

CORPORATE TRANSACTION FORUM 2021

M&A | GROWTH | VALUE

Thursday, July 8, 2021

Virtual event: 10.30 am – 3.30 pm ET

About the forum

The Corporate Transaction Forum is a unique, M&A event for **in-house governance, investor relations and corporate development professionals** brought to you by *IR Magazine* and Corporate Secretary.

Our purpose is to connect **strategy, finance and legal professionals** at listed companies to learn how best to increase shareholder value and **grow through corporate transactions**. Join us to discover the latest trends and developments in corporate M&A.

What makes our format unique?

Our forums consist of a series of fast-paced, **high-level briefings** followed by an interactive speaker Q&A, virtual roundtable sessions and networking. This format provides the **perfect balance between learning** from a variety of stakeholders in the M&A ecosystem and **making new connections**.



Agenda at a glance

All times in ET (Eastern time)

Time	Thursday, July 8
10.30 am	Opening remarks: Welcome to the corporate transaction forum!
10.15 am	Understand share price reactions and adapt to a changing shareholder base during mergers and acquisitions
10.45 am	M&A outlook: Trends in corporate transactions
11.15 am	M&A outlook: The impact of policy and regulation
11.30 am	Sustainable deal making: Integrating ESG into M&A activities to enhance shareholder value
12.00 pm	Networking break
12.15 pm	How strategy, finance, and legal can better align to deliver shareholder value
12.45 pm	Networking break
1.00 pm	Pre-deal best practices: Emerging trends and best practices in strategy formulation and target identification
1.30 pm	Deal phase best practices: Build support for your transaction and navigate the proxy process
2.00 pm	Deal phase best practices: How to conduct effective due diligence
2.45 pm	Post-deal best practices: Deliver shareholder value through integration
3.15 pm	Closing keynote: The future of acquisitions – Exploring the impact of SPACs and increased valuations on M&A
3.45 pm	Summary of discussions and end of forum

Detailed agenda below

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Agenda in detail

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Time Thursday, July 8

10.00 am **Opening remarks: Welcome to the corporate transaction forum!**

Ben Ashwell, editor, *IR Magazine* and *Corporate Secretary*

10.15 am **Understand share price reactions and adapt to a changing shareholder base during mergers and acquisitions**

It is important to understand how an acquisition can change the composition of your shareholder base in the short term.

- What are the implications of short interest in your stock leading up to a deal?
- What actions can be taken in your investor day, targeting and communications to adapt to a change in ownership and share price?
- How can you create a targeting gameplan to build a new shareholder base post-deal?

Moderator: Ben Ashwell, editor, *IR Magazine* and *Corporate Secretary*

Billy Eckert MBA, head of surveillance and intelligence, Q4

10.45 am **M&A outlook: Trends in corporate transactions**

Prepare yourself for emerging activist threats and keep your finger on the pulse as we explore the major trends impacting corporate transactions.

- Will M&A activity gain momentum in 2021 and beyond?
- Learn which sectors provide the most opportunities for strategic consolidations
- Understand how Covid-19 has increased risks around
- Discover emerging opportunities to drive growth through strategic M&A activities
- Hear whether we expect an increase in cross-border M&A and understand the associated risks

Moderator: Tim Human, senior reporter, *IR Magazine*

Arthur Crozier, chairman, Innisfree

Russ Hartz, vice president of corporate development, Ansys

11.15 am **M&A outlook: The impact of policy and regulation**

The new Biden administration and Democratic-led Congress are seeking to bring a wave of changes to policies and regulations that will have direct and indirect implications for M&A.

- Understand what type of regulations could impact M&A activity
- How might regulatory changes at the SEC affect the ability for activists to bring proxy battles or proposals to bring about corporate change?
- Learn how regulations could create opportunities and challenges for issuers
- What is the outlook for antitrust policy under the new administration?
- Discuss what impact the SEC's adoption of amendments to the financial disclosure requirements for business acquisitions and dispositions will have on M&A activity

Moderator: Ben Maiden, editor-at-large, *Corporate Secretary*

Doug Hass, associate general counsel and assistant secretary, Kimball Electronics

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11.30 am Sustainable deal making: Integrating ESG and values into M&A activities to enhance shareholder value

Business leaders see ESG as an increasingly critical factor for deals, driven by expectations of longer-term value creation and mitigating risks in corporate transactions. This session covers:

- How to use ESG to identify synergies and eliminate riskier acquisitions during target analysis and due diligence
- Reduce future operational challenges by ensuring that ESG targets can be met post-merger
- Overcome the challenges created by lack of standardization in ESG data to get a clearer picture of human capital, governance and environmental risks to deals
- Understand the methods used to quantify culture and values in M&A

Moderator: [Tim Human](#), senior reporter, *IR Magazine*

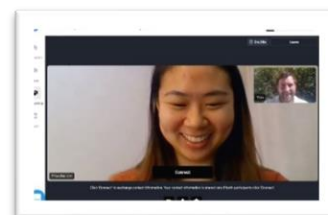
[Sonalee Parekh](#), senior vice president of finance, head of corporate development, M&A and investor relations, *Hewlett Packard Enterprise*

[Don Scales](#), chief executive officer, *Investis digital*

12.00 pm Networking break: Meet the attendees!

Match with fellow delegates for a short, fun, 1 on 1 introduction using our virtual networking tool: it's as easy as 1-2-3.

1. Visit the networking area and click connect
2. Get randomly matched with another attendee for a three-minute introduction
3. Exchange contact information or move on to the next attendee: it's up to you!



12.15 pm How strategy, finance, and legal can better align to deliver shareholder value

Strategic fit, shareholder support, and legal approval are vital aspects of any deal. In this session, we discuss how IR, corporate development and governance can add value to a corporate transaction. We also debate the pros and cons of having investor relations officers, corporate secretaries and general counsel involved earlier in the deal-making process.

- Debate whether IR and governance need to be involved earlier in the deal-making process and learn how to add value to strategy and corporate development teams
- Explore how different appetites for risk and transparency between strategy, legal and finance professionals can impact deal-making
- Corporate transactions are key career milestones. Learn how to navigate this intense period of work to enhance your career
- Understand whether remote deal-making is likely to continue if Covid-19 restrictions are lifted and how that impacts the way teams communicate and work together on a deal

Moderator: [Ben Ashwell](#), editor, *IR Magazine* and *Corporate Secretary*

[Richard Gluckselig](#), executive director, assistant general counsel and assistant secretary, *Regeneron Pharmaceuticals*

[Scott Hile](#), senior director of corporate strategy and development, *Enviva*

[Christian Mezger](#), chief financial officer, *Anuvu*

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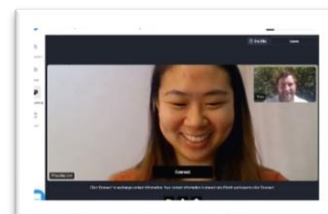
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1.00 pm **Pre-deal best practices: Emerging trends and best practices in strategy formulation and target identification**

Learn what IR, governance and M&A professionals can do to ensure success through strategy formulation and target identification.

- Has the past year made companies more aware of tail risks when considering targets?
- Learn about red flags and synergies when searching for potential targets
- Debate the rising importance of human capital considerations in target selection
- Understand how to match your inorganic growth strategy with your organic growth strategy

Moderator: Ben Maiden, editor-at-large, Corporate Secretary

Jill Evanko, CEO and president, Chart Industries

Rose Marie Glazer, senior vice president, corporate secretary and deputy general counsel, AIG

1.30 pm **Deal phase best practices: Build support for your transaction and navigate the proxy process**

Communicating the deal and building consensus with your shareholder base is critical to M&A success. Focusing on the critical time leading up to a shareholder vote, we explore the cornerstones of a successful M&A communications strategy and examine the governance and proxy considerations leading up to the deal.

- Hear top tips for announcing your M&A deal and best practices for SEC filings
- Discuss the key elements to include in your proxy statement related to the deal
- Discover how to best articulate the strategic fit of your transaction through your messaging to analysts and portfolio managers
- Discuss how to overcome a deal-related proxy fight
- Prepare for changes in your shareholder base and learn how to deal with increased short interest in the run-up to a deal

Moderator: Ben Ashwell, editor, IR Magazine and Corporate Secretary

Jeff Hennig, senior director of corporate development, Xilinx

Randle Reece, director of investor relations and strategy, AMN Healthcare

2.00 pm **Deal phase best practices: How to conduct effective due diligence**

During this session we will share best practices in the area of due diligence, specifically focusing on how you can validate strategic fit, and identify financial or legal issues related to the deal.

- When should due diligence start, and how detailed should early-stage due diligence be?
 - Discover how to build an effective due diligence process that sets up success
 - Share board management practices in the run-up to a merger or acquisition
 - Prevent pushing a bad deal through by learning proven techniques to mitigate 'deal-fever'
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Erik Levy, group head of corporate development and M&A, DMGT
Axel Kirstetter, vice president of product marketing, Datasite
Patrick McHugh, co-founder and senior managing director, Okapi Partners
Lopa Zielinski, executive vice president, corporate secretary and head of governance, HSBC

2.45 pm

Post-deal best practices: Deliver shareholder value through integration

Understand the challenges that occur following a deal, learn how to build trust with shareholders by ensuring the implementation maximizes the value-add intended by the transaction, and discover how to move forward with new shareholders and a new board.

- Learn how to understand your new shareholder base following a transaction and how it will impact your investor communications and strategy moving forward
- Discuss how to preserve a company's value during integration from the word go
- Learn about how your communications around a deal can be viewed by a target's employees and the impact that can have on integration

Moderator: Ben Ashwell, editor, *IR Magazine* and Corporate Secretary
Stephen Lovass, executive vice president and officer of strategy and corporate development, Nordson Corporation

3.15 pm

Closing keynote: The future of acquisitions – Exploring the impact of SPACs and increased valuations on M&A

In our final session we look ahead to the future of acquisitions, specifically focusing on the impact that availability of alternative capital sources and rising valuations have on M&A activities.

- Learn how the rise in special purpose acquisition companies (SPACs) and private equity are impacting M&A and shareholder sentiment around deals
- Understand how changes in valuations can affect deal making and practices you can adopt
- Discuss the rise of corporate development as an innovative tool and the role of innovation M&A in the current environment

Moderator: Ben Maiden, editor-at-large, Corporate Secretary
Matthew Arsenaault, vice president of corporate development, JAMF
Mike Verrechia, managing director of the M&A and activism advisory group, Morrow Sodali

3.45 pm

Summary of discussions and end of forum

Ben Maiden, editor-at-large, Corporate Secretary

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