

AGENDA

December 12, 2023

1. Recent & upcoming M&A-related educational programs:

- **2023 M&A Boot Camp** (Hogan Lovells – May-Jun. 2023)
- **19th Annual Mergers & Acquisitions Institute** (University of Texas – Dallas, Oct. 5-6 2023)
- **26th Annual National M&A Institute** (ABA – Las Vegas, Nov. 9-10, 2023)
- **51st Annual Securities Regulation Institute** (N'western Pritzker – Coronado, Jan. 22-24, 2024)
- **Columbia Law School M&A Negotiation Workshop** (Hogan Lovells / ABA – New York, Q1 2024 – in planning)
- **2024 M&A Boot Camp** (Hogan Lovells – May-Jun. 2024)

2. Recent transactions handled by Hogan Lovells' SV M&A team:

- **M&A transactions announced or closed Q3/Q4 2023:**
 - **Sovos Brands** – pending acquisition by Campbell (announced Aug. 2023)
 - **Equifax** – acquisition of Boa Vista Serviços (Brazil) (closed Aug. 2023)
 - **Intel** – sale of interests in IMS Nanofabrication to Bain (closed Sep. 2023), to Taiwan Semiconductor (closed Dec. 2023) and to JEOL (closed Oct. 2023)
 - **PayPal** – sale of Happy Returns to UPS (closed Nov. 2023)
 - **Synopsys** – acquisition of Maxeda (closed Oct. 2023)
- **Other M&A transactions closed since last SV M&A Forum:**
 - **Intel** – acquisition of Moovit (closed May 2020) (deal value ~ \$900 M)
 - **Rosetta Stone** – acquisition by Cambium Learning Group (closed Oct. 2020) (deal value ~ \$792 M)
 - **Meta** – acquisition of interest in Jio Platforms (closed Jul. 2020) (deal value ~ \$5.7 B)
 - **Marvell Technology** – acquisition of Inphi (closed Apr. 2021) (deal value ~ \$10 B)
 - **Oracle** – acquisition of Cerner (closed Jun. 2022) (deal value ~ \$28.3 B)
 - **Synopsys** – acquisition of WhiteHat Security (closed Jun. 2022) (deal value ~ \$330 M)

3. The current state of play in the tech M&A marketplace – *Jack MacDonald (Centerview)***4. Antitrust & other regulatory headlines:**

- **DOJ/FTC enforcement, new HSR filing format, merger guidelines** – *Logan Breed / Ashley Howlett*
- **Proposed U.S. regulation of outbound cross-border acquisitions/investments** – *Brian Curran*

5. M&A cartoon: Negotiating the bring-down condition (and related deal point update)**6. Judicial developments:** *HControl (Del. Ch. 2023)* -- "Hair-trigger" bring-down condition – *Jane Ross***7. Negotiation workshop:** Liability for extra-contractual fraud in M&A deals – *Rick Climan / Keith Flaum***8. Women in M&A** - *Jane Ross, Jennifer Muller (Houlihan Lokey)*