

BUSINESS VALUATION QUESTIONNAIRE

A. COMPANY HISTORY

1. Brief description of the Company's history including:
 - a) Date founded and type of business organization (i.e. sole proprietorship, partnership, or corporation).
 - b) If incorporated, provide copy of articles of incorporation and bylaws.
 - c) Original purpose and any material changes in the nature of the company since its inception.
 - d) Indicate any expected changes in the nature of the company.
 - e) List of shareholders with number of shares owned.
 - f) Current organizational structure (including chart if available).
 - g) Copy of any partnership agreement or operating agreement.

B. MARKETING INFORMATION

1. Provide information regarding marketing practices and strategic plans including, if relevant:
 - a) Methods of generating business.
 - b) Sales terms
 - c) Number and use of salesmen
 - d) Method of compensation of salesmen
 - e) Advertising
 - f) Distribution
 - g) Product or service warranties
 - h) Contractual agreements
2. Copies of any sales or marketing brochures.

C. OPERATING INFORMATION

1. Description of operations including:
 - a) Major suppliers
 - b) Major customers
 - c) Geographic area
 - d) List of competitors
 - e) Competitive strengths
 - f) Competitive weaknesses
 - g) Opportunities
 - h) Threats
 - i) Information on any nonoperating assets

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2. List Company's major facilities including:
 - a) Age
 - b) Location
 - c) Size
 - d) Description and purpose
 - e) Current rental rates
 - f) Estimated fair market rental rates

D. PERSONNEL INFORMATION

1. Staff Employees
 - a) Indicate total number of employees.
 - b) How many shifts do employees work?
 - c) Indicate employee turnover level and Company's relationship with employees.
 - d) Indicate number of employees belonging to a union and the Company's relationship with the union.
2. Management
 - a) Provide a description of the executive officers including the following information:
 1. Responsibilities
 2. Title and date appointed to current position.
 3. Age.
 4. Educational background.
 5. Prior work experienced for past five years.
 6. Date of original association with Company.
 7. Compensation including bonuses.

E. ECONOMIC INFORMATION

1. Indicate national and regional economic factors affecting company operations.
2. Are there any seasonal or cyclical aspects to the business?
3. Industry factors.
 - a) What are the major items being discussed in the industry?
 - b) What are the sources of industry information that the Company monitors?
 - c) Is the Company a member of any industry associations?
 - d) Indicate relevant government regulations regarding the Company's business.

BUSINESS VALUATION QUESTIONNAIRE (Cont.)

F. FINANCIAL INFORMATION

1. Financial statements for the 5 fiscal years prior to the valuation date.
2. Interim financial statements at or near the valuation date.
3. Projections (if available).
4. U.S. corporate tax returns for the last 5 years.

G. LEGAL INFORMATION

1. Describe any current, past or potential litigation involving the Company.
2. Please provide copies of the following:
 - a) Any Shareholders Agreement.
 - b) Any other agreements or contracts deemed relevant to the valuation.
 - c) Copies of any other documents or schedules you deem to be relevant to the valuation.

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