

*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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**October 10, 2019  
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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M&A Clauses That You Need to Know

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First appeared as part of the conference materials for the  
15<sup>th</sup> Annual Mergers and Acquisitions Institute session  
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