debt in Host Currency: All debt due in the current year, including current maturities of long-term debt, notes payable, and current portion of capital lease obligations, as of the date of the most current financial information prior to the announcement of the transaction, stated in millions of the currency of the acquiror’s nation. For banks, HOST_ASTDBT includes deposits, repurchase agreements, commercial paper, federal funds bought, and bankers' acceptances.

**HOST_ASTRDBT**
Acquiror Straight Debt in Host Currency: Non-convertible debt due at least one year from the date of the most recent financial information prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency. If long-term debt is not divided into convertible and straight debt, the debt figures are put into HOST_ASTRDBT. HOST_ASTRDBT includes non-current portion of capital lease obligations, but does not include deferred taxes.

**HOST_ATAXES**
Acquiror Income Taxes in Host Currency: Income taxes paid by or refunded to the acquiring company in the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction, stated in millions of the acquiror nation’s currency.

**HOST_ENTVAL2**
Enterprise Value Based on Effective Date in Host Currency: Calculated by multiplying the number of actual target shares outstanding from its most recent balance sheet by the offer price and then by adding the cost to acquire convertible
securities, plus short-term debt, straight debt, and preferred equity minus cash and
marketable securities, plus the difference in value of stock on the effective date and
on the announcement date. This is stated in millions in the currency of the target
company's nation. This data item is for the enterprise value of 100% of the company
based on the offering price, regardless of how much was actually acquired in the
transaction. HOST_ENTVAL2 = HOSTENTVAL + (HOSTVALCOMEFF -
HOSTVALCOM).

HOST_EQVAL2
Equity Value at Effective Date in Host Currency: Enterprise Value plus the
difference in the value of the stock portion of the consideration on the effective date
and the announcement date. Enterprise Value is calculated by multiplying the actual
number of target shares outstanding from its most recent balance sheet by the offer
price per share on the effective date and adding the cost to acquire convertibles,
stated in millions in the currency of the target company’s nation. This data item is for
the equity value of 100% of the company based on the offering price, regardless of
how much was actually acquired in the transaction. HOST_EQVAL2 =
HOSTEQVAL + (HOSTVALCOMEFF – HOSTVALCOM).

HOST_FIRMVAL
Firm Value in Host Currency: Enterprise Value plus Minority Interest (host mil).
Enterprise value is calculated by multiplying the number of actual target shares
outstanding from its most recent balance sheet by the offer price and then by adding
the cost to acquire convertible securities, plus short-term debt, straight debt, and
preferred equity minus cash and marketable securities. Minority Interest is the
balance sheet value from consolidation of subsidiary financial statements,
representing claims against assets by minority shareholders of subsidiary at DFIN.
This data item is for the firm value of 100% of the company based on the offering
price, regardless of how much was actually acquired in the transaction.

HOST_OPTION_PROCEED
Stock Option Proceeds, based on Average Exercise Price (Host): Proceeds derived
from options by adding the value of the options based on the average exercise price
and the warrants, stated in millions in the target company's currency.

HOST_RANKVAL
Rank Value of Transaction in Host Currency: Rank value is calculated by subtracting
the value of any liabilities assumed in a transaction from the transaction value and by
adding the target’s net debt. Net debt is Straight Debt plus Short-Term Debt plus
Preferred Equity minus Cash and Marketable Securities as of the date of the most
recent financial information prior to the announcement of the transaction. This value
is stated in millions in the currency of the target company’s nation.
HOST_RANKVAL = HOSTVALNOLIA + HOSTSTRAIGHTDEBT + HOSTSTD
+ HOSTPFDEQUITY – HOSTCASH. Preferred Equity is not included if Cost to
Acquire Preferred Shares (HOSTCSTPFD) is filled in. Rank Value is only calculated
when all of the following conditions are met:
1. Target is either public or a non-public company for which complete balance sheet information is available.

2. The acquiror is attempting to acquire 100% of the target from a currently held percentage of less than 50%.

3. The deal value is disclosed.

4. The target is NOT a bank, credit institution, securities brokerage firm, insurance company, or leasing company.

** If less than 95% is acquired, Rank Value is not applied and balance sheet debt is not prorated. For example, the acquisition of 85% of a company will not include 85% of the debt. This standard is practiced whether or not the intention was to gain 100% economic control of the company. If initial Rank Value credit was given, and less than 95% is actually acquired, all debt credited to the transaction will be removed.

If the objective is to acquire 100% of the economic interest of the company in a multi-step transaction, as stated at the announcement date of the initial step, net debt will be included in the valuation of the deal where the majority of shares are acquired. Debt will be calculated using the most recent financial statements prior to the announcement of the initial step of the deal. Net debt will not be prorated between transactions.

**HPR**
Price/Share on History Event Date: Price applicable at HDATE in history file. Estimated prices are not included in HPR.

**HRATE**
Exchange Rate for History Event Values.

**HTN**
Target Company Short Name (HISTORY): Short name of target.

**HTNL**
Target Company Long Name (HISTORY): Long name of target.

**HVAL**
Value of Transaction on History Event Date: Value applicable at HDATE in history file. Estimated values are not included in HVAL.

**IAGENT**
Information Agents: Name of information agent.
Information Agents' Codes: Code for information agent.

**IASS**

Target Intangible Assets: Value of assets having no physical existence, yet having substantial value to the firm, including goodwill, patents, trademarks, copyrights, franchises, and costs in excess of net book value of businesses acquired, as of the date of the most recent financial information prior to the announcement of the transaction ($mil).

**IASS1**

Target Intangible Assets 1 Year Prior: Value of assets having no physical existence, yet having substantial value to the firm, including goodwill, patents, trademarks, copyrights, franchises, and costs in excess of net book value of businesses acquired, for the most recent fiscal year prior to the announcement of the transaction ($mil).

**IASS2**

Target Intangible Assets 2 Years Prior: Value of assets having no physical existence, yet having substantial value to the firm, including goodwill, patents, trademarks, copyrights, franchises, and costs in excess of net book value of businesses acquired, for the fiscal year 2 years prior to the announcement of the transaction ($mil).

**IASS3**

Target Intangible Assets 3 Years Prior: Value of assets having no physical existence, yet having substantial value to the firm, including goodwill, patents, trademarks, copyrights, franchises, and costs in excess of net book value of businesses acquired, for the fiscal year 3 years prior to the announcement of the transaction ($mil).

**IASS4**

Target Intangible Assets 4 Years Prior: Value of assets having no physical existence, yet having substantial value to the firm, including goodwill, patents, trademarks, copyrights, franchises, and costs in excess of net book value of businesses acquired, for the fiscal year 4 years prior to the announcement of the transaction ($mil).

**IASS5**

Target Intangible Assets 5 Years Prior: Value of assets having no physical existence, yet having substantial value to the firm, including goodwill, patents, trademarks, copyrights, franchises, and costs in excess of net book value of businesses acquired, for the fiscal year 5 years prior to the announcement of the transaction ($mil).

**IASSFQ**

Target Intangible Assets Same Interim Period Prior Year: Value of assets having no physical existence, yet having substantial value to the firm, including goodwill, patents, trademarks, copyrights, franchises, and costs in excess of net book value of
businesses acquired, as of the same date corresponding to IASSLQ, but for the prior fiscal year ($mil).

**IASSLQ**

Target Intangible Assets Most Recent Interim Period: Value of assets having no physical existence, yet having substantial value to the firm, including goodwill, patents, trademarks, copyrights, franchises, and costs in excess of net book value of businesses acquired, as of the date of the most recent financial information prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**ICODE**

Investor Codes: Investor Codes, CUSIPs, Significant Individual or Advisor Codes for members of acquiring group.

**ICUTIC**

Investor Code: Used for searching the investor in transactions, not a reportable item.

**IGNAT**

Nationality of Investor Group: The nationality of the investor group, determined by ownership of 50% or more. The nationality of the primary participant is used if the ownership percentage is unknown.

**IGNATC**

Investor Group Nationality Code: See IGNAT above.

**IIP**

Investor Immediate Parent 6-digit CUSIP: Six digit CUSIP used to identify the immediate parent of an investor in a transaction.

**IIPCIDGEN**

Investor Immediate Parent CIDGEN: A computer generated nine digit number used to identify the immediate parent of an investor in a transaction.

**IIPFINANCIAL**

Investor Immediate Parent is a Financial Sponsor (Y/N): A yes/no flag set to yes when the immediate parent of an investor in a transaction is a financial sponsor. Financial sponsors are companies that engage in private equity or venture capital transactions using capital raised by investors. A company is considered a financial sponsor when it engages in non-strategic acquisitions acting as a financial buyer.
IMAVAL
Value in Host Currency, Followed by Currency Code: Value of the transaction in the currency of the target company's nation, followed by the code assigned to that currency. For a complete definition of value see VAL.

INITIAL_REC
Initial Reception Description: Tracked from 1987 - Present. Target's reaction to the acquiror upon initial disclosure of offer price: Agreed, Unsolicited, Hostile, Not Applicable, Neutral, Solicited.

INITIAL_RECCODE
Initial Reception Code: Tracked from 1987 - Present. Codes for the target's reaction to the acquiror upon initial disclosure of offer price: A=Agreed, U=Unsolicited, H=Hostile, X=Not Applicable, N=Neutral, S=Solicited.

INTERREGIONAL
Target and Acquiror Parent are Not Located in Same Region.

INTERSTATE
Target and Acquiror Parent are Not Located in Same State.

INTRAREGIONAL
Target and Acquiror Parent are Located in Same Region.

INTRASTATE
Target and Acquirer are Located in Same State.

INV
Investors: Name of investors, which are part of the acquiring group.

INVASXC
Investor Australian Stock Exchange Industry (Code): Code used to describe the industry of an Australian investor. These codes are used only for Australian companies that are public.

INVCASH
Target Net Cash From Investing Activities and Amortization Last 12 Months: Proceeds from asset sales minus the basis for the original purchase price for the latest 12 months ending on the date of the most current financial information prior to the
announcement of the transaction ($mil).

**INVCASH1**
Target Net Cash From Investing Activities and Amortization 1 Year Prior: Proceeds from asset sales minus the basis for the original purchase price for the most recent fiscal year prior to the announcement of the transaction ($mil).

**INVCASH2**
Target Net Cash From Investing Activities and Amortization 2 Years Prior: Proceeds from asset sales minus the basis for the original purchase price for the fiscal year 2 years prior to the announcement of the transaction ($mil).

**INVCASH3**
Target Net Cash From Investing Activities and Amortization 3 Years Prior: Proceeds from asset sales minus the basis for the original purchase price for the fiscal year 3 years prior to the announcement of the transaction ($mil).

**INVCASH4**
Target Net Cash From Investing Activities and Amortization 4 Years Prior: Proceeds from asset sales minus the basis for the original purchase price for the fiscal year 4 years prior to the announcement of the transaction ($mil).

**INVCASH5**
Target Net Cash From Investing Activities and Amortization 5 Years Prior: Proceeds from asset sales minus the basis for the original purchase price for the fiscal year 5 years prior to the announcement of the transaction ($mil).

**INVCASHFQ**
Target Net Cash From Investing Activities Same Interim Period Prior Year: Proceeds from asset sales minus the basis for the original purchase price for the same interim period corresponding to the date in INVCASHLQ, but for the previous fiscal year ($mil).

**INVCASHLQ**
Target Net Cash From Investing Activities Most Recent Interim Period: Proceeds from asset sales minus the basis for the original purchase price for the most recent interim period prior to the announcement of the transaction ($mil). The most interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**INVEN**
Target Inventories: Total amount of inventories held as of the date of the most
current financial information prior to the announcement of the transaction ($mil).

**INVEN1**

Target Inventories 1 Year Prior: Total amount of inventories held at the end of the most recent fiscal year prior to the announcement of the transaction ($mil).

**INVEN2**

Target Inventories 2 Years Prior: Total amount of inventories held at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil).

**INVEN3**

Target Inventories 3 Years Prior: Total amount of inventories held at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil).

**INVEN4**

Target Inventories 4 Years Prior: Total amount of inventories held at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil).

**INVEN5**

Target Inventories 5 Years Prior: Total amount of inventories held at the end of the transaction ($mil).

**INVENFQ**

Target Inventories Same Interim Period Prior Year: Total amount of inventories held at the end of the interim period ending on the same date as the one in INVENLQ, but for in the previous fiscal year ($mil).

**INVENLQ**

Target Inventories Most Recent Interim Period: Total amount of inventories held at the end of the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**INVFINANCIAL**

Investor is a Financial Sponsor Flag (Y/N): A yes/no flag set to yes when an investor in a transaction is a financial sponsor. Financial sponsors are companies that engage in private equity or venture capital transactions using capital raised by investors. A company is considered a financial sponsor when it engages in non-strategic acquisitions acting as a financial buyer.

**INVGRP**
Investor Group Flag: Yes/No flag set to 'Y' where acquiror is a group of investors, companies, individuals, or investment firms. If the acquiror is an investor group, each known participant is assigned an ICODE. If an ESOP is the only acquiror, the acquiror is not considered an investor group.

**INVLBOFIRM**

Investor Ultimate Parent is a LBO Firm.

**INVNAICP**

Investor Primary NAIC Code: NAIC code of the Investor’s primary line of business.

**INVNATION_CODE**

Investor Nation (Code): Code for the nation in which the investor’s headquarters are located.

**INVSICP**

Investor Primary SIC: SIC code of the Investor’s primary business.

**INVSICP_DESC**

Investor Primary SIC Description: Description of the SIC code of the Investor’s primary business.

**INV_TTF_MACRO_CODE**

Investor Macro Industry (Code): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

**INV_TTF_MACRO_DESC**

Investor Macro Industry (Description): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

**INV_TTF_MID_CODE**

Investor Mid Industry (Code): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.
Investor Mid Industry (Description): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

Investor Ultimate Parent Macro Industry (Code): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

Investor Ultimate Parent Macro Industry (Description): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

Investor Ultimate Parent Mid Industry (Code): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

Investor Ultimate Parent Mid Industry (Description): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

Investor 6-digit CUSIPs: A 6-character unique identifier assigned to the investor. Every publicly traded U.S. company is listed in Standard and Poors CUSIP directory. If a CUSIP is not assigned, TF will estimate one according to the rules specified by Standard and Poors.


Investor Ultimate Parent Australian Stock Exchange Industry (Code): Code used to
describe the industry of the investor’s ultimate parent if the ultimate parent is Australian. These codes are used only for Australian companies that are public.

**INVUPCUSIP**

Investor Ultimate Parent 6-digit CUSIP: A 6-character unique identifier assigned to the ultimate parent of the investor. Every publicly traded U.S. company is listed in Standard and Poors CUSIP directory. If a CUSIP is not assigned, TF will estimate one according to the rules specified by Standard and Poors.

**INVUPFINANCIAL**

Investor Ultimate Parent is a Financial Sponsor (Y/N): A yes/no flag set to yes when the ultimate parent of an investor in a transaction is a financial sponsor. Financial sponsors are companies that engage in private equity or venture capital transactions using capital raised by investors. A company is considered a financial sponsor when it engages in non-strategic acquisitions acting as a financial buyer.

**INVUPMANAMES**

Investor Ultimate Parent Name: Name of the investor’s ultimate parent.

**INVUPNAICP**

Investor Ultimate Parent Primary NAIC (Code): NAIC code of the investor’s ultimate parent’s primary line of business.

**INVUPPUBC**


**IPO**

Reverse LBO Flag: Yes/No flag set to 'Y' where a company, which was acquired in an leveraged buyout subsequently, made an initial public offering.

**IPOCUS**

CUSIP of Company After IPO: Company CUSIP after an initial public offering.

**IPOISS**

Company Name After IPO: Company name after an initial public offering.

**IPOUPCIDGEN**

IPO Ultimate Parent CIDGEN.
IUP
Investor Ultimate Parent CUSIP: CUSIP of the investor company's ultimate parent company.

IUPCIDGEN
Investor Ultimate Parent CIDGEN: A computer generated nine digit number used to identify the ultimate parent of an investor in a transaction.

IUPNATION
Investor Ultimate Parent Nation Name: Name of the nation in which the investor’s ultimate parent is located.

IUPNATION_CODE
Investor Ultimate Parent Nation Code: Code for the nation in which the investor’s ultimate parent is located.

IUPSICP
Investor Primary SIC: SIC code of the investor’s ultimate parent’s primary business.

IUPSICP_DESC
Investor Primary SIC Description: Description of the SIC code of the investor’s ultimate parent’s primary business.

IUPVEIC
Investor Ultimate Parent Venture Economics Industry (Code): Pertaining to the ultimate parent company of an investor; the line of business(es) using the Venture Economics Industry Code (VEIC) classification as defined by Thomson Financial. VEIC’s, the industry standard in the private equity market, are detailed industry classifications that focus on emerging technologies, life science and other industries that private equity firms invest in.

IUPVEICP
Investor Ultimate Parent Primary Venture Economics Industry (Code): Pertaining to the ultimate parent company of an investor; the main line of business using the Venture Economics Industry Code (VEIC) classification as defined by Thomson Financial. VEIC’s, the industry standard in the private equity market, are detailed industry classifications that focus on emerging technologies, life sciences and other industries that private equity firms invest in.

IVEIC
Investor Venture Economics Industry (Code): An investor’s line of business(es) using the Venture Economics Industry Code (VEIC) classification as defined by Thomson Financial. VEIC’s, the industry standard in the private equity market, are detailed industry classifications that focus on emerging technologies, life sciences and other industries that private equity firms invest in.

IVEICP

Investor Primary Venture Economics Industry (Code): An investor’s main line of business using the Venture Economics Industry Code (VEIC) classification as defined by Thomson Financial. VEIC’s, the industry standard in the private equity market, are detailed industry classifications that focus on emerging technologies, life sciences and other industries that private equity firms invest in.

JV

Joint Venture Flag: Yes/No flag set to ‘Y’ when the transaction involves the formation of a joint venture where existing assets are contributed by both parties. This is only a small portion of transactions covered in the separate JOINT VENTURES DATABASE.

KINIGHT

‘Y’ indicates that an acquiror has made a friendly offer or has reached an agreement to acquire a target that is currently the subject of a hostile or unsolicited offer by another company. This item is recorded only on the hostile or potentially hostile deal. SEE AWK.

LAWC

State Law Codes: Code for states whose laws are being used to influence the outcome of a transaction or which the participants are specifically complying with.

LAWS

State Laws Applicable: States whose laws are being used to influence the outcome of a transaction or which the participants are specifically complying with.

LBO

Leveraged Buyout Flag: ‘Y’ indicates that the transaction is a leveraged buyout. An "LBO" occurs when an investor group, investor, or firm offers to acquire a company, taking on an extraordinary amount of debt, with plans to repay it with funds generated from the company or with revenue earned by selling off the newly acquired company's assets. TF considers an LBO if the investor group includes management or the transaction is identified as such in the financial press and a majority interest of the company is acquired.

LEVERAGEACQUICOR
LEVERAGED_ACQUIROR: Acquiror or member of investor group is a leveraged buyout firm.

**LINE_COUNTER**

Line Counter: Numbers each deal on the report.

**LIQ**

Liquidation Flag: Yes/No flag set to 'Y' where transaction was part of a liquidation plan.

**LIT**

Litigation Flag: Yes/No flag set to 'Y' where the players launched litigation as a result of the transaction.

**LITD**

Litigation Delay Flag: Yes/No flag set to 'Y' where the litigation launched by the players caused a delay in the normal progress of the transaction.

**LOCKA**

Asset Lockup Flag: Yes/No flag set to 'Y' where the lockup involves an option to purchase target company assets, usually at a bargain price.

**LOCKS**

Stock Lockup Flag: Yes/No flag set to 'Y' if the lockup involves an option to purchase target or acquiror company stock, usually at bargain price.

**LOCKUP**

Lockup Flag: Yes/No flag set to 'Y' where the target grants the acquiror (or acquiror grants the target) an option to purchase stock or assets (e.g. a division or subsidiary) in order to make a competitive bid more expensive or less attractive. LOCKUP is noted on friendly deals when it is granted.

**LOCKUPD**

Lockup Description: 60 Character description of any stock or asset lockup agreements. A lockup is usually granted in the form of an option to purchase shares or assets at a bargain rate should another party attempt to acquire control of the target.

**LOCKUPDESC1**

Lockup Description (Line 1): Description of the stock or assets for which the lockup agreement covered.
LOCKUPDESC2
Lockup Description (Line 2): Continuing description of the stock or assets for which the lockup agreement covered.

LTD
Target Long-Term Debt: Debt with maturities of greater than one year as of the date of the most current financial information prior to the announcement of the transaction ($mil).

LTDTASS
Ratio of Long Term Debt to Total Assets as of the date of the most current financial information prior to the announcement of the transaction

LTLIA
Target Total Long-Term Liabilities: Total long term liabilities includes long term debt and other long term liabilities, settlements, environmental clean-ups, and accrued expenses as of the date of the most current financial information prior to the announcement of the transaction ($mil).

LTLIA1
Target Total Long-Term Liabilities 1 Year Prior: Total long term liabilities includes long term debt and other long term liabilities, settlements, environmental clean-ups, and accrued expenses at the end of the most recent fiscal year prior to the announcement of the transaction ($mil).

LTLIA2
Target Total Long-Term Liabilities 2 Years Prior: Total long term liabilities includes long term debt and other long term liabilities, settlements, environmental clean-ups, and accrued expenses at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil).

LTLIA3
Target Total Long-Term Liabilities 3 Years Prior: Total long term liabilities includes long term debt and other long term liabilities, settlements, environmental clean-ups, and accrued expenses at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil).

LTLIA4
Target Total Long-Term Liabilities 4 Years Prior: Total long term liabilities includes long term debt and other long term liabilities, settlements, environmental clean-ups,
and accrued expenses at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil).

**LTLIA5**

Target Total Long-Term Liabilities 5 Years Prior: Total long term liabilities includes long term debt and other long term liabilities, settlements, environmental clean-ups, and accrued expenses at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil).

**LTLIAFQ**

Target Total Long-Term Liabilities Same Interim Period Prior Year: Total long term liabilities includes long term debt and other long term liabilities, settlements, environmental clean-ups, and accrued expenses at the end of the same interim period corresponding to LTLIALQ, but in the previous fiscal year ($mil).

**LTLIALQ**

Target Total Long-Term Liabilities Most Recent Interim Period: Total long term liabilities includes long term debt and other long term liabilities, settlements, environmental clean-ups, and accrued expenses at the end of the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**MANDOFF**

Mandatory Offering Flag: ‘Y’ indicates that an acquiror reach a certain ownership level in the target and by law is required to make an offer to acquire the remaining interest in the target. This item applies to international deals only and is subject to each country’s takeover laws.

**MASTER_DEAL_NO**

Deal Number: Unique nine digit number assigned to every individual transaction.

**MASTER_DEAL_TYPE**

Master Deal Type: Master deal type of the transaction:

MA (Domestic Mergers & Acquisitions): All deals in which the target is located in the United States.

IMA (International Mergers & Acquisitions): All deals in which the target is located outside the United States. This includes deals in which the target is located in US territories.

**MATYPECODE**

M&A Type Code: Five two-letter codes that indicate the type of transaction:
DI: indicates all deals that have a disclosed dollar value and the acquiror is acquiring an interest of 50% or over in a target, raising its interest from below 50% to above 50%, or acquiring the remaining interest it does not already own.

UN: indicates all deals that do not have a disclosed dollar value and the acquiror is acquiring an interest of 50% or over in a target, raising its interest from below 50% to above 50%, or acquiring the remaining interest it does not already own.

SP: indicates all deals in which a company is acquiring a minority stake (i.e. up to 49.99% or from 50.1% to 99.9%) in the target company.

RE: indicates all deals in which a company announces a repurchase program or a repurchase of shares.

ST: indicates all deals in which a company announces a self-tender offer, recapitalization, or exchange offer.

MATYPELONG

M&A Type: Description of the type of the transaction, i.e. Disclosed Dollar Value.

MA_AFINL_ROLEVAL

Acquiror Advisor, Role & Credit: Contains the short name of the financial advisor(s) to the acquiror's company, management, or board of directors on the transaction, excluding law firms, the role/assignments performed, and the dollar amount of credit allocated to each advisor for league table purposes.

The amount of credit is based on RANKVAL of the transaction multiplied by MA_MULT. RANKVAL is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target's net debt ($mil) and MA_MULT is a multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a MA_MULT of .2.

For all transactions valued $250M (US dollars) or greater, announced on or after April 1, 2002, advisors who submit an advisory role to Thomson Financial later than 15 business days after the Announced Date (DA) will be reported as advisors, but will not receive TF standard M&A league table credit in the quarter in which they submitted the role. An advisor’s ineligibility will be noted at the end of this field. Advisor ineligibility will be removed 10 business days after the quarter in which the advisor claimed credit in closes.

MA_AFINL_ROLEVAL_EUR

Acquiror Advisor, Role & Credit (Euro): Contains the short name of the financial advisor(s) to the acquiror's company, management, or board of directors on the transaction, excluding law firms, the role/assignments performed, and the dollar amount of credit allocated to each advisor for league table purposes, stated in Euros.

The amount of credit is based on RANKVAL of the transaction multiplied by MA_MULT. RANKVAL is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target's net
debt ($mil) and MA_MULT is a multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a MA_MULT of .2.

For all transactions valued $250M (US dollars) or greater, announced on or after April 1, 2002, advisors who submit an advisory role to Thomson Financial later than 15 business days after the Announced Date (DA) will be reported as advisors, but will not receive TF standard M&A league table credit in the quarter in which they submitted the role. An advisor’s ineligibility will be noted at the end of this field. Advisor ineligibility will be removed 10 business days after the quarter in which the advisor claimed credit in closes.

MA_AFINL_ROLEVAL_EUR_LONG

Acquiror Advisor, Role & Credit (Long) (Euro): Contains the long name of the financial advisor(s) to the acquiror's company, management, or board of directors on the transaction, excluding law firms; the role/assignments performed, and the dollar amount of credit allocated to each advisor for league table purposes, stated in Euros. The amount of credit is based on RANKVAL of the transaction multiplied by MA_MULT. RANKVAL is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target's net debt ($mil) and MA_MULT is a multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a MA_MULT of .2.

For all transactions valued $250M (US dollars) or greater, announced on or after April 1, 2002, advisors who submit an advisory role to Thomson Financial later than 15 business days after the Announced Date (DA) will be reported as advisors, but will not receive TF standard M&A league table credit in the quarter in which they submitted the role. An advisor’s ineligibility will be noted at the end of this field. Advisor ineligibility will be removed 10 business days after the quarter in which the advisor claimed credit in closes.

MA_AFINL_ROLEVAL_LONG

Acquiror Advisor, Role & Credit (Long): Contains the long name of the financial advisor(s) to the acquiror's company, management, or board of directors on the transaction, excluding law firms, the role/assignments performed, and the dollar amount of credit allocated to each advisor for league table purposes. The amount of credit is based on RANKVAL of the transaction multiplied by MA_MULT. RANKVAL is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target's net debt ($mil) and MA_MULT is a multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a MA_MULT of .2.

For all transactions valued $250M (US dollars) or greater, announced on or after April 1, 2002, advisors who submit an advisory role to Thomson Financial later than
15 business days after the Announced Date (DA) will be reported as advisors, but will not receive TF standard M&A league table credit in the quarter in which they submitted the role. An advisor’s ineligibility will be noted at the end of this field. Advisor ineligibility will be removed 10 business days after the quarter in which the advisor claimed credit in closes.

**MA_AFINL_ROLEVAL_STG**

Acquiror Advisor, Role & Credit (STG): Contains the short name of the financial advisor(s) to the acquiror's company, management, or board of directors on the transaction, excluding law firms, the role/assignments performed, and the dollar amount of credit allocated to each advisor for league table purposes, stated in STG. The amount of credit is based on RANKVAL of the transaction multiplied by MA_MULT. RANKVAL is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target's net debt ($mil) and MA_MULT is a multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a MA_MULT of .2.

For all transactions valued $250M (US dollars) or greater, announced on or after April 1, 2002, advisors who submit an advisory role to Thomson Financial later than 15 business days after the Announced Date (DA) will be reported as advisors, but will not receive TF standard M&A league table credit in the quarter in which they submitted the role. An advisor’s ineligibility will be noted at the end of this field. Advisor ineligibility will be removed 10 business days after the quarter in which the advisor claimed credit in closes.

**MA_AFINL_ROLEVAL_STG_LONG**

Acquiror Advisor, Role & Credit (Long) (STG): Contains the long name of the financial advisor(s) to the acquiror's company, management, or board of directors on the transaction, excluding law firms; the role/assignments performed; and the dollar amount of credit allocated to each advisor for league table purposes, stated in STG. The amount of credit is based on RANKVAL of the transaction multiplied by MA_MULT. RANKVAL is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target's net debt ($mil) and MA_MULT is a multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a MA_MULT of .2.

For all transactions valued $250M (US dollars) or greater, announced on or after April 1, 2002, advisors who submit an advisory role to Thomson Financial later than 15 business days after the Announced Date (DA) will be reported as advisors, but will not receive TF standard M&A league table credit in the quarter in which they submitted the role. An advisor’s ineligibility will be noted at the end of this field. Advisor ineligibility will be removed 10 business days after the quarter in which the advisor claimed credit in closes.
**MA_MULTI**

A multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a ma_mult of .2, which would be multiplied by the total RANKVALUE. SEE AADVCCREDIT.

**MA_TFINL_ROLEVAL**

Target Advisor, Role & Credit: Contains the short name of the financial advisor(s) to the target’s company, management, or board of directors on the transaction, excluding law firms, the role/assignments performed, and the dollar amount of credit allocated to each advisor for league table purposes.

The amount of credit is based on RANKVAL of the transaction multiplied by MA_MULT. RANKVAL is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target's net debt ($mil) and MA_MULT is a multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a MA_MULT of .2.

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Advisor ineligibility will be removed 10 business days after the quarter in which the advisor claimed credit in closes.

**MA_TFINL_ROLEVAL_EUR**

Target Advisor, Role & Credit (Euro): Contains the short name of the financial advisor(s) to the target’s company, management, or board of directors on the transaction, excluding law firms, the role/assignments performed, and the dollar amount of credit allocated to each advisor for league table purposes, stated in Euros.

The amount of credit is based on RANKVAL of the transaction multiplied by MA_MULT. RANKVAL is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target's net debt ($mil) and MA_MULT is a multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a MA_MULT of .2.

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Advisor ineligibility will be removed 10 business days after the quarter in which the advisor claimed credit in closes.
MA_TFINL_ROLEVAL_EUR_LONG

Target Advisor, Role & Credit (Long) (Euro): Contains the long name of the financial advisor(s) to the target’s company, management, or board of directors on the transaction, excluding law firms, the role/assignments performed, and the dollar amount of credit allocated to each advisor for league table purposes, stated in Euros.

The amount of credit is based on RANKVAL of the transaction multiplied by MA_MULT. RANKVAL is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target’s net debt ($mil) and MA_MULT is a multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a MA_MULT of .2.

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Advisor ineligibility will be removed 10 business days after the quarter in which the advisor claimed credit in closes.

MA_TFINL_ROLEVAL_LONG

Target Advisor, Role & Credit (Long): Contains the long name of the financial advisor(s) to the target’s company, management, or board of directors on the transaction, excluding law firms; the role/assignments performed; and the dollar amount of credit allocated to each advisor for league table purposes.

The amount of credit is based on RANKVAL of the transaction multiplied by MA_MULT. RANKVAL is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target’s net debt ($mil) and MA_MULT is a multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a MA_MULT of .2.

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Advisor ineligibility will be removed 10 business days after the quarter in which the advisor claimed credit in closes.

MA_TFINL_ROLEVAL_STG

Target Advisor, Role & Credit (STG): Contains the short name of the financial advisor(s) to the target’s company, management, or board of directors on the transaction, excluding law firms, the role/assignments performed, and the dollar
amount of credit allocated to each advisor for league table purposes, stated in STG.

The amount of credit is based on RANKVAL of the transaction multiplied by MA_MULT. RANKVAL is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target's net debt ($mil) and MA_MULT is a multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a MA_MULT of .2.

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Advisor ineligibility will be removed 10 business days after the quarter in which the advisor claimed credit in closes.

**MA_TFINL_ROLEVAL_STG_LONG**

Target Advisor, Role & Credit (Long) (STG): Contains the long name of the financial advisor(s) to the target’s company, management, or board of directors on the transaction, excluding law firms, the role/assignments performed, and the dollar amount of credit allocated to each advisor for league table purposes, stated in STG.

The amount of credit is based on RANKVAL of the transaction multiplied by MA_MULT. RANKVAL is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target's net debt ($mil) and MA_MULT is a multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a MA_MULT of .2.

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Advisor ineligibility will be removed 10 business days after the quarter in which the advisor claimed credit in closes.

**MENUCONO**

General Consideration Offered Category: Code number of the consideration offered by the acquiror: Cash, common shares, the assumption of liabilities, preferred shares, etc, e.g. 2 (Common/ordinary shares).

**MENUCONS**

General Consideration Sought Code: Code number of the consideration sought by the acquiror: common or ordinary shares (for public targets), options, convertible preferred shares, assets, stock (for private targets), e.g. 2 (Common/ordinary shares).
**MENUDEFTECH**

Defensive Techniques Code: Code for the defensive technique used by the target:

Defense Tactics Description: Description of all defensive tactics employed to thwart an unsolicited or hostile offer:

- **ALOCKUP**: Acquiror owns a lockup agreement
- **LOCKAST**: Asset lockup
- **_BACKEND**: Backend poison pill
- **DEFRECAP**: Defensive recapitalization
- **DEFREP**: Defensive repurchase
- **DEFSELF**: Defensive self-tender offer
- **FLIPOVER**: Flipover poison pill
- **GREEN**: Greenmail
- **LOCKUP**: Lockup
- **PACMAN**: Pac-man defense
- **POISON**: Poison pill
- **PROXYF**: Proxy Fight
- **SCORCH**: Scorched Earth
- **LOCKSTK**: Stock Lockup
- **TLOCKUP**: Target owns a lockup agreement
- **VOTEPLAN**: Voting plan poison pill
- **KNIGHT**: White Knight Defensive Tactic
- **SQUIRE**: White Squire Defensive Tactic

**MENUMAIN**

In the Mergers & Acquisition database, you can use the Deal Type window to specify the type of transaction to select or exclude in your search criteria. You can indicate whether you want to select or exclude Disclosed Value Mergers & Acquisitions, Undisclosed Value Mergers & Acquisitions, or both. You can also select and/or exclude one or more specific types of transactions, such as leveraged buyouts and/or tender offers.

Transaction Type Code: Code number for the type of transaction (e.g. 1=DI):

- **1** = Disclosed Value: indicates all deals that have a disclosed dollar value and the acquiror is acquiring an interest of 50% or over in a target, raising its interest from below 50% to above 50%, or acquiring the remaining interest it does not already own.

- **2** = Undisclosed Value: indicates all deals that do not have a disclosed dollar value and the acquiror is acquiring an interest of 50% or over in a target, raising its interest from below 50% to above 50%, or acquiring the remaining interest it does not already own.
already own.

3 = Leveraged Buyouts: indicates that the transaction is a leveraged buyout. An "LBO" occurs when an investor group, investor, or firm offers to acquire a company, taking on an extraordinary amount of debt, with plans to repay it with funds generated from the company or with revenue earned by selling off the newly acquired company's assets. TF considers a deal an LBO if the investor group includes management or the transaction is identified as such in the financial press and 100% of the company is acquired.

4 = Tender Offers: indicates a tender offer is launched for the target. A tender offer is a formal offer of determined duration to acquire a public company's shares made to equity holders. The offer is often conditioned upon certain requirements such as a minimum number of shares being tendered.

5 = Spinoffs: indicates a "spinoff," which is the tax free distribution of shares by a company of a unit, subsidiary, division, or another company's stock, or any portion thereof, to its shareholders. TF tracks spinoffs of any percentage.

6 = Recapitalizations: indicates a deal is a recapitalization, or deal is part of a recapitalization plan, in which the company issues a special one-time dividend in the form of cash, debt securities, preferred stock, or assets, while allowing shareholders to retain an equity interest in the company.

7 = Self-Tenders: indicates all deals in which a company announces a self-tender offer, recapitalization, or exchange offer. In a self-tender offer a company offers to buy back its equity securities or securities convertible into equity through a tender offer. A company essentially launches a tender offer on itself to buy back shares.

8 = Exchange Offers: indicates a deal where a public company offers to exchange new securities for its outstanding securities. Only those offers seeking to exchange consideration for equity, or securities convertible into equity, are covered in the M&A database. See EXCHANGE OFFER DATABASE for transactions involving debt.

9 = Repurchases: indicates all deals in which a company buys back its shares in the open market or in privately negotiated transactions or a company's board authorizes the repurchase of a portion of its shares.

10 = SP: indicates all deals in which a company is acquiring a minority stake (i.e. up to 49.99% or from 50.1% to 99.9%) in the target company.

11 = Acquisitions of Remaining Interest: indicates all deals in which a company is acquiring the remaining minority stake (i.e. from at least 50.1% ownership to 100% ownership), which it did not already own, in a target company. The acquiring company must have already owned at least 50.1% of the target company and would own 100% of the target company at completion.

12 = Privatizations: indicates a government or government controlled entity sells shares or assets to a non-government entity. Privatizations include both direct and indirect sales of up to a 100% stake to an identifiable buyer and floatations of stock on a stock exchange. The former is considered an M&A transaction and will be included in the quarterly rankings; the latter will not.

**MENUSF**

Source of Funds Code: Code for the type of financing used by the acquiror to pay for
the acquisition (e.g. 1=Borrowings):

Borrowings Flag: Yes/No flag set to 'Y' when the transaction was financed in some portion by borrowings.

Bridge Financing Flag: Yes/No flag set to 'Y' when the transaction was financed by a bridge loan. An investment bank, a merchant bank, a commercial bank or occasionally an individual provides a short-term financing vehicle in order to purchase the target company's stock before long-term financing is secured. Bridge loans have a duration of one year or less.

Common Stock Offering Flag: Yes/No flag set to 'Y' when the transaction was financed through a common stock offering.

Internal Corporate Funds Flag: Yes/No flag set to 'Y' when the acquiring company financed the transaction in some portion with its own internal resources.

Debt Securities Flag: Yes/No flag set to 'Y' when the transaction was financed in some portion by the issuance of debt securities.

Foreign Lender Indicator: Yes/No flag set to yes if one or more providers of funds is a foreign bank, finance company or subsidiary in relation to the acquiror's location.

Junk Bond Flag: Yes/No flag set to 'Y' when the transaction was financed in some portion by debt securities rated below investment grade (BB+ by Standard & Poor's or Ba1 by Moody's). All bonds that have not been rated by a major rating agency are considered junk bonds unless guaranteed by a government or agency or collateralized (e.g. mortgage bonds.)

Line of Credit Flag: Yes/No flag set to 'Y' when the transaction was in some portion financed by a credit line.

Mezzanine Financing: Yes/No flag set to yes when the transaction was in some portion financed through a mezzanine loan.

Preferred Stock Offering Flag: Yes/No flag set to 'Y' when the transaction was in some portion financed through a preferred stock offering.

Rights Issue Financing: Yes/No flag set to yes when the transaction was in some portion financed through a rights issue.

**MENUSTAT**

Status of the Transaction: Most recent status of the transaction. Status codes are grouped into 5 categories: Completed, Pending, Tentative, Unknown, and Withdrawn. When selected, these 5 categories are expandable and correspond to the following status codes listed in alphabetical order:

C=Completed: the transaction has closed.

I=Intended: the acquiror has announced that they propose or expect to make an acquisition, generally used for Repurchases.

L=Pending Due to Regulatory Reasons: (for UK deals only) status during the period of time in which the transaction is under regulatory review by the MMC (SEE STATUS_MMC).

NA= Status Unknown: **This feature is currently under construction.** Status Unknown will allow the user to select or exclude transactions for which no
definitive, conclusive evidence of the outcome of the deal was available after extensive research.

P=Pending: the transaction has been announced but has not been completed or withdrawn.

PC=Partially Completed: (for U.S. tender offers only) the tender offer has been completed, but the actual merger of the two parties has not yet taken place (partially completed deals are considered pending for TF Ranking purposes).

S=Seeking Buyer: the target company has announced plans to seek out a buyer or buyers for its assets or the company itself.

R=Rumor: reports about a likely transaction have been published in the media, but no formal announcement has been made by either the target or acquiror.

DR=Discontinued Rumor: a target company has formally denied the rumor of an acquisition or merger.

U=Unconditional: (for UK and Australian deals only) the initial conditions for the transaction set forth by the acquiror have been met, but the deal is still not completed (unconditional deals are considered completed for TF Ranking purposes).

W=Withdrawn: the target or acquiror in the transaction has terminated its agreement, letter of intent, or plans for the acquisition or merger.

**MERCHANT**

Financial Acquiror Flag: ‘Y’ indicates that the acquiring company is buying a non-financial target company for financial reasons rather than for strategic reasons. The acquiring company is considered a financial company and can either be a buyout firm, a venture capital company, a merchant bank, a commercial bank or an investment bank.

**MGMT**

Management Participation Flag: ‘Y’ indicates that the management of the target company is taking an equity interest in the target company as part of the acquisition.

**MILES**

Passenger Miles Flown: Number of passenger miles flown by target airline in the last 12 months.

**MININT**

Target Minority Interest: Balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries as of the date of the most current financial information prior to the announcement of the transaction ($mil).

**MININT1**

Target Minority Interest 1 Year Prior: Balance sheet value from consolidation of
subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries at the end of the most recent fiscal year prior to the announcement of the transaction ($mil.)

**MININT2**

Target Minority Interest 2 Years Prior: Balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil).

**MININT3**

Target Minority Interest 3 Years Prior: Balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil).

**MININT4**

Target Minority Interest 4 Years Prior: Balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil).

**MININT5**

Target Minority Interest 5 Years Prior: Balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil).

**MININTFQ**

Target Minority Interest Same Interim Period Prior Year: Balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries at the end of the same interim period corresponding to MININTLQ, but in the previous fiscal year ($mil).

**MININTLQ**

Target Minority Interest Most Recent Interim Period: Balance sheet value from consolidation of subsidiary financial statements, representing claims against assets by minority shareholders of subsidiaries at the end of the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**MOE**

Merger of Equals Indicator: Flagged ‘Y’ when the target and acquiror are
considering their merger a Merger of Equals. Merger of Equals indicates that the target and acquirer in a stock swap transaction have approximately the same market capitalization, and the ownership of the new entity will be owned roughly 50/50 by the target and acquirer shareholders. Both companies should also have close to equal representation on the board of the new company. In almost all Merger of Equal’s deals the articles will specifically state that it is a Merger of Equals.

MPE

Ratio of Price to EPS 4 Weeks Prior to Announcement Date: Ratio of target’s stock price four weeks prior to the announcement of the transaction to Earnings per Share for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

MPHIGH

High Target Stock Price in the Last 12 Months prior to the date of the target financial statements ($ per share). Only available for domestic targets.

MPHIGH1

High Target Stock Price in the most recent fiscal year prior to the date of the financial statements ($ per share). Only available for domestic targets.

MPHIGH2

High Target Stock Price in the fiscal year 2 years prior to the date of the target financial statements ($ per share). Only available for domestic targets.

MPHIGH3

High Target Stock Price in the fiscal year 3 years prior to the date of the target financial statements ($ per share). Only available for domestic targets.

MPHIGH4

High Target Stock Price in the fiscal year 4 years prior to the date of the target financial statements ($ per share). Only available for domestic targets.

MPHIGH5

High Target Stock Price in the fiscal year 5 years prior to the date of the target financial statements ($ per share). Only available for domestic targets.

MPHIGHFQ

High Target Stock Price for the same interim period corresponding to MPHIGHLQ, but in the previous fiscal year ($ per share). Only available for domestic targets.
**MPHIGHLQ**

High Target Stock Price for the most recent interim period prior to the date of the target financial statements ($ per share). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN. Only available for domestic targets.

**MPLOW**

Low Target Stock Price for the Last 12 Months prior to the date of the target financial statements ($ per share). Only available for domestic targets.

**MPLOW1**

Low Target Stock Price for the most recent fiscal year prior to the date of the target financial statements ($ per share). Only available for domestic targets.

**MPLOW2**

Low Target Stock Price for the fiscal year 2 years prior to the date of the target financial statements ($ per share). Only available for domestic targets.

**MPLOW3**

Low Target Stock Price for the fiscal year 3 years prior to the date of the target financial statements ($ per share). Only available for domestic targets.

**MPLOW4**

Low Target Stock Price for the fiscal year 4 years prior to the date of the target financial statements ($ per share). Only available for domestic targets.

**MPLOW5**

Low Target Stock Price for the fiscal year 5 years prior to the date of the target financial statements ($ per share). Only available for domestic targets.

**MPLOWFQ**

Low Target Stock Price for the same interim period corresponding to MPLOWLQ, but in the previous fiscal year ($ per share). Only available for domestic targets.

**MPLOWLQ**

Low Target Stock Price for the most recent interim period prior to the date of the target financial statements ($ per share). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN. Only available for domestic targets.

**MPRICEBOOK**
Ratio of Price to Book Value, 4 Weeks Prior to Announcement Date: Target stock price 4 weeks prior to announcement date of the transaction divided by target book value as of the date of the most current financial information prior to the announcement of the transaction.

MULT_NOTES1

M&A Financial Advisor and Multiple Explanation: Text field providing an explanation of the partial credit given to advisors on a particular deal. Tracked from 1990 – Present. SEE MA_MULT. This field also explains which company a financial advisor advised in deals when that is not clear. Ex – Acquiror is an investor group.

MV

Target Market Value: Calculated by multiplying the total number of target shares outstanding times the target stock price 4 weeks prior to announcement date ($mil).

MV_OR_AMV

Target or Acquiror Market Value: Market value of the target or acquiror company, based on the total number of the company's shares outstanding times the closing stock price 4 weeks prior to the announcement date of the transaction ($mil). This item is for search purposes only, to print use MV for the target, or AMV for the acquiror.

NASDA

NASDAQ at Announcement: The closing price of the NASDAQ the day the transaction is announced.

NASDPS

NASDAQ at Yesterday’s Date: The closing price of the NASDAQ the day before today.

NETASS

Target Net Assets: Total assets minus total liabilities on the date of most recent financial information prior to the announcement of the transaction ($mil).

NETASS1

Target Net Assets 1 Year Prior: Total assets minus total liabilities at the end of the most recent fiscal year prior to the announcement of the transaction ($mil).

NETASS2

Target Net Assets 2 Years Prior: Total assets minus total liabilities at the end of the
fiscal year 2 years prior to the announcement of the transaction ($mil).

**NETASS3**
Target Net Assets 3 Years Prior: Total assets minus total liabilities at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil).

**NETASS3YGR**
Target Net Assets 3 Year Growth Rate: Growth, in percentage terms, of target net assets over the 3 year period preceding DFIN.

**NETASS4**
Target Net Assets 4 Years Prior: Total assets minus total liabilities at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil).

**NETASS5**
Target Net Assets 5 Years Prior: Total assets minus total liabilities at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil).

**NETASS5YGR**
Target Net Assets 5 Year Growth Rate: Growth, in percentage terms, or target net assets over the 5 year period preceding DFIN.

**NETASS_OR_ANETASS**
Target or Acquiror Net Assets: Value of either the target's or the acquiror's total assets minus its total liabilities on the date of the most recent financial information prior to the announcement of the transaction ($mil). This item is for search purposes only, to print use NETASS for the target, or ANETASS for the acquiror.

**NETDEBT**
Target Net Debt: Calculated by adding the target's straight debt, short-term debt, and preferred equity and subtracting cash and marketable securities as of the date of the most recent financial information prior to the announcement of the transaction ($mil).

**NETINT**
Target Net Interest Income/Interest Expense Only Last 12 Months: For banks, net interest income. For non-banks, interest expense only. Stated for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil).

**NETINT1**
Target Net Interest Income/Interest Expense Only 1 Year Prior: For banks, net interest income. For non-banks, interest expense only. Stated for the most recent fiscal year prior to the announcement of the transaction ($mil).

**NETINT2**

Target Net Interest Income/Interest Expense Only 2 Years Prior: For banks, net interest income. For non-banks, interest expense only. Stated for the fiscal year 2 years prior to the announcement of the transaction ($mil).

**NETINT3**

Target Net Interest Income/Interest Expense Only 3 Years Prior: For banks, net interest income. For non-banks, interest expense only. Stated for the fiscal year 3 years prior to the announcement of the transaction ($mil).

**NETINT4**

Target Net Interest Income/Interest Expense Only 4 Years Prior: For banks, net interest income. For non-banks, interest expense only. Stated for the fiscal year 4 years prior to the announcement of the transaction ($mil).

**NETINT5**

Target Net Interest Income/Interest Expense Only 5 Years Prior: For banks, net interest income. For non-banks, interest expense only. Stated for the fiscal year 5 years prior to the announcement of the transaction ($mil).

**NETINTFQ**

Target Net Interest Income/Interest Expense Only Same Interim Period Prior Year: For banks, net interest income. For non-banks, interest expense only. Stated for the same interim period corresponding to NETINTLQ, but in the previous fiscal year ($mil).

**NETINTLQ**

Target Net Interest Income/Interest Expense Only Most Recent Interim Period: For banks, net interest income. For non-banks, interest expense only. Stated for the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**NGAS**

Target Total Natural Gas Reserves: Number of natural gas reserves, in millions of cubic feet, controlled by target at the time of transaction.

**NI**
Target Net Income Last 12 Months: Income from continuing operations, after taxes and minority interest, before extraordinary items and preferred dividends for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil).

**NI1**
Target Net Income 1 Year Prior: Income from continuing operations, after taxes and minority interest, before extraordinary items and preferred dividends for the most recent fiscal year prior to the announcement of the transaction ($mil).

**NI2**
Target Net Income 2 Years Prior: Income from continuing operations, after taxes and minority interest, before extraordinary items and preferred dividends for the fiscal year 2 years prior to the announcement of the transaction ($mil).

**NI3**
Target Net Income 3 Years Prior: Income from continuing operations, after taxes and minority interest, before extraordinary items and preferred dividends for the fiscal year 3 years prior to the announcement of the transaction ($mil).

**NI3YGR**
Target Net Income 3-Year Growth Rate: Growth, in percentage terms, of target net income over the 3 year period preceding DFIN.

**NI4**
Target Net Income 4 Years Prior: Income from continuing operations, after taxes and minority interest, before extraordinary items and preferred dividends for the fiscal year 4 years prior to the announcement of the transaction ($mil).

**NI5**
Target Net Income 5 Years Prior: Income from continuing operations, after taxes and minority interest, before extraordinary items and preferred dividends for the fiscal year 5 years prior to the announcement of the transaction ($mil).

**NI5YGR**
Target Net Income 5-Year Growth Rate: Growth, in percentage terms, of target net income over the 5 year period preceding DFIN.

**NIFQ**
Target Net Income Same Interim Period Prior Year: Income from continuing operations, after taxes and minority interest, before extraordinary items and preferred
dividends for the same interim period corresponding to NILQ, but in the previous fiscal year ($mil).

NILQ

Target Net Income Most Recent Interim Period: Income from continuing operations, after taxes and minority interest, before extraordinary items and preferred dividends for the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

NUMALEG

Number of Acquiror Legal Advisors.

NUMTLEG

Number of Target Legal Advisors.

NUMTLEGALEG

Number of Legal Advisors.

OILRESERVES

Target Total Oil Reserves: Number of barrels of petroleum reserves held by target at time of transaction, in millions.

OLTLIA

Target Other Long-Term Liabilities: Long term liabilities, other than long term debt, including provisions for legal settlements, environmental clean-ups, and accrued expenses as of the date of the most recent financial information prior to the announcement of the transaction ($mil).

OLTLIA1

Target Other Long-Term Liabilities 1 Year Prior: Long term liabilities, other than long term debt, including provisions for legal settlements, environmental clean-ups, and accrued expenses at the end of the most recent fiscal year prior to the announcement of the transaction ($mil).

OLTLIA2

Target Other Long-Term Liabilities 2 Years Prior: Long term liabilities, other than long term debt, including provisions for legal settlements, environmental clean-ups, and accrued expenses at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil).
OLTLIA3
Target Other Long-Term Liabilities 3 Years Prior: Long term liabilities, other than long term debt, including provisions for legal settlements, environmental clean-ups, and accrued expenses at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil).

OLTLIA4
Target Other Long-Term Liabilities 4 Years Prior: Long term liabilities, other than long term debt, including provisions for legal settlements, environmental clean-ups, and accrued expenses at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil).

OLTLIA5
Target Other Long-Term Liabilities 5 Years Prior: Long term liabilities, other than long term debt, including provisions for legal settlements, environmental clean-ups, and accrued expenses at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil).

OLTLIAFQ
Target Other Long-Term Liabilities Same Interim Period Prior Year: Long term liabilities, other than long term debt, including provisions for legal settlements, environmental clean-ups, and accrued expenses at the end of the same interim period corresponding to OLTLIALQ, but in the previous fiscal year ($mil).

OLTLIALQ
Target Other Long-Term Liabilities Most Recent Interim Period: Long term liabilities, other than long term debt, including provisions for legal settlements, environmental clean-ups, and accrued expenses at the end of the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

OMKT
Open Market Purchase Flag: 'Y' indicates that stock was purchased in the open market rather than from a third party through a privately negotiated transaction or public securities offering. The transaction must be a Stake Purchase or a Repurchase (see Deal Type).

ONE_DAY
Date corresponding to the closing common stock price of the target 1 day prior to the original announcement of the transaction.

ONE_WEEK
Date corresponding to the closing common stock price of the target 1 week prior to
the original announcement of the transaction.

**OPCASH**

Target Net Cash From Operating Activities Last 12 Months: Actual net cash inflow
or outflow equal to net income after adjustments for the last 12 months ending on the
date of the most current financial information prior to the announcement of the
transaction ($mil). Adjustments include depreciation and amortization, changes in
accounts receivable and inventories, and changes in accounts payable and deferred
revenues.

**OPCASH1**

Target Net Cash From Operating Activities 1 Year Prior: Actual net cash inflow or
outflow equal to net income after adjustments for the most recent fiscal year prior to
the announcement of the transaction ($mil). Adjustments include depreciation and
amortization, changes in accounts receivable and inventories, and changes in
accounts payable and deferred revenues.

**OPCASH2**

Target Net Cash From Operating Activities 2 Years Prior: Actual net cash inflow or
outflow equal to net income after adjustments for the fiscal year 2 years prior to the
announcement of the transaction ($mil). Adjustments include depreciation and
amortization, changes in accounts receivable and inventories, and changes in
accounts payable and deferred revenues.

**OPCASH3**

Target Net Cash From Operating Activities 3 Years Prior: Actual net cash inflow or
outflow equal to net income after adjustments for the fiscal year 3 years prior to the
announcement of the transaction ($mil). Adjustments include depreciation and
amortization, changes in accounts receivable and inventories, and changes in
accounts payable and deferred revenues.

**OPCASH4**

Target Net Cash From Operating Activities 4 Years Prior: Actual net cash inflow or
outflow equal to net income after adjustments for the fiscal year 4 years prior to the
announcement of the transaction ($mil). Adjustments include depreciation and
amortization, changes in accounts receivable and inventories, and changes in
accounts payable and deferred revenues.

**OPCASH5**

Target Net Cash From Operating Activities 5 Years Prior: Actual net cash inflow or
outflow equal to net income after adjustments for the fiscal year 5 years prior to the
announcement of the transaction ($mil). Adjustments include depreciation and
amortization, changes in accounts receivable and inventories, and changes in
accounts payable and deferred revenues.

**OPEXEPR**

Opexepr: Average Exercise Price of Stock Options in-the-money.

**OPTION_PROCEED**

Stock Option Proceeds, based on Average Exercise Price: Proceeds derived from options by adding the value of the options based on the average exercise price and the warrants ($ mil).

**OPTIONS**

Options (mil): Number of options convertible into common shares outstanding.

**OPTIONS_DESC**

Options_Desc: Short description of the number of target options outstanding, the exercise prices, and the dates on which the options are exercisable.

**OPTIONS_YN**

Options_YN: Yes/No Flag indicating that options have been accounted for in the valuation of the transaction.

**ORDSHSIRVC**

Ordinary Shares Irrevocably Committed to the Offer: Shares that have been tendered prior to the launching of the offer. For non-US target companies only.

**OTHD**

Description of Other Consideration: Text description of other consideration.

**OUT**

Outcome: Outcome of a challenged or hostile deal. If more than one of the following applies, the most specific outcome is indicated.

Note: Outcome is indicated only on hostile and challenged deals.

Scenario (1): 4 competing bids, all friendly deals. 1 of the deals is completed, the other 3 are withdrawn. Outcome on the completed deal is "C". Outcome on the 3 withdrawn deals is "O".

Scenario (2): 4 competing bids, 1 hostile and 3 friendly. The hostile deal is completed, the others are withdrawn. Outcome on all deals invalidate the poison pill.) "Poison Pills" are also known as warrant dividend plans, rights agreements, shareholder protection plans and shareholder rights plans.
OUTC

Outcome Code: Outcome of a challenged or hostile deal.
W - Sold to White Knight: Target agrees to a friendly transaction with a third party bidder to thwart a hostile offer.
R - Sold to Raider: Target was sold to a hostile bidder.
I - Remained Independent: Target successfully blocks hostile offer or acquirer withdraws bid.
O - Sold to Other Bidder: a third party bidder acquired Target.
P - Pending: Outcome is pending.
C - Consummated: Deal is consummated.

PAC

Pac-Man Defense Flag: Yes/No flag set to 'Y' where the target of an unfriendly bid makes an attempt to acquire its suitor. If Company X makes a hostile bid for Company Y, and Company Y responds by making an attempt to take over Company X.
PACMAN is noted on the deal in which Company Y is the target.

PCT_CASH

Percentage of consideration paid in cash: Value paid in cash divided by total value.
PCT_CASH = VALCASH / VAL *100%

PCT_STK

Percentage of consideration paid in stock: Value paid in stock divided by total value.
PCT_STK = VALCOM / VAL *100%

PCT_OTHER

Percentage of consideration paid in other than cash or stock: Total value minus value paid in cash and stock divided by total value.
PCT_OTHER = [(VAL - VALCASH - VALCOM) / VAL] *100%

PCT_UNKNOWN

Percentage of consideration which is unknown.

PCTACQ

Percentage of Shares Acquired: Number of common shares acquired in the transaction divided by the total number of shares outstanding.
**PCTOWN**

Percentage of Shares Owned After Transaction: Number of common shares acquired in the transaction plus any shares previously owned by the acquiror divided by the total number of shares outstanding.

**PCTSHSISS**

Percentage of acquiror’s shares issued: Number of common shares issued in the transaction divided by total number of acquiror’s shares.

\[ \text{PCTSHSISS} = \frac{\text{COMISSUED}}{\text{ACOMOUT} + \text{COMISSED}} \times 100\% \]

**PE**

Ratio of Offering Price to Earnings per Share: Price per share offered by acquiror divided by target Earnings per Share for the 12 months ending on the date of the most recent financial information prior to the announcement of the transaction ($ per share).

**PE4WK**

P/E 4 Weeks Prior to Announcement Date: Target price 4 weeks prior to the announcement date of the transaction divided by target Earnings per Share for the 12 months ending on the date of the most recent financial information prior to the announcement of the transaction ($ per share).

**PFDDV1**

Target Preferred Dividends 1 Year Prior: Total dividends paid on the target’s preferred stock in the most recent fiscal year prior to the announcement of the transaction ($mil).

**PFDDV2**

Target Preferred Dividends 2 Years Prior: Total dividends paid on the target’s preferred stock in the fiscal year 2 years prior to the announcement of the transaction ($mil).

**PFDDV3**

Target Preferred Dividends 3 Years Prior: Total dividends paid on the target’s preferred stock in the fiscal year 3 years prior to the announcement of the transaction ($mil).

**PFDDV4**

Target Preferred Dividends 4 Years Prior: Total dividends paid on the target’s preferred stock in the fiscal year 4 years prior to the announcement of the transaction ($mil).
**PFDDV5**
Target Preferred Dividends 5 Years Prior: Total dividends paid on the target’s preferred stock in the fiscal year 5 years prior to the announcement of the transaction ($mil).

**PFDDVFAQ**
Target Preferred Dividends Same Interim Period Prior Year: Total dividends paid on the target’s preferred stock in the same interim period corresponding to PFDDVLQ, but in the previous fiscal year ($mil).

**PFDDVLQ**
Target Preferred Dividends Most Recent Interim Period: Total dividends paid on the target’s preferred stock in the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**PFDDVLTM**
Target Preferred Dividends Last 12 Months: Total dividends paid on the target’s preferred stock in the last 12 months as of the most recent financial information available prior to the announcement of the transaction ($mil).

**PFDEQ**
Target Preferred Equity ($ Mil): Value of preferred stock at liquidation, including redeemable preferred stock, as of the date of the most current financial information prior to the announcement of the transaction ($ Mil).

**PFDEQUITY**
Target Preferred Equity: Value of preferred stock at liquidation, including redeemable preferred stock, as of the date of the most current financial information prior to the announcement of the transaction ($mil). If liquidation value differs from balance sheet value preferred equity at liquidation is subtracted from shareholders equity to calculate a new common equity.

**PFDEQ1**
Target Preferred Equity 1 Year Prior: Value of preferred stock at liquidation, including redeemable preferred stock, at the end of the most recent fiscal year prior to the announcement of the transaction ($mil). If liquidation value differs from balance sheet value preferred equity at liquidation is subtracted from shareholders equity to calculate a new common equity.

**PFDEQ2**
Target Preferred Equity 2 Years Prior: Value of preferred stock at liquidation, including redeemable preferred stock, at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil). If liquidation value differs from balance sheet value, preferred equity at liquidation is subtracted from shareholders equity to calculate a new common equity.

**PFDEQ3**

Target Preferred Equity 3 Years Prior: Value of preferred stock at liquidation, including redeemable preferred stock, at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil). If liquidation value differs from balance sheet value, preferred equity at liquidation is subtracted from shareholders equity to calculate a new common equity.

**PFDEQ4**

Target Preferred Equity 4 Years Prior: Value of preferred stock at liquidation, including redeemable preferred stock, at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil). If liquidation value differs from balance sheet value, preferred equity at liquidation is subtracted from shareholders equity to calculate a new common equity.

**PFDEQ5**

Target Preferred Equity 5 Years Prior: Value of preferred stock at liquidation, including redeemable preferred stock, at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil). If liquidation value differs from balance sheet value, preferred equity at liquidation is subtracted from shareholders equity to calculate a new common equity.

**PFDEQFQ**

Target Preferred Equity Same Interim Period Prior Year: Value of preferred stock at liquidation, including redeemable preferred stock, at the end of the same interim period corresponding to PFDEQLP, but in the previous fiscal year ($mil). If liquidation value differs from balance sheet value, preferred equity at liquidation is subtracted from shareholders equity to calculate a new common equity.

**PFDEQLQ**

Target Preferred Equity Most Recent Interim Period: Value of preferred stock at liquidation, including redeemable preferred stock, at the end of the most recent interim period prior to the announcement of the transaction ($mil). If liquidation value differs from balance sheet value, preferred equity at liquidation is subtracted from shareholders equity to calculate a new common equity. The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**PFDISSUED**

Acquiror's Pfd Shares Issued (mil): Number of acquiror's preferred shares issued in a
transaction (mil).

**PFTMARG**
Ratio of Target Pre-tax Income to Net Sales for the last 12 months ending on the date of the most recent financial information prior to the announcement of the transaction.

**PFTMARG1**
Ratio of Target Pre-tax Income to Net Sales for the most recent fiscal year prior to the announcement of the transaction.

**PFTMARG2**
Ratio of Target Pre-tax Income to Net Sales for the fiscal year 2 years prior to the announcement of the transaction.

**PFTMARG3**
Ratio of Target Pre-tax Income to Net Sales for the fiscal year 3 years prior to the announcement of the transaction.

**PFTMARG4**
Ratio of Target Pre-tax Income to Net Sales for the fiscal year 4 years prior to the announcement of the transaction.

**PFTMARG5**
Ratio of Target Pre-tax Income to Net Sales for the fiscal year 5 years prior to the announcement of the transaction.

**PFTMARGFQ**
Ratio of Target Pre-Tax Income to Net Sales for the same interim period corresponding to PFTMARGLQ, but in the previous fiscal year.

**PFTMARGLQ**
Ratio of Target Pre-Tax Income to Net Sales for the most recent interim period prior to the announcement of the transaction. The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**PHDA**
Percentage Held at Announcement Date: Percentage of common, or common equivalent, shares outstanding held by the acquiror as of the announcement date.
PHELD
Percentage of Shares Held 6 Months Prior: Percentage of common, or common equivalent, shares outstanding held by the acquiror six months prior to the transaction.

POIS
Poison Pill Flag: Yes/No flag set to 'Y' where the target company invokes a poison pill or the existence or enactment of a poison pill discourages the potential acquiror. Poison pill is indicated only if it affects the transaction.

POOLING
Pooling of Interests Flag: ‘Y’ indicates that the acquiror is using the “pooling of interests” accounting method in a stock swap transaction. It is a tax-free exchange of stock whereby the balance sheets of both companies are added together.

PPE
Target Property, Plant & Equipment: Stated at cost net of accumulated depreciation and amortization as of the date of the most current financial information prior to the announcement of the transaction ($mil).

PPE1
Target Property, Plant & Equipment 1 Year Prior: Stated at cost net of accumulated depreciation and amortization at the end of the most recent fiscal year prior to the announcement of the transaction ($mil).

PPE2
Target Property, Plant & Equipment 2 Years Prior: Stated at cost net of accumulated depreciation and amortization at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil).

PPE3
Target Property, Plant & Equipment 3 Years Prior: Stated at cost net of accumulated depreciation and amortization at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil).

PPE4
Target Property, Plant & Equipment 4 Years Prior: Stated at cost net of accumulated depreciation and amortization at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil).

PPE5
Target Property, Plant & Equipment 5 Years Prior: Stated at cost net of accumulated depreciation and amortization at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil).

**PPEFQ**

Target Property, Plant & Equipment Same Interim Period Prior Year: Stated at cost net of accumulated depreciation and amortization at the end of the same interim period corresponding to PPELQ, but in the previous fiscal year ($mil).

**PPELQ**

Target Property, Plant & Equipment Most Recent Interim Period: Stated at cost net of accumulated depreciation and amortization at the end of the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**PR**

Price per Share: Price per common shares or partnership unit paid by the acquiror in the transaction. In cases where a range of prices was paid, PR is the highest price paid per share.

**PR_INITIAL**

Initial Price per Share: Initial price per common shares or partnership units offered by the acquiror in the transaction. The initial price per share is only applicable in transactions where the terms are amended.

**PR1DAY**

Target Stock Price 1 Day Prior to Announcement Date: Closing common stock price of the target’s common stock on primary stock exchange 1 day prior to the original announcement date (DAO) of the transaction in US dollars.

**PR1WK**

Target Stock Price 1 Week Prior to Announcement Date: Closing common stock price of the target’s common stock on primary stock exchange 1 week prior to the original announcement date (DAO) of the transaction in US dollars.

**PR4WK**

Target Stock Price 4 Weeks Prior to Announcement Date: Closing common stock price of the target’s common stock on primary stock exchange 4 weeks prior to the original announcement date (DAO) of the transaction in US dollars.

**PRALT**
Price Per Share of Alternative Bid in US$: Price paid/offered per share in the alternative bid, stated in US dollars.

**PRALTPREF**


**PRBV4WK**

Ratio of Price to Book Value, 4 Weeks Prior to Announcement Date: Ratio of target’s stock price 4 weeks prior to the announcement of the transaction to book value as of the date of the most recent financial information prior to the announcement of the transaction.

**PREFACC**

Preference Shares Accepted: Number of preference shares accepted for purchase by the acquiror under the tender offer.

**PREFOUT**

Preference Shares Outstanding: Number of outstanding preference shares for the target company at the announcement date of the transaction.

**PREFTEN**

Preference Shares Tendered: Number of preference shares tendered under the tender offer.

**PREM1DAY**

Premium 1 Day Prior to Announcement Date: Premium of offer price to target closing stock price 1 day prior to the original announcement date, expressed as a percentage \(((\text{HOSTPR} - \text{HOSTC1DAY}) / \text{HOSTC1DAY}) \times 100\)

**PREM1WK**

Premium 1 Week Prior to Announcement Date: Premium of offer price to target closing stock price 1 week prior to the original announcement date, expressed as a percentage \(((\text{HOSTPR} - \text{HOSTC1WK}) / \text{HOSTC1WK}) \times 100\)

**PREM4WK**

Premium 4 Weeks Prior to Announcement Date: Premium of offer price to target closing stock price 4 weeks prior to the original announcement date, expressed as a percentage \(((\text{HOSTPR} - \text{HOSTC4WK}) / \text{HOSTC4WK}) \times 100\).

**PREMIUMS**
Target Insurance Premiums: Value of revenues resulting from insurance premiums ($mil).

**PRICEBOOK**

Ratio of Offering Price to Target Book Value: Offering price in the deal divided by target's book value per share as of the date of the most current financial information prior to the announcement of the transaction ($ per share).

**PRIVATIZATION**

Privatization Flag: ‘Y’ indicates a government or government controlled entity sells shares or assets to a non-government entity. Privatizations include both direct and indirect sales of up to a 100% stake to an identifiable buyer and floatations of stock on a stock exchange. The former is considered an M&A transaction and will be included in the quarterly rankings; the latter will not.

**PRIVNEG**

Privately Negotiated Purchase Flag: Yes/No flag set to 'Y' where transaction includes an acquisition of shares that was privately negotiated. The transaction must be a stake purchase or repurchase (See Deal Type)

**PRL**

Lowest Price Paid per Share: Minimum price paid by acquiror for shares in a target if the shares were acquired at a range of prices between a range of dates.

**PRNA**

Ratio of Offering Price Per Share to Net Assets Per Share as of the date of the most recent financial information prior to the announcement of the transaction.

**PROXYF**

Proxy Fight Flag: Yes/No flag set to 'Y' where the hostile bidder launched a proxy fight for control of the target company's board.

**PRPCTCHG**

Percentage Change Final Price to Initial Price: Percentage change from the final price paid per share to the initial price offered per share.

**PRPREF**

Price Per Preference Share in $US: Price paid/offered by the acquiror for each preference share in the target.
**PSOUGHT**

Percentage of Shares Sought: Percentage of common, or common equivalent, shares outstanding sought by the acquiror in this transaction.

**PSOUGHTOWN**

Percentage of Shares Acquiror is Seeking to Own After Transaction: The total percentage of common, or common equivalent, shares outstanding that the acquiror seeks to own after the transaction is completed. This field is an aggregate of the percentage of the target’s shares already owned by the acquirer previous to the transaction plus the percentage of the target’s shares that the acquiror seeks to acquire in the transaction. \((\text{PSOUGHT} + \text{PHDA})\)

**PSOUGHTT**

Percentage of Shares Sought Through Tender Offer: Percentage of common, or common equivalent, shares outstanding sought by the acquiror under the tender offer.

**PTEN**

Percentage of Shares Tendered: Percentage of common, or common equivalent, shares.

**PTFORECAST**

Target Pre-Tax Income Forecast: The target company's profits or earnings before income taxes and minority interest for the year ending on the date of the forecasted financials (FORECAST_DATE), stated in millions of US dollars. For international transactions only.

**PTINC**

Target Pre-tax Income Last 12 Months: Profits or earnings before income taxes and minority interest for the 12 months ending on the date of the most recent financial information prior to the announcement of the transaction ($mil).

**PTINC1**

Target Pre-tax Income 1 Year Prior: Profits or earnings before income taxes and minority interest for the most recent fiscal year prior to the announcement of the transaction ($mil).

**PTINC2**

Target Pre-tax Income 2 Years Prior: Profits or earnings before income taxes and minority interest for the fiscal year 2 years prior to the announcement of the transaction ($mil).
PTINC3
Target Pre-tax Income 3 Years Prior: Profits or earnings before income taxes and minority interest for the fiscal year 3 years prior to the announcement date of the transaction ($mil)

PTINC3YGR
Target Pre-tax Income Three Year Growth Rate: Growth, in percentage terms, of pre-tax income over the 3 year period preceding DFIN.

PTINC4
Target Pre-tax Income 4 Years Prior: Profits or earnings before income taxes and minority interest for the fiscal year 4 years prior to the announcement of the transaction ($mil).

PTINC5
Target Pre-tax Income 5 Years Prior: Profits or earnings before income taxes and minority interest for the fiscal year 5 years prior to the announcement of the transaction ($mil).

PTINC5YGR
Target Pre-tax Income Five Year Growth Rate: Growth, in percentage terms, of pre-tax income over 5 year period preceding DFIN.

PTINCFQ
Target Pre-tax Income Same Interim Period Prior Year: Profits or earnings before income taxes and minority interest for the same interim period corresponding to PTINCLQ, but in the previous fiscal year ($mil).

PTINCLQ
Target Pre-tax Income Most Recent Interim Period: Profits or earnings before income taxes and minority interest for the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

PTO
Private Tender Offer: A formal offer made to equity holders of a determined duration to acquire a private company’s shares. TF only values private tender offers if the number of outstanding shares of the private target is known.

PURPOSE_CODE
Purpose Code: Three-letter code relating to the purpose/reason for a transaction. (E. g. PRD = allow to offer new products and services).

**PURPOSE_DESC**

Purpose Description: Description of the purpose code relating to the purpose of the transaction, i.e. acquire competitors technology/strategic assets.

**PURPOSE_TEXT**

Purpose Text: Text description of the purpose for the transaction. Usually, this information is found in the press release for the announcement or completion of the deal. The purpose of a transaction is usually for one of the parties involved to gain something, or to comply with some regulation.

**R_DATE**

Rank Date: For transactions announced prior to 2006, Rank Date is the first public disclosure of the intent to merge or acquire. For transactions announced in 2006 or later, Rank Date is redefined to be the earliest public announcement of when a value can be applied to a transaction. If a value cannot be applied at Rank Date, the deal will be credited in the Announced League Tables with an undisclosed value. If a value can be applied at a later date, prior to or upon completion, the Rank Date will be updated and the value will be reflected in the Announced League Tables. For most spin-offs and debt restructurings the Rank Date will equal the date the shares are distributed, however if these transactions can be valued prior to the completion (i. e. shares traded publicly or on a when-issued basis), Thomson Financial will allocate Announced League Table credit on the date the shares can be valued, and not necessarily be when these shares are distributed.

**RANK_ME**

Deal Ranking Eligible (Y/N): A Yes/No flag designed to make querying easier. Choose to select or exclude all deals that meet Thomson Financial league table criteria. Selecting only ranking-eligible transactions will exclude equity carveouts, open-market repurchases and exchange offers.

**RANKDATE_DAYS**

Number of Days between Date Announced and Rank Date: The number of days difference between Date Announced (DA) and Rank Date (R_DATE).

**RANKVAL**

Rank Value of Transaction: Rank value is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target’s net debt ($mil). Net debt is Straight Debt plus Short-Term Debt plus Preferred Equity minus Cash and Marketable Securities as of the most current financial information prior to the announcement of the transaction.

\[
\text{RANKVAL} = \text{VALNOLIA} + \text{STRD} + \text{STD} + \text{PFDEQ} - \text{CASH}. \quad \text{Preferred Equity is}
\]

http://mergers.thomsonib.com/tD/DealSearch/help/def.htm (185 van 255)8-3-2007 10:10:30
not included if Cost to acquire Preferred Shares (CSTPFD) is filled in. Rank Value is only calculated when all of the following conditions are met:

1. Target is either public or a non-public company for which complete balance sheet information is available.

2. The acquiror is attempting to acquire 100% of the target from a currently held percentage of less than 50%. **

3. The deal value is disclosed.

4. The target is NOT a bank, securities brokerage firm, credit institution, insurance company, or leasing company.

** If less than 95% is acquired, Rank Value is not applied and balance sheet debt is not prorated. For example, the acquisition of 85% of a company will not include 85% of the debt. This standard is practiced whether or not the intention was to gain 100% economic control of the company. If initial Rank Value credit was given, and less than 95% is actually acquired, all debt credited to the transaction will be removed.

If the objective is to acquire 100% of the economic interest of the company in a multi-step transaction, as stated at the announcement date of the initial step, net debt will be included in the valuation of the deal where the majority of shares are acquired. Debt will be calculated using the most recent financial statements prior to the announcement of the initial step of the deal. Net debt will not be prorated between transactions.

**RANKVALCF**

Ratio of Rank Value to EBITDA: Rank value is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target’s net debt. EBITDA is earnings before interest, taxes, depreciation and amortization for the last 12 months ending on the date of the most current financial information prior to the transaction. See CF and RANKVAL.

**RANKVALEB**

Ratio of Rank Value to EBIT: Rank value is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target’s net debt. EBIT is earnings before interest income, interest expense, non-operating income, taxes and minority interest for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction. See EBIT and RANKVAL.

**RANKVALNA**

Ratio of Rank Value to Net Assets: Rank value is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target’s net debt. Net Assets is total assets minus total liabilities on the date of most recent financial information prior to the announcement of the transaction. See NETASS and RANKVAL.
Ratio of Rank Value to Net Income: Rank value is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target’s net debt. Net Income is income from continuing operations, after taxes and minority interest, before extraordinary items and preferred dividends for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction. See NI and RANKVAL.

**RANKVALSALES**

Ratio of Rank Value to Sales: Rank value is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target’s net debt. Sales is the primary source of revenue after taking into account returned goods and allowances for price reductions for the last 12 months ending on the date of the most recent financial information prior to the announcement of the transaction. See SALES and RANKVAL.

**RANKVALEFF**

Transaction Value plus the value of the target’s debt and preferred equity, but excluding the target’s cash balance at the close of the transaction. SEE RANKVAL.

**RANKVAL_FLAG**

Rank Value Flag (Y/N): ‘Y’ indicates that the rank value is calculated. Rank value is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target’s net debt ($mil). Net debt is Straight Debt plus Short-Term Debt plus Preferred Equity minus Cash and Marketable Securities as of the date of the most recent financial information prior to the announcement of the transaction. SEE RANKVAL.

**RANK_AUPINDCODE**

Acquiror Ultimate Parent Industry Code.

**RANK_AUPSTATE**

Acquiror Ultimate Parent State Code.

**RANK_FA_INELIGIBLE**

Financial Advisor Ineligible Flag: A Yes/No flag set to 'Y' to designate Financial Advisors in violation of the T+15 transaction submission guidelines. Ineligible Financial advisors are excluded from Thomson Financial's standard league table rankings.

**RANK_MENUACQTECH**

Acquisition Techniques: Acquisition technique code number, e.g. 8 (Divestiture): A yes/no flag which indicates significant characteristics about the transaction:
Alliance Flag: When ‘Y’ is flagged it indicates that two companies exchange minority stakes of equal value in each other as a part of the formation of a strategic alliance.

Acquiror Includes an ESOP: Yes/No flag set to 'Y' where acquiror includes an Employee Stock Ownership Plan of the target company. See also EMP (Employee Participation Flag), where the acquiror includes employees of the target company.

Acquiror Includes Employees: Yes/No flag set to ‘Y’ where acquiror includes employees of the target company. See also ESOP, where acquiror includes and Employee Stock Ownership Plan of the target company.

Acquiror Includes Management: ‘Y’ indicates that the management of the target company is taking an equity interest in the target company as part of the acquisition.

Acquiror is an Investor Group: ‘Y’ indicates that the acquiror is an investor group.

Acquiror is White Knight Flag: ‘Y’ indicates that an acquiror has made a friendly offer or has reached an agreement to acquire a target that is currently the subject of a hostile or unsolicited offer by another company; acquiror is a White Knight. A ‘Squire’ is very similar to a ‘White Knight’, the only difference being that the ‘Squire’ only acquires a blocking minority stake and does not acquire a majority. The result is the same however; the hostile bid is thwarted.

Asset Swap: ‘Y’ indicates a transaction in which assets are being swapped in exchange for assets.

Bankruptcy Flag: Yes/No flag set to 'Y' when the target company is bankrupt or goes bankrupt during the transaction.

Bear Hug Flag: Yes/No flag is set to ‘Y’ when the acquiring company’s unsolicited offer is so attractive, in terms of price and other features, that the directors of the target company, usually opposed to the merger, must approve the terms or risk shareholder protest.

Block Purchase Flag: ‘Y’ indicates that a company is repurchasing shares or acquiring a stake in a public company from a third party through private negotiations.

Buyin/Management Buyout: Yes/No flag set to ‘Y’ for a highly leveraged transaction where the target’s existing management alongside incoming management, backed by one or more institutional investors, lead or initiate a buyout deal.

Collar Deal Flag: ‘Y’ indicates that the exact consideration offered in a stock swap transaction is based on a set range which is usually determined by the acquiror’s average closing stock price prior to the close of the deal. For example, if the acquiror’s average closing stock price prior to the close fell into the high end of the range, the target shareholders would receive the number of shares defined in the collar.

Concession: ‘Y’ indicates that a grant of property especially by a government for a period of at least 25 years. Concessions can include the usage of railways as well as the administration of an airport. Usually, all revenues earned by the entity holding the concession are entirely theirs.

Creeping Purchase Flag: Yes/No flag set to 'Y' when the acquiror has made creeping purchases; that is, accumulates a majority interest through a series of stake purchases, either through private or open market transactions.
Deal Started as Unsolicited Flag: Yes/No flag set to "Yes" when acquiring company makes an offer for another company without prior negotiations.

Debt Restructuring Flag: Yes/No flag set to 'Y' when the transaction is part of, or the target is undergoing, a debt restructuring. A transaction is defined as a debt restructuring when debt forgiveness is exchanged for common/ordinary equity or securities exchangeable into common/ordinary equity and creditors, as a group, obtain 50% or more of the common/ordinary equity ownership.

Divestiture Flag: ‘Y’ indicates that the deal is a divestiture meaning there is a loss of majority control; the parent company is losing a majority interest in the target or the target company is disposing of assets.

Dutch Auction Tender Flag: 'Y' indicates that a company offers to buy back its equity securities or securities convertible into equity through a self-tender offer in which a range of prices is specified. Shareholders indicate the price at which they would sell their shares. The final offer price is determined at the expiration of the offer by purchasing shares at the lowest possible price necessary in order to obtain the desired number of shares.

Equity Carveout Flag: Yes/No flag set to 'Y' when the transaction is an Equity Carveout. In an Equity Carveout, the new company’s shares are distributed or sold to the public via an IPO. Equity Carveouts are tracked only if they represent 100% or more of the unit, subsidiary division or other company. However an Equity Carveouts of any size is tracked if it is a Privitization. Equity Carveouts are not included in TF’s published M&A Rankings.

Exchange Offer Flag: Yes/No flag set to 'Y' where a public company offers to exchange new securities for its outstanding securities. Only those offers seeking to exchange consideration for equity, or securities convertible into equity, are covered in the M&A database. Exchange Offers are not included in TF’s published M&A Rankings. See EXCHANGE OFFER DATABASE for transactions involving debt.

Failed Bank Flag: Yes/No flag set to 'Y' where the target company is a failed bank.

Financial Acquiror Flag: ‘Y’ indicates that the acquiror is a financial company (buyout firm, venture capital company, merchant bank, commercial bank, etc.) and the target’s main industry is non-financial and it must be acquired for financial rather than strategic reasons.

Formation of a Limited Partnership Flag: Yes/No flag set to 'Y' where a limited partnership was set up as a result of the transaction.

Four Way Merger: ‘Y’ indicates the combination of four separate companies. In some cases the merger may result in the existence of a newly created fifth entity, whereby the four original companies may either cease to exist or become subsidiaries of the newly formed entity.

Going Private Flag: ‘Y’ indicates that a private acquiror (‘private’ meaning that none of the acquiror’s ultimate parentage is public either) is acquiring a public target and upon completion, it will become a private company.

Institutional Buyout: Yes/No flag set to ‘Y’ for a highly leveraged transaction where one or more institutional investors act together to lead or initiate a buyout deal.

Joint Venture Flag: Yes/No flag set to 'Y' when the transaction involves the formation of a joint venture where existing assets are contributed by both parties. This is only a small portion of transactions covered in the separate JOINT
VENTURES DATABASE.

LBO + Management + Employee: Yes/No flag set to ‘Y’ for a highly leveraged transaction where employees in conjunction with existing target management, backed by one or more institutional investors, lead or initiate a buyout deal.

Leveraged Buyout Flag: ‘Y’ indicates that the transaction is a leveraged buyout. An "LBO" occurs when an investor group, investor, or firm offers to acquire a company, taking on an extraordinary amount of debt, with plans to repay it with funds generated from the company or with revenue earned by selling off the newly acquired company's assets. TF considers an LBO if the investor group includes management or the transaction is identified as such in the financial press and a majority interest of the company is acquired.

Liquidation Flag: Yes/No flag set to 'Y' where transaction was part of a liquidation plan.

Litigation Flag: Yes/No flag set to 'Y' where the players launched litigation as a result of the transaction.

Litigation Delay Flag: Yes/No flag set to 'Y' where the litigation launched by the players caused a delay in the normal progress of the transaction.

Management Buyin: Yes/No flag set to ‘Y’ for a highly leveraged transaction where incoming management, backed by one or more institutional investors, lead or initiate a buyout deal.

Management Buyout: Yes/No flag set to ‘Y’ for a highly leveraged transaction where existing target management, backed by one or more institutional investors, lead or initiate a buyout deal.

Mandatory Offering Flag: ‘Y’ indicates that an acquiror reach a certain ownership level in the target and by law is required to make an offer to acquire the remaining interest in the target. This item applies to international deals only and is subject to each country’s takeover laws.

Merger of Equals Indicator: ‘Y’ indicates that the target and acquiror in a stock swap transaction have approximately the same market capitalization, and the ownership of the new entity will be owned roughly 50/50 by the target and acquiror shareholders. Both companies should also have close to equal representation on the board of the new company.

Open Market Purchase Flag: 'Y' indicates that stock was purchased in the open market rather than from a third party through a privately negotiated transaction or public securities offering. The transaction must be a Stake Purchase or a Repurchase (see Deal Type).

Pooling of Interests Flag: ‘Y’ indicates that the acquiror is using the “pooling of interests” accounting method in a stock swap transaction. It is a tax-free exchange of stock whereby the balance sheets of both companies are added together.

Private Tender Offer Flag: ‘Y’ indicates a formal offer of determined duration to acquire a private company's shares made to equity holders. Private tenders are only valued by TF if the number of the private companies outstanding shares is known

Privatization Flag: ‘Y’ indicates a government or government controlled entity sells shares or assets to a non-government entity. Privatizations include both direct and indirect sales of up to a 100% stake to an identifiable buyer and floatations of stock
on a stock exchange. The former is considered an M&A transaction and will be included in the quarterly rankings; the latter will not.

Proxy Fight Flag: Yes/No flag set to 'Y' where the hostile bidder launched a proxy fight for control of the target company's board.

Recapitalization Flag: Yes/No Flag set to 'Y' where deal is a recapitalization, or deal is part of a recapitalization plan, in which the company issues a special one-time dividend in the form of cash, debt securities, preferred stock, or assets, while allowing shareholders to retain an equity interest in the company.

Repurchase Indicator: Yes/No flag set to "yes" when a company buys back its shares in the open market or in privately negotiated transactions or a company's board authorizes the repurchase of a portion of its shares.

Restructuring Flag: Yes/No flag set to 'Y' when the transaction is part of, or the target is undergoing, a restructuring. A transaction is defined as a restructuring only when a publication, document, or press release uses the term 'restructuring' to define the event(s).

Reverse LBO Flag: Yes/No flag set to 'Y' where a company that was acquired in an leveraged buyout subsequently made an initial public offering.

Reverse Takeover Flag: ‘Y’ indicates a merger in which the acquiring company offers more than 50% of its equity as consideration offered to the target company resulting in the target company becoming the majority owner of the new company.

Rumor Flag: ‘Y’ indicates that the transaction is currently or originally began as a rumor. Even if both parties later confirm the deal, rumor remains ‘Y.’

Scheme of Arrangement flag: ‘Y’ indicates a reorganization of a company’s capital structure that will be binding on shareholders. A scheme is carried out in several steps, which entails that the court order a meeting for shareholders affected; majority shareholder approval must be received; and, the scheme is referred back to the court for confirmation.

Self-Tender Flag: ‘Y’ indicates when a company offers to buy back its equity securities or securities convertible into equity through a tender offer. A company essentially launches a tender offer on itself to buy back shares.

Spinoff Flag: ‘Y’ indicates a "spinoff,” which is the tax free distribution of shares by a company of a unit, subsidiary, division, or another company's stock, or any portion thereof, to its shareholders. TF tracks spinoffs of any percentage.

Splitoff Flag: Yes/No flag set to 'Y' when the transaction is a splitoff. A splitoff is defined as the redemption of shares in an existing company, in exchange for shares in a newly created one. Splitoffs of any percentage are tracked. Splitoffs are included in TF’s published M&A Rankings.

Stock Swap Flag: ‘Y’ indicates a transaction in which the acquiring company exchanges equity in itself for equity in the target. The acquiror must be acquiring at least 50% of the target’s equity or be acquiring the remaining interest up to 100% of the target’s equity, and at least 50% of the consideration offered must be in the form of equity.

Sweeping Purchase Flag: Yes/No flag set to 'Y' where acquiror makes stake purchase(s) of all available shares with intention of gaining control.

Three Way Merger Flag: ‘Y’ indicates the combination of three separate companies.
In most cases the merger results in the existence of a newly created fourth entity, whereby the three original companies may either cease to exist or become subsidiaries of the newly formed.

Two-Tier Transaction Flag: ‘Y’ indicates that the acquiror is offering a different (often higher) consideration for the shares needed to gain control of the target company. Then the acquiror makes an offer or agreement to acquire the remaining shares for a separate consideration.

Two Step Spinoff: ‘Y’ indicates a deal where the planned spinoff of a company’s remaining shares is preceded by an initial public offering (IPO) of that company’s shares (please note we don’t track the IPO in the M&A database). The plans to spin off the remaining shares must be announced at the same time that the IPO is announced by the parent company. The IPO will generally be for a small stake in the subsidiary, usually 10 to 20%, and the spinoff will therefore be for the remaining interest not distributed via the IPO. The spinoff must take place within 18 months of the IPO in order to be considered a Two Step Spinoff. This data item is valid on deals announced beginning in 1995.

Tender Offer Flag: Yes/No flag set to ‘Y’ when a tender offer is launched for the target. A tender offer is a formal offer of determined duration to acquire a public company's shares made to equity holders. The offer is often conditioned upon certain requirements such as a minimum number of shares being tendered.

Tender/Merger Flag: Yes/No flag set to ‘Y’ when a tender offer is launched to acquire control of a company, and the offer is followed by a merger agreement in which the acquiring company agrees to purchase the remaining shares not tendered under the offer.

White Squire Flag: ‘Y’ indicates when the target company attempts to thwart an unsolicited or hostile bid by selling a block (less than a majority) of shares (usually convertible preferred with special voting rights) to a friendly third party. A ‘Squire’ is very similar to a ‘White Knight’, the only difference being that the ‘Squire’ only acquires a blocking minority stake and does not acquire a majority. The result is the same however; the hostile bid is thwarted.

RANK_MENUDEFTECH

Defensive Tactics (Code): Defensive technique flags are yes/no indicators which indicate any defensive tactics used by the target in the transaction. Only used in Hostile deals. They are:

White Knight: The target company attempts to thwart the bidder in the transaction by engaging a friendly third party bidder. This item is used only on hostile deals.

White Squire: An ally of the target offers to acquire a minority interest in the target to protect the target from a hostile bidder.

Lockup: The target grants the acquiror an option to purchase stock or assets (e.g. a division or subsidiary) in order to make a competing bid more expensive or less attractive.

Target Owns Lockup: Yes/No flag indicating the target owns the lockup agreement. This flag can not be used unless lockup is flagged ‘Y’.

Acquiror Owns Lockup: Yes/No flag indicating the acquiror owns the lockup agreement. This flag can not be used unless lockup is flagged ‘Y’.
Stock Lockup: The lockup option involves target company stock. This flag can not be used unless lockup is flagged ‘Y’.

Asset Lockup: The lockup option involves target company assets. This flag can not be used unless lockup is flagged ‘Y’.

Poison Pill: The target company invokes or threatens to invoke a poison pill, or the existence or enactment of a poison pill discourages the potential acquiror.

Flipover Poison Pill: A type of poison pill. In a Flip-over plan, a rights dividend is issued to the company’s common shareholders which allow shareholders to purchase additional shares in a surviving corporation after a merger at a significant discount, typically 50% of the market price.

Backend Poison Pill: A type of poison pill. In a back-end plan, shareholders are granted a right to exchange common shares for cash or income securities, making a leveraged acquisition more difficult. Also known as a ‘put-pill’.

Vote Plan: An attempt to reduce the voting power of large shareholdings held by hostile raiders, usually through preferred stock dividends with different voting rights for different holders.

Greenmail: A company or a group of investors will acquire a significant stake in another company and threaten to initiate a takeover and will then offer to resell those shares back to the target company, usually at a price much higher than they were originally bought at. If the target company chooses to buyback the shares from the acquiror, then this is the defense to the takeover.

Pac-Man: The target company of an unfriendly bid makes an attempt to acquire its suitor. If company A makes a hostile bid for company B, and company B responds by making an attempt to take over company A, PACMAN will be flagged on the deal in which company B is the target.

Proxy Fight: A proxy fight is being waged in conjunction with the offer.

Scorched Earth: The target company sells off assets in order to make itself less attractive as a takeover target.

Defensive Self Tender: The target company offers to buy back stock through a tender offer as a defensive tactic. This item is flagged in the hostile deal and on its related self-tender deal, indicating that the transaction is a defensive self-tender.

Defensive Repurchase: The target company buys back stock on the open market or in privately negotiated transactions as a defensive measure. This item is flagged on the hostile deal and on its related repurchases deal, indicating that the transaction is a defensive repurchase.

Defensive Recapitalization: The target company proposes a recapitalization plan as a defense against a hostile takeover bid. This item is flagged in a hostile deal and on its related recapitalization deal, indicating the transaction is a defensive recapitalization.

**RANK_RANKSTGVAL**

Rank Value of Transaction in Pounds Sterling: Rank value is calculated by subtracting the value of any liabilities assumed in a transaction from the transaction value and by adding the target’s net debt (mil pounds). Net debt is Straight Debt plus...
Short-Term Debt plus Preferred Equity minus Cash and Marketable Securities as of the date of the most current financial information prior to the announcement of the transaction. \( \text{RANKVAL} = \text{VALNOLIA} + \text{STRD} + \text{STD} + \text{PFDEQ} - \text{CASH} \). Preferred Equity is not included if Cost to Acquire Preferred Shares (CSTPFD) is filled in. Rank Value is only calculated when all of the following conditions are met:

1. Target is either public or a non-public company for which complete balance sheet information is available.
2. The acquiror is attempting to acquire 100% of the target from a currently held percentage of less than 50%.
3. The deal value is disclosed.
4. The target is NOT a bank, securities brokerage firm, credit institution, insurance company, or leasing company.

** If less than 95% is acquired, Rank Value is not applied and balance sheet debt is not prorated. For example, the acquisition of 85% of a company will not include 85% of the debt. This standard is practiced whether or not the intention was to gain 100% economic control of the company. If initial Rank Value credit was given, and less than 95% is actually acquired, all debt credited to the transaction will be removed.

If the objective is to acquire 100% of the economic interest of the company in a multi-step transaction, as stated at the announcement date of the initial step, net debt will be included in the valuation of the deal where the majority of shares are acquired. Debt will be calculated using the most recent financial statements prior to the announcement of the initial step of the deal. Net debt will not be prorated between transactions.

**RANK_TUPINDCODE**

Target Ultimate Parent Industry Code.

**RANK_TUPSTATE**

Target Ultimate Parent State Code.

**RANK_YEAR**

Year of Rank Date: For transactions announced prior to 2006, the year of the first public disclosure of the intent to merge or acquire, listed by using all four digits of the year. For transactions announced in 2006 or later, year during which the earliest public announcement of when a value can be applied to a transaction, listed by using all four digits of the year.

**RATE**

Exchange Rate: Exchange rate used in the transaction, to convert prices and values from the currency of the target company's nation into US dollars.

**RD**
Related Deals Flag: Yes/No flag set to 'Y' when 2 or more deals exist which cause or
effect each other including, but not limited to, competing bids, divestitures or
seeking buyers connected with a merger, defensive transactions, stakes before
acquisitions and 2 or more deals having a combined total value. All related deal
history events are displayed in one history file.

**RDACIDGEN**
Related Deal Acquiror CIDGEN.

**RDACQUIROR**
Related Deal Acquiror: Name of the acquiror in the related deal.

**RDACU**
Related Deal Acquiror Cusip: Cusip associated with the acquiror in the related deal.

**RDCODE**
Related Deal Code: Unique nine digit number assigned every individual transaction.
Numbers ending in 020 indicate that the transaction can be found in the Domestic
Mergers & Acquisitions database and numbers ending in 040 indicate that the
transaction can be found in the International Mergers & Acquisitions database.

**RDDATEANN**
Related Deal Date Announced: Announcement date of the specified related deal.

**RDEALMADA**
Related M&A Deal Date: Announcement date of the related M&A deal.

**RDFORM**
Related Deal Form: Description of type of related deal. (e.g. Merger).

**RDFORMCODE**
Related Deal Form Code: The abbreviation for the transaction type of the related
deal., (e.g. AA for Acquisition of Assets).

**RDSTATUS**
Related Deal Status: Most recent status of the related deal. (e.g. Pending, Completed,
Intended).

**RDSTATUSCODE**
Related Deal Status Code: Abbreviation for the most recent status of the related deal. (e.g. P for pending status).

**RDTARGET**
Related Deal Target: Name of the target in the related deal.

**RDTCIDGEN**
Related Deal Target CIDGEN.

**RDTCU**
Related Deal Target Cusip: Cusip associated with the target in the related deal.

**RDVAL**
Related Merger Deal Value ($ mil): Total amount of consideration paid by the acquiror in the related deal.

**RD_DEALNO**
Related Deal Number: Unique nine digit number assigned to the related transaction.

**RD_DEAL_TYPE**
Related Deal Type Code: Code for the type of the deal that is related to the merger transaction, e.g. JV (Joint Venture).

**RD_EO_DATE**
Related Exchange Offer/Debt Tender Date: Offer date, or date on which the actual offer or consent solicitation is started, of the related exchange offer/debt tender.

**RD_EO_FLAG**
Related Debt Tender Offer Flag: Yes/No flag set to 'Y' when the related deal is a debt tender offer, or when the company offers cash for its debt securities. RD_DEAL_TYPE will still be EO (Exchange Offer).

**RD_EO_NAME**
Related Exchange Offer Name: Name of the company making the exchange offer related to the transaction.

**RD_EO_ST**
Related Exchange Offer Status: Current status of the related exchange offer, e.g. Pending-not expired.
**RD_EO_STC**

Related Exchange Offer Status: Code for the current status of the related exchange offer.

**RD_IPO_AMT**

Related IPO Amount: Total amount of the related IPO in millions of US dollars. This item is equal to the total number of shares times the offer price.

**RD_IPO_DATE**

Related IPO Date: Date of the related initial public offering.

**RD_IPO_FLAG**

Related IPO Flag: Yes/No flag set to 'Y' when a related transaction is an initial public offering.

**RD_IPO_NAME**

Related IPO Name: Name of the company making the related IPO.

**RD_JV_DATE**

Related JV/Alliance Announcement Date: Announcement date of the related joint venture/alliance deal.

**RD_JV_FLAG**

Related Alliance/JV Flag: Yes/no flag set to 'Y' when the related deal is a joint venture/alliance.

**RD_JV_NAME**

Related JV/Alliance Name: Name of the joint venture/alliance in the related deal.

**RD_JV_ST**

Related JV/Alliance Status: Status of the related joint venture/alliance deal.

**RD_JV_STC**

Related JV/Alliance Status Code: Code for the status of the related joint venture/alliance deal, e.g. C (Deal Signed).

**RD_PF_DATE**
Related Proxy Fight Date: Announcement date of the related proxy fight.

**RD_PF_NAME**
Related Proxy Fight Dissident Name: Name of the dissident or dissident group that is causing the proxy fight.

**RD_PF_ST**
Related Proxy Fight Status: Current status of the related proxy fight, e.g. Management Victory.

**RD_PP_DATE**
Related Poison Pill Date: The date on which the related poison pill was adopted.

**RD_PP_NAME**
Related Poison Pill Name: Name of the company with the related poison pill.

**RD_PP_ORIG**
Related Poison Pill Original Version Flag: Yes/No flag set to 'Y’ when the related poison pill is in its original version, i.e. it has not been amended.

**RD_PP_ST**
Related Poison Pill Status: Current status of the related poison pill, e.g. In Force.

**RD_PP_STC**
Related Poison Pill Status Code: Current status of the related poison pill, e.g. I (In Force).

**REASONRELATED**
Reason for Relating: In the case where there are related deals M&A deals flag is set (SDC Definition RD) the following reasons can be used:

- BUYOUT-Original buyout
- COM6-Stake acquired in the last six months
- COUNTER-Counter or second offer for the same target
- DATE-Acquirer made multiple acquisitions on the same day
- EXIT-Exit from previous buyout
- FIRST-First offer for target
- FOUR-Four way merger
-MERGER-Resulting offer for majority of target
-OPTION-Related option deal
-SECOND-Secondary buyout
-THIRD-Third or more offer for the same target
-THREE-Three way merger

RECAP
Recapitalization Flag: Yes/No Flag set to 'Y' where deal is a recapitalization, or deal is part of a recapitalization plan, in which the company issues a special one-time dividend in the form of cash, debt securities, preferred stock, or assets, while allowing shareholders to retain an equity interest in the company.

RECAPD
Recapitalization Dividend: In a recapitalization, the per share value of an extraordinary dividend paid to shareholders.

RECAPS
Recapitalization Stub Value: In a recapitalization, the per share value of a remaining share based on the effective date of the recapitalization. RECAPS's value is determined by using market value if available, or else by using analyst estimates. Until the deal is completed, RECAPS is valued with the best available estimates.

REPURCH
Repurchase Indicator: Yes/No flag set to "yes" when a company buys back its shares in the open market or in privately negotiated transactions or a company's board authorizes the repurchase of a portion of its shares.

RESPONSE_TYPE_DESCR
Australian Mergers: Response Type Description: Long description of the type of response to the offer lodged by the target with the Australian Securities and Investments Commission.

RESPONSEDATE
Australian Mergers: Response Date: The date the target lodged its required response to the offer with the Australian Securities and Investments Commission.

RESPONSETYPE
Australian Mergers: Response Type: The type of response to the offer lodged by the target with the Australian Securities and Investments Commission.
Type B: Target statement response to an “off-market” or privately-negotiated bid.
Type D: Target statement response to an “on-market” or open market bid.

RESTR

Restructuring Flag: Yes/No flag set to 'Y' when the transaction is part of, or the target is undergoing, a restructuring. A transaction is defined as a restructuring only when a publication, document, or press release uses the term 'restructuring' to define the event(s).

REVERSE

Reverse Takeover Flag: ‘Y’ indicates a merger in which the acquiring company offers more than 50% of its equity as consideration offered to the target company resulting in the target company becoming the majority owner of the new company.

RND

Target Research and Development Expenses Last 12 Months: Disclosed expenditures on research and development activities for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil).

RND1

Target Research and Development Expenses 1 Year Prior: Disclosed expenditures on research and development activities for the most recent fiscal year prior to the announcement of the transaction ($mil).

RND2

Target Research and Development Expenses 2 Years Prior: Disclosed expenditures on research and development activities for the fiscal year 2 years prior to the announcement of the transaction ($mil).

RND3

Target Research and Development Expenses 3 Years Prior: Disclosed expenditures on research and development activities for the fiscal year 3 years prior to the announcement of the transaction ($mil).

RND4

Target Research and Development Expenses 4 Years Prior: Disclosed expenditures on research and development activities for the fiscal year 4 years prior to the announcement of the transaction ($mil).

RND5

Target Research and Development Expenses 5 Years Prior: Disclosed expenditures
on research and development activities for the fiscal year 5 years prior to the announcement of the transaction ($mil).

**RNDFQ**
Target Research and Development Expenses Same Interim Period Prior Year: Disclosed expenditures on research and development activities for the same interim period corresponding to RNDLQ, but in the previous fiscal year ($mil).

**RNDLQ**
Target Research and Development Expenses Most Recent Interim Period: Disclosed expenditures on research and development activities for the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**ROA**
Target Return on Assets: Ratio of net income to total assets for the 12 month period ending on the date of the most current financial information prior to the announcement of the transaction.

**ROA1**
Target Return on Assets for 1 Year Prior: Ratio of net income to total assets for the most recent fiscal year prior to the announcement of the transaction.

**ROA2**
Target Return on Assets for 2 Years Prior: Ratio of net income to total assets for the fiscal year 2 years prior to the announcement of the transaction.

**ROA3**
Target Return on Assets for 3 Years Prior: Ratio of net income to total assets for the fiscal year 3 years prior to the announcement date of the transaction.

**ROA4**
Target Return on Assets for 4 Years Prior: Ratio of net income to total assets for the fiscal year 4 years prior to the announcement date of the transaction.

**ROA5**
Return on Assets for 5 Years Prior: Ratio of target net income to total assets for the fiscal year 5 years prior to the announcement date of the transaction.
Target Return On Assets Same Interim Period Prior Year: Ratio of net income to total assets for the same interim period corresponding to ROALQ, but in the previous fiscal year.

**ROALQ**

Target Return on Assets Most Recent Interim Period: Ratio of net income to total assets for the most recent interim period. The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**ROE**

Target Return on Equity: Ratio of net income to common equity for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**ROE1**

Target Return on Equity 1 Year Prior: Ratio of net income to common equity for the most recent fiscal year prior to the announcement of the transaction.

**ROE2**

Target Return on Equity 2 Years Prior: Ratio of net income to common equity for the fiscal year 2 years prior to the announcement of the transaction.

**ROE3**

Target Return on Equity 3 Years Prior: Ratio of net income to common equity for the fiscal year 3 years prior to the announcement of the transaction.

**ROE4**

Target Return on Equity 4 Years Prior: Ratio of net income to common equity for the fiscal year 4 years prior to the announcement of the transaction.

**ROE5**

Target Return on Equity 5 Years Prior: Ratio of net income to common equity for the fiscal year 5 years prior to the announcement of the transaction.

**ROEDBL**

Ratio of Net Income to Total Equity: Ratio of net income to total equity for the 12 month period ending on the date of the most current financial information prior to the announcement of the transaction.

**ROEFQ**
Target Return On Equity Same Interim Period Prior Year: Ratio of net income to common equity for the same interim period corresponding to ROELQ, but in the previous fiscal year.

**ROELQ**

Target Return on Equity Most Recent Interim Period: Ratio of net income to common equity for the most recent interim period prior to the announcement of the transaction. The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**RUM**

Rumor Flag: ‘Y’ indicates that the transaction is currently or originally began as a rumor. Even if both parties later confirm the deal, rumor remains ‘Y.’

**SALES**

Target Net Sales Last 12 Months: Primary source of revenue after taking into account returned goods and allowances for price reductions for the last 12 months ending on the date of the most recent financial information prior to the announcement of the transaction ($mil). If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.

**SALES1**

Target Net Sales 1 Year Prior: Primary source of revenue after taking into account returned goods and allowances for price reductions for the most recent fiscal year prior to the announcement of the transaction ($mil). If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.

**SALES2**

Target Net Sales 2 Years Prior: Primary source of revenue after taking into account returned goods and allowances for price reductions for the fiscal year 2 years prior to the announcement of the transaction ($mil). If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.

**SALES3**

Target Net Sales 3 Years Prior: Primary source of revenue after taking into account returned goods and allowances for price reductions for the fiscal year 3 years prior to the announcement of the transaction ($mil). If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.

**SALES3YGR**

Target Net Sales 3-Year Growth Rate: Growth, in percentage terms of net sales over the 3 year period preceding DFIN.
SALES4

Target Net Sales 4 Years Prior: Primary source of revenue after taking into account returned goods and allowances for price reductions for the fiscal year 4 years prior to the announcement of the transaction ($mil). If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.

SALES5

Target Net Sales 5 Years Prior: Primary source of revenue after taking into account returned goods and allowances for price reductions for the fiscal year 5 years prior to the announcement of the transaction ($mil). If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.

SALES5YGR

Target Net Sales 5-Year Growth Rate: Growth, in percentage terms, of net sales over the 3 year period preceding DFIN.

SALESFQ

Target Net Sales Same Interim Period Prior Year: Primary source of revenue after taking into account returned goods and allowances for price reductions for the same interim period corresponding to SALESLQ, but in the previous fiscal year ($mil). If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income.

SALESLQ

Target Net Sales Most Recent Interim Period: Primary source of revenue after taking into account returned goods and allowances for price reductions for the most recent interim period prior to the announcement of the transaction ($mil). If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income. The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

SALESLTM_OR_ASALESLTM

Target or Acquiror Sales Last 12 Months: The target's or acquiror's primary source of revenue after taking into account returned goods and allowances for price reductions, for the last 12 months ending on the date of the most recent financial information prior to the announcement of the transaction ($mil). If not available, total revenues are used. For banks, net sales equals interest income plus non-interest income. Note: this item is for search purposes only, to print use SALES, for the target, or ASALES for the acquiror.

SBO

Secondary Buyout Flag (Y/N): ‘Y’ indicates that a company, which has previously been acquired through a leveraged buyout, is being bought out for a second time in a
leveraged transaction.

**SCODE**

Seller Codes: CUSIPs indicating sellers of minority interest in the target company. Parent company is not considered a “seller”.

**SCORCH**

Scorched Earth Flag: Yes/No flag set to 'Y' where the target company adopts strategies such as selling off assets in order to make itself a less attractive takeover target. Scorched earth is noted on the deal in which it is used as a defense.

**SCUTIC**

Sellers of a Minority Interest: Name of the firm, group or individual who selling a minority interest in the target.

**SE**

Target Shareholder's Equity: Common and preferred equity as of the date of the most current financial information prior to the announcement of the transaction ($ mil).

**SELL**

Sellers: Name of the Seller of Minority Interest. Company, banks or significant individuals that are sellers of a minority interest in the target company. The parent of the company is never considered a seller.

**SELLCUSIP**

Cusip of the Seller of Minority Interest. Company or banks that are sellers of minority interest in the target company. The parent of the company is never considered a seller.

**SELLFINANCIAL**

Seller is a Financial Sponsor (Y/N): A yes/no flag set to yes when the seller in a transaction is a financial sponsor. Financial sponsors are companies that engage in private equity or venture capital transactions using capital raised by investors. A company is considered a financial sponsor when it engages in non-strategic acquisitions acting as a financial buyer.

**SELLUPFINANCIAL**

Seller Ultimate Parent is a Financial Sponsor (Y/N): A yes/no flag set to yes when the ultimate parent of the seller in a transaction is a financial sponsor. Financial sponsors are companies that engage in private equity or venture capital transactions using capital raised by investors. A company is considered a financial sponsor when
it engages in non-strategic acquisitions acting as a financial buyer.

SELL_MANAMES
Seller Name: Name of the Seller of Minority Interest. The parent of the company is never considered a seller.

SELLER_NAT_REG_LONG
Seller Nation Region (Name): Name of the region(s) in which the seller(s) is/are located.

SELLER_NAT_REGION
Seller Nation Region (Code): Code for the region(s) in which the seller(s) is/are located.

SELL_TTF_MACRO_CODE
Seller Macro Industry (Code): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

SELL_TTF_MACRO_DESC
Seller Macro Industry (Description): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

SELL_TTF_MID_CODE
Seller Mid Industry (Code): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

SELL_TTF_MID_DESC
Seller Mid Industry (Description): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

SELL_TUP_MACRO_CODE
Seller Ultimate Parent Macro Industry (Code): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company
business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

**SELL_TUP_MACRO_DESC**

Seller Ultimate Parent Macro Industry (Description): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

**SELL_TUP_MID_CODE**

Seller Ultimate Parent Mid Industry (Code): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

**SELL_TUP_MID_DESC**

Seller Ultimate Parent Mid Industry (Description): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

**SELLER_YN**

Sellers of a Minority Interest Flag (Y/N): A yes/no flag set to yes when one of the parties involved in a deal is a firm, group or individual who is selling a minority interest in the target.

**SELLNAICP**

Seller Primary NAIC (Code): NAIC code of the seller’s primary line of business.

**SELLNATION**

Seller Nation: Name of the nation in which the seller is located.

**SELLNATION_CODE**

Seller Nation Code: Code for the nation in which the seller is located.

**SELLSICP**

Seller Primary SIC: SIC code of the seller’s primary business.

**SELLSICP_DESC**

Seller Primary SIC Description: Description of the SIC code of the seller’s primary
SELLSIDE_INVOLV_YN

Sellside: Financial Sponsor Activity: This data item will retrieve M&A transactions that satisfy one of the following conditions:

- If the Target, Seller, Immediate/Ultimate Parent of Target or Immediate/Ultimate Parent of Seller is a Financial Sponsor.

- If the Target, Seller, Immediate/Ultimate Parent of Target or Immediate/Ultimate Parent of Seller is a Venture Capital firm or Private Equity Investor (SDC definition VEIC code=9254).

SELLUPNAICP

Seller Ultimate Parent Primary NAIC (Code): NAIC code of the seller’s ultimate parent’s primary line of business.

SETASS

Ratio of Target Shareholder's Equity to Total Assets

SF

Source of Funds Description: 600 character text description of source of funds used to finance the transaction.

SFB

Borrowings Flag: Yes/No flag set to 'Y' when the transaction was financed in some portion by borrowings.

SFBR

Bridge Financing Flag: Yes/No flag set to 'Y' when the transaction was financed by a bridge loan. The acquirer uses a bridge loan to finance the transaction. An investment bank, a merchant bank, a commercial bank or occasionally an individual provides a short-term financing vehicle in order to purchase the target company's stock before long-term financing is secured. Bridge loans have a duration of one year or less.

SFC

Common Stock Offering Flag: Yes/No flag set to 'Y' when the transaction was financed through a common stock offering.

SFCORP

Internal Corporate Funds Flag: Yes/No flag set to 'Y' when the acquiring company’s
financed the transaction in some portion own resources.

**SFD**

Debt Securities Flag: Yes/No flag set to 'Y' when the transaction was financed in some portion by debt securities.

**SFF**

Foreign Lender Indicator: Yes/No flag set to yes if one or more providers of funds is a foreign bank, finance company or subsidiary in relation to the acquiror's location.

**SFJ**

Junk Bond Flag: Yes/No flag set to 'Y' when the transaction was financed in some portion by debt securities rated below investment grade (BB+ by Standard & Poor's or Ba1 by Moody's). All bonds that have not been rated by a major rating agency are considered junk bonds unless guaranteed by a government or agency or collateralized (e.g. mortgage bonds).

**SFLC**

Line of Credit Flag: Yes/No flag set to 'Y' when the transaction was financed in some portion by a credit line.

**SFMEZ**

Mezzanine Financing: Yes/No flag set to yes when the transaction was financed through a mezzanine loan.

**SFP**

Preferred Stock Offering Flag: Yes/No flag set to 'Y' when the transaction was financed through a preferred stock offering.

**SFRIGHTS**

Rights Issue Financing: Yes/No flag set to yes when the transaction was financed through a rights issue.

**SFTYPE**

Sources of Funds Used for Financing.

**SHACC**

Shares Accepted: Number of shares accepted for purchase by the acquiror under the tender offer.
**SHTEN**

Shares Tendered: Number of shares tendered under the offer as of the expiration of the tender offer.

**SICMG**

Target Major Group SIC Code: A two digit number representing the major group category in which the SIC (Standard Industrial Classification) code for the target company is located.

**SICMGDESC**

Target Major Industry Group: The name of the major industry group in which the SIC (Standard Industrial Classification) code for the target company is located.

**SIG_UPDATE**

Date of Significant Revision: Date on which the last significant revision to the transaction was made. A significant revision is a change to the Financial Advisors or a change to the Deal Status.

**SIP**

Seller Immediate Parent 6-digit CUSIP: Six digit CUSIP used to identify the immediate parent of the seller in a transaction.

**SIPCIDGEN**

Seller Immediate Parent CIDGEN: A computer generated nine digit number used to identify the immediate parent of the seller in a transaction.

**SIPFINANCIAL**

Seller Immediate Parent is a Financial Sponsor (Y/N): A yes/no flag set to yes when the immediate parent of the seller in a transaction is a financial sponsor. Financial sponsors are companies that engage in private equity or venture capital transactions using capital raised by investors. A company is considered a financial sponsor when it engages in non-strategic acquisitions acting as a financial buyer.

**SP400DA**

S&P 400 at Announcement Date: The closing price of the S&P 400 the day the transaction is announced.

**SP400DPS**

S&P 400 at Yesterday’s Date: The closing price of the S&P 400 the day before today.
SP500DA
S&P 500 at Announcement Date: The closing price of the S&P 500 the day the transaction is announced.

SP500DPS
S&P 500 at Yesterday’s Date: The closing price of the S&P 500 the day before today.

SPIN
Spinoff Flag: ‘Y’ indicates a "spinoff,” which is the tax free distribution of shares by a company of a unit, subsidiary, division, or another company's stock, or any portion thereof, to its shareholders. TF tracks spinoffs of any percentage.

SPLIT
Splitoff Flag: Yes/No flag set to 'Y' when the transaction is a splitoff. A splitoff is defined as the redemption of shares in an existing company, in exchange for shares in a newly created one. Splitoffs of any percentage are tracked. Splitoffs are included in TF’s published M&A Rankings.

SQUIRE
White Squire Flag: ‘Y’ indicates when the target company attempts to thwart an unsolicited or hostile bid by selling a block (less than a majority) of shares (usually convertible preferred with special voting rights) to a friendly third party. A ‘Squire’ is very similar to a ‘White Knight’, the only difference being that the ‘Squire’ only acquires a blocking minority stake and does not acquire a majority. The result is the same however, the hostile bid is thwarted.

SRC
Sources of Information: Sources from which TF obtained the information on the transaction.

SRCC
Sources of Information Codes: Codes indicating the sources from which TF obtained the information on the transaction.

STAKE
Stake Purchase Flag: Yes/No flag set to 'Y' when transaction is, or includes, open market or privately negotiated stake purchases.

STATC
Status of the Transaction: Most recent status of the transaction. Status codes are
grouped into 5 categories: Completed, Pending, Tentative, Unknown, and Withdrawn. When selected, these 5 categories are expandable and correspond to the following status codes listed in alphabetical order:

**C**=Completed: the transaction has closed.

**I**=Intended: the acquiror has announced that they propose or expect to make an acquisition, generally used for Repurchases.

**L**=Pending Due to Regulatory Reasons: (for UK deals only) status during the period of time in which the transaction is under regulatory review by the MMC (SEE STATUS_MMC).

**NA**= Status Unknown: This feature is currently under construction. Status Unknown will allow the user to select or exclude transactions for which no definitive, conclusive evidence of the outcome of the deal was available after extensive research.

**P**=Pending: the transaction has been announced but has not been completed or withdrawn.

**PC**=Partially Completed: (for U.S. tender offers only) the tender offer has been completed, but the actual merger of the two parties has not yet taken place (partially completed deals are considered pending for TF Ranking purposes).

**S**=Seeking Buyer: the target company has announced plans to seek out a buyer or buyers for its assets or the company itself.

**R**=Rumor: reports about a likely transaction have been published in the media, but no formal announcement has been made by either the target or acquiror.

**DR**=Discontinued Rumor: a target company has formally denied the rumor of an acquisition or merger.

**U**=Unconditional: (for UK and Australian deals only) the initial conditions for the transaction set forth by the acquiror have been met, but the deal is still not completed (unconditional deals are considered completed for TF Ranking purposes).

**W**=Withdrawn: the target or acquiror in the transaction has terminated its agreement, letter of intent, or plans for the acquisition or merger.

**SW**=Seeking Buyer Withdrawn: the target in the transaction has terminated its plans to seek out a buyer or buyers for its assets, stock, or the company itself.

**STATUS_EUC**

The field uses a list of codes to describe the stage an investigation by the EC into the transaction has reached at the present time.

**STATUS_MMC**

Status of MMC Ruling: Current status of the UK's Monopolies and Mergers Commission's ruling on the transaction. These are: Not Referred, Report Due, Against the Public Interest, Proposal Abandoned, Not Against the Public Interest, and Acceptable on Certain Conditions. SEE DATE_MMCREF & DATE_MMCREV.

**STATUS_MMCCODE**
Status of the MMC Ruling Code: Code for the current status of the UK's Monopolies and Mergers Commission's ruling on the transaction. The codes are: N (Not Referred), P (Report Due), A (Against the Public Interest), W (Proposal Abandoned), I (Not Against the Public Interest), and C (Acceptable on Certain Conditions). SEE DATE_MMCREF & DATE_MMCREF.

**STATUS_ROLLUP_CODE**

Deal Status Rollup Code: Most recent status of the transaction displayed categorically. Status codes are grouped into 5 categories: Completed, Pending, Tentative, Unknown, and Withdrawn. When a category is selected or excluded, all status codes corresponding to that category will automatically be selected or excluded.

CP=Completed: Includes Completed and Unconditional transactions.

PN=Pending: Includes Pending, Partially Completed, Intended, and Lapsed (now referred to as Pending Due to Regulatory Reasons) transactions.

TT=Tentative: Includes Rumored deals, as well as transactions in which a buyer or seller is being sought.

UN= Unknown: This feature is currently under construction. Status Unknown will allow the user to select or exclude transactions for which no definitive, conclusive evidence of the outcome of the deal was available after extensive research.

WD=Withdrawn: Includes transactions that have been withdrawn as well as discontinued rumors.

For a list of all status codes, please see STATC (Deal Status Code).

**STD**

Target Short-Term Debt: All debt due in the current year, including current maturities of long-term debt, notes payable, and current portion of capital lease obligations, as of the date of the most current financial information prior to the announcement of the transaction ($mil). For banks, STD includes deposits, repurchase agreements, commercial paper, federal funds bought, and bankers' acceptances.

**STD1**

Target Short-Term Debt 1 Year Prior: All debt due in the current year, including current maturities of long-term debt, notes payable, and current portion of capital lease obligations, at the end of the most recent fiscal year prior to the announcement of the transaction ($mil). For banks, STD includes deposits, repurchase agreements, commercial paper, federal funds bought, and bankers' acceptances.

**STD2**

Target Short-Term Debt 2 Years Prior: All debt due in the current year, including current maturities of long-term debt, notes payable, and current portion of capital lease obligations, at the end of the fiscal year 2 years prior to the announcement of
the transaction ($mil). For banks, STD includes deposits, repurchase agreements, commercial paper, federal funds bought, and bankers' acceptances.

**STD3**

Target Short-Term Debt 3 Years Prior: All debt due in the current year, including current maturities of long-term debt, notes payable, and current portion of capital lease obligations, at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil). For banks, STD includes deposits, repurchase agreements, commercial paper, federal funds bought, and bankers' acceptances.

**STD4**

Target Short-Term Debt 4 Years Prior: All debt due in the current year, including current maturities of long-term debt, notes payable, and current portion of capital lease obligations, at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil). For banks, STD includes deposits, repurchase agreements, commercial paper, federal funds bought, and bankers' acceptances.

**STD5**

Target Short-Term Debt 5 Years Prior: All debt due in the current year, including current maturities of long-term debt, notes payable, and current portion of capital lease obligations, at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil). For banks, STD includes deposits, repurchase agreements, commercial paper, federal funds bought, and bankers' acceptances.

**STDFQ**

Target Short-Term Debt Same Interim Period Prior Year: All debt due in the current year, including current maturities of long-term debt, notes payable, and current portion of capital lease obligations, at the end of the same interim period corresponding to STDLQ, but in the previous fiscal year ($mil). For banks, STD includes deposits, repurchase agreements, commercial paper, federal funds bought, and bankers' acceptances.

**STDLQ**

Target Short-Term Debt Most Recent Interim Period: All debt due in the current year, including current maturities of long-term debt, notes payable, and current portion of capital lease obligations, at the end of the most recent interim period prior to the announcement of the transaction ($mil). For banks, STD includes deposits, repurchase agreements, commercial paper, federal funds bought, and bankers' acceptances. The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**STEND**

Self-Tender Flag: ‘Y’ indicates when a company offers to buy back its equity securities or securities convertible into equity through a tender offer. A company
essentially launches a tender offer on itself to buy back shares.

**STGVAL**
Value of the Transaction in Pounds Sterling. See VAL for more information.

**STIC**
Target State of Incorporation Code.

**STRD**
Target Straight Debt: Non-convertible debt due at least one year from the date of the most recent financial information prior to the announcement of the transaction ($mil). If long-term debt is not divided into convertible and straight debt, the debt figures are put into STRD. STRD includes non-current portion of capital lease obligations, but does not include deferred taxes.

**STRD1**
Target Straight Debt 1 Year Prior: Non-convertible debt due at least one year from the end of the most recent fiscal year prior to the announcement of the transaction ($mil). If long-term debt is not divided into convertible and straight debt, the debt figures are put into STRD. STRD includes non-current portion of capital lease obligations, but does not include deferred taxes.

**STRD2**
Target Straight Debt 2 Years Prior: Non-convertible debt due at least one year from the end of the fiscal year 2 years prior to the announcement of the transaction ($mil). If long-term debt is not divided into convertible and straight debt, the debt figures are put into STRD. STRD includes non-current portion of capital lease obligations, but does not include deferred taxes.

**STRD3**
Target Straight Debt 3 Years Prior: Non-convertible debt due at least one year from the end of the fiscal year 3 years prior to the announcement of the transaction ($mil). If long-term debt is not divided into convertible and straight debt, the debt figures are put into STRD. STRD includes non-current portion of capital lease obligations, but does not include deferred taxes.

**STRD4**
Target Straight Debt 4 Years Prior: Non-convertible debt due at least one year from the end of the fiscal year 4 years prior to the announcement of the transaction ($mil). If long-term debt is not divided into convertible and straight debt, the debt figures are put into STRD. STRD includes non-current portion of capital lease obligations, but does not include deferred taxes.
**STRD5**

Target Straight Debt 5 Years Prior: Non-convertible debt due at least one year from the end of the fiscal year 5 years prior to the announcement of the transaction ($mil). If long-term debt is not divided into convertible and straight debt, the debt figures are put into STRD. STRD includes non-current portion of capital lease obligations, but does not include deferred taxes.

**STRDFQ**

Target Straight Debt Same Interim Period Prior Year: Non-convertible debt due at least one year from the end of the same interim period corresponding to STRDLQ, but in the previous fiscal year ($mil). If long-term debt is not divided into convertible and straight debt, the debt figures are put into STRD. STRD includes non-current portion of capital lease obligations, but does not include deferred taxes.

**STRDLQ**

Target Straight Debt Most Recent Interim Period: Non-convertible debt due at least one year from the end of the most recent interim period prior to the announcement of the transaction ($mil). If long-term debt is not divided into convertible and straight debt, the debt figures are put into STRD. STRD includes non-current portion of capital lease obligations, but does not include deferred taxes. The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**SUBSCRIBERS**

Target Subscribers/Circulation: Includes target’s Sunday circulation of newspaper (if not available, then daily circulation), magazine circulation, cable TV system basic subscribers, or number of credit card holders.

**SUPCUSIP**

Seller Ultimate Parent Cusip: Ultimate parent cusip for the company that holds a minority stake in the target and is selling all or part of that stake as part of the transaction.

**SUPCIDGEN**

Seller Ultimate Parent CIDGEN.

**SUPMANAMES**

Seller Ultimate Parent Name: Name of the seller’s ultimate parent.

**SUPNATION**

Seller Ultimate Parent Nation Name: Name of the nation in which the seller’s ultimate parent is located.
**SUPNATION_CODE**
Seller Ultimate Parent Nation Code: Code for the nation in which the seller’s ultimate parent is located.

**SUPSICP**
Seller Ultimate Parent Primary SIC: SIC code of the primary business of the seller’s ultimate parent.

**SUPSICP_DESC**
Seller Ultimate Parent Primary SIC Description: Description of the SIC code of the primary business of the seller’s ultimate parent.

**SWAP**
Stock Swap Flag: ‘Y’ indicates a transaction in which the acquiring company exchanges equity in itself for equity in the target. The acquiror must be acquiring at least 50% of the target’s equity or be acquiring the remaining interest up to 100% of the target’s equity, and at least 50% of the consideration offered must be in the form of equity.

**SWEEP**
Sweeping Purchase Flag: Yes/No flag set to 'Y' where acquiror makes stake purchase(s) of all available shares with intention of gaining control.

**SYM_COLLAR**
Symmetric Collar: Flagged ‘Y’ if the collar is symmetric, Collar Percent Up = Collar Percent Down. This item is used in conjunction with the COLLAR data item and will only be used if COLLAR = Y.

**SYNOP**
Transaction Synopsis: A 600 character text field summarizing the events of the transaction. Includes:

1. Parties involved
2. Explanation of consideration, including charges and analyst estimates
3. Challenging bids
4. Acquisition Techniques, if important
5. Attitude, if important
6. Defensive Tactics
7. Lockup Description
Depending upon importance to deal, may also include:

1. Bid History
2. Related Deals
3. Financial Advisors
4. Litigation
5. Regulatory Agencies

**SYNOPSIS_Q**

Transaction Synopsis: A 600 character text field summarizing the events of the transaction. Includes:

1. Parties involved
2. Explanation of consideration, including charges and analyst estimates
3. Challenging bids
4. Acquisition Techniques, if important
5. Attitude, if important
6. Defensive Tactics
7. Lockup Description

Depending upon importance to deal, may also include:

1. Bid History
2. Related Deals
3. Financial Advisors
4. Litigation
5. Regulatory Agencies

** This item is to be used for querying purposes only. Text must be entered in upper case. For reporting, please use SYNOP.

**TA**

Target Advisors: A financial advisor to the target company, seller, target management or shareholder, or target board of directors in the transaction, excluding law firms (see TLEGAL). A financial advisor is a firm, which performs any of assignments listed in TASSIGN below. Note: If a firm acts an equity participant (EP), arranges financing (AF), and/or provides financing (PF), it is not considered an advisor unless it also performs one of the functions listed under TASSIGN. Equity participants will always be included in INV. Any investment bank, commercial bank, or venture capital firm listed as receiving a fee, is listed as an advisor.

**TAA_TACODE**

Target Financial Advisor Code: TF assigned codes for the target company's financial advisors on the transaction.
**TAC**
Target Financial Advisors' Codes: See above for complete definition.

**TAC1**
Target Advisor Codes (1 Line): Codes for the target's financial advisors, reported on one line.

**TACC**
Target Accountants: Name of auditor(s) advising target company on the transaction.

**TACCC**
Target Accountants' Codes: Code for auditor(s) advising target company on the transaction.

**TACCOUNT**
Number of Target Financial Advisors: Number of firms acting as financial advisor to target. Only includes financial advisors with the following assignments: Advisory, Fairness Opinion, Initiated Deal, Represented Board, Represented Claimants, Represented Bondholders, Represented Government, Represented Shareholders, Represented Seller, Represented Majority Shareholder.

**TADV_ADD_DATE**
Date Target Advisor Added: Date corresponding to when a firm was added as an advisor to the target.

**TADV CREDIT**
Dollar amount of credit allocated to each advisor for league table purposes. TADV CREDIT = RANKVALUE * MA_MULT. A ma-mult is a multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a ma_mult of .2, which would be multiplied by the total RANKVALUE. SEE MA_MULT.

**TADVISORLEGAL**
Target Financial Advisor Retaining Legal Counsel: Financial advisor of the target company that retained a legal counsel.

**TADVISORLEGALCODE**
Financial Advisor to Target Retaining Legal Counsel: Code for the Financial
Advisor to the Target that retained Legal Counsel.

**TALONG**

Target Financial Advisor Long Names: Full name of all target advisor(s).

**TANATION**

Nation of the Target's Financial Advisor.

**TARGET_PUB_MID**

Target Mid Level Public Status describing a more defined form of ownership of the target at the time of the transaction.

Public Public - A company that is 100% publicly traded or a majority of the common/ordinary shares are traded on a stock exchange and there is NO majority parent

Public Government - Any portion of the company trades, with the government holding a majority interest (50% or more)

Public Subsidiary - Any portion of the company trades, with the majority (50% or more) held by a parent company

Public Fund - A fund that trades on an exchange

Public Trust - A trust that trades on an exchange

Public Unlisted - For Australian companies only - a private company where the number of shareholders exceeds a certain limit such that legislation classifies them as public companies subject to public company disclosure

Private Private - A company that is private (shares not traded on a public exchange) (owned by an individual(s) or family) or has a parent of less than 50% where that parent is NOT a government

Private Government - A company whose shares are not publicly traded in which the government owns a stake of less than 50%

Private SPV - Any SPV that does not have a parent owning 50% or more, or where a parent can not be identified

Private Fund - Any fund that does not have a parent owning 50% or more and that does not trade

Private Trust - Any trust that does not have a parent owning 50% or more and that does not trade

Private LBO Acquisition Vehicle - Any company set up for the sole purpose of carrying out an LBO not traded on a public stock exchange or with a parent owning 50% or more. One shot acquisition vehicles.

Government Government - A entity that is 50% or more owned by the government and is not publicly traded

Government Branch - A government division, branch or operations that is being sold off

Government Asset - A government (tangible) asset that is being sold off
JV JV - A company that by legal definition is a Joint Venture (having 2 or more parents each owning a stake and working together on a joint project, company or effort)

JV Asset - A (tangible) asset that a joint venture is selling off

Individual Individual - A person/investor (same as current investor)

Mutual Mutual - Companies whose ownership and profits are distributed among members in proportion to the amount of business they do with the company (same as current mutual)

Subsidiary Subsidiary - An entity with a parent of 50% or more that is NOT publicly traded on a stock exchange and the parent is not a government

Subsidiary SPV - An SPV with a parent owning 50% or more

Subsidiary Fund - A fund with a parent owning 50% or more

Subsidiary Trust - A trust with a parent owning 50% or more

Subsidiary Branch - A branch/division/operations being sold off by a parent

Subsidiary Asset - A (tangible) asset being sold off by a parent that is not a JV or government

TARGET_PR_HIGH

Target Price High: The maximum price target will receive per share if collar is broken. This item is used in conjunction with the COLLAR data item and will only be used if COLLAR = Y.

TARGET_PR_LOW

Target Price Low: The minimum price target will receive per share if collar is broken. This item is used in conjunction with the COLLAR data item and will only be used if COLLAR = Y.

TARGET_SEDOL

Target’s SEDOL: Stock Exchange Daily Official List. A 7-character unique identifier used if the target is traded on the London Stock Exchange or other exchanges in the U.K.

TARGET_WALK_AWAY_PRICE

Target Walk Away Price: If the acquiror’s stock price falls considerably, such that the target would receive a price per share below the minimum price specified in the merger agreement, the Target may terminate the merger agreement.

Ex: If Acquiror’s price falls below $23, the target has the right to terminate the agreement. Target walk away price = $23. This item is used in conjunction with the COLLAR data item and will only be used if COLLAR = Y.
**TASS**

Target Total Assets: Total balance sheet assets including, current assets, long-term investments and funds, net fixed assets, intangible assets, and deferred charges, as of the date of the most current financial information prior to the announcement of the transaction ($mil). TASS equals total liabilities plus shareholders' equity plus minority interest.

**TASS1**

Target Total Assets 1 Year Prior: Total balance sheet assets, including current assets, long-term investments and funds, net fixed assets, intangible assets, and deferred charges at the end of the most recent fiscal year prior to the announcement of the transaction ($mil). TASS equals total liabilities plus shareholders' equity plus minority interest.

**TASS2**

Target Total Assets 2 Years Prior: Total balance sheet assets, including current assets, long-term investments and funds, net fixed assets, intangible assets, and deferred charges, at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil). TASS equals total liabilities plus shareholders' equity plus minority interest.

**TASS3**

Target Total Assets 3 Years Prior: Total balance sheet assets, including current assets, long-term investments and funds, net fixed assets, intangible assets, and deferred charges, at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil). TASS equals total liabilities plus shareholders' equity plus minority interest.

**TASS3YGR**

Target Total Assets 3-Year Growth Rate: Growth, in percentage terms, of total assets over the three year period preceding DFIN.

**TASS4**

Target Total Assets 4 Years Prior: Total balance sheet assets, including current assets, long-term investments and funds, net fixed assets, intangible assets, and deferred charges, at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil). TASS equals total liabilities plus shareholders' equity plus minority interest.

**TASS5**

Target Total Assets 5 Years Prior: Total balance sheet assets, including current assets, long-term investments and funds, net fixed assets, intangible assets, and deferred charges, at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil). TASS equals total liabilities plus shareholders' equity plus minority interest.
the transaction ($mil). TASS equals total liabilities plus shareholders' equity plus minority interest.

**TASS5YGR**

Target Total Assets 5-Year Growth Rate: Growth, in percentage terms, of total assets over the 5 year period preceding DFIN.

**TASSFQ**

Target Total Assets Same Interim Period Prior Year: Total balance sheet assets, including current assets, long-term investments and funds, net fixed assets, intangible assets, and deferred charges, at the end of the same interim period corresponding to TASSLQ, but in the previous fiscal year ($mil). TASS equals total liabilities plus shareholders' equity plus minority interest.

**TASSIGN**

Target Financial Advisor Assignments (Descriptions): Assignments performed by the target company's financial advisor(s). Assignments are:

- Arranged Financing (AF)
- Advised Termination (AT)
- Dealer Manager (DM)
- Equity Capital Mkt (EC)
- Equity Participant (EP)
- Advisor (FA)
- Fairness Opinion (FO)
- Initiated Deal (ID)
- Independent Expert Report (IE)
- No Investment Bank (NR)
- Provided Financing (PF)
- Represented Board (RB)
- Represented Claimants (RC)
- Represented Bondholders (RD)
- Represented Government (RG)
- Represented Shareholders (RH)
- Represented Seller (RL)
- Represented Major Holder (RM)
- Underwriter (U)

**TASSIGNC**
Target Financial Advisor Assignments (Codes): Code for assignments performed by the target company’s financial advisor(s). Assignments are:

Arranged Financing (AF)
Advised Termination (AT)
Dealer Manager (DM)
Equity Capital Mkt (EC)
Equity Participant (EP)
Advisor (FA)
Fairness Opinion (FO)
Initiated Deal (ID)
Independent Expert Report (IE)
No Investment Bank (NR)
Provided Financing (PF)
Represented Board (RB)
Represented Claimants (RC)
Represented Bondholders (RD)
Represented Government (RG)
Represented Shareholders (RH)
Represented Seller (RL)
Represented Major Holder (RM)
Underwriter (U)

TASSLQ

Target Total Assets Most Recent Interim Period: Total balance sheet assets, including current assets, long-term investments and funds, net fixed assets, intangible assets, and deferred charges, at the end of the most recent interim period prior to the announcement of the transaction ($mil). TASS equals total liabilities plus shareholders' equity plus minority interest. The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

TASS_OR_ATASS

Target or Acquiror Total Assets ($ mil): Total balance sheet assets, including current assets, long-term investments and funds, net fixed assets, intangible assets and deferred charges, for either the target or acquiror for the 12 months ending on the date of the most current financial information prior the announcement of the transaction ($mil). Equals total liabilities plus shareholders' equity plus minority interest.

TASTATE
State of Target's Financial Advisor.

**TASXC**

Target Australian Stock Exchange Industry (Code): Code used to describe the industry of an Australian target. These codes are used only for Australian companies that are public.

**TATOMB**

Target Advisor Tombstone Date: The date of a tombstone placed in the Wall Street Journal by a target's advisor, regardless of the status of the deal. If the advisor places more than one tombstone for the same deal, the date of the first entry is noted.

**TAX**

Target Income Taxes Last 12 Months: Income taxes paid by or refunded to the target company in the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction ($mil).

**TAX1**

Target Income Taxes 1 Year Prior: Income taxes paid by or refunded to the target company in the most recent fiscal year prior to the announcement of the transaction ($mil).

**TAX2**

Target Taxes 2 Years Prior: Income taxes paid by or refunded to the target company in the fiscal year 2 years prior to the announcement of the transaction ($mil).

**TAX3**

Target Taxes 3 Years Prior: Income taxes paid by or refunded to the target company in the fiscal year 3 years prior to the announcement of the transaction ($mil).

**TAX4**

Target Taxes 4 Years Prior: Income taxes paid by or refunded to the target company in the fiscal year 4 years prior to the announcement of the transaction ($mil).

**TAX5**

Target Taxes 5 Years Prior: Income taxes paid by or refunded to the target company in the fiscal year 5 years prior to the announcement of the transaction ($mil).

**TAXFQ**

Target Taxes Same Interim Period Prior Year: Income taxes paid by or refunded to
the target company in the same interim period corresponding to TAXLQ, but in the previous fiscal year ($mil).

**TAXLQ**

Target Taxes Most Recent Interim Period: Income taxes paid by or refunded to the target company in the most recent interim period prior to the announcement of the transaction ($mil). The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**TB**

Target Short Business Description: Indicates the primary business of the target company, subsidiary or division. Up to 30 characters.

**TBL**

Long Business Description: Describes the business of the target company, subsidiary, or division.

**TBL OR ABL**

Target or Acquiror Business Description: Describes all businesses of the target or acquiror company. This item is for search purposes only, to print use TBL for the target, or ABL for the acquiror.

**TBL Q OR ABL Q**

Target or Acquiror Business Description, Full: Complete description of all business operations of the target or acquiror, with the primary operation listed first.

**TBUSINESSL Q**

Target Business Description, Full: Complete description of all business operations of the target, with the primary operation listed first.

**TBV**

Target Tangible Book Value in Host Currency: Common equity minus intangible assets as of the date of the most current financial information prior to the announcement of the transaction stated in millions in the currency of the target company’s nation.

**TBWRANK**

Target Business Week Top 500 Rank: Business Week Top 500 rank for the target company. This item is valid for the current year's ranking, and will also include a top 500 company's subsidiaries in a search.
TCIDGEN
Target CIDGEN.

TCITY
Target City: City of target's primary business or division at the time of the transaction.

TCOMPSOURCE
Target Company Data Source: Source of the information about the target company's business activities, address, and exchange information. Target Company Data Source Code: An TF assigned code for the source of the information about the target company's business activities, address, and exchange information.

TCOMPSRCCODE
Sources of Target Company Info (Codes): Codes for the sources from which information on the target company was obtained.

TCU
Target CUSIP: CUSIP for the target company. The CUSIP is a six character, unique identifier for every target and acquiror. Every US company with publicly traded securities is listed in Standard & Poor's CUSIP Directory. In cases where a CUSIP has not been assigned, TF will estimate one according to S&P's guidelines for estimating CUSIPs.

TDUNS
D-U-N-S Number: Identifying number assigned to the company by Dun & Bradstreet.

TEND
Tender Offer Flag: Yes/No flag set to 'Y' when a tender offer is launched for the target. A tender offer is a formal offer of determined duration to acquire a public company's shares made to equity holders. The offer is often conditioned upon certain requirements such as a minimum number of shares being tendered.

TERM
Termination Fee Flag: Yes/No flag set to 'Y' where the target or acquirer has agreed to a termination fee agreement whereby a failure to consummate the transaction results in a payment of one party to another. Value of Termination Fee in Millions.

TERMF
Higher of Target or Acquirer Termination Fees: Value of the fee to be paid by one party to another, when an agreement exists whereby failure to consummate the transaction, results in such a payment.

**TERMFPCT**

Higher of Target or Acquirer Termination Fees as a Percentage of Transaction Value: See TERM above for complete definition. Expressed as a percentage.

**TEXCH**

Stock Exchange: Primary stock exchange on which the target company's common stock trades.

**TEXCHC**

Stock Exchange Code: Code indicating the primary stock exchange on which the target's common stock trades.

**TF**

Target Fee Assignments: Types of fees paid to an investment bank by the target or acquirer.

AO - Advice/Opinion: A fee is paid for financial advice and the rendering of a fairness opinion, but amounts are not specified for each separately.

A - Advisory: A fee is paid for financial advisory services.

I - Initiation: A fee is paid for initiating the transaction.

DM - Dealer Manager: A fee is paid for acting as dealer manager for the tender offer.

C - Contingency: The portion of the fee, which is contingent upon consummation of the transaction.

B - Bustup: The fee an advisor will receive if the transaction is not consummated.

R - Retainer: A retainer fee paid to the advisor, pertaining solely to this transaction and which is often credited against the total fee paid in the transaction.

**TFAMT**

Target Fee Amount by Assignment

**TFBRANK**

Target Forbes Sales 500 Rank: Forbes Sales 500 rank for the target company. This item is from the current year's ranking, and will also include a top 500 company's subsidiaries in a search.

**TFC**
Target Fee Assignment Codes: Codes indicating target advisor's role in the transaction.

**TFEEPAYPCT**

Tar. Advisor's Fee Percentage: The percentage of the value of fee for the target's financial advisor is based upon. If there is more than one financial advisor retained by the target and each fee is based on a different percentage, the higher of the two percentages will be placed in the data field.

**TFEETOT_OR_AFEETOT**

Total Fees Paid by Target or Acquiror Upon Completion of Transaction: Total financial advisory fees and expenses, excluding financing fees paid by either the target or acquirer upon completion of the transaction, stated in millions of US dollars. This item is for search purposes only, to print use TFTOT for the target, or AFTOT for the acquirer.

**TFINANCIAL**

Target is a Financial Sponsor Flag (Y/N): A yes/no flag set to yes when the target in a transaction is a financial sponsor. Financial sponsors are companies that engage in private equity or venture capital transactions using capital raised by investors. A company is considered a financial sponsor when it engages in non-strategic acquisitions acting as a financial buyer.

**TFINCURR**

Currency of Target Company Financials Currency Code of Target Company Financials: Currency code of target company's financial information.

**TFINCURRC**

Currency Code of Target Company Financials: Code of the currency in which the target company’s financial information is reported.

**TFLATFEE**

Tar. Advisor Fee Based on a Flat Rate. A Yes/No flag set to 'Y' when the target's financial advisor's fee is based on a flat rate.

**TFLEGAL**

Target Legal Fees: Amount in millions paid to target legal advisors as a consequence to transaction (as disclosed).

**TFPCT**

Target Fees Paid as a Percentage of Transaction Value.
**TFTOT**
Total Fees to be Paid by Target Upon Completion of Transaction: Total financial advisory fees and expenses in millions excluding financing fees.

**TFTOTN**
Total Fees Paid by Target per Advisor: Total fees paid to each individual advisor.

**TFTRANK**
Target Fortune 500 Rank: Fortune 500 rank for the target company. This item is from the current year's ranking, and when searched on, will include a Fortune 500 company's subsidiaries in the search.

**THTECH**
High Tech Industry: Description of a high tech industry in which a company, division, or subsidiary is involved as its primary line of business. These distinctions are more detailed than that which is available through the standard industrial classification.

**THTECHC**
Target TF High Tech Industry Code: A three character code for the target's high tech industry, e.g. 214 (Portable Computers).

**THTECHGR**
Target TF High Tech Industry Group: General industry group for the target's high tech industry.

**TIN**
Target TF Industry: Description of the primary industry of the target company. The primary industry is determined by the primary SIC code.

**TINC**
Target TF Industry Code: A two character code describing the primary industry of the target company.

**TINGC**
TF Industry Group Code: A one character code describing the general industry group of the target company.
Target TF Industry Group: General industry group of the primary industry of the target company.

**TIP**

Target Immediate Parent 6-digit Cusip: Six digit cusip used to identify the immediate parent of the target in a transaction.

**TIPCIDGEN**

Target Immediate Parent CIDGEN: A computer generated nine digit number used to identify the immediate parent of the target in a transaction.

**TIPFINANCIAL**

Target Immediate Parent is a Financial Sponsor (Y/N): A yes/no flag set to yes when the immediate parent of the target in a transaction is a financial sponsor. Financial sponsors are companies that engage in private equity or venture capital transactions using capital raised by investors. A company is considered a financial sponsor when it engages in non-strategic acquisitions acting as a financial buyer.

**TIPNAMES**

Short name of the immediate parent of the target company; up to 30 characters.

**TLAWYERCODE**

Target Legal Advisor Lawyers (Code): TF codes for the individual lawyers of the target company’s legal advisor that were involved with the transaction.

**TLBOFIRM**

Target is an LBO Firm Flag: Set to ‘Y’ when the target company in a transaction is a Leveraged Buyout Firm, regardless of the nature of the transaction itself. Use LBO to find Leveraged Buyout Transactions.

**TLEG**

Target Legal Advisors: Name of legal advisors to target company.

**TLEGALASSIGNMENT**

Target Legal Advisor Assignment (Long): Description of role(s) played by the target's legal advisor.

**TLEGALASSIGNMENTCODE**

Target Legal Advisor Assignment Code: Code(s) for the role(s) played by the target's financial advisors.
TLEGALASSIGNMENTSHORTNAME
Short description of the role that the target legal advisor played on the deal; up to 15 characters.

TLEGALNATIONC
Target Legal Advisor Nation (Code): TF code for the nation of the headquarters of the target company’s legal advisor.

TLEGALCODE_OR_ALEGALCODE
Target or acquiror legal advisor code: Up to 16 characters.

TLEGCC
Target Legal Advisors’ Codes: Codes indicating legal advisors to target company.

T_LEG_CREDIT
Dollar amount of credit allocated to each legal advisor for league table purposes. T_LEG_CREDIT is based on RANKVALUE of the transaction multiplied by MA_MULT. A ma_mult is a multiple/percentage applied to each advisor based on the role in the transaction. For example, if a law firm represents a minority shareholder that owns 20% of the target, then that legal advisor would receive a ma_mult of .2, which would be multiplied by the total RANKVALUE. SEE MA_MULT.

TLIA
Target Total Liabilities: All debt and obligations owed to creditors, including all current and long-term liabilities, as of the date of the most current financial information prior to the announcement of the transaction ($mil). TLIA equals total assets minus shareholders equity minus minority interest.

TLIA1
Target Total Liabilities 1 Year Prior: All debt and obligations owed to creditors, including all current and long-term liabilities, at the end of the most recent fiscal year prior to the announcement of the transaction ($mil). TLIA equals total assets minus shareholders equity minus minority interest.

TLIA2
Target Total Liabilities 2 Years Prior: All debt and obligations owed to creditors, including all current and long-term liabilities, at the end of the fiscal year 2 years prior to the announcement of the transaction ($mil). TLIA equals total assets minus shareholders equity minus minority interest.
**TLIA3**
Target Total Liabilities 3 Years Prior: All debt and obligations owed to creditors, including all current and long-term liabilities, at the end of the fiscal year 3 years prior to the announcement of the transaction ($mil). TLIA equals total assets minus shareholders equity minus minority interest.

**TLIA3YGR**
Target Total Liabilities 3-Year Growth Rate: Growth, in percentage terms, of total liabilities over the 3 year period preceding DFIN.

**TLIA4**
Target Total Liabilities 4 Years Prior: All debt and obligations owed to creditors, including all current and long-term liabilities, at the end of the fiscal year 4 years prior to the announcement of the transaction ($mil). TLIA equals total assets minus shareholders equity minus minority interest.

**TLIA5**
Target Total Liabilities 5 Years Prior: All debt and obligations owed to creditors, including all current and long-term liabilities, at the end of the fiscal year 5 years prior to the announcement of the transaction ($mil). TLIA equals total assets minus shareholders equity minus minority interest.

**TLIA5YGR**
Target Total Liabilities 5-Year Growth Rate: Growth, in percentage terms, of total liabilities over the 5 year period preceding DFIN.

**TLIAFQ**
Target Total Liabilities Same Interim Period Prior Year: All debt and obligations owed to creditors, including all current and long-term liabilities, at the end of the same interim period corresponding to TLIAFQ, but in the previous fiscal year ($mil). TLIA equals total assets minus shareholders equity minus minority interest.

**TLIALQ**
Target Total Liabilities Most Recent Interim Period: All debt and obligations owed to creditors, including all current and long-term liabilities, at the end of the most recent interim period prior to the announcement of the transaction ($mil). TLIA equals total assets minus shareholders equity minus minority interest. The most recent interim period is the most recent 3, 6, or 9 month period ending on DFIN.

**TLOCKUP**
A Yes/No Target Lockup Agreement Flag. Set to 'Y' when the target is the owner of
a lockup agreement.

**T_LOCKUP_PCT**

Target Lockup Percentage (%): The percentage of the target company's common stock outstanding that the acquiror was granted an option to purchase at a set price due to a lockup agreement. See also LOCKUP and LOCKUPDESC1.

**T_LOCKUP_PR**

Target Lockup Price (US $): The price at which the acquiror was granted an option to buy target company stock due to a lockup agreement, stated in US$. See also LOCKUP and LOCKUPDESC1.

**T_LOCKUP_PR_HOST**

Target Lockup Price (Host Curr): The price at which the acquiror was granted the option to buy target company stock due to a lockup agreement, stated in the currency of the target company's nation. See also LOCKUP and LOCKUPDESC1.

**TLP**

Limited Partnership Indicator: Yes/No flag set to 'Yes' in cases where the target is organized as a limited partnership.

**TM**

Tender/Merger Flag: Yes/No flag set to 'Y' when a tender offer is launched to acquire control of a company, and the offer is followed by a merger agreement in which the acquiring company agrees to purchase the remaining shares not tendered under the offer.

**TMULT**

Target Advisor Multiple: A multiple/percentage applied to each advisor based on the advisory role in the transaction. For example, if an investment bank advises a minority shareholder that owns 20% of the target, then that advisor would receive a ma_mult of .2, which would be multiplied by the total RANKVALUE. SEE AADV CREDIT & MA_MULT.

**TN**

Short Target Company Name: Short target company name; up to 30 characters.

**TNAIC**

Target NAIC (Code): North American Industrial Classification code. Code that identifies which industry the target is a part of, as classified by the government.
TNAICP
Target Primary NAIC (Code): NAIC code of the target’s primary line of business.

TNAT
Target Nation: Nation in which target’s primary business or division was located at the time of the transaction.

TNATC
Target Nation: Code for the nation in which target’s primary business or division was located at the time of the transaction.

TNATRC
Target Nation Region Code: Nation Region code of the target company e.g. EU.

TNATREGL
Target Nation Region Description: Description of the Nation Region for the target firm.

TNF
Full Target Company Name (3 Lines): Full target company name on 3 lines; up to 77 characters.

TNL
Full Target Company Name (1 Line): Full target company name on 1 line; up to 75 characters.

TOP
Topping Fee Flag. A Yes/No flag set to 'Y' whenever a merger agreement calls for a topping fee. A topping fee is a payment generally made by the target to the acquiror if the target voids its merger agreement with the acquiror and accepts a higher bid.

TOPFEE
Value of Topping Fee in Millions. A topping fee is generally a payment made by the target to the acquiror if the target voids its merger agreement with the acquiror and accepts a higher bid.

TOTALDEBT
Target Total Debt: Total of all short-term debt, straight debt (long term non-convertible debt), and convertible debt of the target as of the date of the most current
financial information available prior to the announcement of the transaction ($ mil).

**TOTALDEBT_HOST**
Target Total Debt in Host Currency: Total of all short-term debt, straight debt (long term non-convertible debt), and convertible debt of the target as of the date of the most current financial information available prior to the announcement of the transaction (host mil).

**TPCTFEE**
Target Advisor Fee Based on pct. of Value.

**TPH**
Target Telephone Number: The telephone number of the target firm.

**TPNATREGC**
Target Nation Region Code: Nation Region code of the target.

**TPNATREGL**
Target Nation Region: Nation Region of the target.

**TPR1DAYA**
Target Stock Price 1 Day after Announcement: Closing stock price of target’s common stock on primary stock exchange 1 day after original announcement date (DAO) of the deal in US dollars.

**TPR1WKA**
Target Stock Price 1 Week after Announcement: Closing stock price of target’s common stock on primary stock exchange 1 week after original announcement date (DAO) of the deal in US dollars.

**TPR180DAYA**
Target Stock Price 180 Days after Announcement: Closing stock price of target’s common stock on primary stock exchange 180 days after original announcement date (DAO) of the deal in US dollars.

**TPR4WKA**
Target Stock Price 4 Weeks after Announcement: Closing stock price of target’s common stock on primary stock exchange 4 weeks after original announcement date (DAO) of the deal in US dollars.
TPR60DAYA
Target Stock Price 60 Days after Announcement: Closing stock price of target’s common stock on primary stock exchange 60 days after original announcement date (DAO) of the deal in US dollars.

TPR90DAYA
Target Stock Price 90 Days after Announcement: Closing stock price of target’s common stock on primary stock exchange 90 days after original announcement date (DAO) of the deal in US dollars.

TPRDAY
Target Stock Price on Announcement Day: Closing stock price of target’s common stock on primary stock exchange on original announcement date (DAO) of the deal in US dollars.

TPROVINCE
Canadian Province of Target: Province a Canadian target company is located in.
AB = Alberta
BC = British Columbia
MB = Manitoba
NB = New Brunswick
NF = Newfoundland
NT = Northwest Territories
NS = Nova Scotia
ON = Ontario
PE = Prince Edward Island
PQ = Quebec
SK = Saskatchewan
YT = Yukon

TPUB
Target Public Status Long: Form of ownership of the target company at the time of the transaction.

TPUBC
Public Status Code: Code describing the form of ownership of the target at the time of the transaction.
**TRATE**
Exchange Rate for Target Company Values: Exchange rate used for the financial information about the target company. It is the exchange rate of the date of the most recent financial information prior to the announcement date of the transaction.

**TSCUTIC**
Target/Seller Code: Used for searching the target or seller in transactions; not a reportable item.

**TSI**
Significant Individuals: The name of prominent M&A players who have significant ownership in the target company.

**TSIC**
All SIC Codes: SIC Codes (Standard Industrial Classification Codes) for Target Company. A separate SIC code is assigned to each line of business in which a company is involved. The first SIC code indicates the primary business of the company based on revenues. SIC Codes are assigned by TF analysts based on information obtained from SEC Filings and other corporate documents.

**TSIC2**
SIC Codes (Standard Industrial Classification Codes) for Target company printed on one line. A separate SIC code is assigned to each line of business in which a company is involved. The first SIC Code indicates the primary line of business of the firm.

**TSICD**
SIC Code Descriptions: Translation of each SIC code of target company.

**TSICP**
Primary SIC Code: The SIC code of the target company's primary line of business.

**TSICPDESC**
Target Primary SIC Code Description: Translation of the SIC code describing the target company's primary line of business.

**TSIGINDCODE**
Significant Individuals' Codes: Codes for prominent M&A players who have significant ownership in the target company.
**TST**
Target State: State of target's primary business or division at the time of the transaction.

**TSTATERN**
Target State Region: U.S. national region of the target company's primary business or division at the time of the transaction.

**TSTC**
Target State Code: Code for state of target's primary business or division at the time of the transaction.

**TSTI**
Target State of Incorporation: Based on state in which target's primary business or division was incorporated at the time of the transaction.

**TSTIR**
Target State of Incorporation Region: U.S. national region of the target company's state of incorporation.

**TSTIRC**
Target State of Incorporation Region Code: Code for the U.S. national region of the target company's state of incorporation.

**TSTR**
Target State of Incorporation Region: Based on location of target's primary business or division at the time of the transaction. Street Address: Street address of target's primary business or division at the time of the transaction. Target State Region: Based on location of target's primary business or division at the time of the transaction.

**TSTRC**
Target State of Incorporation Region Code: Based target state of incorporation. Target State Region Code: Code describing U.S. national region of target's primary business or division at the time of the transaction.

**TSUPRANATIONAL**
Target Supranational Flag (Y/N): Target Supranational Flag (Y/N): Y: A yes/no flag set to yes when the target is a member of one of the following groups: all United Nations (i.e. World Trade Organization), International Bank for Reconstruction and Development.
Development (the World Bank), Bank of International Settlements, European Fee Trade Association, European Nuclear Research Centre, European Space Agency, European Telecommunications Satellite Organization Intergovernmental Organizations (i.e. The OECD), International commodity organizations (i.e. the Organization of Petroleum Exporting Countries (OPEC)), Regional Development Banks (i.e. the European Bank for Reconstruction and Development, the Inter American Development Bank), or others such as The International Red Cross, International Satellite Organization (Intelsat) and the International Maritime Satellite Organization (Inmarsat).

**TTERM**

Target Termination Fee Flag. A Yes/No flag set to 'Y' when the target is liable for a termination fee, also referred to as a "breakup" fee, to the acquiror.

**TTERMFEE**

Target's Termination Fee: The amount of the termination fee the target will pay.

**TTF_MACRO_CODE**

Target Macro Industry (Code): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

**TTF_MACRO_DESC**

Target Macro Industry (Description): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

**TTF_MID_CODE**

Target Mid Industry (Code): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

**TTF_MID_DESC**

Target Mid Industry (Description): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.
Target Ultimate Parent Macro Industry (Code): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

**TUP_MACRO_DESC**

Target Ultimate Parent Macro Industry (Description): Thomson Financial proprietary macro-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are 14 macro-level classifications comprised of more than 85 mid-level categories.

**TUP_MID_CODE**

Target Ultimate Parent Mid Industry (Code): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

**TUP_MID_DESC**

Target Ultimate Parent Mid Industry (Description): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

**TTIC**

Ticker Symbol: Symbol under which target company's common stock trades on its primary exchange.

**TUP**

Target Ultimate Parent CUSIP.

**TUPASXC**

Target Ultimate Parent Australian Stock Exchange Industry (Code): Code used to describe the industry of the target’s ultimate parent if the ultimate parent is Australian. These codes are used only for Australian companies that are public.

**TUPBUSS**

Short Business Description of Target Ultimate Parent: Indicates the primary line of business of the ultimate parent of the target firm.

**TUPCIDGEN**

Target Ultimate Parent CIDGEN: A computer generated nine digit number used to
identify the ultimate parent of a target in a transaction.

**TUPCITY**

Target Ultimate Parent City: City where the headquarters of the target's ultimate parent are located.

**TUPEXCHCODE**

Target Ultimate Parent Stock Exchange (Code): Code indicating the primary stock exchange on which the target’s ultimate parent’s common stock trades.

**TUPEXCHANGE**

Target Ultimate Parent Stock Exchange (Name): Name of the primary stock exchange on which the target’s ultimate parent’s common stock trades.

**TUPFINANCIAL**

Target Ultimate Parent is a Financial Sponsor Flag (Y/N): A yes/no flag set to yes when the ultimate parent of the target in a transaction is a financial sponsor. Financial sponsors are companies that engage in private equity or venture capital transactions using capital raised by investors. A company is considered a financial sponsor when it engages in non-strategic acquisitions acting as a financial buyer.

**TUPHTECH**

TF High Tech Industry Code of the Target's Ultimate Parent. A three character code used to narrow a search beyond the scope of SIC codes.

**TUPINC**

Target Ultimate Parent Industry (Code): Two character codes describing the industry of the target’s ultimate parent.

**TUPINGC**

Target Ultimate Parent Industry Group (Code): Code identifying what industry group the target’s ultimate parent is a part of.

**TUPLBOFIRM**

Target Ultimate Parent is a LBO Firm Flag (Y/N): A yes/no flag set to yes when the target’s ultimate parent is an LBO firm.

**TUP_MID_CODE**

Target Ultimate Parent Mid Industry (Code): Thomson Financial proprietary mid-level industry classifications based on SIC Codes, NAIC Codes and overall company
business description. There are more than 85 mid-level industry classifications grouped by 14 macro-level categories.

**TUPNAICP**

Target Ultimate Parent Primary NAIC (Code): NAIC code of the target company’s ultimate parent’s primary line of business.

**TUPNAMES**

Target Ultimate Parent Name: Name of the target’s ultimate parent.

**TUPNAT**

Target Ultimate Parent Nation: Nation of target company's ultimate parent.

**TUPNATC**

Target Ultimate Parent Nation Code.

**TUPNATIONCODE_OR_AUPNATIONCODE**

Target Parent or Acquiror Parent Nation Code: Code for the nation in which the primary business of the target's or acquirer's ultimate parent company is located at the announcement date of the transaction. In the case of no parents, this item reverts to the target or acquirer's company. This item is for search purposes only, to print use TUPNATC for the target's parent, or AUPNATC for the acquiror's parent.

**TUPNATREGC**

Target Ultimate Parent Nation Region Code.

**TUPNATREGL**

Target Ultimate Parent Nation Region: Nation Region of Target Ultimate Parent.

**TUPPHONE**

Phone number of the Target's Ultimate Parent.

**TUPPNATREGC**

Target Ultimate Parent Primary Nation Region (Code): Primary nation region code of the target company's ultimate parent, e.g. EU: Europe.

**TUPPNATREGL**

Target Ultimate Parent Primary Nation Region.
TUPPUB
Target Ultimate Parent Public Status.

TUPPUBC
Target Ultimate Parent Public Status Code.

TUPPUBCODE_OR_AUPPUBCODE
Target or Acquiror Parent Public Status Code: Public status code for the target or acquiror's ultimate parent. This item is for search purposes only, to print use TUPPUBC for the target's parent, or AUPPUBC for the acquiror's parent.

TUP_PUB_MID
Target's Ultimate Parent Mid Level Public Status describing a more defined form of ownership of the target's ultimate parent at the time of the transaction.

Public Public - A company that is 100% publicly traded or a majority of the common/ordinary shares are traded on a stock exchange and there is NO majority parent

Public Government - Any portion of the company trades, with the government holding a majority interest (50% or more)

Public Subsidiary - Any portion of the company trades, with the majority (50% or more) held by a parent company

Public Fund - A fund that trades on an exchange

Public Trust - A trust that trades on an exchange

Public Unlisted - For Australian companies only - a private company where the number of shareholders exceeds a certain limit such that legislation classifies them as public companies subject to public company disclosure

Private Private - A company that is private (shares not traded on a public exchange) (owned by an individual(s) or family) or has a parent of less than 50% where that parent is NOT a government

Private Government - A company whose shares are not publicly traded in which the government owns a stake of less than 50%

Private SPV - Any SPV that does not have a parent owning 50% or more, or where a parent can not be identified

Private Fund - Any fund that does not have a parent owning 50% or more and that does not trade

Private Trust - Any trust that does not have a parent owning 50% or more and that does not trade

Private LBO Acquisition Vehicle - Any company set up for the sole purpose of carrying out an LBO not traded on a public stock exchange or with a parent owning 50% or more. One shot acquisition vehicles.

Government Government - A entity that is 50% or more owned by the government
and is not publicly traded

Government Branch - A government division, branch or operations that is being sold off

Government Asset - A government (tangible) asset that is being sold off

JV JV - A company that by legal definition is a Joint Venture (having 2 or more parents each owning a stake and working together on a joint project, company or effort)

JV Asset - A (tangible) asset that a joint venture is selling off

Individual Individual - A person/investor (same as current investor)

Mutual Mutual - Companies whose ownership and profits are distributed among members in proportion to the amount of business they do with the company (same as current mutual)

Subsidiary Subsidiary - An entity with a parent of 50% or more that is NOT publicly traded on a stock exchange and the parent is not a government

Subsidiary SPV - An SPV with a parent owning 50% or more

Subsidiary Fund - A fund with a parent owning 50% or more

Subsidiary Trust - A trust with a parent owning 50% or more

Subsidiary Branch - A branch/division/operations being sold off by a parent

Subsidiary Asset - A (tangible) asset being sold off by a parent that is not a JV or government

TUPSEDOL

Target Ultimate Parent’s SEDOL: Stock Exchange Daily Official List. A 7-character unique identifier used if the target’s ultimate parent is traded on the London Stock Exchange or other exchanges in the U.K.

TUPSIC

All SIC Codes: SIC Codes (Standard Industrial Classification Codes) for Target's Ultimate Parent Company. A separate SIC code is assigned to each line of business in which a company is involved. The first SIC code indicates the primary business of the company based on revenues. SIC Codes are assigned by TF analysts based on information obtained from SEC Filings and other corporate documents.

TUPSICP

Primary SIC Code: The SIC code of the target company's ultimate parent's primary line of business.

TUPSTATE

Target Ultimate Parent State: US State where Target Ultimate Parent's headquarters are located.
**TUPSTC**
Target Ultimate Parent State (Code): Code for the state in which the target company’s ultimate parent’s headquarters is located.

**TUPSTREET1**
Street Address of the Target Ultimate Parent's primary headquarters.

**TUPSTREET2**
Street Address of the Target Ultimate Parent's primary headquarters.

**TUPTIC**
Target Ultimate Parent Ticker Symbol.

**TUPVEIC**
Target Ultimate Parent Venture Economics Industry (Code): Pertaining to the ultimate parent company of a target company; the line of business(es) using the Venture Economics Industry Code (VEIC) classification as defined by Thomson Financial. VEIC’s, the industry standard in the private equity market, are detailed industry classifications that focus on emerging technologies, life sciences and other industries that private equity firms invest in.

**TUPVEICP**
Target Ultimate Parent Primary Venture Economics Industry (Code): Pertaining to the ultimate parent company of a target company; the main line of business using the Venture Economics Industry Code (VEIC) classification as defined by Thomson Financial. VEIC’s, the industry standard in the private equity market, are detailed industry classifications that focus on emerging technologies, life sciences and other industries that private equity firms invest in.

**TUPZIP**
Zip Code of Target Ultimate Parent.

**TVEIC**
Target Venture Economics Industry (Code): A target company’s line of business(es) using the Venture Economics Industry Code (VEIC) classification as defined by Thomson Financial. VEIC’s, the industry standard in the private equity market, are detailed industry classifications that focus on emerging technologies, life science and other industries that private equity firms invest in.

**TVEICP**
Target Primary Venture Economics Industry (Code): A target company’s main line of business using the Venture Economics Industry Code (VEIC) classification as defined by Thomson Financial. VEIC’s, the industry standard in the private equity market, are detailed industry classifications that focus on emerging technologies, life sciences and other industries that private equity firms invest in.

**TWO STEP SPIN**

Two Step Spinoff: This Y/N indicates deals where the planned spinoff of a company’s remaining shares is proceeded by an initial public offering (IPO) of that company’s shares (please note we don’t track the IPO in the M&A database). The plans to spin off the remaining shares must be announced at the same time that the IPO is announced by the parent company. The IPO will generally be for a small stake in the subsidiary, usually 10 to 20%, and the spinoff will therefore be for the remaining interest not distributed via the IPO. The spinoff must take place within 18 months of the IPO in order to be considered a Two Step Spinoff. This data item is valid on deals announced beginning in 1995.

**TWOTIER**

Two-Tier Transaction Flag: ‘Y’ indicates that the acquiror is offering a different (often higher) consideration for the shares needed to gain control of the target company. Then the acquiror makes an offer or agreement to acquire the remaining shares for a separate consideration.

**TZIP**

ZIP or Postal Code: Target five character postal zip code or foreign postal code.

**T_POSTMERGE_OWN_PCT**

Percent Owned by Target Post Merger: The percentage of a company held by the target upon completion of a merger. This data item will be populated if the merger results in the formation of a new company and the percentages held by former target and acquiror shareholders have been disclosed, or in reverse takeovers. In reverse takeovers, if the post merger percentage owned is not disclosed, Thomson Financial will calculate the percentage if the number of shares issued and current number of shares outstanding is available in public disclosure.

**UN SOLICITED**

Deal Started as Unsolicited Flag: Yes/No flag set to "Yes" when acquiring company makes an offer for another company without prior negotiations.

**UPDATE_STAMP**

Date Record Last Updated: Date on which the transaction's record was last modified.
Value of Transaction ($ mil): Total value of consideration paid by the acquiror, excluding fees and expenses. The dollar value includes the amount paid for all common stock, common stock equivalents, preferred stock, debt, options, assets, warrants, and stake purchases made within six months of the announcement date of the transaction. Liabilities assumed are included in the value if they are publicly disclosed. Preferred stock is only included if it is being acquired as part of a 100% acquisition. If a portion of the consideration paid by the acquiror is common stock, the stock is valued using the closing price on the last full trading day prior to the announcement of the terms of the stock swap. If the exchange ratio of shares offered changes, the stock is valued based on its closing price on the last full trading date prior to the date of the exchange ratio change. For public target 100% acquisitions, the number of shares at date of announcement (CACT) is used.

VALALT

Value of Alternative Offer: When the acquiring company offers a choice in the consideration offered, VALALT can be used. VALALT will be equal to value of the transaction, if the entire target was to be acquired through the alternative offer. VALALT will always be lower than VAL. See VAL for a complete definition of value.

VALAMEND

Amended Value Indicator: A code that is set to "I" when the value of a deal has been increased and to "D" when the value of a deal has decreased.

VALCAPINF

Value of Capital Infusion ($ mil): The amount of deal's value paid/offered in capital infusion, stated in millions of US dollars.

VALCOMEQ

Ratio of Transaction Value to Common Equity: Transaction value divided by target’s common equity as of the date of the most current financial information prior to the announcement of the transaction. The result is divided by the percentage of the company acquired in the deal.

VALIMP

Implied Value of Deal: The implied value of a transaction is calculated by multiplying the number of common shares outstanding by the offering price. VALIMP = (PR * COUT) / 1000000

VALNA

Ratio of Transaction Value to Net Assets: Transaction value divided by the target’s net assets as of the date of the most current financial information prior to the announcement of the transaction. The result is divided by the percentage of the company acquired in the deal.
**VALNI**

Ratio of Transaction Value to Net Income: Transaction value divided by the target’s net income for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction. The result is divided by the percentage of the company acquired in the deal.

**VALNOCAPINF**

Value of Deal excluding Capital Infusion: Transaction value minus the amount of the deal’s value paid in capital infusion ($mil).

**VALNOLIA**

Transaction Value Excluding Liabilities Assumed: Transaction Value minus the value of any liabilities agreed to be assumed in the transaction ($mil).

**VALNOLIACF**

Ratio of Transaction Value Excluding Assumed Liabilities to EBITDA: Transaction value excluding assumed liabilities divided by the Target’s EBITDA for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction. The result is divided by the percentage of the company acquired in the deal.

**VALNOLIAEBIT**

Ratio of Transaction Value Excluding Assumed Liabilities to EBIT: Transaction value excluding assumed liabilities divided by the target’s EBIT for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction. The result is divided by the percentage of the company acquired in the deal.

**VALNOLIAEFF**

Transaction Value Excluding Liabilities Assumed at Effective Date: Transaction Value minus the value of any liabilities agreed to be assumed in the transaction ($mil). Same as VALNOLIA, except that the stock portion of the consideration is valued on the closing date of the transaction.

**VALNOLIANI**

Ratio of Transaction Value Excluding Assumed Liabilities to Net Income: Transaction Value excluding assumed liabilities divided by the target’s net income for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction. The result is divided by the percentage of the company acquired in the deal.
**VALNOLIAPTINC**

Ratio of Transaction Value Excluding Liabilities Assumed to Pre-Tax Income: Transaction Value excluding assumed liabilities divided by the target's pre-tax income for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction. The result is divided by the percentage of the company acquired in the deal.

**VALNOLIASALES**

Ratio of Transaction Value Excluding Assumed Liabilities to Sales: Transaction value excluding assumed liabilities divided by the target’s net sales for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction. The result is divided by the percentage of the company acquired in the deal.

**VALSALES**

Transaction Value to Sales Ratio: Transaction value divided by the target’s net sales for the last 12 months ending on the date of the most current financial information prior to the announcement of the transaction. The result is divided by the percentage of the company acquired in the deal.

**VALSRC**

Source of the Deal Value: Description of the source used for the valuation of the deal.

**VBR**

Value of Bridge Financing: Amount of bridge financing in millions. See SFBR above for complete definition.

**VCASH**

Value of Cash: The amount of the cash portion of the deal's value in millions. Includes capital infusions, if the infusion is part of the merger agreement.

**VCDEBT**

Value of Convertible Debt: The amount of the convertible debt portion of the deal's value in millions.

**VCOM**

Value of Common: The amount of the common stock portion of the deal's value in millions, valued using the closing stock price on the last full trading day prior to the announcement of the final terms of the stock swap.
**VCOMEFF**

Value of Common at Effective Date: The amount of the common stock portion of the deal's value in millions, valued using the closing stock price on the last full trading day prior to the closing date of the deal.

**VCPFD**

Value of Convertible Preferred: The amount of the convertible preferred stock portion of the deal's value in millions.

**VDEBT**

Value of Debt: The amount of the non-convertible debt portion of the deal's value in millions.

**VEARN**

Value of Earnout: The value of the earnout portion of the deal's value in millions. Earnout is an amount to be paid in the future, over time, if the target company meets certain financial performance criteria.

**VEFF**

Value at Effective Date: Same as VAL except that the stock portion of the consideration is valued on the closing date of the transaction. Amount in Millions.

**VENTURE_INVOLV_YN**

Any Buyouts or Financial Sponsor Involvement: Previously labeled as “Any Venture Involvement (Y/N),” this data item will include financial sponsor activity on the buyside as well as on the sellside. It will retrieve M&A transactions that satisfy any one of the following conditions:

- If the acquisition technique is either Leveraged Buyout (LBO), Secondary Buyout, Buyin/Management Buyout, Management Buyout, Management Buyin, Institutional Buyout, LBO + Employee Stock Plan or LBO + Management + Employee.

- If the Target, Acquirer, Seller, Investor, Immediate/Ultimate Parent of Target, Immediate/Ultimate Parent of Acquirer, Immediate/Ultimate Parent of Seller or Immediate/Ultimate Parent of Investor is a Financial Sponsor.

- If the Target, Acquirer, Seller, Investor, Immediate/Ultimate Parent of Target, Immediate/Ultimate Parent of Acquirer, Immediate/Ultimate Parent of Seller or Immediate/Ultimate Parent of Investor is a Venture Capital Firm or a Private Equity Investor (SDC definition VEIC code =9254).

**VENTURE_TYPE**

Venture Backed Flag: This flag will be set when the M&A deal involves a private equity or venture capital firm or funds making a new investment. The firm or fund may be:
making a direct purchase of a minority or majority interest in a company
financing the acquisition of a minority or majority interest in a company via an existing operating company (without implying the company acquiring was previously venture-backed although this is extremely likely)
financing a buyout (leveraged, institutional, management)
making a secondary purchase i.e. replacing an existing VC fund.

Please note the codes used for this field have been taken from Venture Xpert are therefore not all relevant to M&A transactions.

If the financial acquirer flag has been set as an acquisition technique there is a high possibility that the Venture Type flag also needs setting. It will not need setting in all cases e.g. if the financial acquirer was a group of banks then Venture Type would not be flagged.

Early Stage 10 – will be rarely used in M&A. This code would be used to classify a deal where the investment is made into a company in an early stage of its development e.g. may not be selling or shipping a product. These investments are not considered M&A and disclosure of information of them can be minimal. For further data on this type of deal the use of the Venture Economics database is recommended.

Expansion 20 - Classifies deals where the investment is made into a private operating company that is further along its development lifecycle than Early Stage. These investments will usually be minority stakes and the investment is being used to allow the company to develop further, strengthen a management team, develop new products or market existing products. M&A does not consistently track these deals whereas Venture Economics does.

Acquisition 30 - Classifies deals where the purpose of the investment is to make a majority interest acquisition either in the form of a buyout, direct investment or via an existing operating company. All buyouts would be classified here as would buy and build i.e. acquisition for expansion.

Special Situation 50 - Classifies deals where the purpose of the investment is to turn a company around when it is in difficulty, or the purchase is a secondary purchase, or an investment by a private equity firm in a public company.

Other 0 - Default category when the deal is known to be venture-backed but the nature of the investment is not known.

VENTURE_TYPE_CODE

Venture Type Code: A code used when the M&A deal involves a private equity or venture capital firm or funds making a new investment. The firm or fund may be:

Making a direct purchase of a minority or majority interest in a company
Financing the acquisition of a minority or majority interest in a company via an existing operating company (without implying the company acquiring was previously venture-backed although this is extremely likely)
Financing a buyout (leveraged, institutional, management)
Making a secondary purchase, for example, replacing an existing VC fund.

The following are the venture type codes used by Thomson Financial in deals
involving a financial sponsor:

Acquisition 30 – The obtainment of control, possession or ownership of a private portfolio company by an operating company or conglomerate.

Early Stage 10 – A fund investment strategy involving investment companies for product development and initial marketing, manufacturing and sales activities.

Expansion 20 - Classifies deals where the investment is made into a private operating company that is beyond its Early Stage and is currently in its growth period. These investments will usually be minority stakes and the investment is being used to allow the company to develop further, strengthen a management team, and develop new products or market existing products.

Special Situation 50 - Classifies deals that are uncharacteristic of typical financial sponsor involvement as they commonly include companies such as holding companies, timber, real estate, etc.

Unknown Stage 0 – Default code used when the company information is insufficient to classify otherwise.

**VEST**

Value is Estimated Flag: Yes/No flag set to 'Y' if the value of a transaction is estimated.

**VIMCOMEQ**

Ratio of Implied Deal Value to Common Equity: Implied deal value divided by the target’s common equity as of the date of the most current financial information prior to the announcement of the transaction.

**VIMPNI**

Ratio of Implied Deal Value to Net Income: Implied deal value divided by the target’s net income for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**VIMPPTINC**

Ratio of Implied Deal Value to Pre-Tax Income: Implied deal value divided by the target’s pre-tax income for the 12 months ending on the date of the most current financial information prior to the announcement of the transaction.

**VLIA**

Value of Liabilities Assumed: The value, in millions, of all liabilities assumed by the acquiror, which are disclosed in newspaper articles or press releases.

**VOTECONTROL**

Voting Control Acquired in this Transaction: Percentage of voting rights acquired
through an acquisition of shares, recorded only after the transaction is complete.

**VOTH**

Value of Other Consideration: The value of any portion of the transaction value that is not accommodated by any other value field above, in millions. The value of a spinoff to shareholders indicated in VOTH.

**VPFD**

Value of Preferred: The amount of the non-convertible preferred stock portion of the deal's value in millions.

**VPLAN**

Vote Plan Flag: Yes/No flag set to 'Y' when there is an attempt by the target to reduce the voting power of large shareholdings held by hostile raiders, usually through preferred stock dividends with different voting rights for different holders. Vote Plan is a type of poison pill. If vote plan = 'Y' then poison = 'Y'.

**VREST**

Value Fields are Estimated Flag: Yes/No flag set to 'Y' when the values indicated in the items in this section are estimated because the values for each type of consideration are unknown.

**VROYAL**

Value of Royalties: The value, in millions, of the royalties portion of the deal value.

**VSTAKE**

Value of Stake Purchase: Amount paid in millions for the stake portion of a transaction, including all stake purchases dating from six months prior to the announcement date through consummation or withdrawal of the deal.

**VTEND**

Value of Shares Tendered: Value in millions of securities purchased by the acquiror under the tender offer. Calculated by multiplying the number of shares accepted by the offer price under the offer.

**VUNDIS**

Value of Undisclosed Consideration: In cases where the type of consideration was not completely disclosed, the amount in millions of the total transaction value for which a consideration type can not be identified.

**VWAR**
Value of Warrants: The amount of the warrant portion of the deal value, stated in millions of US dollars. The warrants are valued based on the difference between the exercise price of the warrant, and closing stock price of the last full trading day prior to the announcement of the transaction. If the exercise price is greater than the closing stock price, or the exercise price is not available then the value is null. If the exercise price is less than the closing stock price, then the value is equal to the difference times the number of shares which can be acquired.

WALKAWAY_FLAG

Walkaway Flag: Flagged “Yes” if either Acquirer Walk Away Price and/or Target Walk Away Price are available. The Target or Acquiror company may terminate the agreement without penalty if the Acquiror’s average closing stock price, over a predetermined trading period, falls below or rises above the then the value is equal to the difference times the number of shares which can be acquired.

YEAR2

Year of Announcement (yy): Year during which the deal is announced listed by using the last two digits of the year.

YEARANN

Year of Announcement (yyyy): Year during which the deal is announced listed by using all four digits of the year.

YEAREFF

Year Completed/Unconditional (yyyy): Year during which the deal is said to be either completed or unconditional in, listed by using all four digits of the year.