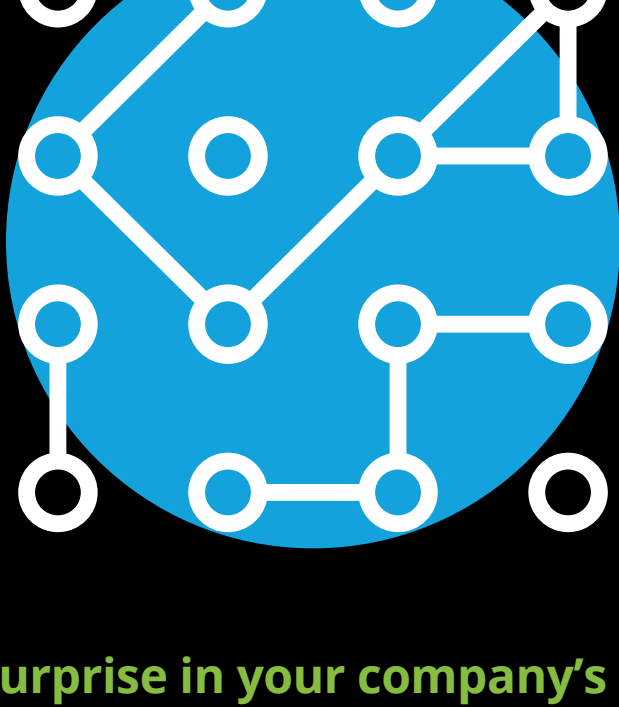


Acquisition Closure, Divestiture, and Carveout data services

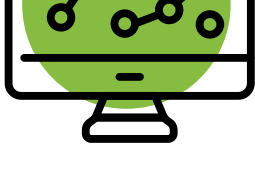
Driving merger and acquisition (M&A) transaction value by mitigating data-related risks, costs, and delays



Is there a hidden surprise in your company's next M&A deal?

Many stakeholders in M&A, divestitures, and carveouts understand the importance of structured data, including financial, operational, transactional, customer/patient, employee, and regulatory compliance information.

However, they may be surprised to learn how crucial unstructured data can be to the timing, risk, and cost of a deal. As the digital economy continues to expand and more companies base some of their value on digital assets, the importance of unstructured data in M&A transactions increases significantly.



Types of unstructured data artifacts

- Management information
- Program-related records
- Project-related records
- Paper-based documents and files
- Scanned documents
- Electronic files
- Email



Where unstructured data artifacts may be located

- Core IT systems
- Ancillary IT systems
- Cloud storage
- File cabinets
- Mobile phones
- Tablets
- Laptops
- Desktop computers

Key questions to ask about your company's "data estate"<sup>1</sup>



- How much data exists and in what formats?
- How long could it take to "land" the data (e.g., identify, locate, assess, acquire, migrate, and clean it?)
- What risks and costs are associated with landing the data?
- How will that process be governed and managed?
- Post deal closing, how will the two parties agree that the resulting organization has the data necessary to conduct operations?
- How should these and other data-related factors be addressed in a transition services agreement (TSA)?

1 Council Post: Why The Modern-Day Corporation Should Consider A Data Estate, Heine K. Iversen, Forbes, April 5, 2019.

Deloitte can help you prepare for unwanted surprises

1

Identify the right data

Planning, data discovery & augmentation

2

Enhance understanding

Intelligent assisted data segmentation & migration

3

Transfer the data

Intelligent data transfer on Day 1

4

Deliver greater value

Post Day 1 TSA management

Our Acquisition, Closure, Divestiture, and Carveout (ACDC) data services can help buyers and sellers alike capture the value of the unstructured data across the M&A lifecycle.

We offer more than 25 years of experience with the management of structured and unstructured data. Our strategy and approach focus on helping your company capture the value of the data associated with the deal, address related risks, and reduce the costs of managing that data as the deal progresses from upfront planning through post Day 1 integration and ongoing operations.

Take a closer look

Our ACDC data services complement Deloitte's extensive experience in the US and global M&A markets. We seek to help your company create value at each stage of the deal.

1 | Identify the right data

**Planning and negotiation**

- Develop principles, separation frameworks, playbooks, and processes.
- Perform assessments of business and functional areas impacted by the M&A activity.
- Provide insight on data handling and transfer that improves TSA content and management with a focus on streamlining and expediting activities across functions, systems, and locations.

**Data discovery & augmentation**

Catalog data assets and enrich them with corporate data sources to create an augmented data map, which provides a window into data owners, users, consumers, and content attributes and enables data stewards to make informed decisions about content segregation.

2 | Enhance understanding

**Data classification**

Leverage analytics, natural language processing, machine learning, and automation to efficiently identify and categorize records and information, including:

- Deep scanning of valuable in-scope areas to identify and clear records for separation
- Comparing them to industry-specific libraries of record classes
- Segmenting the information into broad categories

**Data segregation**

- Support data owners with segregation of co-mingled data by using analytics and technology to accelerate any required review and possible required redaction.
- Help develop customized review processes and protocols.
- Leverage global teams to assist with site-level separation decision-making.

3 | Transfer the data

**Intelligent data transfer on Day 1**

- Coordinate transfer of electronic and physical documents.
- Coordinate data transfers with on-site and off-site storage.
- Assist with deletion of data that has been transferred from the client environment.
- Track ongoing activities using D.MAAP and other tools.

4 | Deliver greater value

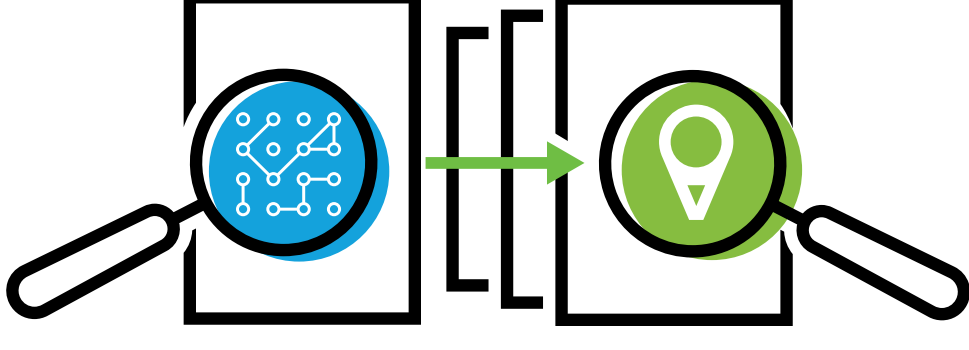
**Records and information governance strategy**

- Support business unit or site-level activities by assisting in establishing governance and guidance to facilitate the data transaction.
- Help establish go-forward information governance strategies and frameworks to support post Day 1 business operations.

**Records bureau**

- House non-delivered data Post Day 1 in a centralized location using Deloitte proprietary and secure online applications.
- Provide secure access to users with role-based access controls and a self-service request, review, and delivery capability to support ongoing management of enterprise data and help reduce storage costs and risks.

The Deloitte difference



**Knowledge and experience**

Deloitte brings extensive M&A, data separation and transfer, and records and information management experience, including recent and relevant experience in specific industries and the ability to execute both smaller and large-scale global projects for major multinational organizations.

**Flexibility and scalability**

We have a demonstrated ability to meet short deadlines, face new or unanticipated challenges, and quickly respond with our global network of skilled practitioners.

**Technology and automation**

We are able to leverage proprietary technology solutions, as well as alliances with other technology providers, for extensibility and scalability. For example, our proprietary data remediation solution helps efficiently identify and disposition data using automation and machine learning, supplemented by skilled teams.

To help you address a wide range of other data challenges, we offer additional capabilities, including:

- Artificial intelligence (AI)-enabled contract management
- Electronic discovery (eDiscovery) and document review
- Data migration, archiving, and decommissioning
- Cyber security and privacy
- Data dispositioning
- Email management

Let's talk

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