



THOMSON REUTERS

West LegalEdcenter presents the  
**2013 Midwestern M&A Forum**

The Standard Club  
Chicago, IL  
May 14, 2013

**Co-Chairs:**

John A. Kolada – Managing Partner, Chicago Office of Blake, Cassels & Graydon  
Gregory E. Wolski – Partner, Fraud Investigation & Dispute Services, Ernst & Young

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

9:00 – 9:15     **Welcome & Introductions**

9:15 – 10:15    **M&A Trends and Outlook for 2013**

- Top factors driving the M&A market
- Economic trends likely to impact M&A deals this year
- Continuing cross-border deals - broadening geographic focus
- Equity and debt markets landscape
- EU and U.S. economic uncertainties
- Value investors and stockholder activism on M&A strategy

***Moderator:***

***Speakers:***

Andrew Sherman – Partner, Jones Day LLP  
Stephen Obenski – General Manager, Thomson Reuters

10:15 – 11:15   **M&A Lessons Learned – What’s Worked and What Hasn’t**

- Winning points at the LOI/deal summary stage
- Avoiding key errors relative to deal certainty
- Adequacy of remedies and how to spot drafting “land mines”
- Driving your diligence and integration strategy
- Techniques to minimize transaction disputes
- Arbitration process

***Moderator:***

Steven J. Gavin – Partner, Winston & Strawn LLP

***Speakers:***

Don Suh – Associate Counsel, Dover Corporation  
Nate Mailander – Senior Counsel, ConAgra Foods, Inc.

11:15 – 11:30    *Networking Break*

**11:30 – 12:30** **Cross Border Transactions**

- Importance of assembling the right team
- Structuring considerations
- Managing “cultural” differences between risk allocation practices in different jurisdictions
- Regulatory challenges
- Bribery and corruption concerns
- Foreign GAAP considerations

***Moderator:***

**John A. Kolada - Managing Partner, Chicago Office, Blake, Cassels & Graydon**

***Speakers:***

**Amanda R. Massucci – Partner, Fraud Investigation & Dispute Services, Ernst & Young**

12:45 – 1:45 *Networking Luncheon*

**2:00 – 3:00** **Strategic M&A Involving Public Companies**

- State of the public M&A markets, including review of recent case law developments
- Hostile and contested bids, deployment of defensive tactics
- Shareholder activism: best practices for responding, implementing programs for shareholder engagement and more

***Moderator:***

**Jodi A. Simala – Partner, Mayer Brown LLP**

***Speakers:***

**3:00 – 4:00**

**Private Equity Roundtable**

- Investment trends: PE buy-outs, fundraising, etc.
- Deal terms update: buyer/seller friendly, innovative terms etc.
- Financing trends: debt/equity ratios, availability of debt financing and terms, club deals and more
- Exit strategies: are IPOs viable and other developments

***Moderator:***

**Amit Mehta - Partner, Corporate Department, Paul Hastings**

***Speakers:***

**Tom Kichler, Office Managing Partner, One Equity Partners**