To: Students in “Deals” (Law 720 / Mgmt 717)

From: Professors Michael Knoll and Daniel Raff

In re: Part II of the Course: The Roster of Deals

Date: February 23, 2009

Part II of the course will predominantly consist of the close study of five relatively recent transactions. As described in a separate memo (Part II of the Course: Team Membership and Assignments), all students enrolled in the course are assigned to one deal team. The responsibilities of each team are described in another memo (Part II of the Course: Deal Responsibilities). The deal documentation will be distributed as it is received from the principals. Until then, teams should get together and organize themselves. Teams may be able to get a head start on their work from public sources, such as EDGAR and the Internet.

Each deal will get a week of class time. The primary deal team will run the Monday session. Principals involved in the transaction will make a presentation and take questions on Wednesday.

The Roster of Deals

We are delighted with both the high-quality of the deals and the high-powered principals who have agreed to participate this term. The five deals and the dates they will be covered are as follows:

March 22 and 24. GE’s sale of Corporate Payment Service to American Express.

March 29 and April 1. The development of 1600 Broadway, NY NY.

April 6 and 8. AEA Investors acquisition of Performance Materials from BF Goodrich and its subsequent sale as Noveon Holdings, Inc.

April 13 and April 15. The sale of Clear Channel to Bain and T.H. Lee

April 20 and April 22. Quad-C Management’s acquisition of Service Partners and its subsequent sale to Masco.