PRIVATE AND CONFIDENTIAL | FOR CAFÉ AND HOSPITALITY OWNERS

Confidential Seller Checklist

A practical, no jargon checklist for café, coffee shop, bakery, tea room, sandwich bar and deli owners who are thinking about selling. Work through it at your own pace. Nothing here needs to leave your kitchen table, and you do not have to tell your staff, landlord or suppliers anything until you are ready.

> **How to use this**
> Tick what you already have, note what is missing, and start with sections 2 and 3. Those two decide most of the price and nearly all of the delay. If you get stuck, a first conversation with us is free, private and puts you under no obligation.

1. Before you tell anyone

Groundwork you can do quietly, without your team, landlord or suppliers noticing.

- ☐ Write down why you are selling and roughly when you want to be out. Buyers ask, and a clear answer builds trust.
- ☐ Decide who genuinely needs to know at this stage. In most cases that is you, your partner and your accountant.
- ☐ Keep sale paperwork off shared drives and away from the till computer.
- ☐ Agree one private email address and phone number for all sale contact.
- ☐ Avoid mentioning it to regulars, reps or fellow owners. Word travels faster than you expect.

2. Get your numbers straight

Buyers pay for figures they can believe. Tidy records lift both price and speed.

- ☐ Last three years of accounts, plus year to date management figures.
- ☐ Weekly takings for the past 12 months, so seasonality is obvious.
- ☐ Gross profit by category if you have it: food, drinks, retail, catering.
- ☐ A clear list of owner costs that a new owner would not carry, such as your own vehicle or family wages.
- ☐ Card machine statements matching your reported takings.
- ☐ Wage bill by role, including hours, so a buyer can see the cover you actually need.
- ☐ Rent, service charge, business rates, utilities and waste contracts in one summary.

3. Lease, licences and premises

Most stalled café sales stall here. Sort it early and you keep control.

- ☐ Copy of the lease, plus any deeds of variation and the rent review history.

- ☐ Years left to run, break clauses and whether the lease is protected.
- ☐ Landlord consent process for assignment, and what references a buyer will need.
- ☐ Premises licence, pavement licence and any planning use restrictions.
- ☐ Food hygiene rating, last inspection report and anything outstanding.
- ☐ Gas safety, electrical certificate, extraction cleaning and PAT records.
- ☐ A list of what stays and what you are taking with you.

4. The kit and the fit out

Equipment condition changes the price, so be honest and be ready.

- ☐ Inventory of equipment with age, condition and anything on finance or lease.
- ☐ Espresso machine and grinder service history.
- ☐ Fridges, ovens and extraction: note anything you would replace within a year.
- ☐ Till and booking systems, and whether the licence transfers to a buyer.
- ☐ Outstanding repairs, and rough cost to put them right.

5. People and how the place runs

A business that runs without you is worth more than one that does not.

- ☐ Staff list with roles, hours, length of service and pay, no names needed at first.
- ☐ Who opens, who closes and who can run a full day without you.
- ☐ Written opening and closing routines, recipes and supplier order lists.
- ☐ Supplier terms and any minimum order commitments.
- ☐ How many hours a week you personally work in the business, honestly.

6. Trade, reputation and growth

This is the part that turns a fair offer into a strong one.

- ☐ Google and social reviews, plus how you handle the occasional bad one.
- ☐ Customer mix: locals, office trade, tourists, wholesale or catering.
- ☐ Any contracts or repeat accounts that come with the business.
- ☐ Obvious growth a buyer could take on: evenings, deliveries, brunch, retail lines.
- ☐ Photographs of the space looking its best, kept private until you are ready.

7. Protecting confidentiality through the sale

How a discreet sale actually works in practice.

- ☐ Marketing without your trading name, exact address or recognisable photos.

- ☐ A signed confidentiality agreement before any buyer sees your figures.
- ☐ Buyer proof of funds checked before viewings are arranged.
- ☐ Viewings out of hours, or presented as a supplier or contractor visit.
- ☐ Staff told at a time you choose, usually once terms are agreed.

8. Getting to completion

The final stretch, and the questions worth asking before you sign.

- ☐ Heads of terms in writing, covering price, stock, timing and what is included.
- ☐ Solicitor instructed early, ideally one who has done leasehold business sales.
- ☐ Agreement on stock at valuation and how it is counted on the day.
- ☐ Handover period, training days and any deferred payment terms.
- ☐ Final meter readings, licence transfers and staff transfer obligations.
- ☐ What happens to gift vouchers, deposits and forward bookings.

Ready to talk it through?
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