

The Investor's View of Your Business Founder Workshop Workbook

FOREWORD BY ADAM COFFEY

The
OWNER'S
MANUAL

Why, When, and How to Sell
Your Business to Private Equity



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The Owner's Manual
The Investor's View of Your Business
Founder Workshop Workbook

Facilitator: Seth Deutsch

Participant Name: _____

Company: _____

Role/Title: _____

Email: _____

Workshop Date: _____

*“Buyers don’t pay for stories;
they pay for systems, numbers,
people, and processes
they can trust.”
–The Owner’s Manual*



Learn more about Samson Partners Group's Exit Value Realization System™ and download free worksheets and resources at [SamsonPartnersGroup.com](https://www.SamsonPartnersGroup.com).

Section 1: The Investor Perspective

Translate your business into the language investors use to evaluate risk, predictability and scalability.

INVESTOR LENS SNAPSHOT

Your business in one sentence:

We make money by:

For:

Because:

Three proof points (metrics, customer outcomes, contracts, retention, etc.):

1.

2.

3.

Top risks investors will pressure test:

Risk

Current Reality

Evidence / Mitigation

Customer concentration

Key-person dependence

Revenue durability

WHAT IS YOUR WHY?

- Retirement
- Succession Planning
- Liquidity
- Wealth Diversification
- Taking Some Chips Off the Table
- Growth Capital
- Scaling the Business
- Strategic Partnership
- Acquisitions
- Industry Consolidation
- Professionalizing the Company
- Building an Executive Team
- De-Risking Personal Wealth
- Founder Fatigue
- Pursuing New Ventures
- Timing the Market
- Seeking High Valuations
- Investors Expressing Interest
- Legacy Planning
- Operational Support
- Infrastructure Upgrade

Notes

Even if you have a 'why,' it doesn't mean you have to do anything... but the steps you take when you follow through will typically make your business stronger.

YOUR TRANSACTABILITY GRADE

In diligence, buyers translate what they learn into a simple outcome: How transactable is this business, and what structure should we require to manage risk?

Use the rubric below to self-assess. This is not about ego. It's about knowing what a buyer is likely to price, and what they are likely to demand in deal structure (earnouts, holdbacks, reps and warranties, covenants, or tighter working-capital protections).

Grade	What it usually signals	Typical outcome in a sale process
A	Exceptional; investor-grade systems and leadership; clear growth levers.	Premium valuation; cleaner structure; faster process; more optionality.
B	Strong; manageable risks; clear evidence and documentation.	Above-average valuation; reasonable structure; buyers compete.
C	Transactable, but gaps create friction (proof, people, process, or predictability).	Valuation pressure; heavier structure (earnout/holdback); longer diligence.
D	Barely transactable; material risks or weak fundamentals.	Deal may be repriced or restructured; high risk of retrade or failed close.
F	Not transactable as-is.	Process stalls; buyers walk; requires a remodel before going to market.

Your self-assessment today: ____ A ____ B ____ C ____ D ____ F

Why? (2-3 sentences)

Top three items that would move the grade up one full letter:

Improvement	Owner / Due Date

Section 2: Seven Pillars of Value Creation

SEVEN FOUNDATIONS SCORECARD

Score each foundation 1-5 based on evidence, not intention.

1 = fragile/founder-dependent/undocumented. 3 = functional but inconsistent. 5 = investor-grade/repeatable/scalable.

Foundation	What investors want to see	Your score (1-5)	Evidence / proof	Top improvement (next 90 days)
Vision and Strategy	Clear strategy, believable growth thesis, focused markets and offerings.	—		
Human Capital and Leadership	Business runs without founder; second line leaders; accountability and incentives.	—		
Quality of Revenue and Growth	Durable demand; diversified customers; recurring revenue; pricing power; scalable sales.	—		
Quality of Operations	Documented processes; KPIs; consistent delivery; margin discipline; scalability without chaos.	—		
Quality of Financials	Clean close; accurate reporting; forecasting; defensible add-backs; investor-grade controls.	—		
Technology, Data, and Marketing	Modern systems; usable data; security; measurable marketing and pipeline.	—		
M&A Readiness	Integration playbook; target criteria; capacity to acquire and absorb add-ons.	—		

Which two foundations are most likely to drive your valuation and structure over the next 12-24 months?

1) _____ Why: _____

2) _____ Why: _____

VALUE GAP SUMMARY

Convert your diagnostic into an action list. Keep it simple and specific.

What investors will love about my business (strengths):

What investors will discount (risks / gaps):

The 3 highest-ROI upgrades (the “remodel”):

Upgrade	Why it matters (risk reduced / growth enabled)	Owner	Proof/ metric of completion
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Section 3: Exit Readiness Diagnostic



EVRS BASELINE

The Exit Value Realization System (EVRS) starts with three practical questions. Answer them in plain language. You can refine later.

Question	Your answer (bullet points are fine)
1) Where are you now?	Current revenue, EBITDA, growth, key risks, and current "grade."
2) Where are you going?	Your 3-year vision and what makes it believable.
3) How do you close the gap?	The 12-24 month remodel plan that reduces risk and increases scalability.

One sentence that captures your "gap" in investor language:

Right now, buyers will likely worry about _____, so we will _____ over the next 12-24 months.

CUSTOMER CONCENTRATION & REVENUE DURABILITY

Investors pay more for repeatable, contracted, and diversified revenue. Use this page to quantify concentration and identify the fastest levers to improve durability.

Customer concentration snapshot

Customer	% of revenue	Recurring? (Y/N)	Contract term / renewal	Risk notes

Revenue durability checklist (select one)

- Percentage of revenue under contract: <25% 25-50% 50-75% >75%
- Customer retention (annual): <70% 70-85% 85-95% >95%
- Pricing power (recent increases accepted?): Low Medium High
- Sales engine (pipeline visibility): Ad hoc Somewhat defined Systematic/measured

Two actions to reduce concentration or improve durability in the next 6 months

Action	Metric / proof it's working

LEADERSHIP DEPTH

Buyers don't just underwrite a founder. They underwrite a leadership system. This worksheet identifies where the business is dependent on any one person and what to do about it.

Critical function	Primary owner today	Backup / bench	If primary left for 90 days, what breaks?
Sales / Business development			
Operations / Delivery			
Finance / Reporting			
People / HR			
Technology / Systems			
Other			

PERFORMANCE

Person	Role	Performance (High/Med/Low)	Will (High/Med/Low)	Retain, Coach, Move or Replace?

Delegation & decision rights (select one for each)

Pricing decisions: Founder-only Shared Leadership-led

Hiring/firing decisions: Founder-only Shared Leadership-led

Client escalation: Founder-only Shared Leadership-led

Financial reporting cadence: Ad hoc Monthly Monthly + forecast

The one leadership move that would most reduce buyer risk In the next 90 days, we will

Because it will _____

Proof we did it (what will exist that doesn't exist today?):

QUALITY OF FINANCIALS (BREAKOUT)

High-quality financials increase confidence and reduce the need for protective structure. Use this page to spot the issues that create retrades.

Financial readiness checklist

Monthly close time: ____ days (goal: faster + consistent)

Financial statements available monthly (P&L, balance sheet, cash flow): Yes / No

Budget and rolling forecast in place: Yes / No

Clean chart of accounts (investor-friendly categories): Yes / No

EBITDA add-backs documented and defensible: Yes / No

Customer / matter / project-level profitability measured: Yes / No

KPIs tied to financial performance (leading indicators): Yes / No

Add-backs reality check (list top 5)

Add-back description	Amount (annual)	Why a buyer will accept it (proof)

What would a Quality of Earnings (QoE) review likely flag?

Action to address it (owner + date):

FINANCIAL PACKAGE CHECKLIST

Use this checklist to define what your monthly reporting package should include.

- Monthly P&L (income statement) with budget vs. actual and prior year comparison
- Monthly balance sheet
- Monthly cash flow statement (or cash bridge) and liquidity summary
- EBITDA bridge / normalization schedule (add-backs documented)
- Revenue by customer (and concentration analysis)
- Revenue by service line / product / channel
- Gross margin by service line / job type (if applicable)
- Aged accounts receivable and collections KPI summary (DSO)
- Aged accounts payable and vendor concentration
- Headcount roster and hiring plan
- Sales pipeline / backlog report (and conversion metrics)
- Key operational KPIs (capacity, utilization, throughput, cycle time)
- Capex summary and major commitments

What is missing today (top 3):

1. _____

2. _____

3. _____

ONE-PAGE EXIT STRATEGY

Condense your plan into a single page you can align your leadership team around.

Ambition	Purpose	Vision

3-Year Goals (what you will achieve before exit)

Where to Play

How to Win

Strategic Initiative #1

Strategic Initiative #2

Strategic Initiative #3

Strategic Initiative #4

DO YOU HAVE THE RIGHT RESOURCES AND OUTLOOK?

Where Does Your **SUPPORT** Come From?

Who is on your team?
Do you have a board?
Informal advisors?
Have you chosen a banker?
Tax and estate planner?
Deal lawyer?

What is the **BEST FIT** for your Business?

Are you looking to create a platform?
Do you prefer to be an add-on?
What are the characteristics of the buyers you would consider?

Do you have the **ORGANIZATIONAL CAPACITY** to execute a transaction?

Do you have bandwidth?
Is your business too fragile to adjust?
Will you get pushback from key players?
What needs to change to make change possible?

Securing a rewarding exit or partnership is a team sport – and the better your players, the more points you’re going to score.

Section 4: Designing Your “Business Remodel”

PRIORITIZATION MATRIX (VALUE VS. EFFORT)

List initiatives, then place each into the quadrant. Focus your remodel on the highest-value items.

Initiatives to prioritize (brain dump):

1. _____
2. _____
3. _____
4. _____
5. _____
6. _____
7. _____
8. _____

	Low Effort	High Effort
HIGH VALUE	Do First (high value / low effort)	Plan & Resource (high value / high effort)
LOW VALUE	Optional (Low value / low effort)	Avoid / Defer (low value / high effort)

Top 3 remodel priorities (from the matrix):

- 1) _____ 2) _____ 3) _____

BUSINESS REMODEL ROADMAP

Translate priorities into an execution plan. Investors reward momentum, not plans. Make the work visible, assign owners and define proof.

1. _____
2. _____
3. _____
4. _____
5. _____
6. _____
7. _____
8. _____

Initiative	0-90 days	3-6 months	6-12 months	12-24 months	Proof / KPI

Deal narrative (2-3 sentences): What will be true in 12-24 months that drives a higher multiple or a cleaner structure?

INITIATIVE TRACKING

Use one sheet per major initiative (copy/paste as needed).

Initiative name: _____

Business outcome (why this matters): _____

Owner(s): _____

Key work streams: _____

Dependencies / risks: _____

Resourcing requirements (people, vendors, capital): _____

Workstream / Task	Owner	Due date	Status	Notes
			<input type="checkbox"/> Not started <input type="checkbox"/> In progress <input type="checkbox"/> Done	
			<input type="checkbox"/> Not started <input type="checkbox"/> In progress <input type="checkbox"/> Done	
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ACCOUNTABILITY MAP

Buyers underwrite leadership depth. Map roles, owners, and gaps.

Role	Current owner	Gap / risk	Plan (hire, develop, outsource, systems)
CEO / Managing Partner			
COO / Operations leader			
CFO / Controller			
Sales leader / Business development			
Marketing leader			
Client service / Delivery leader			
People / HR / Recruiting			
Technology / Data / Security			

What I (the owner/founder) must stop doing in the next 90 days: _____

What I must start doing (to lead the remodel): _____

DEAL REALITY - VALUATION VS STRUCTURE

Translate your business into the language investors use to evaluate risk, predictability and scalability.

Compare Two Offers

The goal is to separate headline valuation from what you actually take home - and under what conditions.

Offer A

(higher price/heavier structure) vs. Offer B (cleaner structure/different price).

Fill in what you know; note questions to ask your banker or advisor.

Term	Offer A	Offer B
Enterprise Value	_____	_____
Cash at Close	_____	_____
Rollover Equity	_____	_____
Earnout	_____	_____
Seller Note	_____	_____
Timing Certainty	_____	_____

My priorities

Rank from 1 (lowest) to 5 (highest):

___ Certainty ___ Speed ___ Max cash at close ___ Upside (rollover/earnout)

___ Legacy/people ___ Control

Questions that must be answered before choosing a path:

KPI SCORECARD

Choose a small set of leading indicators that tie directly to revenue, margin, and cash..

Pillar	KPI	Definition / formula	Frequency	Owner	Target
			<input type="checkbox"/> Weekly <input type="checkbox"/> Monthly <input type="checkbox"/> Quarterly		
			<input type="checkbox"/> Weekly <input type="checkbox"/> Monthly <input type="checkbox"/> Quarterly		
			<input type="checkbox"/> Weekly <input type="checkbox"/> Monthly <input type="checkbox"/> Quarterly		
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			<input type="checkbox"/> Weekly <input type="checkbox"/> Monthly <input type="checkbox"/> Quarterly		

Section 5: Cohort Discussion & Advisory Roundtables

DISCUSSION NOTES

Use this page to capture insights from peers and advisors. Focus on what you will do differently on Monday.

What I heard that challenged my assumptions:

Ideas worth stealing (best practices, tools, hires, metrics):

Questions that must be answered before pursuing capital:

Introductions/follow-ups to make:

FINAL DISCUSSION & NEXT STEPS

90-Day Action Plan

A clean exit starts with execution. Commit to the first 90 days of the remodel.

Action	Owner	Due Date	KPI

Accountability Partner: _____

What to send them each month: _____

Closing reflection (one sentence):

The highest-leverage change I will make in the next 90 days is _____

because _____

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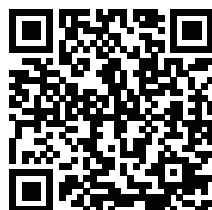


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THANK YOU.

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