

**Business Valuation of Software as a Service Company:
Initial Information Needs List
(Needs to be Made Specific to Unique Issues of Actual Entity)**



**For Questions Regarding this List Contact:
BANISTER FINANCIAL, INC.
1338 Harding Place, Suite 200, Charlotte, NC 28204
Web Site: businessvalue.com**

**Contact: George Hawkins, President, ASA, ABV, CFA
phone: (704) 499-9009 (direct dial)
e-mail: ghawkins@businessvalue.com**

Company:

Valuation Date (Value as of):

1. Detailed annual financial statements (reviewed, audited or compiled, if available), for the five fiscal years up to the Valuation Date, including balance sheets, income statements, schedules, statement of cash flows, notes to statements.
2. Detailed internal financial statements (income statements, balance sheets), for the five fiscal years up to the Valuation Date.
3. Company Federal income tax returns (including all schedules, amendments), for the five fiscal years up to the Valuation Date.
4. Detailed fiscal year-to-date financial statements (income statements, balance sheets, statement of cash flows) to the Valuation Date and for the same year-to-date period of the prior fiscal year.
5. Detailed depreciation schedule as of latest fiscal year end at Valuation Date, book basis and tax basis.
6. Detailed accounts receivable aging as of Valuation Date.
7. Schedule of SAAS subscriptions by client as of Valuation Date, including inception date, annual fees, expiration date of contracts.
8. Total SAAS revenues by customer, top 10 by dollars, each of last three fiscal years to Valuation Date.
9. Budgets, forecasts or business plans or projections of any kind, if any.
10. Compensation paid each officer, director, shareholder/member, and each of their respective family members for each of five fiscal years to Valuation Date.
11. Copies of:
 - Employment agreements
 - Covenants-not-to-compete
 - Key vendor agreements
 - Sample of typical customer agreement
12. Life insurance in force on officers, shareholders/members at Valuation Date:
 - Face amount
 - Ownership
 - Beneficiary
 - Cash value, if any, at the Valuation Date
 - Amount of annual premiums paid by the Company

**Business Valuation of Software as a Service Company:
Initial Information Needs List
(Needs to be Made Specific to Unique Issues of Actual Entity)**

13. Articles of incorporation, bylaws and amendments to foregoing (If LLC: Articles of organization, operating agreement, and any amendments to foregoing). Minutes, last five years to Valuation Date. Any options, warrants, phantom stock, stock grants, etc. as of Valuation Date.
14. Ownership as of the Valuation Date by class of shareholder/member and by type (common, preferred, voting, non-voting, etc.).
15. Information on prior transactions in Company shares/member interests (for consideration, not gifts) including terms, price, any valuations prepared.
16. Information on any offers received/discussions/correspondence related to the possible purchase, sale, merger or any business combination of part or all of the Company's shares/member interest or assets. Discussions with any possible buyer and information on and copy of any offers received.
17. Information on any related party transactions. Copies of related party leases.
18. Any contingent or off-balance sheet assets or liabilities of any kind as of the Valuation Date, such as:
 - Pending or threatened lawsuits
 - Regulatory compliance requirements
 - Warranty or other product liability
 - Hazardous waste/environmental
 - ERISA claims or problems
 - OSHA problems
 - IRS audits, disputes, tax liens
 - Letter of credit liabilities
 - Liens or judgments of any kind
 - Guarantees by Company of any obligations
 - Actual/pending/threatened default on loan/lease/financing agreement
 - Actual/pending/threatened acceleration of loans, leases
 - Balance-sheet assets/liabilities not shown on the Company's balance sheet as of the Valuation Date.
19. Information on:
 - Any recent/pending/possible future loss of a project, customer, supplier which might materially impact the business.
 - Any recent/pending/possible future addition of a project, customer, supplier which might materially impact the business
 - The recent loss of key employees that might harm the business, whether through a loss of revenues, result in the establishment of a competing company, or any other material impact on the business.
 - Pending or possible acquisitions/purchases/mergers/business combinations of any kind/joint ventures with other companies, business lines or assets, etc.
 - Any on any other material factor impacting (or potentially impacting) the Company, its financial or operating performance or value as of the Valuation Date.
20. List of all assets/liabilities not used in the day-to-day business as of the Valuation Date.
21. Listing of any marketable securities held by the Company as of the Valuation Date, including:

**Business Valuation of Software as a Service Company:
Initial Information Needs List
(Needs to be Made Specific to Unique Issues of Actual Entity)**

- the stock or bond
 - the number of shares/units
 - the market value as of the Valuation Date
 - Total cost basis of investment securities held by Company as of the Valuation Date
22. Compensation paid individuals not working in the Company for each of the last five fiscal years to the Valuation Date.
23. Information on any unusual or non-recurring income or expense items for each of the last five fiscal years to the Valuation Date.
24. Copies of any patents, tradements, copyrights held by the Company as of the Valuation Date.
25. Listing of senior management of the Company as of Valuation Date, along with name, title, position, start date, responsibility.