



# 2019 Houston M&A School

## Wednesday, September 11, 2019

- Overview of M&A Transactions
- Confidentiality, Non-Solicitation and Non-Circumvention Agreements
- Legal Structures of Transactions – Asset Purchases vs Stock/Equity Purchases

## Wednesday, September 18, 2019

- Letters of Intent
- Acquisition Agreement Overview
- Form of Consideration, Purchase Price Adjustments, Earn-Outs

## Wednesday, September 25, 2019

- Representations and Warranties
- Pre- and Post-Closing Covenants
- Conditions to Closing

## Wednesday, October 2, 2019

- Indemnities and Rep & Warranty Insurance
- Termination Provisions, Breakup Fees, Reverse Breakup Fees
- Closing