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COURSE BROCHURE

# Private Company Acquisition and Sale Training Course

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Milan

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Registered in the United Kingdom and Saudi Arabia

# Private Company Acquisition and Sale Training Course

**Ref:** 3208_122014 **Date:** 8 – 12 November 2027 **Location:** Milan **Fees:** 6200 GBP

Private Company Acquisition and Sale is a 1-week training course for business owners, finance directors and corporate development staff who buy or sell privately held companies and produce a Deal Terms and Risk Allocation Memo for their board or shareholders. Owner succession, active private investors and closer buyer scrutiny now make unlisted company transactions more frequent and more contested. Jupiter Prime Training delivers this Private Company Acquisition and Sale course.

## Why Private Company Acquisition and Sale Matters Now

Three forces shape these transactions today. Many founders are approaching retirement without a family successor, so more owner-managed businesses come to market. Private investors and trade buyers compete for good targets, yet arrive with long information requests. Lenders and minority shareholders want to see how risk is shared before they commit. A seller who prepares well keeps control of the timetable and the price; a buyer who prepares well avoids paying for problems that surface after completion.

## Who Gains Most from Private Company Acquisition and Sale

- Owners and shareholders deciding when and how to sell all or part of their company
- Finance leads who prepare forecasts, normalised earnings and working capital figures for a deal
- Corporate development staff who screen targets, approach owners and run buy-side processes
- Advisers inside family groups who coordinate lawyers, accountants and valuers
- Board members who approve price, structure and the risk a company accepts in a transaction

Family business groups and acquisitive mid-sized companies gain most when owners and finance staff attend together.

## Private Company Acquisition and Sale Capabilities

Participants move from a headline price to a full set of terms that protect value on both sides of the table.

- Weigh share purchase against asset purchase and full against partial sale — the shareholders' choice of structure
- Calculate an enterprise value and bridge it to the equity price paid at completion — the negotiating range
- Design a due diligence plan that targets the risks most likely to move price — the buyer's investment committee
- Specify warranties, indemnities, caps and time limits that match identified risks — the sale and purchase agreement
- Build an earn-out or deferred payment with measurable targets and dispute rules — owners and incoming management
- Communicate the deal story and timetable to bidders, staff and lenders — the sale process

## Key Private Company Acquisition and Sale Terms

- Enterprise value — the value of a company's operations before deducting debt and adding surplus cash.
- Equity bridge — the adjustments that turn enterprise value into the price paid to shareholders.
- Warranty — a contractual statement of fact by the seller that, if untrue, lets the buyer claim for its loss.
- Indemnity — a promise to repay a specific, identified liability in full.
- Earn-out — part of the price paid later only if the business reaches agreed targets after completion.
- Disclosure letter — the seller's document listing exceptions to the warranties.

## Private Company Acquisition and Sale Day by Day

## Day 1: The Private Deal Landscape

- Motives of Owners, Trade Buyers and Private Investors — Who Pays What
- Share Purchase Versus Asset Purchase — Tax, Liability and Consent Effects
- Full Sale, Partial Sale and Staged Exit — Matching Structure to Owner Goals
- Deal Roles of Advisers, Lenders and Boards — Approval Paths
- Confidentiality Agreements and Indicative Offers — Opening the Process

## Day 2: Valuation and Price Mechanics

- Normalised Earnings and Owner Adjustments — Sustainable Profit for Pricing
- Comparable Transaction Multiples — Testing a Headline Value
- Cash Flow Forecast Valuation — Value Under Owner and Buyer Plans
- Enterprise Value to Equity Bridge — Net Debt and Working Capital Targets
- Completion Accounts Versus Fixed Price Mechanisms — Who Carries Interim Risk

## Day 3: Due Diligence and Findings

- Financial and Tax Due Diligence Scope — Quality of Earnings Questions
- Legal, Commercial and People Due Diligence — Contracts, Customers and Key Staff
- Data Room Structure and Question Lists — Seller Readiness and Buyer Speed
- Red Flag Reports and Price Chips — Turning Findings into Terms
- Vendor Due Diligence Reports — Seller Control of the Narrative

## Day 4: Contract Terms and Risk Allocation

- Warranties, Indemnities and the Disclosure Letter — Allocating Known and Unknown Risks
- Liability Caps, Thresholds and Claim Periods — Limiting Seller Exposure
- Earn-Outs and Deferred Consideration — Bridging Price Expectation Gaps
- Escrow, Retentions and Warranty Insurance — Securing Future Claims
- Restrictive Covenants and Transitional Services — Protecting Goodwill After Completion

## Day 5: Practising the Deal Terms and Risk Allocation Memo

- Case Valuation and Equity Bridge — Applying Price Mechanics
- Case Due Diligence Findings Review — Applying Red Flag Methods
- Term Sheet Negotiation Simulation — Applying Risk Allocation Tools
- Sale Process Timetable and Bidder Management — Keeping Competitive Tension
- Deal Terms and Risk Allocation Memo — Board-Ready Version

## Applying Private Company Acquisition and Sale After the Course

- Prepare a normalised earnings schedule and equity bridge.
- Map the top due diligence risks of a current deal to a warranty, indemnity or price adjustment.

## Private Company Acquisition and Sale Questions FAQ

### What is Private Company Acquisition and Sale and why does it matter now?

Private Company Acquisition and Sale is the process of buying or selling an unlisted business, from structure and price to contract terms and completion. It matters now because more owners are exiting and buyers expect stronger protection.

### Which roles gain most from Private Company Acquisition and Sale training?

Business owners, finance directors and corporate development staff gain most, especially if you are preparing a sale or assessing a target.

## How does Private Company Acquisition and Sale differ from an advanced mergers and acquisitions course?

It stays with privately held companies at a core level. An advanced course spends longer on large group integration and listed targets; this one centres on owner exits, price mechanics and contract protection.

## What do you bring back from Private Company Acquisition and Sale training?

You bring back a priced deal structure, a due diligence risk map and a memo setting out how each risk is shared between buyer and seller.

## Private Company Acquisition and Sale: The Way Forward

The Deal Terms and Risk Allocation Memo first informs whether to proceed at the offered price and structure. Owners use it to set limits, finance directors to brief advisers and boards to approve. After its first use, revisit the earn-out targets, since they shape the relationship between buyer and seller long after completion.