

Work Project apresentado no âmbito do Mestrado Executivo em Management - Advanced
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UNLEASH LEADERSHIP: NAVIGATING CRISIS AND TRANSFORMATION OF M-
INNOVATION

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“Strategy is the direction and scope of an organization over the long term, which achieves advantage in a changing environment through its configuration of resources and competences.”

(Johnson and Scholes, 2005:9)

Exploring Overconfidence and Complexity as Ambition Challenges Strategic

Realism in Mergers

This story illustrates the friction and challenges that arose when a COO, driven by ego and overconfidence, believed he could effortlessly steer a small, nimble company into the structure of a much larger organization, without considering the turbulent waves that lay ahead. The merger between a flexible, entrepreneurial enterprise and a large, bureaucratic organization, governed by a rigid Taylorism management style, created a clash of cultures. The COO underestimated the complexities of integrating two very different entities, ignoring the nuances that made the smaller company thrive in its dynamic environment. As a result, the process was fraught with tension, as the innovative, fast-moving spirit of the smaller firm struggled to coexist within the larger corporation’s mechanical and highly structured system.

The vision of ZNDT Solutions would make them one of the strongest companies offering solutions to the Industrial market. Pursuing that vision the goal was to create and develop the biggest ship they could by bringing on board other small ships. But sometimes small ships are not as small as we think they are and to maneuver a small ship under a thunderstorm might not be easy and we should pay attention to all the details and keep an eye on all available information.

Within that growth strategy, the big ship, ZNDT Solutions (30BUSD, a renowned Japanese manufacturer specializing in optical and digital precision technology, acquired M-Innovation, Inc., a prominent supplier of portable X-ray fluorescence (XRF) analyzers, in 2010. This acquisition was a strategic initiative by ZNDT Solutions to bolster its global leadership in the industrial and scientific instrumentation sector (SWOT Appendix A). The small ship M-Innovation(150MUSD), founded in 2001 and Boston area based specialized in X-ray fluorescence (XRF) technology for elemental analysis and materials identification. The company provided portable, handheld analyzers that enabled users to swiftly determine the composition of various materials, with applications domain into Recycling, Oil and Gas, Manufacturing, Mining, Environmental, Archaeology and others (SWOT Appendix A).

ZNDT Solutions was motivated to pursue the acquisition to broaden its product portfolio within the industrial segment, despite already having a significant presence in the medical, life sciences, and industrial equipment sectors. On the other hand, M-Innovation was an innovative company specializing in XRF technology, with a strategic objective of being acquired by a major global corporation. Their expertise in the handheld analysis market made them a valuable addition to ZNDT's industrial product line. This acquisition was in alignment with ZNDT's strategy to diversify its technological offerings, particularly in the market of non-destructive testing (NDT) solutions.

Understanding Cultural Collisions When Innovation Confronts Bureaucracy in Corporate Mergers

The acquisition of M-innovation by ZNDT Solutions has brought forth numerous challenges and issues during the integration process. This case will focus on the Entrepreneurial Culture and the culture clash on the Channel Management Tensions in Europe between the two

organizations and the feeling of confusion that was created for 4 months. (Events timeline, Appendix B). Many other challenges were also connected and impacted the Channels Distribution Network! The events that could also be considered are the closure of a European office in Netherlands, which also includes the shift of the After Sales Support to UK (at this time no Brexit yet), which resulted in difficulties in restructuring operations and clashed in job reassignments. Shifting services from the Netherlands to the UK also posed substantial hurdles due to logistical complexities and regulatory differences. The UK site was very process driven and this would impact massively the communication way between the channel partners and the “new” repair service.

ZNDT’s primary focus was to integrate M-Innovation as quickly and efficiently as possible, aiming to harness the additional capacity it offered for business development. The rapid integration was crucial, not just to streamline operations but also to strengthen ZNDT’s position in the market. By bringing M-Innovation into its fold, ZNDT was able to tap into new growth opportunities, leveraging its established expertise in the NDT market. The company concentrated on expanding its market share, utilizing its in-depth knowledge of the NDT industry to penetrate deeper into key areas. This strategy was driven by a dual objective: to protect its competitive edge in a well-understood market, while simultaneously accelerating growth through enhanced capabilities and resources. The acquisition of M-Innovation provided ZNDT with the tools and flexibility needed to respond to market demands and increase its foothold in an industry where it was already a strong player.

Overall, the acquisition demanded careful planning and the development of strategic mitigation efforts to address the numerous challenges that arose. These challenges included not only the integration of different company cultures and work processes but also the alignment of

organizational goals and management styles. To ensure a smooth transition, leadership had to implement targeted strategies that minimized disruption to day-to-day operations while maintaining employee morale. These mitigation plans were essential for overcoming obstacles such as communication gaps, resistance to change, and the complexities of merging technologies and systems. Only through these well-thought-out approaches could the acquisition successfully achieve the desired consolidation and long-term organizational objectives.

Evaluating the Integration Dilemma Where Rapid Assimilation Risks Long-Term Resilience

Given the hierarchical nature of Japanese corporate culture, which is traditionally characterized by a top-down management approach, M-Innovation now faced significant challenges as it transitioned from a flat, flexible, and entrepreneurial organizational structure to a more rigid, highly hierarchical model. The entrepreneurial culture that had previously enabled M-Innovation to thrive, with its emphasis on adaptability, rapid decision-making, and autonomy, was increasingly in conflict with the process-driven, procedure-focused approach of ZNDT Solutions. This new management style, centered around strict adherence to processes and a strong emphasis on cost-efficiency, introduced complexities that were unfamiliar to M-Innovation's employees and managers alike.

The integration process was further complicated by the introduction of new management personnel, many of whom lacked an in-depth understanding of M-Innovation's unique business model. These managers, having spent years working in a highly structured, procedural environment, struggled to adapt to the dynamic, fast-moving entrepreneurial culture that had defined M-Innovation's success. The prolonged exposure to such a rigid corporate structure

left them disconnected from the principles of agility and innovation that had been central to M-Innovation’s operations. Consequently, the new leadership team failed to fully appreciate the value of the entrepreneurial culture, leading to missed opportunities to leverage the flexibility and creativity that had driven M-Innovation’s competitive advantage in the market.

As the company moved toward a more cost-driven, efficiency-focused model, the shift not only eroded the core elements of M-Innovation’s entrepreneurial spirit but also resulted in a cultural mismatch between the two organizations. This misalignment led to a gradual loss of organizational identity for M-Innovation, as it was subsumed into the larger, more bureaucratic framework of ZNDT Solutions. The friction generated by these cultural differences posed significant challenges to the successful integration of the two companies, necessitating a deeper consideration of how to preserve the strengths of both organizational cultures in the long term.

Table 1- Fears and Consequences

Fears	Consequences
New contracts	Moving from a 2 pages contract to a 52 pages contract
New Managers	New communication channels where hierarchies has to be respected
Organisational Direct Sales	Pressure from the local organizations with local sales teams in getting the new business for them
Sales support	Loss of flexibility on the daily sales activities with long response times
After Sales Support	Lost communication with the technicians, moving to communication channel more bureaucratic and unexperienced
Procedures focus	Loss on the customized solutions that for many years feed their business
Product Portfolio Incompatibilities	Some partners were distributor for ZNDT main competitor on a different Business Unit. Fear to be fired.

Conducting business with a newly acquired organization inherently necessitates the establishment of new contracts and agreements. Within an entrepreneurial culture, formal

details are often left intentionally flexible, allowing for informal negotiations and discussions to take place as circumstances arise. This flexibility promotes a dynamic and collaborative approach among stakeholders, where the primary focus is on mutual growth and achieving shared objectives, rather than being encumbered by rigid bureaucratic procedures. The entrepreneurial mindset is often characterized by adaptability and a focus on rapid execution, with less emphasis placed on the formalities of business processes, which helps to foster strong relationships and align the goals of both organizations involved in the business venture.

However, this approach stands in stark contrast to the more formalized, structured methods typically employed by large corporations, where legal and procedural safeguards are prioritized to ensure compliance and minimize risk. The transition from operating under a simple two-page contract, as was the case with M-Innovation, to a comprehensive 52-page contract under ZNDT Solutions, was indicative of this shift in business practices. Such an increase in complexity presented significant challenges, as it required channel partners to navigate a far more intricate legal and regulatory framework. This move introduced additional layers of formality and administrative burden, which ran counter to the informal, results-driven practices to which M-Innovation's partners had been accustomed.

Understanding Cultural Collisions When Innovation Confronts Bureaucracy in Corporate Mergers

The shift toward a more bureaucratic system reflects the broader cultural and operational differences between the two companies. An African proverb illustrates this tension: "If you want to go fast, go alone; if you want to go far, go together." In this case, the swift, independent decision-making that had previously characterized M-Innovation's entrepreneurial culture was being replaced by a more collaborative, albeit slower and more formalized, approach. While

such a change was necessary to ensure the long-term stability and risk management of the newly integrated organization, it also highlighted the challenges that arise when two very different operational philosophies must converge.

The implementation of the new organizational structure under ZNDT Solutions necessitated an increase in personnel to effectively diversify the company's presence across global markets. In particular, there was a strategic imperative to expand the company's footprint across the Europe, Middle East, and Africa (EMEA) region, where local expertise and market knowledge were essential to sustaining competitive advantage. To facilitate this growth, a decision was made to restructure the lower management levels, introducing new leadership roles and creating a centralized decision-making and knowledge hub in Europe. This restructuring allowed the EMEA region to operate with greater autonomy from the United States, where ZNDT's primary manufacturing facilities were based, thereby enabling a more region-specific approach to market penetration and operational management.

For M-Innovation, this new setup presented both opportunities and challenges. The company now had access to ZNDT's substantial financial resources and large-scale operational capabilities, which could significantly enhance its ability to scale and compete in the global marketplace. However, this came with the pressing need to reorganize its internal structure to align with the parent company's more formalized, process-driven approach. The COO, tasked with overseeing the integration, issued explicit instructions for the merger process to be executed "fast and clean," reflecting the belief that any delay in the integration could exacerbate the challenges associated with cultural and operational alignment.

The urgency behind this directive was driven by a recognition that prolonged uncertainty could

result in operational inefficiencies, employee disengagement, and potential market instability. Therefore, the emphasis was placed on executing the integration swiftly, minimizing disruptions to day-to-day operations, and ensuring that the merger progressed in a streamlined manner. However, this aggressive timeline also introduced risks, as the complexities of merging two distinct corporate cultures and operational models required more nuanced planning and execution than the COO's directive allowed. The tension between the need for speed and the complexity of the merger would later manifest in a series of operational and cultural challenges, highlighting the difficulties of managing large-scale integrations under tight time constraints.

Challenges on the integration of M-Innovation on the classic organization NDT

Solutions. Concerns and new discoveries!

So, without further communications the ZNDT COO was decided to move forward with the integration. Initiation the process in August 2011, but no details about who, how and what would be done!

With the events timeline (Appendix B), there was a few that really impacted the transformation process, without a real leader, instead newcomers would be now the new contact points.

As part of the go-to-action plan, the strategic decision was made to establish a centralized decision and knowledge center in Paris. This new hub was designed to streamline operations, improve decision-making, and provide focused expertise to drive the company's growth. To support this initiative, three key hires were made, including Bernard Hamon, who became an integral part of the new structure. Alongside him, a Sales Manager was appointed to oversee market development and client relationships, while two Applications Scientists were brought on board to provide specialized customer and applications support. Their combined expertise

aimed to enhance the company's ability to address customer needs and offer tailored solutions, reinforcing the Paris center as a pivotal resource for the business. Bernard was hired a Sales Manager for Europe, and as a Sales Manager he has played a role that brought me experience that I will share, specially about the generate tensions between the different stakeholders, including himself as he was new to most of them.

With the goal to minimize the impact, there was nothing better than a New Product Release, that would bring excitement and would create the necessary enthusiasm that would lead to the new organization. With this would also raise the first concern to the channel's partners. They were invited to the new Decision Center and After Sales Support (service) in UK. Partners that were used to be excited with such events as this would be an opportunity to meet all the other colleagues from the different countries that were working together building the M-Innovation brand for the last 10 years! Time for some team building, experience sharing, and all looking for nice and fun moments with a new product on board. The Channel Partners Meeting invitation was sent with and Agenda already for the first time! That would fill all the available time and denying any possibility of side meetings and additional discussions that most of the times is necessary. Adding also, for the first time, the need of a dress code for the meeting (business attire) and for the altogether dinner, with explicit orders that no other dress code would be allowed. The noise around such invitation was astonishing.

Following the event in November, already under a lot of pressure, new announcements were made, and the pressure was raising. The announcements included the presentation of the new team (sales managers for Europe and Middle East, and a new applications scientist that would support now the EMEA channels network. The office closure in Netherlands moving the After Sales Service, to UK by end of the year, with presentation of the new points of contact in UK

as well the procedures to work with the new organisation in UK, informing that points of contact with technicians would no longer be allowed and the new process would go thru the Customer Service Team. The integration on the ZNDT organisation would also bring to the table new contracts that would need to be signed, at this point all the enthusiasm was gone.

Ultimately, there was also an announcement of a new price list with effects starting in January 2012 and with also a new procedure in place for special discount approval that would now need to go thru the Sales Managers for approval which power has been taken to decide! Important to highlight that the COO that was taking the lead... did not show on the Channels Meeting.

Assessing Contracts, Communication, and Control to Determine When Structural Order Becomes Restrictive

The quick decision to expedite the integration process between ZNDT and M-Innovation led to mounting tensions at multiple levels, particularly between the M-Innovation channel partners and the newly established management team. Channel partners, who were accustomed to a more informal, direct style of communication—where they could contact the “boss” at any time without hesitation—found themselves clashing with the structured and hierarchical approach introduced by the new organization. This new top-down management style, grounded in the principles of Taylorism, emphasized rigid processes, defined roles, and formal communication channels. As a result, partners felt alienated and disconnected, struggling to adjust to the new framework where spontaneous decision-making and open-door policies were replaced by formal approvals and strict procedures.

These tensions weren't just limited to communication. Channel partners, who had built strong, personal relationships with the original leadership, now felt sidelined by managers who were

focused on efficiency and control rather than maintaining close, dynamic partnerships. The rapid shift in how the organization was run created confusion and frustration, as many partners feared their voices were no longer heard. The new Taylorism-driven model left little room for the flexibility and direct access they had grown accustomed to, and this friction grew as the integration process continued.

In addition to these interpersonal challenges, there was also tension between the After Sales Service teams. The team in the Netherlands, who had previously operated with considerable autonomy and a more relaxed working style, now found themselves at odds with the new team in the UK. The UK-based team, also aligned with the more process-driven model, brought a more structured and formal approach to customer support, leading to disagreements over how service should be managed. This disconnects between regions further complicated the integration, as different teams struggled to align under the new organizational structure.

The overall result was an atmosphere of resistance and unease, as the once flexible, relationship-driven business culture was overtaken by a highly regimented and process-focused model. The swift integration, while intended to streamline the merger, ultimately highlighted deeper cultural divides that would need to be addressed to ensure long-term success.

Organization Agility – Disruptive organization. Cost driven Strategy. Assessing Contracts, Communication, and Control to Determine When Structural Order Becomes Restrictive

Agility, flexibility, on fly decisions, flat organization with direct communication and fast decisions were now a desert vision! The sequence of the decisions taken developed an perfect storm! The cost driven strategy leads the Channel Partners to desperate in only two months.

The new price list that was higher than the previous ones. A new approval procedure that would need a few days for the approval removing their flexibility to negotiate face to face to the end-customers leading to a longer time sales cycle without agility or flexibility that has been the driver for the last ten years. Service challenges, what previous was easy to sort with one phone call away was now on a pyramid of people delivering wrong and disruptive communication. The customized services and products that were a driver of the business were now facing the challenge of being procedures driven. Noting that many customers had customised solutions of fit for purpose solutions.

Changing the legal identity would lead to new contracts. Contracts that would have 2 pages signed by the CEO of M-Innovation, would lead now to a 52 contract pages that would include ethical and global trade compliancy rules that they all would need to know. As they would act now on the behalf of ZNDT Solutions and no longer on M-Innovation.

The introduction of more stringent contract terms and the push towards direct sales created both operational and cultural tensions, ultimately threatening the relationships that M-Innovation had built with its channel partners. In many cases, the length and complexity of the new contracts undermined the trust-based relationships that had previously characterized these

partnerships. Channel partners, particularly in regions where informal agreements were the norm, found the new contracts impersonal and overly bureaucratic, further exacerbating the sense of misalignment between ZNDT Solutions' corporate approach and M-Innovation's entrepreneurial spirit (Chaudhuri & Tabrizi, 2012).

And the fear... of having the announcement that ZNDT would move to direct sales in certain countries starting also in January 2011. The fear of not signing a new contract would it lead them to be terminated? There was a general feeling among the partners on insecurity and uncertainty about their future! For many partners M-Innovation was their main business of a lifetime investment.

Channel Partner Integration and Cultural Clash in the ZNDT Solutions-M-Innovation Merger

The acquisition of M-Innovation by ZNDT Solutions presented numerous challenges, particularly with respect to integrating M-Innovation's channel partners into ZNDT Solution's more structured and corporate framework. Prior to the acquisition, M-Innovation was a smaller, more entrepreneurial company that relied heavily on its channel partners for distribution and market expansion. These channel partners were accustomed to operating in a flexible environment, one characterized by informal agreements and autonomy in decision-making. M-Innovation's relatively short contracts—often as concise as two pages—were emblematic of a business relationship based on trust and mutual benefit. These agreements provided channel partners with considerable operational freedom, enabling them to quickly respond to changing market conditions and make decisions that suited their local markets without excessive oversight (Kaplan, 2012).

However, following the acquisition, ZNDT Solutions imposed its corporate practices on M-Innovation's operations, which included a shift to more formalized relationships with channel partners. As a multinational corporation with a significant global presence, ZNDT Solutions adhered to standardized procedures that aimed to reduce risk, ensure compliance, and protect intellectual property. As a result, the contracts that channel partners were required to sign grew from M-Innovation's two-page agreements to more detailed 52-page documents. This shift not only increased the legal and operational complexity for partners but also eroded the flexibility that had previously characterized their relationships with M-Innovation. The imposition of longer contracts introduced new clauses covering a wide range of issues, from product warranties to performance metrics, which many channel partners found excessive and stifling (Friedman & Martinez, 2015).

The shift from a flexible to a more structured contract system was compounded by pressure from ZNDT Solution's local sales organizations, which sought to increase direct sales of M-Innovation products. Historically, M-Innovation had relied on channel partners to reach customers in various regions, but after the acquisition, ZNDT Solution's local subsidiaries saw an opportunity to drive profitability by selling directly, thereby cutting out the intermediary. This created significant tension between the channel partners and the new ZNDT Solutions management, as many partners feared losing their contracts or being marginalized in favour of direct sales teams. The resulting friction led to a growing sense of insecurity among channel partners, many of whom had built their businesses on their strong relationships with M-Innovation (Takahashi & Wong, 2014).

The clash between the entrepreneurial culture of M-Innovation and the more rigid, hierarchical structure of ZNDT Solutions also extended to the broader operational dynamics between the

two companies. M-Innovation’s partners, accustomed to making quick decisions and adapting to market changes with little interference, found themselves constrained by ZNDT Solutions’ more centralized decision-making process. The extensive reporting requirements and performance metrics introduced by ZNDT Solutions created additional administrative burdens for channel partners, reducing their ability to act autonomously. In this context, many channel partners felt that they were being treated more like employees than independent business entities, leading to a significant cultural misalignment (Ghemawat & Ricart, 2010).

To mitigate these tensions, ZNDT Solutions could have considered adopting a more balanced integration strategy that acknowledged the unique value that channel partners brought to the business. For instance, offering a simplified contractual framework for key partners would have preserved the flexibility that had been integral to M-Innovation’s success. Additionally, a hybrid sales approach—where channel partners were retained in regions where they had strong relationships and local expertise—could have allowed ZNDT Solutions to continue benefiting from these partnerships while expanding its direct sales capabilities where appropriate (Porter, 2008). By involving channel partners in the integration process and seeking their input on contract negotiations and operational shifts, ZNDT Solutions could have reduced the sense of alienation and ensured that its new partners remained motivated and aligned with the company’s goals (Christensen, 2011).

Table 2- Advantages and Disadvantages of ZNDT Solutions’ Acquisition of M-Innovation

Advantages	Disadvantages
Expansion of Product Portfolio: The acquisition broadens ZNDT’s industrial segment by integrating M-Innovation’s portable XRF analyzers.	Cultural Conflict: Divergent corporate cultures—ZNDT’s bureaucratic structure and M-Innovation’s entrepreneurial ethos—generate friction and operational difficulties.
Enhanced Market Position: Strengthens ZNDT’s leadership within the global industrial and scientific instrumentation sectors.	Loss of Agility: M-Innovation’s adaptability and rapid decision-making are constrained by ZNDT’s rigid, hierarchical systems and procedures.

Increased Access to Advanced Technology: M-Innovation's expertise in XRF technology for material analysis enriches ZNDT's offerings.	Channel Partner Disengagement: Imposing extensive contractual obligations and standardized procedures disrupts established informal, trust-based partnerships.
Economies of Scale and Efficiency Gains: Centralized operations and unified management may yield cost savings and operational efficiency.	Communication Impediments: Formalized hierarchical communication channels diminish direct access, causing delays and potential misunderstandings.
Global Expansion Potential: M-Innovation benefits from ZNDT's extensive global footprint, facilitating market penetration across regions.	Challenges in After-Sales Support: Relocating services to the UK introduces logistical challenges and extended response times, negatively impacting customer satisfaction.
Robust Financial Backing: Access to ZNDT's substantial financial resources enhances M-Innovation's capacity for growth and product development.	Stakeholder and Workforce Resistance: Rapid, top-down integration without consultation dampens morale and elicits resistance from personnel and partners.
Strengthened Competitive Position: The combined entity's expertise enhances responsiveness to market demands and protects market share.	Reduced Customization: Adherence to standardized procedures restricts the ability to deliver customized solutions integral to M-Innovation's prior success.
Centralized Knowledge Hub: The Paris decision center aims to streamline expertise and enhance strategic decision-making in regional operations.	Extended Sales Cycle: New multi-step approval processes lengthen sales timelines, undermining the agility previously characteristic of M-Innovation.
Alignment in NDT Solutions Strategy: Strategic alignment in the non-destructive testing (NDT) market supports market consolidation efforts.	Managerial Misalignment: New leadership, unfamiliar with M-Innovation's business model, overlooks key innovative practices, creating inefficiencies.
Potential for Innovative Synergies: Combining ZNDT's resources with M-Innovation's agility could facilitate product and service innovation.	Diminished Entrepreneurial Identity: M-Innovation's organizational identity and core values erode, risking the loss of innovation and competitive advantage.

Should ZNDT Solutions make an exception and keep the entrepreneurship culture?

How could the culture clash be managed in a smother way?

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Case:

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Appendix

Appendix A

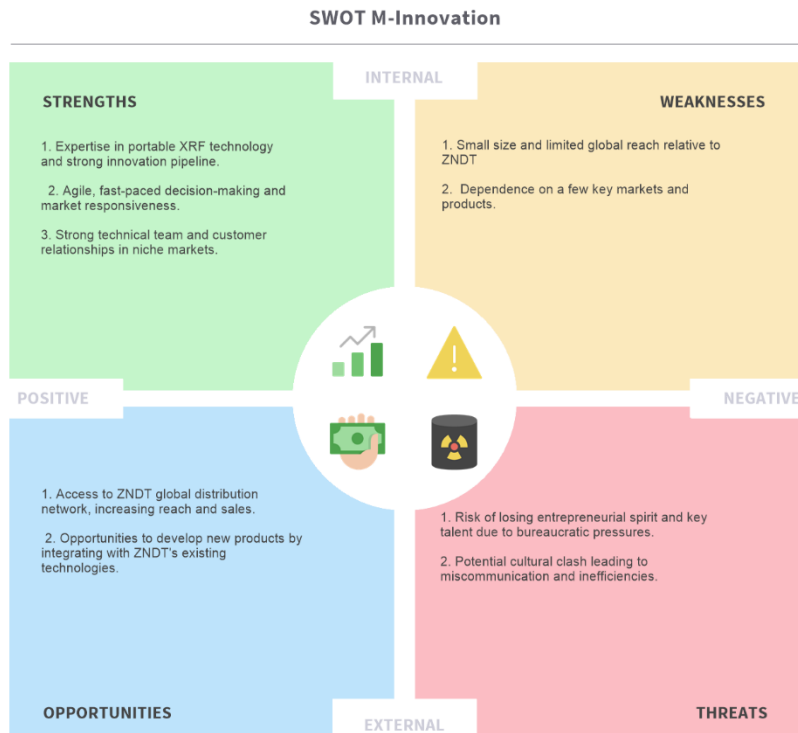


Figure 1- M-Innovation SWOT

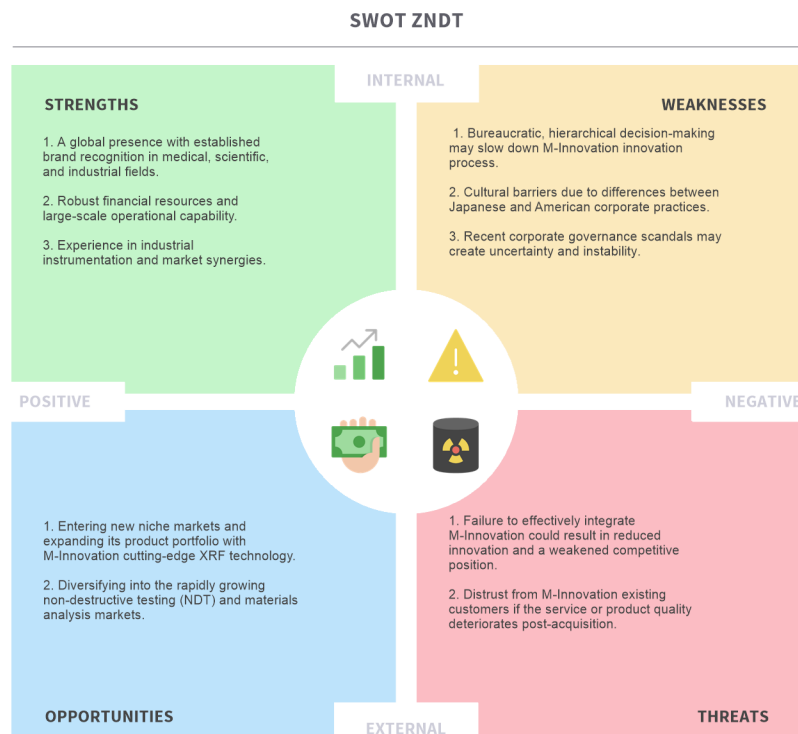


Figure 2- ZNDT Solutions SWOT

Appendix B

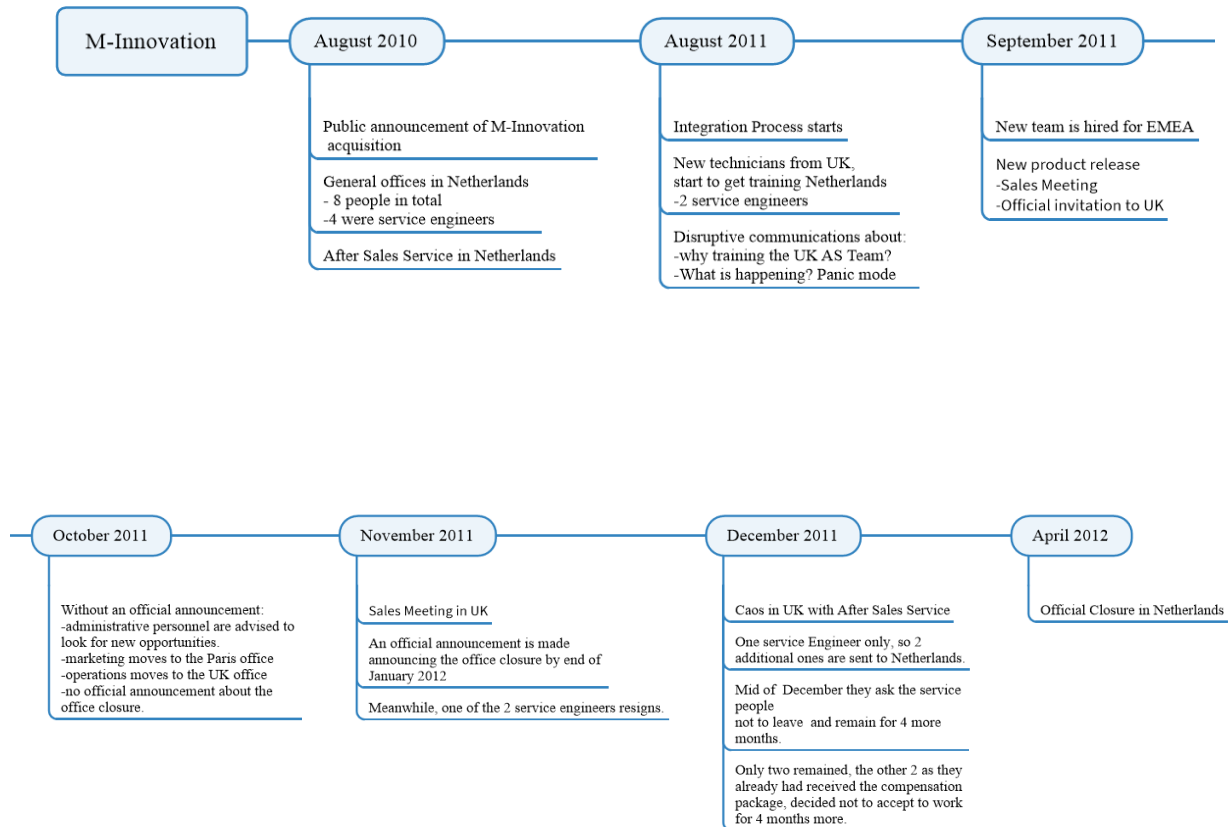


Figure 3- Merge timeline - Office Closure