

XYZ XYZ Ltd

YOUR ROLE: SELLER

A 15-year-old regional brand with 85 employees. The founder is retiring and looking for the right buyer. You want a fair price, but the future of your staff and your brand matter just as much.

\$12,000,000	\$10,500,000	85 employees
Your valuation	ABC's opening offer	Your staff

YOUR POSITIONS ON EACH ISSUE

PURCHASE PRICE

You want \$12M or above

You believe your brand and market position fully justify this. Push back on lower offers — but stay in the room.

KEY ISSUE

PAYMENT STRUCTURE

You want full payment at closing

Your shareholders expect a clean deal. If ABC insists on stages, make sure they compensate you with interest.

KEY ISSUE

STAFF RETENTION

You want a 3-year written guarantee

This is non-negotiable. You built this team. A signed agreement is the minimum.

DEALBREAKER

BRAND / NAMING RIGHTS

You want the XYZ name preserved

The brand is your legacy. If ABC is willing to keep the name, this could be worth a price concession on your side.

TRADE-OFF OPPORTUNITY

DECISION DEADLINE

You are in no hurry

You are talking to at least one other interested party. Time is on your side — but don't let the deal collapse entirely.

USE AS LEVERAGE

YOUR HIDDEN PRIORITIES — DO NOT SHARE WITH ABC

CONFIDENTIAL — DO NOT SHARE WITH THE OTHER SIDE

- You actually need the deal closed within 3 months. The founder's retirement plan depends on it, and a key investor wants to exit. Don't let ABC know you have time pressure.

- The 'other interested party' has not made a formal offer yet — it is an expression of interest only. ABC is your strongest lead. Don't walk away easily.

- You would accept \$11M if the staff retention and brand conditions are both met. Do not reveal this floor price.

- There are known issues with the inventory system that may surface in due diligence. Be ready to negotiate the price down slightly rather than let the deal fall apart.