

The Thomson Reuters Institute

presents

The 19th Annual Southeastern M&A/Private Equity Forum: *Strategy and Execution in a Shifting Market*

October 5, 2023

Loews Atlanta Hotel
1065 Peachtree Street NE
Atlanta, GA 30309

Co-Chairs:

Andrea Farley, *Partner*, Troutman Pepper Hamilton Sanders LLP
Michael E. Hollingsworth II, *Partner*, Nelson Mullins Riley & Scarborough LLP
Rahul Patel, *Partner*, King & Spalding LLP

Agenda (all times local)

8:00am – 9:00am Conference Registration & Continental Breakfast

9:00am – 9:10am Opening Remarks

9:10am – 10:25am **Promise & Possibility: The State of the M&A Market**

Amid the gradual decline of M&A activity from its 2021 frenetic pace, early returns for 2023 imply muted but no less lucrative possibilities for impactful middle market transactions. For all the concern over macroeconomic uncertainty and geopolitical tumult, robust private equity dry powder and renewed interest in key sectors such as automobiles, manufacturing, and technology augur a selective and more strategic path forward for savvy deals professionals. This opening conversation explores the shifting realities of the US middle market amid protracted change. How content are corporate development and deals professionals to wait out the economic downtown? What regulatory developments bear scrutiny under the newly installed 118th United States Congress? Will an elevated risk environment yield more creative and complex provisions or earnouts? Please join us as a distinguished panel of deals professionals addresses these and other key topics.

Moderator:

Patrick Shea, *Partner*, McCarthy Tétrault LLP

Panelists:

Andrea Farley, *Partner*, Troutman Pepper Hamilton Sanders LLP
David French, *M&A Reporter*, *Energy & Financial Services*, Reuters
Michael Lonergan, *Managing Partner*, Georgia Oak Partners
Aartie Manansingh, *Head of Transactional Insurance Solutions Transaction Risk Advisory & Solutions*, Willis Towers Watson

10:25am – 10:40am	Break
10:40am – 11:40am	<p>Patience & Fortitude: The Market Moves of Private Equity</p> <p>Recent reports suggest that private equity (PE) firms will drive approximately 30% to 40% of global deal flow in 2023. Yet with higher interest rates and growing market saturation hindering momentum, the outlook for a solid year to come may ultimately fall short of expectations. This year's private equity roundtable examines the tantalizing potentiality and attendant risk facing an evolving sector. Pressure to navigate near-term uncertainty alongside a greater focus on market differentiation are just some of the top concerns facing firms today. How are private equity leaders managing risk—and leading enterprise change—in the current climate?</p>
	<p>Moderator:</p> <p>Emily Maier, Senior Vice President, National Group Leader - M&A Insurance, Woodruff Sawyer</p>
	<p>Panelists:</p> <p>Andrew Belisle, Senior Vice President and Transactional Risk Specialist, McGriff Michael E. Hollingsworth II, Partner, Nelson Mullins Riley & Scarborough LLP Bill Lundstrom, Partner, Eagle Merchant Partners W. Spalding White, Jr. Managing Partner, Route 2 Capital Partners</p>
11:40am – 12:30pm	Networking Luncheon
12:30pm – 1:30pm	<p>Indispensable Assets: Understanding Issues of Human Capital in a Deal</p> <p>Effective due diligence should include an in-depth analysis of a company's human capital. However, understanding how to create synergies between a seller's existing HR policies and compensation plans and any predetermined, buyer mandated human capital requests can be complex, especially given the mercurial nature of employment and labor regulations today. This session explores how to address key issues and considerations in HR due diligence. Our faculty will explore areas such as salary structures, executive compensation, equity audits, and unwritten buyer practices throughout the deal process.</p>
	<p>Moderator:</p> <p>Steven E. Brady, Partner, Withum</p>
	<p>Panelists:</p> <p>Katelyn Fredericks, Partner, Nelson Mullins Riley & Scarborough LLP Jesse G. Pauker, Partner, Global Human Capital & Compliance, King & Spalding LLP John Spooner, Senior Vice President of Employee Benefits and National PE Practice Leader, Brown & Brown</p>
1:30pm – 1:45pm	Break
1:45pm – 2:45pm	<p>Risky Business: Navigating Global Sanctions and ESG Risk in Middle Market Deals</p> <p>Between unprecedented global sanctions and the continued ascent of ESG issues in deal making, the current deals landscape continues to offer several not insignificant challenges for the US middle market. For Western companies exiting Russia, understanding complex U.S. U.K. or EU regulations—on top of retaliatory Russian-imposed controls—can be a harrowing hill to climb. Similarly, with increased calls for transparency around corporate governance, supply chains, sustainability, and climate risk, the progress of even the most innocuous deal could legitimately be derailed. This</p>

presentation offers the latest guidance for buyers and sellers within regulated industries. How can corporate legal and deals professionals anticipate or avoid potential pitfalls in a rapidly evolving environment? What strategies can help mitigate risk throughout the deals process?

Moderator

David Phillips, *Chief Legal Officer*, Argos

Panelists

Brian Cochran, *Principal Consultant, ESG & Climate Advisory Group*, Transaction Advisory Services

Chris Hagler, *Partner, ESG*, Independence Point Advisors

William C. Smith III (Cal), *Partner*, King & Spalding LLP

2:45pm – 3:00pm

Break

3:00pm – 4:00pm

At Lightning Speed: Exploring AI's Expansion into Dealmaking

Artificial Intelligence's (AI) growing influence is pervasive in almost every sector of the market. Its rise within dealmaking only further demonstrates its impressive reach. But where exactly is AI making waves within the deals space, and how far, wide and fast is its reach expected to grow? Our panel of dealmakers will share their thoughts on AI from their unique perspectives in the middle market as well as their predictions about what AI holds for the future of dealmaking as a whole.

Moderator:

Jeremy Levy, *Partner*, Troutman Pepper

Panelists:

Steve Britt, *Counsel – Cyber, Data Privacy & Technology*, Parker Poe LLP

Jeff Goodman, *Managing Director*, Greenwich Capital Group

Roy Locke, *Senior Vice President, Client Advisor*, Marsh LLC

4:00pm

Closing

4:00pm – 5:00pm

Reception

We invite you to join us at a networking reception for drinks and canapes.