### **Business Valuation**

Prepared For: ABC Company

### **The Vant Group**

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# **Executive Summary**



### **Executive Summary**

**Governing Standard:** Rev. Ruling 59-60

**Purpose:** Assisting in the determination of an asking price associated

with a potential sale of Company or To determine an estimate value a partner buyout (Employee Buyout)

**Standard of Value:** Fair Market Value

**Premise of Value:** Value as a Going Concern

Client Name: [Redacted]

**Legal Company Name:** ABC Company

**Type of Entity:** C-Corporation

**Date Range of Financials:** January 1, 2020 – December 31, 2020

**Report Date:** October 22, 2021

Adj. EBITDA: \$1,057,000

Adj. EBITDA Multiples: 1.34x - 11.26x

Conclusion of Values: \$1,416,000 - \$11,902,000

Readiness Score						
Customer Score	23/25	92%				
Growth Score	23/25	92%				
Employee Score	19/25	76%				
Financial Score	16/25	64%				
Total	81/100	81%				

# Comparative Financial Analysis



### **How Much Does a Business Owner REALLY Make?**

One of the most difficult aspects of acquiring a business is understanding how much money the business owner is truly making. You've probably heard a dozen terms to describe the profit of a business — Cash Flow, True Owner Net, Seller's Discretionary Earnings (SDE), Seller's Discretionary Cash Flow, Owner Benefit, EBITDA — these terms all pretty much answer the same question … how much money does the owner really make?

What you have to understand and accept first, before even looking at a financial statement or report, is that the objective of a business owner is to make as much money and pay as little tax as possible and that "good" accountants and CPAs find ways to help business owners accomplish this goal. This can make your attempt to determine true cash flow a little more difficult, but always keep one thing in mind – the money is there ... you just have to find it.

#### Recasting

The first step we take in determining a business' cash flow is to recast the financials. Recasting financials is a fancy term that simply means we "correct" them, or adjust them, to provide a more accurate picture of what the business is truly producing in regards to profit. When we recast financials, we are looking for expenses to "add back" into the net profit of the business – we call these items add-backs, or fringe benefits.

#### **Personal Expense**

As a rule-of-thumb, anything that is a personal expense is an add-back. This commonly includes items such as family cell phone plans, family health insurance coverage, personal vehicles and meals. Keep in mind that some of these items could be a combination of both personal and business expenses, so we must be careful only to addback the portion of the expense that is truly personal use.

### **Discretionary Spending**

In addition to personal expenses, we also have discretionary spending to account for. These expenses can include charitable donations, excessive legal fees or season tickets to a local sporting venue. What we are looking for here are specific items, although they are often legitimate business expenses, that are not mandatory to operate the business – hence, discretionary, meaning a new owner can choose not to spend this money and the business will not suffer.

#### **Non-Recurring Expense**

Another major add-back can be the one-time, non-recurring or extraordinary expense. Maybe a business owner paid cash for a new piece of equipment, maybe there was a major repair that had to be done to the building after a storm, or maybe the business owner hired a consultant to evaluate his operational processes. These are all examples of legitimate business expenses that were unique and only appear once in several years of financial records. We add those items back in because they skew the "normal" cash flow picture of the business.



### **Owner's Salary**

Don't forget about the owner's salary, or any pay outs to partners or other family members that are shown as expenses. We add these items back too. They are the easiest expenses to add back because the owner could very easily choose not to pay himself a salary, and those dollars would simply fall to the bottom line profit of the business.

#### **EBITDA**

A note on EBITDA, which stands for Earnings Before Interest, Taxes, Depreciation and Amortization. This simply refers to a business' profit before any interest; certain taxes, depreciation and amortization are deducted. EBITDA is the most widely-accepted indicator of a business' profitability, and any CPA will tell you it is universally accepted. EBITDA becomes less relevant as businesses become smaller in size, but nonetheless those items are still added back in our recast.

So once we have examined the financial statements and determined what personal expenses, discretionary spending, non-recurring charges, owner's salary and EBITDA items should be added back, we have completed the recasting of the financials. Now we have a very clear understanding of what the business' true cash flow is. Think of it as a pot of money at the end of the recasting rainbow – then it's up to you as the new owner of the business to determine how you want to run your books, and allocate those funds accordingly to empty your pot as you see fit.

### ABC Company

Comparative Income Statement (Cash Basis)

	Т	2020 ax Return	
Sales	\$	5,073,814	
Cost of Goods Sold		1,879,089	37.0%
Net Gain		(2,255)	
Other Income  Gross Profit	-\$	8,767 <b>3,201,237</b>	0.2% 63.1%
Gross Front	J)	3,201,237	03.170
Operating Expenses			
Compensation of Officers		500,813	9.9%
Salaries and Wages		637,917	12.6%
Repairs & Maintenance		4,059	0.1%
Rent <sup>A</sup>		103,156	2.0%
Taxes & Licenses Interest		77,178 7,424	1.5% 0.1%
Depreciation		17,095	0.1%
Advertising		401,466	7.9%
Other Deductions		,	
Auto and Truck Expense		18,396	0.4%
Bank Charges		583	0.0%
Business Promotions		7,862	0.2%
Communications <sup>B</sup>		1,065	0.0%
Credit Card Processing Fees		44,586	0.9%
Dues and Subscriptions Insurance		10,461	0.2%
Legal and Professional		20,328 12,200	0.4% 0.2%
Meals & Entertainment		1,496	0.270
Office Expenses		8,052	0.2%
Outside Services <sup>C</sup>		729,733	14.4%
Parking Fees and Tolls		2,532	0.0%
Postage		897	0.0%
Security		257	0.0%
Supplies		14,655	0.3%
Telephone <sup>D</sup>		18,463	0.4%
Travel		28,997	0.6%
Utilities Computer Services and Supplies		21,539 11,052	0.4%
Computer Services and Supplies Permits and Fees		1,980	0.2% 0.0%
Training/Continuing Education <sup>F</sup>		6,176	0.0%
Total Other Deductions		961,310	18.9%
Total Operating Expenses	\$	2,710,418	53.4%
		, ,	
Income from Operations	\$	490,819	9.7%
Bankable EBITDA			
<sup>1</sup> Net Gain		2 255	0.00/
<sup>2</sup> Other Income		2,255	0.0%
		(8,767)	-0.2%
Owner Salary - [Redacted]		429,050	8.5%
<sup>4</sup> Spouse Salary - [Redacted]		71,763	1.4%
<sup>5</sup> Interest		7,424	0.1%
<sup>6</sup> Depreciation		17,095	0.3%
Total Bankable EBITDA		1,009,639	19.9%
Non-Essential Expenses			
<sup>7</sup> Auto Expenses		2 000	0.1%
•		3,000	
<sup>8</sup> Owner's Other Family Member		7,526	0.1%
9 Cell Phone		6,882	0.1%
<sup>10</sup> Meals & Entertainment		1,496	0.0%
11 Travel		28,664	0.6%
<b>Total Non-Essential Expenses</b>		47,568	0.9%
A directed EDITO A	Φ.	1 057 207	20.00/
Adjusted EBITDA		1,057,207	20.8%

### ABC Company

### Comparative Balance Sheet (Cash Basis)

	Ta	2020 ax Return
Assets		
<u>Current Assets</u>		
Cash		382,512
Other Current Assets		12,451
<b>Total Current Assets</b>	\$	394,963
Fixed Assets		
<b>Buildings and Other Depreciable Assets</b>		338,369
Less: Accumulated Depreciation		(199,440)
Net Fixed Assets	\$	138,929
Other Assets		
Other Assets		7,564
Net Other Long-Term Assets	\$	7,564
<b>Total Assets</b>	\$	541,456
Liabilities & Shareholder Equity		
Current Liabilities		
Other Current Liabilities		65,394
<b>Total Current Liabilities</b>	\$	65,394
Noncurrent Liabilities		
Other Noncurrent Liabilities		197,986
<b>Total Noncurrent Liabilities</b>	\$	197,986
<b>Total Liabilities</b>	\$	263,380
Shareholder Equity		
Capital Stock		1,000
Retained Earnings		277,076
Total Shareholder Equity	\$	278,076
<b>Total Liabilities and Equity</b>	\$	541,456

# Comparable Companies

# ABC Company Comparable Companies

Comparable Companies		Sale Price					
Comparable		or MVIC		Revenue		<b>EBITDA</b>	EBITDA Multiple
Passive Des Moines Home Renovation Compa	\$	5,648,580	\$	5,340,237	\$	1,569,050	3.24x
Exceptional Quality Home & Commercial Se	\$	2,900,000	\$	3,864,076	\$	595,594	4.38x
Stone Countertop Fabrication Plant Retir	\$	2,295,000	\$	4,104,030	\$	796,778	2.59x
Kitchen and Bath Cabinets Manufacturing	\$	2,350,000	\$	3,043,456	\$	759,207	2.79x
\$1 M Profit Building Supplies	\$	4,000,000	\$	8,000,000	\$	1,000,000	3.60x
Kitchen, Bath & Building Products Showro	\$	1,800,000	\$	6,362,723	\$	721,104	2.25x
Roofing Business For Sale in Orlando Are	\$	7,990,000	\$	6,119,875	\$	2,252,448	3.19x
Machine Tool Dealer	\$	2,500,000	\$	6,285,173	\$	664,604	3.39x
Fence Contractors- Over \$6M in Sales!	\$	2,800,000	\$	6,815,362	\$	1,696,633	1.49x
Leading Roofing Contractor! Owner Retiri	\$	850,000	\$ \$	3,620,316	\$	569,401 3,150,000	1.34x
Cash flowed 3.2M on 6.91M in sales (2021 Niche Contractor	\$ \$	5,000,000 2,100,000	\$ \$	6,950,378 4,880,605	\$ \$	635,060	1.43x 2.98x
Profitable Siding & Window Company, \$3.7	\$ \$	2,950,000	\$ \$	3,714,003	\$	969,780	2.98x 2.74x
Commercial/Residential Window Coverings	\$	1,900,000	\$ \$	3,300,000	\$ \$	670,000	2.74x 2.55x
Fence Fabrication and Installation Co.	\$	1,250,000	\$ \$	5,193,994	\$ \$	451,765	2.33x 2.49x
Well-Established Windows and Doors Insta	\$	7,000,000	\$	7,740,000	\$	1,600,000	3.94x
Commercial Glazing Contractor-SDE \$1MM-S	\$	4,000,000	\$	3,992,000	\$	1,067,000	3.37x
Well Established Ceiling Contractor for	\$	3,000,000	\$	3,235,133	\$	855,883	3.15x
Well-Known Custom Cabinetry/Millwork Con	\$	3,700,000	\$	3,500,000	\$	870,000	3.83x
Insulation Installer	\$	2,750,000	\$	4,212,151	\$	968,923	2.55x
Fence Contractor Serving the Mid-Atlant	\$	2,400,000	\$	6,000,000	\$	500,000	4.32x
Long Established Custom Cabinet Company	\$	3,350,000	\$	3,433,413	\$	1,025,774	2.94x
Southeast FL Pool Contracting & Plasteri	\$	3,200,000	\$	6,590,059	\$	784,504	3.67x
\$6 Million Revenue Commercial Glass Comp	\$	4,450,000	\$	6,189,965	\$	1,007,172	3.98x
Excavation Business	\$	5,495,000	\$	3,276,637	\$	969,940	5.10x
South Florida Stone & Granite Fabricatio	\$	2,800,000	\$	5,200,000	\$	600,000	4.20x
Profitable Florida Based Roofing Company	\$	4,199,000	\$	6,196,157	\$	611,707	6.18x
Established, Fast-Growing, Profitable Ro	\$	2,900,000	\$	5,072,122	\$	1,150,998	2.27x
Custom Closet Manufacturer and Installat	\$	1,850,000	\$	3,195,613	\$	951,553	1.75x
Very Successful Fence Contractor	\$	840,000	\$	3,400,000	\$	195,000	3.88x
Atlanta Based Underground Fiber Optics I	\$	5,925,000	\$	5,225,000	\$	1,580,141	3.37x
Well Established Premier Contractor for	\$	2,900,000	\$	5,119,794	\$	1,281,563	2.04x
Leadership Flooring Company with 3 Locat	\$	2,699,000	\$	4,298,467	\$	1,009,160	2.41x
Profitable Excavating & Paving Contracto	\$	2,500,000	\$	5,128,175	\$	636,274	3.54x
Excavating and Underground Wet Utility C	\$	3,400,000	\$	6,124,969	\$	1,273,903	2.40x
Under Contract: High Growth Replacement	\$	850,000	\$	4,000,000	\$	500,000	1.53x
Very Profitable Kitchen Remodeling. 90%	\$	1,600,000	\$	3,210,240	\$	399,844	3.60x
Premier Commercial Installation Co sinc	\$	3,510,000	\$	3,510,020	\$	280,564	11.26x
Cash flows \$500K on 3M in sales. Passive	\$	1,600,000	\$	3,100,000	\$	500,000	2.88x
Multi-Unit Kitchen Company	\$	749,000	\$	4,000,000	\$	400,000	1.69x
Interior Design & Building Products Show	\$	1,650,000	\$	3,900,000	\$	565,000	2.63x
Commercial Casework, Woodwork and Cabine	\$	5,950,000	\$	3,872,596	\$	1,509,816	3.55x
Flooring Contractor/Installer	\$	3,299,000	\$	7,735,777	\$	1,147,173	2.59x
SBA Pre-Qualified Sales and Installation	\$	2,195,000	\$	4,768,014	\$	562,271	3.51x
High End Residential Remodel	\$	850,000	\$	4,000,000	\$	398,147	1.92x
Highly Profitable Flooring Company for S	\$	6,000,000	\$	5,000,000	\$	1,200,000	4.50x
Commercial Dry Wall	\$	3,500,000	\$	5,257,632	\$	1,186,444	2.65x
Growing Home Improvement & Remodeling Co	\$	2,300,000	\$	6,938,408	\$	1,198,789	1.73x
Full Service Flooring Business	\$	795,000	\$	3,498,000	\$	315,000	2.27x
Building Products Showroom & Design Cent	\$	1,650,000	\$	3,900,000	\$	565,000	2.63x
Roofing Company for Sale DFW #2035	\$	2,500,000	\$	3,100,498	\$	422,015	5.33x
Profitable Commercial Landscaping/Constr	\$	5,200,000	\$	4,477,752	\$	993,989	4.71x
Project management made simple.	\$	2,300,000	\$	3,157,863	\$	1,217,301	1.70x
Steel Fabrication & Installation Company	\$	6,750,000	\$	4,279,135	\$	1,333,255	4.56x
Solar Sales & Installation - Growing, Pr Commercial Flooring Contractor Opportuni	\$	4,995,999 3,300,000	\$	8,000,000 7,851,509	\$	750,000 899,223	6.00x 3.30x
Tampa Bay Area Roofing Contractor for sa	\$	950,000	\$ \$	4,069,094	\$	454,599	3.30x 1.88x
Fabulous Multi Million Dollar Business f	\$ \$	4,200,000	\$ \$	5,400,000	\$ \$	800,000	
Management of Residential & Commercial I	\$ \$	5,300,000	\$ \$	5,375,086	\$ \$	1,533,254	4.73x 3.11x
Fire Sprinkler System Design, Install &	\$ \$	1,499,000	\$ \$	3,012,826	\$	636,792	2.12x
General Contracting, Electrical & Mechan	\$ \$	6,200,000	\$ \$	4,756,828	\$	1,472,747	3.79x
Take this Business to the Next Level	\$ \$	5,000,000	\$ \$	4,800,000	\$ \$	787,000	5.79x 5.72x
Multi-Faceted Construction Business	\$	1,795,000	\$	4,520,000	\$	333,800	4.84x
difficult	~	2,72,000	4	.,520,000	~	223,000	110 IA

Due to the fact that comparable companies sourced from BizBuySell (BBS) are not precedent transactions, we have discounted their multiples by 10% to serve as a proxy based off of our professional experience to reflect our perceived value of what the company would ultimately sell for.

# ABC Company Comparable Companies

Comparable	Sale Price or MVIC		Revenue	EBITDA	EBITDA Multiple
Maximum	\$ 7,990,000	\$	8,000,000	\$ 3,150,000	11.26x
Minimum	\$ 749,000	\$	3,012,826	\$ 195,000	1.34x
High Value		]			
EBITDA	\$ 1,057,000				
Multiple Applied	11.26x	_			
Adj. EBITDA Valuation	\$ 11,901,820	_			
Rounded (1,000s)	\$ 11,902,000	-			
Low Value		]			
EBITDA	\$ 1,057,000				
Multiple Applied	1.34x				
Adj. EBITDA Valuation	\$ 1,416,380				
Rounded (1,000s)	\$ 1,416,000	•			

## The Vant Group Overview



### **Business Description**

### **About The Vant Group**

- Experienced M&A firm since 1999
- Specialize in transactions for businesses with revenues up to \$100 Million
- Focused on the Southwest U.S. with a national footprint
- Motivated staff of MBAs and prior business owners
- Authority on Business Transfer having authored two books: EXIT and ENTRANCE
- Innovative Five-Point Advantage

### The Vant Group's Mission

"When it comes to buying or selling a business, you can depend on the first-hand experience of The Vant Group — gained through buying and selling businesses for our own portfolio for the last 20 years. This experience coupled with 500+ business transactions provides the knowledge to assist you in every aspect of the business transfer process to obtain the outcome you desire."

#### **Our Values**



### **The Vant Group Team**



Alex Vantarakis, Founder



Anthony Cullins, Partner



Dirk Armbrust, Managing Director



Dwayne Evans, Managing Director



David Lockey, Managing Director



Art Goodwin, Managing Director



John Kaplan, Managing Director



Hensay Qualah, Associate

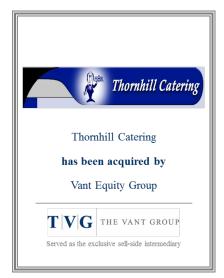


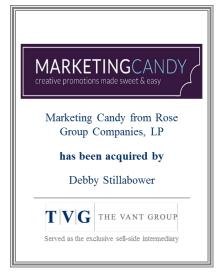
David Wang, Corporate Counsel



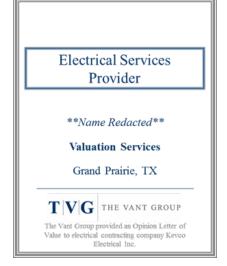
**Bob Dohmeyer,** SBA Valuations Banker

### **Selected Transaction Experience**





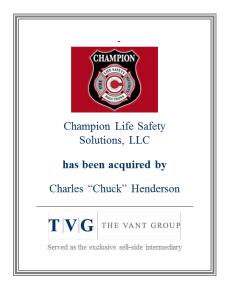
















### **Selected Industries Represented**

<b>Professional Services</b>			
Commercial Landscape Janitorial Services	CPA Firm Website Hosting	Medical Billing IT Services	Environmental Consulting Civil Engineering Design
<b>Consumer Services</b>			
Call Center Pest Control	Carpet Cleaning Therapy Practice	Commercial Printer Glass Cleaning	HVAC Service Auto Services
Manufacturing			
Custom Door Pallet	Custom Glass Plastics Products	Electronics Tubular Products	Aircraft Parts & Supplies Commercial Sign
Wholesale / Distribution	on		
Building Supply	HVACR Wholesaler	Janitorial Supply	Promotional Products

Construction	n

Scrap Metal

Concrete Foundation	Niche Construction	Pool Construction	Stone & Masonry Supply
Lathe & Plaster	Commercial Concrete	Fire Sprinkler	General Contractor

Water Filtration

Wholesale Electrical

Specialty Oxygen

### The Five Point Advantage

Seller Representation	Buyer Representation	Valuation Reports	Advisory Services	Debt Funding
"We've sold 80% of our listings vs. the industry average of 38%"	"Our Buyer Representation goes well beyond merely deal origination"	"Our clients obtain 97% of their appraised price because our business valuations are built on experience"	"Is your business ready to be sold at the maximum value?"	"Growth depends on capital"
• Traditional Sale: Synergistic Corporate Buyer or Individual Buyer; financing terms vary	• Corporate Buyer: Increase the revenue and value of an existing business through acquisition	Opinion of     Value: Basic     report to gauge     value	Business Health     Assessment: Is a     business ready to     be sold at     maximum value?;     Implement TVG     Advantage if     necessary	Buying a Business: Up to 10%+ down payment, 10-year term, 8% interest rate
• Facilitation Sale: Buyer is identified by the seller and requires business transfer expertise	Individual Buyer: Live the American Dream by becoming a business owner	• Full Business Valuation: Detailed report for exit planning, funding needs, and legal proceedings	Revenue Growth and Cost- Reduction Services: Ultimately increasing bottom- line profit	Starting a Business: Up to 30% down payment, 10-year term, 8% interest rate
■ Employee Buyout: Up to 10% down payment, 0%-10% owner financing, 80%-90% bank financing		Accredited     Business     Valuation:     Specialty case valuation for certain non-standard purposes	Employee & Operational Effectiveness: Having all employees moving in the same direction	Working / Expansion Capital: Terms based on profitability, accounts receivable, and projected revenue
■ Partner Buyout: Up to 10% down payment, 90%- 100% bank financing			Project-Based & Monthly Consulting: Guidance along the way to implement impactful strategies	• Owner-Occupied Real Estate: Up to 10% down payment, 25

### The Vant Group Difference

### **Experienced in the Art of Business Transfer**

TVG Longevity and high number of closed transactions

#### **Entrepreneurial Mindset**

Buying and selling for our own portfolio for over 20 years

### **Proactive Approach**

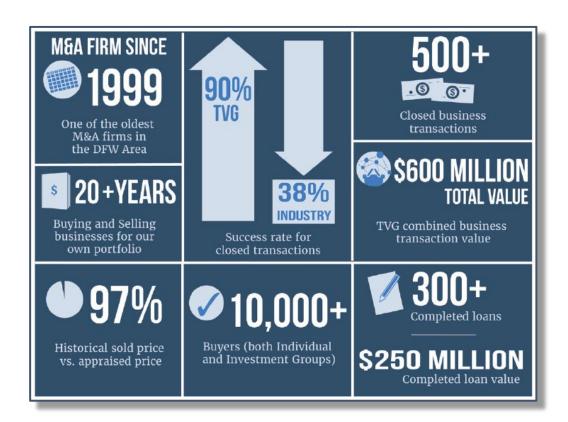
Anticipating and eliminating "deal killers" before they happen

### **Proven Methodology**

Systematic approach throughout the entire process

### **Relationship Driven**

• Extensive relationships with buyers, bankers, and professional service providers



## $\mathbf{T} \mid \mathbf{V} \mid \mathbf{G}$ the vant group

The Vant Group

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