

UT Law CLE 15th Annual Mergers and Acquisitions Institute

New Kids on the Block: State-of-the-Art New(ish) M&A Clauses That You Need to Know

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Dallas, Texas**

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Agenda

- **Privacy**
- **Purchase Price Adjustments**
- **Privilege in M&A Transactions**
- **Rep & Warranty Insurance**
- **CFIUS**
- **Payout Provisions for
Complicated Capital Structures**
- **#MeToo**
- **Fraud**

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Privacy

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Privacy – What's New

- Changing Law and Expanding Regulatory Regimes
 - GDPR
 - CCPA (effective 2020)
- Top of Mind:
 - UK proposes fines against Marriott following Starwood acquisition
 - Yahoo price cut in sale to Verizon
- Risks and needs are context and business specific

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