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### Who is on your M&A team and why?

My M&A team is structured to deliver seamless, end to end execution on complex transactions. It includes a partner with years of deal experience who will lead the negotiations, an experienced senior-level associate who supervises the diligence process and drafts most of the transaction agreements, and a junior associate who ensures efficiency and precision on closing documentation and process management.

When needed, we integrate specialists across multiple disciplines -- real estate, tax, executive compensation and benefits, regulatory matters, finance, environmental, and IP (just to name a few) -- to address transaction risk offensively rather than reactively. Every member of my team has clear defined roles to maintain timeline control, client communication and deal momentum.

This team model allows us to scale effectively, maintain continuity for clients, and handle all types of transactions with efficiency and sophistication. The result is a highly responsive, commercially focused group capable of navigating complex deals while staying aligned with client objectives and timing pressures.

### Acquisition Agreement - what's important

The acquisition agreement is the core document allocating risk and defining the economics of the deal. Key provisions include the purchase price mechanics (including adjustments, earn outs, and escrow), which directly impact economic realization and post closing certainty.

Equally critical are representations and warranties, as they frame the disclosure exercise and underpin indemnification rights. The scope, materiality qualifiers, and survival periods must align with the due diligence and the parties' risk tolerance. Closely tied are indemnification provisions--baskets, caps, and exclusions--which drive the indemnity recovery framework.

Covenants governing pre-closing conduct and closing conditions are also essential to ensure the business is preserved and the deal closes as expected. Finally, termination rights and related remedies, including termination fees where applicable, define the parties' leverage and risk allocation if the transaction does not proceed.

A well drafted agreement balances the parties' respective protections with deal certainty.

### Negotiation Dynamics - keys to a successful deal. Dealbreakers?

Successful M&A negotiations hinge on preparation, credibility, and a clear understanding of each party's

priorities. The most effective dynamic is collaborative but disciplined--identifying true business objectives early, maintaining momentum, and avoiding reflexive "point scoring." Transparency and consistency in positions build trust and reduce unnecessary friction, particularly on high leverage issues like price adjustments, indemnity, and closing conditions.

Equally important is knowing where to be firm versus flexible. Experienced dealmakers focus on material risks and avoid over-lawyering immaterial points that can stall progress. Aligning legal strategy with the client's goals is crucial.

Typical dealbreakers include fundamental valuation gaps, unacceptable risk allocation (e.g., uncapped indemnity or weak reps), financing uncertainty, and regulatory barriers. Cultural and personality misalignment between parties can also derail deals.

Ultimately, successful outcomes come from disciplined prioritization, pragmatic compromise, and maintaining a solutions oriented mindset throughout the process.

### What makes a successful M&A transaction?

A successful M&A transaction is defined not just by closing, but by achieving the strategic and financial objectives that drove the deal in the first place. That begins with clear alignment on value--ensuring the price, structure, and assumptions reflect disciplined diligence and realistic expectations.

Execution is equally critical. A well run process--thorough and efficient diligence, focused negotiation, and proactive issue spotting--minimizes surprises and builds deal certainty. Early involvement of key stakeholders, including management and functional specialists, helps identify risks and integration challenges before closing.

Risk allocation must also be balanced and realistic, with acquisition agreement terms that protect against meaningful downside without overcomplicating the transaction.

Finally, post-closing integration planning is often a differentiator. Even the best negotiated deal can underperform without a clear roadmap for operational, cultural, and financial integration.

In short, success comes from methodical preparation, efficient execution, and a relentless focus on the client's long term strategic goals.

### What steps can a business owner take to be prepared?

Business owners can take several key proactive steps to position themselves for a successful sale process. First, they should ensure their financial statements are accurate, consistent, and ideally audited or reviewed--quality of earnings is often a gating issue for buyers.

Second, they should address legal and structural housekeeping: clean up corporate records, confirm ownership of key assets (including IP), and resolve any outstanding disputes or compliance gaps.

Third, assembling a strong advisory team early--legal, financial, and tax--allows the owner to anticipate issues, structure the transaction efficiently, and control the process rather than react to it.

Operational readiness is also critical. Businesses with a deep management team, documented processes, and limited owner dependency command stronger valuations.

Finally, preparing a clear narrative around growth, risks, and opportunities helps buyers underwrite value and builds deal momentum. Preparation ultimately drives both valuation and execution certainty.

### Who should a business owner look for as an M&A advisor?

A business owner should look for an M&A advisor who combines technical excellence with practical deal judgment and alignment with the owner's objectives. Experience is critical--someone who has led transactions of similar size and complexity and can anticipate issues before they arise.

Equally important is commercial acumen. The best advisors understand how to balance risk protection with deal execution and can translate legal concepts into clear business guidance. Responsiveness, judgment under pressure, and credibility with counterparties also materially impact outcomes.

An effective advisor should bring a coordinated team and network--investment bankers, tax specialists, and other experts--to deliver a seamless process. Cultural fit matters as well, particularly in founder led businesses where trust and communication are key.

Ultimately, the right advisor acts as both strategist and quarterback, guiding the owner through valuation, structure, negotiation, and closing while preserving momentum and maximizing value.