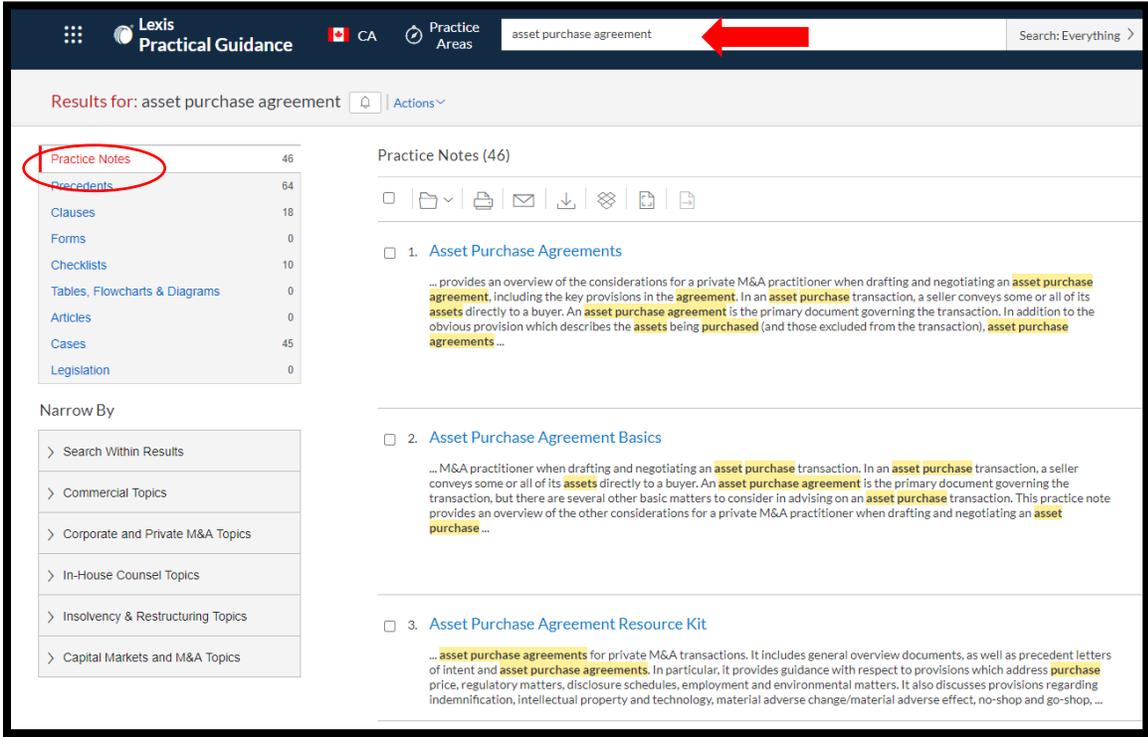


Tip Sheet | Quick Tips on Precedents in Practical Guidance

TIPS FOR MAKING THE MOST OF YOUR SUBSCRIPTION

Finding Precedents in Practical Guidance

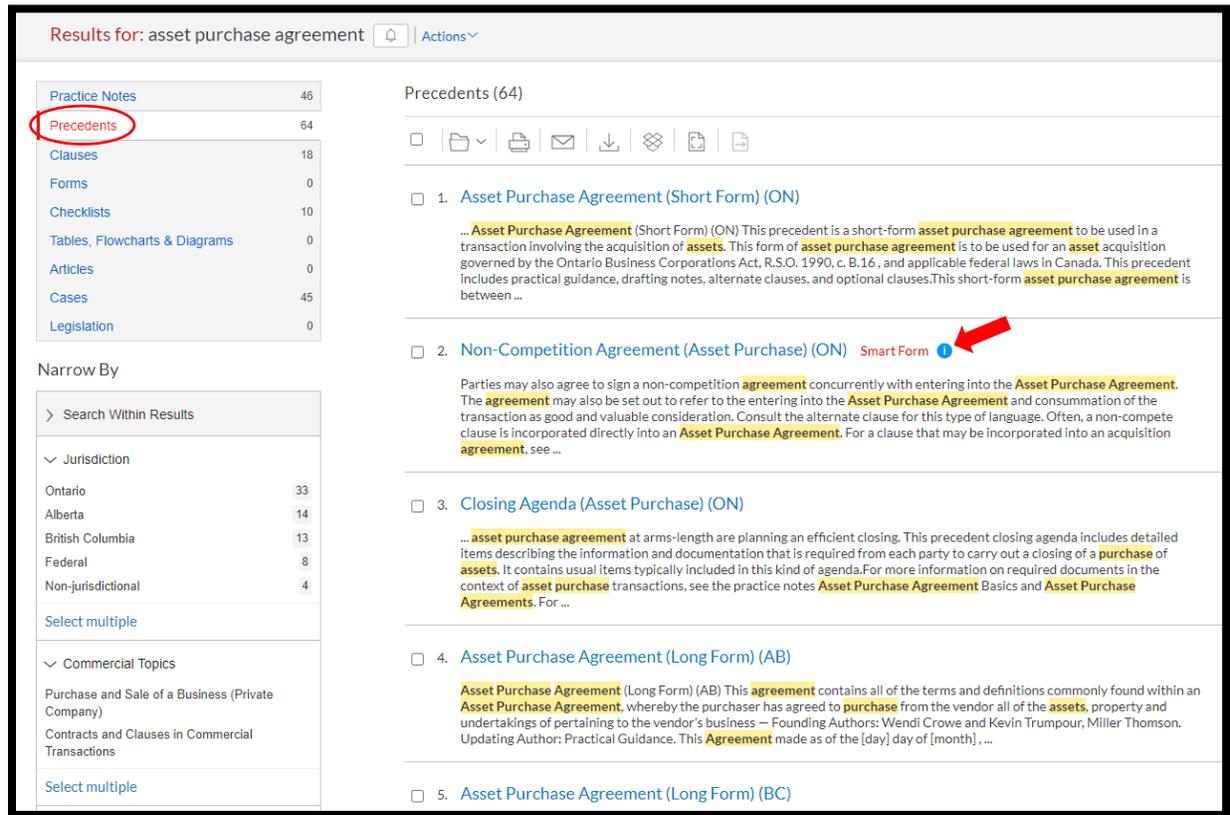
Let's take the example of finding an **Asset Purchase Agreement** precedent. Because we know what document we are looking for specifically, our first course of action will be to simply enter the name of the document into the Practical Guidance *search bar* to pull up the results included in the system.



The screenshot shows the Lexis Practical Guidance interface. At the top, the search bar contains the text "asset purchase agreement" with a red arrow pointing to it. Below the search bar, the results are displayed for "asset purchase agreement". On the left side, there is a navigation menu with categories: Practice Notes (46), Precedents (64), Clauses (18), Forms (0), Checklists (10), Tables, Flowcharts & Diagrams (0), Articles (0), Cases (45), and Legislation (0). The "Practice Notes" category is circled in red. Below the navigation menu, there is a "Narrow By" section with several expandable options: Search Within Results, Commercial Topics, Corporate and Private M&A Topics, In-House Counsel Topics, Insolvency & Restructuring Topics, and Capital Markets and M&A Topics. The main content area shows a list of Practice Notes (46) with three items visible: 1. Asset Purchase Agreements, 2. Asset Purchase Agreement Basics, and 3. Asset Purchase Agreement Resource Kit. Each item has a brief description and a "purchase" button.

As you can see above, the results page directs you to a list of *Practice Notes* that will assist you in drafting this particular document and understanding the law underpinning it. We strongly recommend reviewing practice notes on a given document before going into using the precedents thereunder. Remember, the use of *Asset Purchase Agreement* is merely an example: any other document in our database can be found this way.

To access the precedents themselves, simply click the **“Precedents”** tab on the left-hand side and the most relevant precedents will be surfaced:



Results for: asset purchase agreement | Actions

| | |
|-------------------------------|----|
| Practice Notes | 46 |
| Precedents | 64 |
| Clauses | 18 |
| Forms | 0 |
| Checklists | 10 |
| Tables, Flowcharts & Diagrams | 0 |
| Articles | 0 |
| Cases | 45 |
| Legislation | 0 |

Narrow By

Search Within Results

Jurisdiction

| | |
|--------------------|----|
| Ontario | 33 |
| Alberta | 14 |
| British Columbia | 13 |
| Federal | 8 |
| Non-jurisdictional | 4 |

Select multiple

Commercial Topics

- Purchase and Sale of a Business (Private Company)
- Contracts and Clauses in Commercial Transactions

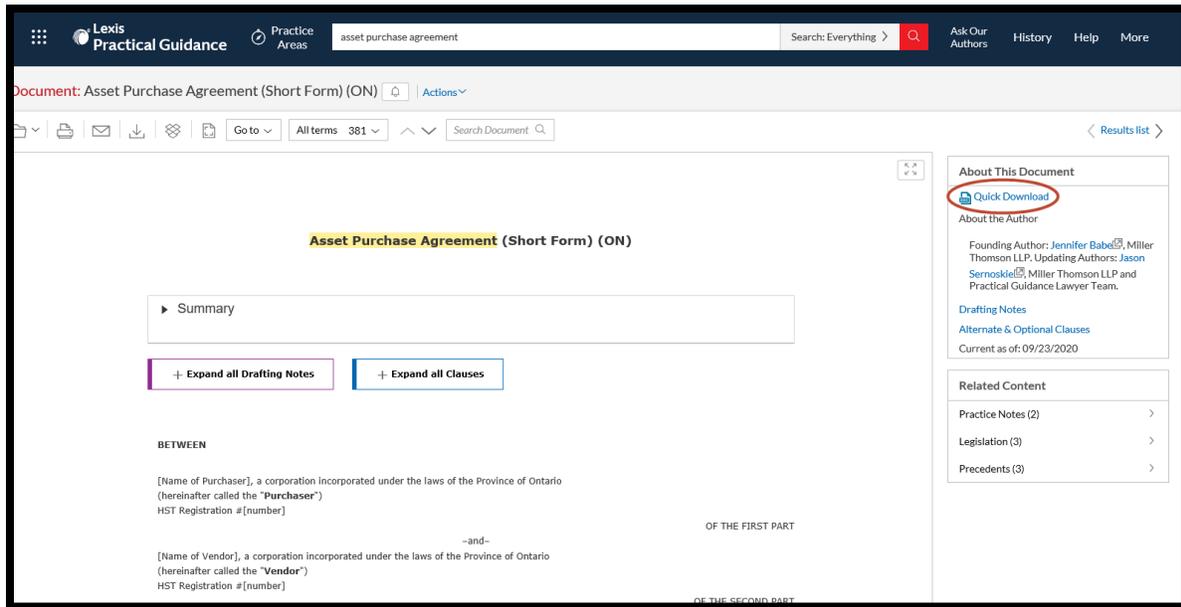
Select multiple

Precedents (64)

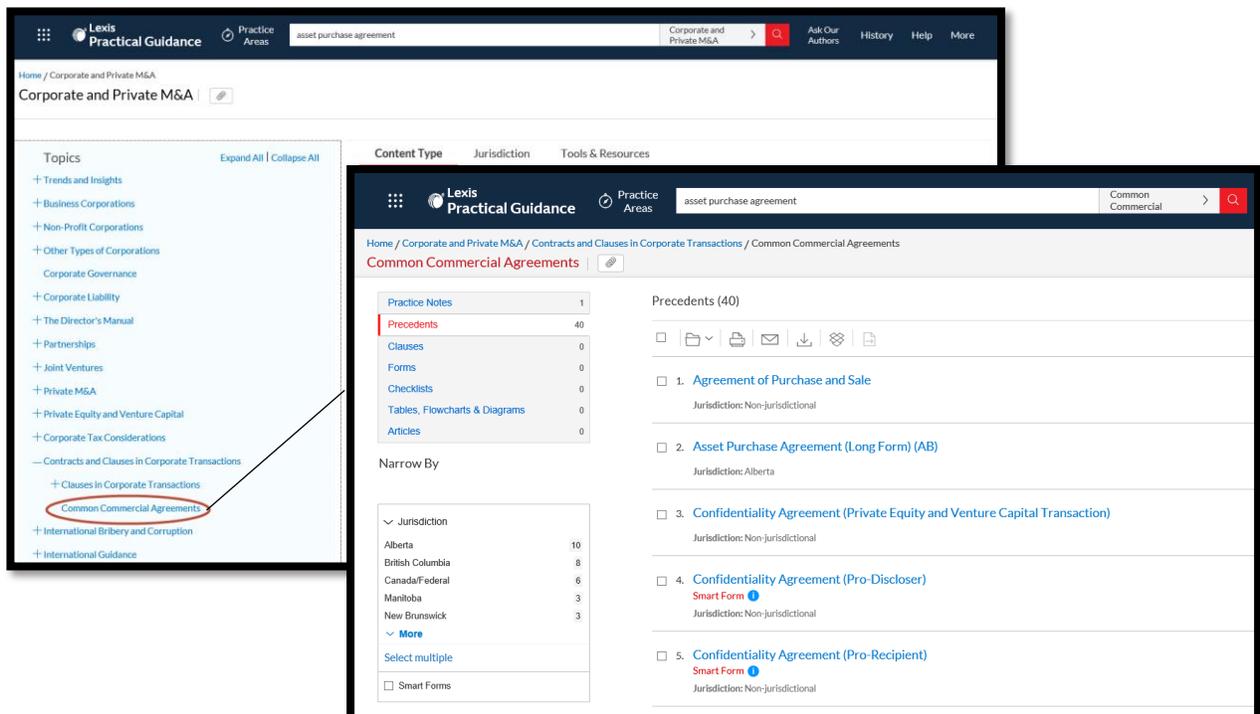
- 1. **Asset Purchase Agreement (Short Form) (ON)**
 ... **Asset Purchase Agreement** (Short Form) (ON) This precedent is a short-form **asset purchase agreement** to be used in a transaction involving the acquisition of **assets**. This form of **asset purchase agreement** is to be used for an **asset** acquisition governed by the Ontario Business Corporations Act, R.S.O. 1990, c. B.16, and applicable federal laws in Canada. This precedent includes practical guidance, drafting notes, alternate clauses, and optional clauses. This short-form **asset purchase agreement** is between ...
- 2. **Non-Competition Agreement (Asset Purchase) (ON) Smart Form**  
 Parties may also agree to sign a non-competition **agreement** concurrently with entering into the **Asset Purchase Agreement**. The **agreement** may also be set out to refer to the entering into the **Asset Purchase Agreement** and consummation of the transaction as good and valuable consideration. Consult the alternate clause for this type of language. Often, a non-competit clause is incorporated directly into an **Asset Purchase Agreement**. For a clause that may be incorporated into an acquisition **agreement**, see ...
- 3. **Closing Agenda (Asset Purchase) (ON)**
 ... **asset purchase agreement** at arms-length are planning an efficient closing. This precedent closing agenda includes detailed items describing the information and documentation that is required for each party to carry out a closing of a **purchase of assets**. It contains usual items typically included in this kind of agenda. For more information on required documents in the context of **asset purchase** transactions, see the practice notes **Asset Purchase Agreement Basics** and **Asset Purchase Agreements**. For ...
- 4. **Asset Purchase Agreement (Long Form) (AB)**
Asset Purchase Agreement (Long Form) (AB) This **agreement** contains all of the terms and definitions commonly found within an **Asset Purchase Agreement**, whereby the purchaser has agreed to **purchase** from the vendor all of the **assets**, property and undertakings of pertaining to the vendor's business — Founding Authors: Wendi Crowe and Kevin Trumpour, Miller Thomson. Updating Author: Practical Guidance. This **Agreement** made as of the [day] day of [month] , ...
- 5. **Asset Purchase Agreement (Long Form) (BC)**

You may note that some of these precedents are labelled as **“Smart Forms”**. For these precedents, in addition to being able to download them, LexisNexis has automated the process of filling out and customizing these documents for you. All you need to do is fill out a short questionnaire and the document will generate itself.

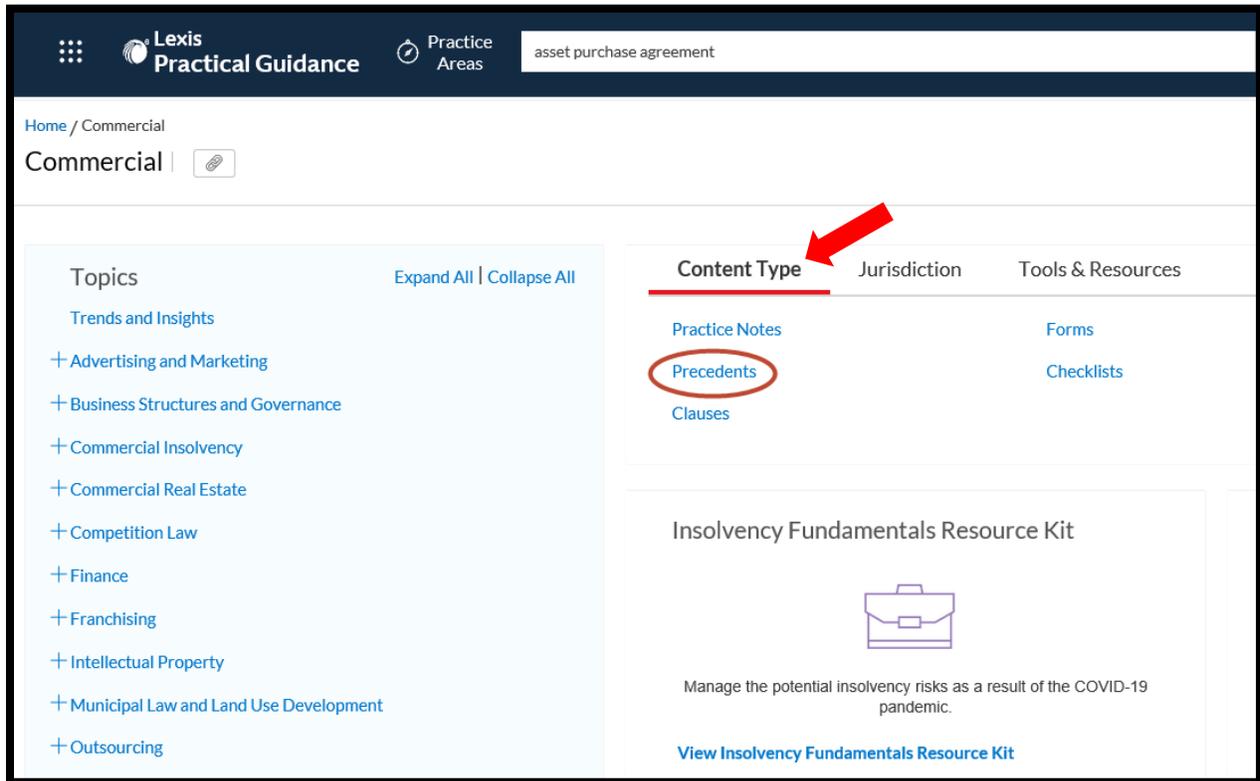
All documents on Practical Guidance are downloadable in a Word format. Simply click the **“Quick Download”** Button at the top right-hand corner of the screen to get a fully editable Word version of your document:



In the event that you would simply like to browse our collection of precedents and documents, we suggest that you use our easy to navigate **Topics** menu to navigate to the *Common Commercial Agreements* topic below:



Likewise, you can access all of the precedents in Practical Guidance or in any given module within Practical Guidance by simply selecting the specific content type from the **Content Type** tab.



In the event that you would like to see more precedent documents beyond what our editorial team has curated for you with drafting notes and commentary, you can tap into the databases of all publically filed material contracts that have been filed with North American Securities Regulators using **Transactions Search powered by Intelligize** and **Lexis Securities Mosaic**. Thereafter, you are able to filter for documents that are governed by the laws of the province you are interested in.

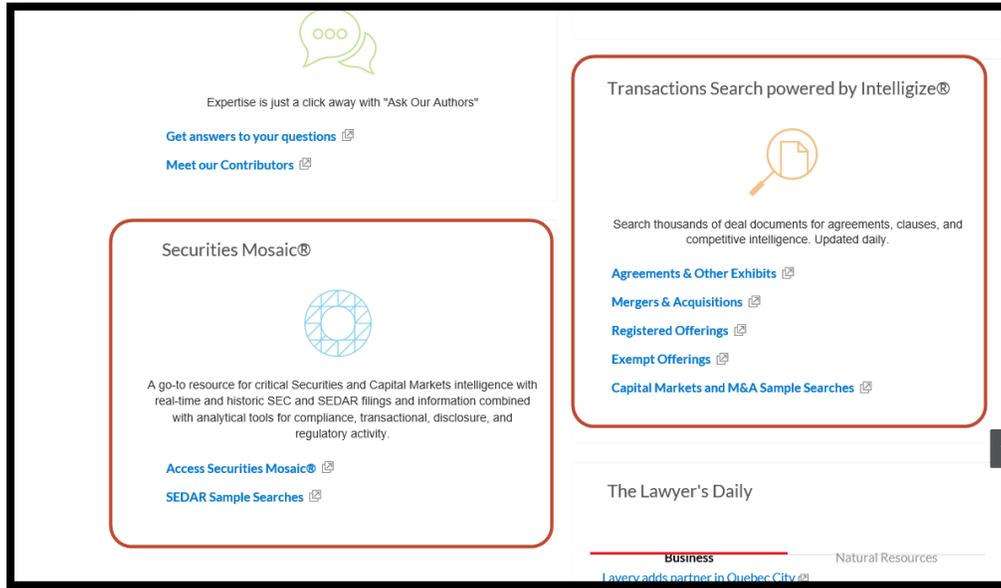
Transactions Search powered by Intelligize can be accessed from these Practical Guidance modules:

- Capital Markets and M&A
- Commercial
- Corporate and M&A
- Employment
- Finance
- Intellectual Property & Technology

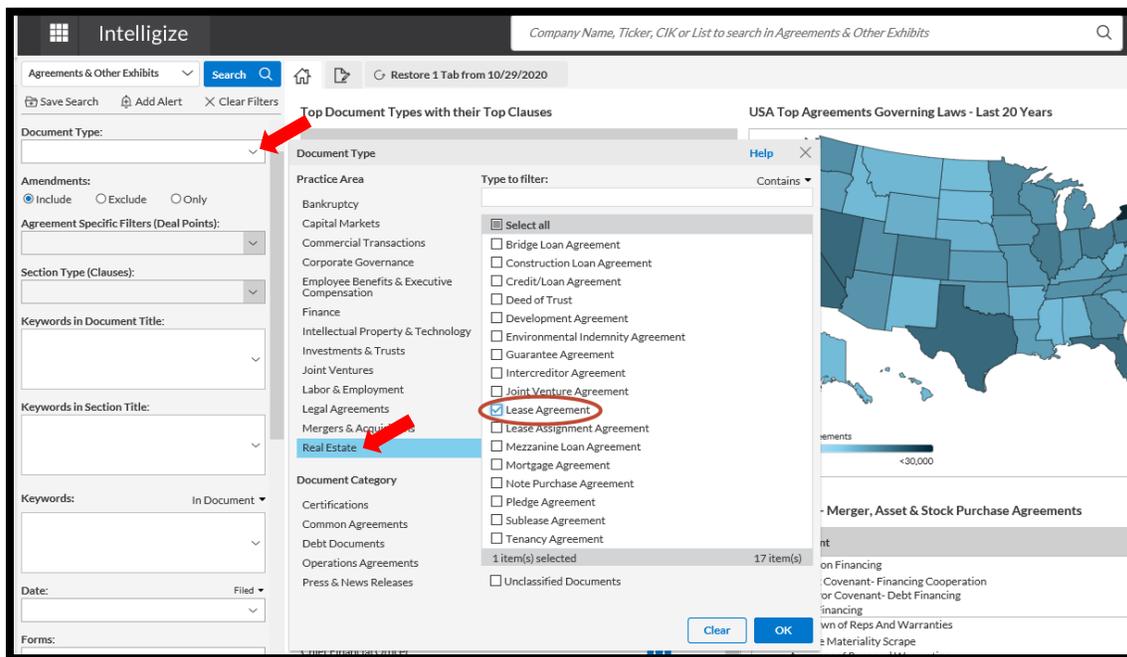
Lexis Securities Mosaic is available on the following Practical Guidance modules:

- Capital Markets and M&A
- Finance

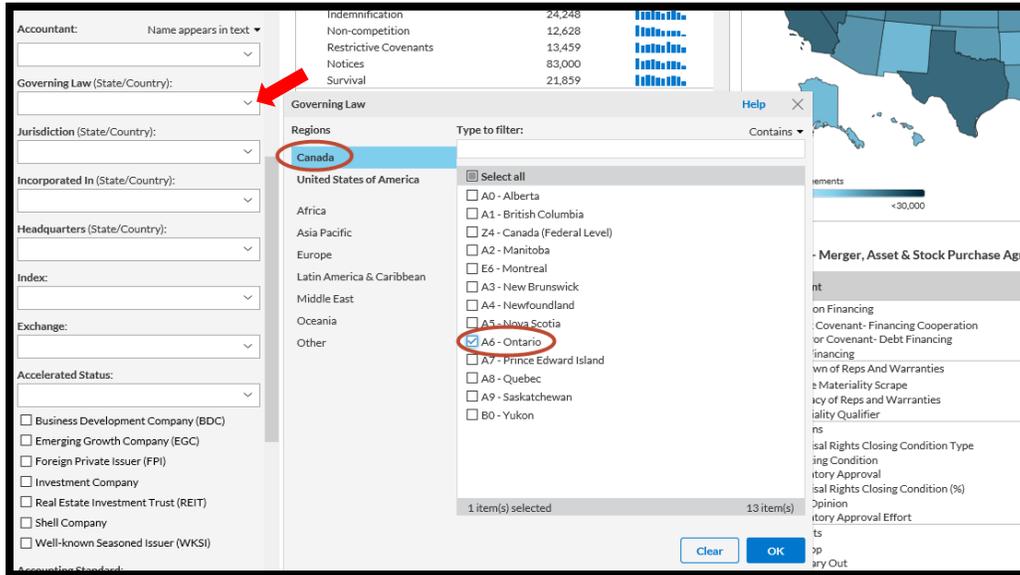
Navigate to any of these modules and scroll down on the practice area page until you see the **Transactions Search powered by Intelligize** and/or **Securities Mosaic** pods.



Once in **Intelligize**, you are able to search across multiple different areas of practice for a wide variety of common agreements. This time, let's try looking for a **Commercial Lease**. Click **Agreements and Other Exhibits**, click "Document Type" and filter by "Real Estate". Check the "Lease Agreement" box.



Make sure to apply the appropriate filter in order to narrow down your results to agreements governed by the jurisdiction you are looking for as follows:



Then click on the search results to get to a downloadable and fully editable version of the agreements you would like to use as precedents:

