



QuisLex

Merger and Acquisition Support



quislex.com

Business

Merger and Acquisition Support

QuisLex has the leading solution for M&A transactions in the alternative legal services industry. When we perform contract due diligence, we use artificial intelligence tools to automatically abstract relevant provisions that are reviewed by cost efficient lawyers inside a meticulously designed and validated Six Sigma workflow. Beyond due diligence, we support our clients at every step of the transaction.

Pre-Merger Due Diligence

Sell Side:

- Prepare data room
- Collect contracts
- Redact sensitive information
- Identify actions triggered by assignment and change-of-control provisions

Buy Side:

- Summarize contracts
- Summarize corporate documents
- Review documents for legal and business risk

Transaction Assistance

- Draft consents, notices and terminations
- Prepare disclosure schedules
- Support cloning or splitting of contracts as part of asset sales and business carve-outs

Post-Transaction Integration

- Prepare summary of risks
- Transition third-party agreements to in-house templates
- Draft amendments to the target's agreements
- Integrate acquired contracts into purchaser's contract management system
- Design strategies for renegotiation, termination and elimination of duplicate contracts

Experience

We have supported hundreds of transactions for buy and sell side clients, meeting deal driven timelines and saving millions while maintaining the same high quality that companies demand from their counsel and consultants.

Here are a few representative examples of transactions we supported:

1. Transfer of servicing rights to \$1B in mortgage-backed securities for a Fortune 1000 financial services company.
2. Ninety different deals for a large information management company, ranging from small transactions to multi-billion dollar deals.
3. Restructuring of a large manufacturing conglomerate into three separate public companies, covering 400 global entities and an internal reorganization involving thousands of agreements.
4. Several multi-billion dollar acquisitions by a Fortune 100 technology company.
5. More than 30 M&A transactions for a leading provider of cloud computing and platform virtualization software.
6. Auction of a portfolio of low income housing financing deals.

Trained Resources

We are able to execute on M&A projects using a pool of over 150 full-time permanent employees who are already trained and have experience working on M&A projects.

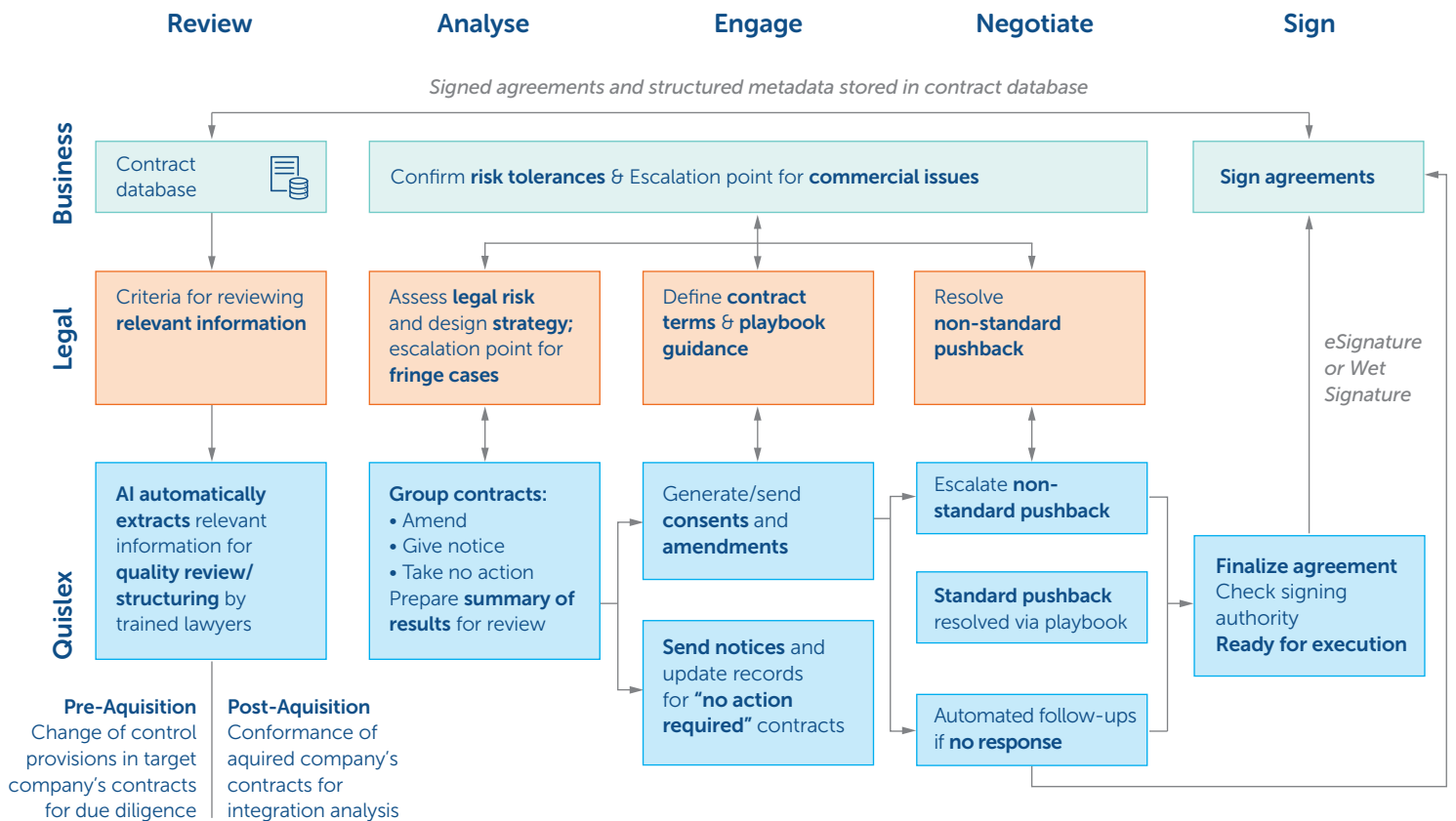
Our executive leadership team were trained at some of the most prestigious M&A law firms in the world, such as Skadden, Shearman, Sidley and Simpson Thacher. They oversee projects and serve as internal escalation points for our deal teams.

Process-Focused

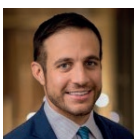
We break M&A processes down into tasks to ensure that the right level of resource is assigned to each task given the risk/complexity of the task and the relative cost/skillset of the resource. This not only allows us to assign tasks within QuisLex to project team members based on their levels of seniority, but also ensures we engage our client's legal team for the most sensitive pieces of the transaction. For serial acquirers or divestors, we create standardized models to deploy across their transactions, regardless of law firm used or in-house team working on the deal. Similar data points are collected and analyzed across projects, allowing our client to compare results and ensure alignment with an overarching strategy.

Data Analytics

We align with our clients on metrics to track for the processes we manage, and regularly review results with our clients to drive efficiencies. On all our projects, we set up recurring sessions with our client's team to review key metrics and reporting, and update playbooks and guidance materials based on new issues resolved through escalation and continuous improvement opportunities. The data we collect allows us to deliver real business intelligence in our work product that can be used to drive efficiencies and business decisions further down the chain.



QuisLex Experience



Chase D'Agostino
Associate Vice President
Corporate Solutions
& Strategic Growth

Chase actively manages and supervises largescale, complex M&A support projects at QuisLex across industries. He supported M&A transactions for private equity and public company clients while an associate at Simpson Thacher & Bartlett. Chase designed, implemented and managed legal and compliance processes and programs while in-house counsel at Colgate-Palmolive, including commercial legal support for strategic merger, acquisition and divestiture transactions. He has strong expertise in the leading contracting technologies, including contract management systems, data abstraction tools and artificial intelligence-based technologies.



Bruno Elayadom
Account Manager

Bruno has significant M&A experience, including managing contract due diligence projects, consent and notice processes and post-deal workflows to help clients integrate acquired businesses and their contracts. He has supported hundreds of M&A transactions across industries. For more than a decade, he has been designing, implementing and managing M&A and contract management processes with the use of leading technology solutions and industry best practice. He is responsible for on-time and on-budget delivery of projects. Bruno started his career as an associate in a leading Indian law firm.



David M. Klein
Vice President,
General Counsel

David works with clients to design unique, efficient and cost-effective solutions for their contracting and compliance-related challenges. Over 20 years of law firm experience, including as a partner at Shearman & Sterling and Paul Hastings, where his practice focused on negotiating and structuring complex technology transactions. He has continually been recognized for his expertise in the field of technology and outsourcing transactions by Chambers USA and Legal 500 and is the author of "Intellectual Property in Mergers & Acquisitions," a leading guide on the handling of intellectual property issues in corporate transactions.

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About QuisLex

QuisLex is an award-winning legal services provider that specializes in managed document review, contract management, compliance services, legal spend management, and legal operations consulting. Our full-time highly trained attorneys, process experts, legal technologists, statisticians and linguists work closely with our clients to reduce cost, mitigate risk and maximize efficiency. QuisLex is regularly acknowledged as a leader in the legal services industry, and is proud to be recognized by the Association of Corporate Counsel as an ACC Value Champion, Chambers and Partners as a Band 1 Alternative Legal Service Provider, the New York Law Journal as a Top Managed Document Review Services Provider, and the IACCM as its Outstanding Service Provider for contract management solutions. QuisLex is nationally certified by the New York & New Jersey Minority Supplier Development Council as a Minority Business Enterprise (MBE). To learn more, visit www.quislex.com.

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