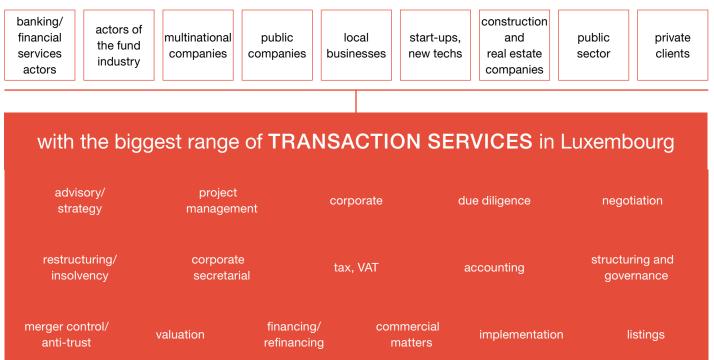




a unique and comprehensive transaction service offering

Arendt is by your side through every step of your most important transactions. We are there to anticipate moves, manage risk and ensure that everything runs smoothly. With our team of 150 transaction experts, we are equipped to handle challenges efficiently. By drawing on Arendt's legal, tax, corporate and business expertise, we ensure the full range of insight into your project at all times.

we serve...



contact us: transactions@arendt.com

arendt.com

by your side throughout each transaction, to buy, sell, merge or reorg

STRATEGY

- give business advice that could lead to voluntary divestiture/acquisition, ensuring a safe action
- give pre-sale advice to identify key legal factors, concerns and challenges (compliance, labour law, GDPR, etc.)
- provide guidance on risk, regulation and compliance issues that may impact an acquisition

PREPARATION

- prepare the sales process
- perform valuation
 analyse impacts of the sale (corporate, tax,
- employment, governance) - determine the scope of
- vendor due diligence - review the sale structure, key equity considerations
- and financing commitment - review the letter of intent
- from a legal perspective coordinate with
- investment banks, warranty and indemnity brokers and third parties - search for and selection of targets/investors/

partners

MARKETING | FIRST CONTACT

- prepare the pitch and other marketing material (teaser and memorandum)
 search for potential buyers
- prepare documents for the sales process: drafting, review and negotiation of NDAs and process letters, legal commentary on letters of intent from potential buyers

TOOLS

- Virtual Data Room (VDR): solution designed to provide secure file sharing and access to the necessary documentation at all times
- Luminance: artificial intelligence for due diligence and document review

DUE DILIGENCE

organise and check
documents for injection
into the VDR from a
business, legal and tax
perspective
perform document
uploads, structure the
VDR process
prepare and sign off on

formal and vendor due diligence reports, or redflag due diligence reports - review documents in the data room from a business, legal and tax perspective and assess key concerns, including labour, real estate, IP, environmental, anti-bribery, tax and regulatory aspects - manage the Q&A process, liaising with other stakeholders - treat questions and

treat questions and perform analysis of answers

OFFER ANALYSIS analyse offers (NBO) and recommendations

OFFER PREPARATION

- perform valuation prepare the offer review the offer from
- a legal perspective

STRUCTURING

- run legal and tax analyses and make recommendations for the acquisition of the target (structure paper)
- set up acquisition
 structure
- draft or optimise documentation for joint
- ventures, mergers and reorganisations • prepare and implement
- internal financing documentation
- review of fund flows

MERGERS | SPIN-OFFS |

- REORGANISATIONS - structure business combinations and
- reorganisations - draft plans for mergers
- and spin-offs
- implement business segment transfers

FINANCING | RE-FINANCING

- draft or review
- financing documents - advise on tax and VAT aspects
- prepare legal capacity opinion
- review security documents and release letters in relation to the financing

RAISING CAPITAL

- regulatory assessment
- and clearance
- prepare offering and listing documentation
 advice on ongoing
- obligations

CONTRACT PLANNING | NEGOTIATIONS

- prepare contractual documentation and perform review from a
- legal perspective - assist in negotiations
- from a legal and business perspective - negotiate with minority
- shareholders

services combined to fit your	 business advisory executive and entrepreneurial support strategy, innovation and sustainability economic modelling and analysis planning, operations and performance 	 business licences intellectual property rights 	 commercial contracts real estate transactions environmental law 	 corporate governance advice paralegal team assistance internal reorganisation and distressed restructuring advice to start-ups/venture capital training solutions 	 public offerings private placements listings of securities takeover bids public M&A
goals		 collective and individual employment law advice business immigration law 	 corporate/ shareholders litigation judicial proceedings 		 accounting law corporate tax international tax issues transfer pricing DAC6 assistance FATCA-CRS issues VAT assistance

reorganise

PRE-CLOSING | CLOSING | POST-CLOSING

- prepare the closing and attend the closing meeting
- assist and follow up on conditions precedent
- assist with:
- answering preclosing due diligence
- reiteration of the seller's representations and warranties on closing
- regulatory clearances for the seller, drafting the notification to the supervisory authorities, filing
- preparing postclosing formalities (corporate and regulatory follow-up)
- prepare ancillary documentation
- prepare the closing memorandum
- draft and file the notification to the authorities
- prepare the closing bible or post-closing to-do list

DAY-TO-DAY SUPPORT

- executive and entrepreneurial support
- planning, operations and performance optimisation
- rollover of management
- new governance
- corporate restructuring
- bookkeeping and paralegal assistance to cover any workload increase





- bookkeeping
- corporate secretarial services
- eCDF filing
- financial reporting
- fully equipped offices lease
- nominee shareholder/initial limited partner
- preparation of consolidated accounts - preparation of financial statements
- (LuxGAAP and IFRS)
- provision of a registered office
- directorship solutions
- liquidation services



Arendt's cross-sectoral activities let us understand and manage all types of transactions



our representative offices enable worldwide access to legal experts near you



rely on a team of 150 transaction experts, the largest in Luxembourg, supported by qualified paralegal professionals

Arendt ranks as a tier-1 firm in the most important legal directories



Rankings in 2023

- Band 1 in Corporate/M&A Chambers & Partners, Global & Europe editions
- Tier 1 in Financial & Corporate IFLR 1000
- Tier 1 in Commercial, Corporate and M&A Legal 500 EMEA

quick ACCESS

working

Hot topic 'Transaction service offering':



contact our cross-sectoral teams of experts:

transactions@arendt.com

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