



MICRO-PLAYBOOK

Am I Really Ready to Sell My Business?

A decision guide before taking your SME to market.

LANGUAGE

EN

STATUS

RELEASE CANDIDATE

EVIDENCE CUTOFF

24 September 2026

REFERENCE

S01

Am I Really Ready to Sell My Business?

The real decision

The question is not “can I find a buyer?” It is **whether you are ready to start a process that may take months, expose sensitive evidence, surface unresolved issues and change your own role.**

This playbook helps select one of three states: START PREPARATION , PREPARE BEFORE MARKET , or DEFER AND FIX A PREREQUISITE . These are not valuation scores or recommendations to sell.

Test 1 — Are you personally ready?

Write down why now, what comes next for you, minimum liquidity objectives, transition role, non-negotiables and which family stakeholders must be consulted. Readiness means the decision makes sense without assuming a particular valuation.

Test 2 — Can the business operate without you?

Map customer, supplier, bank, pricing, recruitment, operations, know-how and authority dependencies. Name a second owner and documentary evidence for each. Founder dependency can be managed; hidden dependency cannot.

Test 3 — Can the numbers be explained?

A serious buyer will ask for more than headline accounts: management information, debt, cash, working capital, CAPEX, unusual items and a bridge to normalized earnings. The test is provenance, not volume of spreadsheets.

Test 4 — Do the critical documents exist?

Review ownership/capital, key contracts, people, tax/social, assets, licences, disputes, insurance, IP and permissions. Mark each **READY** , **GAP** , **CONTRADICTORY** , **PRO_REVIEW** .

Test 5 — Are you ready to negotiate more than price?

Offers also include timetable, financing, conditions, protections, governance and perhaps your future role. Define what matters before offers arrive.

Seller decision sheet

Dimension	Question	Ready	Needs work
Owner	Why sell now?	clear reason	reactive/urgent
Business	Can it run without me?	distributed ownership	concentrated dependency
Finance	Are numbers traceable?	documented bridge	informal adjustments
Documentation	Are critical records available?	controlled index	critical gaps
Transaction	Can I compare offers beyond price?	written criteria	headline price only

Three possible outcomes

START PREPARATION — move into the P01 Deal-Ready workflow and open a gap register.

PREPARE BEFORE MARKET — the intent is real but dependencies or evidence need remediation. The answer is better preparation, not more visibility.

DEFER — ownership, family alignment, governance, liquidity or another prerequisite prevents an orderly process. Resolve it with the appropriate professional.

What happens next

Preparation → seller file → deal classification → T0/T1 teaser → buyer qualification → NDA → VDR → meeting → LOI → diligence → close.

You do not need to disclose everything at the start. DealPME uses progressive disclosure according to deal type and applicable gates.

What DealPME does not decide

DealPME does not decide whether you should sell, at what price or which buyer to accept. It structures preparation, evidence, permissions and workflow. Deal-Ready certification remains a human institutional decision in the governed baseline.

Questions before the first buyer conversation

Who must authorise the process? Which facts are ready for T0/T1 and which remain T2? Which contracts contain change-of-control provisions? Are shareholder/personal balances tied to the company? Which key manager must be protected? How much time can you devote to diligence? Who responds when you are unavailable?

Preparation does not commit you to sell

Building the document index, reconciling numbers, clarifying ownership, documenting contracts and reducing founder dependency improves governance even if the transaction is deferred. Preparation is not a commitment to exit.

Discussing the option with family or board

Start with objectives and scenarios rather than a hypothetical price. A structured discussion can distinguish full exit, minority capital, management succession, strategic partnership or remaining independent. Transaction form should follow objective alignment.

Mini-FAQ

Do I need a valuation before preparing? No. First define what is being sold and make the evidence strong enough to support a valuation process.

Must employees be told immediately? Not automatically. Timing depends on obligations, operational need and the communication plan.

Does Deal-Ready guarantee a sale? No. Preparation/certification can improve file quality; it does not guarantee a buyer, price or closing.

Working tool — Seller Readiness Decision Sheet

Print or complete this table during the process. Blank fields are intentional and should be completed using deal-specific evidence or decisions.

Dimension	Question	Evidence / answer	State	Action
Owner readiness	Why sell now?		READY / NEEDS_WORK / DEFER	
Business readiness	Can the company run without the owner?			
Financial readiness	Can numbers be reconciled and explained?			
Documentation readiness	Are critical documents indexed and current?			
Transaction readiness	Are non-price deal criteria defined?			

Sources, methodology and limitations

The sources below support the rules, methods or context used in this playbook. They do not turn the document into transaction-specific legal, tax, financing, valuation or investment advice.

Family Business Governance

Publisher: IFC · Tier: Tier 2

Use: Current IFC family/founder-owned governance methodology and governance action planning.

<https://www.ifc.org/en/what-we-do/sector-expertise/corporate-governance/family-business-governance>

IFC Corporate Governance Methodology Tools - Family or Founder Owned

Publisher: IFC · Tier: Tier 2

Use: Progression matrix and document/information request tools for family or founder-owned companies.

<https://www.ifc.org/en/what-we-do/sector-expertise/corporate-governance/cg-methodology-tools>

DealPME governed product baseline - Core Build Pack and P04-P25 process reference

Publisher: DealPME · Tier: Governed internal source

Use: Product rules for disclosure, qualification, VDR, diligence, closing, Deal-Ready, partner boundaries and human decision ownership.

Source interne gouvernée / Governed internal source