

## Transactional LawMeet

### Succeed with *Bloomberg Law*

#### LawMeets Resources

*Bloomberg Law*® provides you with complete and unlimited access to all of our resources, including our unique collection of transactional drafting guides and tools. This guide will help you explore the resources that can enable you and your team to achieve success in the 2017 Transactional LawMeet competition. For your convenience, we have placed the resources you will need on the [LawMeets Resources](#) page, which you can find in the **Key Resources** section on the right side of the *Bloomberg Law* home page.

#### Register for an Account: Get Unrestricted Access

Don't have a *Bloomberg Law* account yet? You can register quickly and easily at [www.bloomberglaw.com/activate](http://www.bloomberglaw.com/activate). Simply complete the registration form (you can disregard the blue activation code box at the top) and click Submit. Within 24 hours, a user name and a temporary password will be sent to your law school email address.

Once you register, you will have full access to *Bloomberg Law* for your entire law school career, including during your summers and for six months after graduation. You can use your *Bloomberg Law* account for any purpose and any assignment: academic or professional.

#### Get Organized: Create a Workspace

Before you get started, create a shared Workspace where you and your teammate(s) can organize your research and drafting. Click **Workspaces**, click **View All** in the bottom right corner of the drop-down that appears, then select **Create Workspace**, and type whatever name you choose in the Name field. Work collaboratively by typing your teammate or advisor's name in the **Invite Users** box and sharing the Workspace. You can save any documents from *Bloomberg Law* into your Workspace, and upload documents from your own computer, including the case statement and your draft Asset Purchase Agreement.

#### The Basics: Transactional Resources

Learn about *Bloomberg Law*'s extensive M&A tools on the [Transactional Resources](#) page, located in the Corporate Transactions tab.

On this page you can begin to:

- Examine drafting treatises, as well as detailed explanations of agreements and the clauses you will find in them.
- Explore practice-focused transactional resources such as drafting guides geared towards specific issues in M&A, deal timelines, closing checklists, and more.

TRANSACTIONAL RESOURCES OVERVIEW	
<b>PRECEDENTS</b>	
<b>Find Precedent Documents</b> Our DealMaker Document Database houses over 900,000 publicly available agreements, sorted by experienced attorneys into more than 500 categories.	<b>Find Precedent Clauses</b> Our DealMaker Clause Database allows you to search individual clauses across agreements, compare them with each other, and even compare them to your own clauses.
<b>PRACTICAL GUIDANCE</b>	
<b>FIND GUIDANCE BY PRACTICE AREA</b>	<b>FIND GUIDANCE BY TYPE</b>
Capital Markets Library	All Transactional Timelines & Checklists
Mergers & Acquisitions Library	All Document Descriptions
Corporate Governance Library	All M&A Clause Descriptions
Banking & Finance Library	All Confidentiality Clause Descriptions
All Transactional Practice Areas	All Boilerplate Clause Descriptions
Search Transactional Practical Guidance	All Drafting & Negotiating Guides
<b>NEWS &amp; DATA</b>	
<b>LATEST HEADLINES</b>	<b>COMPANY &amp; FIRM DATA</b>
Deal News	Company Screener
BNA Law Reports	Bloomberg League Tables
<b>PORTFOLIOS &amp; TREATISES</b>	
Capital Markets	

#### All in One Place: Practical Guidance Library

Check out our [Practical Guidance Library: Mergers & Acquisitions](#) for all things M&A. Find helpful Overviews & Timelines, Forms, Checklists, Document Overviews, Drafting Guides, and Surveys.

#### Workflow Tool: Corporate Transactions

For additional guidance, be sure to check out *Bloomberg Law*'s Workflow Tool: Corporate Transactions. Developed with the practicing attorney in mind, [Corporate Transactions](#) features relevant analysis, commentary, news, case law, and expert secondary sources.

## The Bigger Picture: Asset Purchase Agreements

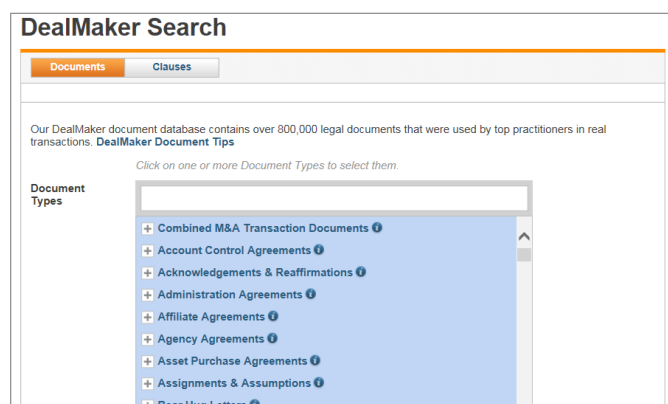
Before you begin drafting your agreement, start with **Document Descriptions** to learn about **Asset Purchase Agreements** and the clauses you will need to understand, such as **Representations & Warranties, Covenants, and Closing Conditions**. Here you will find simple, yet comprehensive descriptions of the purpose and scope of agreements and their key sections. To find **Document Descriptions** go to the **Corporate Transactions** tab, click on **Transactional Practical Guidance**, and then click on the Transactional Resources Overview link. Our extensive collection of M&A Books and Treatises will also help create a strong foundation of understanding before drafting your final agreement. Be sure to review **Acquisition Agreement: Acquirer Representations and Warranties**

## The Framework You Need: Precedent Documents and Clauses

Now that you understand the intricacies of drafting acquisition agreements, it is time to examine real-world examples of similar Asset Purchase Agreements with the **Precedent Documents** database, located on the **Precedent Documents** page in the **Corporate Transactions** tab.

With Precedent Documents, you can retrieve real-world examples of negotiated, finalized versions of actual Agreements to use as a framework for your own drafting. Filter your results by selecting specific characteristics, such as:

- Document Type
- Governing Law
- Industry
- Specific Keywords
- Transaction Type



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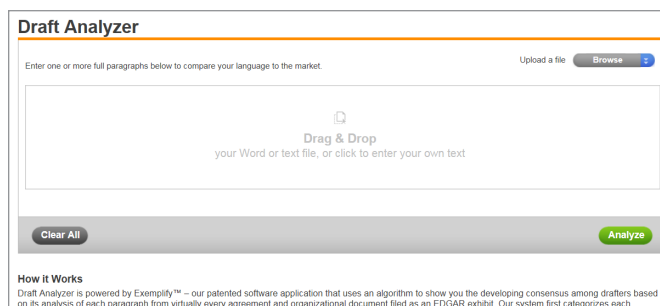
## The Deeper Dive: Negotiating the Deal

Dig into the components of Asset Purchase agreements and the acquisition of private companies through legal treatises for practitioners such as: **The M&A Process: A Practical Guide for the Business Lawyer**, where you will find useful chapters like **Chapter 8: Negotiating the Deal**.

Next, get strategic guidance on negotiating and drafting your acquisition by exploring **Negotiating Business Acquisitions**, where you can find helpful insight through chapters such as **Section A: Negotiating the Acquisition of a Privately-Held Business; Some Basic Issues and Principles**.

## The End Game: Find the Market Standard with Draft Analyzer

Use **Draft Analyzer** to find the right language for your agreement, then compare it, paragraph-by-paragraph, against language from EDGAR exhibits and **Precedent Documents** to build a market-based standardized version or template. The **Redline tool** highlights where your language differs from market consensus, while **Templates** show you alternative formulations of the terms you are drafting.



## Need Help?

Our 24/7 Customer Support team is here ready to help you with your research. Reach them at 888.560.2529, **blawhelp@bna.com**, or via the Live Chat feature found in the Help Center.

## Looking for More Expert Guidance?

Join us on January 11, 2017 at 1:00PM EST for a more in-depth review of resources on *Bloomberg Law* to assist you with the 2017 Transactional LawMeet competition. Can't make it? We will post the webinar on our **LawMeets Resources Page** following the live presentation.

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