

# Negotiating Closing Documents

The closing documents define the terms of the transaction.

Important elements that often require difficult negotiations are:

- **Allocation of Purchase Price**
- **Representations and Warranties**
- **Indemnifications**
- **Promissory Notes**
- **Security Agreements**
- **Personal Guarantees**
- **Lease Assignments**
- **Assumption of Specific Liabilities**