

♦ = Optional clause

Suggested Application	Document Title	Included Provisions Cash purchase price payable at completion.	Indemnities for Buyer	Indemnities for Company being sold (and its subsidiaries)	Pension Scheme Details	Particulars of Company	Particulars of Subsidiaries	Particulars of Property	Tax Warranties ( Tax advisor to provide)	Tax Covenant (Tax advisor to provide)	Full Warranties (including Property Warranties)	Warranties (excluding Property Warranties)	List of obligations of Seller(s) in relation to Company and Subsidiaries on Completion	List of obligations of Seller(s) in relation to Company on Completion
Holding company selling a company in its group, which in turn has subsidiaries	Company Share Sale Agreement - with Subsidiaries and Real Property	✓	✓	♦	✓	✓	✓	✓	✓	✓	✓		✓	
	Company Share Purchase Agreement - with Subsidiaries, no Real Property	✓	✓	♦	✓	✓	✓		✓	✓		✓	✓	
Holding company selling a company in its group, which has no subsidiaries	Company Shares Sale Agreement - with Real Property, no Subsidiaries	✓	✓	♦	✓	✓		✓	✓	✓	✓			✓
	Company Share Sale and Purchase Agreement - no Subsidiaries, no Real Property	✓	✓	♦	✓	✓			✓	✓		✓		✓
Individual person(s) selling a company with subsidiaries	Share Sale Agreement - with Subsidiaries and Real Property	✓	✓	♦	✓	✓	✓	✓	✓	✓	✓		✓	
	Share Purchase Agreement - with Subsidiaries, no Real Property	✓	✓	♦	✓	✓	✓		✓	✓		✓	✓	
Individual person(s) selling a company with no subsidiaries	Shares Sale Agreement - with Real Property, no Subsidiaries	✓	✓	♦	✓	✓		✓	✓	✓	✓			✓
	Shares Purchase Agreement - no Subsidiaries, no Real Property	✓	✓	♦	✓	✓			✓	✓		✓		✓