



**The Directors Roundtable Invites You to Attend a Program
For Boards of Directors and Their Advisors**

**OPPORTUNITIES & RISK MANAGEMENT IN M&A
FOR SELLERS & BUYERS**

_____, _____, 2016, 8:30 – 10:30 A.M. (8:00 Registration)

_____, _____, _____

**There is no fee to attend and continental breakfast will be served.
Two hours of _____ CLE is pending.**

Join other leaders for this in-depth discussion by the Distinguished Speakers who will analyze M&A opportunities and best practices for managing dealmaking risks. Their insights are applicable to large, middle market, and private companies before, during, and after an M&A deal:

- **Opportunities**: Our investment banker will lead the discussion on current markets for dealmaking including purchase and sales strategies; valuation and pricing; financing; and international potential.
- **Seller Risk Management**: For sellers, future payouts from buyers can be uncertain: the buyer may have financial problems and there may be litigation about payouts, reps & warranties, antitrust, fraud, and Delaware law.
- **Buyer Risk Management**: Due diligence may discover serious problems in financials, compliance, and cyber security. For buyers, risk about future value depends on the original purchase price and financing; successful integration of operations; unforeseen liabilities; customer demand; the strength of purchased IP; and government regulation.
- **D&O Risk Management**: D&O insurance for personal and corporate liability is key; and a defensible decision process for a deal is essential for potential court review.

The Directors Roundtable is a civic group which organizes the preeminent worldwide programming for Directors and their advisors.

DISTINGUISHED SPEAKERS

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|---------------------------|---|
| _____ | (Investment Banker) |
| _____ | (Major Insurance Company) |
| _____ | (Lawyer) |
| _____ | (Accountant/Consultant) |
| Dana Kopper | Managing Director, Lockton Companies, LLC,
Directors & Officers' Liability and Governance Risk
Management Group |
| Rick Williams (Moderator) | Partner, Newport Board Group Inc. |

REGISTRATION: To register, log on to our Website www.directorsroundtable.com and click on "Current Events and Registration". To contact us, call Karen Todd in the U.S. at (727) 493-2067 or e-mail to Jack Friedman, Chairman of the Directors Roundtable, at karen.f.todd@gmail.com.