

Market Value Assessment Terms and Conditions

These terms and conditions outline how Principium Capital, LLC ("Advisor") will approach an engagement to prepare a market value assessment of a lawn or landscape-related business (the "Company") and the type of report that we anticipate being able to prepare for your use.

We believe a market value assessment is an important step in both the exit planning and the business sale planning processes

Based on information that we gather from the client and our own independent research, we will develop an assessment of the value and marketability of the business of the Company.

The assessment of the value of the business will be based on established valuation methodologies, including comparable transactions, discounted cash flows and capitalization of earnings, and will include our assessment of the current market value based on both the specifics of the Company and current market conditions in the industry. The end result of that assessment will be a calculation of the fair market value of the business.

The fair market value is the price at which the business would likely change hands between a willing buyer and a willing seller, neither being under any compulsion to buy or to sell and both having reasonable knowledge of relevant facts. Ultimately, of course, market value is determined by the market when a business is offered for sale. There are many reasons why the ultimate sales price may vary from an estimate of fair market value.

Our report will include our calculation of the fair market value and our considerations and calculations in developing that calculation. It will include a discussion of the value drivers that most affect the value of the business and strategies for improving and preserving value over time.

For an understanding of your tax situation with respect to a sale or other transaction, we would direct you to your tax accountant. We would be happy to consult with him or her.

Upon engagement, we will provide you with a questionnaire to complete regarding the business, along with a list of documents we will need to complete the project. It is our preference to receive this information electronically, if possible. It is not necessary to wait until it is all available to submit it.

Upon engagement, we will begin market research using information and resources available to us and complete the project upon receipt of the requested information. We estimate that the final report will be complete within approximately two weeks after receiving all of the requested information.

The fee for a market value assessment is based on the size of the business and other factors affecting the complexity of the assignment. Our fee for a market value assessment is payable 50% upon engagement and 50% upon delivery of the report. As a convenience option, we offer a discount of 5% if the total fee is paid in advance. We do request payment for this type of project be made by credit card. Credit card payments can be made online at <https://principiumgroup.com/payment>, or by calling us with your information. It is understood

that the initial 50% payment is nonrefundable because we will immediately share proprietary documents and initiate research.

The report will be restricted for the personal use of the Company's owners and any advisors they deem appropriate in assessing the business, its prospects and its market valuation. It will not be intended for use by third parties or in connection with tax or dispute resolution matters. It is considered a calculation of value engagement under applicable standards.

We look forward to working with you on this project. If you are in agreement with the terms of engagement outlined in this letter, please sign and return a copy to us, either by fax (fax number 888-588-0764) or email to info@principiumgroup.com. We will also provide you with a secure file upload link.