

B O L L F I L T E R



The client

Based in Tolleshunt D'Arcy, Essex BOLLFILTER UK Limited is a filtration specialist supplying liquids and gases for industrial use.

Over the years Managing Director John Dow and Financial Director Veronica Brown, operating as Geedon Ltd, built up Bollfilter UK Ltd to become an exceptionally well-managed and successful business. Geedon Limited owned 75% of the issued share capital in Bollfilter UK Limited and the remaining 25% was owned by Boll & Kirch Filterbau GmbH (based in Germany). In early 2019, after having devoted years to establishing the BOLLFILTER brand, John and Veronica decided to exit the business and look to retirement.

One of the core objectives for both Veronica and John was ensuring succession and continuity of both the business and the Bollfilter brand that they had spent so many years developing. The Corporate Finance team at Scrutton Bland were able to help the pair to draw up a robust business plan enabling the sale to proceed to German partner Boll & Kirch Filterbau GmbH which gave the existing UK management team the continuity of a buyer who was already known to them, whilst at the same time meeting John and Veronica's own personal financial goals.

Highlights and challenges

Managing a cross-border transaction with a German buyer and UK seller can be challenging, particularly where there are existing shareholders involved. The Scrutton Bland team were able to assist the Board in reaching an outcome which provided a managed exit for John and Veronica meeting their retirement plans, whilst also helping to ensure the continuity of the trading business. Through the expertise within the team, it was important that the Scrutton Bland advisers were able to negotiate not only in the international tax and accounting regimes, but equally the social and cultural differences which can be present in cross board transactions and which can have a significant impact on all parties involved from the buyer and seller to local management teams and employees.

Following a successful transaction Bollfilter UK Limited is now a wholly owned subsidiary of Boll & Kirch Filterbau GmbH and continues to thrive.

"Veronica and I had a very fulfilling experience in building up the company along with our partners Boll & Kirch GmbH, from small beginnings to a market leading position. It just felt like the right moment in our working lives to step aside and so sought professional advice"

John Dow, former Managing Director

How we were able to help

- ✓ Brokering the cross-border transaction from origination to Heads of Terms
- ✓ Advising the Board on the most effective structure for the transaction
- ✓ Helping the Board determine a valuation for the purposes of the share transaction
- ✓ Assisting both parties to agree Heads of Terms
- ✓ Reviewing the legal documentation

The Team



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Our Services

The decision to sell your business can be very complex and can quickly become confusing. We are here to ensure that the process is handled seamlessly and confidentially. You will also want to ensure that you achieve the best possible price for your business to maximise shareholder value. That is at the heart of our service.

We are able to handle the whole process including the following services depending on your needs:

- Pre-sale preparation of the business
- Marketing and promoting the business for sale, including the creation of an information memorandum and approaching potential buyers

- Handling the negotiations on your behalf and advising on deal structure
- Advising on the tax implications to ensure the best result
- Continuous support to completion, including supporting the legal technicalities such as post-completion consideration mechanisms and tax covenants.

If you would like any further information, or simply discuss your options, contact one of our team.

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