Mergers and Acquisitions Business Plan

Amstel Maintenance Acquisition | Amsterdam | Proposed transaction

DOCUMENT GUIDE

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Reading this plan

This is a proposed share acquisition and a consolidated management financial forecast. Research facts carry source IDs; prices, staffing, demand and funding are assumptions. No target, seller, customer consent or finance commitment is claimed. After changing workbook inputs regenerate the result capture, document figures and native contents.

01 / BUSINESS

Executive summary

Proceed to a defined target search and funded diligence stage. This plan does not justify signing an acquisition today.

Proposed transaction

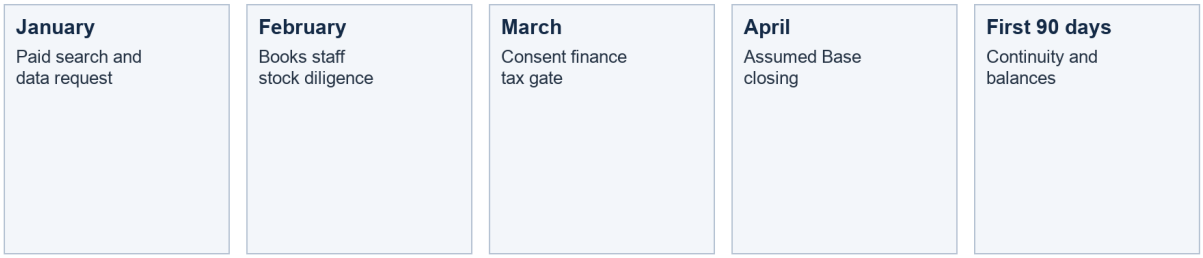
Amstel Maintenance Acquisition is a proposed Amsterdam buyer of a hypothetical domestic industrial maintenance BV. The share purchase assumes EUR 1.8 m cash free debt free consideration. There is no identified seller, financial history, customer commitment or secured funding. The model tests the affordability of the proposed terms rather than confirming a company valuation.

Decision gates

Obtain seller ledgers, customer permissions, staff contracts, equipment evidence, tax advice and committed sources before a binding purchase. The Base schedule assumes an April 2027 close. The Downside delays closing, lowers demanded hours and price, and raises costs. Owner and analyst pay begins in January regardless of closing.

Financial finding

Base 2027 revenue is EUR 1,567,904, EBITDA EUR 92,832 and net profit EUR (15,498). Minimum spendable cash is EUR 28,275 in 2027-04, a thin buffer against fixed payroll and inherited obligations. Downside requires EUR 2,706,068 further funding. The proposed EUR 2.2 m source package is uncommitted. These hypothetical results do not verify the seller price or establish distributable cash.



Planning sequence. No seller evidence, customer consent or finance commitment is established.

02 / BUSINESS

Business details

The plan concerns acquisition and continued operation of a maintenance business, with a consolidated management forecast for buyer and target.

Entity and geography

A Dutch BV buyer and a wholly acquired operating BV are proposed. The operating area is the Amsterdam industrial and logistics catchment. Legal names, address, shareholder identity, bank accounts and registrations remain pending. Counsel must determine corporate steps, beneficial owner filings and actual competition or security review.

Planning boundaries

The scope is domestic business to business equipment maintenance and related parts. It excludes regulated installation certification work unless qualified staff and permissions are established, consumer services, exports, emergency guarantees and further acquisitions. All amounts are EUR. The financial horizon is January 2027 to December 2031.

Decision	Planning basis
Working name	Amstel Maintenance Acquisition
Location	Amsterdam candidate target
Structure	Proposed 100% share purchase
Stage	Search profile and assumed transaction only

03 / BUSINESS

Business concept and objectives

Acquire service capability and preserve customer continuity while improving scheduling and collection discipline.

Acquisition thesis

The intended target has a qualified twelve engineer team and a branch manager. The buyer supplies a paid owner director and integration analyst. There is no headcount reduction or automatic synergy in the forecast. Existing target revenue is a hypothetical driver, not observed earnings; diligence must reconstruct billable hours from job records and payroll.

Milestones

During the first 90 operating days, verify stock counts, maintain response obligations, interview key customers and reconcile receivables weekly. During the first year, improve preventive booking and job documentation. Further growth must fit net engineer hours and cash collection. Approve expansion only through a revised staffed and funded plan.

Decision	Planning basis
Before signing	Validate books and binding capital
First 90 days	Customer and employee continuity
Year 1	Hours collections and safety controls
Long term	Within physical capacity and cash

04 / STRATEGY

Business model canvas

The acquired operating company earns service labour and related parts revenue. The buyer owns the shares and bears the financial and integration risk.

Resources and partners

The resources are acquired customer relationships, qualified employees, allocated equipment, inventory and working capital. Suppliers, insurer, landlord, accountant and notary support continuity. Their contractual consents and service terms remain diligence items rather than confirmed relationships.

Commercial discipline

Bookings move through scope, price approval, dispatch, service evidence and invoice collection. Parts are charged separately from service hours. Payroll is fixed while utilisation varies, making lost work and late collections material. The proposal keeps all customer receipts within the group and assumes no owner dividends.



Planning framework and assumptions / Business model canvas

05 / STRATEGY

SWOT and longer term goals

The purchase offers a possible operating platform but exposes the buyer to unverified earnings and inherited liabilities.

Priorities

Retained engineers and recurring equipment needs can support repeat work, but there is no proof of customer retention. The buyer must validate concentration, technical competence and nonrecurring seller adjustments before treating these strengths as facts.

Longer term goals

Build an operating history from verified job profitability and collection performance before considering another acquisition. Do not increase debt or distribute cash based on residual goodwill. Annual impairment, equipment condition and salary competitiveness reviews should determine whether the platform remains sustainable.

SWOT factor	Specific finding
Strengths	Potential qualified retained team and existing routes; verification pending
Weaknesses	No verified earnings, owner transaction record or actual funding
Opportunities	Preventive bookings and better documented scope; customer validation pending
Threats	Account exits, inherited claims, wage inflation and delayed collections

06 / STRATEGY

TOWS strategy matrix

Convert the SWOT into diligence and operating actions with explicit owners.

Actions before close

Use the intended team capability to secure verified maintenance scope, and use external legal and tax review to address the buyer knowledge gap. Obtain supplier alternatives before relying on parts availability. Quantify adverse customer change of control terms before agreeing the price.

Actions after close

The branch manager owns dispatch and competence checks; the analyst owns cash and job margin reporting. The owner approves capital and customer credit terms. Stop expansion where safety or liquidity evidence is incomplete. Retain employees while measuring capability rather than promising unpriced productivity gains.

Combination	Action
Strength opportunity	Qualified team to preventive service after validation
Weakness opportunity	Seller evidence and paid integration discipline
Strength threat	Known scope and replacement supplier options
Weakness threat	Price holdback or decline when evidence fails

07 / PEOPLE

Owner and management

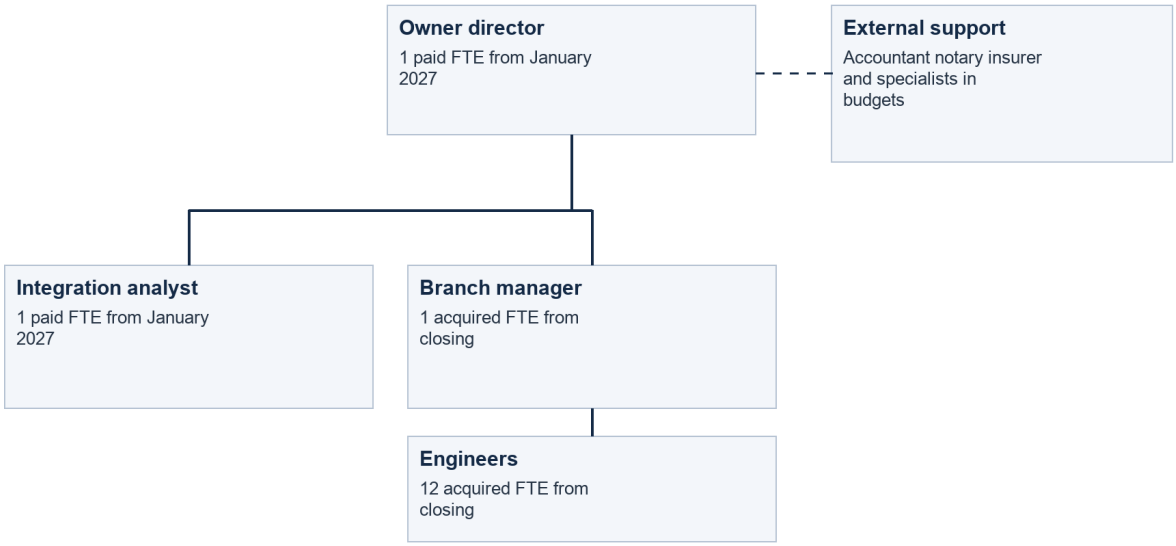
The owner role is a paid full time director beginning in preparation. The plan invents no personal credentials.

Owner responsibilities

The director leads target search, approves diligence scope, negotiates finance and controls cash approvals. The proposed EUR 96,000 annual gross salary is paid from January 2027. It is a planning amount above the assumed employee salaries; S4 comparable employment and shareholder salary rules still require evidence.

Reporting structure

A full time integration analyst starts with the director. At closing, the acquired branch manager reports to the director and supervises twelve engineers. External accountant, notary, insurer and technical specialists provide paid support under operating and transaction budgets. They are not additional employee FTE.



Planning framework and assumptions / Owner and management

08 / PEOPLE

Owner and key personnel profiles

Recruit and retain based on verifiable roles, qualifications and references before assigning operational authority.

Director and analyst

The owner must demonstrate acquisition negotiation, capital management and customer oversight capability. The analyst needs working capital reconciliation, job costing and integration experience. No named person, qualification or prior transaction is claimed. The salary budget does not establish that either role has been filled.

Acquired team

Diligence must inspect engineer training, equipment competency, employment history, absence patterns and pension commitments. The manager must demonstrate safe dispatch and staff supervision. Verify licences appropriate to each actual job category, and exclude unsupported high risk tasks until competence and insurance are confirmed.

Decision	Planning basis
Director	Evidence of finance and operational oversight pending
Analyst	Reconciliation and integration evidence pending
Manager	Dispatch and safety competence pending
Engineers	Actual qualifications and contract terms pending

09 / MARKET

Target customers

The intended customers are local industrial and logistics operators requiring scheduled maintenance on equipment within the verified team competence.

Buying needs

An operations manager needs a clear service scope, scheduling reliability, documented work and transparent parts charges. Planned shutdowns and repeated small jobs may support utilisation. The acquisition does not create customer consent; contracts must be tested for change of control and termination rights.

Qualification

Prioritise customers with approved site access, safe equipment isolation, known purchase order procedures and acceptable payment risk. Do not promise round the clock emergency cover from the modelled team. Obtain job history and interview the largest accounts under confidentiality before assuming forecast hours.

Decision	Planning basis
Industrial operators	Scheduled maintenance hypothesis
Logistics facilities	Approved equipment scope hypothesis
Excluded	Consumer work and unqualified regulated tasks

10 / MARKET

Segmentation targeting and positioning

Segment by technical fit, service frequency, travel requirements and payment risk, then target repeat work within capacity.

Target selection

The preferred segment is domestic commercial sites that can book work in advance and provide safe access. High travel or emergency demand consumes net deliverable hours. The forecast does not include an unpriced emergency rota or subcontracted capacity increase.

Positioning

Position the acquired business around continuity, precise scope and recorded completion. It is a planned emphasis rather than proven market superiority. Use customer interviews to test whether documentation and scheduling influence renewal decisions, and compare the collected margin rather than headline hourly price alone.

Segment	Target decision
Planned repeat maintenance	Primary intended segment
Ad hoc safe commercial tasks	Capacity dependent
Emergency and unqualified tasks	Exclude until staffed and insured

11 / MARKET

Value proposition canvas

Match the service offer to a customer job that can be delivered by the acquired team.

Customer profile

Customers need to keep equipment available, coordinate safe shutdowns and obtain auditable maintenance records. Potential problems include ambiguous scope, late attendance, unexpected parts bills and repeated faults. These are hypotheses for interviews, not survey findings.

Offer design

A scoped job confirmation, named dispatch contact, technician completion record and separate parts invoice aim to reduce uncertainty. Success requires delivery evidence and customer feedback. The model contains paid staff and documentation services but does not assume a price premium caused by these features.



Planning framework and assumptions / Value proposition canvas

12 / MARKET

Market size and trends

Use a search scope and validation method rather than presenting forecast sales as established market share.

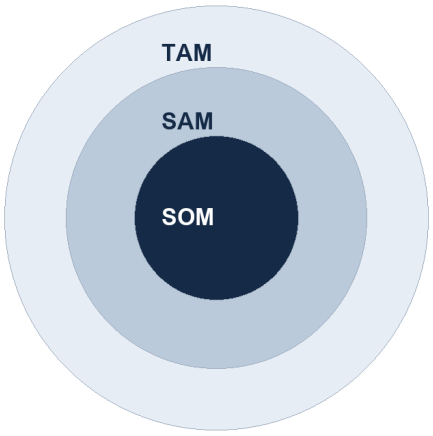
TAM and SAM hypotheses

For an initial Amsterdam catchment, assume 500 relevant sites with annual addressable service and parts budgets of EUR 20,000, giving EUR 10 m TAM. Assume 150 suitable sites with a EUR 18,000 scope budget, giving EUR 2.7 m SAM. Counts and budgets are unverified and must be replaced by a dated registry and interview sample.

SOM definition

The modelled annual service hours and parts sales represent a possible operating company footprint, not validated new market capture. Compare verified target account locations and equipment scope with SAM before using any share claim. The diagrams distinguish assumed market scope from the five year operating forecast.

Scope	2027 annual net value assumption	Evidence needed
TAM	EUR 10,000,000	500 sites x EUR 20,000
SAM	EUR 2,700,000	150 sites x EUR 18,000
SOM	Model forecast only	Not independently established market share



TAM hypothesis: 500 sites x EUR 20000 annual net scope budget = EUR 10 m.

SAM hypothesis: 150 suitable sites x EUR 18000 = EUR 2.7 m annual net scope.

SOM is the model sales footprint, not verified market capture or share.

Amsterdam intended catchment,2027 annual EUR. Schematic areas; counts and budgets unvalidated.

Planning framework and assumptions / Market size and trends

13 / MARKET

PESTLE analysis

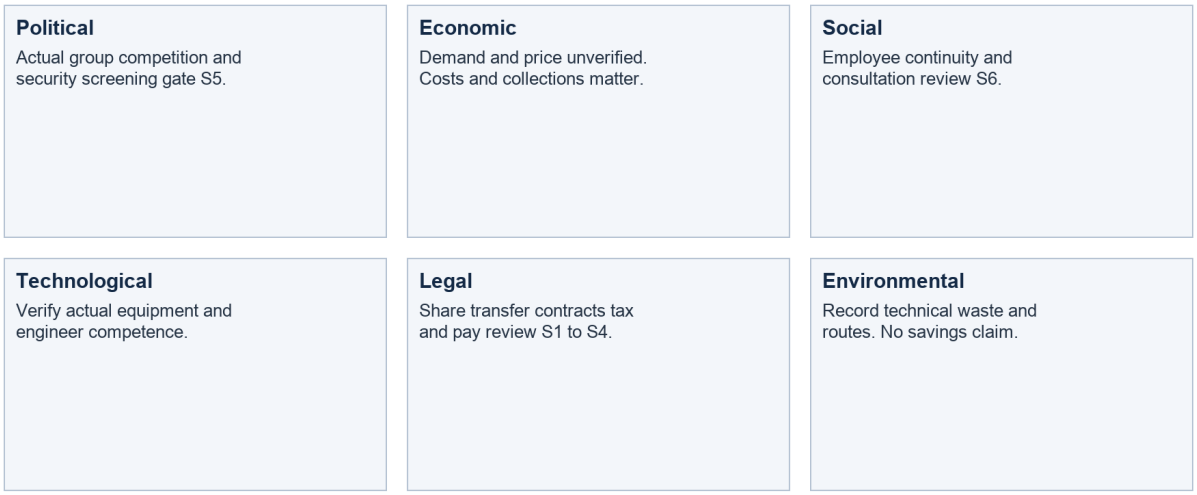
The operating environment affects acquisition readiness, staffing costs, safe scope and cash.

Relevant factors

Competition review depends on actual group turnover, not only the target forecast. Dutch salary and tax rules require entity specific advice. Wage inflation and parts availability directly affect margin; customer production schedules and training requirements affect net hours.

Response

Validate counsel screening and employment obligations before signing. Use documented isolation and waste procedures at each site. Track vendor lead times and parts alternatives. The forecast allows cost and demand changes but is not evidence that a specific legal or environmental permission has been obtained.



Planning framework and assumptions / PESTLE analysis

14 / MARKET

Local demand and evidence

No seller job ledger, account interviews or paid service evidence has yet been obtained.

Evidence programme

Request three years of invoices, payroll, time sheets, customer retention and service warranty records. Reconcile invoice totals to accounts and bank receipts, then test whether claimed recurring work survives seller departure. Review seasonal and exceptional jobs separately from normal hours.

Validation standard

Interview at least ten significant accounts under the seller confidentiality process and inspect a representative sample of completed jobs. This is a planned sample, not an observed survey. A red flag is unexplained billable time, unauthorised subcontracting or receivables that do not collect.



Evidence status 4 October 2026. Hypothetical requested hours are not observed demand.

Planning framework and assumptions / Local demand and evidence

15 / MARKET

Competitors and positioning

The relevant alternatives are local independent maintenance teams, manufacturer service departments and customer in house engineers.

Comparison method

Obtain dated quotes for a matched scope, response window, qualification and parts treatment. No competitor ratings, observed price list or market leader claim is invented. Compare travel charges, exclusions, warranty terms and actual collection of the quoted price.

Operating implication

In house teams may offer continuity without an external markup; manufacturer service may have proprietary advantages. The proposed company must compete within verified competence and paid net hours. Do not assume a broad technical advantage merely because twelve engineers are acquired.

Decision	Planning basis
Independent contractor	Obtain matched scope quote
Manufacturer service	Check proprietary access and warranty
In house maintenance	Compare incremental customer cost

16 / MARKET

Porter five forces

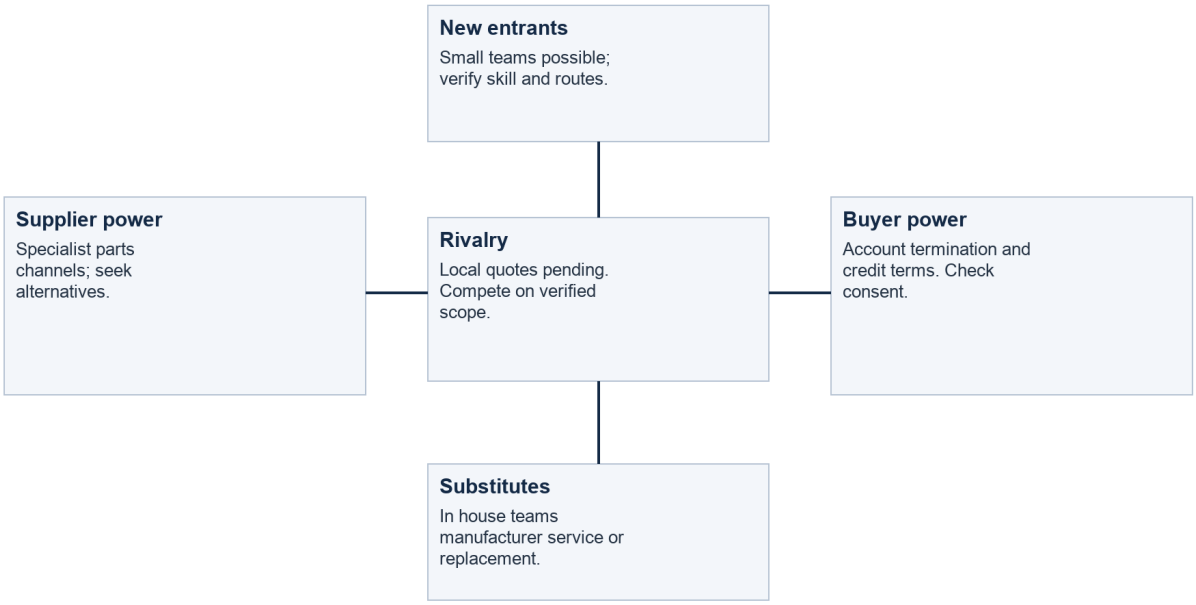
The framework identifies bargaining constraints that the transaction price and cash plan must tolerate.

Commercial forces

Customers can compare contractors or internal staff, while parts suppliers may hold specialist access. Rivalry must be assessed from actual local quotations. Substitutes include preventive replacement and manufacturer contracts. New entrants face qualifications and route building but may start with fewer employees.

Transaction response

Test key customer consent and supplier continuity before signing. Negotiate known service scopes and stock terms. Use the model to assess lower price and demand without assuming layoffs or creditor support. The diagram records planned responses rather than numerical force ratings derived from research.



Planning framework and assumptions / Porter five forces

17 / STRATEGY

Strategy canvas

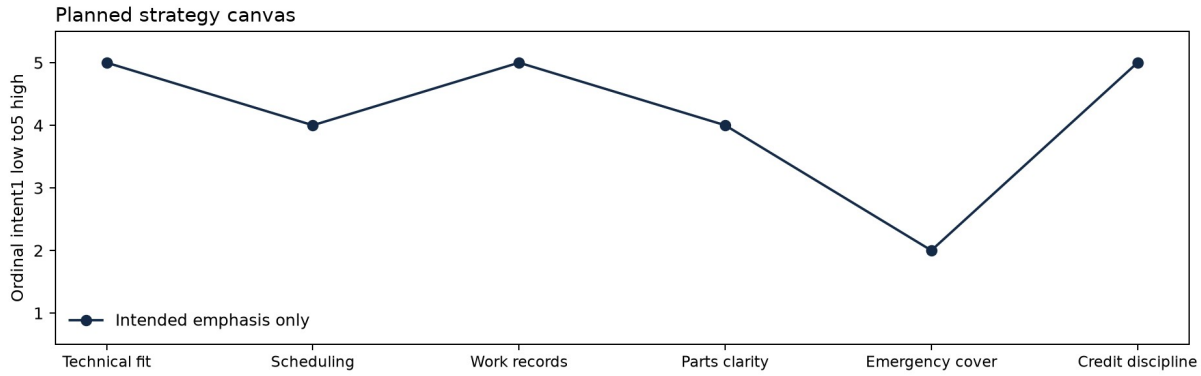
The planned emphasis is clear scope and completion evidence. The chart is an ordinal management intent, not competitor data.

Dimensions

Assess technical fit, scheduling clarity, completion records, parts transparency, emergency availability and credit discipline. The proposal does not maximise emergency availability because no dedicated overnight team is budgeted.

Testing the strategy

Ask customers to rank these factors before changing the offer. Review lost bids and repeat bookings after close. Keep the assumptions separate from observed quotations and renewal decisions. If an improvement requires new staff, software or equipment, price and fund it before claiming a benefit.



Planning framework and assumptions / Strategy canvas

18 / OPERATIONS

Location and premises

The model assumes continuation of a leased Amsterdam area target site, subject to assignment and change of control review.

Required site

A modest workshop, parts store, dispatch area and safe equipment storage are intended. No address or landlord agreement exists. The rent budget is EUR 5000 monthly gross from closing, without input VAT recovery. Preparation uses a separate EUR 1000 gross office allowance.

Diligence checks

Inspect lease tenure, landlord consent, permitted activity, fire and waste controls, equipment condition and transport access. Check whether parts inventories and work in progress are stored safely. Premises costs continue even when the requested service hours fall; there is no automatic break clause saving.

Decision	Planning basis
Before close	Lease and permitted activity review
Operational fit	Storage dispatch and safe work area
Budget	Rent gross no VAT credit assumption

19 / OPERATIONS

Equipment and resource plan

Allocated acquired PPE is EUR 200,000, with finite remaining book life. Physical condition must be inspected independently.

Asset evidence

Obtain a serialised inventory of tools, workshop assets, transport and software rights. The allocation is hypothetical and does not establish replacement cost. The model depreciates the acquired value over 60 remaining months in Base and 48 in Downside, stopping at the end of each life.

Replacement components

Budget EUR 30,000 net every twelfth operating month in Base, with new 60 month depreciation cohorts. Components add book assets but no extra engineers or service hours. Existing equipment can remain in use after its book life; inspection and the component budget must establish safety and practical availability.

Decision	Planning basis
Acquired PPE	EUR 200,000 book allocation assumed
Annual components	EUR 30,000 net Base
Capacity	Twelve engineers no capex hour uplift

20 / OPERATIONS

Service and product strategy

Sell verified maintenance labour and the parts needed for the approved jobs.

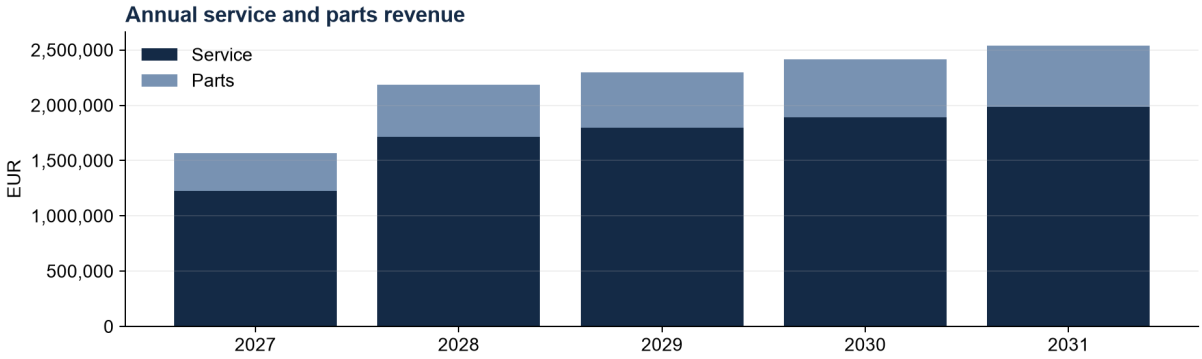
Service scope

Begin with tasks supported by actual acquired skills, equipment and insurance. Quotes specify the machine, isolation process, labour scope, customer access and exclusions. Technicians record completed work and any follow up recommendation. Regulated installation and emergency guarantees remain outside scope until specifically evidenced.

Parts scope

Parts are separate net revenue with a 70% Base purchase cost fraction. Acquired inventory is consumed first, and new purchases replenish a desired one month cost coverage. Count stock at signing and close, identify obsolete items and confirm supplier availability. The model contains no stock write down or warranty provision; material evidence requires revision.

Decision	Planning basis
Labour	Approved equipment maintenance
Parts	Approved job components
Excluded	Unsupported certification or emergency commitment



Source model v 1.0 Base case captured 4 October 2026 / Service and product strategy

21 / OPERATIONS

Pricing and hour economics

Base assumes EUR 120 net per service hour and EUR 33.33 net parts sales per delivered hour, with 21% VAT on domestic taxable invoices.

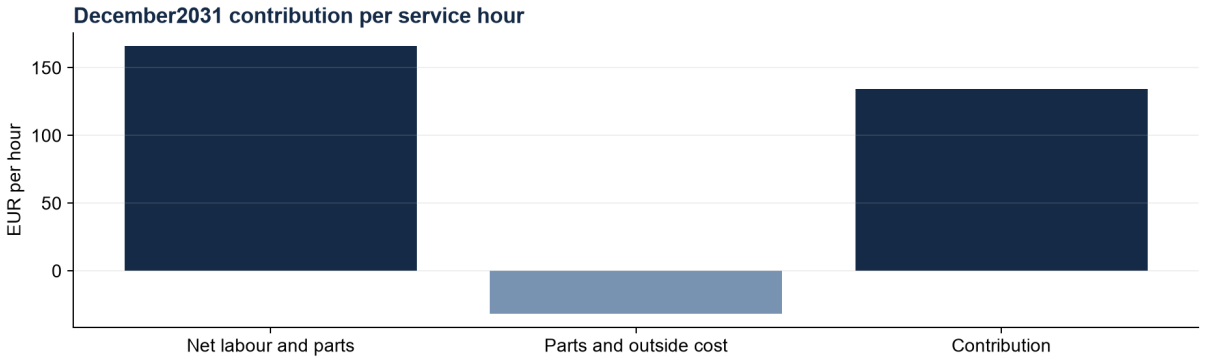
Contribution basis

Parts cost is 70% of parts sales and outside variable service expense is 5% of labour sales. Before fixed payroll and overhead, the Base contribution is EUR 124 per delivered hour at 2027 prices. This is a planning unit calculation, not an observed job margin or a client quotation.

Capacity and price

Twelve engineers at 1500 annual net deliverable hours each give 18000 hours of annual capacity after leave, travel, administration and training. Initial requested hours are 13500 annualised and grow with elapsed operating time. Delivered hours are capped; higher demand does not create unpaid overtime or additional labour.

2027 Base item	EUR per delivered hour
Labour net price	120.00
Parts net sales	33.33
Parts cost	(23.33)
Outside variable service cost	(6.00)
Contribution before fixed costs	124.00



Source model v 1.0 Base case captured 4 October 2026 / Pricing and hour economics

22 / OPERATIONS

Competitor price comparison

No matched competitor quotes have been obtained, so the forecast price is a testable assumption.

Collect comparable evidence

Request quotations for the same equipment, labour duration, site location, part specifications and completion record. Record date, provider, net price, VAT, travel fees, response time and exclusions. Do not use unmatched online rates as a like for like benchmark.

Decision rule

Revise the price and demand model if customers reject the assumed scope or if competitive alternatives are materially cheaper. Check collected contribution after discounts, warranty work and travel consumption. There is no forecast premium for the planned documentation service.

Provider category	Price evidence status
Local independent team	Matched quote pending
Manufacturer service	Matched quote pending
Our proposed service	EUR 120 net assumption, not offer

23 / SALES

Brand and customer experience

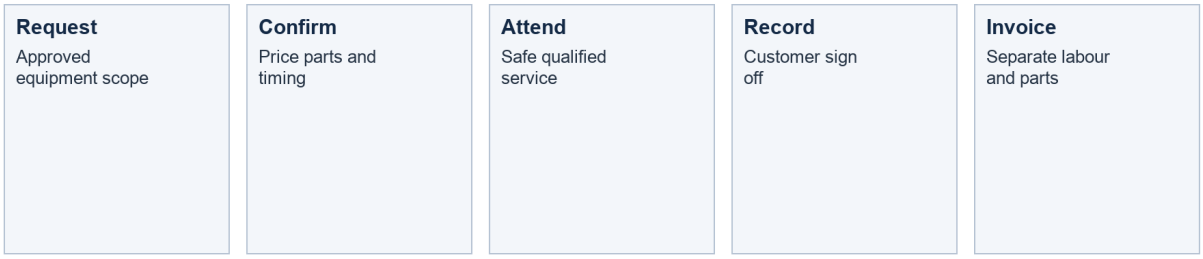
Keep customer contact and job continuity stable while introducing clearer records.

Transition approach

Use the target trading identity if rights and customer evidence support it. The working acquisition name is not a registered brand. Explain management changes with seller permission after closing conditions are satisfied. Keep existing service commitments within verified scope rather than announcing unsupported new capacity.

Service experience

Customers receive scoped confirmation, appointment information, a named dispatch contact and work evidence before invoicing. Record complaints, repeat faults and warranty decisions. Refunds and rework require actual data and expense allowances if material; the current forecast does not assume zero operational defects as a researched fact.



Planning sequence. No seller evidence, customer consent or finance commitment is established.

Planning framework and assumptions / Brand and customer experience

24 / SALES

Sales channels and process

Account renewal and approved referrals are the intended channels. No acquired customer is treated as irrevocable.

Process

Review customer contracts and consent requirements during diligence. After close, the branch manager confirms schedules while the owner reviews high exposure accounts. New requests pass technical and credit screening, scope approval and invoice controls. Forecast hours reflect intended demand rather than a signed backlog.

Cash discipline

Base new invoices collect after one month and Downside after two. Inherited receivables collect on their separate closing schedule without new revenue. Set customer credit limits from real ageing evidence and suspend discretionary new work when approvals or payment evidence fails.

Decision	Planning basis
Existing accounts	Consent and renewal evidence pending
Referrals	Technical and credit review
Invoice control	Completion evidence and purchase order

25 / SALES

Launch marketing

The acquisition launch is a controlled customer continuity exercise, not a large consumer campaign.

Budget and timing

The Base EUR 6000 net monthly operating services budget includes EUR 2000 IT, EUR 2000 marketing and EUR 2000 facilities services from closing. Preparation diligence and office expense are separate. No marketing spend is assumed to convert automatically into revenue or customers.

Activities

Update approved contact information and service scope after closing. Hold customer review calls, document planned visits and offer a clear booking channel. Track enquiries, approved jobs and collected invoices. Do not contact actual sellers or customers from this plan without an authorised search process.

Decision	Planning basis
Before close	Confidential research and customer consent
At close	Contact continuity and scoped bookings
After close	Measured enquiries and collected margin

26 / SALES

Retention and ongoing sales

Retention must be measured from invoices and bookings that survive the ownership change.

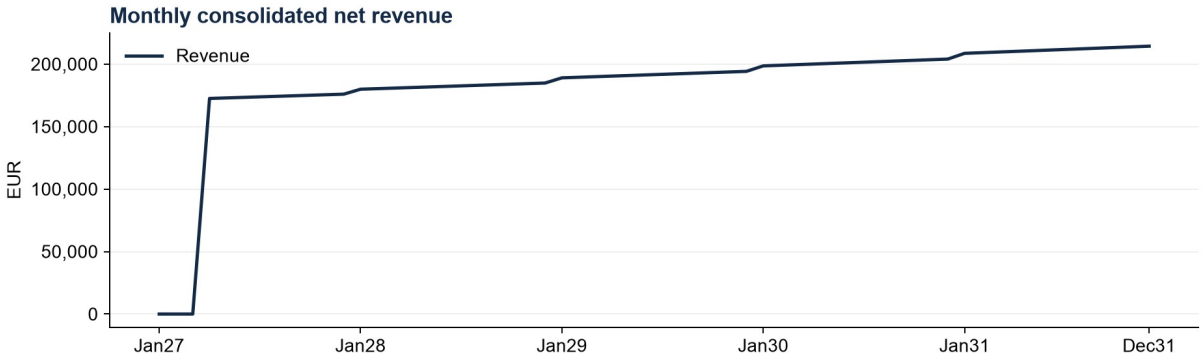
Review cadence

The manager reviews late or repeated jobs weekly and key customer schedules monthly. The analyst reports account contribution, concentration, ageing and repeat work. The director intervenes when one account creates material cash or safety exposure.

Pricing renewal

Requote based on technical scope, net hours and parts economics. Annual price inflation is an assumption; customers may not accept it. Use the Downside to show lower prices and demand with unchanged acquired headcount. Renewals requiring extra emergency cover need an explicit staffed and funded revision.

Decision	Planning basis
Weekly	Rework schedule and overdue invoice review
Monthly	Account margin and concentration
Quarterly	Price scope and service evidence



Source model v 1.0 Base case captured 4 October 2026 / Retention and ongoing sales

27 / OPERATIONS

Daily operations and suppliers

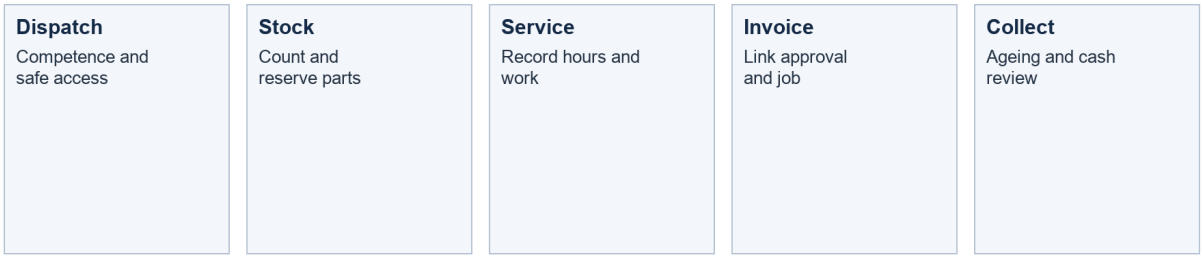
The acquired manager controls dispatch, parts readiness, safe work completion and customer sign off.

Operating day

Confirm technician competence and site permissions before dispatch. Reserve appropriate parts, record time and document completion. The analyst reconciles invoices to jobs and payments; the owner approves credit exceptions and cash commitments. Safety takes priority over the modelled hour target.

Suppliers

Confirm authorised part channels, lead times, pricing and warranty support. New stock suppliers are paid after a one month Base lag. The inherited supplier balance is paid separately after closing, with no duplicate expense. Maintain alternative sources and a recorded stock count; no supplier contract is claimed.



Planning sequence. No seller evidence, customer consent or finance commitment is established.

Planning framework and assumptions / Daily operations and suppliers

28 / OPERATIONS

Sustainability practices

Measure parts consumption, waste handling and travel rather than claiming environmental savings without evidence.

Practices

Use approved collection for oils, batteries and technical waste where relevant to actual jobs. Document disposal obligations and customer site instructions. Keep components until safely required and inspect stock for obsolescence. The transaction does not establish a sustainability certification.

Measurement

Record disposal volumes, kilometres, repeat visits and component replacement reasons. Planned maintenance may reduce avoidable failure but no quantified saving is assumed. Include any mandated waste, vehicle or workshop upgrades in revised capital and operating budgets before closing.

Decision	Planning basis
Waste	Approved handling and evidence pending
Travel	Record route and repeat visits
Claims	No quantified benefit without baseline

29 / PEOPLE

Staffing and training

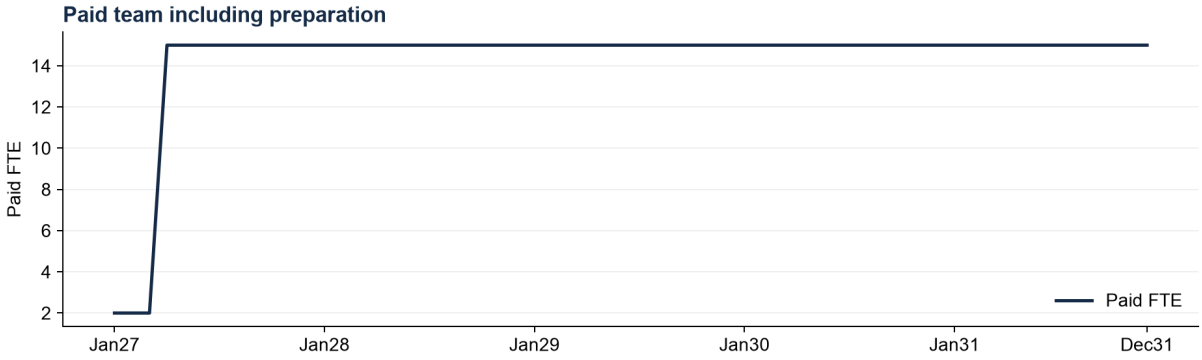
The forecast pays two buyer roles throughout preparation and thirteen acquired roles from closing.

Paid capacity

The owner is EUR 96,000 annual gross and analyst EUR 60,000, both one FTE. Twelve engineers at EUR 55,000 each and one manager at EUR 90,000 start when consolidated. Base employer load 25% and calendar salary inflation 2.5% are planning proxies. Actual contracts, CAO, pensions and payroll charges require diligence.

Training and leave

Net capacity 1500 hours per engineer year already deducts nonbillable travel, leave, training and administration. Do not add overtime or outsourced work to meet excess demand. Check actual skill mix, sickness and route hours; a shortage reduces capacity or requires a funded headcount revision.



Source model v 1.0 Base case captured 4 October 2026 / Staffing and training

30 / PEOPLE

Staff skills and fair work

Preserve employment rights and evaluate actual terms before agreeing an integration plan.

People diligence

The share purchase leaves the operating employer in place, but ownership change can still affect consultation and contractual duties. Counsel must review group headcount, CAO terms, pension liabilities and any SER or employee representation requirements. S6 provides the framework, not a case specific conclusion.

Fair work

Pay planned salaries through preparation and operations; record working time and safe rest arrangements. No unpaid founder work, automatic layoffs or productivity saving is used. Verify the director comparable salary with S4 and align engineer pay with qualifications and actual contractual obligations.

Decision	Planning basis
Employment contracts	Terms and pension review before signing
Safety and training	Verified competence and paid time
Consultation	Actual group and CAO perimeter review

31 / READINESS

Legal and insurance requirements

Closing requires transaction, employment, tax, customer and operational advice for the actual entities.

Legal gates

Obtain notarial share transfer documentation, beneficial owner checks, warranties, indemnities and consent evidence. Evaluate competition thresholds against whole buyer and target groups using S5. Counsel must also assess security screening where actual activities warrant it; forecast size alone does not decide applicability.

Insurance and tax

Review public, employer, professional, equipment and product liability cover appropriate to actual scope. Confirm VAT treatment, share deal cost deductibility, corporate tax grouping and interest limitations. The consolidated management allocation is not statutory purchase accounting, tax basis or an impairment opinion. Hold closing if these matters remain unresolved.

Decision	Planning basis
Transaction	Notary warranties and consents
People	CAO pension and consultation
Operations	Scope safety and insurance
Tax	Actual entities and payment calendar

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Closing roadmap

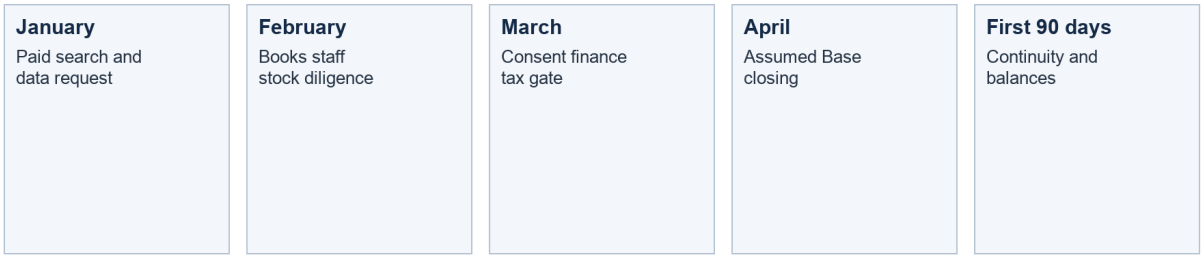
The Base assumes three paid preparation months and an April 2027 closing. These dates are planning targets.

Preparation

January creates the search profile and data request. February reviews seller records, payroll, stock and contracts. March completes finance, tax, safety and share documentation. The shareholder funding is proposed in January; the proposed loan draws at actual assumed closing.

Closing and integration

Only readiness input 1 permits closing, acquired operation and borrowing. Input 0 keeps the buyer salaries and office costs but stops the deal. For 90 days after closing, reconcile inherited balances, retain customer contact and verify service capability. There is no fictitious sale if readiness fails.



Planning sequence. No seller evidence, customer consent or finance commitment is established.

Planning framework and assumptions / Closing roadmap

33 / READINESS

Risks and management actions

Inherited liabilities, unverified hours and delayed collections can make an apparently profitable target unaffordable.

Before signing

Reconstruct seller earnings and working capital with bank evidence. Review customer concentration, staff pensions, technical claims, leases and equipment condition. A fixed consideration assumption is not a negotiated locked box; actual completion accounts and leakage terms need counsel.

After closing

Track cash, reserve liabilities and invoice ageing monthly. Restricted corporate tax cash is not spendable, and positive VAT payable reduces the reported spendable cash. If cash turns negative, the forecast shows an unfunded obligation rather than inserting finance. Reprice, defer or decline the deal based on evidence.

Risk	Response
Earnings or account loss	Diligence reconstruction and consent
Late collections	Ageing and credit limits
Equipment condition	Inspection and capex revision
Goodwill impairment	Accountant valuation review
Funding gap	Committed sources or decline

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Research and evidence

Primary sources establish general rules. They do not verify the hypothetical target, rates, demand or finance.

Source use

S1 and S8 support structured target search and due diligence. S2 establishes 2026 corporate rates, S3 the standard VAT rate and S4 customary shareholder salary conditions. S5 and S6 describe review frameworks. S7 sets VAT timing subject to the authority actual period.

Evidence still required

Obtain target accounts and bank statements, customer contracts, engineer records, stock valuation, asset inspection, premises consent, insurance quotes and lender terms. The document records assumptions separately. Replace them together in Excel, result capture, visuals and Word when actual evidence arrives.

S1 KVK company takeover and due diligence Open primary page

S2 Belastingdienst corporate tax rates Open primary page

S3 Belastingdienst standard VAT rate Open primary page

S4 Belastingdienst customary shareholder salary Open primary page

S5 Rijksoverheid merger notification thresholds Open primary page

S6 SER Merger Code employee interests Open primary page

S7 Belastingdienst VAT return timing Open primary page

S8 KVK buyer review of seller figures Open primary page

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Quotes and assumptions

All transaction and operating amounts are assumptions unless an explicit primary rule is cited.

Quote register

No seller memorandum, purchase offer, bank term sheet, insurance quote, equipment valuation, supplier pricing or matched competitor quote has been obtained. The EUR 1.8 m price and EUR 2.2 m proposed sources are examples to test rather than indications of an available transaction.

Refresh discipline

For each new quote retain date, issuer, scope, VAT treatment, payment timing and validity. Revise working capital and capital lives with actual ledgers and condition evidence. Maintain the fixed funding inputs and show the resulting gap rather than silently solving for equity.

Decision	Planning basis
Consideration and finance	Unquoted planning terms
Demand and price	Unvalidated driver assumptions
Assets and staffing	Hypothetical target records
Tax rates	Primary 2026 rules frozen as proxy

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Startup costs and funding

The proposed capital consists of EUR 1.3 m equity in month one and EUR 900,000 debt at closing, with no automatic finance source.

Uses and timing

The seller consideration is EUR 1.8 m. Close transaction costs are EUR 100,000 gross and debt fees are 2% of borrowing. Preparation diligence EUR 30,000 is paid in January. Owner and analyst salaries, office costs, acquired stock settlements and later operating capital belong in the monthly cash flow rather than this transaction total.

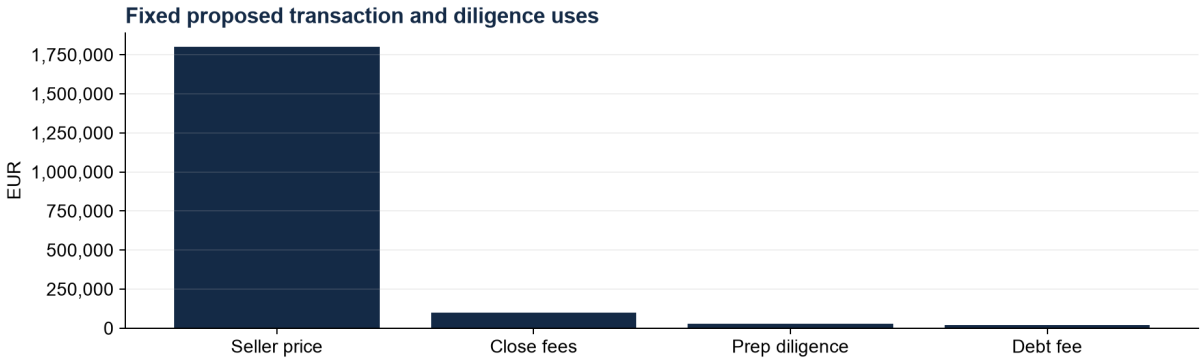
Readiness decision

Compare peak spendable cash with a funded liquidity buffer after actual diligence. The thin Base minimum cash buffer is below one month of the acquired group paid payroll; it does not prove lender approval or seller acceptance. A Downside shortfall needs explicitly committed new money or revised transaction terms before proceeding.

Peak funding

Base minimum spendable cash is EUR 28,275. Downside has EUR 2,706,068 unfunded obligations. No finance is added to eliminate this result. Complete target diligence and obtain actual capital before signing.

Funding item	EUR
Proposed equity	1,300,000
Proposed debt	900,000
Total proposed sources	**2,200,000**
Transaction and diligence uses	1,948,000
After uses before paid prep	252,000



Source model v 1.0 Base case captured 4 October 2026 / Startup costs and funding

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Itemized startup costs

Transaction uses and acquired accounting allocations answer different questions and must not be double counted.

Cash uses

Consideration, transaction expense, preparation diligence and debt fee are paid in their model months. Acquired AR, inventory and PPE are included in the price. The inherited AP is a separate post close liability payment; it reduces identifiable net assets and increases residual goodwill, preserving the consolidated accounting bridge.

Goodwill

Base identifiable net assets are EUR 400,000, leaving EUR 1.4 m residual management goodwill. Changing acquired balance inputs changes goodwill with the seller price held fixed. Goodwill is not amortised or tax deducted in this planning basis, and no impairment loss is assumed. Accountant review can materially alter reported profit and assets.

Cash use or allocation	EUR
Seller consideration	1,800,000
Close costs	100,000
Prep diligence	30,000
Debt fee	18,000
Identifiable net assets	400,000
Residual management goodwill	1,400,000

38 / FINANCE

Owner personal survival budget

The household budget is separate from business costs. Owner salary is already included in monthly payroll.

Budget basis

Assume EUR 4000 monthly household need and no outside income. EUR 96,000 annual gross salary at an estimated 55% net fraction gives EUR 4400 monthly take home, leaving EUR 400 before unmodelled household taxes or changes. This is a proxy, not a personal tax calculation.

Decision

Verify the director salary under S4 and obtain a personal budget before committing equity. Do not use business cash, debt draw or acquired receivables as household income. No dividend is forecast, and shareholder personal capital repayment does not appear as an operating cost.

Monthly personal item	EUR
Household need	4,000
Outside income	–
Required owner take home	4,000
Estimated salary net	4,400
Surplus proxy	400

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Financing terms and security

The debt terms are unquoted assumptions and do not represent an approved facility or available collateral.

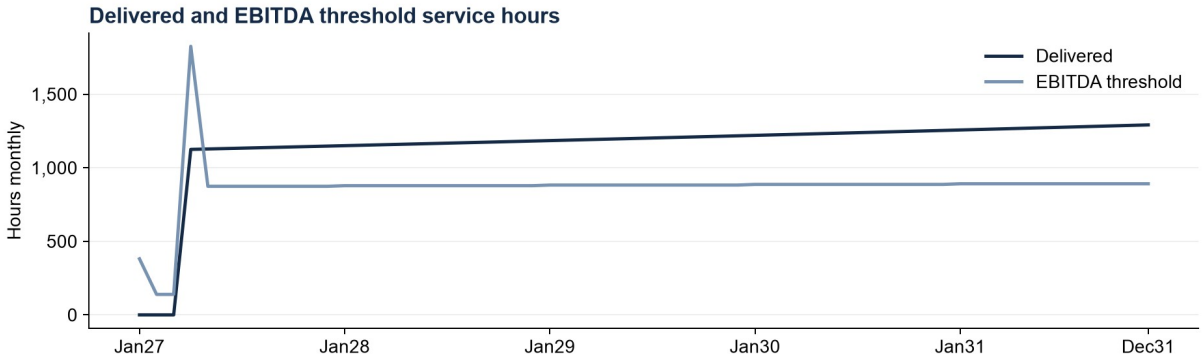
Debt mechanics

Base draws EUR 900,000 at closing, pays 7.5% annual interest on opening principal including the draw month, and repays EUR 15,000 monthly over 60 repayment months without grace. A closing in April 2027 leaves EUR 45,000 at December 2031. No sale proceeds, balloon payoff, revolving draw or cash sweep is inserted.

Lender gates

Confirm legal borrower, guarantees, security, covenant definitions, interest deductibility and permitted cash transfers between entities. The model is consolidated; fiscal unity and debt location are unresolved. Assess actual tax and debt service separately before relying on the planning earnings.

Decision	Planning basis
Base proposed rate	7.5% annual
Principal term	60 months from close
Draw timing	Closing readiness only
Security and approval	Not established



Source model v 1.0 Base case captured 4 October 2026 / Financing terms and security

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Revenue forecast and capacity

Revenue is delivered hours times price plus separately recognised parts sales.

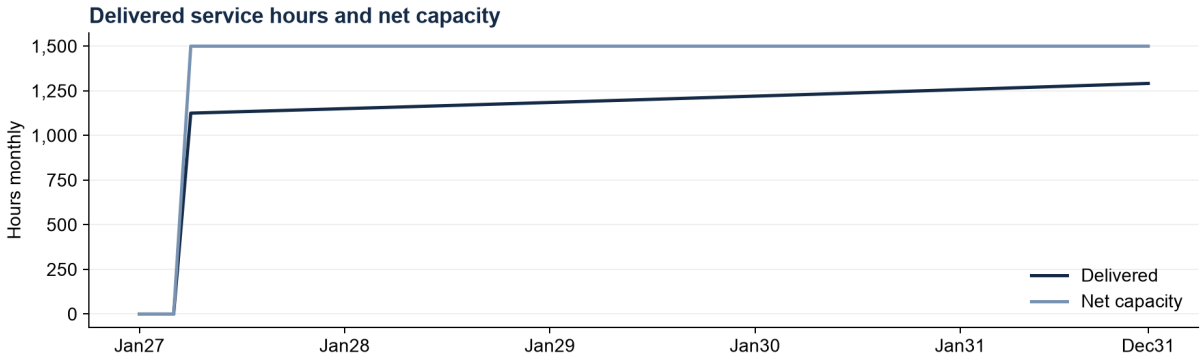
Driver logic

Requested annualised service hours begin at 13500 in Base and grow 3% annually by elapsed operating months. Twelve engineers at 1500 net hours each give 1500 hours monthly capacity. Delivered hours are the lesser of request and capacity. Calendar price inflation applies to service and parts prices.

Interpretation

These drivers are hypothetical target earnings, not an audited LTM or a signed backlog. Capacity is a net annualised average and does not guarantee specialist availability, route efficiency or each peak week. Acquisition delay reduces consolidated periods while the buyer preparation staff remain paid.

Metric	2027	2028	2029	2030	2031
Delivered service hours	10,225	13,991	14,411	14,843	15,289
Service revenue	1,227,055	1,712,547	1,799,202	1,890,242	1,985,888
Parts revenue	340,849	475,708	499,778	525,067	551,636
Net revenue	**1,567,904**	**2,188,255**	**2,298,980**	**2,415,309**	**2,537,523**



Source model v 1.0 Base case captured 4 October 2026 / Revenue forecast and capacity

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Costs and projected profit

Paid staff and fixed overhead remain when demand weakens, making the service hour contribution central to affordability.

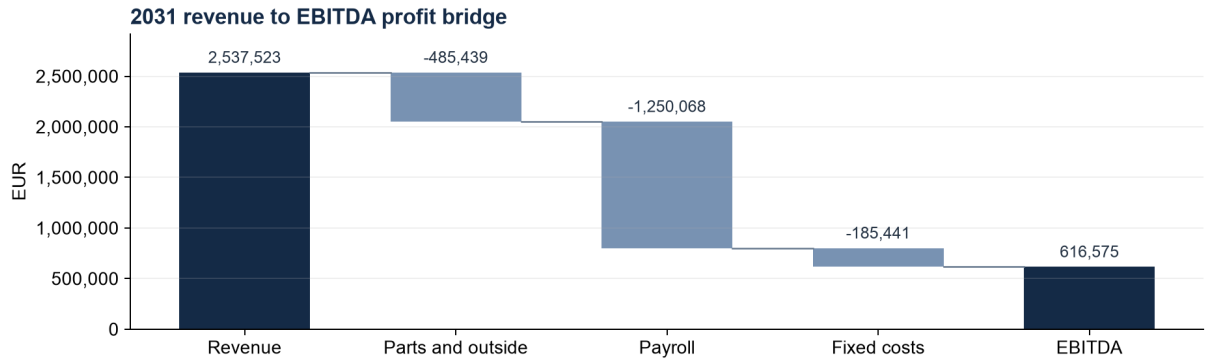
Cost structure

The Base model includes parts at 70% of parts revenue, variable outside service at 5% of labour, loaded owner and analyst payroll throughout, acquired payroll from close, premises, insurance and operating services. Transaction and debt fees are expensed in their respective months rather than embedded in goodwill.

Limits

The forecast does not include unknown historic liabilities, bad debt, stock obsolescence, warranty provisions or goodwill impairment. These are explicit diligence gates. They must be quantified and integrated if material before interpreting net profit as distributable or financeable cash.

Metric	2027	2028	2029	2030	2031
Parts consumed	238,594	332,995	349,845	367,547	386,145
Outside variable service	61,353	85,627	89,960	94,512	99,294
Paid payroll	898,125	1,160,812	1,189,833	1,219,579	1,250,068
Operating fixed and prep	277,000	172,200	176,505	180,918	185,441
EBITDA	**92,832**	**436,620**	**492,838**	**552,753**	**616,575**
Net profit	**(15,498)**	**266,201**	**313,479**	**363,502**	**416,423**



Source model v 1.0 Base case captured 4 October 2026 / Costs and projected profit

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Profit and loss forecast

The income statement recognises completed service and related parts, finite depreciation, interest and a conservative tax book proxy.

Tax basis

For each calendar year the model applies frozen 2026 Dutch 19% up to EUR 200,000 and 25.8% above to positive cumulative planning earnings after adding back diligence, transaction and debt fees. It gives no prior year tax loss benefit or goodwill amortisation. Within year provisions can release when earnings fall. Transaction deductibility and finance interest limitation are not established.

Reserve treatment

Tax expense transfers cash into a restricted group bank reserve and retains an equal liability. It is not a payment to Belastingdienst. Actual provisional assessments, fiscal unity, deduction rules and filing dates require advice. Reserving the proxy protects spendable cash but does not validate the tax computation.

EUR	2027	2028	2029	2030	2031
Service revenue	1,227,055	1,712,547	1,799,202	1,890,242	1,985,888
Parts revenue	340,849	475,708	499,778	525,067	551,636
Net revenue	**1,567,904**	**2,188,255**	**2,298,980**	**2,415,309**	**2,537,523**
Parts consumed	238,594	332,995	349,845	367,547	386,145
Outside service cost	61,353	85,627	89,960	94,512	99,294
Gross contribution	**1,267,957**	**1,769,632**	**1,859,175**	**1,953,250**	**2,052,084**
Owner salary loaded	120,000	123,000	126,075	129,227	132,458
Analyst salary loaded	75,000	76,875	78,797	80,767	82,786
Acquired team loaded	703,125	960,938	984,961	1,009,585	1,034,825
Rent	45,000	61,500	63,038	64,613	66,229
Insurance and rates	27,000	36,900	37,822	38,768	39,737
Services	54,000	73,800	75,645	77,536	79,475
Preparation office	3,000	–	–	–	–
Transaction and diligence	130,000	–	–	–	–
Debt fee expense	18,000	–	–	–	–
EBITDA	**92,832**	**436,620**	**492,838**	**552,753**	**616,575**
Depreciation	30,000	45,000	51,000	57,000	63,000
Interest	47,250	51,188	37,688	24,188	10,688
Profit before tax	**15,582**	**340,432**	**404,150**	**471,566**	**542,888**
Tax provision	31,081	74,231	90,671	108,064	126,465
Net profit	**(15,498)**	**266,201**	**313,479**	**363,502**	**416,423**

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Cash flow and financial position

Cash includes the acquisition payments and working capital timing that the profit statement cannot show.

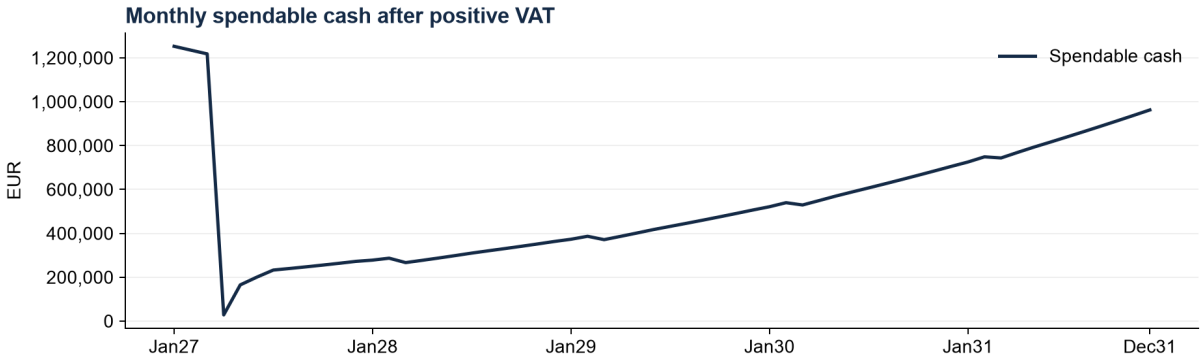
Closing balances

At closing inject acquired receivables, inventory, PPE and AP into consolidated balances. Collect inherited AR and pay inherited AP on their separate schedules without another revenue or expense. New gross invoices and stock suppliers follow independent lags. Acquired inventory is consumed before new stock purchases.

Cash and VAT

Operating taxable suppliers and capital create input VAT; positive quarterly balances are paid in the next month. Credits carry without refunds. Spendable cash is unrestricted cash less positive VAT payable, excluding restricted corporate tax bank cash. Negative values disclose unfinanced obligations, with no balancing loan.

Cash or balance finding	EUR
Minimum spendable cash	28,275
Further Base funding	–
December 2031 debt	45,000
Restricted tax bank cash	430,512



Source model v 1.0 Base case captured 4 October 2026 / Cash flow and financial position

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Cash flow forecast months one to six

The first six months show funded preparation and the assumed April closing.

Calendar

Proposed equity enters in January. Diligence, owner and analyst payroll and preparation office are paid before acquisition. The loan, consideration, closing costs and debt fee occur only with readiness 1 in April. Acquired employee costs and sales begin in that full month.

Working capital

Base inherited balances settle in May, alongside new invoice and supplier lags. Preserve these separately so purchase price is not confused with revenue or new inventory expense. If actual settlement dates change, edit the workbook and refresh this snapshot.

EUR	Jan27	Feb27	Mar27	Apr27	May27	Jun27
Opening cash	–	1,252,750	1,235,500	1,218,250	61,822	232,194
Equity draw	1,300,000	–	–	–	–	–
Debt draw	–	–	–	900,000	–	–
New invoice receipts	–	–	–	–	208,725	209,240
Inherited AR collected	–	–	–	–	250,000	–
Seller consideration	–	–	–	(1,800,000)	–	–
Stock suppliers paid	–	–	–	–	–	–
Inherited AP paid	–	–	–	–	(150,000)	–
Immediate suppliers	(31,000)	(1,000)	(1,000)	(141,428)	(23,448)	(23,468)
Payroll	(16,250)	(16,250)	(16,250)	(94,375)	(94,375)	(94,375)
Capex gross	–	–	–	–	–	–
Interest	–	–	–	(5,625)	(5,531)	(5,438)
Principal	–	–	–	(15,000)	(15,000)	(15,000)
VAT paid	–	–	–	–	–	–
Tax reserve transfer	–	–	–	–	–	(3,052)
Net cash change	1,252,750	(17,250)	(17,250)	(1,156,428)	170,371	67,907
Closing cash	**1,252,750**	**1,235,500**	**1,218,250**	**61,822**	**232,194**	**300,101**

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Cash flow forecast months seven to twelve

The remainder of 2027 shows ordinary collections, costs, principal, VAT and restricted tax reserve transfers.

Cash control

Compare bank balances, customer ageing, supplier obligations and reserved taxes each month. Profit does not assure enough cash for principal or replacement components. No dividend or additional finance is assumed.

Snapshot status

These figures are a saved Base result capture. Native Excel case selection and input edits update live outputs, but Word and its charts remain snapshots until regenerated. Review stale capture status before circulating amended deal terms.

EUR	Jul27	Aug27	Sep27	Oct27	Nov27	Dec27
Opening cash	300,101	260,964	296,481	332,428	283,870	320,678
Equity draw	–	–	–	–	–	–
Debt draw	–	–	–	–	–	–
New invoice receipts	209,756	210,273	210,792	211,312	211,833	212,355
Inherited AR collected	–	–	–	–	–	–
Seller consideration	–	–	–	–	–	–
Stock suppliers paid	(6,442)	(32,077)	(32,156)	(32,235)	(32,315)	(32,394)
Inherited AP paid	–	–	–	–	–	–
Immediate suppliers	(23,488)	(23,508)	(23,529)	(23,549)	(23,570)	(23,590)
Payroll	(94,375)	(94,375)	(94,375)	(94,375)	(94,375)	(94,375)
Capex gross	–	–	–	–	–	–
Interest	(5,344)	(5,250)	(5,156)	(5,062)	(4,969)	(4,875)
Principal	(15,000)	(15,000)	(15,000)	(15,000)	(15,000)	(15,000)
VAT paid	(99,782)	–	–	(84,934)	–	–
Tax reserve transfer	(4,462)	(4,545)	(4,629)	(4,713)	(4,797)	(4,882)
Net cash change	(39,137)	35,518	35,947	(48,558)	36,807	37,239
Closing cash	**260,964**	**296,481**	**332,428**	**283,870**	**320,678**	**357,917**

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Financial position summary

The consolidated management balance sheet includes residual goodwill, inherited balances and finite capital cohorts.

Assets and liabilities

Show unrestricted cash, restricted tax cash, gross customer AR, net inventory, net PPE, goodwill and VAT credit. Liabilities include inherited and new stock AP, acquisition debt, corporate tax reserve liability and positive VAT payable. Paid equity and cumulative net profit complete the reconciliation.

Accounting gate

This is a management purchase allocation, not statutory group accounts or a tax valuation. No deferred tax, goodwill impairment, fair value remeasurement or entity separation is modelled. Actual closing books and accountant advice may require a new allocation and revised profit, tax and funding conclusion.

EUR at year end	2027	2028	2029	2030	2031
Unrestricted cash	357,917	453,062	601,182	805,005	1,067,414
Restricted tax cash	31,081	105,312	195,983	304,047	430,512
Gross receivables	212,879	223,651	234,967	246,857	259,348
Parts inventory	26,772	28,127	29,550	31,046	32,616
Net PPE	170,000	155,000	134,000	107,000	74,000
Management goodwill	1,400,000	1,400,000	1,400,000	1,400,000	1,400,000
VAT credit	–	–	–	–	–
Total assets	**2,198,649**	**2,365,152**	**2,595,682**	**2,893,954**	**3,263,890**
Stock supplier payables	32,474	34,118	35,844	37,658	39,563
Debt	765,000	585,000	405,000	225,000	45,000
Tax reserve liability	31,081	105,312	195,983	304,047	430,512
VAT payable	85,592	90,020	94,674	99,566	104,709
Total liabilities	**914,147**	**814,450**	**731,501**	**666,271**	**619,784**
Paid equity	1,300,000	1,300,000	1,300,000	1,300,000	1,300,000
Retained earnings	(15,498)	250,702	564,181	927,683	1,344,106
Liabilities and equity	**2,198,649**	**2,365,152**	**2,595,682**	**2,893,954**	**3,263,890**
Balance difference	–	–	–	–	–

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Break even and scenarios

The operating threshold divides paid fixed costs by current contribution per service hour, with transaction expense included in affected months.

Threshold

The threshold is an EBITDA planning test, excluding interest, principal, capex and tax. Compare it with delivered hours and net physical capacity. If the threshold exceeds capacity, a price, cost or funded staffing revision is needed; the model does not invent more engineer hours.

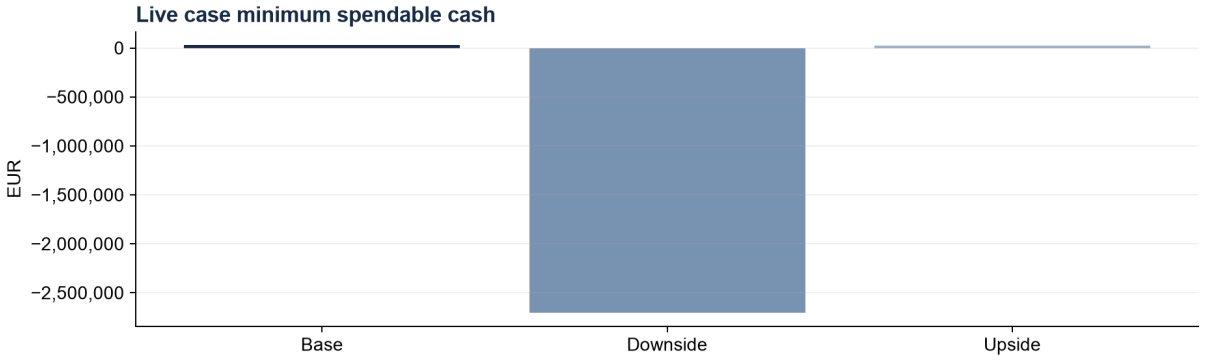
Cases

Downside delays closing to July, lowers annualised requested hours and price, raises costs and slows collections. Upside improves price and demand but remains physically capped. These cases are management assumptions, not probability estimates or guaranteed returns. No exit sale, multiple expansion or investor IRR is claimed.

December 2031 Base

Delivered hours are 1,291, the EBITDA threshold is 891, and net capacity is 1,500 hours monthly. This is a planning operating threshold, excluding capex debt service and taxes.

Case	Minimum spendable cash EUR	Further funding EUR
Base	28,275	–
Downside	(2,706,068)	2,706,068
Upside	22,094	–



Source model v 1.0 Base case captured 4 October 2026 / Break even and scenarios

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Model guide and completion

Use Inputs as the control point, review the live Monthly build and save the native workbook before an ordinary rebuild.

Workbook use

InputsF5 selects 1 Base 2 Downside 3 Upside. Case drivers are editable in F:H. Missing active inputs or invalid bounds expose an invalid status and unavailable monthly values; an unselected blank does not block a valid active case. Acquisition shows fixed sources and allocation; Summary links annual flows and year end stocks.

Completion rule

Saved workbook assumptions are imported by retained build_model.mjs and survive ordinary rebuilds. All three comparison cases remain live. After editing, regenerate model results, numerical charts, Word financial integration and the native 48 heading TOC. Review every final page and workbook sheet before accepting the revised package.

Decision	Planning basis
Horizon	60 monthly periods and 5 annual summaries
Financial basis	Consolidated management forecast
Evidence status	Target and funding not secured
Refresh	Saved native inputs then rebuild all artifacts