

# IBA Transaction Data – Level 1 Field Definitions

**Please Note:** The transaction data submission form appears on the final pages of this document. Please refer to the field definitions below when you are completing the form. You only need to return the form itself. The definitions are provided for your convenience.

**Dollar Amounts:** Enter all dollar amounts in thousands (\$000).

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## About You

This section of the data collection forms pertains to the person submitting the transaction data.

### First name

First name of the individual submitting the transaction data.

### Last name

Last name of the individual submitting the transaction data.

### Phone

Telephone number of the individual submitting the transaction data.

### Email

Email address of the individual submitting the transaction data.

### Location

City and/or state of the individual submitting the transaction data.

### Today's date

Date the form was completed.

### IBA member?

IBA membership status of the individual or firm submitting the transaction data.

### Member #

IBA membership number of the individual or firm submitting the transaction data.

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## About the Business

This section of the data collection forms pertains to the business that was sold.

### Industry and Location

#### SIC

Standard Industrial Classification code for the business that was sold.

#### NAICS

North American Industry Classification System code for the business that was sold.

**City/State**

City and/or state where the firm conducts business.

**Description of products/services**

Description of the products and/or services produced or provided by the business.

**Income****Fiscal Year End Date**

Closing date of the company's fiscal year, in mm/dd/yy format.

**Income data is for a full year**

Select **Yes** if the year's income data is for an entire fiscal year. Select **No** if the data is for less than an entire year.

**If no, enter number of months**

If you answered **No** to the previous question, enter the number of months that are included in the current year's income data. For example, if the data is for January through September, enter "9".

**Sales**

Total invoice value of sales, minus customers' discounts, returns, and allowances.

**Cost of Goods Sold**

Direct costs attributable to the production of the goods sold. Also called **Cost of Sales**.

**Gross Profit**

The difference between revenue and the cost of producing goods or providing services, before deducting overhead, payroll, taxation, and interest payments.

$$\text{Gross Profit} = \text{Sales} - \text{Cost of Goods Sold}$$

**Depreciation & Amortization**

The loss in value of long-term assets. These are non-cash expenses.

- **Depreciation** is generally used for physical property, such as vehicles and equipment.
- **Amortization** is generally used for intangible assets, such as goodwill.

**Salaries Excluding Owners Compensation**

Salaries paid to employees. Exclude compensation paid to owners as a return on their investment.

**Total Operating Expenses**

Total on-going expenses. Includes Depreciation & Amortization and Salaries Excluding Owners Compensation.

**Owners Compensation**

Compensation paid to the owners of the business.

**Non-Business Related Expenses**

Expenses that did not pertain to the business, such as providing the owner with a car for personal use.

**Net Interest Income/(Expense)**

Interest the business received as income minus any paid on loans or notes.

**Income Taxes**

Federal and state income taxes paid by the business.

## Net Income

Defined as follows:

Net Income = Gross Profit – Total Operating Expenses – Owners Compensation – Non-Business Related Expenses + Net Interest Income/(Expense) – Income Taxes

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## About the Transaction

This section of the data collection forms pertains to the specifics of the sale transaction.

### Date, Basis, Price etc.

#### Date of sale

Date that the sale agreement was signed.

#### Transaction basis

The buyer can either acquire the assets of the business or the stock of the company.

#### Sale price

Total reported consideration (cash, liabilities assumed, etc.) excluding the amount paid for any real estate acquired and the market value of any assumed receivables.

#### Down payment

Amount of sale price paid in cash at the time of the transaction. The cash the seller receives at closing.

#### Amount paid for any acquired real estate

The price paid for any real estate acquired in the transaction.

#### Market value of any assumed receivables

The market value of any receivables assumed in the transaction. Market value is defined as the amount that could be collected in a reasonable time period.

### Values Included in Sale Price

**Please Note:** Total Assets plus Total Liabilities plus Total Other should equal the Sale Price.

#### Is the transaction data below based on a purchase price allocation?

Select **Yes** if the data about the values included in the sale price come from a purchase price allocation. If the data does not come from a purchase price allocation, select **No**.

#### Inventory

The value assigned in the sale price to inventory.

#### Fixed (FF&E)

The value assigned in the sale price to fixed assets.

#### Intangibles

The value assigned in the sale price to intangible assets other than imputed goodwill.

#### Imputed Goodwill

The value assigned in the sale price to goodwill.

**Other Assets**

The value assigned in the sale price to other assets.

**Total Assets**

The total value assigned in the sale price to assets.

$$\text{Total Assets} = \text{Inventory} + \text{Fixed (FF\&E)} + \text{Intangibles} + \text{Imputed Goodwill} + \text{Other Assets}$$

**Payables**

The value assigned in the sale price to payables.

**Notes Assumed**

The value assigned in the sale price to notes assumed.

**Other Liabilities**

The value assigned in the sale price to other liabilities.

**Total Liabilities**

The total value assigned to liabilities.

$$\text{Total Liabilities} = \text{Payables} + \text{Notes Assumed} + \text{Other Liabilities}$$

**Employ/Consult**

The value assigned in the sale price to an employment and consulting agreement.

**Noncompete**

The value assigned in the sale price to a noncompete clause.

**Other Contracts**

The value assigned in the sale price to other contracts.

**Adjustments**

The value assigned in the sale price to adjustments.

**Total Other**

The total value assigned to contracts and adjustments.

$$\text{Total Other} = \text{Employ/Consult} + \text{Noncompete} + \text{Other Contracts} + \text{Adjustments}$$

# IBA Transaction Data Submission Form – Level 1

About You

First name  Last name

Phone  -  -  Email

Location (city and/or state)

Today's date (mm/dd/yy)  |  |  IBA member?  Yes  No Member #

About the Business

## Industry and Location

SIC  NAICS  City/State

Description of products/services:

## Income (\$000)

**Please Note: If the current year's data is for less than nine months, please enter the prior year's data.**

Fiscal Year End Date (mm/dd/yy)  |  |

Income data is for a full year

Yes  No

If no, enter number of months

1. Sales

2. Cost of Goods Sold

3. Gross Profit (=1-2)

4. Depreciation & Amortization

5. Salaries Excluding Owners Compensation

6. Total Operating Expenses

7. Owners Compensation

8. Non-Business Related Expenses

9. Net Interest Income/(Expense)

10. Income Taxes

11. Net Income (=3-6-7-8+9-10)

About the Transaction

## Date, Basis, Price etc. (\$000)

Date of sale  |  |  Sale price (net of real estate and receivables)

Transaction basis  Asset  Stock Down payment

Amount paid for any acquired real estate

Market value of any assumed receivables

## Values Included in Sale Price (\$000)

For each of the following items included in the sale, enter the values assigned in the sale price from the purchase price allocation, if there is one, and from the balance sheet if no allocation exists.

Is the transaction data below based on a purchase price allocation?  Yes  No

**Please Note: Total Assets + Total Liabilities + Total Other should equal Sale Price.**

1. Inventory

2. Fixed (FF&E)

3. Intangibles

4. Imputed Goodwill

5. Other Assets

Total Assets

Total Assets =1+2+3+4+5

5. Payables

6. Notes Assumed

7. Other Liabilities

Total Liabilities

Total Liabilities =5+6+7

8. Employ/Consult

9. Noncompete

10. Other Contracts

11. Adjustments

Total Other

Total Other =8+9+10+11