If someone has sent you this: they're weighing whether to sell the business, and they'd like to think it through with you before anything is decided. Tick what you've done, and talk about the rest.

Selling or keeping it: a checklist for both owners

Tick it on your own, or each of you separately and then compare.

What a sale would give you

- [ ] **You've each written down what you'd want a sale to give you.**
  Separately first: the money, your time, a role, what happens to the team.
- [ ] **You know roughly what a buyer might pay, and how that figure was reached.**
  An offer is easier to judge with an adviser's valuation next to it.
- [ ] **You've talked about how much of the price you'd accept being paid later.**
  Part of a price is often paid after completion, depending on results, or in shares in the buyer.
- [ ] **You've each said whether you'd stay on after a sale, and for how long.**
  Buyers often ask owners to stay for a period, and one of you staying while the other leaves changes the deal for both.

What keeping it would give you

- [ ] **You've written down what keeping the business gives you over the next three years.**
  The income, the control, and the work that comes with both.
- [ ] **You've talked about what would need to change for keeping it to work.**
  For example, hiring someone to take on part of what you do now.

Before you talk to a buyer

- [ ] **You know what your shareholder agreement says about selling.**
  Some agreements need every owner's consent, or give one owner the right to buy the other out first. Your lawyer can tell you what yours says.
- [ ] **You've agreed who speaks to a buyer, and what each of you can say.**
  If two owners give a buyer different answers, the buyer finds out where you disagree.
- [ ] **You've agreed what would make you both say no.**
  A price, a condition or a role you wouldn't accept, decided before the talks start.
- [ ] **You've decided whether you'll share advisers.**
  Owners' interests can differ, for example on staying on or on tax, and then separate advice may be needed.

Why these points are important

When an approach comes in, the price tends to take over the conversation, because it's the one part with a number on it. Between two owners there's a second risk: each assumes the other wants the same thing from a sale, and the difference often only shows when one of you is asked to stay on or the payment terms are set out.

Where owners' interests can differ

- Who stays on, for how long, and on what terms.
- How much of the price is paid later, or in shares.
- Tax, which depends on each person's own situation.
- What happens to the team.

Read the shareholder agreement first

It decides who has to agree to a sale and in what order things happen. Reading it with a lawyer before you talk to a buyer means you know who decides before anyone asks.

Agree the limit before the talks

Once negotiation starts, points are usually settled one at a time, and the whole becomes harder to see. A limit you've both agreed beforehand gives each concession something to be measured against, and your adviser can only work to it if they know it.

What the answer means

If you decide to keep the business, the list of what would need to change is the start of next year's plan. If you decide to sell, your two lists tell your adviser what matters to each of you besides the price.



WHERE COACHING FITS

Owners at this point often use coaching to work out separately what they want before they talk together, and to plan the conversation with a buyer. I won't tell you whether to sell. I'll ask the questions that show what each of you would need from the deal.

What to look for in any coach
simonbowen.com/guides/choosing-a-coach

A free first conversation
simonbowen.com/enquire/?moment=ends