

Business Transfer Agreement

Parties Involved:

This Agreement is made as of [Date] by and between:

[Seller's Company Name], a corporation incorporated under the laws of [State/Country], having its principal place of business at [Address] (hereinafter referred to as "Seller")

AND

[Buyer's Company Name], a corporation incorporated under the laws of [State/Country], having its principal place of business at [Address] (hereinafter referred to as "Buyer")

Recitals:

Whereas, Seller desires to transfer certain assets and liabilities to Buyer as part of a corporate restructuring.

Whereas, Buyer agrees to acquire such assets and assume such liabilities in accordance with the terms set forth in this Agreement.

1. Definitions:

1.1 "Assets" shall mean all tangible and intangible assets being transferred.

1.2 "Liabilities" shall mean all obligations and debts being assumed by Buyer.

2. Transfer of Assets:

2.1 Seller agrees to transfer and deliver to Buyer all Assets listed in Schedule A attached hereto.

3. Assumption of Liabilities:

3.1 Buyer agrees to assume and perform all Liabilities listed in Schedule B attached hereto.

4. Purchase Price:

4.1 The total purchase price for the Assets shall be [Amount], payable as follows: [Payment Terms].

5. Conditions Precedent:

5.1 The obligations of the parties under this Agreement are subject to the fulfillment of the following conditions: [Conditions].

6. Representations and Warranties:

6.1 Each party represents and warrants that they have the authority to enter into this Agreement.

7. Governing Law:

7.1 This Agreement shall be governed by the laws of [State/Country].

IN WITNESS WHEREOF:

The parties have executed this Business Transfer Agreement as of the date first above written.

Seller: _____
[Name, Title]

Buyer: _____
[Name, Title]

Schedules:

Schedule A: List of Assets

Schedule B: List of Liabilities