

## Overview

When you are purchasing an operating business from a large corporation in a spin-out transaction, you need to make sure you have identified the full package of contractual and IP rights and related personnel you will need to run the business successfully after the closing. Dentons' lawyers have in-depth experience analyzing integrated businesses and fashioning effective purchase and transition services documents so the purchaser is assured of acquiring exactly the assets needed to run the business on a stand-alone basis going forward.

We have deep market knowledge in spin-out transactions, and whether you are a fund or a corporate buyer, Dentons will help you identify the exact set of post-closing transition services needed and the customary market terms under which such services are provided.

Our corporate and IP teams, together with our employment, benefits and labor law teams, work together seamlessly. We provide industry-focused advice when it comes to IP transition and licensing, as well as transitional employment services and benefits arrangements, which are critical components in successfully separating an acquired business from its existing corporate platform.

With experience in hundreds of transactions, Dentons' lawyers are perfectly positioned to provide you with the best possible advice and help you structure your spin-out transaction from the outset.

## Your Key Contacts

### Canada



**Andrea C. Johnson**  
Partner, Ottawa  
D +1 613 783 9655  
M +1 613 614 0292  
[andrea.johnson@dentons.com](mailto:andrea.johnson@dentons.com)



**Rob (Robert) R. Roth**  
National Partner - Strategic  
Transactions and  
Commercial Development,  
Montréal  
D +1 514 878 8893  
[robert.roth@dentons.com](mailto:robert.roth@dentons.com)



**Rick (Richard) Scott**  
Global Vice Chair and  
Presiding Member, Dentons  
Canada LLP, Toronto  
D +1 416 863 4370  
[richard.scott@dentons.com](mailto:richard.scott@dentons.com)



**Charles Spector**  
Partner, Montréal  
D +1 514 878 8847  
M +1 514 887 8847  
[charles.spector@dentons.com](mailto:charles.spector@dentons.com)

### United States



**Paul A. Gajer**  
Partner, New York  
D +1 212 398 5293  
M +1 516 659 6064



**Steven L. Rist**  
Partner, Kansas City  
D +1 816 460 2645  
[steve.rist@dentons.com](mailto:steve.rist@dentons.com)

[paul.gajer@dentons.com](mailto:paul.gajer@dentons.com)

## Latin America and the Caribbean



**Bernardo Cárdenas**  
Colombia Managing Partner,  
Bogotá  
D +57 1 746 7000 ext. 219  
[bernardo.cardenas@dentons.com](mailto:bernardo.cardenas@dentons.com)



**Eduardo Cárdenas**  
Partner, Bogotá  
D +57 1 746 7000 ext. 217  
[eduardo.cardenas@dentons.com](mailto:eduardo.cardenas@dentons.com)

## Europe



**Piotr Dulewicz**  
Partner, Warsaw  
D +48 22 242 56 60  
[piotr.dulewicz@dentons.com](mailto:piotr.dulewicz@dentons.com)

## United Kingdom



**Jeremy Cohen**  
UKME Chief Executive  
Officer and Partner, London  
D +44 20 7246 7371  
[jeremy.cohen@dentons.com](mailto:jeremy.cohen@dentons.com)



**Andrew Harris**  
Partner, Milton Keynes  
D +44 1908 257631  
[andrew.harris@dentons.com](mailto:andrew.harris@dentons.com)

## Central and Eastern Europe



**Piotr Dulewicz**  
Partner, Warsaw  
D +48 22 242 56 60  
[piotr.dulewicz@dentons.com](mailto:piotr.dulewicz@dentons.com)

## Russia, CIS and the Caucasus



**Alexei Zakharko**  
Russia Managing Partner,  
Moscow  
D +7 495 644 0500  
[alexei.zakharko@dentons.com](mailto:alexei.zakharko@dentons.com)

## Africa



**Jeremy Cohen**  
UKME Chief Executive  
Officer and Partner, London  
D +44 20 7246 7371  
[jeremy.cohen@dentons.com](mailto:jeremy.cohen@dentons.com)



**Richard Macklin**  
Partner and Global Vice  
Chair, London  
D +44 20 7246 7071  
[richard.macklin@dentons.com](mailto:richard.macklin@dentons.com)

## Middle East



**Iain Black**  
Partner, Dubai  
D +971 4 4020 850  
[iain.black@dentons.com](mailto:iain.black@dentons.com)