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Instructions for a Business Sale Agreement

Your details

Name

Date

Organisation

ACN/ABN

Delivery
Address

Phone

Email

Agreement details

- **Company Details** – name, ACN, registered office address
- **Nature of the Business** – description of business, business name, location.
- **Vendor and Purchaser** details [name, ACN, address]
- What **Assets** are being sold?
 - Plant and Equipment list (please email); ○ Stock ○ Software; ○ Contracts; ○ IP; ○ Vehicles; ○ Equipment leases; ○ Any Licences that need to be transferred?
 - Exclusions?
- **Stock** –How and when will stock take be conducted? Timing ? Valuation method? Who will conduct? Is the stock figure in addition to the Purchase price?
- **Exclusions** – Any contracts or assets to be retained by the Vendor?
- **Purchase price:**
 - Amount and how payable? ○ Will a deposit be paid? ○ Balance on completion? ○ Apportionment of purchase price between assets?
 - Sold as a going concern for GST purposes?
- Proposed **Completion Date**?
- **Conditions Precedent** to Completion –
 - Transfer of Licences?
 - Lessor consent?
 - Assignment of any equipment leases?
 - Finance?
- **Premises** - Lease Agreement for premises? – please email a copy.

- **Employees** – list of current employees? What has been agreed in relation to employees going forward?
- Any **encumbrances** on any of the Assets being transferred? We can provide a PPSR search.
- **Restrictions** – Vendor restricted from engaging in a business which is similar to and in competition with the Business, taking customers or employees? For what time period following Completion? Geographical area?
- **Warranties** – standard warranties will be included. Any particular matters to disclose?
- Any **guarantees** given in relation to the business that need to be released?
- **Trading responsibilities and book debts**- all profits and losses up to and including completion date belong to Vendor and from Completion date belong to Purchaser? Book debts – who will be entitled to book debts as at completion date (stay with Vendor)? Who will be responsible for collecting?
- Any other **special conditions**?

Logo

Would you like us to include your logo on the documents?

- Yes - please e-mail to us your logo for insertion
- No – we will include our logo

Acceptance of terms and conditions

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