### Common view

- Can't talk to the other party
- Can't exchange sensitive information
- Full plan can only be agreed post-deal
- Cannot make job offers pre-close
- Employees/customers will wait and see

### Reality

- Can do a lot without exerting control
- Can use third party "clean team"
- The building of the plan will build trust
- Can let people know they are valued resources
- Your competitors are targeting you now!

You need to start activities NOW and increase awareness within the organization

Mobilize

#### BAKER & M?KENZIE

# What data can be provided pre-closing?

## - Almost always permitted:

- Computer systems; accounting, treasury and information systems; general descriptions of products/services; facility descriptions; non-competitively sensitive environmental information; announced capital expansion/closure plans; personnel information (but not detailed cost/salary information); published financial statements; corporate structure; historic regional sales by volume/product type (i.e., not by customer); historic aggregate costs of input, supplies and facilities (i.e., not by product/supplier); historic aggregate profit margin; historic aggregate expenses and overhead charges.

### – Restricted:

 Marketing plans and strategies; historic pricing data and customer information; historic individual product margin; historic individual costs of input, supplies and facilities; current regional sales by volume and product type (not by customer); new product development or discontinuation of existing products; unannounced capital expansion/closure plans; proprietary technical know-how and data.

## - Almost always prohibited:

 Current pricing data; current bids or negotiations with customers; current specific customer information; current wage and salary information; future pricing intentions; future customer strategies; current individual product margin information; current individual costs of input, supplies and facilities.