



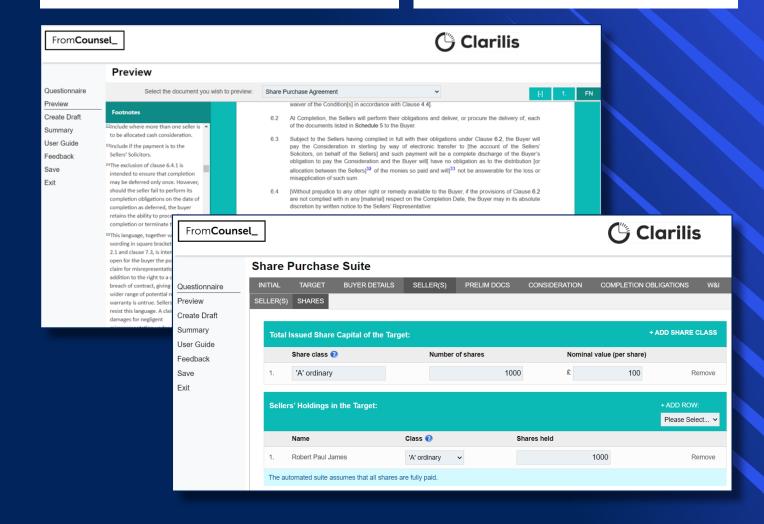
Adapted for the Irish market in collaboration with **ARTHUR COX** 

# Combining FromCounsel's best-inclass legal documents with Clarilis' leading drafting automation platform

Clarilis and FromCounsel provide deep automation of a sophisticated and extensive M&A document suite. The solution combines exceptional documentation from FromCounsel, adapted for the Irish market in collaboration with Arthur Cox, with powerful automation by Clarilis. Documentation is fully maintained and accompanied by expert guidance.

## Why automate?

- Drastically reduce drafting time
- Remove risk with the consistency and accuracy that deep automation offers
- Maintain high quality standards by using best-in-class documentation
- Improve fee margins by working more efficiently
- Optimise resources by removing repetitive processes
- Enhance client relationships by delivering a superior and agile service
- Enable risk mitigated delegation







### Solution differentiators

- Precedents and guidance from the first-rate legal
  knowledge service, adapted for the Irish market in collaboration with Arthur Cox
- Market-leading automation solution applied with unmatched breadth and depth
- Extensive documentation from a suite of agreements and consideration options to a full range of completion deliverables and ancillaries
- Ability to draft all documentation via a single questionnaire
- Instant access to service with no implementation time
- Fully maintained documentation, automation and guidance
- Rigorous security measures and protocols

### Automated M&A document suite includes:

#### Preliminary Documents:

- Confidentiality Agreement
- Exclusivity Agreement
- Heads of Terms
- Legal due diligence questionnaire

#### SPA Documents:

- SPA Conditional
- SPA Simultaneous
- SPA Seller-friendly
- Completion accounts modules (net asset value or cash free/debt free)
- Locked-box module
- Guarantee module
- Retention accounts module
- Consideration shares/loan notes module
- Tax Deed module

#### Ancillary Documents:

- Contribution Agreement
- Documents list
- Disclosure Letter
- Power of attorney Pre-registration security
- Stock transfer form Fully paid
- Indemnity for lost share certificate
- Share certificate
- Resignation letter Director
- Resignation letter Secretary
- Auditor's resignation letter private co (acquisition)
- Board minutes Buyer
- Board minutes Seller
- Board minutes Buyer: Completion
- Board minutes Seller: Completion
- Board minutes Target
- Board minutes Target subsidiary

# **Best-in-class content**

# combined with our powerful

automation platform

www.clarilis.com