CONFIDENTIAL BUSINESS PROFILE

Established Clinical Laboratory Equipment and Testing Supply Distributor

ABSENTEE RUN



Pacific Reliance

Medical M&A Advisors (949) 427-0304 Email: Info@PacificRB.com www.PacificRB.com DRE# 02023864

Description of Business:

All information contained within this document and in all other materials was furnished by either the buyer or seller of the business. Purchasing a business involves risk and all parties are advised to seek legal and financial advice. Pacific Reliance has not and will not verify the accuracy or completeness of this information.

With a rich history spanning 38 years, this company has evolved from humble beginnings in a garage to a thriving enterprise headquartered in Texas and a warehouse strategically located in Southern California.

As an authorized distributor and value-added supplier for numerous key diagnostic manufacturers in the United States, they specialize in a comprehensive range of products, including instruments, support equipment, reagents, testing kits, and related supplies across multiple testing categories such as Chemistry, Hematology, Toxicology, Immunoassays, and specialty testing.

Their primary focus area is the western United States, with a stronghold in California, although they proudly serve customers across the nation.

Their clientele primarily consists of independent clinical laboratories, toxicology testing labs, research and biotech institutions, with a growing presence in physician office labs, hospitals, and other sectors.

At the heart of their business philosophy lies an unwavering commitment to exceptional customer service. Their small and nimble size enables them to provide personalized attention, ensuring satisfaction and fostering long-term partnerships. This dedication to service has garnered them a loyal customer base, with repeat orders and referrals serving as testament to their reliability and integrity.

Highlights

- · Infrastructure ready for expansion of business both geographic and number of sites.
- · Very experienced office Manager and small and lean organization.
- · Key distributor agreement and long term relation with key manufacturers.
- · Repeat and long term orders from existing customers.
- · Significant sale of reagents and consumables with each new sale of laboratory analyzers.
- · Owners are semi-retired and moved to other states from California
- · Business runs itself
- · Business can be relocated almost anywhere.
- · A very large potential market of over 250,000 customers in the USA.
- · Potential for expansion of product categories including molecular testing and point of care testing products.
- · Very limited small size distributors and suppliers other then two large companies
- · Very stable business with unlimited opportunities for expansion.

REVENUES are generated from the product sales for clinical laboratory testing:

PRODUCTS:

- 1. Clinical Chemistry analyzers and testing reagents and related supplies
- 2. Toxicology equipment and testing reagents and supplies.
- 3. Hematology analyzers and reagents and related supplies
- 4. Immunoassay analyzers and reagents and supplies
- 5. Lab information systems.
- 6. Support equipment and general testing products
- 7. General lab supplies.
- 8. Specimens collection products.
- 9. Controls, Calibrators,
- 10. Service and support for lab analyzers.

Customers	Sales %
Independent Clinical Labs	53%
Toxicology testing labs	13%
R&D testing	16%
Hospitals	6%
Physician Office Labs	4%
Others	8%

The company has over 70 active customers with 85% REPEAT business.

This company distributes product from major manufactures including:

- Horiba
- TOSOH Biosciences
- Medica Inc.
- CompuGroup Medical
- ThermoFisher Microgenics
- Jant Pharm
- Cerilliant Corp
- Lab Supply Specialists
- Phenomenex, LC/MS columns and misc. products.
- Bio-Rad, Chemistry Controls via a 2nd source. (K & K Consulting)
- Globe Scientific, Plastic's, and Glassware.
- Medical Chemical, Reagent grade water & misc. chemicals.
- R & D Systems, Linearity products for hematology.

The business has approximately \$70,000 in inventory with turnover every 30 to 60 days.

REVENUE HISTORY

Year	August 2021 through July 2022	August 2022 through July 2023	August 2023 through March, 2024
Gross Sales	\$ 2,083,551	\$ 1,760,407.22	\$1,316,200
Net profit including Owner salary	\$ 308,575	\$269,103	\$211,478,218 for 8 months
			On track to net \$317,217 for fiscal year 2024 with revenues of \$1,974,300

^{*} Fiscal year August through July

A. SET UP AND MANAGEMENT

The business operates within a sublease agreement with another company, allowing for new ownership to continue at the current location for up to one year before relocating to a venue of their choosing.

FACILITIES

The office is located in Texas with management working remotely. The warehouse space is located in Orange County, CA.

The location of the warehouse is not relevant to the business as customers very rarely come to the warehouse for will call purposes.

The monthly rent for the space is \$2,500.

OWNERSHIP & EMPLOYEES/PERSONNEL:

The owners, while semi-retired, are actively involved in different aspects of the business, handling administration, payroll, sales, inventory control, and general oversight. Owner also work remotely and in different states. Additionally, there is one silent partner involved in the ownership structure.

The owners are selling the business for retirement reasons.

^{**} Data provided by owner via p&l. Buyer to hire CPA to verify all numbers

Current Owner(s)	Years Owned	% Owned	Hours worked per week	Primary Duties
Owner A	40	33	15 hrs	General oversight. Technical Support. Bookkeeping. AP/AR
Owner B	15	33	20 hrs	General oversight. Technical Support. Sales. Inventory control.
Owner C	40	33	None	None

The personnel structure includes the 2 owners mentioned as well as an office manager who works remotely and 1 part-time warehouse worker who fills the orders. The office manager has been a loyal employee for over 18 years and has full knowledge of the business.

Channel Distribution

The firm has created strategic partnerships with many of the largest manufacturers in the world to provide a "Best Fit" solution on your laboratory needs based on performance, cost and volume.

- Analyzer & Related Equipment
- Reagents
- Consumables
- General Laboratory Supplies

Area of Business and Competition

This business primarily operates within the West Coast of the USA, with approximately 90% of its business concentrated in this region. Additionally, it has a smaller presence in neighboring states and Midwest states, comprising roughly 10% of its operations. In terms of competition, there are two, namely Henry Schein and McKesson.

Growth Prospects There are more than 309,914 clinical labs in the United States. About 128,651 (over 42%) of these labs are physician Office Labs (POLs). Others include hospital-based labs (about 3%), independent labs (about 3%), and other labs (52%) that includes a variety of labs in urgent care centers, nursing homes, ambulatory centers, community health center, etc. There are about 16,000 moderate and high complexity POLs, and all these labs are potential customers for this lab supplier.

Marketing Potential Most marketing is referred or word of mouth. No marketing activities are currently being done. A new buyer can easily increase revenues by:

- Hiring an outside sales force.
- Creating e-blast and e-mail marketing to existing clients.
- Advertise NATIONALLY as this business is duplicable and scalable.
- Cross marketing with various medical based companies.
- Expand services to more states across the nation
- Becoming a member of ADLM, NACC and anything clinical laboratory related.

Don't miss this opportunity to own a scalable absentee run business!

For additional information, please contact Jerry Diza at Info@PacificRB.com or call (949) 427-0304

Lab Supply Distrubutor

	Revenue per customer		Total Revenue
Customer #	Aug 1, '23 - Mar 5, 24		1192533
1	28,478.51	2.4%	
2	1,149.87	0.1%	
3	1,893.04	0.2%	
4	465.09	0.0%	
5	25,116.24	2.1%	
6	2,018.51	0.2%	
7	6,749.11	0.6%	
8	1,599.62	0.1%	
9	17,606.85	1.5%	
10	18,282.14	1.5%	
11	3,210.56	0.3%	
12	6,739.60	0.6%	
13	56,744.02	4.8%	
14	37,451.10	3.1%	
15	137,283.20	11.5%	
16	34,711.57	2.9%	
17	112,280.09	9.4%	
18	2,499.55	0.2%	
19	19,759.91	1.7%	
20	4,800.59	0.4%	
21	1,063.75	0.1%	
22	854.25	0.1%	
23	1,300.65	0.1%	
24	1,067.80	0.1%	
25	22,251.70	1.9%	
26	45,658.40	3.8%	
27	12,315.23	1.0%	
28	9,992.28	0.8%	
29	1,977.52	0.2%	
30	11,886.00	1.0%	
31	1,137.72	0.1%	
32	3,849.44	0.3%	
33	1,124.51	0.1%	
34	2,591.61	0.2%	
35	7,341.57	0.6%	
36	21,062.60	1.8%	
37	29,353.95	2.5%	
38	9,970.50	0.8%	
39	14,786.28	1.2%	
40	9,146.20	0.8%	
41	200.81	0.0%	

15,000.00	1.3%
238.58	0.0%
5,030.00	0.4%
43,764.45	3.7%
3,727.41	0.3%
1,114.27	0.1%
3,682.61	0.3%
1,150.60	0.1%
3,429.84	0.3%
35,642.05	3.0%
15,202.95	1.3%
14,569.89	1.2%
328.82	0.0%
1,354.89	0.1%
14,468.95	1.2%
1,451.16	0.1%
147,888.00	12.4%
7,755.53	0.7%
78,775.80	6.6%
2,389.43	0.2%
10,059.76	0.8%
8,374.08	0.7%
49,232.14	4.1%
130.11	0.0%
1,192,533.26	
	238.58 5,030.00 43,764.45 3,727.41 1,114.27 3,682.61 1,150.60 3,429.84 35,642.05 15,202.95 14,569.89 328.82 1,354.89 14,468.95 1,451.16 147,888.00 7,755.53 78,775.80 2,389.43 10,059.76 8,374.08 49,232.14 130.11

Accrual Basis

Lab Supply Distributor Profit & Loss

August 2023 through March 2024

	Aug '23 - Mar 24
Ordinary Income/Expense	
Income	02 207 47
Freight Income Sales Income	92,307.47 1,213,471.05
Service Income	10,422.06
Total Income	1,316,200.58
Cost of Goods Sold	
Cost of Goods Sold Cost of Goods Sold - Other	2,907.80
Cost of Goods Sold - Other	894,873.40
Total Cost of Goods Sold	897,781.20
Inventory Overages/Shortages Service	-19,100.70 10,333.00
Total COGS	889,013.50
Gross Profit	427,187.08
Expense	0.004.00
Bank Service Charges Car/Truck Expense	6,084.02
Gas	449.11
Repairs & Maintenance	797.09
Car/Truck Expense - Other	245.83
Total Car/Truck Expense	1,492.03
Charity Donations	9,605.18
Federal Income Tax Expense Freight Expense	4,292.34 97,015.37
Insurance	. ,
Office Insurance Worker's Compensation	6,362.36 1,360.01
Insurance - Other	45.00
Total Insurance	7,767.37
Internet	676.50
Meals and Entertainment	148.94
Office Equipment	1,000.00
Office Supplies Outside Contracting Expense	1,143.55 12,717.09
Payroll Expenses	12,717.09
Payroll - Non Officers	41,674.29
Payroll - Officers Payroll Taxes	132,568.34 14,281.60
Total Payroll Expenses	188,524.23
Postage and Shipping	2,506.09
Professional Fees	
Accounting Fees	675.00 126.35
Legal Fees Payroll Services	2,857.17
Total Professional Fees	3,658.52
Promotions	1,071.30
Reconciliation Discrepancies	-441.20
Rent	20,000.00
Repairs and Maintenance Computer Repairs	195.84
Repairs and Maintenance - Other	330.87
Total Repairs and Maintenance	526.71
•	

Accrual Basis

Lab Supply Distributor Profit & Loss

August 2023 through March 2024

	Aug '23 - Mar 24
Sales Tax Adjustment	-601.23
Service Cost	0.00
Software	5,146.21
State Income Tax Expense	-2,021.95
Telephone and Fax	3,501.93
Travel	
Air	656.20
Lodging	2,146.14
Total Travel	2,802.34
Total Expense	366,615.34
Net Ordinary Income	60,571.74
Other Income/Expense	
Other Expense	121.00
Finance Charges	131.99
Total Other Expense	131.99
Net Other Income	-131.99
Net Income	60,439.75

Owner Net Income with add backs highlighted for 8 months: \$211,478 Monthly average: \$26,434 On track for \$317,217.

Monthly average sales: \$164,525/mos on track for the year:\$1,974,300

Lab Distributor Company Profit & Loss

August 2022 through July 2023

	Aug '22 - Jul 23
Ordinary Income/Expense	
Income Freight Income Sales Income Service Income Uncategorized Income	108,078.23 1,628,858.20 23,370.79 100.00
Total Income	1,760,407.22
Cost of Goods Sold Cost of Goods Sold Cost of Goods Sold - Other Cost of Goods Sold - Other	0.00 1,177,323.33
Total Cost of Goods Sold	1,177,323.33
Freight Costs Inventory Overages/Shortages Service	138.21 -47,277.82 9,760.00
Total COGS	1,139,943.72
Gross Profit	620,463.50
Expense Bad Debt Expense Bank Service Charges Car/Truck Expense Gas	17,000.00 16,581.10 2,488.85
Repairs & Maintenance	6,904.54
Total Car/Truck Expense	9,393.39
Charity Donations Conferences & Seminars Dues and Subscriptions Federal Income Tax Expense Freight Expense Insurance Office Insurance Professional Liability Ins. Worker's Compensation Insurance - Other	11,159.27 474.83 388.87 18,705.18 132,657.21 7,756.20 15.00 1,490.58 101.49
Total Insurance	9,363.27
Internet Licenses and Permits Meals and Entertainment Office Equipment Office Supplies Outside Contracting Expense Outside Sales Commissions	874.60 350.00 676.23 699.62 2,509.91 18,992.43 2,195.93
Payroll Expenses Payroll - Non Officers Payroll - Officers Payroll Taxes Payroll Expenses - Other	56,643.69 172,077.61 18,363.12 140.95
Total Payroll Expenses	247,225.37
Postage and Shipping Professional Fees Accounting Fees Consulting Fees Legal Fees Payroll Services	3,998.98 4,075.00 2,621.29 2,183.99 3,990.62
Total Professional Fees	12,870.90

Lab Distributor Company Profit & Loss

August 2022 through July 2023

	Aug '22 - Jul 23	
Promotions Property Taxes Reconciliation Discrepancies Rent Repairs and Maintenance	1,161.10 803.35 -2,230.02 35,000.00 1,252.00	
Sales Promotions Sales Tax Adjustment Service Cost Software State Income Tax Expense Telephone and Fax Travel	121.68 2,655.17 24,510.00 5,621.28 8,282.16 5,923.54	
Air Auto Mileage Lodging Parking Travel - Other	3,106.09 403.60 722.16 299.00 61.48	
Total Travel	4,592.33	
Utilities	46.34	
Total Expense	593,856.02	
Net Ordinary Income	26,607.48	
Other Income/Expense Other Income Interest Income	1,083.73	
Total Other Income	1,083.73	
Other Expense Finance Charges	472.16	
Total Other Expense	472.16	
Net Other Income	611.57	
Net Income	27,219.05	

Items highlighted in green are considered owner benefit and/or 1 time expenses.

Total of \$269,103

Lab Distributor Company Profit & Loss

August 2021 through July 2022

		Aug '21 -	Jul 22
Ordinary Income/Expense Income			
Freight Income Outside Contracting * Revenue from Sales Income Service Income Uncategorized Income	m another t	ousiness	112,735.00 74,513.57 1,526,992.66 442,320.26 1,503.41
Total Income			2,158,064.90
Cost of Goods Sold Cost of Goods Sold Cost of Goods Sold - Other Cost of Goods Sold - Other	Adjusted	revenue of \$2 3,3 1,118,5	44.93
Total Cost of Goods Sold			 1,121,874.82
Freight Costs Inventory Overages/Shortages Packaging Costs			137.52 -39,068.11 79.50
Total COGS			1,083,023.73
Gross Profit			1,075,041.17
Expense Advertising Expense Bad Debt Expense Bank Service Charges Break Room Supplies Car/Truck Expense			229.15 14,788.49 22,632.57 34.99
Gas Registration & License Repairs & Maintenance Car/Truck Expense - Other		1,3	24.27 38.91 08.16 19.20
Total Car/Truck Expense			7,490.54
Charity Donations Conferences & Seminars Dues and Subscriptions Federal Income Tax Expense Freight Expense Insurance			16,252.76 929.16 510.88 18,147.64 135,265.52
Office Insurance			31.87
Worker's Compensation Total Insurance		1,7	25.88 9 457 75
Total Insurance Internet			9,457.75 1,118.00
Meals and Entertainment Office Equipment Office Security Office Supplies Outside Contracting Expense Payroll Expenses			934.36 7,718.58 -1,566.26 2,100.50 204,954.77
Payroll - Non Officers Payroll - Officers Payroll Taxes		185,8	30.42 <mark>16.08</mark> 23.91
Total Payroll Expenses			249,270.41
Postage and Shipping			11,738.49

Accrual Basis

Lab Distributor Company Profit & Loss

August 2021 through July 2022

Professional Fees 1,175.00 Consutting Fees 349.00 Legal Fees 608.00 Payroll Services 2,649.08 Total Professional Fees 4,781.08 Promotions 1,052.21 Property Taxes 784.62 Reconciliation Discrepancies 1,080.46 Rent 25,056.00 Repairs and Maintenance 0ffice Cleaning Office Cleaning 100.00 Repairs and Maintenance - Other 2,941.92 Sales Promotions 42,957.46 Sales Promotions 42,957.46 Service Cost 326,326.97 Software 5,388.4 State Income Tax Expense 5,388.4 State Income Tax Expense 6,748.73 Travel 3,281.18 Uncategorized Expenses 0,00 Utilities 977.50 Total Expense 1,078.297.85 Net Ordinary Income -3,256.68 Other Income 75,332.00 Total Other Income 75,332.00 Other Expense 5,60		Aug '21 - Jul 22
Promotions 1,052.21 Property Taxes 784.62 Reconciliation Discrepancies -1,080.46 Rent 25,056.00 Repairs and Maintenance 100.00 Office Cleaning 100.00 Repairs and Maintenance - Other 2,841.92 Total Repairs and Maintenance 2,941.92 Sales Promotions 42.42 Sales Tax Adjustment -4,957.46 Service Cost 326,326.97 Software 326,326.97 Software 5,388.84 State Income Tax Expense 4,946.00 Telephone and Fax 6,748.73 Travel 3,281.18 Uncategorized Expenses 0.00 Utilities 977.50 Total Expense 1,078.297.85 Net Ordinary Income -3,256.68 Other Income/Expense 0ther Income Other Income 75,332.00 Other Income 75,332.00 Other Expense 365.99 Total Other Expense 365.99	Accounting Fees Consulting Fees Legal Fees	349.00 608.00
Property Taxes 784.62 Reconciliation Discrepancies -1,080.46 Rent 25,056.00 Repairs and Maintenance 100.00 Office Cleaning 100.00 Repairs and Maintenance - Other 2,841.92 Total Repairs and Maintenance 2,941.92 Sales Promotions 42.42 Sales Tax Adjustment -4,957.46 Service Cost 326,326.97 Software 5,388.84 State Income Tax Expense 4,946.00 Telephone and Fax 6,748.73 Travel 1,130.09 Air 2,151.09 Lodging 1,130.09 Total Travel 3,281.18 Uncategorized Expenses 0,00 Utilities 9.77.50 Total Expense 1,078,297.85 Net Ordinary Income -3,256.68 Other Income/Expense 75,332.00 Other Income 75,332.00 Other Expense 75,332.00 Other Expense 365.99 Total Other Expense 365.99 </th <th>Total Professional Fees</th> <th>4,781.08</th>	Total Professional Fees	4,781.08
Repairs and Maintenance 2,841.92 Total Repairs and Maintenance 2,941.92 Sales Promotions 42.42 Sales Tax Adjustment -4,957.46 Service Cost 326,326.97 Software 5,388.84 State Income Tax Expense 4,946.00 Telephone and Fax 6,748.73 Travel 2,151.09 Air 2,151.09 Lodging 1,130.09 Total Travel 3,281.18 Uncategorized Expenses 0.00 Utilities 977.50 Total Expense 1,078,297.85 Net Ordinary Income -3,256.68 Other Income/Expense 75,332.00 Total Other Income 75,332.00 Other Expense 75,332.00 Other Expense 365.99 Total Other Expense 365.99	Property Taxes Reconciliation Discrepancies Rent Repairs and Maintenance	784.62 -1,080.46 25,056.00
Total Repairs and Maintenance 2,941.92 Sales Promotions 42.42 Sales Tax Adjustment 4,957.46 Service Cost 326,326.97 Software 5,388.84 State Income Tax Expense 4,946.00 Telephone and Fax 6,748.73 Travel 2,151.09 Air 2,151.09 Lodging 1,130.09 Total Travel 3,281.18 Uncategorized Expenses 0.00 Utilities 977.50 Total Expense 1,078,297.85 Net Ordinary Income -3,256.68 Other Income/Expense 0ther Income 75,332.00 Total Other Income 75,332.00 Other Expense 365.99 Total Other Expense 365.99 Total Other Expense 365.99	•	
Sales Tax Adjustment -4,957.46 Service Cost 326,326.97 Software 5,388.84 State Income Tax Expense 4,946.00 Telephone and Fax 6,748.73 Travel 2,151.09 Air 2,151.09 Lodging 1,130.09 Total Travel 3,281.18 Uncategorized Expenses 0.00 Utilities 977.50 Total Expense 1,078,297.85 Net Ordinary Income -3,256.68 Other Income/Expense 75,332.00 Other Income 75,332.00 Total Other Income 75,332.00 Other Expense 365.99 Total Other Expense 365.99 Total Other Expense 365.99	·	2,941.92
Lodging 1,130.09 Total Travel 3,281.18 Uncategorized Expenses 0.00 Utilities 977.50 Total Expense 1,078,297.85 Net Ordinary Income -3,256.68 Other Income/Expense 75,332.00 Other Income 75,332.00 Total Other Income 75,332.00 Other Expense 365.99 Total Other Expense 365.99	Sales Tax Adjustment Service Cost Software State Income Tax Expense Telephone and Fax	-4,957.46 326,326.97 5,388.84 4,946.00
Uncategorized Expenses 0.00 Utilities 977.50 Total Expense 1,078,297.85 Net Ordinary Income -3,256.68 Other Income/Expense -00 Other Income 75,332.00 Total Other Income 75,332.00 Other Expense 365.99 Total Other Expense 365.99	- 	
Utilities 977.50 Total Expense 1,078,297.85 Net Ordinary Income -3,256.68 Other Income/Expense Other Income 75,332.00 Total Other Income 75,332.00 Other Expense Finance Charges 365.99 Total Other Expense 365.99	Total Travel	3,281.18
Net Ordinary Income -3,256.68 Other Income/Expense -5,332.00 Other Income 75,332.00 Total Other Income 75,332.00 Other Expense 365.99 Total Other Expense 365.99		
Other Income/Expense 75,332.00 Other Income 75,332.00 Total Other Income 75,332.00 Other Expense 365.99 Total Other Expense 365.99	Total Expense	1,078,297.85
Other Income 75,332.00 Total Other Income 75,332.00 Other Expense 365.99 Total Other Expense 365.99	Net Ordinary Income	-3,256.68
Total Other Income 75,332.00 Other Expense 365.99 Total Other Expense 365.99	Other Income	75,332.00
Finance Charges 365.99 Total Other Expense 365.99	Total Other Income	75,332.00
	•	365.99
Net Other Income 74,966.01	Total Other Expense	365.99
	Net Other Income	74,966.01
Net Income 71,709.33	Net Income	71,709.33

Items highlighted in green are 1 time or owner benefits. Total: \$308,575