



Summer 2018

## Key Considerations In Successfully Selling a Middle Market Company

Successfully selling a mid-sized business is often as challenging as owning and running the business. For business owners, successfully selling a business requires careful reflection, professional assistance, and an understanding of what to expect in the transaction process. It is one of the most important considerations a business owner will undertake and must be managed diligently. Business owners need to address a number of key considerations in advance of and throughout the sale process. These include questions relating to:

### **TIMING**

When is the optimal time to consider a sale?

### **PROFESSIONAL ASSISTANCE**

Do I need help in selling my business?

### **VALUE**

What can I expect to get for my business?

### **TRANSACTION PROCESS**

What is involved and what is expected of the business owner?

### **CLOSING THE DEAL**

What are the steps?

Timing considerations are initially driven by company and personal variables. A review of market conditions generally follows. To maximize value the optimal time to consider a sale is when the business is growing, improving margins and has a positive future. Unfortunately business owners sometimes consider selling when the business is in decline vs. when the business has a positive future. In addition, personal triggers such as a loss of interest in the business or life events are often key elements in considering the sale of a business. Market conditions should also be reviewed. Fortunately for sellers, recent middle-market deal activity has been quite favorable.

Today, U.S. corporations have more cash on hand than any time in history and private equity firms also have available cash to invest in private businesses.

Professional Assistance is critical in executing a successful sale with worldwide strategic and financial buyers. It is a full time undertaking to sell a middle-market business and experienced investment banking professionals are essential to lead and manage this complex process. Working with a team of professionals that the business owner trusts is important.

Value is driven by 3 major considerations: the business, the industry and the market. The strengths and growth prospects of the business and the activity in the industry determine value. In addition, market conditions influence value. Merger and acquisition (M&A) activity is expected to remain solid throughout 2018, according to Deloitte's M&A Trends 2018 report. Per the report, "Companies are sending strong signals that they intend to aim for bigger M&A targets in 2018; sizable majorities of corporate respondents and private equity investors anticipate brisker activity over the next 12 months." According to The DAK Group, the middle market is also ripe for a more fruitful M&A environment in 2018. "The outlook for 2018 is positive and is expected to bring more activity than last year based on lower corporate taxes, a strong economy and baby boomer business owners looking to exit," as stated in The DAK group's 2018 Mid-Market M&A Trends report.

In summary, the selling of a middle market business is a complex process that requires time, talent and experience to manage. There are many ups and downs in the process and the stakes are high. Successfully selling a business can be a rewarding process with a transformational outcome.

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*Benjamin F. Edwards & Co.'s Investment Banking team specializes in selling middle-market companies.*

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