

Analyze enterprise contracts to increase value and accelerate integration during change of control events

The average Fortune 1000 company actively manages tens of thousands of contracts at any one time. These dense, complex and often-changing documents touch every aspect of a business, impacting clients, employees and shareholders. The ability to analyze contracts becomes particularly important during major corporate events such as change of control, and companies going through transactions expose themselves to a number of risks and missed synergy opportunities by failing to fully understand the value of the data contained in their contracts.

FTI's Contract Intelligence for M&A service addresses these scenarios by not only providing deep analysis of contracts, but by enabling clients to use their data to look across the deal landscape and determine the best business decisions for the deal lifecycle. In moving organizations to a proactive stance that is enabled by understanding their contracts better, FTI provides clients with opportunities to increase deal value and reduce risk.

OUR SERVICE

FTI combines leading-edge technology, advanced workflow, and experienced review attorneys to help organizations better find, understand and act upon contracts to optimize the M&A process. Our CI service is purpose-built to increase deal value as part of due diligence, or accelerate integration through synergy analysis, providing benefits throughout the deal life cycle.

Conducting pre-merger contract diligence & valuation

- Analyze contract landscape to inform decisions regarding whether or not to proceed with the transaction
- Understand risks and liabilities contained in each party's contracts
- Understand closing requirements and prioritize "day 1" contract activity based on assessment of services, assignability and change of control language
- Use Clean Teams to assess legal, operational and commercial synergy opportunities faster and analyze risks in areas where data cannot yet be shared without violating antitrust regulations or confidentiality agreements

Identifying post-merger business opportunities and synergies including:

- Identifying contracts that include automatic extension or renewal clauses or cost increases and payment obligations
- Performing a gap or risk analysis on damages, indemnifications and other contract penalty clauses
- Highlighting opportunities for consolidation when there are multiple contracts for the same product or service or across different products but with the same supplier
- Locating and benchmarking "most favored customer" clauses within contracts to drive value and optimize revenue

OUR PROCESS

Contract Intelligence supports M&A analysis in three distinct phases, each designed to provide transparency and actionable data.



Phase 1:

Find, collect and group relevant documentation



Phase 2:

Review and extract relevant content



Phase 3:

Generate recommendations and action plan

OUR EXPERTISE

Full M&A Advisory Services

Beyond contract analysis, FTI can provide services for the full spectrum of the M&A process including across the deal lifecycle and diverse industries. We routinely advise the world's largest organizations on acquisitions, IPOs, divestitures, integrations, carve-outs and capital markets activities. Our expertise encompasses deal structuring, due diligence, integration, valuation, communication and commercial demand response and more. We also offer private parties and government agencies services around evaluating the effects of proposed mergers and acquisitions on prices, costs and competition.

OUR EXPERTISE (CONTINUED)

Legal and Regulatory

The Contract Intelligence team leverages deep legal and M&A expertise to ensure a thorough and defensible process. Our global team includes contract process experts, forensic experts, corporate investigation specialists and technology professionals that have led some of the largest and most complex regulatory response, information governance, M&A, litigation and investigative engagements. In addition, the Contract Intelligence service utilizes industry expertise across a number of vertical industries, including healthcare, financial services, retail, construction, energy and real estate.

Advanced Analytics Technology

The Contract Intelligence technology suite brings together advanced analytics tools supported with artificial intelligence, to expedite contract processes and further reduce cost. This enables the team to quickly define critical contractual language and structure customized engagement workflows, all resulting in enhanced review productivity and quality deliverables.

Enhanced Workflows

Custom solutions and workflows, designed by operational and subject matter experts, are executed by legal review teams that are specifically trained per engagement. Clients receive regular updates on review findings such as legal obligations, cost opportunities, risk exposure and any additional requirements – all driven by advanced analytics.

ABOUT FTI TECHNOLOGY

FTI Technology solves data-related business challenges, with expertise in legal and regulatory matters. As data grows in size and complexity, we help organizations better govern, secure, find, analyze and rapidly make sense of information. Innovative technology, expert services and tenacious problem-solving provide our global clients with defensible and repeatable solutions. Organizations rely on us to root out fraud, maintain regulatory compliance, reduce legal and IT costs, protect sensitive materials, quickly find facts and harness organizational data to create business value. For more information, please visit www.ftitechnology.com.

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About FTI Consulting

FTI Consulting is an independent global business advisory firm dedicated to helping organizations manage change, mitigate risk and resolve disputes: financial, legal, operational, political & regulatory, reputational and transactional. FTI Consulting professionals, located in all major business centers throughout the world, work closely with clients to anticipate, illuminate and overcome complex business challenges and opportunities..