

Any business transformation will take time, effort and commitment from every level of the organization, and integrations present a unique set of challenges. Our understanding of these issues, rooted in our experience of complex large-scale integration projects across sectors and geographies, informs our approach and enables us to implement the plan in alignment with your needs and objectives.

YOUR PEOPLE

- Retaining and motivating of key personnel to maintain institutional knowledge and expertise.
- Considering harmonization of benefits, pensions, and policies.
- Focusing on legal and practical implications of information, consultation, and negotiation processes about any proposed changes.

REGULATORY AND COMPLIANCE

- Identifying requirements in respect of licensing, registrations, permits in the context of ongoing business need and ensuring seamless coverage as the businesses integrate.
- Addressing any historic compliance issues and establishing an appropriate compliance programme for the merged group.



OPERATIONAL MATTERS

- Minimizing disruption to business as usual.
- Developing interim operating guidelines / code of conduct to protect business in the post-acquisition pre-integration phase.
- Identifying any overlaps and managing changes to create efficiencies.
- Managing your existing supply chain and any transition required to adopt new business model.
- Understanding and re-purposing intra-group contractual arrangements.
- Dealing appropriately with your customer and supplier relationships to ensure continuity.
- Planning real estate footprint.

IT SYSTEMS AND FINANCIAL REPORTING

- Scoping the changes required and developing a viable solution for the merged group.
- Alignment of IT integration with legal integration timeframes.
- Determining reporting requirements and putting mechanisms in place to prepare financials and valuations.

PUBLIC PROFILE AND COMMUNICATIONS

- Managing communication and perception of strategy, branding, and priorities for merged group.
- Responding to and navigating challenging political and environmental landscape.
- Minimizing competitor disruption opportunities.
- Respecting cultural and practical differences in each region and jurisdiction in which you do business.

Integration Journey

With the objectives of: maintaining "business as usual", minimizing project risks, and enabling you to focus on innovation, the key areas to take into account when shaping and implementing your integration plan are:

PRE-CLOSE

Planning the integration should begin before the merger completes. Ideally an early focus in these key areas can bring real benefits:

- Communication planning - both internal & external
- Senior leadership & stakeholder engagement
- Interim Operating Guidelines
- Project set up

THE FIRST 100 DAYS POST-CLOSE

Completing a post-acquisition integration takes time. Strategic priorities to address in the immediate post-merger phase must be completed, including developing the overall integration timeline, capitalizing on momentum, and leveraging the best available institutional knowledge. The following areas are a key focus:

- IT & systems
- Procurement
- Compliance audit
- Post-acquisition integration due diligence

BRINGING IT ALL TOGETHER

Planning and implementing a successful Integration will require a cross-functional team adopting a structured and holistic approach. The following areas are key:

- Legal
- Tax Planning
- HR / Benefits
- Treasury
- Finance
- Real Estate

Highlights of our Integration Experience



Advised **Oracle** on integration of multiple businesses over the years from PeopleSoft to Hyperion



Advised **Nokia Corp** on **EUR 15.6 billion** integration of Alcatel-Lucent S.A across jurisdictions



Advised **Kraft Foods** on **USD 19 billion** integration of the European business operations following the acquisition of Cadbury Plc.



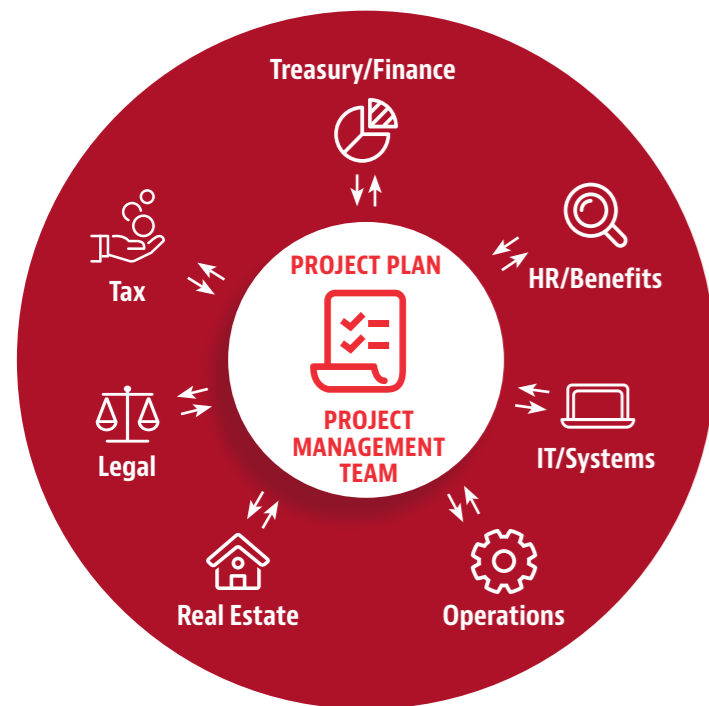
Advised **Shire plc** on **USD 32 billion** post-acquisition integration of Baxalta, Inc.

At Baker McKenzie, we have published a handbook which offers further guidance on the Integration process. Please access it by clicking [here](#).

LEGAL PROJECT MANAGEMENT

Integration projects are complex and doing them efficiently is key. We are at the forefront of Legal Project Management (LPM), believing a structured approach to complex matters results in increased efficiency, cost certainty, and ability to meet deadlines.

We have a large global team of legal project managers worldwide who work along side our lawyers to support key matters, achieving the most cost-effective approach without sacrificing quality by ensuring the right person is doing the right job at the right time.



WIDE RANGE OF LPM ACTIVITIES TAILORED FOR EACH MATTER



INTEGRATED SUPPORT

Project management is embedded into the project team working with key functions to design and implement the project, including utilizing non-legal resources and innovative approaches.



RISK AND FEE MANAGEMENT

Track and manage budget via detailed financial reporting; track timeline and scope through the duration of a project as well as proactively identify, manage and mitigate potential project, legal, and financial risks to the client.



PROCESS IMPROVEMENT AND EFFICIENCY

Develop and deploy best practice, templates, and re-usable resources to make processes more familiar and appropriate, including leveraging innovative technology.



REPORTING AND VISIBILITY

"One source of truth" approach - to improve data quality by centralising critical information, process maps, checklists, trackers, and related project reporting to increase visibility to all parties.

USING TECHNOLOGY TO DRIVE EFFICIENCY

We recognize that the future of law is open, collaborative, and ground-breaking. We are constantly exploring ways to improve our work process and delivery. Collaboration among our lawyers, project managers, process engineers and others is driving this change. Our legal project management team brings the best of our legal technology platforms to our lawyers and our clients, helping to create new ways of working.

Using innovative technologies and AI processes means key project information and progress are automatically logged, tracked and analyzed to deliver a successful project.



Credentials



Our dedicated Reorganizations Group offers unrivalled expertise and global coverage with over 400 lawyers, in our 77 offices in 46 countries worldwide.



We have advised on more than 400 integration, reorganization and separation/carve-out projects.



Tier 1, Corporate and Commercial: International Business Reorganisations - Legal 500 UK 2021



We have one of the leading tax practices in the world. Offering a unique combination of "BIG4" and "BIG LAW" high-end international tax services.



We have the largest employment practice in the world and the only one to be ranked Band 1 by Chambers Global.

TRANSACTIONAL POWERHOUSE

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