

# INFORMATION & GUIDELINES

## DRAFTING A BUSINESS ACQUISITION AGREEMENT

### IDENTIFICATION OF THE PARTIES

#### VENDOR:

##### a) Natural Person:

Name: \_\_\_\_\_

Profession: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone: \_\_\_\_\_

Civil Status:    single                married      
                          common law        de facto union   

Name of spouse: \_\_\_\_\_

Occupation: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone: \_\_\_\_\_

Corporate Name: \_\_\_\_\_

District: \_\_\_\_\_

No.: \_\_\_\_\_

Date: \_\_\_\_\_

Dissolution of corporate name?

Yes                                No   

#### PURCHASER:

##### a) Natural Person:

Name: \_\_\_\_\_

Profession: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone: \_\_\_\_\_

Civil Status:    single                married      
                          common law        de facto union   

Name of spouse: \_\_\_\_\_

Occupation: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone: \_\_\_\_\_

Corporate Name: \_\_\_\_\_

District: \_\_\_\_\_

No.: \_\_\_\_\_

Date: \_\_\_\_\_

Dissolution of corporate name?

Yes                                No   

#### NOTES:

---

---

---

---

---

---

---

---

**VENDOR:**

**PURCHASER:**

**b) Legal Person:**

Name: \_\_\_\_\_

Jurisdiction: \_\_\_\_\_

Provincial  Federal

Head office: \_\_\_\_\_

Representative: \_\_\_\_\_

Title: \_\_\_\_\_

Resolution: \_\_\_\_\_

Bank: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone: \_\_\_\_\_

Manager: \_\_\_\_\_

Auditors: \_\_\_\_\_

Address: \_\_\_\_\_

Resource person: \_\_\_\_\_

Telephone: \_\_\_\_\_

**b) Legal Person:**

Name: \_\_\_\_\_

Jurisdiction: \_\_\_\_\_

Provincial  Federal

Head office: \_\_\_\_\_

Representative: \_\_\_\_\_

Title: \_\_\_\_\_

Resolution: \_\_\_\_\_

Bank: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone: \_\_\_\_\_

Manager: \_\_\_\_\_

Auditors: \_\_\_\_\_

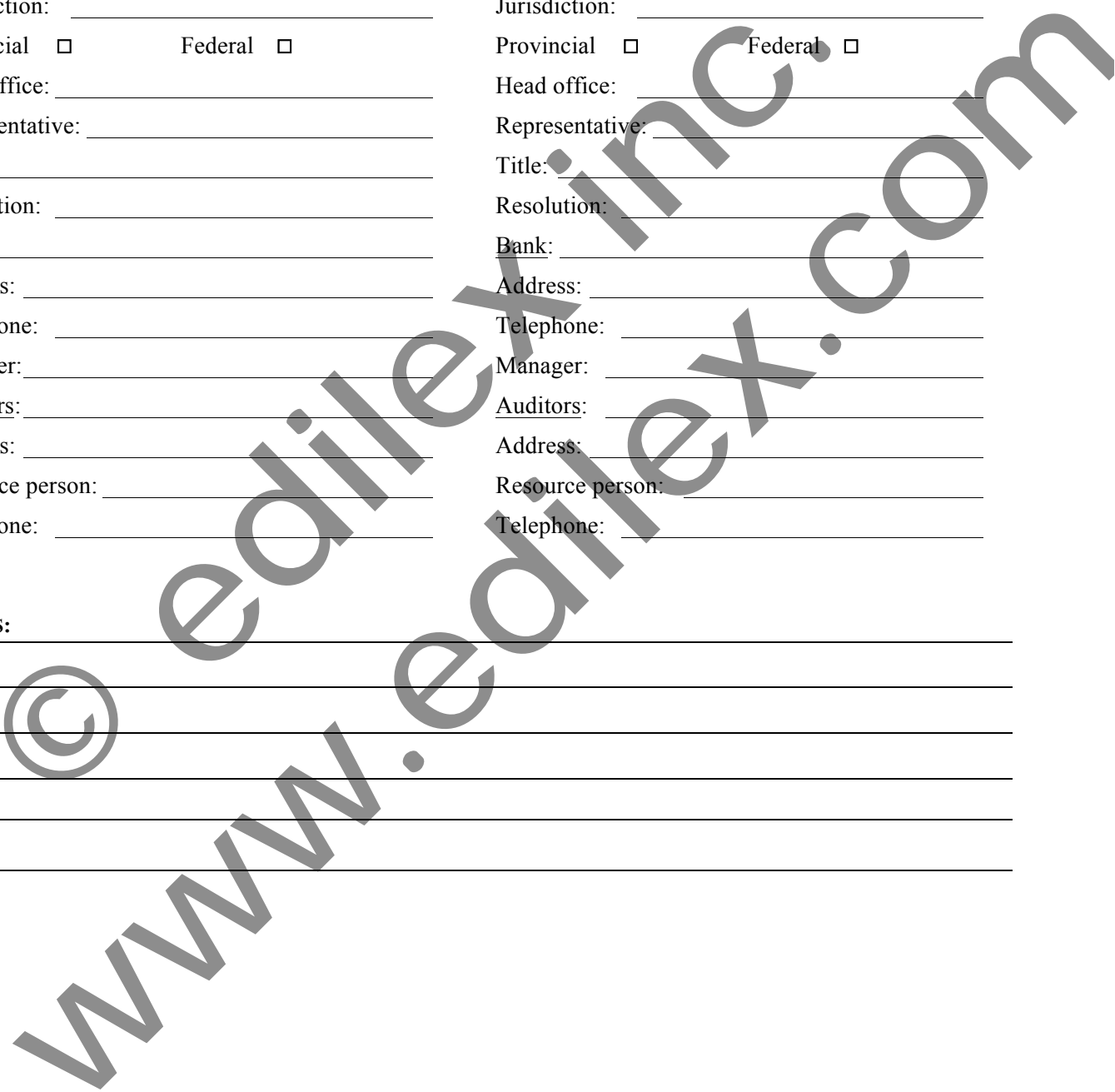
Address: \_\_\_\_\_

Resource person: \_\_\_\_\_

Telephone: \_\_\_\_\_

**NOTES:**

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_



**0.00 INTERPRETATION**

**0.01 Definitions**

- Activities
- Agreement
- Best Efforts
- Breach
- Change in Control
- Clients
- Closing Date
- Confidential Information
- Creditors
- Effective Date
- Encumber or Encumbrance
- Equipment
- Force Majeure
- Fundamental Provisions
- Hazardous Materials
- Indemnification
- Intellectual Property
- Law
- Legal Representatives
- Offer
- Ordinary Course of Business
- PARTY
- Person
- Prime Rate
- Products
- Subject Assets
- Subsidiary
- Transaction

**0.02 Entire Agreement**

- Sole agreement
- Subordinate agreement

**0.03 Jurisdiction**

..... (identify applicable laws)

**0.04 Non-Compliance**

- Severability
- Substitute Provision

**0.05 Miscellaneous**

- Cumulative Rights
- Time and Dates
- Financial References
- Presumptions
- Gender and Number
- Headings
- Approval
- Accounting Standards

1.00 PURPOSE

1.01 Description and Components of the Business

Description:

Type: \_\_\_\_\_

Corporate name: \_\_\_\_\_

Address: \_\_\_\_\_

Name of owner of premises: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone: \_\_\_\_\_

Components:

- the land fronting on \_\_\_\_\_ Street, in the City of \_\_\_\_\_, known and designated as comprising:
  - lot number \_\_\_\_\_ ( \_\_\_\_\_ ), of the official subdivision of original lot number \_\_\_\_\_ ( \_\_\_\_\_ ), of the plan and official book of reference, in the registration division where the immovable property is located;
  - lot number \_\_\_\_\_ ( \_\_\_\_\_ ), of the official subdivision of original lot number \_\_\_\_\_ ( \_\_\_\_\_ ), of said plan and official book of reference, in said registration division;

with a building bearing number \_\_\_\_\_ ( \_\_\_\_\_ ), on \_\_\_\_\_ Street, at \_\_\_\_\_, subject to \_\_\_\_\_, in favour of \_\_\_\_\_, created following the terms of the deed filed at the land registry office of the registration division of \_\_\_\_\_, under number \_\_\_\_\_ ( \_\_\_\_\_ ) as further described in Schedule \_\_\_\_\_ attached hereto;

- the Vendor's right to the telephone and fax numbers of the business;
- all equipment, machinery and tools located on the premises of the business and used for its operations, as appears in the inventory attached hereto as Schedule \_\_\_\_\_;
- all rolling stock, including, but not limited to, cars, trucks, power lift trucks, trailer hitches, trailers and other similar property used by the business, as set out in the non-exhaustive list attached hereto as Schedule \_\_\_\_\_;