

## **CORPORATE CARVE-OUTS & TRANSITIONS**

### **OVERVIEW**

When business economics or strategic goals drive clients to pursue corporate carve-outs, spin-offs or strategic acquisitions or divestitures, they look to us to guide them through the intricate array of legal, commercial and strategic considerations implicated in planning and executing the transaction. Our multidisciplinary teams bring a holistic perspective and deal-specific insight in critical subject areas, including M&A, technology transactions and outsourcing, to advise on these high-stakes transactions.

#### **Carve-Out Structuring and Services Agreements**

Critical to the success of many carve-outs is the anticipation and planning for the continuous provision of ongoing services by the divested business. Our outsourcing lawyers have designed and executed a large number of these strategic arrangements, blending our outsourcing and M&A experience as a single point of deal delivery.

#### **Commercial and Outsourcing Contracts**

Spin-offs, carve-outs, reorganizations and acquisitions also often require the reconfiguration or replacement of hundreds, and sometimes thousands, of contracts that are affected in one way or another by the transaction. We approach the project from the outset to operationalize the carved-out entity for a successful separation. Our teams work seamlessly across subject areas to triage, prioritize, plan for and execute against high volumes of commercial contract reconfigurations and replacements, leveraging our innovation division to:

- Define playbooks to standardize review
- Project manage the workflow
- Deploy technology to streamline review and enable dashboarding and reporting for internal project management and client reporting.

We treat these projects like we would any high-volume commercial contract outsourced support engagement, leveraging people, process and technology to streamline and expedite fulfillment to achieve what are always aggressive timelines so that our clients can maintain continuity of operations and avoid the need for ongoing expense under extended transition services arrangements.

## Strategic Transition Services Arrangements

In addition to the ongoing outsourcing provision, we also advise on transitional services agreements as part of M&A deals. To pave the way for a successful transition, we map out the necessary services agreements and arrangements to ensure both short-term continuity and the success of the long-term goals agreed in the transaction. Having guided on thousands of such transitions, we plan and arrange for pragmatic and efficient solutions for both the surviving entity and the carved-out unit.

## MEET THE TEAM



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