

# Acquisition Checklist

	FACTOR	ITEM	√	
	General Information	Exact corporate name		
		Address		
		Date and state of incorporation		
		States in which the company is qualified to do business		
		Location of minute books, by-laws, and certificate of incorporation		
		History		
		Description of products		
		Fiscal year		
		Capitalization		
		Rights of each class of stock and securities		
		Stockholder's agreements		
		Name of stockholders and holdings		
		Bank depositaries and average bank balances		
		Bank references		
		Credit rating		
		Location of company records		
		Accountants: name and address		
		Attorneys: name and address		
		Personnel	Directors and their affiliations	
			Officers	
	Organization chart			
	Employee contracts			
	Number of employees in production, sales, administration, etc.			
	Union contracts			

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	Personnel (continued)	Strike record, handling of labor relations	
		Labor market	
		Pension, profit sharing, insurance, stock bonus, deferred compensation, and severance plans	
		Comparison to industry as to number of employees, hours per week, and wage rates	
	Operations	Capacity and percent of utilization	
		Production controls (scheduling and inventories)	
		Shipping and receiving controls	
		Accounting controls	
		Principal suppliers and terms	
		Distribution methods and terms (also, brokers or agents and compensation arrangements)	
		Branch offices and their operations	
		Subsidiaries	
		Government contracts and subcontracts	
		Seasonal factors	
	Sales	Description of market	
		Number of customers and names of principal customers	
		Gross and net sales for the past five years and past twelve months	
		Sales comparison with the industry for the past five years and past twelve months	
		Sales backlog, accounts receivable activity, customer continuity	
		Sales correspondence	
		Sales policies and method of compensation of sales personnel	
		Pricing policies and fluctuations in the past five years	
		Relative size in the industry	
		Comparative advantages and disadvantages	

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	Sales (continued)	Advertising and other sales promotion: cost and effectiveness in the past five years	
		Research program: cost, history, scope, results, work by outsiders	
		New developments and industry trends	
	Earnings and Dividends	Earnings record and budget for last five years	
		Earnings comparison with the industry for the past five years	
		Dividend and earnings record for the past five years in total and per share	
		Potential economies	
		Analysis of selling and general administrative expenses	
	Plant Facilities	Location	
		Shipping facilities	
		Real estate taxes	
		Acreage	
		Cost	
		Land assessed value	
		Land fair market value	
		Building age and condition	
		Building depreciation: reserves, methods, rates, policies	
		Building assessed value	
		Building fair market value	
		Fire insurance	
		Title to realty and title policy	
		Equipment Description	
		Equipment age, condition, efficiency, insurance coverage	
	Equipment depreciation: reserves, methods, rates, policies		

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	Plant Facilities (continued)	Future plant and equipment requirements	
		Capital expenditures and repair costs for the past five years	
		Efficiency of operations	
		Subcontracting done by others	
		Facility contracts or leases	
	Assets	Relationship of cash to current liabilities	
		Age and number of accounts receivable	
		Provision for bad debts	
		Inventory locations	
		Inventory finished goods by product	
		Work in process by product	
		Raw materials by product	
		Pricing methods	
		Accounting methods and procedures	
		Analysis of notes receivable	
		Analysis of investments	
		Patents, trademarks, copyrights	
		Liabilities	Current federal and state tax status and tax payments for the past three years
	Commitments for new buildings, machinery, inventories		
	Long-term loans outstanding and terms		
	Debentures outstanding and terms		
	Dividend and interest arrearages		
	Pensions		
	Contingent liabilities: warranties, patent infringements, loss contracts, compensation for services		

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	<b>Financial Data</b>	Annual statements and audit reports for the past five years		
			Tax returns for the past five years	
			Disposition of funds statement	
			Reports to Securities and Exchange Commission	
			Chart of accounts	
			Book, net quick, liquidating, and market values for the past five years	
			Working capital for the last five years and normal requirements based on trade practices	
			Inventory turnover for the past five years	
			Interest charges for the past five years	
			Exchange, if any, on which the company's stock is traded; recent price	
			Price to earnings	
			Price to book value	
			Sales to accounts receivable	
			Sales to inventories	
			Sales to fixed assets	
			Earnings to book value	
	<b>Terms of Acquisition</b>	Reasons for sale		
			Price to be paid	
			Terms of payment	
			Financing	
			Brokerage fees	
			Tax considerations	
	<b>Projected Financial Data</b>	projected pro forma balance sheet		
			projected earnings forecast: income statements and statements of cash flows	