



# **Business Evaluation**

Prepared by ValuSource for:  
Mr. Fred Foodly, Owner  
August 14, 2019

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◆ **Restaurant in Colorado**

# Valuation is Essential to Your Success



## Business Valuation and Your Financial Future

At ValuSource, we believe there are three key components to effective, coordinated, and integrated business and personal planning:

### 1. **Knowing the value of your business**

This report gets you started on determining the value of your business, which is essential to planning its future, and therefore your future.

### 2. **Protecting your business**

Business protection plans, including plans for ownership succession, allow you to prepare for the unexpected, and help ensure the future success of your business. Retention and retirement solutions can help both you and your valuable key employees.

### 3. **Protecting your lifestyle**

Retirement, income protection, and legacy and estate planning solutions help you and your family maintain your lifestyle.



## The Role of Your Financial Advisor

Your professional financial advisor is here to help you implement proper business planning, and to show you processes to keep your business plans current, coordinated, and integrated with your personal planning.



## ValuSource: A Proven Leader in Business Valuation

For over thirty years, ValuSource has been a leader in the valuation industry, providing the majority of the data, and over 90% of the software, that is used by thousands of CPAs, valuers, and financial professionals worldwide. Our products are used to train and certify professional valuers, and we are the *exclusive* provider of some of the industry's most important and valuable valuation data.



## The Purpose of this Report

The ballpark business valuation provided in this report is intended to act as a catalyst toward protecting your future. You've worked hard, so you want to make sure that your plans and goals can be realized. Because the value of your business is such an integral part of effective planning, the information in this report can be of great assistance in ensuring your success.

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# Introduction and Summary



## Report Purpose and Scope

This report estimates the current company value of:

**Restaurant in Colorado**

The evaluation considers both the tangible assets and the intangible value or goodwill. Generally accepted valuation methods were used to determine value. Values stated are effective as of August 14, 2019.



## Estimated Company Value

A variety of evaluation methods were used to calculate a range of suggested prices. Our single price conclusion is the average of the high and low prices from this suggested range. The estimated company value is:

**\$1,102,000**



## Effectiveness Score

Knowing what your business is worth is important, but even more important (and actionable) is knowing how effective your business is in comparison to your best performing peers. “Effectiveness” impacts everything, including revenue, profit, growth, *and* value. This report uses the ValuSource Market Comps database of over 40,000 privately owned business sales to calculate your **Business Effectiveness Score**.

Your Business Effectiveness Score was determined by comparing your business to other businesses in your industry that have already sold. If your business is in the upper and healthy range—much like a typical blood pressure test that compares against healthy norms—you’re fine. But if not, then you know there’s a problem that needs to be addressed.

Regardless, you’re better off knowing where you stand. Making a few simple improvements could increase the effectiveness and value of your business—*and reduce your stress for a better personal lifestyle*.

Your effectiveness score (on a scale of 1-100) is:

**75**



## Definition of Company Value

This report assumes an asset sale and does *not* reflect the stock value of the company. We define *company value* as matching the International Business Brokers Association ® (IBBA ®) definition of *most probable selling price*:

That price for the assets intended for sale which represents the total consideration most likely to be established between a buyer and seller considering compulsion on the part of either buyer or seller, and potential financial, strategic, or non-financial benefits to seller and probable buyers.



## Excluded Assets and Liabilities

We have excluded the value of the following:

- Current assets (such as cash, accounts receivable, prepaid expenses, and other liquid assets).
- Real estate (see below).
- Liabilities.

We have assumed the seller would keep the current assets and the real estate, and pay off any debts.



## Value of Real Estate and Comparative Market Rent

This report does *not* consider the value of real estate owned by the company. Since owning property is a discretionary decision, comparative market rent is deducted from cash flow to reflect the company's true earning power. Real estate the company owns should be considered an investment asset and added to the estimated business value.



## Components of Company Value

We have calculated an *asset value* and an *intangible value*. Taken together they produce the *estimated company value*.

|                |   |                     |   |                               |
|----------------|---|---------------------|---|-------------------------------|
| \$400,000      | + | \$702,000           | = | \$1,102,000                   |
| Asset<br>Value |   | Intangible<br>Value |   | Estimated<br>Company<br>Value |

# Company Value



## Asset Value

The *asset value* represents the current estimated value of the following:

- Inventories for resale or consumption.
- Equipment and vehicles.
- Leasehold improvements.
- Transferable rights and privileges uncontrolled by scarcity.



## Intangible Value

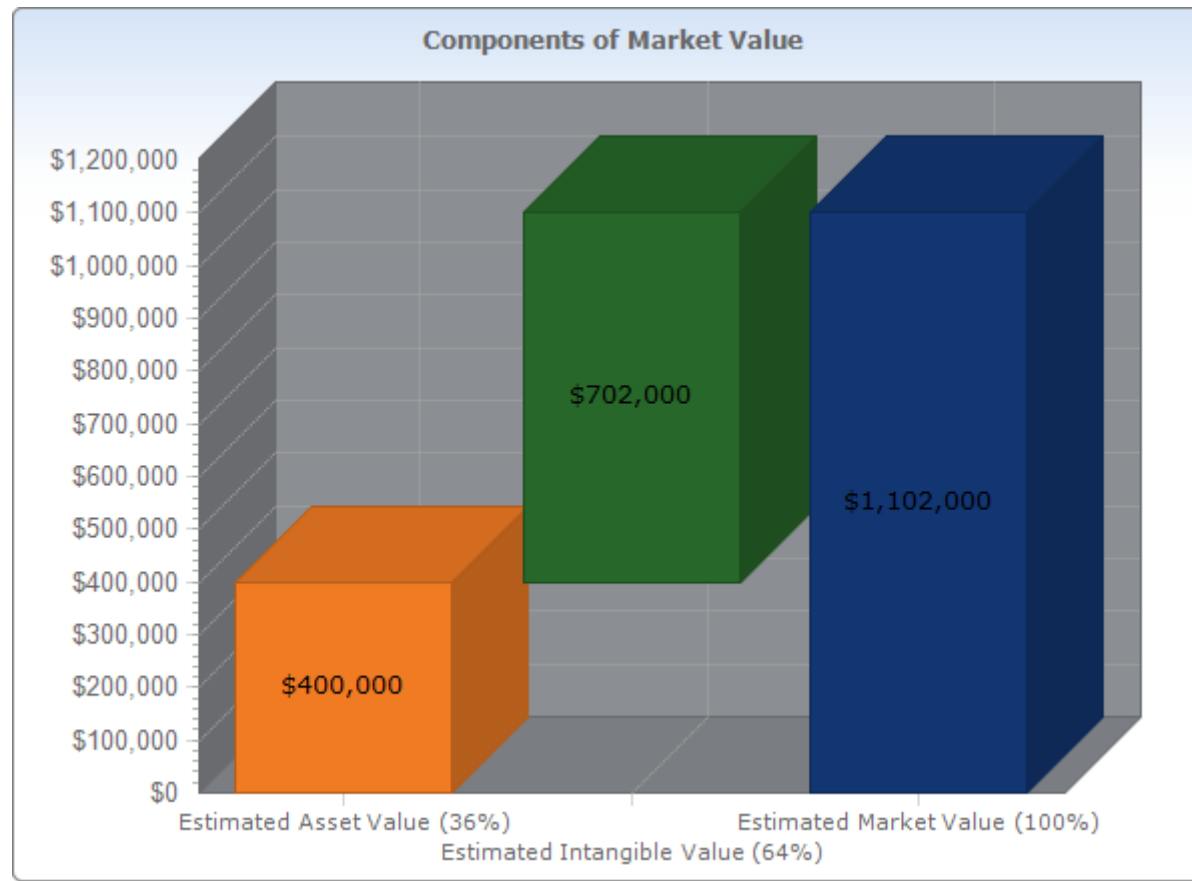
The *intangible value* represents the current estimated value of the following:

- Establishing a customer base which will continue to trade with this company after being sold.
- Securing a location, designing and constructing a floor plan, and securing and installing equipment.
- Management systems in place and producing cash flow.
- Proprietary rights or limited issue permits.
- Free training and available consulting time.

### TOTAL VALUE CALCULATION

|                                   |             |
|-----------------------------------|-------------|
| Fixtures and Equipment            | \$250,000   |
| Leasehold Improvements            | \$75,000    |
| Vehicles                          | \$0         |
| Furniture                         | \$50,000    |
| License, Patents, and Copyrights  | \$0         |
| Stock, Supplies, and Inventory    | \$25,000    |
| Other 1                           | \$0         |
| Other 2                           | \$0         |
| Total Asset Value - High Value    | \$447,500   |
| Total Asset Value - Low Value     | \$352,500   |
| Total Asset Value - Average Value | \$400,000   |
| Intangible Value                  | \$702,000   |
| Total Value                       | \$1,102,000 |

# Company Value





## Overview

A business's value can be divided into five components:

1. Company value of assets.
2. Historical trends of revenues, expense, and cash flow.
3. The value of rights, privileges, and knowledge.
4. Estimated stability in the future.
5. Esthetic appeal.

The software that generated this report addresses these five components through a series of questions that define each of these aspects numerically, and uses the results to apply the valuation methods. Each method is described below. Not every method may be used in this report.



## Suggested Pricing

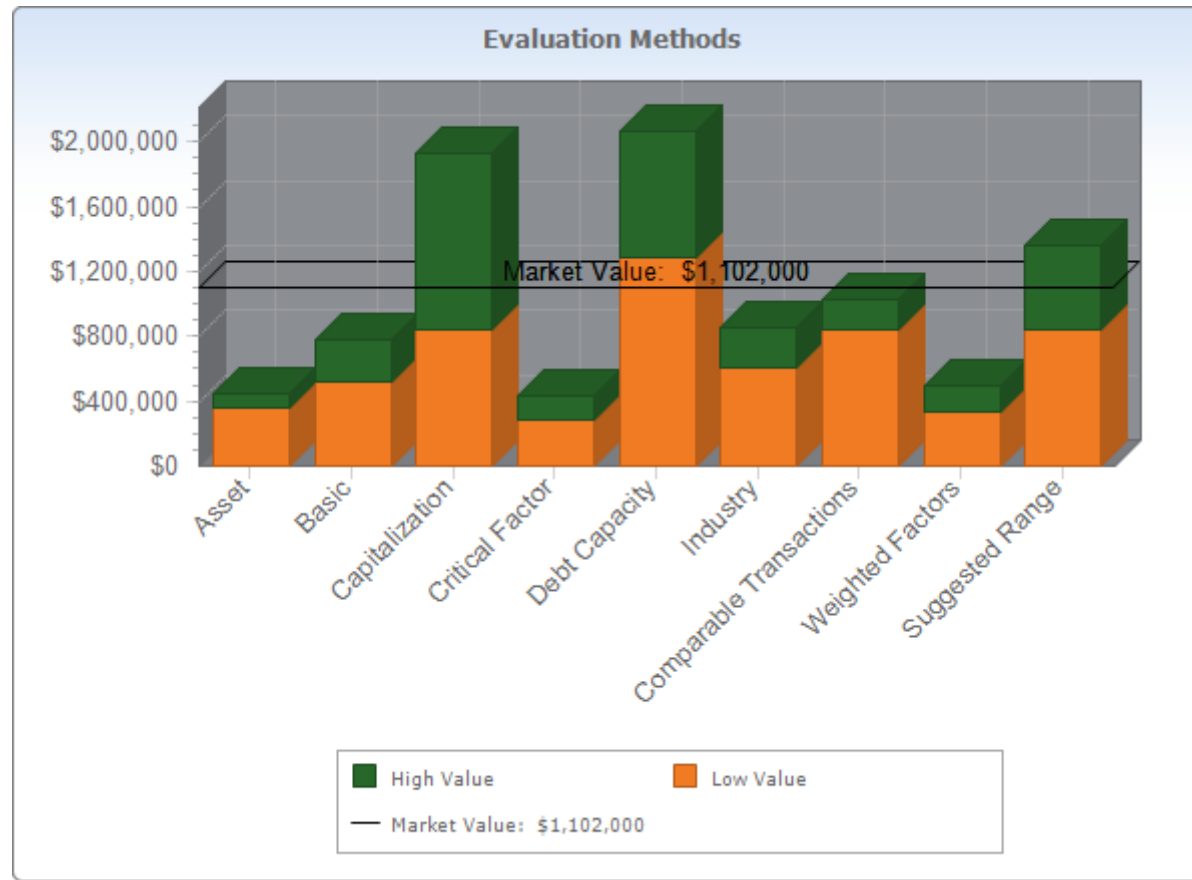
The suggested pricing indicates the highest price a seller could expect and the lowest price a seller should accept. Each of the evaluation methods listed in the table and chart that follow are explained in the body of the report.

Do not be alarmed by a single value that is extremely high or low. Applying multiple evaluation methods compensates for any values produced by a single method.

| SUGGESTED PRICING       |             |             |
|-------------------------|-------------|-------------|
| Method                  | High Value  | Low Value   |
| Asset Method            | \$447,500   | \$352,500   |
| Basic Method            | \$775,000   | \$516,250   |
| Capitalization          | \$1,926,471 | \$839,744   |
| Critical Factor         | \$435,140   | \$289,859   |
| Debt Capacity           | \$2,065,192 | \$1,284,492 |
| Industry Method         | \$850,000   | \$600,000   |
| Comparable Transactions | \$1,025,888 | \$839,363   |
| Weighted Factors        | \$498,164   | \$332,110   |
| Suggested Range         | \$1,361,362 | \$843,509   |



## ► Evaluation Methods





## Asset Value Method

The asset value method represents the estimated worth of all tangible and intangible assets. While an asset's book value (initial cost less the subsequent depreciation) must be considered, book value does not typically equal company value. Company value must consider replacement cost. Instead of purchasing assets by acquiring a business that is for sale, the buyer could gather similar assets and combine them, including all installation, training, and testing costs, into an equivalent business entity.

| ASSET VALUE METHOD               |           |           |
|----------------------------------|-----------|-----------|
| Asset Category                   | High      | Low       |
| Fixtures and Equipment           | \$275,000 | \$225,000 |
| Leasehold Improvements           | \$86,250  | \$63,750  |
| Vehicles                         | \$0       | \$0       |
| Furniture                        | \$57,500  | \$42,500  |
| License, Patents, and Copyrights | \$0       | \$0       |
| Stock, Supplies, and Inventory   | \$28,750  | \$21,250  |
| Other 1                          | \$0       | \$0       |
| Other 2                          | \$0       | \$0       |
| Total                            | \$447,500 | \$352,500 |



## Basic Method

The basic method applies two pricing formulas:

1. Add one year's net cash flow to the value of the assets.
2. Add a multiple of net cash flow to the value of the assets. The multiple is based on the number of months required to start a similar business and bring it to a break-even cash flow position.

| BASIC METHOD       |           |           |
|--------------------|-----------|-----------|
| Basic Value Factor | High      | Low       |
| Net Cash Flow      | \$327,500 | \$163,750 |
| Asset Value        | \$447,500 | \$352,500 |
| Basic Method Value | \$775,000 | \$516,250 |



## Capitalization Method

The capitalization method calculates a total investment from discretionary or free cash flow divided by a rate of return. The rate is derived from the cost of money and the level of risk associated with the business.

| CAPITALIZATION METHOD |             |           |
|-----------------------|-------------|-----------|
|                       | High        | Low       |
| Return (Cap Rate)     | 34%         | 17%       |
| Value                 | \$1,926,471 | \$839,744 |



## Critical Factors Method

The critical factors method considers issues that encourage or discourage a potential buyer:

- **Percent of Down Payment:** Quantifies how large the down payment is in relationship to the business's post-sale cash flows.
- **Loan Desirability:** Quantifies the buyer's motivation to buy based on status, visual appeal, profitability, risk, and skills required.
- **Lease:** Quantifies if sufficient time is available to repay loans and earn a reasonable return. A lease rate comparable to similar available spaces is applied.
- **Accounts:** Quantifies the number, type, and sustainability of the demand for the product or service.

| CRITICAL FACTORS METHOD |           |
|-------------------------|-----------|
| Cash Down               | 20%       |
| Loan Desirability       | 80%       |
| Lease                   | 31%       |
| Accounts                | 0%        |
| High Value              | \$435,140 |
| Low Value               | \$289,859 |



# Evaluation Methods



## Debt Capacity Method

The debt capacity method calculates value from cash flow available to service debt. Cash expenses are deducted from cash revenues, then manager's compensation and capital expenditures are deducted to arrive at the available cash flow. Maximum debt service is based on the number of years financed and an interest rate.

| DEBT CAPACITY METHOD        |             |
|-----------------------------|-------------|
| Discretionary Earnings      | \$450,000   |
| Less Manager's Compensation | \$85,000    |
| Operating Cash Flow         | \$365,000   |
| Less Capital Expenditures   | \$37,500    |
| Cash Flow to Service Debt   | \$327,500   |
| Interest Rate               | 10.00%      |
| Fast Pay Out Years          | 5           |
| Slow Pay Out Years          | 10          |
| High Value                  | \$2,065,192 |
| Low Value                   | \$1,284,492 |



## Industry Method

The industry method applies a pricing formula developed for the company's industry. Most of these industry rules of thumb are based on a capacity or production volume times a dollar value. Other industries simply use a constant times gross or net revenue.

The formula applied in this report was:

**Assets + Net [or] 40% of Gross**

| INDUSTRY METHOD |           |
|-----------------|-----------|
| High Value      | \$850,000 |
| Low Value       | \$600,000 |

## Comparable Transactions Method

The comparable transactions method uses the principle of substitution to calculate value. Valuation ratios (such as price-to-revenue) are calculated for transactions involving businesses similar to the one being appraised, and these ratios are then applied to the subject business.

This report uses data from the ValuSource Market Comps (VMC) database. All of the selected transactions are in the same industry as Restaurant in Colorado and are also of comparable size as measured by revenue. The first two tables at right provides statistics on the selected transactions. See page 31 for a discussion of the VMC data used in this report.

**Discretionary Earnings (DE)** is defined as earnings before owners' compensation, interest, and income taxes.

Typically the average ratios from the VMC data are applied. However, if a business performs above average, then a higher multiple is appropriate. Inversely, if a business performs below average, a lower multiple should be used. The last table at right lists percentiles for the two ratios. The lower the percentile, the lower the ratio. The correct ratio to apply will fall somewhere along this spectrum.

### VALUE STATISTICS FOR SELECTED VMC DATA (\$000)

|                    | Sales   | DE      | Price   |
|--------------------|---------|---------|---------|
| Low                | \$1,400 | \$33    | \$50    |
| High               | \$1,696 | \$1,678 | \$2,150 |
| Mean               | \$1,532 | \$343   | \$700   |
| Median             | \$1,500 | \$241   | \$706   |
| Standard Deviation | 90.03   | 315.29  | 319.49  |
| Count              | 99      | 92      | 100     |

### RATIO STATISTICS FOR SELECTED VMC DATA

|                          | Price to Sales | Price to DE |
|--------------------------|----------------|-------------|
| Low                      | 0.03           | 0.28        |
| High                     | 1.00           | 13.64       |
| Mean                     | 0.45           | 3.00        |
| Median                   | 0.48           | 2.95        |
| Standard Deviation       | 0.18           | 1.97        |
| Coefficient of Variation | 0.40           | 0.66        |
| Count                    | 99             | 92          |



# Evaluation Methods

## RATIO PERCENTILES FOR SELECTED VMC DATA

| Percentile      | Price to Sales | Price to DE |
|-----------------|----------------|-------------|
| 10th Percentile | 0.18           | 0.65        |
| 20th Percentile | 0.29           | 1.30        |
| 30th Percentile | 0.34           | 2.04        |
| 40th Percentile | 0.42           | 2.63        |
| 50th Percentile | 0.48           | 2.91        |
| 60th Percentile | 0.50           | 3.41        |
| 70th Percentile | 0.54           | 3.64        |
| 80th Percentile | 0.60           | 3.75        |
| 90th Percentile | 0.65           | 4.50        |

The next table shows the ratios that the software used to generate this report would apply from the selected VMC data. The analysis determined that an average multiple was appropriate.

## RATIOS APPLIED FROM SELECTED VMC DATA

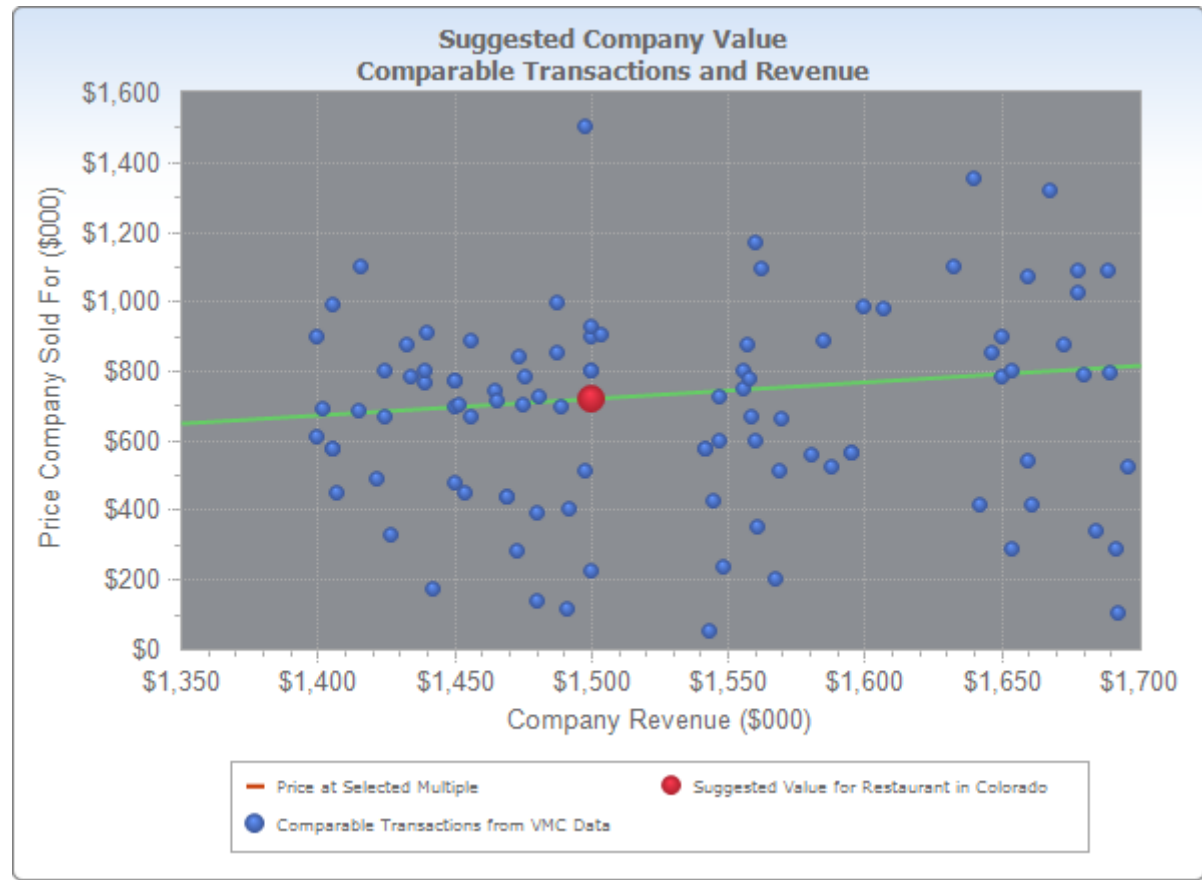
| Percentile   | Price to Sales | Price to DE |
|--------------|----------------|-------------|
| 25th Low     | 0.32           | 1.79        |
| 50th Average | 0.48           | 2.91        |
| 75th High    | 0.56           | 3.70        |

Since revenue numbers are generally more accurate and less volatile than earnings numbers, and since discretionary earnings are highly influenced by management decisions, we apply a weighted average of the two ratios. The table below details how the ratios were applied and weighted, and the value range calculated.

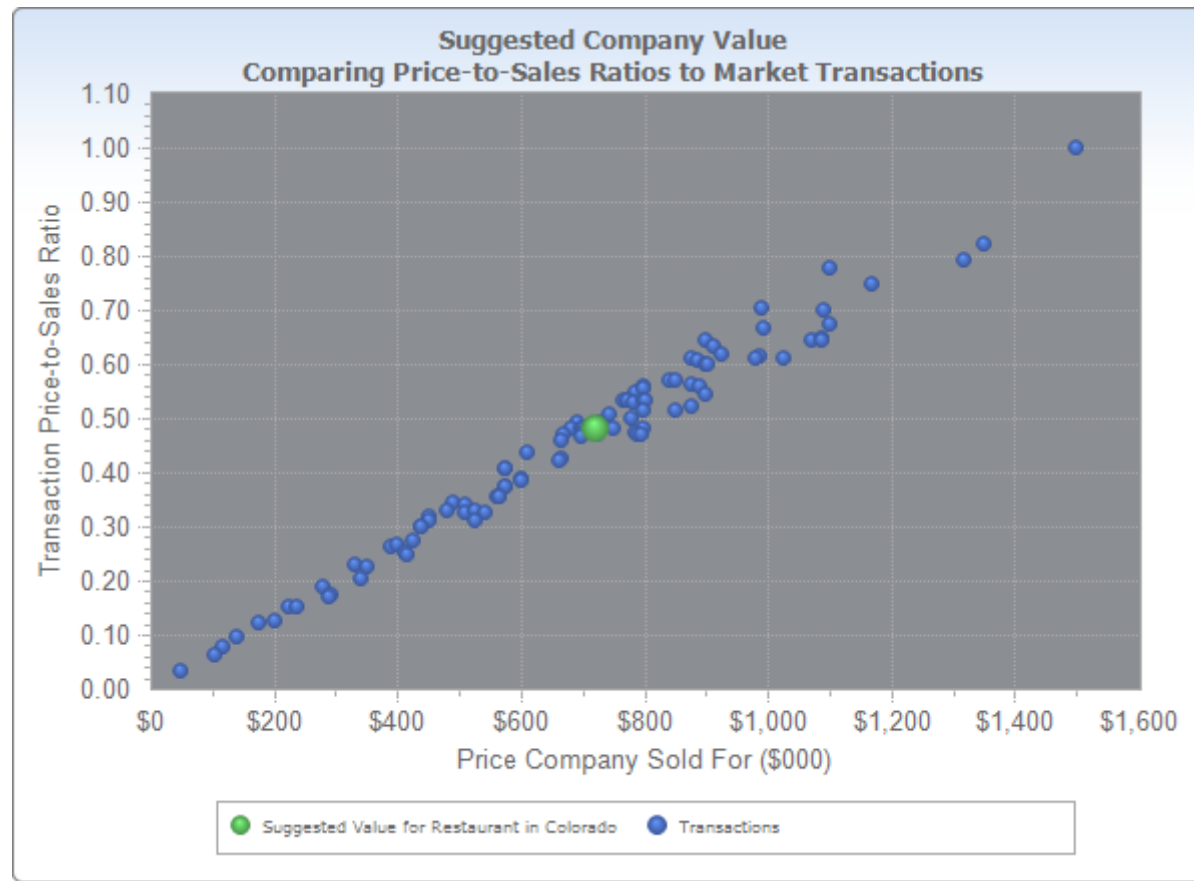
## COMPARABLE TRANSACTIONS METHOD

|                 | Revenue     | DE          | Weighted    |
|-----------------|-------------|-------------|-------------|
| Base            | \$1,500,000 | \$450,000   |             |
| Multiple        | 0.48        | 2.95        |             |
| Indicated Value | \$720,000   | \$1,327,500 |             |
| Weight          | 65%         | 35%         |             |
| Weighted Value  | \$468,000   | \$464,625   |             |
| Total Value     |             |             | \$932,625   |
| High Value      |             |             | \$1,025,888 |
| Low Value       |             |             | \$839,363   |

## ► Evaluation Methods

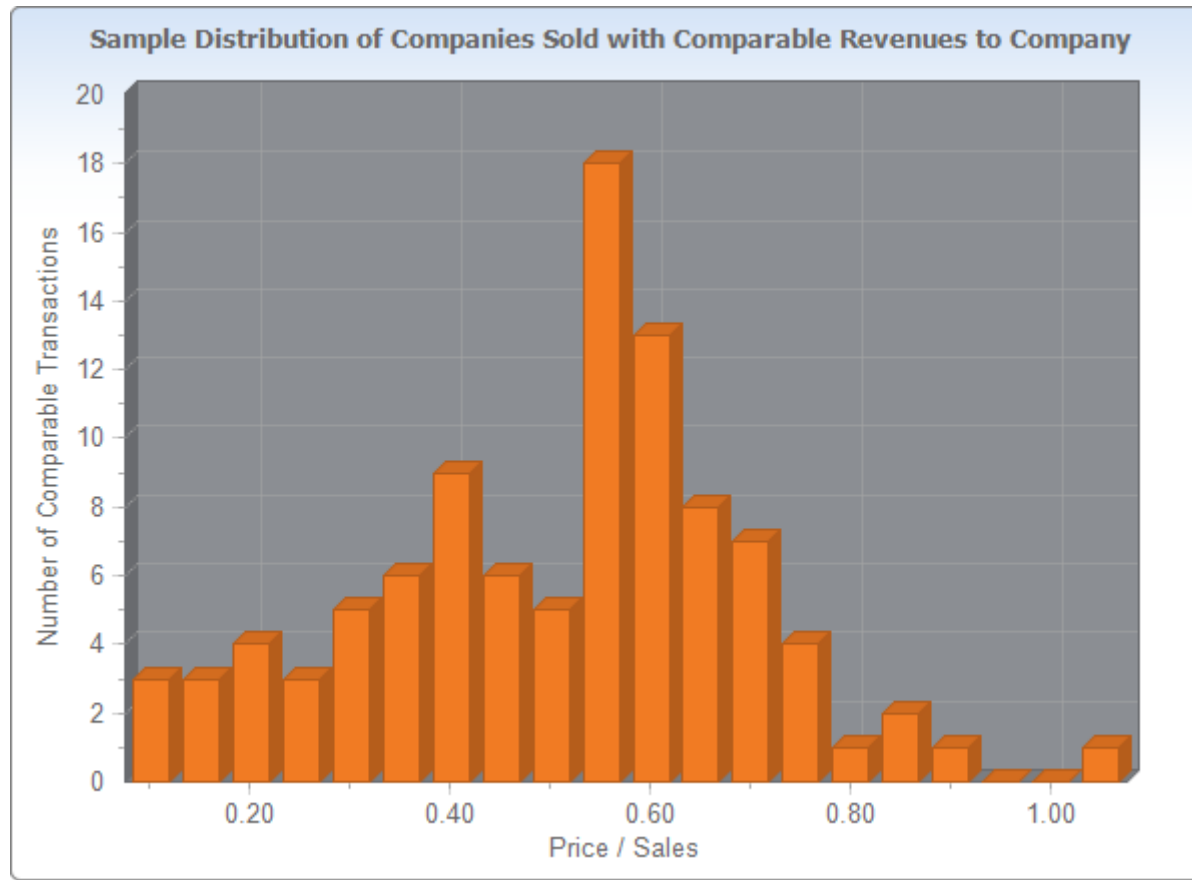


**Key Business Message:** Comparing your company's revenue with that of similar companies that have been sold provides a market-based reference for the value of your company.



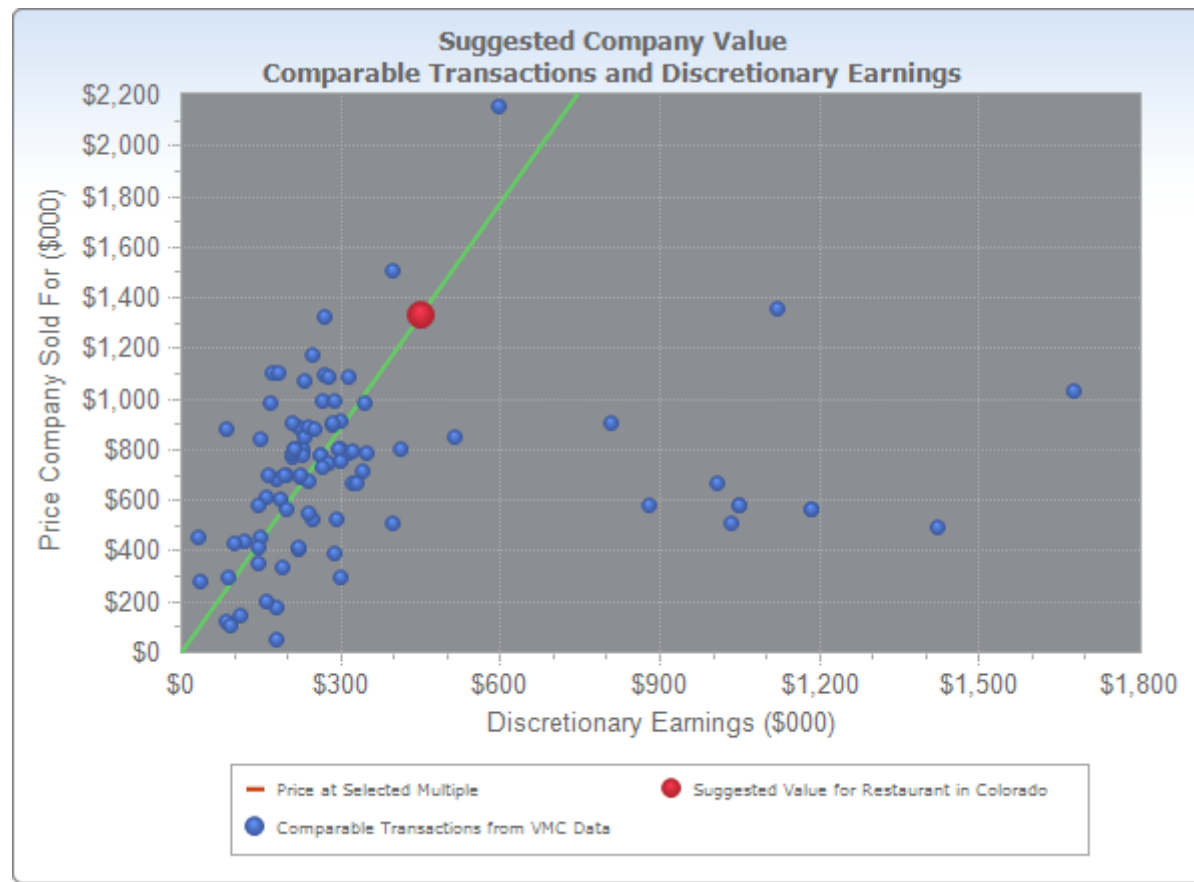
**Key Business Message:** Comparing your company's ratios with those of similar companies that have been sold provides another market-based reference for the value of your company. This ratio analysis helps accentuate the multiples of revenue for which various companies sell.



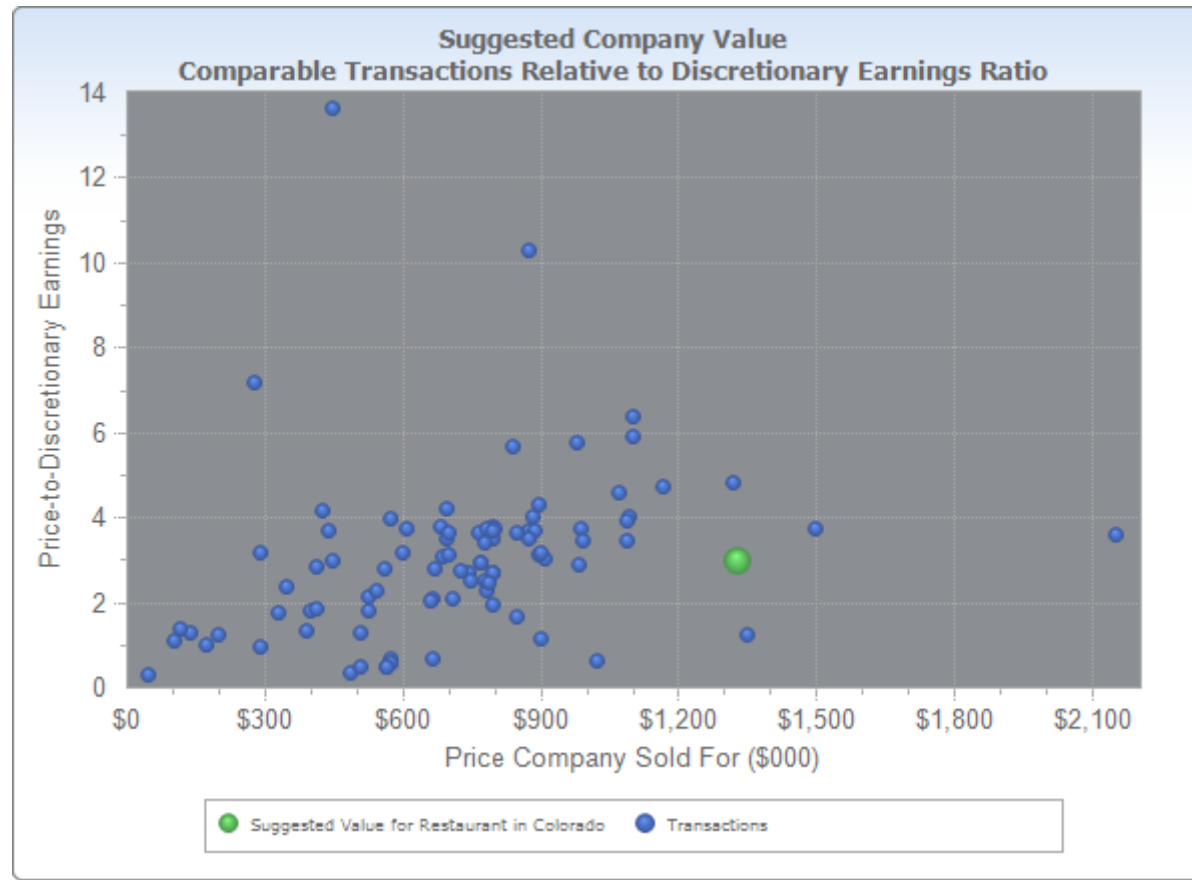


**Key Business Message:** This chart provides a visual price reference for the number of similar companies in the database which have been priced in the market with comparable ratios. If the suggested price for your company is grouped near the majority of companies, business managers should evaluate how best to move the company into a higher valuation multiple.

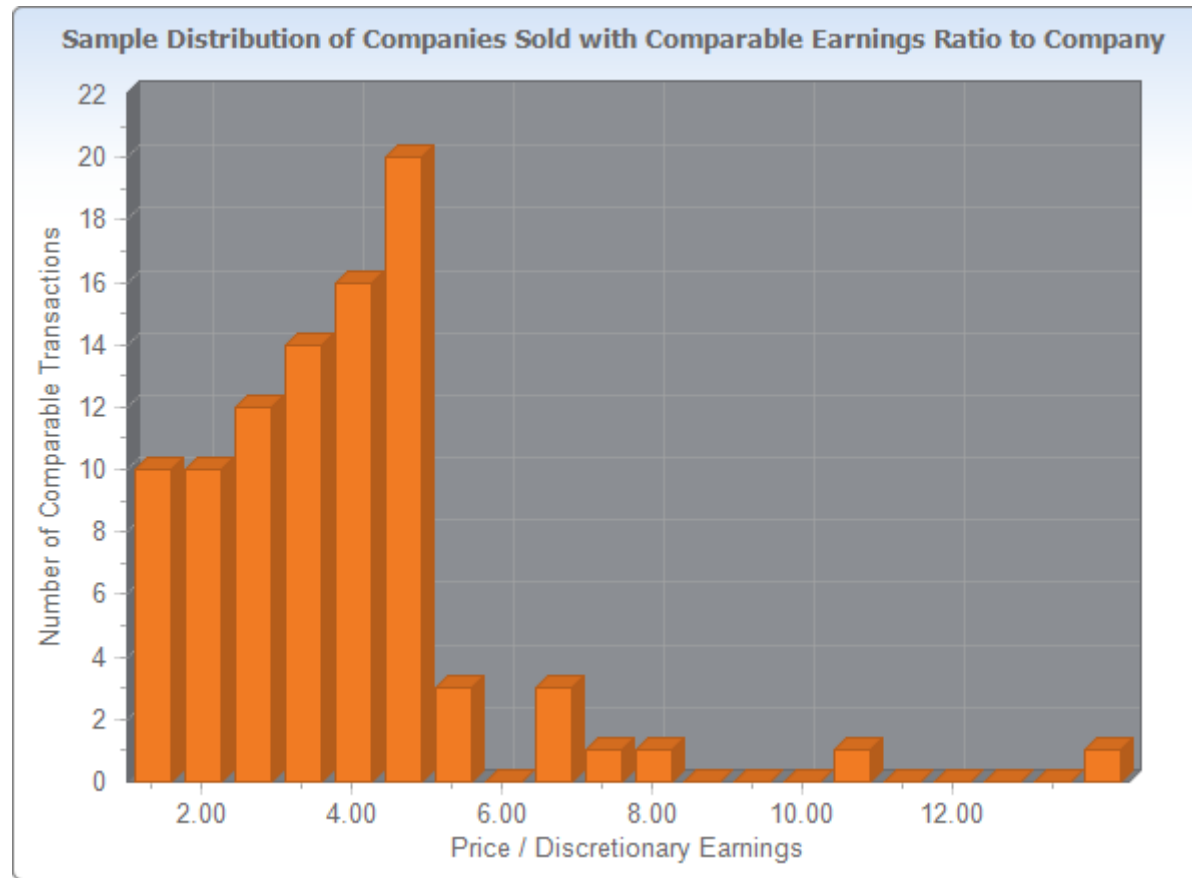
## ► Evaluation Methods



**Key Business Message:** Comparing your company's discretionary earnings to that of similar companies that have been sold provides an additional market-based reference for the value of your company. The greater the earnings power of your company, the more favorable the potential pricing of your company.



**Key Business Message:** Comparing your company's discretionary earnings to those of other companies that have been sold in a ratio format provides an additional market-based reference for the value of your company. The greater the earnings power of your company, the more favorable the comparison becomes.



**Key Business Message:** This chart provides a visual price reference for the number of similar companies in the database which have been priced in the market with comparable ratios. If the suggested price for your company is grouped near the majority of companies, business managers should evaluate how best to move the company into a higher valuation multiple.



## Weighted Factors Method

The weighted factors method bases value on:

- The highest potential value of the assets.
- Discretionary cash flow multiplied by a factor derived from the learning curve for this type of business.
- Current demand for this industry and business.

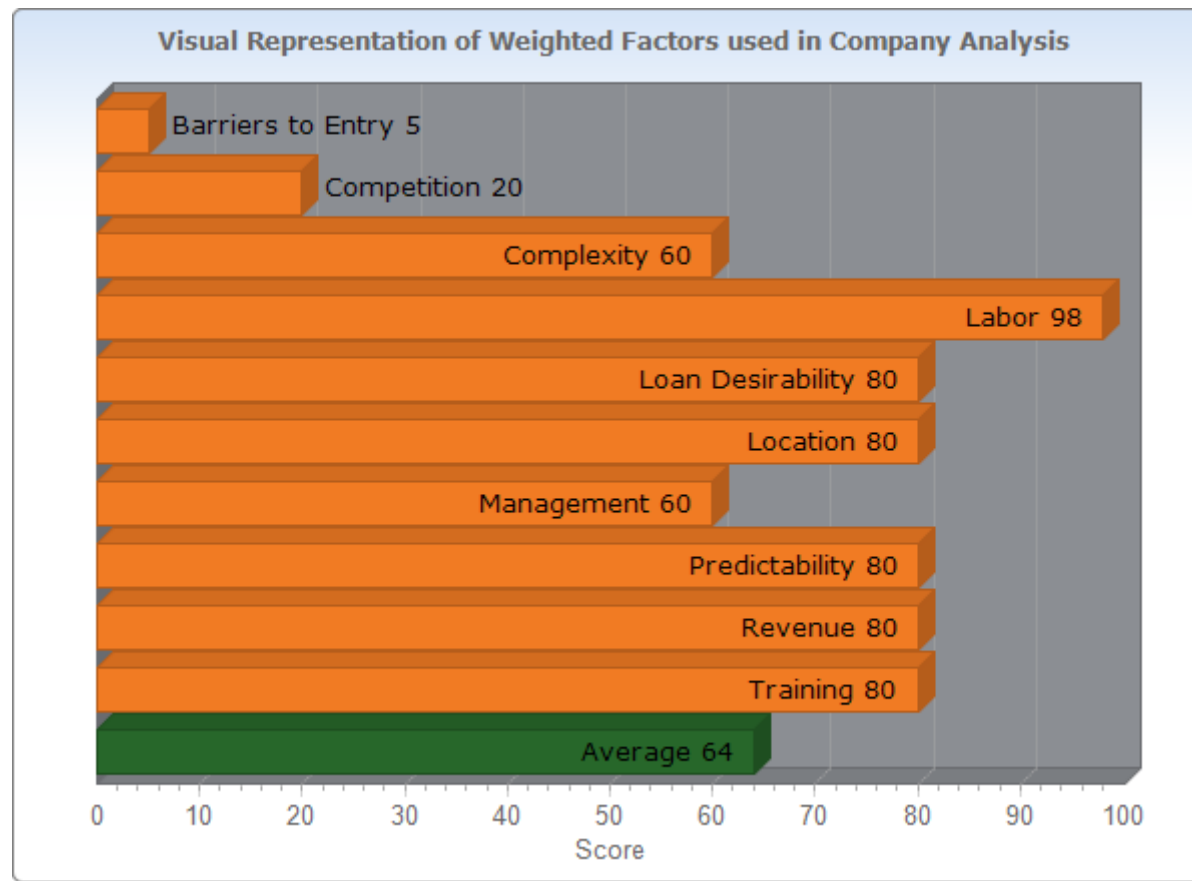
The result estimates the maximum price a buyer would pay for a business at this scale and profitability. Each element discussed below adds or deducts from the target value. The elements are combined into a factor that is applied to cash flows and then added to assets.

- **Barriers to Entry:** The harder it is to start a similar business, the greater the value of the company being evaluated.
- **Competition:** Does market saturation imperil the business?
- **Complexity:** Some businesses are complex and others are simple, even within the same industry. A simple company is more valuable, despite decreasing the barriers to entry.
- **Labor:** How stable is the labor force? Will changes reduce profits under a new owner?
- **Loan Desirability:** How attractive as collateral are the business assets?

- **Location:** Customers must be able to find and access the business.
- **Management:** How strong is the management system? Will changes in ownership affect the business?
- **Predictability:** How does the company's historical and current trends compare to local and national economic trends?
- **Revenue:** Any past and present problems of collecting revenue will probably remain unchanged under new ownership.
- **Training:** How easy is it to transfer the knowledge required to run the business to a new management team?

| WEIGHTED FACTORS METHOD |           |                |           |
|-------------------------|-----------|----------------|-----------|
| Cash Flow Target        | \$645,625 | Management     | 60        |
| Barriers to Entry       | 5         | Predictability | 80        |
| Competition             | 20        | Revenue        | 80        |
| Complexity              | 60        | Training       | 80        |
| Labor                   | 98        | Average        | 64        |
| Loan Desirability       | 80        | Weighted High  | \$498,164 |
| Location                | 80        | Weighted Low   | \$332,110 |

## ► Evaluation Methods



# Sanity Check



## Overview

This sanity check tests the reasonableness of the suggested price by modeling a hypothetical purchase to determine if cash flow from the business will both support the purchase debt and provide a reasonable return on investment. The post-sale cash flow is based on last year's cash flow, less the debt payments to finance the purchase. This becomes the new discretionary cash flow before compensation.



## Conclusion

### Sanity Check = PASSED

A *hurdle rate* is the level of financial return that a proposed project should meet or exceed to sufficiently compensate the investors for the associated risk. The hurdle rate used in this analysis is 0.00%, which is a default parameter that accounts for typical capital costs and project risk.

Under the hypothetical terms described here, the financial return has met the hurdle rate. The value estimated in this report seems reasonable. The suggested price passes the sanity check.

### HYPOTHETICAL FINANCING

|                      | Amount      | Percent | Term     | Interest |
|----------------------|-------------|---------|----------|----------|
| Buyer Cash           | \$220,400   | 20.00%  |          |          |
| Asset Loans          | \$320,000   | 29.04%  | 10 Years | 9.00%    |
| Seller Notes         | \$561,600   | 50.96%  | 5 Years  | 10.00%   |
| Total Financing      | \$1,102,000 | 100.00% |          |          |
| Total Purchase Price | \$1,102,000 | 100.00% |          |          |

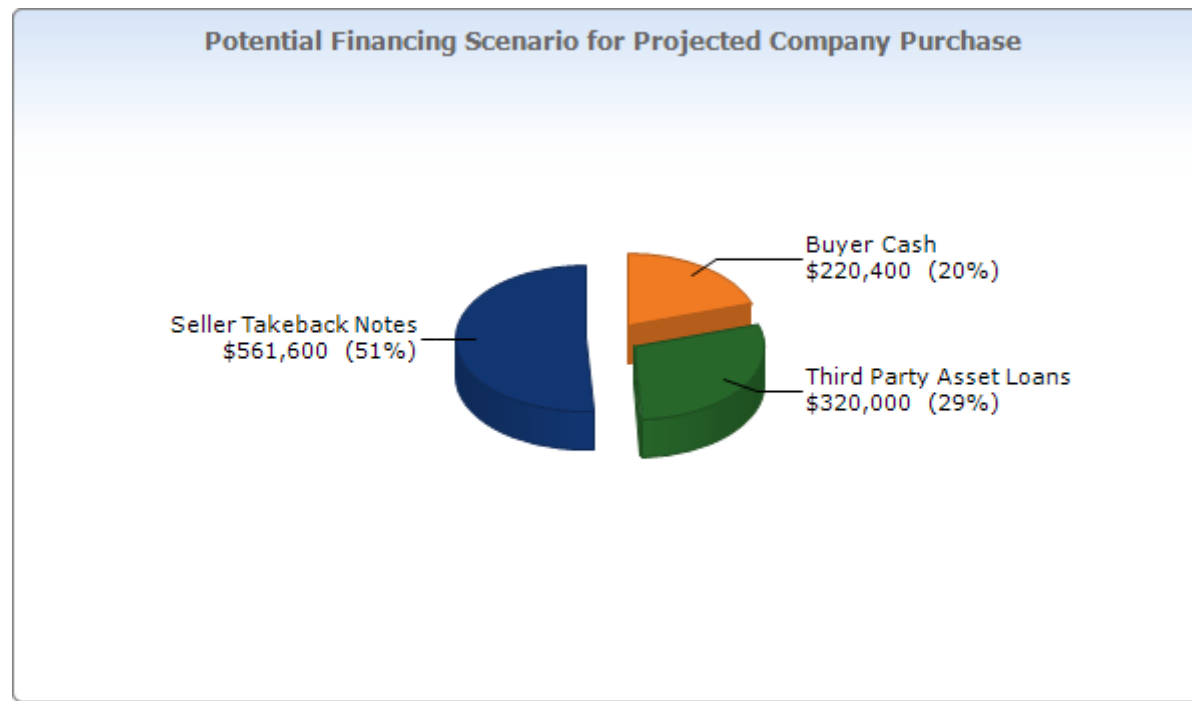
### POST-SALE CASH FLOW ASSUMPTIONS

|                                    |           |
|------------------------------------|-----------|
| Pre-Tax Owner Discretionary Income | \$450,000 |
| First Year Income Growth           | 5.00%     |
| Annual Growth Thereafter           | 5.00%     |
| Income Tax Rate                    | 30.00%    |

## PROJECTED RESULTS

|                                            |             |
|--------------------------------------------|-------------|
| First Year Return on Down Payment          | 45.58%      |
| Months to Repay Down Payment               | 3 Years     |
| Annual Return on Purchase Price            | 11.97%      |
| Years to Pay Total Purchase                | 7 Years     |
| Price to Earnings                          | 2.45        |
| Price to Earnings (After Management Comp.) | 3.02        |
| Price to Revenue                           | 0.73        |
| Price to Assets                            | 2.76        |
| Internal Rate of Return (IRR)              | 58.75%      |
| Net Present Value                          | \$2,047,792 |
| 3 Year Return on Investment                | 150.44%     |



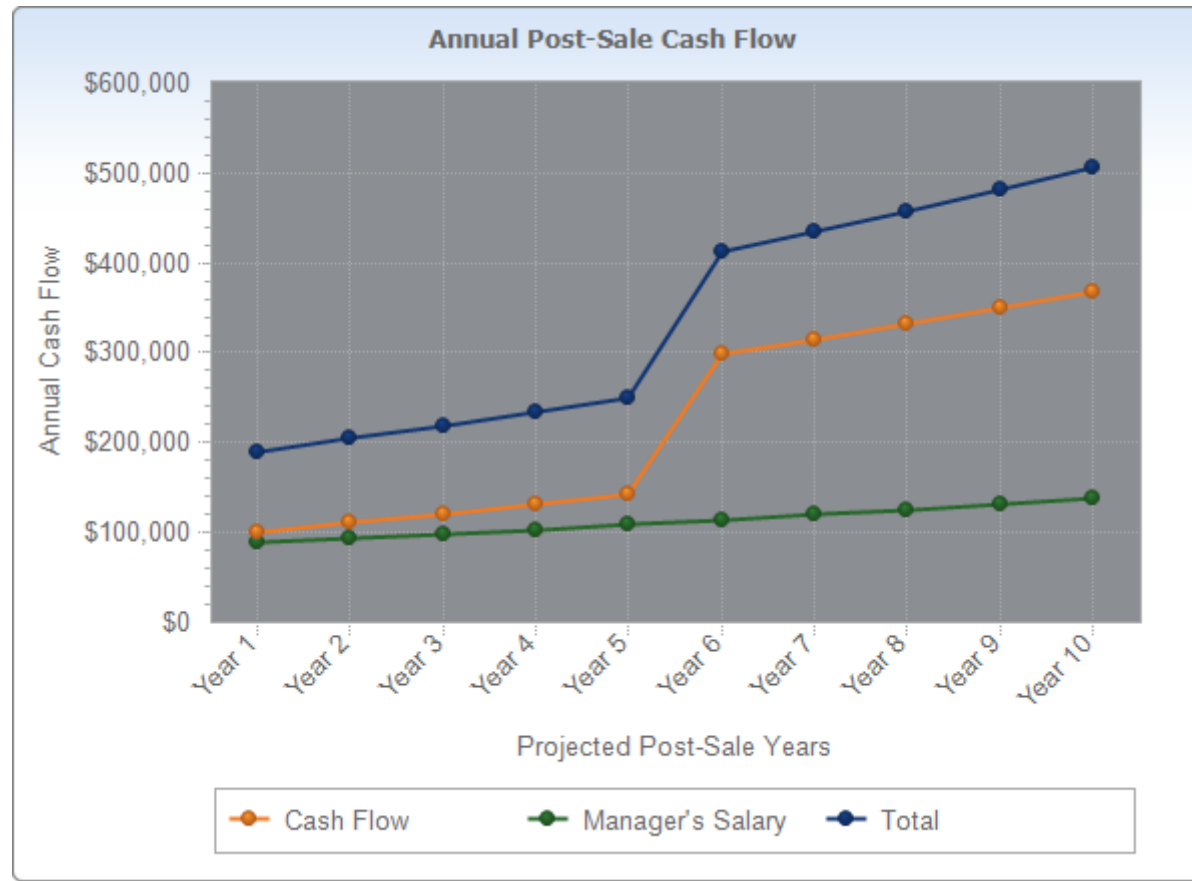


| PROJECTED ANNUAL POST-SALE CASH FLOW |                        |                |           |                 |                  |           |
|--------------------------------------|------------------------|----------------|-----------|-----------------|------------------|-----------|
| Year #                               | Discretionary Earnings | Total Interest | Taxes     | Total Principal | Manager's Salary | Cash Flow |
| 1                                    | \$472,500              | \$80,019       | \$90,969  | \$111,813       | \$89,250         | \$100,449 |
| 2                                    | \$496,125              | \$68,536       | \$100,163 | \$123,295       | \$93,713         | \$110,418 |
| 3                                    | \$520,931              | \$55,872       | \$109,998 | \$135,959       | \$98,398         | \$120,704 |
| 4                                    | \$546,978              | \$41,906       | \$120,526 | \$149,926       | \$103,318        | \$131,302 |
| 5                                    | \$574,327              | \$26,502       | \$131,802 | \$165,330       | \$108,484        | \$142,209 |
| 6                                    | \$603,043              | \$16,261       | \$141,862 | \$32,383        | \$113,908        | \$298,629 |
| 7                                    | \$633,195              | \$13,223       | \$150,111 | \$35,420        | \$119,604        | \$314,837 |
| 8                                    | \$664,855              | \$9,900        | \$158,811 | \$38,743        | \$125,584        | \$331,817 |
| 9                                    | \$698,098              | \$6,266        | \$167,991 | \$42,378        | \$131,863        | \$349,600 |
| 10                                   | \$733,003              | \$2,291        | \$177,677 | \$46,353        | \$138,456        | \$368,226 |

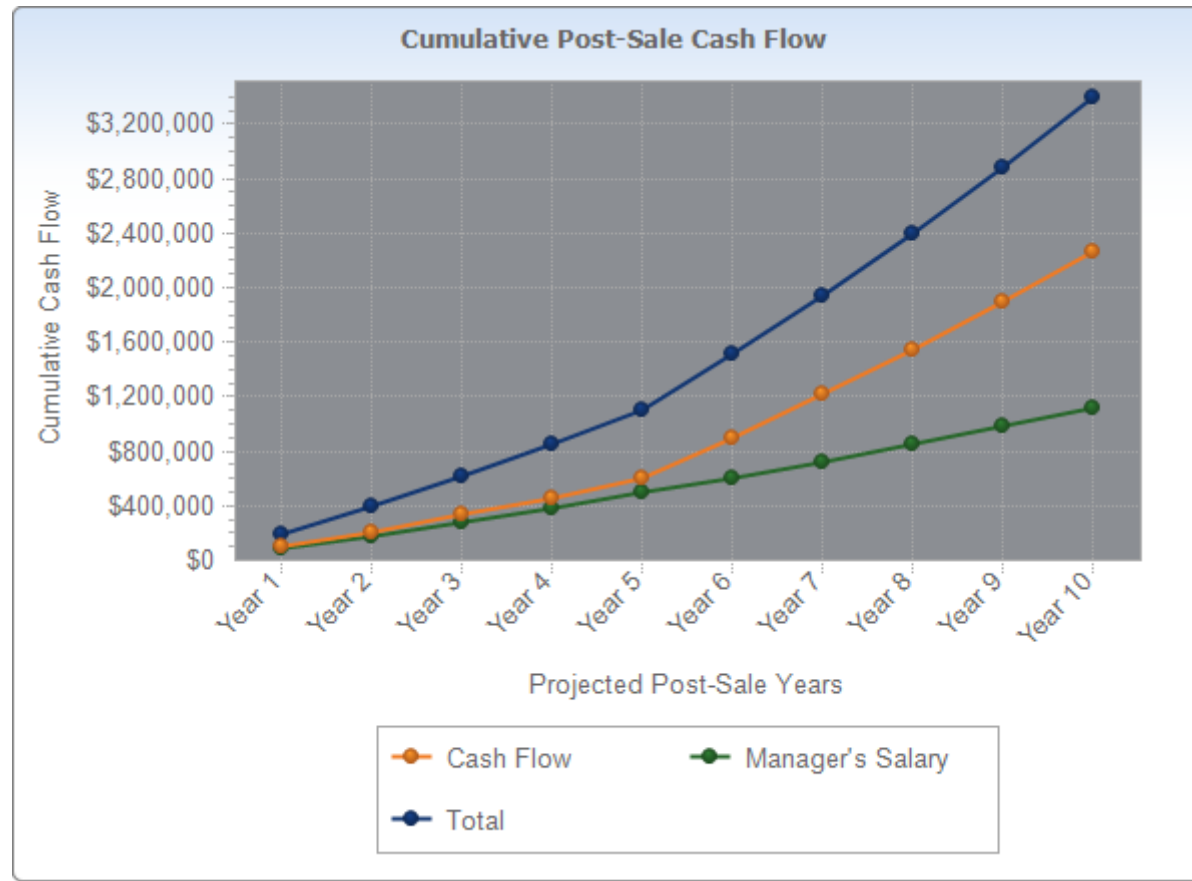
## PROJECTED CUMULATIVE POST-SALE CASH FLOW

| Year # | Cash Flow   | Manager's Salary | Total       |
|--------|-------------|------------------|-------------|
| 1      | \$100,449   | \$89,250         | \$189,699   |
| 2      | \$210,867   | \$182,963        | \$393,830   |
| 3      | \$331,571   | \$281,361        | \$612,932   |
| 4      | \$462,873   | \$384,679        | \$847,552   |
| 5      | \$605,082   | \$493,163        | \$1,098,245 |
| 6      | \$903,712   | \$607,071        | \$1,510,782 |
| 7      | \$1,218,549 | \$726,674        | \$1,945,223 |
| 8      | \$1,550,366 | \$852,258        | \$2,402,624 |
| 9      | \$1,899,966 | \$984,121        | \$2,884,087 |
| 10     | \$2,268,192 | \$1,122,577      | \$3,390,769 |

## Sanity Check



## Sanity Check



### PLEASE READ THE FOLLOWING VERY CAREFULLY!



#### Tax and Legal Advice for Sale or Transfer of Stock

This report represents the opinions of business professionals relating to the sale and transfer of business assets and values. The evaluation of business assets for a suggested value is extremely subjective but can be accomplished with some degree of rationality because asset value information can be gleaned from the marketplace. However, the sale or transfer of stock (also known as equity) as a method for disposing of a business is considerably more complex because the buyer is assuming liabilities and is subject to a complex set of tax laws.

If you are planning a sale or transfer of stock or an ownership interest in a business, consult with your tax attorney and accountant first. Tax and legal advice must be given by qualified professionals and based on individual cases for the specific fact pattern at issue.



#### What is Valued in this Report

This business evaluation report and calculation of value assumes an asset sale and does *not* reflect the stock value of the company. ValuSource has not valued the hard assets or the real estate of the company and has relied on third party information sources deemed reliable to determine the value of all assets listed in this report.

#### Excluded Assets and Liabilities

This report excludes current assets such as cash, accounts receivable, prepaid expenses, and other liquid assets that would normally show up on the company's balance sheet. It also excludes the company's liabilities. This report assumes that the seller would keep the company's current assets and pay off any debts at the time of sale.

#### Treatment of Real Estate

This report does *not* take into consideration any real estate that the company owns. However, comparative market rent is deducted from the cash flow to reflect the true earning power of the company, since the ownership of real property is discretionary to a business. If the company being valued owns the real estate, it should be considered an investment asset that would be added to the value opinion in this report.



### Disclaimer

This is a business evaluation report and *not* a formal appraisal. There are a number of significant differences between evaluations and appraisals. An evaluation is not nearly as rigorous as a formal appraisal, and is designed to give a general guideline or benchmark value rather than a formal determination of value. The formulas used in the various valuation methodologies in this evaluation are based on thousands of evaluations performed over many years by business brokers, business buyers, and business sellers in real world buy/sell situations. The values calculated using these methods, although not considered a formal appraisal, have been shown over time to provide a useful guide for determining business value.



### Contingencies and Limiting Conditions

1. ValuSource, by reason of performing this business evaluation and preparing this report, is not required to give testimony nor be in attendance in court or any other governmental hearing with reference to matters herein, unless prior arrangements have been made with ValuSource relative to such additional employment.
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4. This evaluation was based on a specific period of time. Data for this period of time has been collected from several sources. The particular business environment and market may or may not continue in the future; therefore, ValuSource is not making any claims regarding future performance or value of this business. ValuSource assumes no responsibility for errors in data available from external sources.
5. The selection of the use of company value was agreed to by the client. ValuSource assumes no responsibility for the type of value agreed to as opposed to other types of value.
6. ValuSource was retained by its client, who is thoroughly familiar with the business, and all past and future performance information used in this report has been based on information provided by the client and other sources deemed to be reliable. ValuSource disclaims any ability of any potential purchaser to generate any future income, cost and expense potential, or expectations as may be stated in this report.
7. All information in this report has been provided by our client, most of which is contained in the questionnaire

## Appendix: Limitations, Contingencies and Disclaimer

section of this report, and is assumed to be reliable. No verification of the information has been done by ValuSource, nor has ValuSource made inspections or on-site visits of the business premises or facilities.

8. Information, estimates and opinions furnished to ValuSource and contained in this report were obtained from sources considered reliable and believed to be true and correct. However, ValuSource is not responsible for the accuracy of such items.
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11. Other assumptions and limiting conditions are as may be stated in various other sections of this report.
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## Appendix: Limitations, Contingencies and Disclaimer

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16. The Online Business Valuation service is a great first step in understanding the business value but it is not a professional appraisal. A professional valuation is performed based on valuation standards and incorporates a significantly larger scope of work than provided by the Online Business Valuation Service. A professional valuation includes things such as determining the appropriate standard of value, making normalizing adjustments to financial statements, interviewing company management, performing financial statement analysis and benchmarks, analyzing company risk and potential future earnings, determining the most appropriate valuation methods, potentially incorporating discounts for lack of control and lack of marketability or a control premium. Because the significantly larger scope of a professional appraisal, the value you obtain from a professional appraisal could potentially be significantly different than the estimate from the Online Business Valuation report.
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## Overview

This appendix contains the business sale transaction data from the ValuSource Market Comps (VMC) database used in the comparable transactions method (see page 10). The VMC data is collected from intermediaries, such as business brokers and accountants, who are involved with business sales, and is widely used by business appraisers.

**Please Note:** All dollar amounts are in thousands. If an item is blank, it was not reported.



## Field Definitions

### ▪ SIC

Standard Industrial Classification (SIC) code. Indicates the business's industry. For industry descriptions see:

<http://www.osha.gov/pls/imis/sicsearch.html>

### ▪ Business Description

A short description of the business.

### ▪ Sales

Net gross revenues. Reported in thousands.

### ▪ DE

Discretionary Earnings (DE) is defined as annual earnings before owners' compensation expense, interest, and income taxes. Reported in thousands.

### ▪ Price

Total consideration reported excluding real estate. Reported in thousands.

### ▪ Price/Sales

Price divided by Sales. The resulting ratio can be used to value the subject business.

### ▪ Price/DE

Price divided by Discretionary Earnings. The resulting ratio can be used to value the subject business.

### ▪ State(s)

Postal codes for the state or states where the business operates.



# Appendix: ValuSource Market Comps Data

| SIC  | Business Description             | Sales   | DE      | Price   | Price/Sales | Price/DE | State(s) |
|------|----------------------------------|---------|---------|---------|-------------|----------|----------|
| 5812 | Restaurant-Seafood               | \$1,400 | \$163   | \$610   | 0.44        | 3.74     | FL       |
| 5812 | BBQ                              | \$1,400 | \$811   | \$900   | 0.64        | 1.11     | OR       |
| 5812 | Family Style                     | \$1,402 | \$225   | \$690   | 0.49        | 3.07     | CA       |
| 5812 | Restaurant                       | \$1,406 | \$146   | \$575   | 0.41        | 3.94     | IL       |
| 5812 | Coffee Shop                      | \$1,406 | \$267   | \$989   | 0.70        | 3.70     | CA       |
| 5812 | Full Service Restaurant          | \$1,406 | \$883   | \$575   | 0.41        | 0.65     | MA       |
| 5812 | Pizza                            | \$1,407 | \$33    | \$450   | 0.32        | 13.64    | IL       |
| 5812 | Restaurant                       | \$1,415 | \$180   | \$683   | 0.48        | 3.79     | PA       |
| 5812 | Restr-Dinnerhouse                | \$1,416 | \$173   | \$1,100 | 0.78        | 6.36     | FL       |
| 5812 | Restaurants/Pizza Shop/Sub Shop  | \$1,422 | \$1,422 | \$490   | 0.34        | 0.34     | MO       |
| 5812 | Seafood/ Sushi                   | \$1,425 | \$300   | \$799   | 0.56        | 2.66     | CA       |
| 5812 | Mexican Restaurant               | \$1,425 | \$240   | \$669   | 0.47        | 2.79     | AZ       |
| 5812 | Restaurants Gourmet Dining       | \$1,427 | \$191   | \$330   | 0.23        | 1.73     | FL       |
| 5812 | Steakhouse                       | \$1,433 | \$239   | \$876   | 0.61        | 3.67     | HI       |
| 5812 | BBQ                              | \$1,434 | \$350   | \$785   | 0.55        | 2.24     | NV       |
| 5812 | BBQ Restaurant                   | \$1,439 | \$211   | \$766   | 0.53        | 3.63     | VA       |
| 5812 | Coffee Shop                      | \$1,439 | \$230   | \$798   | 0.55        | 3.47     | CA       |
| 5812 | Restaurant                       | \$1,440 | \$300   | \$912   | 0.63        | 3.04     | MO       |
| 5812 | Restaurants American Restaurant  | \$1,442 | \$179   | \$175   | 0.12        | 0.98     | FL       |
| 5812 | Pizza                            | \$1,450 | \$265   | \$772   | 0.53        | 2.91     | NY       |
| 5812 | Breakfast/ Lunch                 | \$1,450 | \$265   | \$772   | 0.53        | 2.91     | CA       |
| 5812 | Steakhouse                       | \$1,450 | \$200   | \$697   | 0.48        | 3.49     | WA       |
| 5812 | Italian Restaurant               | \$1,450 |         | \$480   | 0.33        |          | FL       |
| 5812 | Restaurants                      | \$1,452 | \$194   | \$700   | 0.48        | 3.61     | AZ       |
| 5812 | Restaurants Specialty Restaurant | \$1,454 | \$151   | \$450   | 0.31        | 2.98     | FL       |
| 5812 | Fast Food                        | \$1,456 | \$322   | \$666   | 0.46        | 2.07     | WA       |
| 5812 | Restaurant                       | \$1,456 | \$221   | \$885   | 0.61        | 4.00     | TN       |
| 5812 | Deli                             | \$1,465 | \$278   | \$743   | 0.51        | 2.67     | NY       |
| 5812 | Restaurant                       | \$1,466 | \$341   | \$712   | 0.49        | 2.09     | MO       |
| 5812 | Restaurants Deli Restaurant      | \$1,469 |         | \$438   | 0.30        |          | GA       |
| 5812 | Restaurants Deli Restaurant      | \$1,469 | \$119   | \$438   | 0.30        | 3.68     | FL       |



# Appendix: ValuSource Market Comps Data

| SIC  | Business Description             | Sales   | DE      | Price   | Price/Sales | Price/DE | State(s) |
|------|----------------------------------|---------|---------|---------|-------------|----------|----------|
| 5812 | Chinese Restaurant               | \$1,473 | \$39    | \$280   | 0.19        | 7.18     | CA       |
| 5812 | Restaurant                       | \$1,474 | \$149   | \$840   | 0.57        | 5.64     | CA       |
| 5812 | Restaurant                       | \$1,475 | \$225   | \$700   | 0.47        | 3.11     | TX       |
| 5812 | BBQ                              | \$1,476 | \$315   | \$781   | 0.53        | 2.48     | TX       |
| 5812 | Restaurant                       | \$1,480 | \$291   | \$390   | 0.26        | 1.34     | FL       |
| 5812 | Restr Dinner House               | \$1,480 | \$112   | \$140   | 0.09        | 1.25     | ME       |
| 5812 | Restaurant                       | \$1,481 | \$266   | \$727   | 0.49        | 2.73     | MO       |
| 5812 | Restaurant                       | \$1,488 | \$289   | \$993   | 0.67        | 3.44     | CA       |
| 5812 | Fast Food                        | \$1,488 | \$234   | \$849   | 0.57        | 3.63     | CA       |
| 5812 | Restaurant                       | \$1,489 | \$166   | \$697   | 0.47        | 4.20     | VA       |
| 5812 | Restr-Dinner W/Cocktails         | \$1,491 | \$87    | \$117   | 0.08        | 1.34     | NC       |
| 5812 | Restaurants Specialty Restaurant | \$1,492 | \$221   | \$400   | 0.27        | 1.81     | FL       |
| 5812 | Pizza Restaurant                 | \$1,498 | \$399   | \$510   | 0.34        | 1.28     | TX       |
| 5812 | Restaurants Catering             | \$1,498 | \$401   | \$1,500 | 1.00        | 3.74     | FL       |
| 5812 | Fast Food Tacos                  | \$1,500 | \$213   | \$799   | 0.53        | 3.75     | CA       |
| 5812 | Restaurant (full sit down)       | \$1,500 | \$215   | \$800   | 0.53        | 3.72     | FL       |
| 5812 | Catering                         | \$1,500 | \$288   | \$898   | 0.60        | 3.12     | WA       |
| 5812 | Restaurant                       | \$1,500 |         | \$225   | 0.15        |          | FL       |
| 5812 | Restaurant                       | \$1,500 |         | \$925   | 0.62        |          | FL       |
| 5812 | Restaurant                       | \$1,504 | \$287   | \$901   | 0.60        | 3.14     | MT       |
| 5812 | American Restaurant              | \$1,542 | \$1,051 | \$575   | 0.37        | 0.55     | FL       |
| 5812 | American Restaurant              | \$1,542 | \$1,051 | \$575   | 0.37        | 0.55     | FL       |
| 5812 | Fast casual dining               | \$1,543 | \$180   | \$50    | 0.03        | 0.28     | CA       |
| 5812 | Restaurants Seafood Restaurant   | \$1,545 | \$103   | \$425   | 0.28        | 4.13     | FL       |
| 5812 | Restaurant                       | \$1,547 | \$189   | \$600   | 0.39        | 3.17     | NH       |
| 5812 | Restaurant                       | \$1,547 |         | \$725   | 0.47        |          | FL       |
| 5812 | Restaurant                       | \$1,549 |         | \$236   | 0.15        |          | FL       |
| 5812 | BBQ                              | \$1,556 | \$299   | \$799   | 0.51        | 2.67     | GA       |
| 5812 | French                           | \$1,556 | \$300   | \$751   | 0.48        | 2.50     | IL       |
| 5812 | Restaurant                       | \$1,557 | \$85    | \$875   | 0.56        | 10.29    | TX       |
| 5812 | Fast Food Mexican                | \$1,558 | \$229   | \$779   | 0.50        | 3.40     | CA       |



# Appendix: ValuSource Market Comps Data

| SIC  | Business Description                    | Sales   | DE      | Price   | Price/Sales | Price/DE | State(s) |
|------|-----------------------------------------|---------|---------|---------|-------------|----------|----------|
| 5812 | Restaurant                              | \$1,559 | \$1,009 | \$665   | 0.43        | 0.66     | MN       |
| 5812 | Sea food restaurant                     | \$1,560 |         | \$600   | 0.38        |          | CA       |
| 5812 | Retail-Sub Shop-8 Loc.                  | \$1,560 | \$247   | \$1,168 | 0.75        | 4.73     |          |
| 5812 | Restaurants Diner                       | \$1,561 | \$148   | \$350   | 0.22        | 2.36     | FL       |
| 5812 | Melting Pot Franchise                   | \$1,562 | \$273   | \$1,092 | 0.70        | 4.00     | UT       |
| 5812 | Full Service/Casual Restaurant/         | \$1,568 | \$162   | \$200   | 0.13        | 1.23     | MI       |
| 5812 | Café Restaurant                         | \$1,569 | \$1,036 | \$510   | 0.33        | 0.49     | FL       |
| 5812 | Restaurant                              | \$1,570 | \$330   | \$663   | 0.42        | 2.01     | TX       |
| 5812 | sports bar                              | \$1,581 | \$200   | \$560   | 0.35        | 2.80     | AZ       |
| 5812 | Restaurant                              | \$1,585 | \$242   | \$889   | 0.56        | 3.67     | MO       |
| 5812 | Bakery Café                             | \$1,588 | \$247   | \$525   | 0.33        | 2.13     | CO       |
| 5812 | Restaurants                             | \$1,595 | \$1,186 | \$565   | 0.35        | 0.48     | FL       |
| 5812 | Restaurants                             | \$1,595 | \$1,186 | \$565   | 0.35        | 0.48     | FL       |
| 5812 | Deli                                    | \$1,600 | \$345   | \$985   | 0.62        | 2.86     | NY       |
| 5812 | Coffee House                            |         | \$600   | \$2,150 |             | 3.58     | OR       |
| 5812 | Restaurants Steak Restaurant            | \$1,607 | \$170   | \$980   | 0.61        | 5.76     | CO       |
| 5812 | Restaurant                              | \$1,633 | \$186   | \$1,100 | 0.67        | 5.91     | MO       |
| 5812 | Family Restaurant                       | \$1,640 | \$1,122 | \$1,350 | 0.82        | 1.20     | MA       |
| 5812 | Burger & Shake Franchise Restaurant     | \$1,642 | \$224   | \$413   | 0.25        | 1.84     | NV       |
| 5812 | Restaurants American Restaurant         | \$1,647 | \$516   | \$850   | 0.52        | 1.65     | FL       |
| 5812 | Café-type Eatery                        | \$1,650 | \$210   | \$785   | 0.48        | 3.74     | CA       |
| 5812 | Restaurant                              | \$1,650 | \$210   | \$899   | 0.54        | 4.28     | MO       |
| 5812 | Restaurants Brew/Pub                    | \$1,654 | \$92    | \$291   | 0.18        | 3.15     | GA       |
| 5812 | Restaurant                              | \$1,654 | \$216   | \$799   | 0.48        | 3.70     | IL       |
| 5812 | BBQ                                     | \$1,660 | \$235   | \$1,071 | 0.65        | 4.56     | CA       |
| 5812 | RES                                     | \$1,660 | \$240   | \$543   | 0.33        | 2.26     |          |
| 5812 | Restaurants American Restaurant         | \$1,661 | \$146   | \$415   | 0.25        | 2.84     | FL       |
| 5812 | Fast Food-Hamburgers                    | \$1,668 | \$273   | \$1,319 | 0.79        | 4.83     | NV       |
| 5812 | Pizza                                   | \$1,673 | \$251   | \$875   | 0.52        | 3.49     | IN       |
| 5812 | Italian                                 | \$1,678 | \$1,678 | \$1,025 | 0.61        | 0.61     | CA       |
| 5812 | Food Business Retail / Specialty Bakery | \$1,678 | \$279   | \$1,087 | 0.65        | 3.90     | FL       |



## Appendix: ValuSource Market Comps Data

| SIC  | Business Description | Sales   | DE    | Price   | Price/Sales | Price/DE | State(s) |
|------|----------------------|---------|-------|---------|-------------|----------|----------|
| 5812 | Restaurant           | \$1,680 | \$325 | \$790   | 0.47        | 2.43     | MO       |
| 5812 | Restaurant           | \$1,685 |       | \$342   | 0.20        |          | MO       |
| 5812 | Restaurant           | \$1,689 | \$315 | \$1,087 | 0.64        | 3.45     | GA       |
| 5812 | Restaurant           | \$1,690 | \$415 | \$796   | 0.47        | 1.92     | MO       |
| 5812 | Restaurants Diner    | \$1,692 | \$303 | \$290   | 0.17        | 0.96     | FL       |
| 5812 | American Cuisine     | \$1,693 | \$94  | \$104   | 0.06        | 1.11     | GA       |
| 5812 | Restaurant           | \$1,696 | \$294 | \$525   | 0.31        | 1.79     | TX       |

