

A high-angle photograph of a snowy mountain peak. Two skiers are visible on a steep, snow-covered slope. The skier in the foreground is wearing a red jacket and blue pants, while the one further up is in a red jacket. The mountain's surface is a mix of white snow and dark, rocky outcrops. The sky is a clear, pale blue.

**Receiving Top Value for Your
Business can Seem Like an
Impossible Endeavor...**

**...Increase Your
Success with
the Right Guide.**

VERCOR

Investment Banking

The Quest for Peak Business Value Starts With a Proven Guide

For most owners, the business sale or acquisition process is a mountain of uncertainty. The right advisor is critical for elevating the selling price and discovering the right buyer for your business.

Business owners can lose substantial equity by undertaking a business sale themselves or relying on accountants or attorneys alone. According to an independent research study, owners who did not use an experienced mergers and acquisitions intermediary in the sale of their businesses did not close sales as often, received a lower sales price, spent more time in the process, and experienced more frustration throughout the sale. VERCOR's mission is to provide global resources that generate results in the facilitation of business sales, mergers, and acquisitions.

Using a skilled advisor greatly increases the probability of **SUCCESS** in the sale of your business with these key benefits:

- Strategic Fit**
- Understands the Process**
- Creates Multiple Options**
- Communication/Negotiation**
- Expectations are Managed**
- Sustains Momentum**
- Stay Focused on Business**



VERCOR maintains a professional team in your local or regional area. These committed experts will personally manage the entire process while maintaining the highest degree of confidentiality.

Strategic Fit - A mergers & acquisitions specialist increases the likelihood of finding a buyer who not only meets your financial goals but also offers the best synergy and cultural fit.

Understands the Process - Most owners have limited experience in selling a company. Mergers and acquisitions professionals deal with the process of selling a business on a daily basis giving them a much higher level of skill.

Creates Multiple Options - VERCOR presents a variety of possibilities from inside and outside your industry. VERCOR's extensive international contacts and proactive marketing efforts broaden your options by seeking to secure offers from numerous sources. In today's global economy, the best offer may come from outside the USA. Our international contacts help VERCOR cast a truly global net for buyers.

Communication/Negotiation - With extensive experience in business sale negotiation, VERCOR specialists manage the orderly and amicable resolution of potential conflicts. This maintains a positive working alliance and increases the likelihood of closing the deal.

Expectations are Managed - Often, neither the buyer nor the seller knows what is realistic to expect. VERCOR understands the nuances in valuing specialized markets, proprietary methods, and intangible assets. We communicate realistic goals on a continual basis.

Sustains Momentum - By insulating the seller from the ups and downs of negotiations, intermediaries keep the deal on track, keep the transaction focused, and prevent the seller from being bogged down by tedious details, conflict resolution, and unqualified prospects.

Stay Focused on Business - Running the daily business operations while trying to sell a company is very difficult. VERCOR handles all phases of a deal so the owner can concentrate on keeping his company's profits and value high.

Case Study: Casting a Wide Net

A company received an offer to purchase their business from a competitor prior to engaging VERCOR as an advisor. Based on their current sales, it seemed a reasonable offer.

Challenge: Without identifying the true value of the intangibles of the company, the owners were not sure if the offer was competitive. Additionally, they had limited bargaining power since they only had one offer on the table.

Solution: VERCOR contacted more than 1,000 companies within and outside of the company's industry to secure additional interest. All contacts were made without disclosing the identity of the client or endangering the offer currently on the table.

VERCOR's marketing effort initially produced two additional offers, one within 10% of the initial offer, then a third offer. **The third offer was double the original offer.** The sellers were extremely grateful for enlisting VERCOR's assistance and resources.



To Elevate Your Business Value, You Need a Proven Process

7. Closing & Transition Phase

- Facilitate close of open issues between parties
- Advise seller or buyer on strategic planning issues
- Close the deal

6. Legal Phase

- Work with counsel to develop definitive purchase agreement

5. Negotiation Phase

- Review offers & report
- Manage key relationships
- Address critical non-financial issues
- Coordinate due diligence

4. Buyer Screening Phase

- Develop Screening Criteria
- Screen and Qualify prospective buyers

3. Marketing Phase

- Finalize marketing approach & plan
- Obtain confidentiality agreements
- Marketing outreach

2. Packaging Phase

- Create an Executive Summary
- Prepare a confidential business review
- Develop other documents necessary for effective marketing
- Establish a centralized location for distribution of documents to qualified buyers

1. Pre-Sale Planning Phase

- Finalize engagement terms
- Establish goals & objectives
- Data accumulation & fact finding
- Establish marketability & set expectations

VERCOR is composed of experienced business intermediaries who offer a range of industry contacts, specialized skills, and professional credentials.

Key advantages of VERCOR professionals include:

High Level of Resources

VERCOR associates bring mid-sized businesses the kind of global resources usually available only in large-sized transactions.

Wide Scope of Buyers

Buyers often emerge from the most unlikely places. VERCOR's exclusive national database and extensive network of contacts and buyers across industries greatly increases the likelihood of an efficient and optimal sale.

Multi-Disciplined Credentials

VERCOR professionals have entrepreneurial experience and offer a high degree of empathy and understanding to business owners. Additionally, VERCOR advisors have extensive professional credentials from a variety of collegiate, post-graduate, and professional institutions.

Attuned to Your Goals

By investing a generous amount of time initially identifying your values and objectives, we find buyers who not only meet your financial goals but also offer the best synergy and cultural fit.

High Quality, Low Quantity Engagements

We purposely limit the number of clients to those that have a high probability of success. This allows us to focus on the unique needs of each client.

Case Study: Competitor Buy Out

A manufacturing company was unable to effectively compete in the marketplace. Due to the capital intensive nature and unique expertise needed in the industry, competitors were the only potential buyers to consider. VERCOR's focus was to help potential buyers recognize the value of underutilized assets in the company.

Challenge: After successfully marketing the intangible assets of the seller, a large public company became interested in making a strong offer for the privately owned manufacturing firm. However, since the two companies had vastly different cultures, mentalities, expectations, and key personalities, there were problems.

Solution: VERCOR's broad experience with many types of companies enabled them to successfully reach agreement in the areas of conflict while insulating the seller from the time-consuming process and roller coaster ride of negotiations. The seller was able to stay focused on maintaining day to day business operations, keeping the value of the company high during the protracted negotiation process. As a result, the sale was closed allowing the owner to convert underperforming assets into growth capital for future endeavors.



Case Study: Key Management Buyout

A service company wanted to sell one of their divisions to create capital to fund its core business. After taking the project to market, VERCOR realized that offers from strategic buyers and competitors were less favorable than from key management.

Challenge: The seller wanted to sell the division quickly to create capital. However, the key manager's main objectives were to keep the company's structure intact and maintain an ongoing association after the sale.

Solution: After navigating the buyer through a maze of financing options, VERCOR successfully negotiated an option that was pleasing to both the seller and buyer. While ensuring the continued success of the division the key manager had worked hard to initially establish, the seller was able to divest the portion of his company that he wished to sell and raise the necessary capital to expand his core business.

"There are no guarantees in life, but it has been said the next best thing to a guarantee is EXPERIENCE and COMMITMENT."

- Mark Gould, VERCOR principal.

Determining Business Value

Having consulted with hundreds of private business owners across the country, it is safe to say less than 10% have evaluated the worth of their company for long term planning purposes. Volumes of books explain how to assess a business, but many owners do not have the time or inclination to pour over the necessary documents. Knowledge of business valuation methodology is important, but equally significant is information on the price and terms of current transactions and existing marketplace conditions.

So what is my company worth?

Personal research will help an owner gain an appreciation for the current market conditions. However, to get a complete picture of business worth, it is vital to gain access to databases that provide details on recent business sale transactions. VERCOR professionals have access to current global transaction data. We also have the experience to filter through your specific company assets, compare them to current market conditions, and establish an accurate assessment of the marketability of your business.

For a COMPLIMENTARY Marketability Assessment and Preliminary Business Valuation, contact your nearest VERCOR office or value@vercoradvisor.com.

Once you determine what your company is worth today, you have a benchmark from which to measure your progress. In addition, you will be better prepared to reach your exit strategy value over the long term.



Frequently Asked Questions About VERCOR

Why not let my attorney or CPA handle the sale of my business? Certainly your trusted CPA and attorney will be an integral part of the process, but most attorneys, accountants, investment advisors, and other financial consultants lack VERCOR's experience, credentials and global resources to maximize the value of all your assets, bring multiple offers to the table, and successfully negotiate the best terms possible.

What is the difference between a business broker and a M&A firm like VERCOR? A business broker typically handles companies worth up to \$1,000,000 in value. Brokers secure offers by utilizing real estate methods - get the listing, run ads, field phone calls, and relay offers to the owner. A middle market M&A firm, such as VERCOR, handles companies worth from \$1,000,000 - \$100,000,000 in value. VERCOR provides a comprehensive planning process to develop the best way to obtain maximum value for all of an owner's assets, both tangible and intangible. VERCOR provides a global marketing campaign. VERCOR's mediators negotiate terms rather than simply relay offers. Instead of parading people through your business every week, VERCOR only brings highly qualified and serious candidates to the table. See our multi-step process outline for more details.

What can a VERCOR M&A consultant do for my company? A VERCOR professional is a seasoned deal maker who knows how to effectively find and close deals. Our team's specialized experience is crucial, from guiding a company through the maze of preparation, to maximizing the company's value, to negotiating differences between the offer and the seller's goals, to closing the deal.

What if I already have negotiating experience through my business? Many people are effective negotiators in areas in which they have expertise and experience, but it is a slippery slope to negotiate a business sale where lack of experience can be costly. Emotions on both sides run high and can derail a deal. VERCOR negotiators have experience in settling differences and options to offer both parties that keep a deal on track.

How long will the process take? Some deals have been closed in as little as 30 days. Some can take up to a year. The important fact to remember is that VERCOR will set realistic timetables and keep you notified of the progress on a continual basis.

Will my business suffer while going through the process? If you handle it yourself, probably so. If you delegate it to VERCOR, we will handle the process in the background while you focus on the business. This isolates your employees and competitors from knowledge of the sale, avoiding fear and low morale.

Scale to Peak Business Value By Aligning Yourself With VERCOR

After deciding to sell your company you will begin an excursion that could take as little as a few months or several years. To achieve the highest price, you must rely on seasoned professionals. Just as you would never tackle a mountain without attaching your rope to an experienced guide, you should not venture into a business sale without aligning yourself with a highly qualified business sale team. Connecting with the right team is critical for minimizing the risk and achieving peak value.



Investment Banking

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**For a COMPLIMENTARY Marketability
Assessment and Value Enhancement Checklist,
contact your nearest VERCOR office or
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