

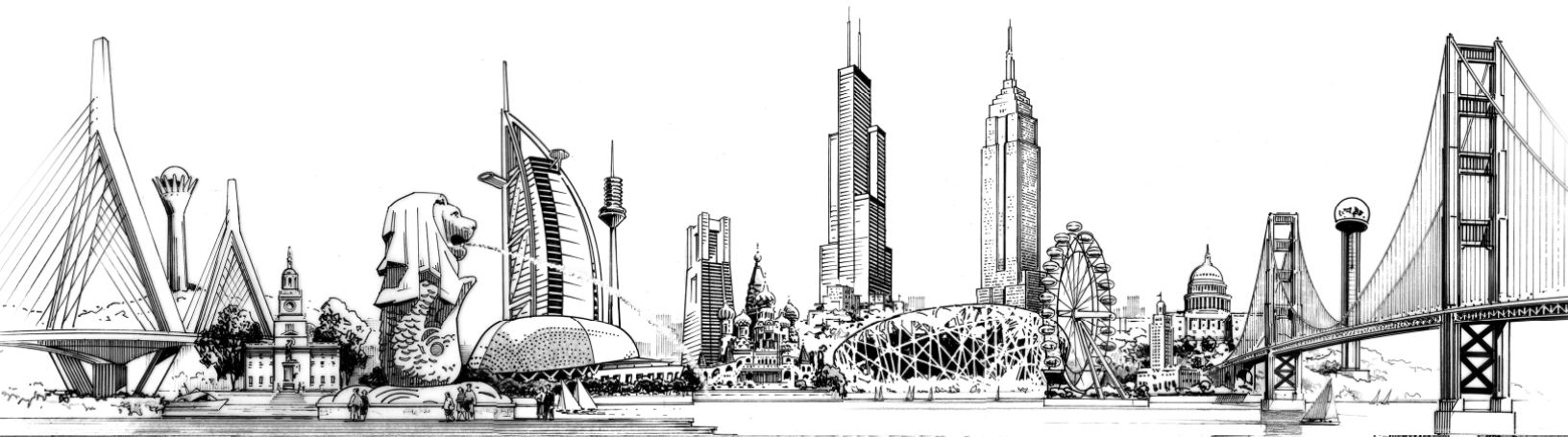
Morgan Lewis

2015 – 2016 MORGAN LEWIS M&A ACADEMY

DUE DILIGENCE, DATA ROOMS AND DISCLOSURE SCHEDULES (NOVEMBER 3, 2015)

Presenters: William Perkins and Erin Morley

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On the scope of the transaction: "We agree that negotiating the appropriate threshold dollar amount in representations is crucial. This is a highly negotiated point in many of our transactions."

On your experience with data room vendors: "Given that all the vendors vary in cost and capability we encourage everyone to try to seek out the vendor that best meets their needs and works for the size of the transaction."

On potential pitfalls when dealing with international employees: "We agree that issues surrounding international employees and cross-border employment practices can be complex and cumbersome to work through. This is definitely an issue to get out in front of early and monitor with local counsel. We will be sure to mention this point the next time we give this presentation. Thank you for raising it."

We hope that you find the foregoing commentary to be helpful. If you have any other questions on Due Diligence, Data Rooms and Disclosure Schedules please contact:

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