

Track	Advisory and Advocacy		
TSC Category	Legal Advocacy & Advisory		
TSC	Deal Structuring		
TSC Description	Advise on and design deal structures and transactional documents between parties		
TSC Proficiency Level	Basic	Intermediate	Advanced
TSC Proficiency Level Description	Contribute to the execution of the design of a deal structure	Propose the design of a deal structure	Establish direction and lead the design and execution of a deal structure
Knowledge	- Laws and regulations applicable to transactions (e.g., tax regulations, corporate laws and compliance requirements set by authorities) - Business environment relating to the deal or transaction - Basic deal structures and strategies (e.g., tax implications, asset purchase, stock purchase and merger) - Deal structuring processes (e.g., checklists) - Basic financial management principles (e.g., financial statements and financial data) - Legal documents relevant for transactions (e.g. transfer agreements, shareholder agreements, post-completion integration plans, share certificates and company resolutions)	- Deal structures and strategies - Problem-solving techniques	- Complex deal structures and strategies (e.g., for cross-border transactions) - Intermediate financial management principles (e.g., accounting and revenue recognition principles, financial statements, financial models and business valuation)
Abilities	- Identify the key elements of a transaction (e.g., transaction objectives, client's business goals and strategy, parties involved, assets or securities being transferred and payment terms) - Identify and consolidate issues arising from due diligence which may impact a transaction - Identify laws and regulations applicable to a transaction - Identify a client's legal obligations, rights and responsibilities, and risks in a transaction - Draft transactional documents for a deal structure	- Analyse the key elements of a transaction (e.g., transaction objectives, client's business goals and strategy, parties involved, assets or securities being transferred and payment terms) - Analyse issues arising from due diligence and evaluate implications on a transaction and client's position (e.g., contractual limitations and instances of non-compliance) - Assess proposed deal structures in accordance with laws and regulations applicable to a transaction - Propose possible deal structures for a transaction and draft advice on implications of the proposal - Evaluate a draft transactional document to reflect a client's instructions and negotiated outcomes	- Assess the analysis of a transaction to mitigate future risks and issues - Assess outcomes and analysis from due diligence to assist a client on commercial decisions - Design and evaluate possible deal structures and advise a client on the implications of the proposal - Advise or guide a client on a complex transaction and deal structure - Direct the drafting of a transactional document to reflect a client's instructions and negotiated outcomes

Job Roles	• Associate (Corporate)	• Senior Associate (Corporate) • Legal Counsel • Senior Legal Counsel	• Partner (Corporate) • General Counsel
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