

Stop Signing NDAs on Deals That Were Never Going to Close

Download the free Zero-Down Deal Checklist — 12 boxes every serious buyer checks before submitting a single LOI.

- ✓ The 4 financial red flags that kill creative deals in due diligence
- ✓ Exactly how to verify SDE before you waste 60 days on bad books
- ✓ The seller finance readiness test — know in 5 minutes if a deal is structurable
- ✓ The debt service gate that tells you if the business can survive the acquisition

Before you talk to another broker, grab this free checklist.



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THE ZERO-DOWN DEAL CHECKLIST

12 Non-Negotiable Boxes to Check Before You Sign Anything

Most zero-down deals die in due diligence — not at the negotiating table.
Use this checklist before you submit any LOI on a creative acquisition.

1 BUSINESS FUNDAMENTALS

- Consistent revenue for 3+ years (no single spike year)
- SDE verified — owner salary added back correctly
Seller's Discretionary Earnings must reflect true cash flow
- No single customer accounts for more than 30% of revenue
- Owner has operated the business, not just owned it

2 SELLER FINANCE READINESS

- Seller willing to carry at least 10–30% as a note
This is the backbone of zero-down structuring
- Seller note terms documented: rate, term, standby period
- Seller agrees to SBA standby provisions (if applicable)
Required for seller note to count toward equity injection
- No existing liens or encumbrances on business assets

3 FINANCIAL CLEAN-UP

- 3 years of tax returns match P&L statements
- All add-backs are documented and defensible
"Owner's personal vacation" is not a valid add-back
- No undisclosed debt, lawsuits, or regulatory issues

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4 DEAL STRUCTURE GATES

- Total debt service < 70% of SDE (business can breathe)
- Earnout terms tied to specific, measurable KPIs
- Vague earnouts lead to litigation*
- Transition period defined: seller stays for 30–90 days minimum

Do you have a target business in mind but no idea how to structure the offer? That's exactly what the Seller Finance Architect session is built for.

