

Notice to Prospective Purchasers of a Business or Business Assets

Instructions to seller — If you intend to sell your business or any of your business assets, including tangible, intangible or real property, other than in the ordinary course of business, you must give each prospective purchaser a copy of this notice.

Instructions to purchaser — If you purchase a business or business assets (tangible, intangible or real property) from a person required to collect tax, you must notify the Tax Department of the purchase in person or by registered or certified mail, return receipt requested, at least 10 days before taking possession of or paying for the business assets, whichever occurs earlier. Use Form AU-196.10, *Notification of Sale, Transfer or Assignment in Bulk*, to notify this department.

As the purchaser, you may be personally liable for all sales taxes owed by the seller unless, after notifying the Tax Department, you withhold all money or other consideration due the seller until the department has had the opportunity to notify you of any taxes owed by the seller. Your liability is limited to the total purchase price or the fair market value of the business assets transferred, whichever is higher.

In addition, if you are required to file Form DTF-17, *Application for Registration as a Sales Tax Vendor*, with the Tax Department, you must file this certificate (with all required attachments) at least 20 days before commencing business, opening a new place of business, or taking possession of, or paying for, the business or business assets, whichever is earliest. Within 5 days of receiving the *Application for Registration as a Sales Tax Vendor*, the Tax Department will issue a *Certificate of Authority*, which allows you to engage in business. Failure to file the *Application for Registration as a Sales Tax Vendor*, if required, may subject you to substantial penalties imposed for conducting business without the required *Certificate of Authority*.

For more detailed information regarding the rights and liabilities of the purchaser and the seller in a bulk sales transaction, refer to TSB-M-83(6)S, *Guidelines for Bulk Sales Transactions*.

Need help?



Telephone assistance is available from 8:30 a.m. to 4:25 p.m. (eastern time), Monday through Friday.

For business tax information, call the
New York State Business Tax
Information Center: 1 800 972-1233

For general information: 1 800 225-5829

To order forms and publications: 1 800 462-8100

From areas outside the U.S. and
outside Canada: (518) 485-6800



Fax-on-demand forms: Forms are
available 24 hours a day,
7 days a week. 1 800 748-3676



Internet access: www.tax.state.ny.us



Hotline for the hearing and speech impaired:

1 800 634-2110 from 8:30 a.m. to 4:25 p.m. (eastern time), Monday through Friday. If you do not own a telecommunications device for the deaf (TDD), check with independent living centers or community action programs to find out where machines are available for public use.



Persons with disabilities: In compliance with the Americans with Disabilities Act, we will ensure that our lobbies, offices, meeting rooms, and other facilities are accessible to persons with disabilities. If you have questions about special accommodations for persons with disabilities, please call 1 800 225-5829.



If you need to write, address your letter to:

NYS TAX DEPARTMENT
TAXPAYER CONTACT CENTER
W A HARRIMAN CAMPUS
ALBANY NY 12227