



523 PARK POINT DRIVE, SUITE 100
GOLDEN COLORADO 401
OFFICE (303) 670-9855
FAX: (303) 670-5381

CONFIDENTIAL

Corporate Questionnaire

INTRODUCTION

This form should be filled out as completely as possible and forwarded to **Francis Brown** for review prior to a personal conference. Although reasonable value approximations are acceptable, it is important that all corporate papers and information be as accurate and current as possible. The form provides for some personal information that may need to be disclosed to other shareholders during negotiations. However, please note that all information provided in this questionnaire is protected by the attorney/client privilege.

I/We understand that this questionnaire is designed to provide **DAVIS & ASSOCIATES** with important information for succession planning purposes and that the firm's ability to advise clients with respect to lifetime and testamentary disposition of business, with minimization of adverse tax consequences, depends on the accuracy of such information. I/We hereby confirm that such information is substantially correct.

Dated: _____

THROUGHOUT THIS FORM PLEASE USE FULL NAMES AND COMPLETE ADDRESSES.

PART I - GENERAL INFORMATION

Company Name			
Address			
Mailing Address, if different			
Telephone Number	()		
Fax Number	()		
E-mail Address			
Web site	www.		
Employer Tax Identification Number			
Fiscal Year	To		
Registered agent (if any)			
State of Incorporation			
Type of Business (circle one)	C-Corp	S-Corp	LLC
	LLP	Partnership	Joint Venture
Nature of Business			
Affiliated Entities:	Subsidiaries	Real estate Partnerships	Other
History of Company			

Information about industry or profession	
Officers President Vice President Clerk Treasurer	
Directors	

PART II - ADDITIONAL INFORMATION TO BE PROVIDED

- A. Minute Book, including Bylaws, Articles of Organization, Stock Ledger
- B. Company Mission Statement and Creed, if any
- C. Organizational charts and job description
- D. Business Succession Plan, if any, now in effect
- E. Manufacturer, Franchiser, Distributor Agreements, and Succession Limitations
- F. Retirement Plan, e.g., Profit-sharing Plans, 401(k) Plans
- G. Deferred Compensation Agreement
- H. Employee Census

Employee	Birth Date	Employment Date	Salary and Bonuses	Stock Ownership	Stock Options

I. Shareholder Buy/Sell Agreements currently in effect

J. Descriptions of Company real estate and leases

Property Address	Valuations	Appraisals	Own/ Lease	How Value Would Be Determined

K. Formal valuation or appraisal of the Company, if any, and explanation of how value of business would be determined

L. Principal competitors and leading companies in the same type of business

M. Potential purchasers

- 1.
- 2.
- 3.

N. Children

Name					
Birth Date					
Academic Background					
Employment Status					
Experience INSIDE the Company					
Experience OUTSIDE the Company					
Relationship to Employees					
Relationship to OTHER Children					
Marital Status					
Spouse's Name					
Spouse's Birth Date					
Spouse's academic Background					
Does spouse have a role in the Company?	Y / N	Y / N	Y / N	Y / N	Y / N

P. Non-family key employees

Name					
Strengths					
Weaknesses					
Future Prospects in Company					

Q. Outside Advisors

	Accountant	Attorney	Banker	Investment Manager	
Name					
Company Name					
Address (Mailing)					
Telephone No.					
E-mail address					

R. Insurance payable on death of shareholders or employees to be used to fund buyout or key employee replacement

Employee/ Shareholder Name	Policy Face Value	Insured	Company	Type of Insurance	Annual Premium

S. Insurance payable to employees as executive benefit

Employee/ Shareholder Name	Policy Face Value	Insured	Company	Type of Insurance	Annual Premium

T. Bank relationship. Lead bank, additional banks, lines of credit, security, and personal guaranties.

U. Is Company a member of any trade associations: If so, which ones?

V. Owner's succession objectives: Who among family members or key employees are likely to manage and/or own the Company in the future?

PART III - COMPANY ISSUES

A. Do you envision the Company growing? Yes No

If yes, do you see the growth coming from additional locations, new product lines, etc.? Yes No

Specify

-

B. Do you hope that your children will become involved in an aspect of the business that does not currently exist such as complementary line or new location? Yes No

Do you envision employing them at one of the current locations? Yes No

C. Do you see the Company using its future profits to finance that growth? Yes No

Or, do you see the Company borrowing that money? Yes No

Alternatively, do you believe the current shareholders

- would invest new money in the Company? Yes 0 No 0
- D. Do you feel the current salaries are in line with the industry standard? Yes 0 No 0
- E. Do you feel you are adequately compensated? Yes 0 No 0
- Are there other employees or stockholders you feel are under or over compensated? Yes 0 No 0
- Name _____ Over 0 Under 0
- Name _____ Over 0 Under 0
- Name _____ Over 0 Under 0
- Name _____ Over 0 Under 0
- F. Do you feel that you or others were not adequately compensated in the past? Yes 0 No 0
- Should you and others be entitled to recover past deficiencies with deferred compensation payable in the future? Yes 0 No 0
- G. Would you like the Company to distribute dividends to shareholders? Yes 0 No 0
- Would you rather that the profits be reinvested inside the Company for future growth? Yes 0 No 0
- H. If you sold your stock in the Company, would you retain the real estate and derive rental income from that real estate? Yes 0 No 0
- I. Is there any equipment or software you could retain and lease or license to the Company? Yes 0 No 0
- J. Do you feel it is acceptable for parties who are not shareholders of the operating Company to own interest in the real estate and equipment partnerships? Yes 0 No 0
- K. Are there other lines of business that should be explored for growth? Yes 0 No 0

If so, which ones?

L. Are there joint venture partners that might be considered for future growth opportunities for the Company? Yes () No ()

If so, which ones?

M. If you were to sell the Company in the near future, what method or formula would you use to determine the price you would ask?

Is there an industry standard valuation technique or formula? Yes () No ()

M. If you were to sell the business, who would be the most likely to purchase it?

Competitors Yes () No ()
If yes, possible names

Present employees? Yes () No ()
If yes, possible names

PART IV - INDIVIDUAL GOALS

- A. Do you envision retiring in the future? Yes No
If yes, what age or how many years?
- Do you feel the Company should have a mandatory retirement age? Yes No
- At retirement or disability, do you feel a stockholder should be obligated to sell their stock to the Company? Yes No
- Do you feel that the stock should pass to family members who are active in the Company? Yes No
- B. How much pretax annual income do you believe you will need for your retirement?
- C. To what extent will income be available to you from sources independent of the family business and partnerships?
- D. How much income is projected to come from the Company retirement plans?
- E. Do you anticipate selling your stock and real estate interest of the Company at some time in the future? Yes No
- Would you prefer to pass your ownership by current gift or inheritance to your children? Yes No

PART V - NEXT GENERATION GOALS

- A. Who, among your family members, their spouses, and key employees do you feel will manage and/or own the Company in the future?

How do you feel about in-laws coming into the business?

- B. What are the capabilities of your children?

How do you think the **other family members** view your children and the possibility of their coming into the business?

How do you think **key employees** view your children and the possibility of their coming into the business?

How do you think **managers** view your children and the possibility of their coming into the business?

- C. What experience, if any, have your children had in working for the Company, or other work experience that might prepare them for work with the Company?

D. How might future leaders of the Company get experience in the industry?

Manufacturer of your product? Yes No

Work for another Company similar to yours? Yes No

Would you be able to use your contacts to line up the opportunity? Yes No

E. What is your spouse's knowledge of the Company?

What is his or her interest in involvement in management, or employment in the Company?

Does he or she have any related experience in or out of the Company?