



**Accounts Receivable Purchase Agreement** between \_\_\_\_\_ (the **Seller**) and Citibank, N.A. (the **Bank**) (the **Agreement**)

**Form of Auto Financing Request**

From: \_\_\_\_\_ (Seller name)

To: Citibank, N.A. and  
NHS Business Services Authority

[ Date ]

Dear Sirs

We refer to the Agreement. Terms defined in the Agreement shall have the same meaning herein.

We hereby give the Bank notice that with effect from the date hereof we wish to choose the Auto Financing Option in respect of all Eligible Account Receivables uploaded by NHS Business Services Authority (the **Buyer**) on to the Platform.

1. This Auto Financing Request (so long as the Bank has not cancelled such Auto Financing) shall have the effect of the Seller as legal and beneficial owner assigning and the Seller hereby assigns absolutely with full title guarantee to the Bank with effect from each date on which the Buyer has uploaded an Eligible Account Receivable on to the Platform (each a **Request Date**) all the Seller's right, title and interest in and to the amounts payable to the Seller by the Buyer in relation to such Eligible Account Receivable including, in each case, all rights to demand, receive or dispose of any such monies or claims, all rights to sue for or in relation thereto and all rights of action against any person in connection therewith or otherwise to enforce the same.
2. In this Auto Financing Request **Eligible Account Receivable** means an Account Receivable payable by the Buyer to the Seller which has been accepted and uploaded by the Buyer in accordance with the Platform.
3. The Seller hereby confirms that the representations and warranties in Clause 6.1 of the Agreement are true and correct as at the date of this Auto Financing Request (and are and will be correct at as at each Request Date and each Purchase Date of an Eligible Account Receivable the subject of Auto Financing) and in particular: i) the Buyer is not entitled to exercise any set off rights or counterclaim or to withhold, extend or delay payment of any such Eligible Account Receivable or part thereof save as reflected in a Credit Note; and ii) the Seller is the sole legal and beneficial owner of such Eligible Account Receivable and it has not assigned, transferred or otherwise disposed, or created any encumbrance or security interest over any such Eligible Account Receivable
4. The Seller hereby gives notice to the Buyer of the assignment of each Eligible Account Receivable accepted and uploaded by the Buyer in accordance with the Platform during the period commencing with the date hereof until the date the Buyer is notified to the contrary by the Bank. The Seller shall not have the right to give a notice to the contrary to the Buyer.
5. The Buyer acknowledges receipt of the notice of the assignment by the Seller to the Bank of all Eligible Account Receivables as referred to in paragraph 5 above.

Yours faithfully

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Nr.	Type of Seller
1	<p><b>Sole Trader</b></p> <p>Signed by _____ (full name), trading as _____            .....            (sign)            Date: _____</p>
2	<p><b>Company</b></p> <p>Executed by _____ (<i>insert full name of company</i>), a limited company incorporated in England and Wales with registration number _____ and registered office located at _____, acting by:</p> <p>.....            (sign)            Director: _____ (<i>Name</i>)            Date: _____</p> <p>.....            (sign)            Director: _____ (<i>Name</i>)            Date: _____</p> <p>.....            (sign)            Director: _____ (<i>Name</i>)            Date: _____</p>
3	<p><b>Partnership</b></p> <p>A. Signed by _____ (full name of partner), a partner duly authorised to enter into this Form of Auto-Financing Request for and on behalf of _____ (name of partnership)            .....            (sign)            Title: Partner</p> <p>B. Signed by _____ (full name of partner), a partner duly authorised to execute this Form of Auto-Financing Request for and on behalf of _____ (name of partnership)            .....            Title: Partner</p> <p>C. Signed by _____ (full name of partner), a partner duly authorised to enter into this Form of Auto-Financing Request for and on behalf of _____ (name of partnership)            .....            (sign)            Title: Partner</p>

<b>4</b>	<p><b>Limited Liability Partnership</b></p> <p>Executed by _____ (<i>insert full name of limited liability partnership</i>), a limited liability partnership registered in England and Wales with registration number _____ and registered office located at _____, acting by:</p> <p>.....</p> <p>(sign)</p> <p>Member: _____ (<i>Name</i>)</p> <p>Date: _____</p> <p>.....</p> <p>(sign)</p> <p>Member: _____ (<i>Name</i>)</p> <p>Date: _____</p> <p>.....</p> <p>(sign)</p> <p>Member: _____ (<i>Name</i>)</p> <p>Date: _____</p> <p style="text-align: center;"><b>(AT LEAST 2 MEMBERS OF The LLP MUST SIGN)</b></p>
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**Accepted and agreed**

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NHS Business Services Authority