SELL-SIDE QUALITY OF EARNINGS STEPS

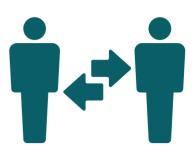


You, the seller, are considering selling the company or a segment of the company in the next 6 to 12 months.





Discuss with business advisors as to who should help in the process of selling the company.





Consider if a third-party accounting firm should pre-emptively perform due diligence (or quality of earnings). Key benefits are:



Seeing how buyers are going to analyze earnings and key balance sheet areas





Taking the time to clean up any past financial record issues



Ensuring all add backs/adjustments (often times known as "hidden value") are accounted for and will most likely hold up during the buyer's due diligence



Preparing for the hard questions before "the real thing"



Preparing a significant amount of data in advance of buyer due diligence which alleviates the pressure from your staff during the due diligence process



Solicit offers from third-party service providers and engage based on product quality, process and price.



Identify who will answer the data requests from the service provider to ensure confidentiality.





Be involved throughout the process to better understand due diligence, deals, value points and the final deliverable.



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