



CONFIDENTIAL ESOP PRELIMINARY ASSESSMENT QUESTIONNAIRE

Does your company qualify for an Employee Stock Ownership Plan ("ESOP")?

Can your shareholder, corporate, and management objectives be addressed by an ESOP?

By completing and returning the questionnaire, you will be provided with a confidential preliminary no cost analysis.

Directions: Please save the completed form to your desktop and forward to [Paige Ryan](mailto:paige@esopservices.com) (paige@esopservices.com) or fax to (858)565-0764. We will then schedule a telephone appointment to discuss the results of your preliminary assessment. All information is treated confidentially as indicated in the confidentiality agreement below.

Confidentiality Agreement

ESI agrees that any non-publicly disclosed data provided in this document or by other parties in connection with ESI's preliminary work hereunder is proprietary and belongs to the company providing the information, is highly confidential, and will not be directly or indirectly disclosed to third parties without the advance written consent of the "person to contact" identified on page one of this form, even after the completion of this project, unless required by law.

Contact and Company Information

Company Name	Date Completed		
Mailing Address			
City	State	Zip Code	
Person to Contact	E-mail		
Title	Phone		
Alternate Contact	Alt E-mail		
Alt Title	Alt. Phone		

Business Description

Web Address			
State Incorporated	Number of Locations	Fiscal Year End	
Years in Business	Year Incorporated	Publicly traded	No Yes
Type of Corporation	C Corporation S Corporation LLC or Partnership Other	List Subsidiaries, if any	

How Did You
Hear About Us?

If Personal Reference,
Please Tell Us Who
Referred You.

Date Completed

Employee Information

	<u>Number of Employees</u>	<u>Annual Payroll</u>
Salaried Employees		
Hourly Employees		
Union Employees		
Existing Benefit Plans	Qualified Profit Sharing	401(k)
	Defined Benefit	Stock Bonus plan
	Stock Purchase Plan	Stock Option Plan
	Stock Appreciation Rights	Phantom Stock
	Simple IRA	Other

Financial Information

<u>Financial Statements</u>	Internal	Outstanding Debt \$
	Compiled	
	Reviewed	
	Audited	

	<u>Previous Year</u>	<u>Current Year</u>	<u>Next Year</u>
Revenue			
EBITDA			
Corporate Tax Rate			
Personal Tax Rate			
<u>Valuation</u>			
Most Recent Value		Valuation Date	
Purpose of Valuation		Determined By	

Stock Information

Number of Shareholders		Number of Shares Outstanding (List For Each Class)	
Classes of Stock		Number of 5% or Greater Shareholders	
Are any Stock Sales Pending	No Yes	Are Family Members of Major Stockholders Active In The Business?	No Yes
Have Dividends Been Paid in the Past Two Years?	No Yes	If Yes, Please Specify Relationships (Son, Daughter, Spouse, etc.)	
Are major Stockholders Active in the Business?	No Yes	Please list any SBA 8(a) designations	

Objectives

Please Provide
Any Additional
Helpful Information

Objectives for Considering an ESOP	"Tax Free" Liquidity Employee Retention & Motivation Perpetuation Charitable Giving Other	Estate Planning Increase working capital Tax Free S Corporation Income
Timeline for ESOP Establishment?	As Soon As Possible Next 3-6 Months Other	End of Current Fiscal Year Next 2-3 Years

Advisors

Accountant	Financial Advisor
Corporate Attorney	Other Trusted Advisor
Principal Bank	Insurance Agent