

Ten Guidelines to follow when looking to sell a business

1. Sell For The Right Reason

Focus on *personal and emotional objectives* as well as short-term and long-term financial goals. Explore alternative solutions before making your decision. For example, consider whether specific operational, personnel, vendor, and/or financial changes are likely to ease or remove frustrations and dissatisfaction spurring your interest in a sale.

2. Know the Market Value of Your Business

A marketwise valuation is a tool for realistic pricing and a first step in determining if a sale can accomplish your financial objectives

3. Consider the Tax Ramifications of a Proposed Sale

Use a market pricing analysis as a starting point, consult your CPA early to identify tax strategies that will minimize, defer or possibly avoid a large tax liability. At least one strategy requires specific steps be completed *before* a Letter of Intent is received. Planning and creative deal structures do pay off in reduced taxes.

4. Anticipate the Buyers' Requests for Information

Anticipating a legitimate buyer's need for information does not imply that you should hand it out indiscriminately. Have the buyer sign a "tight" Non-Disclosure Agreement. Repeatedly emphasize the importance of confidentiality. Determine what type of information they require for a decision whether to move forward. *Extremely sensitive and proprietary information should be shown only in the due diligence phase, after the buyer has indicated his seriousness with a Letter of Intent.*

5. Qualify the Buyer

Whether you are approached or are actively "in play" remember you should only be exploring and negotiating with preferred buyers or "right buyers"—those public or privately-held companies (or individuals) who can best meet your goals. In all situations, hold firmly to the position that you don't need to sell or merge but are open to exploring if there is a fit which can be a "win-win" for both parties.

6. Know Your Buyer

This may mean getting a financial statement from them, (in case of publicly-held companies), reading all you can find on them, talking with owners who were bought out, possibly visiting their operations. Even with a buyer that you already know it is still important to make sure that you are compatible. Especially if you plan on remaining involved don't hesitate to ask the questions you need answered.

7. **Look at Multiple Buyers**
Identify and target the pool of preferred buyers, and work to bring those with serious interest to the table at the same time.

8. **Continue Building the Business**
If today's numbers are better than yesterday's numbers the business will be viewed more favorably by a buyer.

9. **Be Proactive**
As you look to the future you want, gather information, seek ideas and think more about the strengths and challenges of your business as it relates to personal and financial objectives. Properly-managed planning and preparation will identify and develop options that you may not know you had and will build the value of your business.

10. **Use a Trusted Advisor**
Good, timely professional advice can often save in current and future tax liability, in avoiding potential litigation and aid in negotiating the "best deal" for all involved. Involving the correct advisor to help guide you through the process can save you many thousands of dollars over the fees that will be paid.