

The Thomson Reuters Institute

presents

The 2nd Annual West Coast M&A/Private Equity Forum

September 28, 2023

Four Seasons Hotel - East Palo Alto, CA

Co-Chairs:

Pavan Jawanda, *Partner*, McCarthy Tétrault LLP

Jason Rabbitt-Tomita, *Partner*, Baker Botts LLP

PROGRAM (all times local)

8:00am – 9:00am **Registration & Networking Breakfast**

9:00am – 9:15am **Opening Remarks**

9:15am – 10:15am **Outlook 2024: The State of the M&A Market and 2024 Forecast**
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 downturn? 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:

Jason Rabbitt-Tomita, *Partner*, Baker Botts LLP

Panelists:

Barnaby Gibson, *M&A Legal*, ServiceNow

Pavan Jawanda, *Partner*, McCarthy Tétrault LLP

Mark Legaspi, *Director, Legal*, LinkedIn

Emily Maier, *Senior Vice President, Head of Transactional Insurance*, Woodruff Sawyer

Dan Waxman, *Senior Director*, Willis Towers Watson

10:15am – 10:30am **Networking Break**

10:30am – 11:30am **Patience & Fortitude: The Market Moves of Private Equity**
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?

Moderator:

Jen Dezso, *Director, Client Relations*, Thomson Reuters

Panelists:

Louis Lehot, *Partner*, Foley & Lardner LLP

Chip Schorr, *Senior Managing Director*, One Equity Partners

William R. Snow, *Managing Director*, FOCUS Investment Banking, Inc.

11:30am – 12:30pm

Risky Business: Navigating ESG Risk and Opportunities in Middle Market Deals

ESG is in a dynamic phase, posing both risks and opportunities in the current deal landscape for the US middle market. On the one hand, there are increased calls for transparency around corporate governance, supply chains, sustainability, and climate risk, in particular for private equity funds that may be considering the public markets as a potential exit strategy. On the other hand, there is a rising, anti-ESG backlash within the United States creating conflicting expectations for both operating companies and asset managers who are answering to limited partners across the political spectrum. This presentation offers the latest guidance for buyers and sellers. How can corporate legal and deal professionals anticipate or avoid potential pitfalls in a rapidly evolving environment? What strategies can help mitigate risk throughout the deal process and after? And what opportunities does the current environment create?

Moderator:

Rick S. Horvath, *Partner*, Dechert LLP

Panelists:

Matthew Danzig, *Managing Director*, Lazard

Irving Gomez, *Vice President and Deputy General Counsel*, PagerDuty, Inc.

Stephen M. Leitzell, *Partner*, Dechert LLP

12:30pm – 1:30pm

Networking Luncheon

1:30pm – 2:30pm

Once the Ink Dries: Optimizing Deal Value through Seamless Post-Merger Integration

Successful post-merger integration (PMI) is both a science and art. As business priorities continue to shift, and more attention is paid toward scope and capability acquisitions, traditional playbooks cede ground to bespoke, contoured solutions emblematic of a market transformed. Truly impactful PMI is about *value creation* in organizations. Companies who recognize the importance of six core pillars—culture, purpose, people, data, technology, and clients—are best positioned for long-term growth, while those who deploy a less comprehensive approach face significantly higher probability of failure. This session addresses three key areas for PMI leaders: culture, purpose, and people. How can newly formed entities reconcile disparate work environments behind a cohesive vision? What strategies exist to align compensation models, redundancies, professional development plans, and more within the new enterprise?

Moderator:

Travis Loomis, *Senior Manager, Operations & Supply Chain*, Withum

Panelists:

Eric Chow, *Partner*, Foley & Lardner LLP

Melissa R. Grim, *Partner*, Honigman LLP

Ashley Rice, *Director, HR M&A Integration*, Cisco

2:30pm – 3:30pm

Bold Endeavors: Considerations & Opportunity in Distressed M&A

With market volatility still abound, opportunities for dealmakers within distressed M&A are poised to rebound in 2023. Aided in large part by recessionary fears, many companies have turned toward preserving cash and liquidity and engaging in exploratory divestitures throughout the COVID-19 recovery phase. Leading a distressed M&A process is a unique experience—and one where limited time, bandwidth, or requisite business intelligence may result in unforeseen liabilities or missed revenue opportunity for even the most experienced dealmaker. This discussion offers an informed perspective on managing the distressed M&A sales process from valuation to consummation in large and mid-market deals.

Moderator:

Jane Kim, *Managing Partner*, Keller Benvenuti Kim LLP

Panelists:

Thomas Bonfiglio, *Senior Vice President*, CAC Specialty

Christopher Grubb, *Partner*, Ducera Partners LLC

Todd Schwartz, *Partner*, Hogan Lovells

3:30pm – 3:45pm

Networking Break

3:45pm – 4:45pm

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:

Rich Snipes, *Managing Director, Technology*, West Monroe

Panelists:

Sabira Alloo, *Head of Private Equity Partnerships, North America; Advisor, Startups for Sustainable Development*, Google

Hemant Hebbar, *Vice President, Corporate Development*, Hewlett Packard Enterprise

Prital Kadakia, *Partner*, Serent Capital

4:45pm – 5:00pm

Closing Remarks & Conclusion of Conference

5:00pm – 6:00pm

Networking Reception