

Confidential
Information Memorandum



BlackHorse
Cleaning & Janitorial Supplies

Price: \$1,950,000.00
plus Inventory (estimated at \$2,500,000)

Business Broker: Mr. John Doe CBB, CBI, M&AMI
SW 2nd Street, Miami, FL 33130
C. +1 (555) 555-1234 | P. +1 (555) 555-4321
john@tworld.com | www.tworld.com

This Confidential Information Memorandum is provided to Prospective Buyers subject to the terms and conditions of the Disclaimers and Notices contained herein.
This document has been prepared by the Marketing Department of Transworld Business Advisors under the supervision of the Brokerage Principal, Mr. Andy Cagnetta.
CONFIDENTIAL AND COMMERCIALY SENSITIVE.

This document was thoughtfully written by professional business copywriters and financial analysts. No AI shortcuts — just commercial insight, buyer psychology, and real-world Business Sales experience.





Table of Contents

1. INTRODUCTION

1.1 Executive Summary	05
1.2 Key Acquisition Highlights	06

2. GENERAL INFORMATION

2.1 Business Overview	07
2.2 Business History	08
2.3 Business Timeline	10
2.4 Product Range	11
2.5 Marketing Mix	13
2.6 Online Footprint	14
2.7 Online Reputation	15
2.8 Customer Base	16
2.9 Supply Chain	18
2.10 Systems & Processes	19
2.11 Strategic Direction	20
2.12 Business Ownership	21
2.13 Internal Structure	22
2.14 Photo Gallery	24

3. LOCATION

3.1 Strategic Position	26
3.2 Maps & Logistics	27
3.3 County Profile	28
3.4 County Demographics	29
3.5 Business Premises	30
3.6 Lease Agreement	31

4. ACQUISITION

4.1 Asset List	32
4.2 FF&E Schedule	33
4.3 Intellectual Property	34
4.4 Licenses & Permits	35

5. FINANCIALS

5.1 Financial Summary	37
5.2 Profit & Loss Statement	39
5.3 Adjustment Explained	42
5.4 Normalization Schedule	43
5.5 Financial Analysis	44

6. ADDITIONAL INFORMATION

6.1 Competitive Analysis	47
6.2 Industry Report	48

7. SWOT ANALYSIS

7.1 SWOT Analysis Explained	51
7.2 Business Strengths	52
7.3 Business Weaknesses	53
7.4 Business Opportunities	54
7.5 Business Threats	55

8. CONCLUSION

8.1 Concluding Message	56
8.2 Frequently Asked Questions	57
8.3 Data Room	58
8.4 Next Step	59
8.5 Acknowledgement by Seller	60
8.6 Disclaimers & Acknowledgement	61
8.7 Broker Profile	62
8.8 Agency Profile	63



JOHN DOE

CBB, CBI, M&AMI

BUSINESS BROKER

CBB:

Certified Business Broker

CBI:

Certified Business Intermediary

M&AMI:

Merger & Acquisition Master
Intermediary

+1 (555) 555-1234

+1 (555) 555-4321

john@tworld.com

www.tworld.com

1.1 Welcome Message

Hello -

My name is John Doe and I am a Business Broker at Transworld Business Advisors.

On behalf of the entire team at Transworld Business Advisors, I am pleased to present Prospective Buyers with a truly outstanding opportunity: the acquisition of "BlackHorse Cleaning & Janitorial Supplies", situated at 4847 Sandy Glen Way, Wimauma, FL 33598, USA.

We have prepared this Confidential Information Memorandum with the purpose of providing the reader with a good general understanding of what is on offer.

However, it is important to point out that the purpose of this document is not to provide the reader with absolutely everything that they must know. This will come in two additional stages: the first being the "Business Inspection", when the reader will have the opportunity to see the business and have an informal meeting with the owners to ask further questions.

Following this, if a "Conditional Offer" is forthcoming, the reader will be able to conduct a Due Diligence with the assistance of a qualified professional to review all relevant financial information.

In any event, we hope you will find this document both informative and comprehensive. After reading it, we invite you to contact us to discuss it further and schedule a Business Inspection.

Sincerely,

John Doe



This cleaning and janitorial supply business in Central Florida offers a unique investment opportunity, combining strong profitability with a solid, well-structured foundation. With a diversified clientele spanning commercial, industrial, and residential sectors, the business enjoys a stellar reputation and consistent growth, making it a standout option in a competitive market.





1.2 Executive Summary

BlackHorse Cleaning & Janitorial Supplies represents a compelling acquisition opportunity within the essential goods and B2B distribution sector. Established over two decades ago, the business has evolved into a market leader in the wholesale supply of hygiene, cleaning, and janitorial products across Central and South-West Florida. With a well-diversified customer base, strong supplier relationships, and an operational model built for scale, BlackHorse is strategically positioned at the intersection of stability and growth. This document presents a high-level overview of the business, providing insight into its structure, financial performance, and key value drivers that make it an attractive proposition for investors or owner-operators seeking a resilient and profitable enterprise.



BUSINESS NAME

BlackHorse Cleaning
& Janitorial Supplies



LOCATION

4847 Sandy Glen Way,
Wimauma, FL 33598



INDUSTRY

Wholesale,
Cleaning Products



HISTORY

Established in 2000,
only 2v owners
including Seller



LEASE

Commenced
1st Aug 2011
for 3x5 year terms



TRADING HOURS

Monday to Friday
8.00am to 5.00pm,
No Weekends or
Public Holidays



STRUCTURE

7 Full-Time Staff,
2 Part-Time Staff,
2 Casual Staff and
1 Full-Time Working Owner



REASON FOR SALE

Seller wishes to retire



REVENUE

\$6,566,232 (FY 2024)
\$6,041,033 (FY 2023)
\$5,747,424 (FY 2022)



GROSS PROFIT

\$1,748,252 (FY 2024)
\$1,742,650 (FY 2023)
\$1,711,439 (FY 2022)



NET EARNINGS

\$650,831 (FY 2024)
\$601,297 (FY 2023)
\$627,081 (FY 2022)



SDE

\$831,754 (FY 2024)
\$800,953 (FY 2023)
\$763,504 (FY 2022)



FF&E VALUE

\$188,300
approximate
Furniture, Fixtures &
Equipment Value



ASKING PRICE

\$1,950,000
plus Inventory



INVENTORY

\$2,500,000
approximate Value



R.O.I RATE

42.65%
Return on Owner's
Investment Rate



1.3 Key Acquisition Highlights

1

Robust Financial Performance

BlackHorse Cleaning & Janitorial Supplies has had a steadily increasing financial performance - both in terms of revenue and SDE, while at the same time managing to maintain overheads and cost of goods sold stable.

5

Exceptional Growth Opportunities

There are boundless opportunities for further development - both through diversification, expansion into new markets and segments as well as increasing growth in the core business by exploiting the strength of the brand portfolio.

2

Long and Stable Business History

Established in 2000, BlackHorse can safely be deemed a well-established business. Moreover, it has only had two owners including the Seller, who has owned and operated the business for the last seventeen (17) years.

6

Buoyant And Diverse Target Markets

The target markets for the business are limitless considering that any establishment - from a private residence to a large institution (i.e. Hospital or College Campus) - would require Cleaning, Janitorial and Consumable products.

3

Recession-Proof Product Range

The product range, being Fast-Moving Consumer Goods (FMCG) for the Hygiene and Hospitality Industries are Essential Goods, being protected from major fluctuations in the economy to a very large degree.

7

Low Concentration In Client Base

As evidenced by its stellar online reviews and high rate of repeat business, BlackHorse has grown to become a leading name in its market. The business is renowned for reliability as well as their subject expertise in the product range.

4

Well-Developed Systems & Processes

Having operated for the last eighteen years, the business has developed and perfected systems and procedures to maximize outcomes and ensure efficiency positively influences profitability.

8

Strong Brand Name & Market Reputation

As evidenced by its stellar online reviews and high rate of repeat business, BlackHorse has grown to become a leading name in its market. The business is renowned for reliability as well as their subject expertise in the product range.



2.1 Business Overview

Transworld Business Advisors is pleased to introduce prospective Buyers to an outstanding acquisition opportunity: BlackHorse Cleaning & Janitorial Supplies.

Transworld Business Advisors is pleased to introduce prospective Buyers to an outstanding acquisition opportunity: BlackHorse Cleaning & Janitorial Supplies.

Situated at 4847 Sandy Glen Way, Wimauma FL, this business was established in July of 2000 and was taken over by the current owner in October of 2004.

The business' core activity is the supply of cleaning, janitorial and consumable goods for the Hygiene and Hospitality Industries.

Over its twenty-one-year history, the business has nurtured strong relationships with a number of distinctive suppliers whose products are regarded as being the very best in the market.

As will be noted further ahead in this Confidential Information Memorandum, this has been a large part of what has driven the exceptional growth that the business has experienced.

Cleaning and Hygiene Consumable Products have broad appeal across a number of developed and emerging market segments - indeed, it can be stated that this appeal is universal given the fact that there is no entity that does not require them.

While operating in a mature and over-saturated industry, BlackHorse considers that the business model it adopted following the current owner's takeover in 2004 has been the primary driving force behind the business growth.

BlackHorse has a focus on consumer satisfaction through the provision of comprehensive solutions coupled with what has been described by the business' largest client as 'flawless and impeccable customer service'.

While the business has placed a great deal of emphasis



in strategic relationships with the core target market (cleaning contractors) the ownership chose to diversify its folio by expanding towards the Hospitality Industry as well as providing to large End-Users, who are reached through a Tender process.

In doing so, the business has broadened its client base massively, as will be explored in Section 3.5, and it has positioned itself for continued and sustained growth.

Furthermore, the owner believes that the business will continue growing in pace with the massive growth experienced by the Floridian economy as a whole.

BlackHorse sees its role as educating the consumers on the advantages of its product range and offering a service that exceeds its customers' needs.

With a well-built internal structure and effective operational systems and procedures in place, it is believed that the transfer of ownership ought to be simple and straight-forward.



2.2 Business History

“BlackHorse Cleaning and Janitorial Supplies’ long history is a testament to the resilience of its business model.”

BlackHorse Cleaning & Janitorial Supplies was established in July 2000 by Mr Jim Kazakis - a cleaning industry professional who identified that most local cleaning contractors were travelling as far as Tampa as there was no presence in and around the Hillsborough County, even though a number of customers lived near the area. The business was originally set up in his residence but as it expanded, premises were rented in a commercial street.

Around mid-2004, Jim was approached by Mr Adam Smith, an entrepreneur with a corporate background as a FMCG Executive who wanted to transition into small business ownership.

In October 2004, Adam took over the business and expanded it greatly through aggressive marketing and via the acquisition of smaller local competitors.

As the business continued to grow from strength to strength, Adam relocated the business to its current premises on Sandy Glen Way in January 2011 in order to support increased demand and to allow for future growth while taking into consideration the space required to support it.





*“Leaving the Corporate
World and purchasing
BlackHorse Cleaning
and Janitorial Supplies’
has been one the best
decisions I have ever made.
It has allowed me to comfortably
provide for my family,
have a job I love and
to live the American Dream.”*

(Adam Smith, Seller)



2.3 Business Timeline

July 2000

BlackHorse Cleaning & Janitorial Supplies is established by Mr Jim Kazakis after he identifies a need in the local area for such a business catering to cleaning contractors - first trading from home with no staff.

Sept 2003

As the business expands, thanks to Jim's contacts in the local industry, the business relocates to a commercial position on FL-674 in Wimauma, with the intent of building retail sales and to support Inventory storage. Around this time, the business begins to employ staff members for deliveries.

Oct 2004

After being approached by Mr Adam Smith, an FMCG executive transitioning into small business ownership, BlackHorse Cleaning & Janitorial Supplies is sold.

Nov 2006

Following an aggressive marketing campaign and a re-structuring of the operations, a focus is shifted from retail operations back to wholesale. Sales at this stage have essentially doubled since the take-over.

Jan 2007

BlackHorse acquires a small local competitor in Apollo Beach, absorbing all the clientele but none of the overheads. Simultaneously, it gains distributorship of Kimberly-Clark products and it opens a Paper Consumable range in its product portfolio.

Aug 2011

Following continued rapid growth, BlackHorse relocated to larger premises at a cheaper rent at 4847 Sandy Glen Way, Wimauma. The business also acquires another small competitor in St Petersburg and again, absorbs clientele only and no overheads. Around this time it gains distributorship of Polivac range of machinery.

May 2014

Mr Adam Smith employs two Managers to assist him with the daily activities of the business. As he slowly approached retirement age and plans for a transition.



2.4 Product Range

BlackHorse Cleaning & Janitorial Supplies sources products of the highest quality from trustworthy vendors, simultaneously assuring they can be priced at competitive rates while still allowing for strong profit margins for the business.



Cleaning Chemicals

A full range of cleaning chemicals for all applications is available in 16 oz., 1.5 gallon and 4 gallon containers.

Brands include: Alpine Chemicals, Johnson-Diversey and Research by Oates.



Toilet Paper Rolls

Toilet Paper Rolls, Jumbo Rolls and Interleaved Toilet Paper in multiple ply's and packaging.

Brands include: Sunrise Tissues, Mel, Kimberley-Clark, ABC, Livi and Tork.



Paper Hand Towels

Hand Towel Rolls and Interleaved Hand Towels available in different sizes to fit different dispensers.

Brands include: Sunrise Tissues, Mel, Kimberley-Clark, ABC and Tork.



Garbage Bags and Bin Liners

A variety of garbage bags and bin liners varying in size from 4.8 gallons to 63 gallons in Black, Clear and White colour options

Brands include Mel and Maxpak.



Cleaning Machinery

A range of new machinery from backpack vacuum cleaners for commercial/ industrial use to large floor scrubbers

Brands include PacVac and Polivac.



Spare Parts

A full range of parts available to suit different types of machines, especially vacuum cleaners, including Heads, Hoses, Bags and others. Brands include CleanStar.



Buckets, Baskets & Bin

A full range of durable Cleaning Buckets, as well as cleaning baskets and bins.

Brands include: Sabco, ED Oates and NAB-Clean.



Cloths and Wipes

A full range of cleaning cloths and wipes in various fabrics, colour-coded for OH&S.

Brands include: Sabco, ED Oates and NAB-Clean.



Sponges and Scourers

A full range of sponges and scourers in various fabrics, colour-coded for OH&S.

Brands include: Sabco, ED Oates and NAB-Clean.



2.4 Product Range



Brooms and Floor Brushes

A full range of brooms, floor brushes and floor scrubs for different applications and in varying sizes.

Brands include Sabco, ED Oates and NAB-Clean.



Cleaning Gloves

Gloves in different sizes and different fabrics (powder, vinyl or latex) for cleaning applications.

Brands include MaxValu and Mel.



Mops and Mop Heads

A full range of mops and handles for different applications, colour coded for OH&S.

Brands include Mel and ED Oates



Washroom Dispensers

A variety of soap and hand towel dispenses in metal and stainless steel for different washrooms.

Brands include NAB-Clean.



Window Cleaning Gear

A full range of commercial window cleaning equipment in varying sizes.

Brands include Sabco, ED Oates and NAB-Clean.



Disposable Supplies

A limited range of disposable supplies for the Hospitality Industry.

Brands include Tailored Packaging.



2.5 Marketing Mix

PRODUCT



Diverse, High-Quality Offerings Tailored for the Market

BlackHorse Cleaning & Janitorial Supplies offers a wide and carefully curated product range designed to meet the needs of commercial cleaning and hygiene sectors. With over a dozen categories—ranging from cleaning chemicals and paper products to machinery and janitorial accessories—the business partners with trusted brands like Kimberly-Clark and Polivac to ensure consistent quality. By offering both premium and high-performing generic options, BlackHorse caters to a variety of customer needs and budgets, solidifying its position as a trusted supplier across Florida's hygiene and hospitality industries.

PRICE



Competitive, Value-Driven Pricing Strategy

BlackHorse Cleaning & Janitorial Supplies employs a pricing strategy that balances competitiveness with strong margins. By leveraging long-standing supplier relationships and buying in bulk, the business secures favorable terms that allow it to offer customers excellent value without compromising profitability. Tiered pricing for volume purchases, along with periodic promotions, helps attract and retain cost-conscious clients across all segments—from small contractors to large institutions.

PLACE



Strategic Location with Efficient Distribution Model

Located in the heart of Hillsborough County, BlackHorse operates from a spacious, industrial-zoned facility optimized for storage, packing, and dispatch. The business primarily serves trade customers through a reliable delivery system across Central and South-West Florida, while still accommodating local pickups. Its strategic shift from retail to wholesale, combined with streamlined logistics, ensures timely fulfillment and broad market reach without the overhead of a traditional storefront model.

PROMOTION



Reputation-Driven Marketing with Targeted Outreach

BlackHorse relies heavily on word-of-mouth, customer loyalty, and a stellar online reputation to drive new business. With over 700 combined positive reviews across platforms, its credibility serves as a powerful marketing tool. The business also engages in direct outreach to cleaning contractors and hospitality venues, supports local sponsorships, and participates in trade fairs. These efforts, combined with a consistent social media presence, help maintain brand visibility and attract new clients across key segments.



2.6 Online Footprint



Website

www.blackhorsecleaningjanitorial.com



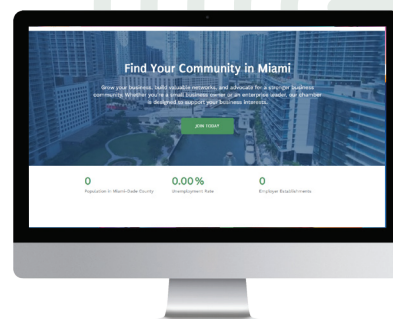
Facebook

www.facebook.com/blackhorsecleaningjanitorial



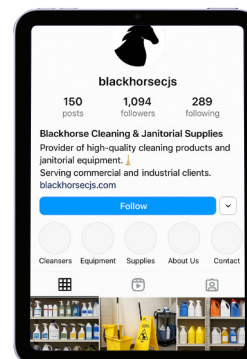
X (Twitter)

www.x.com/blackhorsecleaningjanitorial



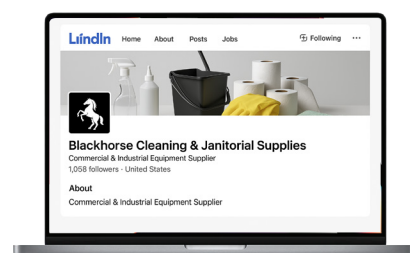
Miami Chamber of Commerce

www.miamicoc.gov/blackhorsecleaningjanitorial



Instagram

www.instagram.com/blackhorsecleaningjanitorial



LinkedIn

www.linkedin.com/blackhorsecleaningjanitorial



2.7 Online Reputation



4.6 out of 5

Based on 402 Reviews

"I highly recommend BlackHorse Cleaning & Janitorial Supplies. They are easy to communicate with and are definitely a one-stop shop for all our needs. I can't recommend them enough."

(C Michaelson, May 2023)

"I have been using BlackHorse Cleaning & Janitorial Supplies for five years now, and I will always be a loyal customer. The products are not only high quality, but they are affordable too. I highly recommend BlackHorse for all your janitorial and cleaning supply needs!"

(V Ortega, October 2023)



4.2 out of 5

Based on 188 Reviews

"Finding the right cleaning supplies for my new business was a challenge until I discovered BlackHorse Cleaning & Janitorial Supplies. Their wide range of products has made a huge difference for my business and team. The products are safe to use, reliable, and competitively priced. Thanks to the team at BlackHorse Cleaning & Janitorial Supplies!"

(K Ramez, April 2024)

"BlackHorse Cleaning & Janitorial Supplies is amazing when it comes to customer service! Fast and reliable. They got all the cleaning needs under one roof! Highly recommended."

(P Carmello, July 2023)



4.7 out of 5

Based on 94 Reviews

"Excellent place to buy all of your supplies! The cleaning chemicals are of the highest quality and the MEL brand of paper products offers excellent value for money!"

(A Shelman, October 2023)

"I just plain love BlackHorse Cleaning & Janitorial Supplies! They have gotten me out of so many jams with their incredible advice and policy of always keeping stock on hand. My entire company buys their products and I would never allow for this to be changed. Just a good, honest, helpful company!"

(G Angelis, November 2022)



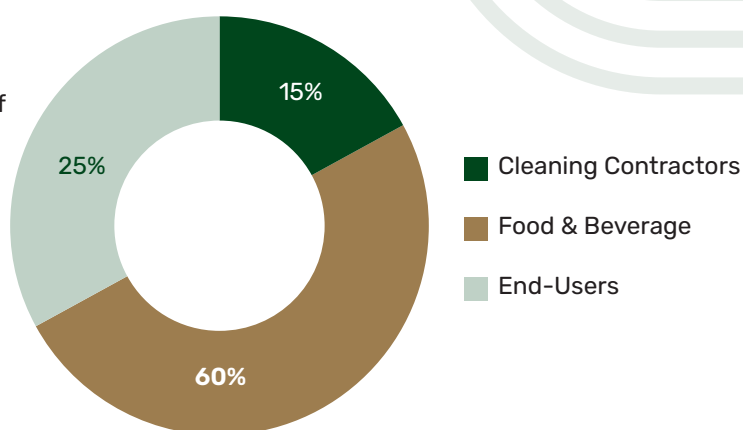
2.8 Customer Base

Initially, the target market for BlackHorse Cleaning & Janitorial Supplies was limited to Cleaning Contractors who were located near the Wimauma region.

As the business expanded, so did its clientele and the current owner, Mr Adam Smith, sought to diversify the types of clients in addition to ensuring that no single client would hold too much of a prominent position in the sales share of the business.

The three major target markets of the business are as follows:

CUSTOMER SEGMENTATION



1. CLEANING CONTRACTORS

Accounting for an estimated 60% of the total sales, this client segment is certainly the most important.

In terms of its purchase of Consumable Products (Paper Products, Soap and Bin Liners) they serve as re-sellers of the products.

This is a secure and steady stream of revenue as Cleaning Contractors need to constantly replace the material - a number of items (for example, mops) can only be used so many times before needing to be disposed of.

The majority of Cleaning Contractors whom the business deals with are Commercial Cleaners, offering their services to Schools, Colleges, Individual Offices, Office Buildings, Hospitals and Medical Clinics.

The Seller estimate the business has approximately 500 Cleaning Contractors who can be deemed as Regular Clients.

2. FOOD & BEVERAGE

Accounting for an estimated 25% of the total sales, this client segment began to be explored by the owner around 2006.

This includes Clubs, Bars, Restaurants and Coffee Shops that purchase goods (primarily Consumable Products) on a regular basis.

The Seller estimate the business has approximately 200 such establishments who can be deemed as Regular Clients.

3. END-USERS

The third and final segment comprises around 15% of the total sales.

This client category encompasses end-users such as Councils, Offices or Schools who purchase their cleaning supplies privately - rather than through their Cleaning Contractors.

The larger clients are won by Tender - while smaller ones can be reached and converted through standard marketing efforts.

The Sellers estimates the business has approximately 20 End-Users who can be deemed as Regular Clients



2.8 Customer Base

The owner of the business has consciously made an effort to dilute the concentration and importance of any single client in order to minimise the risk component in the event of any issue such as bad debts and/or the loss of the client.



Client #1

COMMERCIAL CLEANERS 11.2% OF TOTAL SALES (F.Y. 2023)

This is the longest-standing client of the business - having traded with them since 2002 and having experienced extraordinary organic growth over this period, becoming one of the most prominent commercial cleaning companies in the State of Florida. The relationship between both businesses is excellent and all area managers are familiar with Purchasing Procedures. They are also prompt payers.



Client #2

END-USER: TRADE SCHOOL 6.4% OF TOTAL SALES (F.Y. 2023)

This is one of the business' most recent clients as the Seller submitted a Tender for the supply in 2007 and won a 5-year supply contract (which is performance-based).

This trade school has six different campuses in Central Florida and South-Western Florida and orders come in through the Purchasing Office once a month. They have, thus far, been prompt payers.



Client #3

CATERING GROUP 4.5% OF TOTAL SALES (F.Y. 2023)

This Catering Group focuses on large events and on corporate catering and has been a loyal client of the business since 2011.

The relationship between both businesses is excellent and purchases flow in through the Purchasing Manager on a weekly basis. There is tremendous scope for growth here with a range of Disposable Supplies.



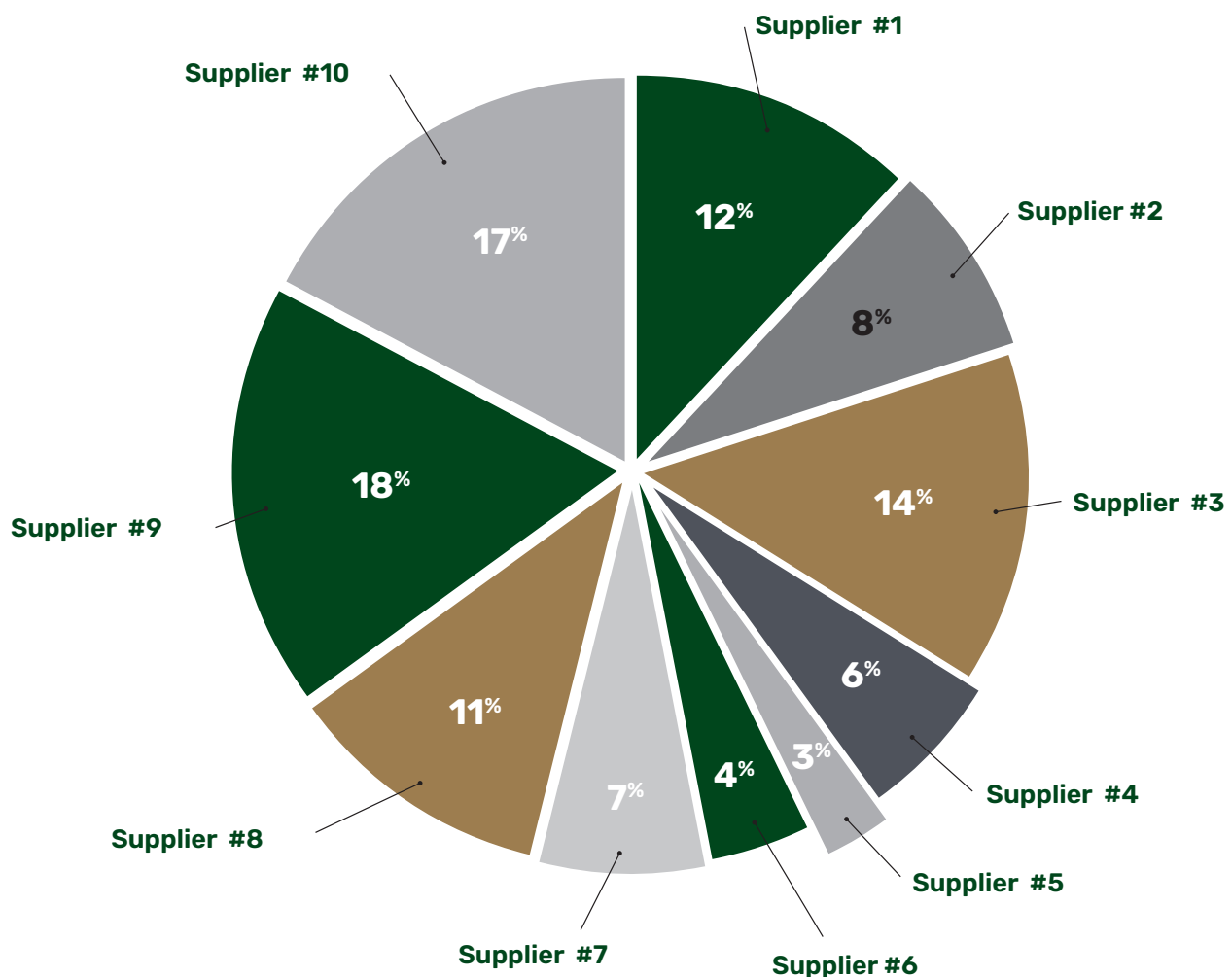
2.9 Supply Chain

BlackHorse Cleaning & Janitorial Supplies works with a wide range of Suppliers to ensure a secure supply for its many products.

A number of clients award a high degree of importance to the brand - particularly in terms of Consumable Products (paper products and garbage bags) and Cleaning Chemicals, although a large section of clients are far more concerned with quality and product efficiency than they are with brand naming.

This created an advantageous situation for BlackHorse as it pits competitors against each other and does not afford them leverage to price their goods at whatever level they deem appropriate.

Below is a breakdown of expenditure per supplier for the Financial Year 2024:





2.10 Systems & Processes

BlackHorse Cleaning & Janitorial Supplies has instituted a straight forward process and has been able to educate most clients and suppliers accordingly.

The process begins in the first week of the month when the business has all merchandise delivered to its warehouse. Orders from customers begin to flow in towards the end of this week.

On the second week of the month, orders continue coming in and goods are separated and order contents are double-checked by two separate staff members - including the warehouse manager whose job it is to assure that mistakes do not occur.

On the third and fourth week of the month, orders continue to flow in, though in a lesser intensity than in the first and second weeks of the month.

During this time, the focus is given to ensure deliveries are made in a timely fashion and meeting each clients' special instructions in regards to delivery.

During the fourth week of the month, as the monthly orders finish being dispatched, Purchasing begins by the Purchasing manager in consultation with both the warehousing and sales departments.

Simultaneous to all of these activities, the Accounts Payable and Receivable staff member follows up and freezes credit, if necessary, throughout the month to any client that may be overdue in payment.

Stage 1



Week 1 of Month

Receiving Goods
Warehousing

Stage 2



Week 1-2 of Month

Incoming Orders Pick
& Pack

Stage 3



Week 3-4 of Month

Dispatch

Stage 4



Week 4 of Month

Purchasing



2.11 Strategic Direction

BlackHorse' overall strategic direction is to spearhead the trend towards increased service efficiency and price-effectiveness with a product-driven offering centered on the customer.



The strategic action plan to increase its market presence has been focused on the following three key areas:

I. EXPLOITING THE STRENGTH OF THE PRODUCT PORTFOLIO

BlackHorse carries most of the industry's strongest brands. To achieve optimal leverage, the product range is being consolidated parallel to market and customer segmentation.

These brands represent expertise and quality in products for the cleaning and hospitality industries.

The high quality and brand power complement the service delivery method, aiming to solidify BlackHorse's position with its clients and increase growth in the core business.

II. EXPANDING INTO NEW MARKETS AND SEGMENTS

Since the ownership transition in 2004, BlackHorse has expanded into new markets and segments - both by geographical expansion, utilizing its sales team and by exploiting market opportunities.

This has been exemplified when the business moved from its focus solely on cleaning contractors, towards the Hospitality Industry, which was at the time mostly being serviced by suppliers offering sub-standard products.

III. GROWTH THROUGH ACQUISITION

A large part of the business' historical growth is explained by acquisitions. In 2007, it absorbed a Moonee Ponds based competitor and in 2011 it absorbed a Keilor Park-based competitor.

The business has focused its acquisition strategy in three areas: (i) increasing geographical market presence, (ii) complementing the product range, and (iii) adding new markets in key areas.



2.12 Business Ownership

“

The last seventeen years at the helm of BlackHorse have been a blessing – they have given me the resources to comfortably retire, and with the knowledge that I helped build something that will outlast me.

Mr Adam Smith - Owner

”



REASON FOR SALE

After successfully running the business for the last seventeen years and transforming into the powerhouse it is today, Mr Adam Smith now wishes to retire and enjoy some well-earned rest together with his grandchildren.

OWNER'S PROFILE

Mr Adam Smith had a background in the corporate world, working with Fast-Moving Consumer Goods to pharmacies and supermarkets – with an academic background in Business Management, specializing in Supply Chain Management.



OWNER'S ROLE AND HOURS

The Owner's primary role is that of Managing Director – overseeing the work of the Sales Manager, the Warehousing Manager and the Accounts.

Moreover, the Owner presently is responsible for procurement as well as Human Resources duties.

His hours are 9.00am to 06.00pm from Monday to Friday.





2.13 Internal Structure



Staff #1

Position: President
Role: General Management,
Purchasing and Human Resources
Status: Full-Time
Length of Service: 14 Years
Hours: Mon-Fri 9am-6pm
Gross Wages: \$80,000 P.A.



Staff #5

Position: Warehousing Assistant
Role: Storage, Pick & Pack, Despatch,
Status: Full-Time
Length of Service: 6 Years
Hours: Mon-Fri 7am-3pm
Gross Wages: \$48,000 P.A.



Staff #2

Position: Warehousing Manager
Role: Storage, Pick & Pack, Despatch,
Supervision of Drivers & Warehouse
Status: Full-Time
Length of Service: 7 Years
Hours: Mon-Fri 7am-3pm
Gross Wages: \$65,000 P.A.



Staff #6

Position: Driver
Role: Deliveries, Warehousing Duties
Status: Full-Time
Length of Service: 6 Years
Hours: Mon-Fri 9am-5pm
Gross Wages: \$52,000 P.A.



Staff #3

Position: Sales Manager
Role: Sales, Key Account Management,
Supervision of Customer Service and
Sales
Status: Full-Time
Length of Service: 4 Years
Hours: Mon-Fri 9am-5pm
Gross Wages: \$70,000 P.A.



Staff #7

Position: Driver
Role: Deliveries, Warehousing Duties
Status: Full-Time
Length of Service: 14 Years
Hours: Mon-Fri 9am-5pm
Gross Wages: \$52,000 P.A.



Staff #4

Position: Warehousing Assistant
Role: Storage, Pick & Pack, Despatch
Status: Full-Time
Length of Service: 6 Years
Hours: Mon-Fri 7am-3pm
Gross Wages: \$48,000 P.A.



Staff #8

Position: Customer Service
Role: Enquiries, Order Processing,
Complaints Handling
Status: Full-Time
Length of Service: 2 Years
Hours: Mon-Fri 8am-4pm
Gross Wages: \$55,000 P.A.



2.13 Internal Structure



Staff #9

Position: Sales Representative
Role: Key Account Management and New Sales
Status: Part-Time
Length of Service: 5 Years
Hours: Mon-Fri 9am-1pm
Gross Wages: \$32,000 P.A.



Staff #11

Position: Warehouse Assistant
Role: Storage, Warehousing Duties, Pick & Pack
Status: Casual
Length of Service: 2 Years
Hours: As Required
Gross Wages: \$22 per hour



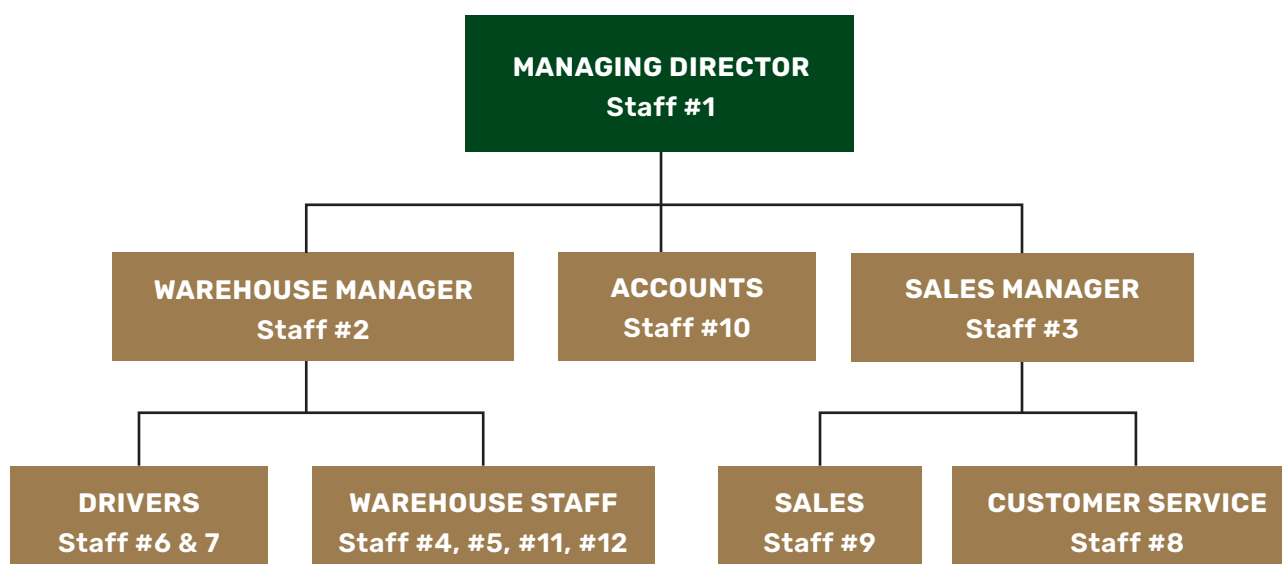
Staff #10

Position: Accounts
Role: Invoicing, Payments, Wages and Admin Work
Status: Part-Time
Length of Service: 8 Years
Hours: Mon-Fri 9am-1pm
Gross Wages: \$29,000 P.A.



Staff #12

Position: Storage, Warehousing Duties, Pick & Pack
Status: Casual
Length of Service: 6 Months
Hours: As Required
Gross Wages: \$22 per hour





2.14 Photo Gallery





2.14 Photo Gallery



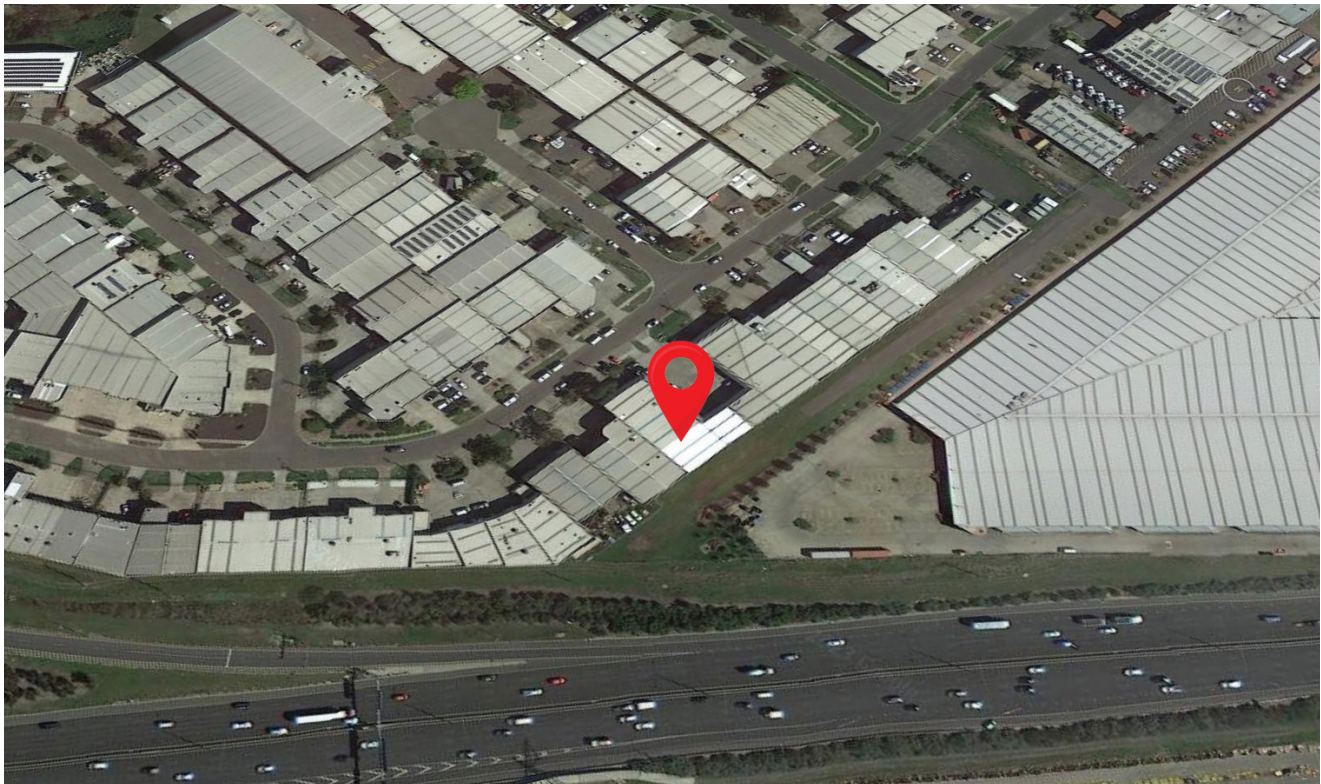


3.1 Strategic Position

The geographic position of the business in Hillsborough County has awarded it a prominent position in the Industry as it quickly grew to dominate this segment of the market - while also positioning it for further growth as this area drives much of the growth seen in the Tampa Metropolitan region.

BlackHorse Cleaning & Janitorial Supplies is situated at:

4847 Sandy Glen Way, Wimauma, FL 33598



The business was originally established having in mind that cleaning contractors who resided around the Sun City and were forced to travel to Spring Hill or Hudson for their Cleaning Supplies. The business eventually transitioned to Shell Point Road in Ruskin where it was at a prime commercial location, though accordingly the Rent was quite high. Under the new ownership, the business transitioned one final time as a commercial location was deemed not to be a priority as the sales focus were re-shifted towards Trade Customers, and the business efforts turned towards a Delivery Model, with little attention to Retail.

Moreover, parking at Shell Point Road was difficult for clients, suppliers and staff members - while parking at the current location is plentiful.

While the business could potentially be relocated to another locality as far as Suppliers are concerned, a number of clients (an estimated 15%) still pick-up their goods rather than having them delivered.

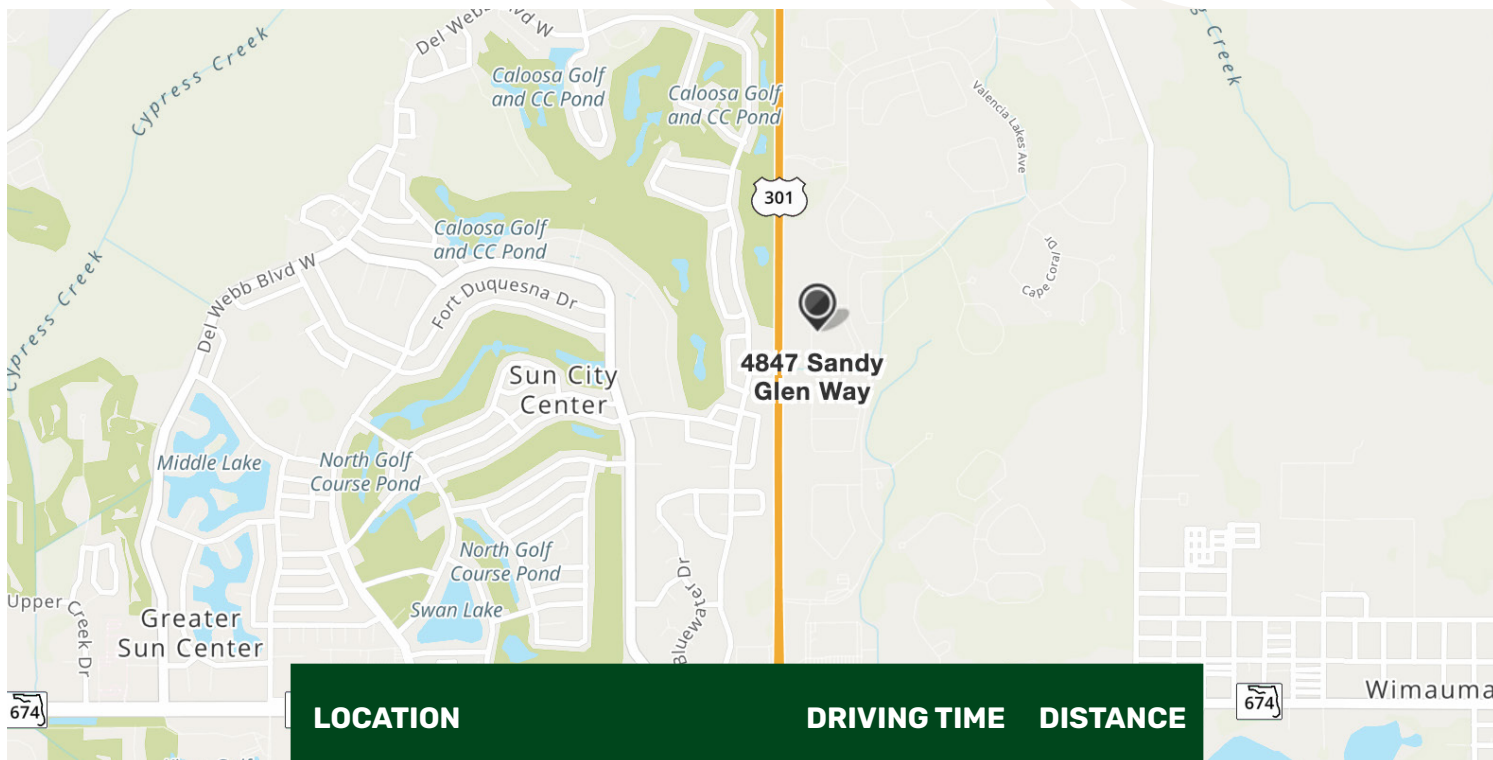
In addition, most staff members live around Wimauma. As such, a shift towards a farther area could prove to be problematic in this regard.



3.2 Maps & Logistics

Sandy Glen Way is a purely industrial street, accessible from Coral Springs Boulevard and runs parallel to Route 301.

The following are the distances from Wimauma to major local destinations with high concentrations of clients:



LOCATION	DRIVING TIME	DISTANCE
Sun City Centre	7 minutes	2 miles
Willow	13 minutes	7 miles
Balm	16 minutes	8.7 miles
Gulf City	21 minutes	7 miles
Parrish	17 minutes	12 miles
Fort Lonesome	19 minutes	13 miles
Lithia	28 minutes	21 miles
Fish Hawk	35 minutes	18 miles
Keyville	39 minutes	29 miles
Bloomingdale	32 minutes	17 miles
Apollo Beach	21 minutes	12 miles



3.3 County Profile

Hillsborough County is a county located in the west central portion of the U.S. state of Florida. A 2019 estimate has the population of Hillsborough County at 1,471,968 people, which itself is greater than the populations of 12 states according to their 2019 population estimates. Its county seat and largest city is Tampa.

Economy

The economy of Hillsborough County, FL employs 701k people. The largest industries in Hillsborough County, FL are Health Care & Social Assistance (93,014 people), Retail Trade (82,167 people), and Professional, Scientific, & Technical Services (63,236 people), and the highest paying industries are Utilities (\$75,431), Management of Companies & Enterprises (\$61,691), and Professional, Scientific, & Technical Services (\$57,802).

Median Household Income

Households in Hillsborough County, FL have a median annual income of \$58,480, which is less than the median annual income of \$61,937 across the entire United States. This is in comparison to a median income of \$54,731 in 2017, which represents a 6.85% annual growth

Employment by Occupations

The most common job groups, by number of people living in Hillsborough County, FL, are Office & Administrative Support Occupations (92,555 people), Sales & Related Occupations (83,488 people), and Management Occupations (72,145 people).

Domestic Trade Growth

In 2020, total outbound Florida trade was \$497B. This is expected to increase 43.6% to \$714B by 2045.

Interstate Trade

In 2015, the top outbound Florida domestic partner for goods and services (by dollars) was Georgia with \$19.5B, followed by Texas with \$16.6B and California and \$11.5B.

Source: <https://datausa.io/profile/geo/hillsborough-county-fl>





3.4 County Demographics



POPULATION

1,471,968



BUSINESS

124,188



TOP 3 INDUSTRIES

Health Care & Social Assistance (93,014 people),
Retail Trade (82,167 people),
and **Professional, Scientific, & Technical Services** (63,236 people)



STAFFING

Total Employment:
601,133
Total Annual Payroll:
\$30,391,827



EDUCATION

High school graduate or higher: 88%
Bachelor's degree or higher: 32.7%



HOUSING

Housing Units: 590,779
Owner-occupied housing unit rate: 58.1%



FAMILIES

Households: 516,478
Persons per household: 2.6



EMPLOYMENT

60.8% Working Full-Time
25.9% Working Part-time
6.1% Away From Work



INCOME

Median Weekly Income:
\$624 - Personal
\$1,439 - Family
\$1,192 Household



3.5 Business Premises

The business operates out of spacious and modern premises at 4847 Sandy Glen Way, Wimauma, Florida - zoned by the local council as Industrial 1.

The total land area is 1,094 sq ft approximately and the total building area is 879 sq ft approximately divided as follows:

Showroom (Upstairs)

Warehouse

5 x Offices

1 x Boardroom

1 Kitchenette

1 x Staff Room

3 x Loading Bays

20 x Car Spaces

2 x Male Toilets

2 x Female Toilets

1 x Reception





3.6 Lease Agreement



PARTIES

The Lease Agreement commenced on 1 November 2016 between LG Nominees LLC(Landlord) and BlackHorse LLC (Tenant).



TERMS

The present Lease Agreement commenced on 1 August 2011 for an initial term of Five (5) Years with Two (2) Renewal option of Five (5) Year each. The Lease was renewed on 15 March 2016 with One (1) additional renewal option to be exercised by 15 March 2022.



RENTAL

The Rent, after the renewal was fixed at the following rates:

Year 1: \$152,800 P.A.

Year 2: \$154,912 P.A.

Year 3: \$157,108.48 P.A.

Year 4: \$159,392.82 P.A.

Year 5: \$161,768.53 P.A.



MISCELLANEOUS

The landlord has stated there are no alteration/demolition works, or other matters planned or known to the landlord during the renewal of lease that would affect the Tenant's business.





4.1 List of Assets

BlackHorse Cleaning & Janitorial Supplies will be sold with all equipment, fittings and fixtures used in the business – except for any private property of the Sellers that may be registered under the business as follows:

- **BMW Black Sportivo ABC-123**
- **Owner's iPhone 8X**
- **Owner's Laptop Computer**

On the closing of escrow, all equipment will be transferred to the Buyer free of any debt and in good working order and condition (subject to fair wear and tear).

A list of equipment can be found in the next page containing all major items included.

The estimated total value of the equipment is \$188,300 – and this value is inclusive in the Asking Price of the Business.





4.2 FF&E Schedule

ITEM	NOTES	ESTIMATED VALUE
Isuzu Truck 2009	137,000 miles	\$78,000
Hyundai 2 Tonne Van 2012	67,000 miles	\$35,000
Holden Barina 2007	155,000 miles	\$5,000
Nissan Pulsar 2012	78,000 miles	\$12,000
Forklift Gas	--	\$10,000
Director Computer System	--	\$2,000
Warehouse Manager Computer System	--	\$2,000
Sales Manager Computer System	--	\$2,000
Sales Representative Laptop	Surface Pro	\$1,500
Accounts Dept Computer System	--	\$2,000
Xero Accounting Software	--	N/a
Office Furniture	--	\$1,000
Banner, Signage and Others for Trade Fairs	--	\$2,000
Shelves & Baskets at Showroom	--	\$8,000
Pallet Racks	--	\$20,000
Reception	--	\$500
POS System	--	\$500
Outside Signage	--	\$1,500
Television	--	\$300
FujiXerox Printer	--	\$5,000
TOTAL		\$188,300



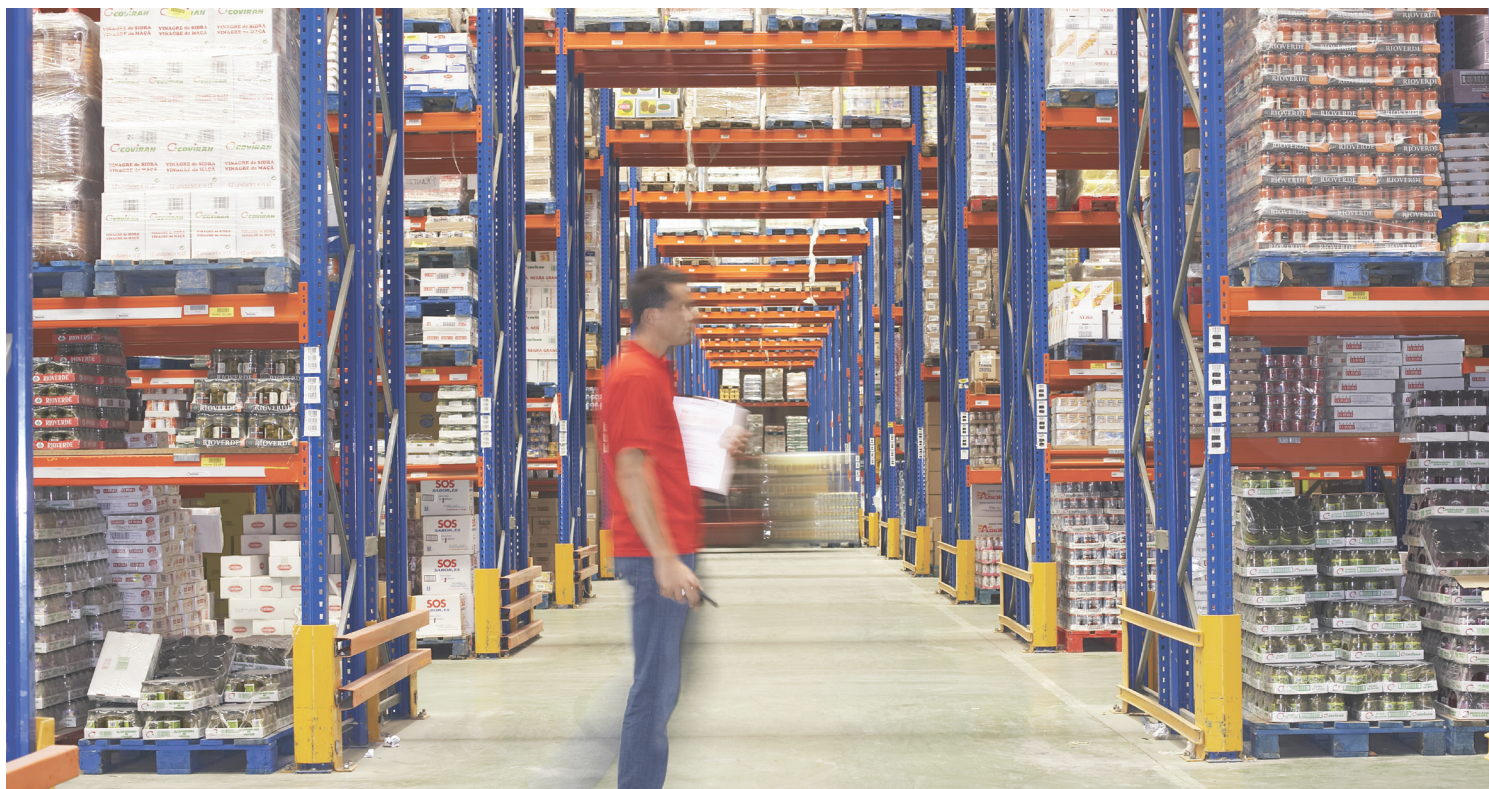
4.3 Intellectual Property

BlackHorse Cleaning & Janitorial Supplies will be sold with all intellectual property associated with the business.

This includes the business name, websites and any associated domains it has secured.

These will be transferred to the Buyer on the day of Settlement.

Moreover, as part of this deal, the Sellers will provide a total of 4 weeks of training, at no cost, during which they must introduce the Buyers to customers, suppliers, employees of the Business and provide details of all contracts utilized by the business and provide all intellectual property relating to the conduct, methodology and trade secrets of the business.





4.4 Licenses & Permits

One of the many positive features of this business is that it does not necessarily require the Buyer to have previous experience in the industry as the learning curve is relatively short.

The Sellers have informed us that the Buyer does not need any special qualification, permit or license to operate the business, except for the following which would be beneficial but, according to the Seller, not essential at this time:

The Sellers have informed us that the Buyer does not need any special qualification, permit or license to operate the business, except for the following which would be beneficial but, according to the Seller, not essential at this time:



- Forklift Driving License
- Heavy Vehicle Driving License

Having said that, it is imperative that the Buyer conducts their own investigation in this regard, with the assistance of a qualified professional.



The Buyer does not need to have any specific skill other than that related to the following areas – which would be beneficial but not essential:

- Management
- Customer Service
- Sales & Marketing



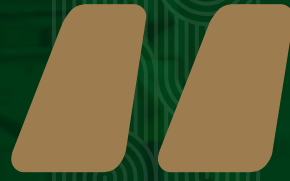
The Buyer does not need any specific qualification, but should undertake a course on:

- Workplace Health & Safety

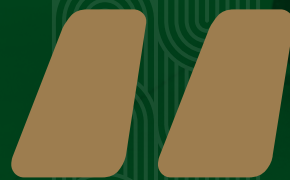


The Buyer does not need to have experience in the cleaning supplier industry as the Seller will provide full training on the job.





**BlackHorse Cleaning
& Janitorial Supplies
occupies a commanding
industry position and
is well-placed for further
growth and development.**





5.1 Financial Summary

The Financial Performance of a business is one of the strongest factors that drive decision-making.

While BlackHorse Cleaning & Janitorial Supplies' financial performance is excellent, as the reader will see in the next few pages, we kindly remind the reader that this should not be the only factor at play.

Having said that, we have compiled the information from the business' Profit & Loss Statements for the last three financial years.

A copy of the full Financial Statements, including Balance Sheets and Depreciation Schedules are enclosed to this profile and available in the Data Room.

In addition, as part of the Due Diligence process - should the reader choose to proceed - the reader will be provided with copies of the business' Quarterly Statements, Company Tax Returns, IRS Portals, Receipts/Invoices, Management Accounts from its Xero Accounting Software and any other information that the reader and/or his financial advisers deem relevant.

Disclaimer Regarding Buyer Due Diligence

The information presented in this Confidential Information Memorandum has been supplied by the Seller and is believed to be accurate and complete at the time of preparation. However, neither the Seller nor Transworld Business Advisors make any warranties or representations as to the accuracy, reliability, or completeness of the information provided.

It is the sole responsibility of the Buyer to conduct their own independent investigation and due diligence into all aspects of the business, including financial performance, legal compliance, asset condition, and operational matters. Transworld Business Advisors shall not be held liable for any loss, cost, or damage incurred by any party relying on the information contained herein.





5.1 Financial Summary

BlackHorse Cleaning & Janitorial Supplies demonstrates a **robust and well-balanced financial profile** characterized by consistent revenue growth, strong gross margins, and stable operating costs. Over the past three fiscal years, revenue has grown from **\$5.7M to \$6.6M**, representing a **compound annual growth rate (CAGR)** of approximately 7.5%. Gross profit has remained healthy, averaging around **27%** across the same period, despite rising input costs and market saturation. This highlights the business's ability to preserve pricing power and maintain supplier efficiency, ensuring strong margin control even in a competitive industry.

The company's **Seller's Discretionary Earnings (SDE)** margin has also remained impressive, hovering between **12% and 13%** in recent years – a strong performance relative to industry benchmarks. Key drivers of this profitability include efficient inventory management, streamlined logistics, and a lean operational structure that keeps fixed costs in check. The trend analysis indicates a **steadily improving bottom line**, supported by reinvestment in infrastructure and technology. With a low debt profile and significant untapped growth capacity, the financials suggest a business that is not only well-managed but **well-positioned for scalable expansion**.



REVENUE

(F.Y. 2024)

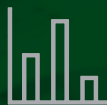
\$6,555,732



COST OF GOODS SOLD

(F.Y. 2024)

\$4,817,890



GROSS PROFIT

(F.Y. 2024)

\$1,737,752



GROSS MARGIN

(F.Y. 2024)

26.62%



EXPENSES

(F.Y. 2024)

\$1,096,421



NET PROFIT (EBIT)

(F.Y. 2024)

\$650,831



S.D.E.

(F.Y. 2024)

\$833,425



S.D.E. MARGIN

(F.Y. 2024)

12.67%



ASKING PRICE

plus ~\$2.5M Inventory At Value

\$1,950,000



R.O.I. RATE

(F.Y. 2024)

42.65%



5.2 Profit & Loss Statement

	FY 2024	FY 2023	FY 2022	FY 2021	FY 2020
Income					
Sales	\$6,555,732	\$6,031,273	\$5,688,991	\$4,226,920	\$5,444,273
Interest Received	\$10,500	\$9,760	\$8,433	\$7,635	\$4,435
Covid-19 Government Stimulus	\$0	\$0	\$50,000	\$100,000	\$0
Total Income	\$6,566,232	\$6,041,033	\$5,747,424	\$4,334,555	\$5,448,708
Cost of Goods Sold					
Opening Inventory	\$2,366,402	\$2,210,122	\$2,065,556	\$1,920,967	\$1,554,719
Purchases	\$4,901,700	\$4,454,663	\$4,180,551	\$3,135,413	\$4,224,554
Closing Inventory	\$2,450,122	\$2,366,402	\$2,210,122	\$2,065,556	\$1,920,967
Total Cost Of Goods Sold	\$4,817,980	\$4,298,383	\$4,035,985	\$2,990,824	\$3,858,306
GROSS PROFIT	\$1,748,252	\$1,742,650	\$1,711,439	\$1,343,731	\$1,590,402
GROSS MARGIN	26.62%	28.85%	29.78%	31.00%	29.19%
Expenditure					
Salaries & Wages					
Owner's Wages	\$80,000	\$80,000	\$80,000	\$40,000	\$80,000
Salaries - Permanent Staff	\$451,000	\$451,000	\$462,000	\$415,800	\$450,450
Salaries - Casual Staff	\$8,008	\$15,977	\$6,977	\$6,279	\$6,803
Freight Charges	\$49,855	\$69,855	\$22,855	\$20,570	\$22,284
Benefits - Staff	\$42,845	\$42,845	\$43,890	\$39,501	\$42,793
Benefits - Owner	\$7,600	\$7,600	\$7,600	\$6,840	\$7,410
Long Service Leave - Admin	\$7,600	\$12,775	\$0	\$0	\$0
Car Allowance	\$12,000	\$8,000	\$8,000	\$7,200	\$7,800
Employment Insurance	\$8,744	\$7,744	\$7,744	\$6,970	\$7,550



5.2 Profit & Loss Statement

	FY 2024	FY 2023	FY 2022	FY 2021	FY 2020
Salaries & Wages (Continued)					
Total Wages Expenses	\$667,652	\$695,796	\$639,066	\$543,159	\$625,089
Percentage of Total Expenses	60.84%	60.96%	58.93%	58.35%	58.59%
Property Expenses					
Rent	\$154,912	\$152,800	\$152,800	\$139,812	\$149,744
Rates & Taxes	\$23,550	\$22,726	\$21,930	\$20,066	\$21,491
Electricity	\$12,096	\$11,673	\$17,665	\$16,163	\$17,312
Water	\$6,775	\$7,665	\$7,397	\$6,768	\$7,249
Gas	\$451	\$435	\$556	\$509	\$545
Cleaning	\$1,988	\$2,899	\$2,798	\$2,560	\$2,742
Contents Insurance	\$4,500	\$4,343	\$6,770	\$6,195	\$6,635
Rubbish Removal	\$2,000	\$3,500	\$3,378	\$3,091	\$3,310
Security	\$1,400	\$1,870	\$1,805	\$1,652	\$1,769
Total Property Expenses	\$207,672	\$207,911	\$215,099	\$196,816	\$210,797
Percentage of Total Expenses	18.92%	18.22%	19.84%	21.15%	19.76%
Administrative Expenses					
Registration Fees	\$350	\$350	\$350	\$350	\$350
Computer Expenses	\$899	\$1,744	\$2,000	\$1,913	\$1,909
E-mail & Internet	\$2,330	\$1,000	\$309	\$295	\$295
Accountancy	\$7,500	\$8,000	\$8,000	\$6,000	\$8,000
Legal Fees	\$7,500	\$0	\$0	\$0	\$0
Printing & Stationery	\$12,771	\$22,177	\$10,996	\$10,515	\$10,494
Depreciation	\$48,907	\$77,542	\$66,144	\$63,254	\$63,127
Interest Paid	\$38,887	\$28,886	\$22,764	\$21,769	\$21,726
Other Insurance	\$10,775	\$10,775	\$10,775	\$10,304	\$10,284



5.2 Profit & Loss Statement

	FY 2024	FY 2023	FY 2022	FY 2021	FY 2020
<u>Administrative Expenses</u> (Continued)					
Total Administrative Expenses	\$129,919	\$150,474	\$121,338	\$114,400	\$116,184
Percentage of Total Expenses	11.84%	13.18%	11.19%	12.29%	10.89%
<u>Operational Expenses</u>					
Packaging Supplies	\$1,887	\$1,821	\$1,757	\$1,596	\$1,854
Fuel	\$15,002	\$14,477	\$17,554	\$12,690	\$18,527
Motor Vehicle Insurances	\$14,667	\$14,154	\$16,778	\$12,407	\$17,708
Motor Vehicle Repairs & Registration	\$10,888	\$10,507	\$10,139	\$9,210	\$10,701
Telephone Expenses	\$19,726	\$17,088	\$27,886	\$14,978	\$29,432
Uniforms	\$288	\$288	\$576	\$252	\$608
Advertising	\$12,334	\$11,902	\$17,665	\$10,433	\$18,644
Sponsorship	\$4,500	\$4,500	\$4,500	\$3,944	\$4,749
Travel & Conference	\$12,886	\$12,435	\$12,000	\$10,900	\$12,665
Total Operational Expenses	\$92,178	\$87,172	\$108,855	\$76,410	\$114,888
Percentage of Total Expenses	8.40%	7.64%	10.04%	8.21%	10.77%
Total Expenses	\$1,097,421	\$1,141,353	\$1,084,358	\$930,785	\$1,066,959
Percentage of Revenue	16.71%	18.89%	18.87%	21.47%	19.58%
NET EARNINGS BEFORE INCOME TAX	\$650,831	\$601,297	\$627,081	\$412,946	\$523,443
NET MARGIN	9.91%	9.95%	10.91%	9.53%	9.61%



5.3 Adjustments Explained

This part of the Confidential Information Memorandum may require some clarification as a number of readers are not familiar with the concept of Adjustments – also referred to as “Normalizations” or more popularly, as “Add-Backs”.

In a nutshell, an “add-back” is an expense from the Profit & Loss Statement that is added back into the Net Profit of the business to present the Buyer a more accurate picture of what the business is truly generating to a single working owner.

The “Net Profit” figure is relevant for Accounting and Taxation purposes – this is the figure the IRS (Internal Revenue Service) is interested in. However, it does not present a full picture of the business for a Potential Buyer.

What Business Brokers aim to do, is to present the Buyer with an accurate picture of what the business is truly producing while how that is being distributed is a separate matter.

For this purpose, a number of expenses are reverted back into the Net Profit, leading to the final figure of PEBITDA (Proprietor’s Earnings Before Interest, Tax, Depreciation and Amortization) which is what is truly relevant to the Buyer and what he/she must take into account when assessing the business.

This figure of PEBITDA is more commonly referred to as “Adjusted Net Profit”. The main types of add-backs are laid out below and on the next page

1

Abstract Accounting Expenses

This generally refers to Depreciation and Amortization – expenses that show up on the Profit & Loss Statement but never really occurred. For example, the P&L might show an expense of \$10,000 in Depreciation, and while completely valid from an accounting perspective, at no point the business owner wrote a check for \$10,000 to anyone.

2

Interest Expenses

If a business owner takes out a loan, or incurs interest over late payments, those expenses are reverted back into the Net Profit. The rationale behind is that this was their decision – if he/she does not have capital invested into the business to avoid these charges, that is their prerogative, not the business’.

3

Seller’s Personal Expenses

Business Owners frequently throw into the business personal expenses of theirs (or their family members) – be it purchases, phone charges, motor vehicle expenses, subscriptions, donations, personal accounting charges, etc. The rationale behind reverting these back into the Net Profit is that the business does not need them in order to exist/operate.

4

Remuneration To Seller

Another expense that is added back into the Net Profit are payments that the owner makes to himself or their spouse in the form of Wages, Director’s Fees or 401(K) Payments. The rationale behind is that the business is producing this money, he/she is simply distributing it to him/herself in the form of remuneration, rather than the dividends.

5

Excessive/ Unnecessary Expenses

Occasionally Business Owners have both unnecessary expenses or excessive expenses – that is their prerogative, not the business’. The rationale behind it is that a new owner does not need to continue paying more than necessary for a certain item in order for the business to maintain its operations at the current pace.

6

Income Reversal

This is, in many ways, the opposite of an add-back. This refers to income that is removed from the profit in order to provide a clearer picture. This usually refers to interest received, insurance recoveries, profit on sale of assets, etc.



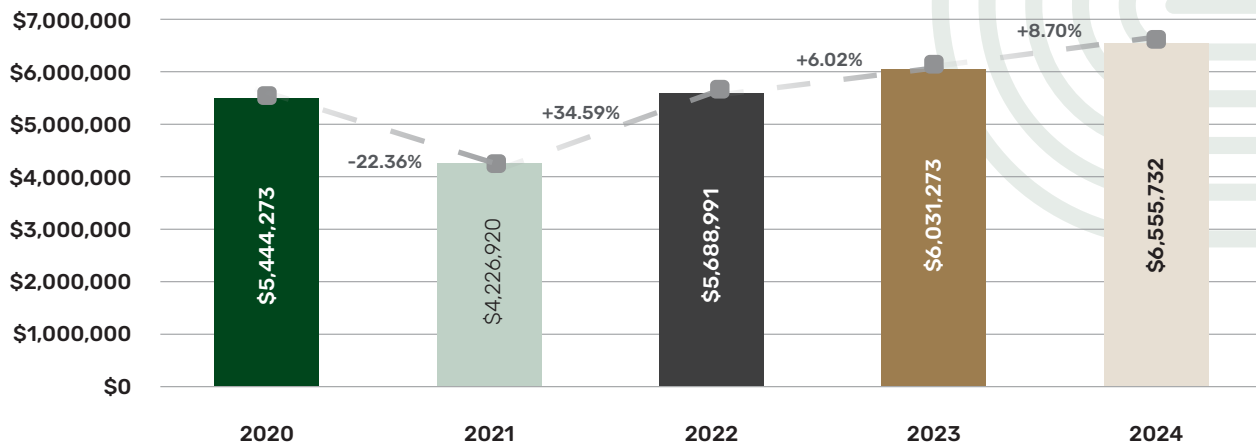
5.4 Normalization Schedule

	FY 2024	FY 2023	FY 2022	FY 2021	FY 2020
Revenue Reversal					
Interest Received	-\$10,500	-\$9,760	-\$8,433	-\$7,635	-\$4,435
Covid-19 Government Stimulus	\$0	\$0	-\$50,000	-\$100,000	\$0
Total Revenue Reversal	-\$10,500	-\$9,760	-\$58,433	-\$107,635	-\$4,435
Standard Add-Back Adjustments					
Depreciation	\$48,907	\$77,542	\$66,144	\$63,254	\$63,127
Interest Paid	\$38,887	\$28,886	\$22,764	\$21,769	\$21,726
Total Standard Add-Back Adjustments	\$87,794	\$106,428	\$88,908	\$85,023	\$84,853
Discretionary Expenses					
Accountancy	\$1,500	\$1,600	\$1,600	\$1,200	\$1,600
Sponsorship	\$4,500	\$4,500	\$4,500	\$3,944	\$4,749
Fuel	\$2,250	\$2,172	\$2,633	\$1,903	\$2,779
Motor Vehicle Insurances	\$2,200	\$2,123	\$2,517	\$1,861	\$2,656
Motor Vehicle Repairs & Reg	\$1,633	\$1,576	\$1,521	\$1,381	\$1,605
Telephone Expenses	\$3,945	\$3,418	\$5,577	\$2,996	\$5,886
Total Discretionary Expenses	\$16,029	\$15,388	\$18,348	\$13,286	\$19,276
Remuneration to Owner					
Owner's Wages	\$80,000	\$80,000	\$80,000	\$40,000	\$80,000
Benefits - Owner	\$7,600	\$7,600	\$7,600	\$6,840	\$7,410
Total Remuneration to Owner	\$87,600	\$87,600	\$87,600	\$46,840	\$87,410
SDE (SELLERS DISCRETIONARY EARNINGS)	\$831,754	\$800,953	\$763,504	\$450,460	\$710,547
SDE MARGIN	12.67%	13.26%	13.28%	10.39%	13.04%

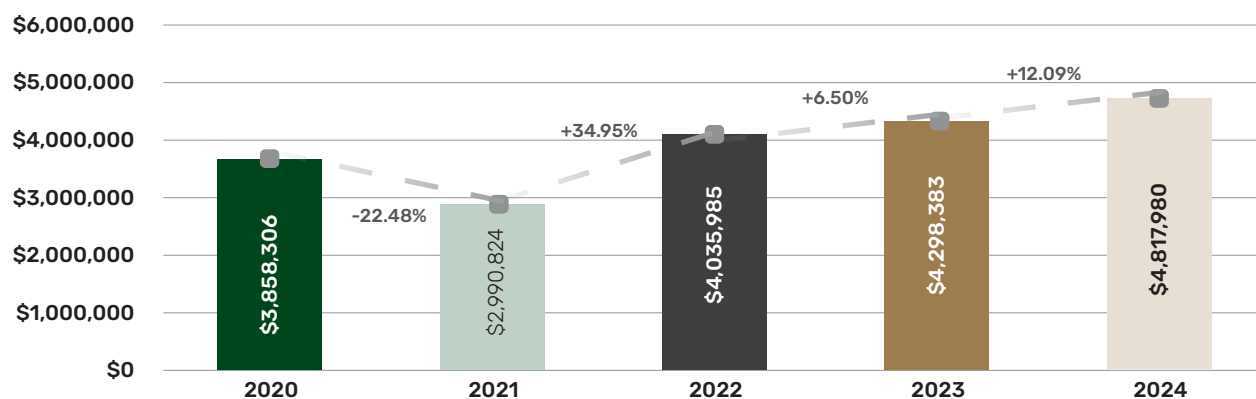


5.5 Financial Analysis

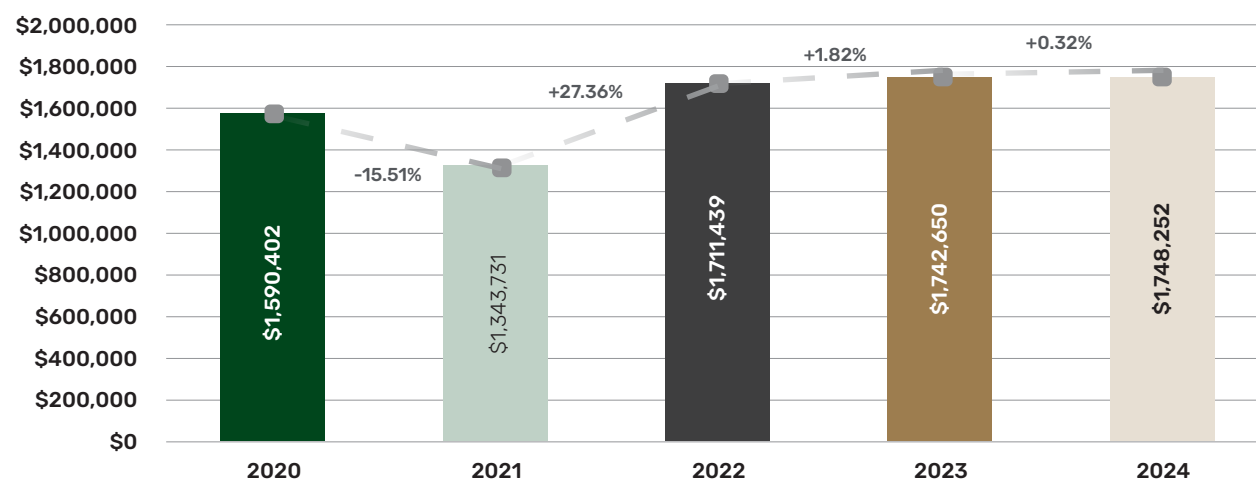
Trends - Sales



Trends - Cost Of Goods Sold



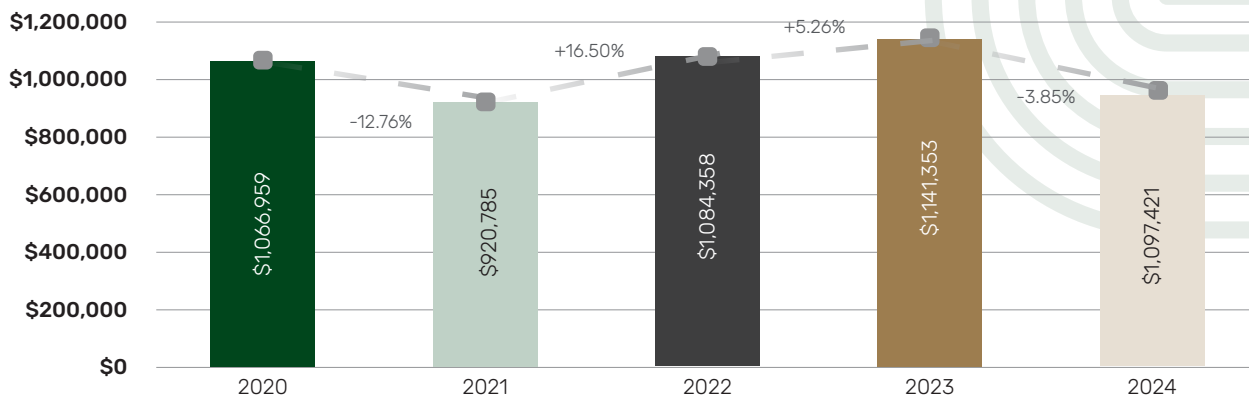
Trends - Gross Profit



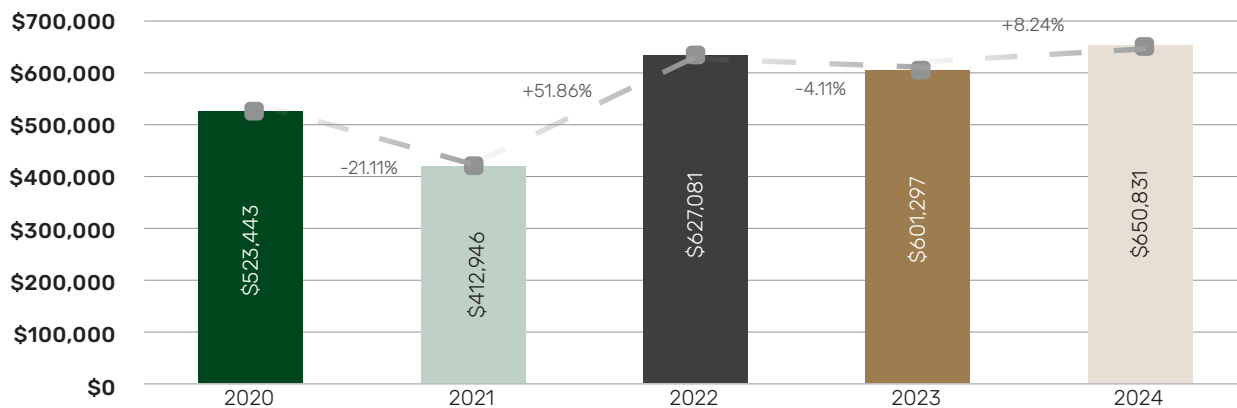


5.5 Financial Analysis

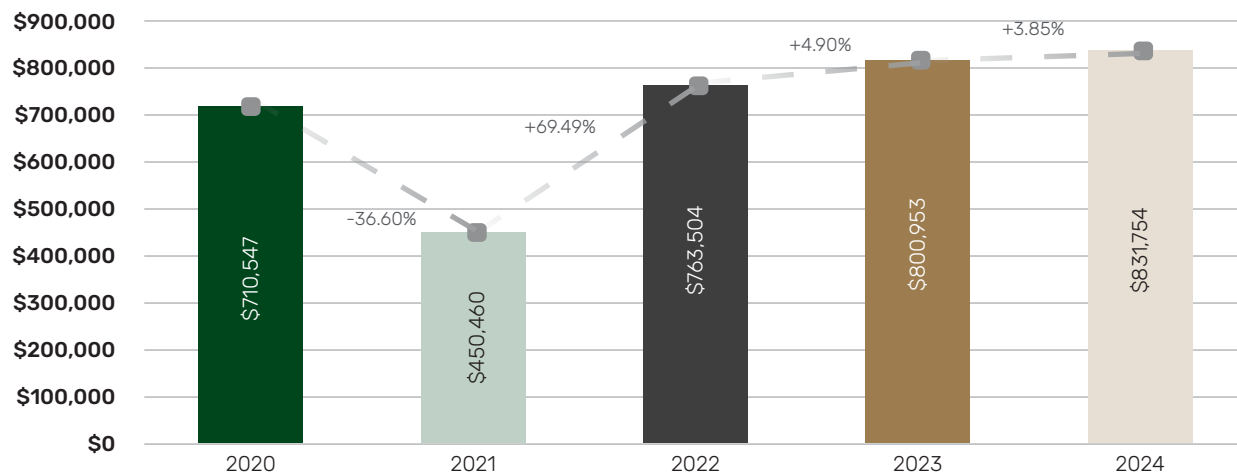
Trends - Expenditure



Trends - Net Earnings



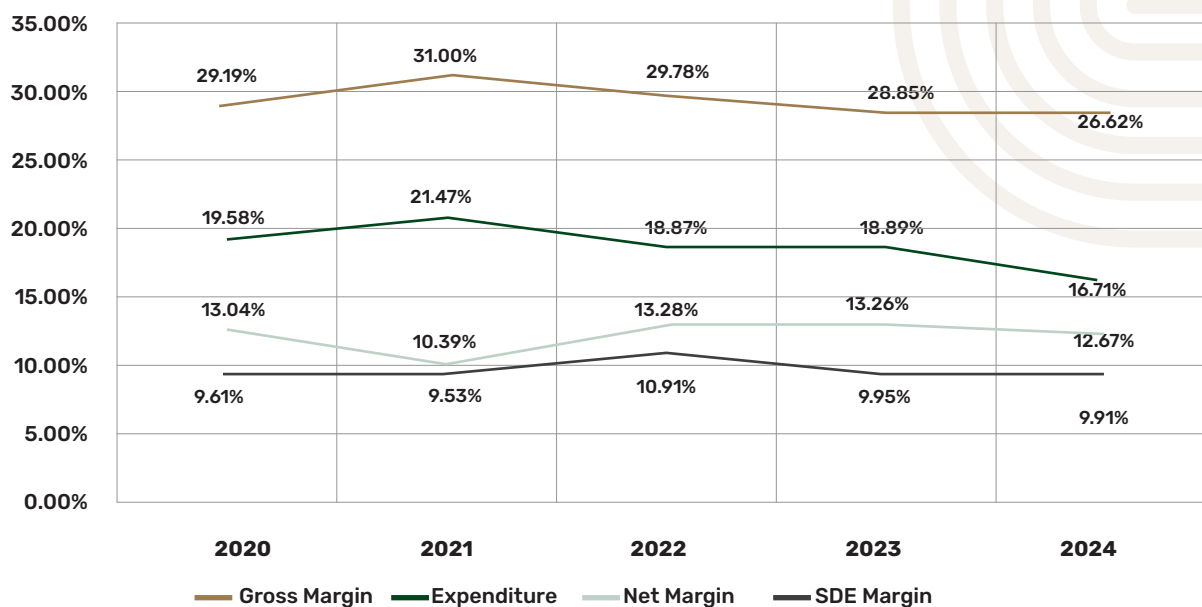
Trends - SDE





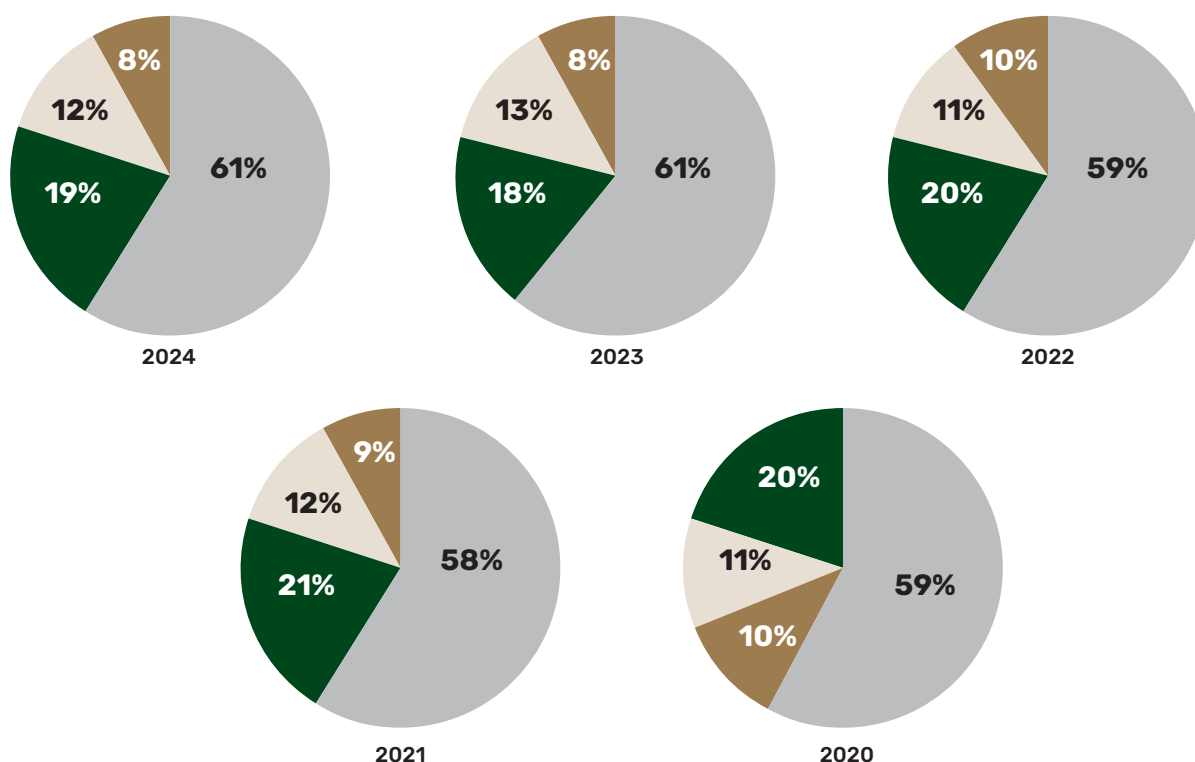
5.5 Financial Analysis

Trends - Margins



Expenditure - Breakdown by Category

Wages Property Administrative Operational





6.1 Competitive Analysis

Brief research undertaken has identified a total of 88 Cleaning Supply Distributors in the TampaMetropolitan areas.

According to the Seller, the largest ones are as follows:

CENTRAL CLEANING SUPPLIES

Located in Wesley Chapel

MELBOURNE CLEANING SUPPLIES

Located in Hudson

HANNAFORDS TRADE SUPPLY

Located in Port Richey

APEX CLEANING SUPPLIES

Located in Tarpon Springs

VICTORIAN CLEANING SUPPLIES

Located in Lutz

Moreover, GODFREY'S CLEANING SUPPLIES is another prominent industry player - although their focus is known to be more towards individual consumers, with a strong emphasis on the sale of domestic vacuum cleaners.

In addition to these, there are a large number of businesses who do not specialise in cleaning supplies but that offer cleaning products, as well as Consumable Products, as peripheral products.

These are:

- Office Supplies
- Catering & Disposable Supplies
- Food Supplies

Furthermore, supermarkets, hardware stores and general retailers also carry cleaning supplies, but at a very high mark-up.

ANALYSIS:

BlackHorse clearly operates within a highly competitive mature market, with an over-saturation of players.

This forces the business to consider its pricing position as well as having to develop key competencies that allow it to stand out from others.





6.2 Industry Report

In order to assist the reader with further background information, the following report has been purchased by the Transworld Business Advisors from IBISWorld.

What follows is the executive summary and key statistics. The full report is enclosed to this Confidential Information Memorandum in the Data Room.

Report: OD4126 ("Janitorial Equipment Supply Wholesaling in the USA"), July 2022

Operators in the Janitorial Equipment Supply Wholesaling industry sell specialized equipment and supplies used by service establishments, such as floor cleaning equipment and vacuuming systems. The industry also sells beauty parlor and barbershop products, in addition to laundry products and equipment. Prior to 2020, the industry benefited from overall economic growth. However, the industry was adversely affected by the COVID-19 (coronavirus) pandemic in 2020. Despite this, an economic recovery in 2022, combined with growth before 2020, have led industry revenue to grow over the five years to 2022. As a result, IBISWorld estimates that industry revenue has increased an annualized 2.5% to \$26.1 billion during the current period, including an increase of 3.5% in 2022 alone.

Over the past five years, businesses in the janitorial, laundry and beauty services industries invested in capital equipment and bought large volumes of supplies from industry operators. However, the coronavirus pandemic led to a contraction in industry revenue in 2020 due to the effects of lower consumer spending and

social distancing measures on downstream industries. Nonetheless, this effect was partially offset by increased residential construction activity, demand for enhanced janitorial services; moreover, demand declines in other verticals were mostly mild or nonlethal. Moreover, an economic recovery in 2022 is expected to drive growth for the industry as consumer spending increases and downstream businesses resume spending that either directly or indirectly benefits industry operators.

IBISWorld expects industry revenue to rise moving forward, increasing an annualized 1.4% to \$28.0 billion over the five years to 2026. Demand from downstream businesses that use industry products in their operations is expected to recover in line with the general economy as employment and consumer spending recover from the coronavirus pandemic. Consumers are expected to spend more on downstream businesses that either buy industry products directly or contract businesses that do. Moreover, an increase in construction activity is anticipated to spur demand for several industry product segments, such as janitorial equipment and fire alarms and sprinklers. However, increasing external competition from online B2B marketplaces may pose a threat to the industry during the outlook period, constraining revenue growth to a certain extent.






6.2 Industry Report

Janitorial Equipment Supply Wholesaling in the US

June 2021

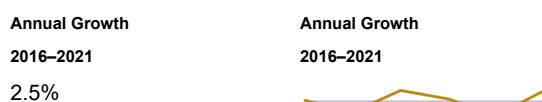
Industry at a Glance

Key Statistics

 **\$26.1bn**
Revenue



 **\$1.1bn**
Profit



 **4.2%**
Profit Margin

 **4,592**
Businesses



 **58,959**
Employment



 **\$3.2bn**
Wages



Key External Drivers

% = 2016–21 Annual Growth

8.1% World price of crude oil	3.0% Per capita disposable income
0.5% Number of businesses	4.1% Value of residential construction
-2.7% Private investment in industrial equipment and machinery	

Industry Structure

POSITIVE IMPACT

Capital Intensity Low	Concentration Low
Regulation & Policy Light / Increasing	Technology Change Low
Industry Globalization Low / Steady	

MIXED IMPACT

Life Cycle Mature	Revenue Volatility Medium
Barriers to Entry Medium / Increasing	Competition Medium / Steady

NEGATIVE IMPACT

Industry Assistance Low / Increasing

Key Trends

- Increased e-commerce orders have helped to counteract the decline in demand for many operators
- A rise in the number of deaths due to the pandemic is expected to bolster industry demand
- A greater number of manufacturers are enabling customers to place orders directly through suppliers' websites
- As employment and consumer spending resume, new businesses will likely form
- Growth in consumer spending and disposable income is expected to bolster industry demand
- Operators are expected to experience rising competition from manufacturers and e-commerce sales
- Industry profit is expected to decline in 2020 as a result of a deteriorating economic landscape

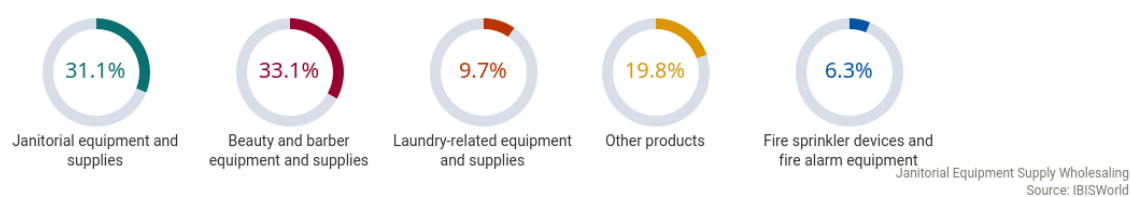


6.2 Industry Report

Janitorial Equipment Supply Wholesaling in the US

June 2021

Products & Services Segmentation



Major Players

There are no major players in this industry

SWOT

S

STRENGTHS

- Low & Increasing Level of Assistance
- Low Imports
- High Profit vs. Sector Average
- Low Customer Class Concentration
- Low Product/Service Concentration
- Low Capital Requirements

W

WEAKNESSES

- Low Revenue per Employee

O

OPPORTUNITIES

- High Revenue Growth (2016-2021)
- High Revenue Growth (2021-2026)
- High Performance Drivers
- World price of crude oil

T

THREATS

- Low Revenue Growth (2005-2021)
- Low Outlier Growth
- Per capita disposable income



7.1 SWOT Analysis Explained

S **TRENGTHS** are analyzed in the context of a Business Buying SWOT Analysis to assist the Buyer in identifying areas where the business is performing well and give it its competitive advantage. Identifying these strengths is necessary so the Buyer knows what can be maintained so this advantage is not lost. Growing the business further will involve finding ways of using and building on these strengths.

O **PPORTUNITIES** are analyzed in the context of a Business Buying SWOT Analysis to assist the Buyer in identifying opportunities that the business could take advantage of in order to make greater profits. Opportunities are created by external factors such as market trends. But by taking into consideration Strengths and Weaknesses (Internal Factors) one understands the business' ability to seize an opportunity at the appropriate time.

W **EAKNESSES** are analyzed in the context of a Business Buying SWOT Analysis to assist the Buyer in identifying disadvantageous characteristics of the business. The first step to minimizing or eliminating weaknesses is being aware of their existence. Every business has its weaknesses so you needn't be taken aback by the fact that they exist – the question is whether you as a new owner will have what it takes to turn them around from weaknesses into Opportunities.

T **HREATS** are analyzed in the context of a Business Buying SWOT Analysis to assist the Buyer in identifying external factors that could adversely affect the business. Such as regulatory changes, market trends or actions by competitors. By identifying a threat, the new owner will be able to plan accordingly to counteract it, depending on the business' strengths and weaknesses.





7.2 Business Strengths

1

MARKET PRESENCE AND BRAND AWARENESS

Given its longevity and its work with major customers, BlackHorse has developed a very positive image in the market and cultivated a reputation for quality of service/advice and reliability.

2

CLIENT-BASE SPREAD AND RELATIONSHIPS

BlackHorse has diversified its client base and ensured that no single customer holds too high a percentage of sales. They have also cultivated excellent relationships with decision-makers in client organizations.

3

STRATEGIC LOCATION

The business position in Hudson is advantageous given the relative lack of local competition and the closeness of Hudson to major throughways leading to all suburbs.

4

SOLID INTERNAL STRUCTURE

The business has built a solid internal structure, not solely relying on any single staff member who could not be substituted if need be. Moreover, staff are skilled, competent and loyal.

5

SYSTEMS AND PROCEDURES

BlackHorse has developed and perfected a series of systems and procedures to ensure service quality standards are met and mistakes seldom occur.

6

INVENTORY LEVELS

In an industry notorious for "back- orders", BlackHorse has gained a reputation for carrying inventory levels that meet regular clients' demands.

7

PRODUCT AND SUPPLIER CHAIN

BlackHorse endeavors to only carry products whose labels assure its quality and market satisfaction. Relationships with Suppliers are excellent given BlackHorse record of prompt payments.

8

ESSENTIAL AND FAST-MOVING GOODS

The product range the business sell is deemed essential and recession-proof. In addition the market for these products is essentially universal given there is no single entity that would not need cleaning products.



7.3 Business Weaknesses

1

ONLINE AND SOCIAL MEDIA PRESENCE

BlackHorse acknowledges having somewhat lagged behind with its online presence - with a website that has not been updated in a year and nonexistent Social Media presence.

2

MOQ (MINIMUM ORDER QUANTITIES)

Goods are sold, in their vast majority by pallet load or carton load -while the business sells goods per unit, allowing for remaining Inventory to become obsolete over time or simply slow- moving.

3

COMPETITION LEVELS

BlackHorse operates within an overly saturated industry, with extremely high levels of competition and a handful of major players with whom BlackHorse must constantly compete.

4

WORKING CAPITAL

While BlackHorse has endeavored to balance supplier and client trading terms, this has not always been the case as some clients pay 30-45 Days EOM while some suppliers only offer 30 Days from Invoice Trading Terms.

5

CAPITAL CONVERSION TO INVENTORY

Inventory levels must remain high, as such much capital profit is converted into inventory. As the business grows, so must inventory levels.

6

RECRUITING AND TRAINING NEW STAFF

Recruiting reliable staff is always challenging but training them to understand the vast product range is time-consuming.

7

RIGIDITY OF RULES AND PROCESSES

As it grew, BlackHorse stopped allowing for urgent deliveries or weekend openings to satisfy last-minute demands. This rigidity causes some dissatisfaction among area managers in Cleaning Companies.

8

BUDGET RANGE

BlackHorse does not presently offer a budget range of products - which can be complicated given that a number of customers are unsophisticated towards understanding the benefits of expensive/ durable products vs cheap ones which may break or be ineffective.



7.4 Business Opportunities

1

DIVERSIFICATION: DISPOSABLE SUPPLIES

While BlackHorse has a small range of disposable supplies for the Food & Beverage industries, the reality is that it does not cover even 5% of what is available and many of its customers do require these goods and presently buy elsewhere.

2

ONLINE PRESENCE

The business can expand on its web presence by undertaking in Search Engine Optimization as well as paid advertising through GoogleAds.

3

EXPANSION INTO NEW MARKETS & SEGMENTS

Just as it successfully moved onto the Food & Beverage sector - BlackHorse may wish to begin marketing to new segments such as Laundries, Car Washes or Mechanics with specialty products.

4

BUDGET RANGE

BlackHorse may develop a range of products in a lower price bracket to satisfy the lower end of the market - which it presently rejects altogether

5

DIVERSIFICATION: SAFETY SUPPLIES

BlackHorse only sells safety supplies relevant to cleaning such as A-Frames or Gloves - but there is huge synergy between both product ranges and an expansion could see increased sales.

6

SOCIAL MEDIA MARKETING

The business can develop a comprehensive Social Media strategy to target the existing markets, or new ones, via LinkedIn, Facebook, Twitter, Instagram, YouTube or Others.

7

FRANCHISING MODEL

The business can consider a Franchising set-up whereby it undertakes expansion by selling operational know-how, while allowing for supply channels not easily accessible

8

VERTICAL INTEGRATION

As it builds sufficient turnover, BlackHorse may begin to consider sourcing its own products directly from manufacturers overseas and buying container loads in order to reduce costs



7.5 Business Threats

1

CURRENCY FLUCTUATIONS

Most goods are imported from overseas markets, as such currency fluctuations can have a strong impact on gross profit margins.

2

ONLINE REVIEWS

As is the trend nowadays, this business is also susceptible to negative online reviews – particularly through Google Reviews which may discourage new purchases.

3

GOVERNMENT LEGISLATION

While it operated within a relatively deregulated space, as with many industries in Texas, the risk of Government legislation and punitive measures is always looming.

4

PAYMENT DEFAULTS

Most clients work with credit – accumulating debts over a 30–60 day period. Commercial Cleaners are generally asset-poor and money cannot be recovered through insolvency.

5

COMPETITOR MARKET

While there is a barrier of entry in terms of the high capital investment required, there are few other ones – allowing for disruptions by new entrants.

6

GREEN MARKET TRENDS

While the 'green wave' has already occurred, a number of products such as Bleach or Virgin-Pulp toilet paper remain tainted with a negative environmental rating.

7

LOSS OF TOP 3 CLIENTS

While the relationship with major clients is excellent, the top three customers together account for 22.1% of total sales. A loss of all three, while highly unlikely, would be adversely felt.

8

SUPPLIER CONTRACTS

While relationships with suppliers are also deemed to be excellent, there are no contracts in place nor exclusivity. Should a supplier stop trading with BlackHorse or cut its credit, the effects would be felt.



8.1 Concluding Message

We live in a global economy that has been driven by monumental changes – the emergence of Cryptocurrency and the prolific influence of Social Media have shaken the very foundations of how business is conducted. Moreover, events such as the Global Financial Crisis, Brexit and the looming tariff wars between the United States and China present major challenges.

In this context, investors can be reassured of putting their money into a stable industry that distributes basic and essential recession-proof Fast-Moving Consumer Goods to the most diverse markets.

While the industry has moved with the times, the need for basic cleaning and janitorial goods, as well as Paper Consumable Products remains high and steady – driven by organic growth as Hillsborough County is poised to overtake others and become Florida's most populous city as well driven by the business' product and service leadership – achieved through innovation and continuous improvement.

The acquisition of BlackHorse Cleaning and Janitorial Products presents a remarkable opportunity for any savvy investor to acquire a well-established business that has, over eighteen years, forged long-standing relationships with customers and suppliers alike and has cemented its market presence and its position as a leader in its field.

It is our sincere hope that this Confidential Information Memorandum has been able to present the reader with an image of BlackHorse Cleaning and Janitorial Supplies as a business of outstanding reputation, proven track-record and successful operational model.



//

This opportunity represents a rare convergence of **stability, scale, and strong returns**—positioning the acquirer to benefit from **immediate profitability and long-term value creation.**”



8.2 Frequently Asked Questions

“

HOW DOES THE BUSINESS ACQUIRE ITS COMMERCIAL CLIENTS ACROSS A BROAD RANGE OF INDUSTRIES?

Prior to establishing BlackHorse Cleaning & Janitorial Supplies, the current owner has cultivated a solid network of owners and executives within the Fast-Moving Consumer Goods (FMGG), Pharmacy, and Supermarket industries, which he leveraged to attract the business's first few clients. However, as the business gradually cemented its position in the market, clients started coming in organically through word-of-mouth, without any client acquisition effort or costs.

“

HOW HAS THE COVID-19 PANDEMIC AFFECTED THE BUSINESS'S OPERATIONS?

BlackHorse Cleaning & Janitorial Supplies thrived amid the pandemic due to increased demand for cleaning and janitorial services. As contractors received more jobs, so was their need for suppliers – and the business was ready to fill this gap. Moreover, as its product range is categorized as essential Fast-Moving Consumer Goods (FMCG) for the Hygiene and Food & Beverage Industries, the business was protected from major economic fluctuations during this period.

“

WHAT IS THE IMPACT OF CHANGES IN INPUT COSTS ON THE BUSINESS'S PROFIT MARGINS IN THE PAST THREE YEARS?

Over its twenty-one-year history, BlackHorse Cleaning & Janitorial Supplies has nurtured strong relationships with its suppliers whose products are regarded as being the very best in the industry. The business's strong ties with these suppliers enable it to purchase inventory at lower bulk prices, softening the impact of inflation or price factors.



8.3 Data Room

For the reader's convenience we have stored all of the supporting documentation provided to our firm by the Seller of BlackHorse Cleaning & Janitorial Supplies in a cloud storage which we have hyperlinked to this Confidential Information Memorandum.

Just **CLICK** on any of the boxes below, and the document will open through your web browser:

**FY 2024 AUDITED
FINANCIAL STATEMENTS**

**FY 2023 AUDITED
FINANCIAL STATEMENTS**

**FY 2022 AUDITED
FINANCIAL STATEMENTS**

**FY 2024 COMPANY TAX
RETURNS**

**FY 2023 COMPANY TAX
RETURNS**

**FY 2022 COMPANY TAX
RETURNS**

**FY 2025-YTD PROFIT &
LOSS STATEMENT (FROM INTERNAL
ACCOUNTING SOFTWARE)**

**FY 2025-YTD BALANCE SHEET
(FROM INTERNAL
ACCOUNTING SOFTWARE)**

**FF&E
SCHEDULE**

**STAFF
ROSTERS**

IBISWORLD INDUSTRY REPORT

**LICENSES &
PERMITS**

**COPY OF LATEST
PRODUCT CATALOG**

**SALES BY CLIENT BREAKDOWN -
FY 2020-2024 (FROM INTERNAL
ACCOUNTING SOFTWARE)**

**PURCHASES BY SUPPLIER BREAKDOWN
- FY 2020-2024 (FROM INTERNAL
ACCOUNTING SOFTWARE)**

**PAY SLIPS FOR STAFF MEMBERS
(WITH NAMES/CONTACT
DETAILS OMITTED)**



8.4 Next Steps



Step 1.

Initial Review of Business

This is the step you have just undertaken by reading this Confidential Information Memorandum, coupled with any follow-up questions you may have for the Business Broker.

Step 2.

Business Inspection

The next step is to organise a visit to the business and an informal meeting with the Seller – during which you will have the opportunity to understand the business better.

Step 3.

Negotiations and Offer

Once you are satisfied with the information provided and are ready to move forward, you can negotiate a Conditional Offer with the Business Broker.

Step 4.

Due Diligence

Once the Offer is accepted by the Seller, and a Deposit is paid into a Trust Account, you will be able to undertake a Due Diligence investigation to verify the accuracy of all relevant business information.

Step 5.

Contracts and Other Matters

You will need to engage a Solicitor to review the Contract of Sale prepared by the Buyers' Solicitor and to assure you are protected in the transaction.

Step 6.

Settlement and Possession

Once both parties have signed the Contract of Sale, you can move on to Settlement and take possession of the business, enabling you to now drive the business in whatever direction you choose.



8.5 Acknowledgement By Seller

I, Mr Adam Smith, President and CEO of “BlackHorse LLC, d.b.a. “BlackHorse Cleaning & Janitorial Supplies” located at 4847 Sandy Glen Way, Wimauma, FL 33598, USA, hereby state and declare that I have instructed Transworld Business Advisors to prepare this Confidential Information Memorandum.

Furthermore, I hereby confirm that all the information contained herein is true and accurate, at the time of the writing of this document, to the very best of my knowledge and has been provided to Transworld Business Advisors by myself in good faith.

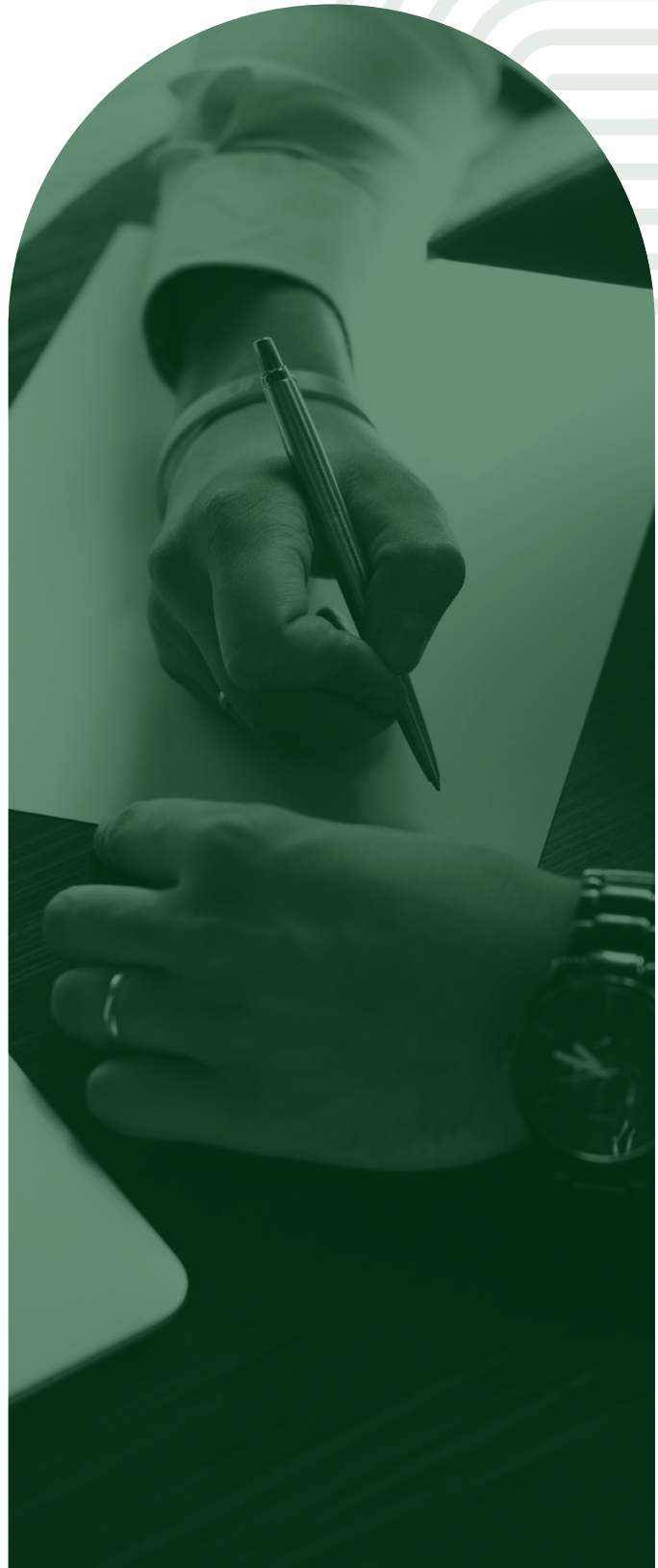
Should any significant changes to the business and/or its operation and/or financials occur during the sale process, that may contradict or change any of the information contained herein, I commit myself to promptly advise Transworld Business Advisors in writing accordingly.

I would expect any Prospective Buyer to seek professional advice prior to making a decision in regards to the purchase of this business.

Signed & Dated:

Adam Smith

01/08/2024





8.6 Disclaimers & Confidentiality

GENERAL DISCLAIMER

The information presented in this Confidential Information Memorandum is highly sensitive and confidential and is for use only by those who have signed a Confidentiality Agreement for the purpose of considering the business described herein as an acquisition.

This Confidential Information Memorandum and the information presented shall be treated as secret and confidential and no part of it shall be disclosed to others, except as provided in the Confidentiality Agreement, nor shall it be reproduced, duplicated, or revealed, in whole or in part, or used in any other manner without prior written permission.

Should there be no interest in the business as an acquisition, the Confidential Information Memorandum and all information shall be promptly destroyed or returned to Transworld Business Advisors.

The statements and financial information related to the subject business set forth in this Confidential Information Memorandum are based solely on information supplied by the Seller(s) of the business to Transworld Business Advisors - and Transworld Business Advisors, its directors, officers, contractors and employees hold no belief as to the accuracy or otherwise of such information supplied.

The statements and financial information are passed on by Transworld Business Advisors via this Confidential Information Memorandum on behalf of the Seller(s) for whom Transworld Business Advisors acts solely as an agent.

Accordingly, Transworld Business Advisors, its directors, officers, contractors and employees do not and cannot warrant or guarantee the accuracy of such statements and financial information relating to the business, and they accept no responsibility in any way whatsoever in respect to any errors or omissions in respect to such statements and financial information howsoever caused. Transworld Business Advisors strongly recommends that prospective Buyers of the business seek their own independent legal, accounting, technical and financial advice and make their own enquiries and conduct their own due diligence of the business.

Each and every opinion or recommendation that Transworld Business Advisors has set forth in this profile is held by Transworld Business Advisors, its directors, officers, contractors and employees in good faith and on the basis the information supplied by the Seller(s) of this business is accurate at the time of writing this profile, and each and every opinion and recommendation set forth in this profile is held, made or stated on the following conditions:

- Transworld Business Advisors makes no invitations to any person to rely on any such opinion or recommendation;
- Transworld Business Advisors accepts no responsibility should Transworld Business Advisors its directors, officers, contractors or employees become aware of any change to or accuracy in the information supplied by the Seller on which the opinion or recommendation is based;
- Transworld Business Advisors shall not be under any liability for loss or damage howsoever occasioned as a result of any reliance by any person on any such opinion or recommendation, whether or not such loss or damage was due to any negligence, default, or lack of care by Transworld Business Advisors its directors, officers, contractors or employees

By accepting this Confidential Information Memorandum and proceeding with its reading and analysis, the recipient acknowledges being in agreement with all terms and conditions set forth in the General Disclaimer above.

FINANCIAL DISCLAIMER

The Financial Information contained herein and in the document "Profit & Loss Analysis" has been reproduced using information provided to Transworld Business Advisors by the Seller(s). Transworld Business Advisors has not verified the accuracy of these records and therefore cannot and do not make any representation as to their accuracy. The Buyer(s) and/or their accountant/financial advisers should make their own enquiries.

In the event that a Buyer is told or otherwise led to believe by any parties that the takings in the business exceed those records lodged with the Internal Revenue Service, Transworld Business Advisors expressly disassociate ourselves with any such representation and would strongly suggest that the Buyer and/or their accountant or financial advisers disregard any such representation and have regard only to the records disclosed to the Internal Revenue Service - subject to our previous warning that we cannot and do not vouch for them.

Add-Back Adjustments presented in this Confidential Information Memorandum are estimations only and are neither comprehensive nor complete - further investigation on these is necessary.

Confidential Information Memorandum

These numbers should serve as a guide only during the Enquiry Process and should not be used in the Due Diligence process - rather, the Financial Statements produced by their Accountants should, in conjunction with:

- Company Tax Returns;
- Quarterly Statements;
- IRS Portals;
- Invoices and Receipts and;
- Any other supporting documentation that the Buyer and/or their accountants or financial advisers deem appropriate and relevant.

All financial figures and Information have been provided in good faith, and while it is our belief these are true & accurate, it is the responsibility of any Potential Buyer to verify all information provided with the assistance of a qualified professional. The Agency strongly recommends all Potential Buyers take this course of action.

By accepting this Confidential Information Memorandum and proceeding with its reading and analysis, the recipient acknowledges being in agreement with all terms and conditions set forth in the Financial Disclaimer above.

NON-DISCLOSURE AGREEMENT

In consideration of the Seller providing to Transworld Business Advisors, this Confidential Information Memorandum containing financial and any other information relating to the business, ("Confidential Information") to the Recipient, the Recipient acknowledges the Confidentiality of the Information and the potential damage to the Seller and the business of a breach of confidentiality and undertakes:

- I. To treat the Confidential Information as private and confidential;
- II. To use the Confidential Information solely for the purpose of evaluating the opportunity to purchase the business from the Seller, and for no other purpose;
- III. Not to use or allow the use of the Confidential Information to be used to gain any advantage over the Recipient or any other party;
- IV. Not to allow the use of the Confidential Information to disadvantage the Seller or the business;
- V. Not to disclose the Confidential Information other than to professional advisors, directors or employees of the Recipient who have agreed to be bound by this Confidentiality Agreement, and who undertake to maintain strict security over the Confidential Information, and where the Recipient is acting on behalf of its client, the client also agrees to be bound by this Confidential Agreement;
- VI. To return all Confidential Agreement and related notes or copies thereof upon request by the Seller or Transworld Business Advisors;
- VII. Not to communicate directly or indirectly the Recipient's interest in the business offered by the Seller with customers, suppliers or employees of the business or the Seller;
- VIII. Not to disclose to any party (other than those mentioned above), that discussions have been held in relation to the Seller, the business or the opportunity to purchase the business;

The Recipient makes this undertaking in favor of Transworld Business Advisors and the Seller, and both parties undertake to keep the Recipient's interests confidential.

In the event that the Recipient eventually purchases the said business, whether as an individual, company or partnership privately, through another agent or any other source, the Recipient undertakes to compensate Transworld Business Advisors for any damages and/or loss of commission.

The Confidential Information Memorandum and other information is provided by Transworld Business Advisors on the instructions of the Seller(s) of this business and has been prepared from information supplied by the Seller(s) and their Accountants. The Recipient acknowledges that this information is further provided on the basis that the contents are accurate and correct. However, Transworld Business Advisors and its management and officers disclaim any express or implied warranty thereto.

By accepting this Confidential Information Memorandum and proceeding with its reading and analysis, the recipient acknowledges being in agreement with all terms and conditions set forth in the Non-Disclosure Agreement above.



8.7 Broker Profile

John Doe is a Florida native who graduated from the University of Florida, with a degree in Business and a major in Economics. He has successfully completed all of his Business Brokerage courses through the IBBA (International Business Brokers Association), earning the qualifications of CBB, CBI and M&AMI.

John joined the team at Transworld Business Advisors after being recruited by Mr. Andy Cagnetta, who was responsible for selling John's restaurant. John specializes in the sale and purchase of businesses valued between US\$300,000 and US\$1 million within the Food & Beverage industry.

John is known for his high energy, enthusiasm and eagerness to get deals done. He is an experienced negotiator and effective communicator who has proven himself as a Business Broker, making him the right broker for your next sale or acquisition.



"John Doe sold my Aventura-based Restaurant in 2017 - getting me an excellent price! His services were exceptional and his communication with us throughout the process could not be faulted. His years of experience were invaluable in getting us through what was a truly challenging process between the offer and the close of escrow due to a number of obstacles - each of which John tackled with resolve and dedication. I cannot recommend John and Transworld Business Advisors highly enough."

(Lee Green - Seller of Aventura Restaurant)



JOHN DOE

CBB, CBI, M&AMI

BUSINESS BROKER

CBB:

Certified Business Broker

CBI:

Certified Business Intermediary

M&AMI:

Merger & Acquisition Master Intermediary

+1 (555) 555-1234

+1 (555) 555-4321

john@tworld.com

www.tworld.com

8.8 Our Agency

Transworld M&A Advisors consists of a team of professionals who specialize in mid-market transactions for companies valued between \$5 million and \$250 million.



Transactions of this size require a unique blend of experience, insight, and skilled negotiation, which is why we have a separate division to meet the specialized needs of these buyers and sellers. Whether you are a buyer or seller, our highly knowledgeable team can add significant value to your transaction by advocating for your best interests and negotiating the Greatest Value. We see the "Greatest Value" as that unique mix of Price, Terms and Cultural Fit between both sides of a transaction.

We have solid relationships with strategic buyers both domestically and around the globe, allowing us to maximize your potential of a timely and successful closing. From identifying the market value of your company to keeping you informed of the various options and wide range of potential transaction structures, we strive to provide you with the resources, counsel and insight you need to make these important decisions from a thoroughly informed position.

At Transworld M&A Advisors, we have extensive experience helping people confidentially buy and sell privately held firms across a broad spectrum of industries.

For business owners, we help you understand the value of your company, assess the prospective buyer market, and manage the process from start to finish.

For business buyers, we give you a clear perspective on current market trends, help you identify potential acquisition targets that meet your goals, and assist you in negotiating and closing the purchase transaction.

Our distinct and reliable approach has resulted in successful transactions for our clients. We appreciate the opportunity to lend our expertise and skill to maximize value on both sides of your transaction. Although we advise both buyers and sellers of companies, we only represent one side or the other; never both. Contact us to have a Confidential discussion about how we can help you achieve your goals. No charge for the discussion and no obligation on your part.



GLOBAL REACH

With offices located throughout the United States and several countries, Transworld M&A Advisors has the strategic connections and reach to find the right qualified buyers. Our advisors understand the process, and aggressively work to identify several buyers who will pay the greatest value for your company.



EXPERIENCED TEAM

With our many years of experience, our team of senior advisors will guide you through every step of the M&A process. We understand the complexities of these transactions, and will help you strategize, research and position your company to maximize value and ensure a successful transaction.



TRANSWORLD
Business Advisors



BlackHorse
Cleaning & Janitorial Supplies

This Confidential Information Memorandum (CIM) was developed for commercial purposes only as a sample.

"BlackHorse Cleaning & Janitorial Supplies" and this branch of "Transworld Business Advisors" are fictional businesses - any similarities with any real business/es are purely coincidental.

The entirety of the contents of this sample are copyrighted to BBMS Media ("Marketing for Business Brokers") Pty Ltd and may not be duplicated without permission.



TRANSWORLD®
Business Advisors



CERTIFIED HUMAN-CRAFTED CIM™
EXPERTLY WRITTEN BY HUMANS WHO KNOW BUSINESS SALES — NOT GENERATED BY A.I.

