SAVVY BUSINESS BROKERS

Providing a Disciplined Sell-Side M&A Process to Maximize Price & Terms and Minimize Risk

	PREPARATION	SOLICITATION	RECEIVE IOI*	RECEIVE LOI**	CONDUCT DUE DILIGENCE	SIGN PURCHASE AGREEMENT
	30-45 Days	~90 Days	15 Days	30 Days	90-120 Days	
ACTIVITIES	• Conduct valuation • Build confidential information memorandum (CIM) • Build buyer prospect list, including warm and cold connections • Create data room and due diligence package • Build and finalize financial models and business documents	• Invite buyers to review CIM and request an Indication Of Interest • Give buyer a commitment timeline when appropriate • If prospect passes, ask for a referral • Rebut objections based on preparation	• Create and negotiate valuation range, earnout and acquisition terms • Share information needed for buyer to create valuation, such as growth story and customer information	• Negotiate and refine deal terms, such as valuation, and equity rollover • Determine due diligence needs and exclusivity post LOI execution	• Due diligence activities including but not limited to legal, operational, financial, vendor, working capital, organizational structure, facilities, and advisor items	• Updating valuation, earnout, equity rollover, and other related items based on material due diligence discoveries • Conditions to close • Representations and warrants • Covenants and indemnification
DELIVERABLES	• Confidential Information Memorandum • Objection-handling script • Prospect list • Projections and audited statements	• List of FAQs (dynamic) • List of expected objections	• List of open items for an LOI • Formal IOI	• Due diligence list • Executed LOI	• Completed due diligence list • Data room satisfying diligence requests	• Signed binding agreement • Money transferred
STAKEHOLDERS	Seller, CPA, M&A Broker	Seller, M&A Broker	Seller, M&A Broker	Seller, CPA, Lawyer, M&A Broker	Seller, Banker, CPA, M&A Broker	Seller, Lawyer, Escrow Agent, M&A Broker

*IOI: Indication of Interest (nonbinding) **LOI: Letter of Intent (may be binding)