



DELIVERING STRATEGIC SOLUTIONS ACCA'S 2000 ANNUAL MEETING

Spreadsheet

		Step 1: Strategic Development	Step 2: Candidate Evaluation and Selection	Step 3: Target Contact and Preliminary Discussions	Step 4: Financial, Operational, and Legal Due Diligence	Step 5: Business Model and Jump-Start Integration Planning	Step 6: Negotiations	Step 7: Execution of Agreement	Step 8: Closing of Transaction	Step 9: Post Closing
Draft Confidentiality Agreement										
Draft Non-Binding Indication of Interest										
Assist with Outline of Transaction Steps										
Engage in HSR Analysis										
Engage in SEC Analysis										
Engage in										

Insurance Regulatory Analysis									
Engage in SEC NASD Analysis									
Prepare Due Diligence List									
Engage in Corporate Overview Research of Target									
Retain Outside Counsel (if applicable)									
Craft Legal Structure of the Transaction									
Commence Blackout for Insider Trading (if applicable)									
Conduct Due Diligence									
Participate in Management Presentations									
Identify Critical Transaction Issues									
Draft Purchase Agreement									

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Draft Ancillary Agreements and Documents										
Shareholder Agreement										
Stock Option Agreement										
Consulting Agreement										
Transition Services Agreement										
Cost-Sharing Agreement										
Reinsurance Agreement										
Quota Share Agreement										
Loan Agreement										
Incorporation Documents										
Board Resolution										
Committee Resolution										
Ascertain Board Approval										
Ascertain										

Investment Committee Approval										
Negotiate Legal Transaction Documents										
Signing of Purchase Agreement										
8-K Issues Analysis										
Review Communications Plan										
Review Press Release										
Prepare and File Filings										
D 2 Investment Filings										
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HSR Filing										
Form A Filing										
Form D Filing(s)										
Other Filings										
Preparation for Form A Hearing										
Preparation for										

Wire Transfer for International Transaction									
Other International Filings									
Draft Bylaw Changes									
Draft Article Changes									
Draft Director and Officer Changes									
Review Updated Disclosure Schedules									
Prepare Closing Activities Matrix									
Prepare/Review Closing Documents									
Officer's Certificate									
Secretary's Certificate									
Incumbency Certificate									
Bill of Sale, if Appropriate									
Assignment and Assumption Agreement, if Appropriate									
Side Letter									

Agreement, if Appropriate										
Other Closing Documents										
Address Transition Services Issues										
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Exchange Signed Closing Documents										
Address Any Closing Issues										
Prepare and Initiate Wire Transfer										
Provide Internal Notification to Various Departments										
Address Any Post-Closing Issues										
Notify Treasury (if Stock Purchase Transaction)										
Monitor Transition										

Services Progress and Address Any Issues									
File Amended Form B (if applicable)									
Prepare Closing Binder of the Transaction									

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