

Selling your business.

When it's time to sell your business, we're committed to getting you the right deal.



Are you thinking of selling your business?

Timing is crucial to many things in life, and the timing of your business sale is no different. That means timing of the general market conditions and also timing for you and your business. When these two factors come together the outcome in terms of sale price and deal structure can be quite spectacular.

So, how are the market conditions shaping up? 2024 and 2025 have been some of our strongest ever years and we cannot ever recall having such a strong pipeline of buyers and sellers wanting to do deals. The widespread rumours of likely increases to Capital Gains Tax were finally made reality in the 2024 Autumn Budget, but those increases were nowhere near as substantial as many feared, allowing business sellers to continue to take advantage of what still remains attractively low tax rates.

When it comes to the right timing for you and your business, it's really only your view that counts.

Whether it's now or in the future, we're here to talk things through, understand your circumstances, set out your best options, and plan the way forward.

In the meantime, there are always things you can be doing to get ready for a sale and, with that in mind, we've created an online tool which helps define how 'sale ready' you are. It's quick and easy, the results are immediate and it's entirely free to use. (See next page). And if you're serious about selling either now or in the future, why not pick up some valuable tips by reading James' book, Selling Your Business. (See page 18).

Why us?

It's a great question! You've worked hard to build your business and you only get one chance to sell it, so you need to know your advisors will get you the very best deal.

Here are some key reasons why we'll achieve this for you:

- We sell the vast majority of the businesses we take to market
- We maintain our own database of 100+ credible and active buyers covering every sector
- We have access to national and international specialist deal databases, enabling us to identify suitable buyers and comparable sale prices
- We're members of PrimeGlobal, allowing us to find buyers for your business and gather local market intelligence from 100+ countries
- With our team, what you see is what you get. We're accountable. We're contactable. We're knowledgeable. We're dedicated to you.

If you own a business with turnover of £1m+ and/or EBITDA of over £250k, and you feel the timing is right for you to sell, why not reach out and explore your options with us with a free, no obligation, initial consultation.

We look forward to hearing from you.



Jack Minns

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James Lay Corporate Transactions Partner

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Are you sale ready?

In the lead-up to a sale, there are a host of things a business owner can do to make sure it's ready for sale.

Most of these are simple, and many are good practice regardless of whether you're intending to sell your business. However, it's surprising how many people don't think about these things until it's too late.

Completing our short questionnaire will help you evaluate:

- How attractive your business is for sale
- Whether you'll maximise the final sale value
- The efficiency and smoothness of your sale process

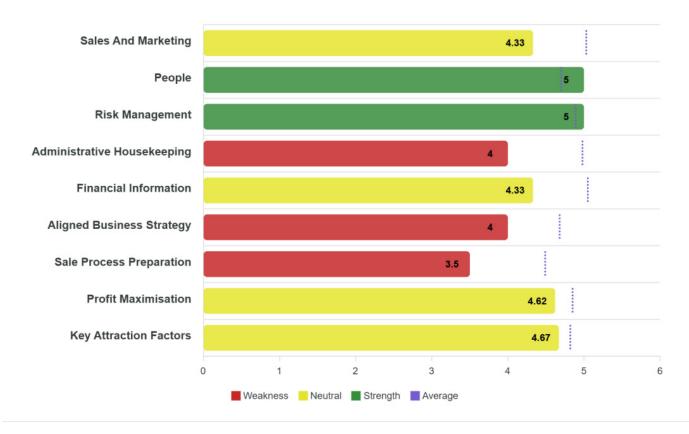
It should only take five minutes, and your results will highlight the top three factors which are working well, and the top three factors which require the most attention before you consider a sales process. Of course, if you need us, we're on hand to talk through strategies to improve your sale readiness and decide your next steps.

You'll also have the ability to see how you compare to the global benchmark (average scores of all completed diagnostics) on each of the nine factors. If completing on your mobile phone, make sure it's held landscape for ease of use.

Your overall results

Below is an example of the diagnostic results grouped by key success factors in relation to Larking Gowen: Sale Readiness. Areas of strength are shown in green, a neutral result in yellow, and red indicating an area of concern. In conjunction with your advisor, look closely at the areas in red and identify strategies and actions for improvement. Scores range from a minimum score of 2 to a maximum score of 6.

Try our free Business Sale Readiness diagnostic tool larking-gowen.co.uk/ sales-diagnostic



Case Study: **AFA Fostering Ltd**

Larking Gowen assisted the vendors with the sale of the Group to BSN Social Care Limited.



Client

AFA Fostering Limited

Industry sector Foster care

Transaction

Business sale

The deal

Incorporated in 2009, the Group is an independent fostering agency providing committed, empathetic and knowledgeable foster parents to local authorities for placements across East Anglia and the Midlands.

Key highlight

We carefully targeted potential buyers, approaching credible acquirers whose values were closest to our client's.

This allowed us to optimise value for the sellers whilst successfully completing the transaction in a smooth and efficient manner.

Our role

- Marketing the business for sale, identifying and directly approaching potential buyers
- Preparing sales documentation
- Negotiations with interested parties
- Coordinating due diligence enquiries
- Working alongside the solicitors, Howes Percival, to agree the legal paperwork

Nigel Pickering, Director and Shareholder of AFA Fostering Limited, said:

We felt it was important to have the right team around us who took the time to understand our ethos and the legacy we wanted to leave. With Larking Gowen's support we were able to select a buyer who is compatible with the great business we had created. The process was handled smoothly and efficiently by Larking Gowen and our interests as the seller were protected and promoted at all times. We were very pleased with the process and the outcome."

Hannah Rutherford, Manager at Larking Gowen, said:

It's been a genuine pleasure advising Nigel and Graeme throughout this process. It was satisfying to facilitate a deal that not only recognised their years of dedicated hard work but also ensured the seamless transition of the business into the capable hands of BSN Social Care, whose ethos aligns closely with theirs. I wish both Nigel and Graeme all the best for the future."

Case Study: **Canham Consulting**



We helped Canham Consulting to transition to an employee-owned business with the formation of an Employee Ownership Trust.

Client

Canham Consulting

Industry sector

Construction consultancy

Transaction

Sale to an Employee Ownership Trust (EOT)

The deal

Founded in 1976 as the Canham Thomas Partnership, becoming Canham Consulting in 2002, the business specialises in structural, civil and building engineering, covering East Anglia and beyond. Its clients cover homeowners, construction professionals, public sector, and private businesses. An EOT is a trust established for the purpose of holding shares in a company on behalf of and for the benefit of the employees of the company.

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The business considered various succession options, including a management buyout and trade sale. The primary objective of any future ownership model was to build on culture and provide longevity. This transition ensures the ethos of the business continues for generations. The employees at Canham Consulting are excited about their role in the ownership model and how they can work together to drive the business and continue to be a leading business in East Anglia.

Rob Panter, Managing Director of Canham Consulting, said:

I'm hugely excited about the future of the business, and delighted that the employees will all share in the ownership of the business and continue to play an active part in developing Canham Consulting. We're committed to continued growth, both within East Anglia and beyond.

"Transitioning to employee-owned has only been possible with some excellent advice and guidance from Larking Gowen and Leathes Prior Solicitors.'

James Lay, Corporate Transactions Partner, said:

An EOT is a great succession route for the owners of Canham Consulting and their team of employees. It will further reinforce the company's people-first culture and independent status. It's been a real pleasure to work with the Shareholders and management to help make this viable option a successful reality."

Our role

- Valuation advice
- Governance advice
- Advising on financial and tax aspects of the legal contracts, ensuring compliance with the **EDT** regulations
- Proactive deal support throughout

Four steps to selling your business

Value enhancement

Whether you're looking to sell your business in the short, middle or long term, there are always opportunities to improve the attractiveness and value of a business. As highly experienced sales advisors, who are also Chartered Accountants and accredited business advisors, we're perfectly placed to make sure you get full reward for your business.



Sale preparation

We develop a deep understanding of your business to make sure the sales documentation presents it in the best possible light. But having the best sales documentation isn't enough; it must be seen by the most credible buyers in order to generate the best possible price. Using our regional, national and international networks, we'll ensure a reassuringly comprehensive market coverage for your business.



Assessment of 'sale readiness' and value enhancement



Preparation of sales documentation



Business valuation



Tax planning

Identification of credible buyers

Market engagement

We know confidentiality is key. We approach buyers without disclosing your name and make sure confidentiality agreements are always in place. We'll manage the marketing process, keeping you fully informed throughout and negotiating on your behalf to get the very best deal. We'll present you with the final offers received and help select your preferred terms' document which gives everyone clarity over the terms of the proposed deal.



Confidential engagement with buyers



Negotiations



Selection of preferred bidder

Deal delivery

The completion of a deal can be an intense and complex period. Using our many years of deal experience, we'll be by your side to take the strain and make sure the deal you agreed in principle is the deal you legally sign up to.

And of course, we'll be there to celebrate with you on the day your deal completes!



Assistance with buyer due diligence



Tax planning



Negotiation and input into final legal documentation

Testimonials



Tiger Eye Consulting

Dave Wilson, Managing Director of Tiger Eye, said:



"The team at Larking Gowen were supportive throughout the whole process. It is essential that you are confident that your advisors are on top of everything, leaving no stone unturned and pushing for the best possible outcome for you, and that was certainly the case with Will and James."



Belmont Roofing

Paul Arthurs, outgoing Shareholder of Belmont Roofing, said:



"Our hope was that Belmont could be taken on by another business in our trade, and Larking Gowen were relentless in the pursuit of a buyer who met our criteria.

We are delighted with the outcome and Larking Gowen's contribution to the search, support and negotiation required to achieve this deal."



Toffee Publications Limited

Joe Wright, Director and Shareholder of Toffee, said:



"It was a pleasure to work with Larking Gowen for the sale of our business. Their knowledge is second-to-none and they talked us through each stage clearly.

"All in all, brilliant, and we couldn't recommend them enough."



Continental **Product Engineering**

Peter Burton. Director and Shareholder, said:

"We met James and Jack; they were confident that more favourable terms could be achieved through a full sales process and this proved to be inspired advice. They attracted significant interest in our business, generating multiple offers."

Amber Home Improvements

Paul Edwards, Director and Shareholder of Amber, said:



"I'd like to convey my gratitude to Jack and Will, who dealt with our sales transaction. I have to say they handled our affairs with great professionalism. They always kept our team in the loop from day one and even after the sale was completed. I'd strongly recommend them to anybody considering selling a company."

Drayton Insurance

Susan Howard and Darren Walsgrove, vendors of Drayton Insurance Limited, said:



"Thank you very much for your support and your efforts throughout this process; we are very happy with the end result. James and Will have both been professional and supportive. They provided real value throughout and I will heartily recommend your services to others in the future."

Brown & May Marine

Stephen Appleby, Director and Shareholder, said:



"For the recent successful sale of our company, James and Will provided invaluable service in identifying the most suitable buyer, negotiated a very attractive sale price and steered us through the, at times, challenging process. Throughout the process, we had every confidence that they were working in our best interests, leaving us extremely happy with the outcome."

ABC Power

"We found the professionalism of Jack and Will to be outstanding. They sought potential



buyers that we had never thought of and received multiple offers. They helped us through every step of the process.

All at ABC Power are delighted with our new owners and would like to express our gratitude to Larking Gowen. We strongly recommend Larking Gowen to any business owner who may be considering selling their business."

Our buyers

In addition to our databases and networks of credible national and international buyers,

we maintain our own register of 100+ clients and contacts actively looking for businesses to acquire in the East of England.

Covering every business sector, you can be assured we'll source serious buyers for your business and generate competitive tension between them.





Engineering

Including mechanical and electrical, precision, sheet metal work, fabrication, CNC and finishing solutions.



Manufacturing

Including machinery, timber, engineering and storage tanks.



Transport

Including haulage and logistics, freight forwarding, couriers, car dealerships, and coach services.



Healthcare

Including providers of medical and similar healthcare staff, training providers, care homes, foster agencies, domiciliary care and pharmacies.



Services

Including recruitment, printing, insurance, financial, media, environmental consultancy and information technology.



Property

Including estate agents, letting agents and property management.



Facilities management

Including electrical, water & fire compliance, health & safety, security, contract cleaning, waste management and property and grounds maintenance.



Leisure

Including holiday/ caravan parks, hotels and holiday lettings and sporting activities.

Illustrative active buyers

Electrical experts

- Commercial laundry and electrical appliance rental businesses
- High levels of recurring revenue
- Electrical retail also considered, but needs some underlying rental book
- EBITDA £250k+7
- All UK locations considered



Software company

- An industry specific software that can service companies globally
- Strong and growing recurring revenues and low churn rate
- EBITDA of £500k +

About the buyer

- Global software giant with listed in North America
- Operates in over 30 markets, with over 100 companies as part of the group
- Highly acquisitive group, and any locations considered

Sustainable solutions

- Environmental, energy, waste, construction and engineering focussed
- Minimum EBITDA requirement £500k
- Offering either turnkey or bespoke solutions

About the buyer

- Bespoke end-to-end solutions provider
- Large project work undertaken throughout UK and abroad
- Highly acquisitive group, and any locations considered

Safety and regulatory compliance services provider



- Business to business sectors where services are essential or mandatory or regulated
- Recurring contracted revenues
- Compliance, testing, hygiene, safety and security all sectors of interest
- Revenues in excess of £500k
- Needs to be profitable, and willingness for owners to be part of handover period
- Highly acquisitive group, and any locations considered

Land, planning and development experts

- Diverse group based in East Anglia
- Ideally seek something with an ESG, agricultural or construction angle
- Minimum EBITDA £500k
- Owners willing to stay or good second tier management

About the buver

- Already made multiple acquisitions
- Long term holder of investments

If you are interested in buying a business, why not reach out and explore your options with a free, no obligation consultation.

larking-gowen.co.uk

Case Study: **Art Angels**

We advised the shareholders of Art Angels Publishing Limited on their sale to Blue Knot Topco1 Limited.



Client

Art Angels Publishing Limited

Industry sector Greeting Cards (Retailer)

Transaction

Business sale

The deal

Art Angels Publishing Limited publish high-quality greeting cards as well as other card-based products such as calendars and notebooks with a focus on the best contemporary art and design. Larking Gowen brokered the deal with Blue Knot Capital, who own Norwich printing and fulfilment firm Page Brothers.

Key highlight

Finding the right acquirer whose ethos and values aligned to the vendors. Our unrivalled knowledge of the local marketplace and contacts enabled us to make the right introductions to our client for their consideration.

Our role

- Identifying and confidentially approaching potential buyers
- Preparing sales documentation
- Deal negotiations
- Coordination due diligence enquiries
- Advising on finance and tax aspects of the legal contracts
- Proactive deal management throughout

Chris Cordingly and Judith Bennett-Rees, Directors and Shareholders of Art Angels, said:

This is a really exciting partnership for Art Angels that will keep the business in Norwich and provide a platform for continued growth. It was clear from the outset that culturally Alex, Blue Knot and Page were the right partners for us and we are looking forward to working together. Jack and David at Larking Gowen not only found us the perfect partner to work with, but then continued to guide us through every step of this complicated process. They were always available at any time to support and advise when needed. We literally could not have achieved this outcome without them!"

Jack Minns, Corporate Transactions Partner, said:

"It is great to see two areat local businesses come together in partnership like this.

There are clear and obvious synergies between Art Angels and Page that should provide continued growth opportunities for the combined businesses going forwards. It was a pleasure working with both parties throughout the deal and wish them all the best for the future."

Case Study: **Morrison Group Limited**



We advised the shareholders of Morrison Group Limited trading as Morrison Freight, on their sale to Schneider & Cie. AG, Internationale Transporte.

Client

Morrison Group Limited

Industry sector

Freight forwarding

Transaction

Business sale

The deal

Morrison Freight are a market leading freight forwarding company specialising in European logistics and road freight solutions based in the UK. They predominantly offer full and part load trailer services, across Europe.

Larking Gowen brokered the deal with Schneider & Cie, known as The Schneider Group, who are a mediumsized international transport and logistics company based in Switzerland. They offer comprehensive services in road, air, sea and rail freight.

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Finding the right acquirer who's ethos and values aligned to the vendors. Our knowledge in the marketplace and ability to source potential acquirers on an international scale, enabled us to introduce appropriate parties to our

Lee Steward and Darren Ryan, Director's and Shareholders of Morrison Group, said:

To be part of a large European freight forwarding group, with further expansion opportunities in the pipeline is a fantastic opportunity for the growth of Morrison Freight in the industry and we look forward to a bright and prosperous future. Larking Gowen, and notably Jack Minns, did a great job from start to finish, introducing us to multiple credible buyers, generating multiple offers, and guiding us through financial due diligence and legal contracts. I would not hesitate to recommend them to any other business owners considering the sale of their business."

Jack Minns, Corporate Transactions Partner, said:

Darren and Lee deserve enormous credit for significantly growing Morrison Freight since they acquired the business in 2015. They have built a fantastic team culture and client focused ethos that makes them the go to road freight provider. Becoming part of the Schnieder group enables Morrison to provide a full breadth of services to its client base whilst maintaining the great company culture Darren and Lee have created. We wish them all well for the future."

Our role

- Identifying and confidentially approaching potential buyers
- Preparing sales documentation
- Deal negotiations
- Coordination due diligence enquiries
- Advising on finance and tax aspects of the legal contracts
- Proactive deal management throughout

Profile:

Martin Williams

After a successful 40-year career in corporate and commercial banking, Martin Williams joined the Larking Gowen Corporate Transactions team in 2025 as a consultant.

Based in Suffolk but with connections throughout East Anglia and the City, Martin is a proven "deal doer" who brings a wealth of lending experience in all aspects of Mergers and Acquisitions having previously funded transactions of all sizes and types including Corporate Acquisitions, Management Buy Outs, Management Buy Ins, Employee Ownership Trusts and Listings.

With extensive connections in the regional banking and Private Equity markets, Martin provides in depth support for any client requiring debt or equity to support their transaction, helping to structure and negotiate all financing options.

Having joined Barclays Bank straight from school in 1985, he developed his career up to Manager level before leaving to establish Clydesdale Bank in Chelmsford in 2004 where he was a Business Partner for SME clients and completed a number of Private Equity backed transactions.

The opportunity to start a bank does not come along very often in a banker's career so when Santander approached him to set up and manage their new Corporate & Commercial team in Essex in 2009, he jumped at the chance of a second time. Having successfully grown the team and balance sheet, he moved to Cambridge in 2012 where he ran the Large Corporate book for the region and deputised for the Regional Director.

In 2019, he joined the fast-growing Fintech, OakNorth Bank in London where he further honed his lending skills to the SME market, completing over £50m of debt in 2024 before taking some time out ahead of starting his consultancy business where he uses his experience in an advisory role for SMEs.

Martin's view is that with the emergence of peer-to-peer lenders, debt funds and Neobanks, there are more lenders than ever before, each with their own specialism or product suite that challenges the established high street banks.



He also feels that the banking market can sometimes be volatile and very difficult to navigate so having the specialism within Larking Gowen to speak the same language as lenders is invaluable. Lender appetite is pretty fluid and seemingly unrelated world events can have significant impact on credit decisions so keeping abreast of banks' policies is of great benefit to clients.

As uncertainty increasingly becomes the only certainty for business owners either looking to grow or sell their business, access to appropriately structured and priced funding with workable financial covenants is of paramount importance.

Case Study: **Calgary Just Companies Limited**



Client

Calgary Just Companies Limited

Industry sector

F-commerce

Transaction

Business sale

The deal

Calgary Just Companies Limited is a group of e-commerce businesses specialising in garden equipment, lawnmowers, and generators. They are headquartered in Norfolk but have distribution sites across the UK.

Larking Gowen brokered the deal with Innkeeping Group Limited, a family office with experience in the agricultural and garden equipment sector.

Key highlight

We navigated our client through a complex financial due diligence and completion accounts process to negotiate the best possible proceeds in a tax-efficient manner.

Calvin Pigott, Founder and former shareholder of Calgary Just Companies Limited, said:



It was clear from the outset that Jack and his team instantly understood our business. I personally found the entire team to be highly professional and efficient throughout the process. I would wholeheartedly recommend Jack and his team to anyone considering selling their company."

Jack Minns, Corporate Transactions Partner, said:



Calvin is an exceptional entrepreneur who was an early adopter of e-commerce in the garden machinery industry. We've been collaborating with Calvin on his succession plans for several years, and it was immensely gratifying to finalise the transaction with Innkeeping Group. Calgary is fundamentally a strong business, and with the support of Innkeeping, I'm confident it will continue to thrive and grow."

Our role

- Identifying and confidentially approaching potential buyers
- Preparing sales documentation
- Deal negotiations
- Coordinating due diligence enquiries
- Advising on finance and tax aspects of the legal contracts
- Proactive deal management throughout

Case Study: **Ben Burgess & Co**



Ben Burgess & Co acquired fellow John Deere dealer group JW Doubleday.

Ben B Turner, Director and Shareholder, said:

The Doubleday family has built a highly successful, strong and customer focused business over the past 50 years. We're enormously proud that they've chosen Ben Burgess to continue their outstanding work. The of our teams and customers. We really valued the guidance provided by Larking Gowen throughout the purchase process. This isn't something we do every day and they did a great job of making us feel comfortable navigating a complex deal."

James Lay, Larking Gowen Partner, said:

This deal made sense for both businesses and I have no doubt it will prove to be a great success. Both businesses place a great deal of importance on conducting business the 'right' way and this was reflected in the deal negotiations and completion process. There were hurdles along the way, as there always will be with any significant purchase like this, so it was really pleasing to get the deal over the line and enable everyone to focus on the exciting future ahead."

Award winning deal assistance

We also help clients buy businesses and our assistance with the following deal won the prestigious 'Deal of the Year' (in excess of £10m category) at the Central and East of England DealMakers Award 2023.



Client

Ben Burgess & Co

Industry sector

Agricultural machinery

Transaction

Business purchase

The deal

Ben Burgess & Co is one of the founding dealers of John Deere and is a premier supplier of agricultural, construction and grounds care machinery across East Anglia.

Our role

- Business valuation and offers
- Deal negotiations and strategy
- Coordinating due diligence
- Advising on financial aspects of the legal contracts

Key highlight

Ben Burgess & Co is a long-standing and highly valued client of Larking Gowen, so it was hugely pleasing to advise them on such a significant acquisition. We worked in tandem with the dedicated Due Diligence team at fellow PrimeGlobal member firm, Buzzacott, to provide a fully comprehensive service; demonstrating, in real life, the great strength of our PrimeGlobal association.

Our reach





LATIN AMERICA

Argentina

· United States

- Bolivia
- Brazil
- Chile
- Colombia
- Costa Rica
- Dominican Republic
- - Mexico
- - - Uruguay
- Ecuador
- El Salvador

- Nicaragua
- Panama
- Peru
- Venezuela
- Guatemala
- Belgium
- - Bosnia and

 - Herzegovina
 - Bulaaria

 - Cameroon

 - Chad
 - Congo
 - Croatia
 - Cyprus
 - Czech Republic • Denmark
 - Egypt • Estonia
 - Finland France

- Ghana
- Gibraltar Greece
- Hungary
- Ireland Israel
- Italy Jersey Jordan
- Kenya Kuwait
- Lebanon Libya Luxembourg

• Malta

- Morocco
- Namibia
- Netherlands
- Niger
- Nigeria North Macedonia
- Norway Palestine
- Poland Portugal Qatar
- Romania Russian
- Federation Saudi Arabia

- India

South Africa

Switzerland

Spain

Sweden

Tanzania

Tunisia

Turkey

• Uganda

• Ukraine

United

Yemen

• United Arab

Emirates

Kingdom

- Indonesia
- Japan • Korea, Republic of
- Malaysia
- Myanmar
- Nepal
- New Zealand
- Pakistan Philippines
- Singapore
- Sri Lanka
- Taiwan
- Thailand
- Uzbekistan Vietnam

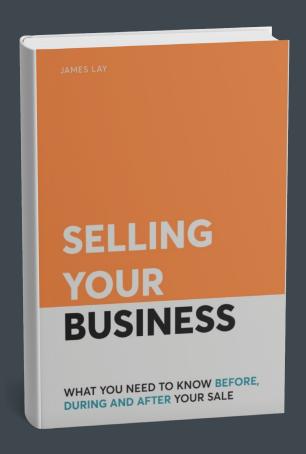


Selling Your Business book

What you need to know before, during, and after your sale is a must-read for business owners considering selling their business. With over 20 years of experience, James provides practical advice on valuing your business, exploring sale options, and preparing for a successful sale. This book offers clear, concise guidance and real-life case studies to help you navigate the complexities of selling your business.









James Lay is a Partner and the Chairman of Larking Gowen LLP, a leading independent regional firm of Chartered Accountants and business advisors based in East Anglia.

He joined the firm in 1998 and has been advising clients on buying, selling and valuing businesses since 2004. He is a Chartered Accountant and holds the Corporate Finance qualification with the Institute of Chartered Accountants in England & Wales.

Over the years James has advised hundreds of business owners on their corporate transactions. These businesses cover a range of sectors and the sale prices are typically in the range of £1m to £10m. Numerous case studies can be found at larking-gowen.co.uk.

James is an accredited Mindshop business advisor and a qualified practitioner of Motivational Maps and Neuro-Linguistic Programming. He was also a co-presenter of over 80 episodes of Leadership & Life Chat, an informative podcast which is available on Apple Podcasts, Spotify and wherever you stream your podcasts.

If you own a business with turnover of £1m+ and/or EBITDA of over £250k, and you feel the timing is right for you to sell, why not reach out and explore your options with us with a free, no obligation, initial consultation.

Our team

With our team, what you see is what you get. The same people you meet for your first meeting will be there for you throughout. We're contactable. We're accountable. We're knowledgeable. We're committed to delivering you the very best deal.

James Lay

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Committed to you.



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