



THOMSON REUTERS

2nd Annual

New York M&A and Private Equity Forum

April 23, 2015

The Westin New York At Times Square
270 West 43rd Street
New York, New York

Co-Chairs

Gregory E. Wolski – Partner, Ernst & Young LLP

8:15 – 9:00 **Registration & Continental Breakfast**

9:00 – 9:15 **Welcome from the Co-Chairs**

9:15 – 10:15 **Banking & Financial Services Drilldown: M&A Forecast for 2015**

Take an in-depth look at the factors and issues likely to drive M&A deal activity in 2015 in New York and the northeast.

- Hot trends and developments likely to drive deal activity
- Industries in transition
- The regulatory environment

Moderator:

David Wells – Partner, Partner, Ernst & Young LLP

Panelists:

Kai Haakon E. Liekefett – Partner, Vinson & Elkins LLP

Steven M. Levitt – Co-Founder, Managing Director, Park Sutton Advisors, LLC

Mike Stone – Senior M&A Reporter, Reuters News

10:15 – 10:45 **Networking Refreshment Break**

10:45– 11:45 **Negotiating M&A Deals – Proven Best Practices and Winning Success Strategies**

Gain insights and best practice strategies in negotiating deals. Hear ‘war stories’ and tactics, that have been proven to be successful in deal negotiations.

- Indemnification issues
- Winning points at the deal summary stage
- Pitfalls to avoid
- Identify ‘land mines’ while diving your diligence and integration strategy

Moderator:

Christopher A. Pesch – General Counsel & Chief Legal Officer, Patriot National, Inc.

Panelists:

Rick Fink – CEO, Managing Director and Co-Founder, Fortis Advisors

Kiki Haar – Vice President and Deputy General Counsel, Informatica Corporation

Alice Wang – Senior VP, Global Corporate Development & Ventures, The Nielsen Company

11:45 – 12:45 Negotiating Cross Border M&A Transactions

- Structuring considerations
- Managing “cultural” differences – risk allocation, employment practices, etc.
- Global antitrust review
- US GAAP, non-US GAAP and IFRS considerations

Moderator:

Gregory E. Wolski – Partner, Ernst & Young LLP

Panelists:

James E. Abbott – Partner, Seward & Kissel LLP

Adele Hogan – Partner, Watson Farley & Williams LLP

Jamie Koumanakos – Partner, Blake, Cassels & Graydon LLP

12:45 – 2:00 Networking Luncheon

2:00 – 3:00 Private Equity and Financing Roundtable

- Investment trends and key industries to watch
- Deal terms update
- Financing trends
- Regulatory outlook
- Management challenges
- The Role of Advisors

Moderator:

Matthew V. Soran – Partner, Fried Frank LLP

Speakers:

Dino Mauricio – COO, Brock Capital Group, LLC

Nadim Malik – CEO, Sutton Place Strategies, LLC

David D. Silvera – Managing Director, Angel Oak Canopy Partners, LLC

3:00 – 4:00 M&A Integration and Attributes of Highly Successful M&A Programs

- Valuation and supporting expected realizable synergies
- Integration management and protecting against the loss of key talent
- Product/customer/IP due diligence strategy and focus
- Successful due diligence strategy and focus – financial/tax, permitting and regulatory, bribery and corruption, et al.
- Negotiating key deal terms (indemnity, caps, escrows, pre-closing covenants and closing conditions)

Moderator:

Mike Tierney – Director, Acquisition Integration, Thomson Reuters

Panelists:

Shiri Ben-Yishai – Head of Investment Banking, Capital Markets, M&A Legal, UBS

Parul Mehta – Counsel, Global M&A, PepsiCo

Konstantinos Yiannopoulos – Senior Counsel, U.S. M&A, Siemens Corporation

4:00 - 4:45 Shareholder Activism and M&A Deals

Shareholder activism has quickly become one of the most formidable and challenging facets of today's deal environment. With investors and activist hedge funds adopting vigilant perspectives on public company corporate governance, the importance of understanding the nuances of activist behavior. Learn how to address unwanted shareholder action.

Moderator:

Greg Taxin – Managing Member, Spotlight Advisors, LLC

Panelists:

Bruce H. Goldfarb – President and CEO, Okapi Partners LLC

Patrick McGurn - Executive Director, ISS

4:45 – 5:00 Closing Comments & Conclusion of Conference

5:00 – 6:00 **Networking Cocktail Reception**