CONFIDENTIAL BUSINESS ASSESSMENT

Business Snapshot

Prepared exclusively for: John · August 2026

RAINCATCHER℠
ELEVATING M&A FOR THE LOWER MIDDLE MARKET

// BUSINESS OVERVIEW

BUSINESS TYPE Golf Equipment Wholesale Distributor	**INDUSTRY** Value-Added Distribution	**YEARS IN BUSINESS** 17
MARKETS SERVED National	**OWNER RELIANCE** Moderate	**REVENUE MODEL** Re-occurring Revenue

// KEY FINANCIAL METRICS

$14M	$1.61M	11.5%	▲ 6–8%
ANNUAL REVENUE	ADJ. EBITDA	ADJ. EBITDA MARGIN	REVENUE GROWTH

// BUSINESS CHARACTERISTICS

- Re-occurring Revenue
- Growing Revenue
- Low Concentration
- Strong Management
- 17-Year Track Record
- Moderate Owner Role

// BUSINESS SUMMARY

This national golf equipment wholesale distributor has served pro shops, retailers, and e-commerce accounts across all 50 states for 17 years, generating $14,000,000 in annual revenue with consistent 6 to 8% annual growth. Five outside sales reps, a sales manager, and a controller run day-to-day operations independently. No single customer exceeds 8% of revenue and account retention runs 85 to 90% year over year. Three capital-ready growth opportunities position the business well for a new owner.

The owner is pursuing a full exit and is targeting a transaction over the next one to three years. After close, they are open to a short-term consulting arrangement to support the transition.

The owner is committed to a clean exit and will remain available for six to twelve months post-close to introduce the new owner to top supplier relationships. The owner strongly prefers that the tenured sales manager and controller be retained through the transition.

// GROWTH OPPORTUNITIES

The business has three well-defined growth levers ready for a well-capitalized owner: expanding the direct e-commerce channel, which carries the highest margins, adding manufacturer lines to broaden the catalog, and opening an East Coast warehouse to improve delivery times and capture more accounts in that region.

// HOW THIS TRANSACTION IS LIKELY FINANCED

At $1.61M, financing varies by buyer type - individual operators can often still qualify for an SBA 7(a) loan, while strategic or PE-backed buyers are more likely to use committed acquisition debt. A competitive process will determine which buyer type prevails.

// HOW THIS BUSINESS CAN BE SCALED

01
Expand Core Revenue
Investing in the e-commerce and DTC channel would add a higher-margin revenue stream alongside the existing wholesale base.

Revenue Growth

02
Strengthen Operations
A second East Coast warehouse would cut delivery times and support further national account growth.

Margin Expansion

03
Geographic or Product Expansion
Adding two to three manufacturer lines would broaden the catalog and reduce supplier concentration risk.

Strategic Value

Sellability Assessment

Golf Equipment Wholesale Distributor · August 2026

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// RAINCATCHER'S ASSESSMENT

This business has strong fundamentals and is a credible candidate for a competitive transaction.

This business presents a compelling acquisition opportunity: 17 years of operating history, consistent revenue growth, an 85 to 90% account retention rate, and a management team that runs day-to-day operations independently of the owner. The one area requiring structured attention is a defined transition plan to transfer the owner's top supplier relationships, which is a standard and manageable component of a deal at this size.

// KEY FACTORS IN YOUR SELLABILITY

- **Re-occurring Revenue**
  No single customer exceeds 8% of revenue, and account retention runs 85 to 90% year over year - a clean, diversified revenue base.

- **Diversified Customer Base**
  Supplier base is diversified across eight manufacturers with no single supplier representing an overwhelming share of purchasing.

- **Owner Dependency**
  A tenured management team handles sales, operations, and finance independently, with the owner spending just 15 to 20 hours per week on the business.

- **Strong Management Team**
  A capable management team is in place - reducing buyer risk and enabling a cleaner ownership transition.

CONSIDERATIONS

- The owner's top supplier relationships carry informal pricing flexibility not in contracts - a structured transition period is essential.
- Independent pro shops represent approximately 60% of revenue, a channel facing ongoing pressure from big-box and direct-from-manufacturer online competition.
- An adjusted EBITDA margin of approximately 11.5% is typical for wholesale distribution but sits below the 20% threshold buyers associate with premium pricing.

// MOST LIKELY BUYER PROFILE

Based on the characteristics of this business, interest is most likely to come from **Search Fund / Independent Sponsor** and related buyer types.

MOST LIKELY
Search Fund / Independent Sponsor
Highly active at this EBITDA size. Seeking an owner-operated platform with infrastructure in place and a clear growth thesis to execute.

POSSIBLE
Family Office
Attracted to stable, growing cash flow with a tenured team. Comfortable with a defined transition and often flexible on structure.

LESS LIKELY
PE-Backed Strategic Acquirer
Golf and outdoor distribution roll-ups are active. A bolt-on to an existing platform could command a premium for the national account base.

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Transaction Timeline

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// A PROCESS ENGINEERED FOR COMPETITIVE OUTCOMES

Raincatcher's structured process is designed to surface 5 identifiable buyer segments simultaneously, creating genuine competition and preventing any single buyer from setting the terms. The goal is to put this business in front of qualified buyers at the same time and let the market determine price and structure. Given your one-to-three year horizon, beginning preparation in the near term would position the business well. From preparation through close, the process typically runs seven to ten months.

// THE FOUR PHASES

PHASE 01

Preparation & CIM Development

6 Wks

- Financial recast & normalization
- CIM development
- Management forecast
- Stage 1 data room & buyer list

◆ **CIM approved - process launches**

PHASE 02

Marketing Phase I - IOIs

8 to 11 Wks

- CIM distributed under NDA
- Buyer Q&A managed by Raincatcher
- IOI deadline - multiple bids received
- Shortlist of finalist buyers selected

◆ **IOI shortlist finalized - finalists advance**

PHASE 03

Marketing Phase II - LOI

7 to 9 Wks

- Stage 2 data room for finalists
- Management meetings with seller
- LOI deadline & negotiation
- LOI executed - exclusivity granted

◆ **LOI executed - exclusivity begins**

PHASE 04

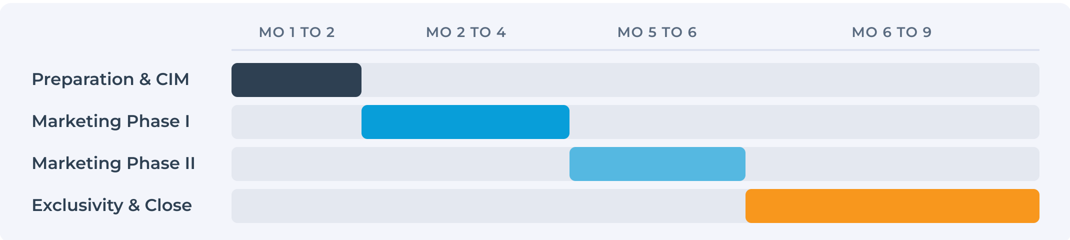
Exclusivity, Diligence & Close

12 to 15 Wks

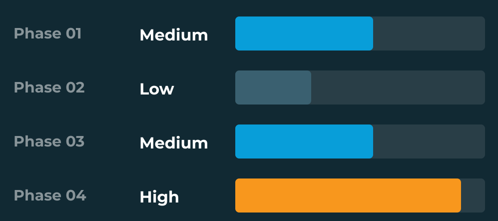
- Full buyer diligence & QoE
- Purchase agreement negotiation
- Financing commitment secured
- Final legal docs & close

◆ **Transaction closes - proceeds delivered**

// INDICATIVE TIMELINE



// YOUR TIME COMMITMENT BY PHASE



// PROCESS TAILORED TO YOU

The timeline above reflects a typical Raincatcher process. Given the size and nature of your business, it can be calibrated, compressed where appropriate, expanded where it creates more competition. A Raincatcher advisor can walk you through the right structure for your situation.

→ **Request a consultation to discuss your tailored process**

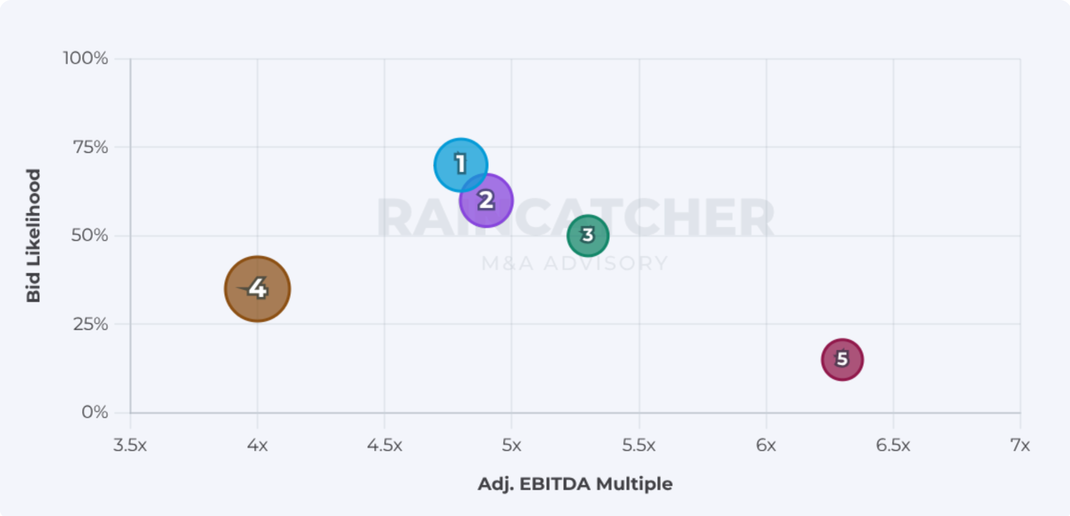
The Market for Your Business

Golf Equipment Wholesale Distributor · August 2026

// THE BUYER MARKET

The market for Golf Equipment Wholesale Distributor is active, with 5 identifiable buyer segments expected to participate in a competitive process. The chart below maps where each buyer type is likely to bid - plotted by valuation multiple and probability of submitting an offer, with bubble size representing expected transition timeline. Search Fund / Independent Sponsors represent the most likely buyer segment in this market.

// EXPECTED BID LANDSCAPE - COMPETITIVE BUYER ANALYSIS



// BUYER TYPE

1 Search Fund / Independent Sponsor · 2 Family Office · 3 PE-Backed Strategic Acquirer · 4 Individual Operator-Buyer · 5 Strategic Outlier

// BUBBLE SIZE = EXPECTED TRANSITION TIMELINE

< 6 mo. · 6 to 12 mo. · 12 to 24 mo. · 24+ mo.

Each bubble represents a **type of buyer likely to submit a bid** on a business like yours - plotted by where their offer is likely to land and the probability they participate. **The market sets the final price.** Raincatcher's job is to create the conditions that push outcomes toward the right side of this chart - and occasionally beyond it.

// BUYER UNIVERSE AT A GLANCE

BUYER TYPE	LIKELIHOOD	MULTIPLE RANGE	TRANSITION
1 Search Fund / Independent Sponsor	70%	4.0x to 5.5x	9 months
2 Family Office	60%	4.25x to 5.5x	9 months
3 PE-Backed Strategic Acquirer	50%	4.5x to 6.0x	6 months
4 Individual Operator-Buyer	35%	3.5x to 4.5x	12 months
5 Strategic Outlier	15%	6.0x to 6.5x	6 months

Industry Context

Golf Equipment Distribution · Market Overview

// SECTOR OVERVIEW

Golf's post-pandemic player base has remained durable, keeping demand for equipment, apparel, and accessories firm across the wholesale supply chain. Manufacturers are investing more aggressively in direct-to-consumer and big-box channels, creating long-term pressure on independent distributors. Those with strong service reputations and diversified supplier relationships are best positioned to hold share.

// MARKET INDICATORS

Active
Value-Added Distribution M&A Market

Underlying demand trends support continued deal activity in this sector.

Active
Buyer Appetite

PE-backed consolidators and independent sponsors are actively acquiring distributors in this space.

Consolidating
Market Consolidation Stage

PE roll-up activity is accelerating across fragmented outdoor and sporting goods distribution.

// TAILWINDS & HEADWINDS

TAILWINDS

- ↑ Golf participation has remained elevated following a surge in new players, sustaining demand across equipment, apparel, and accessories.
- ↑ Independent pro shops continue investing in inventory quality, supporting demand for specialty wholesale distributors.
- ↑ Fragmented distribution landscape creates consolidation opportunities, with PE-backed platforms acquiring national distributors.

HEADWINDS

- → Direct-from-manufacturer and big-box channels are capturing growing share, pressuring independent pro shop volume.
- → Golf equipment is a discretionary category, with consumer spending sensitive to broader economic conditions and disposable income trends.

// DEAL DYNAMICS IN THIS SECTOR

How deals get structured at this size follows recognizable patterns - here is what sellers in this sector typically see.

TYPICAL CASH AT CLOSE	SELLER NOTE	ESCROW / HOLDBACK
80%	**10%**	**10%**
Cash at closing; balance bridged by note or earnout.	3 to 5 years at market rate.	Holdback released after ~12 months.

// A NOTE ON TIMING

The **best time to sell is when the business is performing well and the owner is ready** - not on market timing alone. Buyer appetite in this sector is highly active, with consolidation accelerating across the distribution landscape.

YOUR ADVISORY PARTNER

About Raincatcher

Elevating M&A for the Lower Middle Market

RAINCATCHER℠
ELEVATING M&A FOR THE LOWER MIDDLE MARKET

Raincatcher is a **national M&A advisory and business brokerage firm** dedicated to helping founder-led and family-owned businesses maximize the value of their life's work. We bring Wall Street-level expertise - structured competitive auctions, institutional-grade marketing, and senior advisor attention - to the lower middle market.

Our process is built around competition. Every engagement is run as a structured auction, not a handshake deal, designed to surface the highest-quality buyers and drive maximum value through competitive tension. Most of our clients receive multiple offers.

// LEADERSHIP TEAM

Jason Thomas
CEO

Cam Bishop
Managing Director

Aaron Linnebach
Managing Director

Steve Fisher
Managing Director

Mark Woodbury
Managing Director

// NATIONAL FOOTPRINT

// BY THE NUMBERS

100+
TRANSACTIONS

$1B+
DEALS CLOSED

20+
INDUSTRIES

// RECOGNITION

"Raincatcher's structured process and deep buyer outreach generated multiple competitive bids. Their guidance delivered an outcome more than 2x our expectations."

Lindsey & Cary Zimmerman
Former Owners, Blue Dog Designs

Request a Consultation

No obligation - just an honest conversation about your options

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Whatever your goals, you deserve to know what the market will pay for your business.

Whether you're thinking about a full exit, bringing on a strategic partner to help grow the business, or simply want to understand your options - a conversation with a Raincatcher advisor will give you **an honest, market-grounded picture of what's possible** and what it would take to get there.

// WHO RAINCATCHER WORKS WITH

Raincatcher works with **founder-led and family-owned businesses in the lower middle market** - companies large enough to attract institutional and strategic buyers, but typically underserved by traditional investment banks. If your business generates between **$1M and $10M in annual profit**, you are likely in our wheelhouse.

REVENUE RANGE
$3M to $100M
Annual revenue - businesses of scale that attract serious, qualified buyers

EARNINGS RANGE
$1M to $10M
In annual profit - where institutional and strategic buyers actively compete

20+ INDUSTRIES
Cross-Sector
eCommerce, SaaS, services, manufacturing, healthcare, and more

// READY TO LEARN MORE?

Request a complimentary consultation.

A senior Raincatcher advisor will walk you through this report, share examples of similar transactions we've closed, and discuss how we'd tailor our process to your specific goals, at no cost and with no obligation to move forward.

REQUEST CONSULTATION

See the following page for important disclosures.

Important Disclosures

Important information about this assessment

// DISCLOSURES & IMPORTANT INFORMATION

PURPOSE OF THIS REPORT

This Confidential Business Assessment is prepared for **informational and educational purposes only**. It is based on information provided by the business owner during a structured conversation and has not been independently verified. It does not constitute a formal business appraisal, fairness opinion, audit, or valuation as those terms are used in a professional or regulatory context.

ESTIMATES, NOT GUARANTEES

Any valuation ranges, multiples, deal structures, and proceeds figures are **directional estimates** based on comparable market data and current conditions at the time of preparation. They are not a prediction or guarantee of the price or terms any buyer would offer. Actual outcomes depend on diligence, market conditions, the quality of the sale process, and factors outside Raincatcher's control.

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