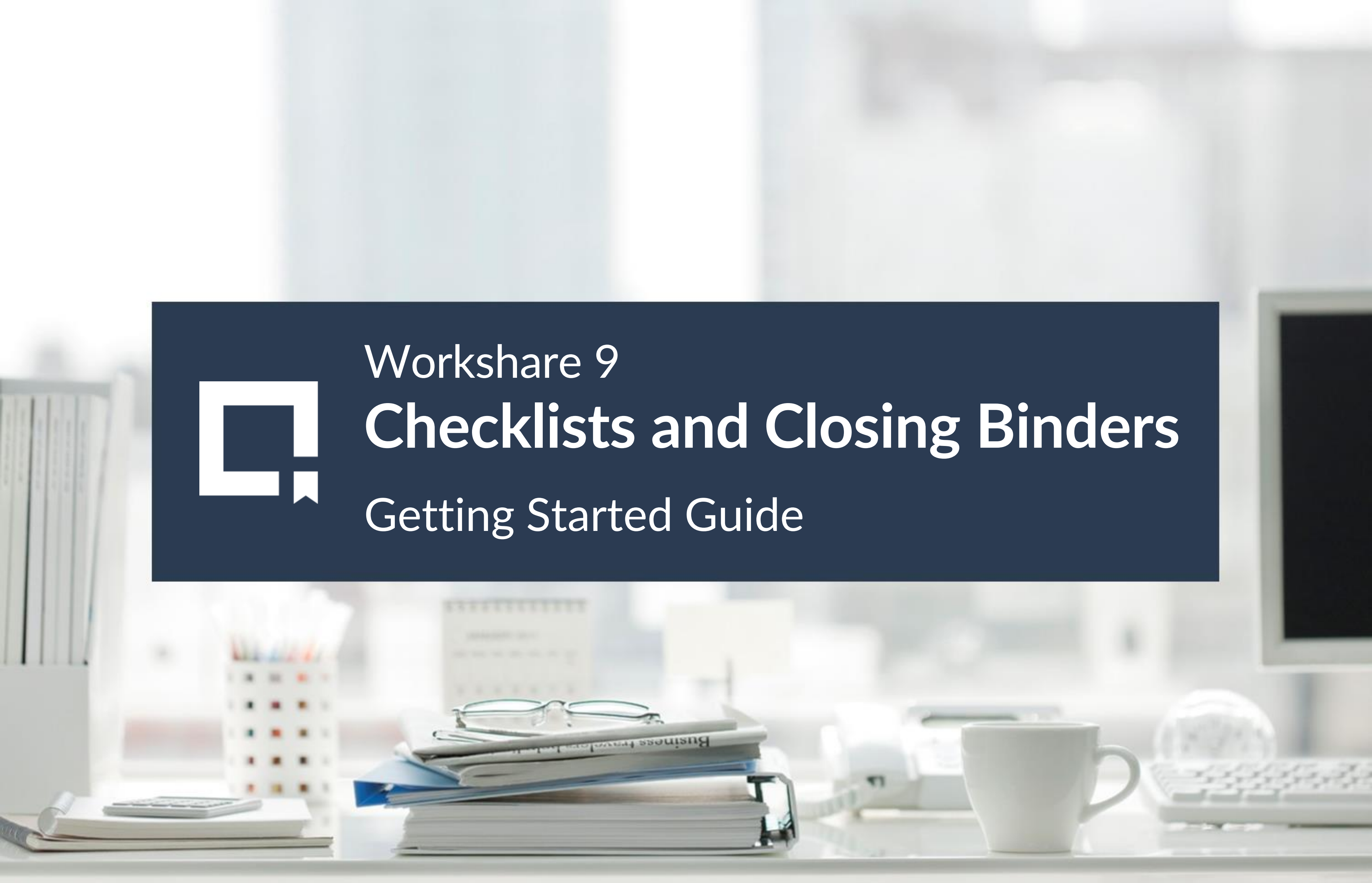


Workshare 9

Checklists and Closing Binders

Getting Started Guide

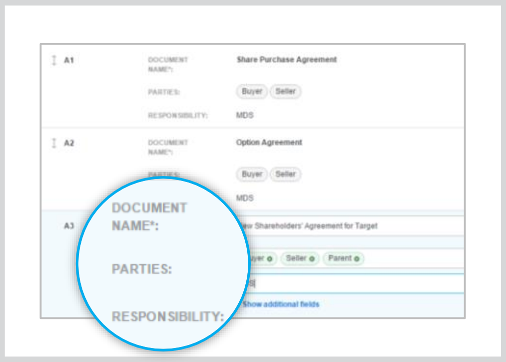
Workshare

for Mac

Run deals the right way

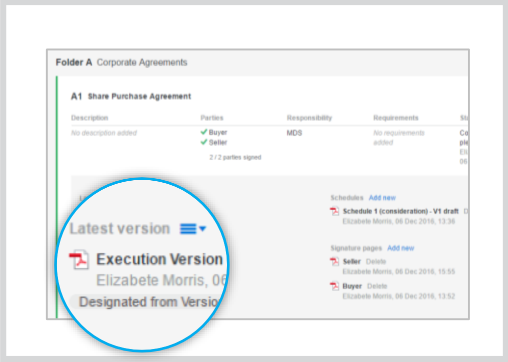
Automate the transaction process so your deals move faster and more securely.

Create the deal



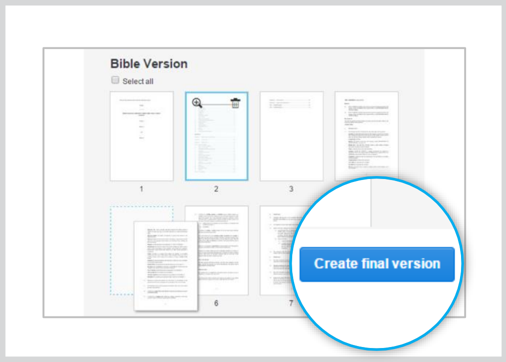
Set up an online workspace based on the documents checklist and invite participants.

Exchange drafts



The workspace becomes the primary way to exchange deal files, eliminating email overload.

Close the deal



Closing the deal is ordered and organized so you can quickly prepare closing binders (or “bible versions”).

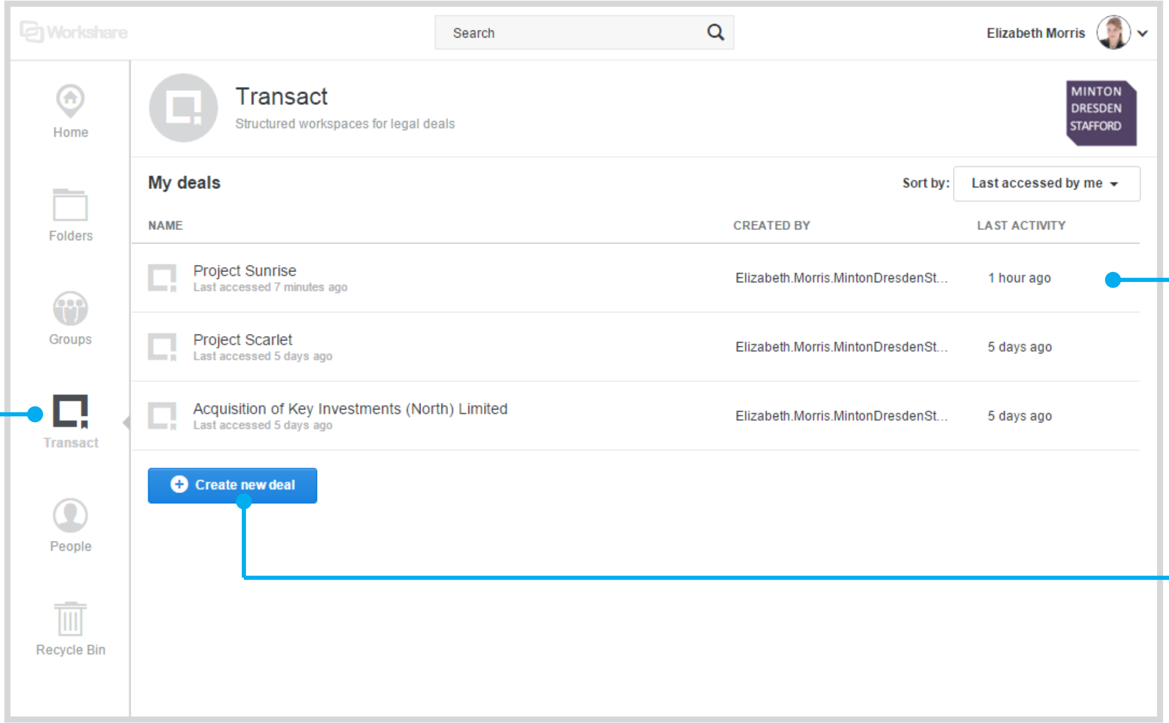
Get started…

Create the deal

Access the deals area

When you have an internet connection, you can access your deals – wherever you are.

Log in to my.workshare.com or open the Workshare desktop app and select **Transact**.



Your active deals are available here. Select a deal to work with it.

If you want to start a new deal, click here.

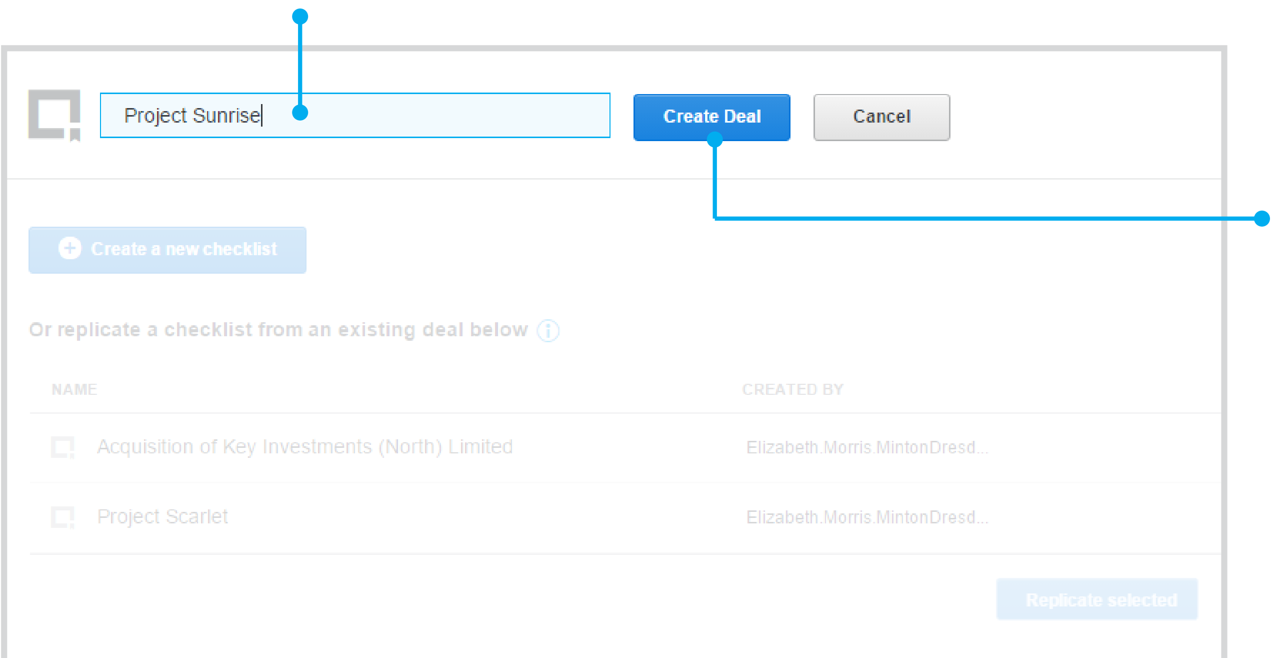
We'll begin by starting a new deal. Click **Create new deal…**

Create the deal

1. Name the deal

When you create a new deal, you'll be asked to set up the deal's structure. This includes giving it a name and indicating which parties and documents will be involved.

The first step is to give the deal a name.



When you've given it a name, click **Create Deal**.

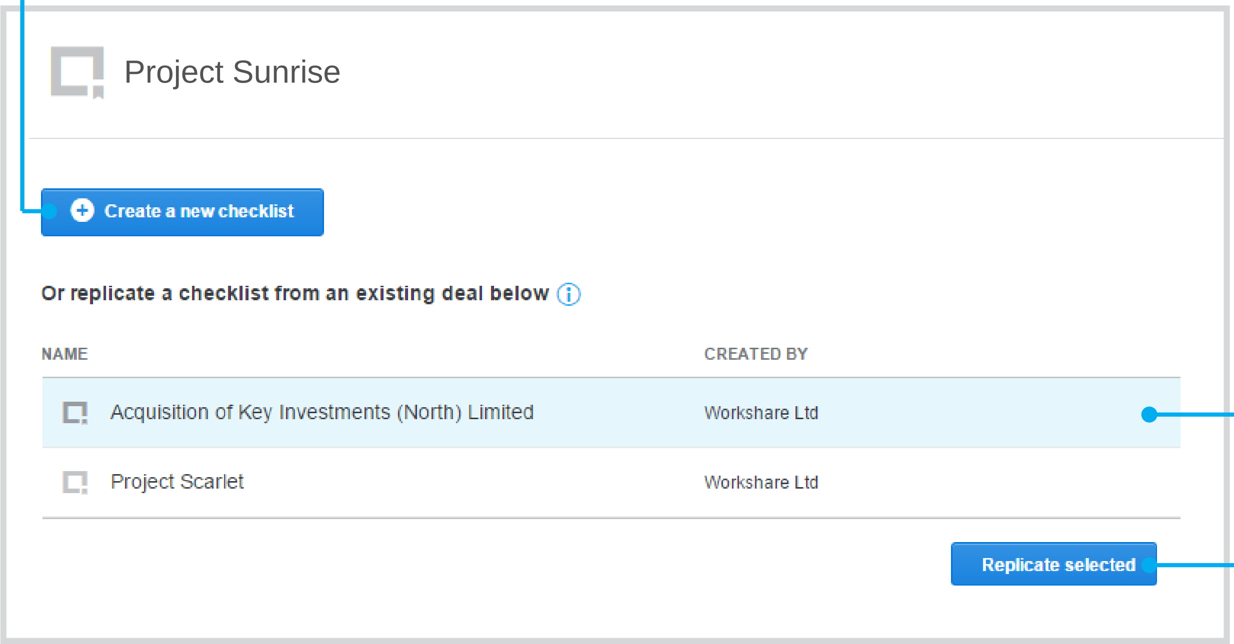
As creator of the deal, you have Admin status, which means you can invite people to join the deal and edit the checklist.

Create the deal

2. Create a new checklist or replicate an existing one

After you've created your deal, you'll be asked whether you want to create a new checklist or replicate an existing checklist.

To create a checklist from scratch, click **Create a new checklist**.



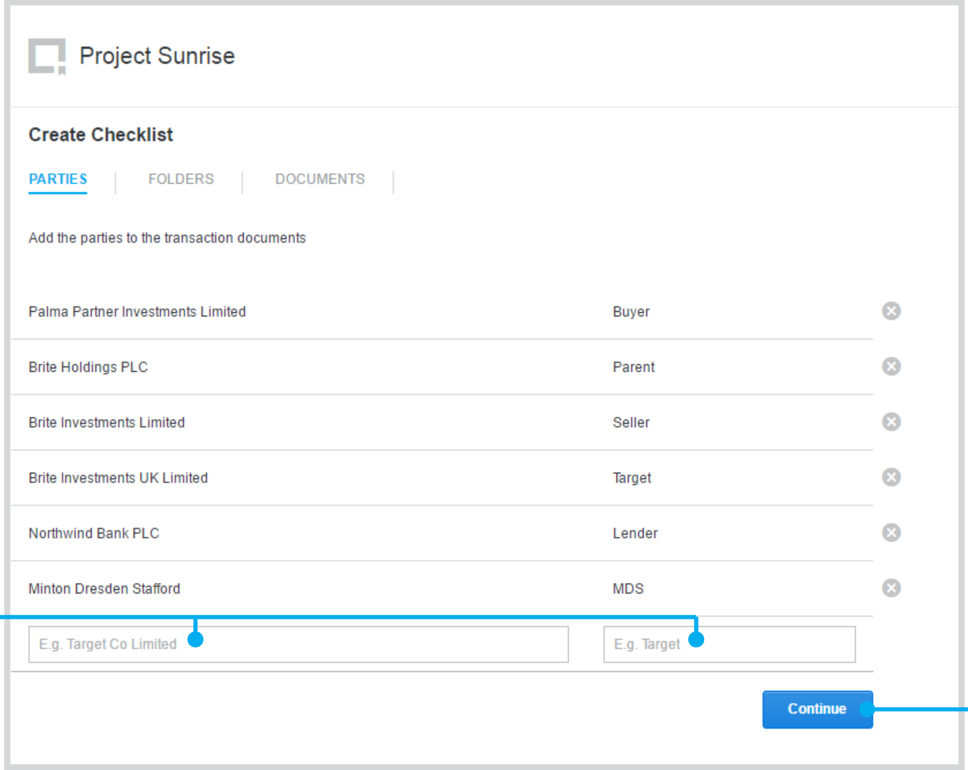
To replicate a checklist from another deal, select the deal, then click **Replicate selected**.

Create the deal

3. Name the parties

The next step is to name the parties to the deal and give each one an abbreviation that will be used to identify it in the documents checklist.

Enter the names of each party to the deal. Give each party an appropriate abbreviation that the deal participants will recognize. Names and abbreviations must be unique.



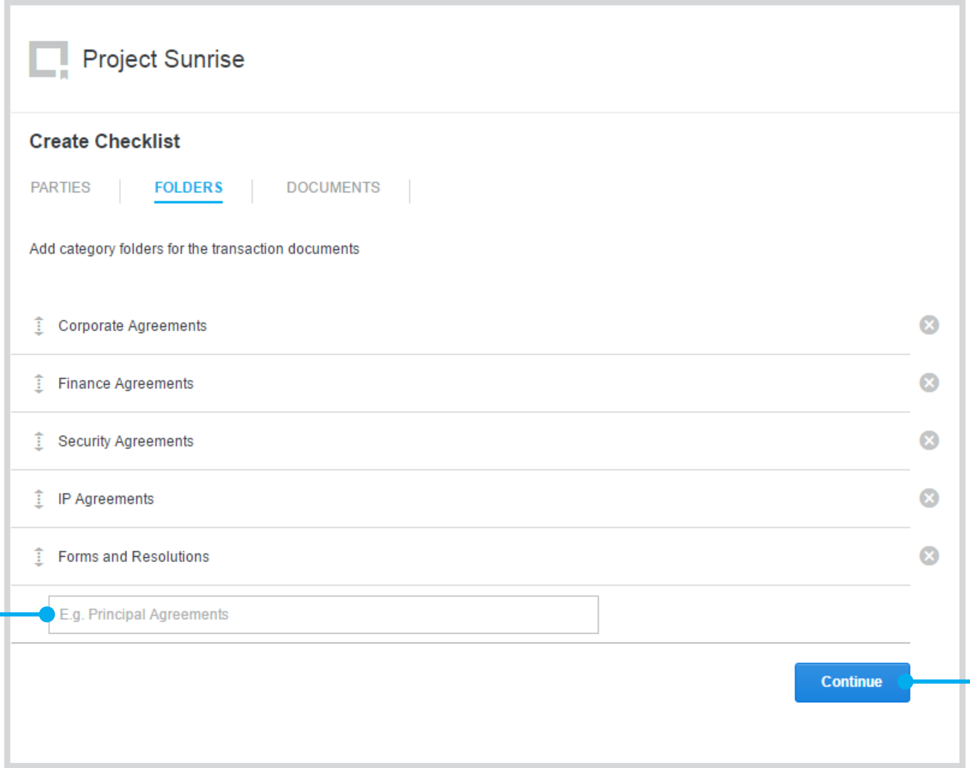
When you've finished adding the parties, click **Continue**.

Create the deal

4. Name the document folders

Now create folders to contain the documents for the deal. Each folder should represent a different section of the documents checklist.

Enter unique folder names appropriate for the deal.



When you've added all your folders, click **Continue**.

Create the deal

5. Enter the details of the documents

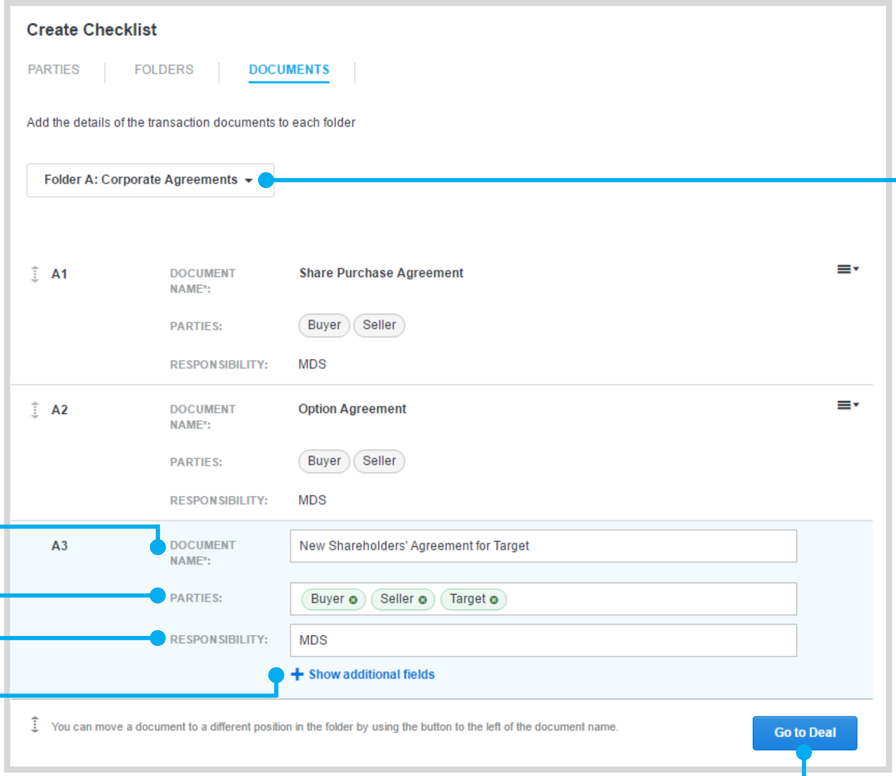
Now that the folders are set up, name the documents that will go in them and indicate which parties will sign the documents.

1 Enter a unique document name.

2 Add parties to the document.

If you want to allocate responsibility for producing drafts of the document, use the **Responsibility** field. Responsibility is optional.

3 You can add a description or requirements for the document. These are optional fields that are available under **Show additional fields**.



4 Select the next folder and add its document names and parties.

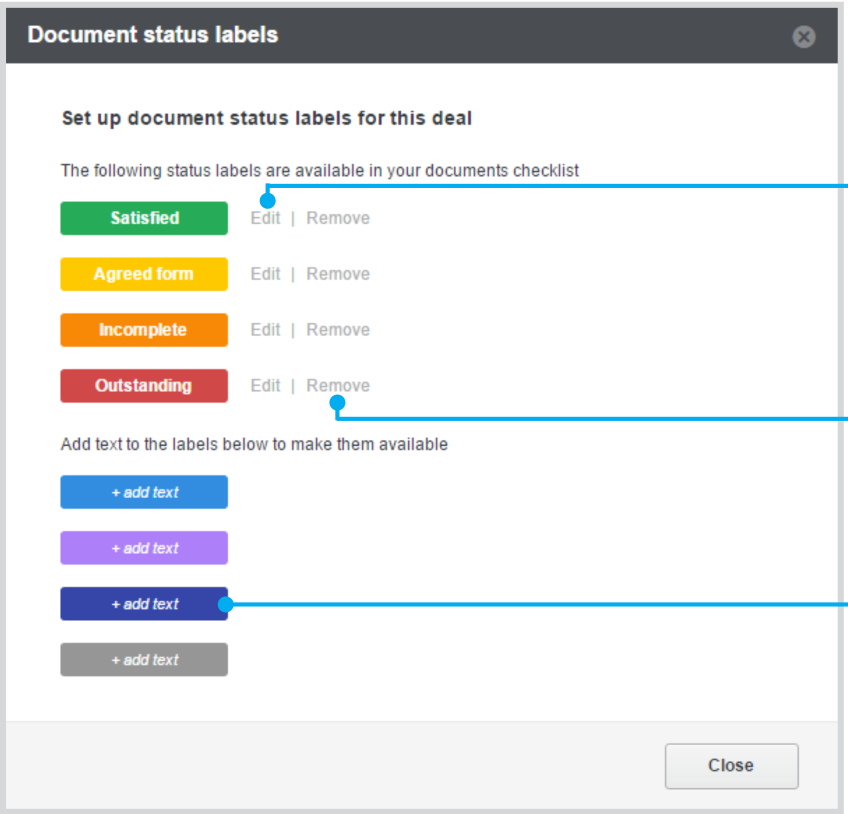
5 When you've completed all the folders, click **Go to Deal**. Your documents checklist is finished. You can start inviting participants and uploading files.

Create the deal

Set up status labels

Deal admins can apply status labels to documents to help deal participants keep track of how each document is progressing in the deal. By default, there are four status labels available: **Satisfied**, **Agreed form**, **Incomplete** and **Outstanding**.

To change which labels and colors are available for your deal, click Deal actions at the top of the deal and select **Set up labels**.



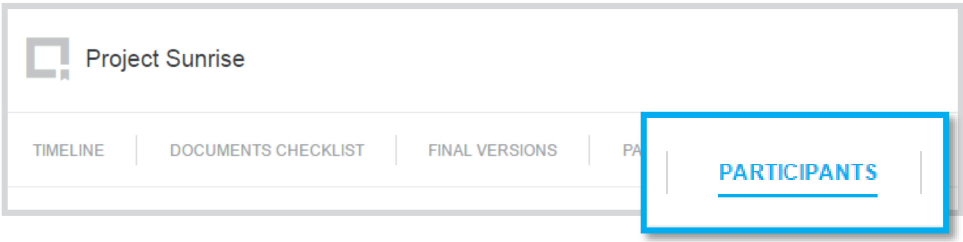
To edit the text of an existing label, click **Edit**. Enter the new text and click .

To remove an existing label, click **Remove**.

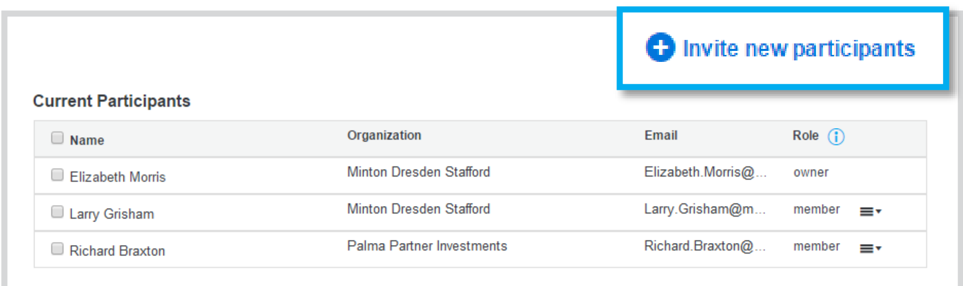
To add a new label, click **add text** in the color of your choice. Enter the text for the label and click .

Create the deal

Invite participants



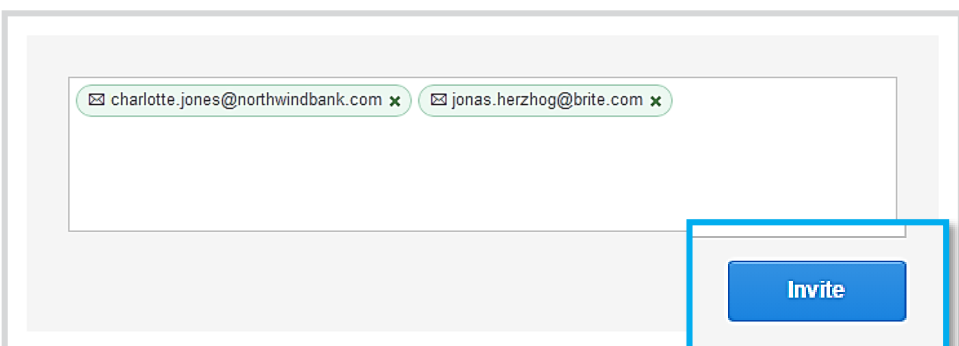
1. To invite others to join your deal, click **Participants**.



2. You'll see a list of those who currently have access to the deal.

   Click **Invite new participants**.

   Only users with Admin status can send invitations.



3. Add the email addresses and click **Invite**.

   An email invitation will be sent to each of the addresses.

   Pending invitations will be shown below the **Current Participants**. You can cancel invitations.

To give a participant Admin status, click the ≡▾ menu next to their name and select **Grant admin rights**.

Exchange drafts

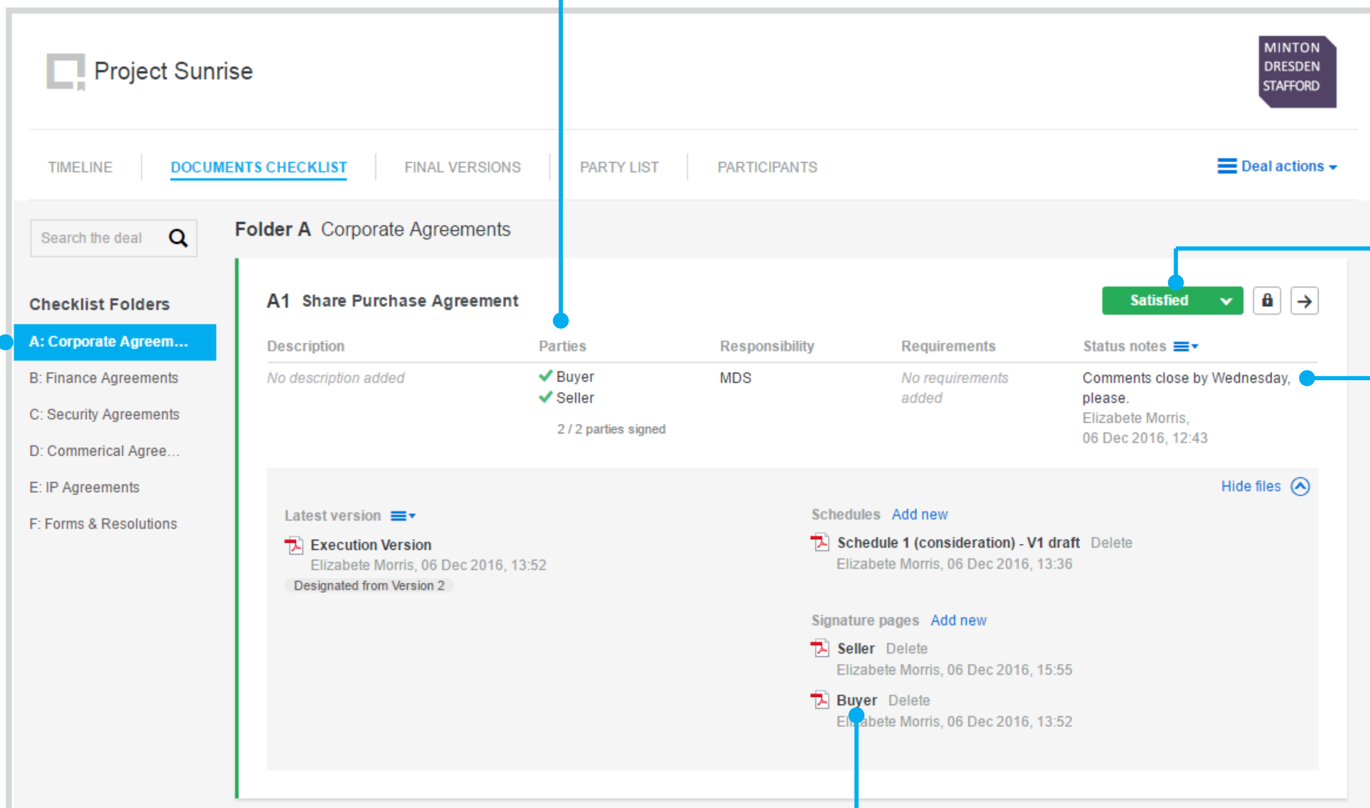
The documents checklist

The documents checklist is the principal screen lawyers use to exchange and organize draft agreements throughout the course of the transaction.

Navigate between folders.

See who has signed the document.

View a document's status and notes.

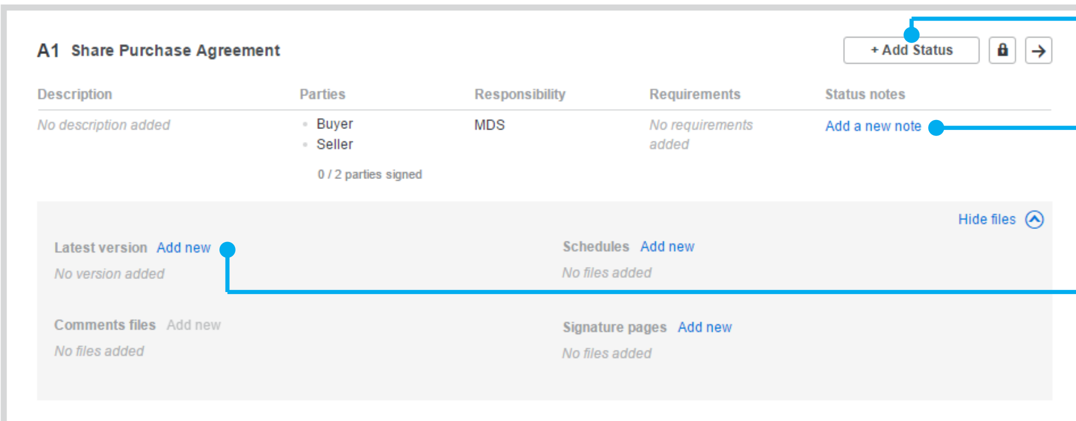


View a file by clicking its name. From the file view, you can save the file or print it.

Exchange drafts

Upload draft documents

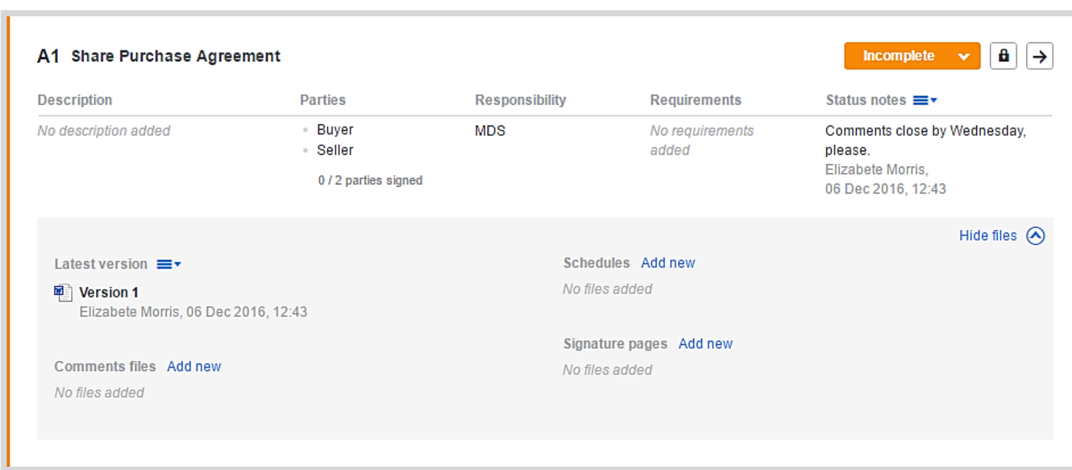
The documents checklist initially appears without any status labels, status notes or document versions.



Add a status label.

Add a status note.

Upload the first version of a document.

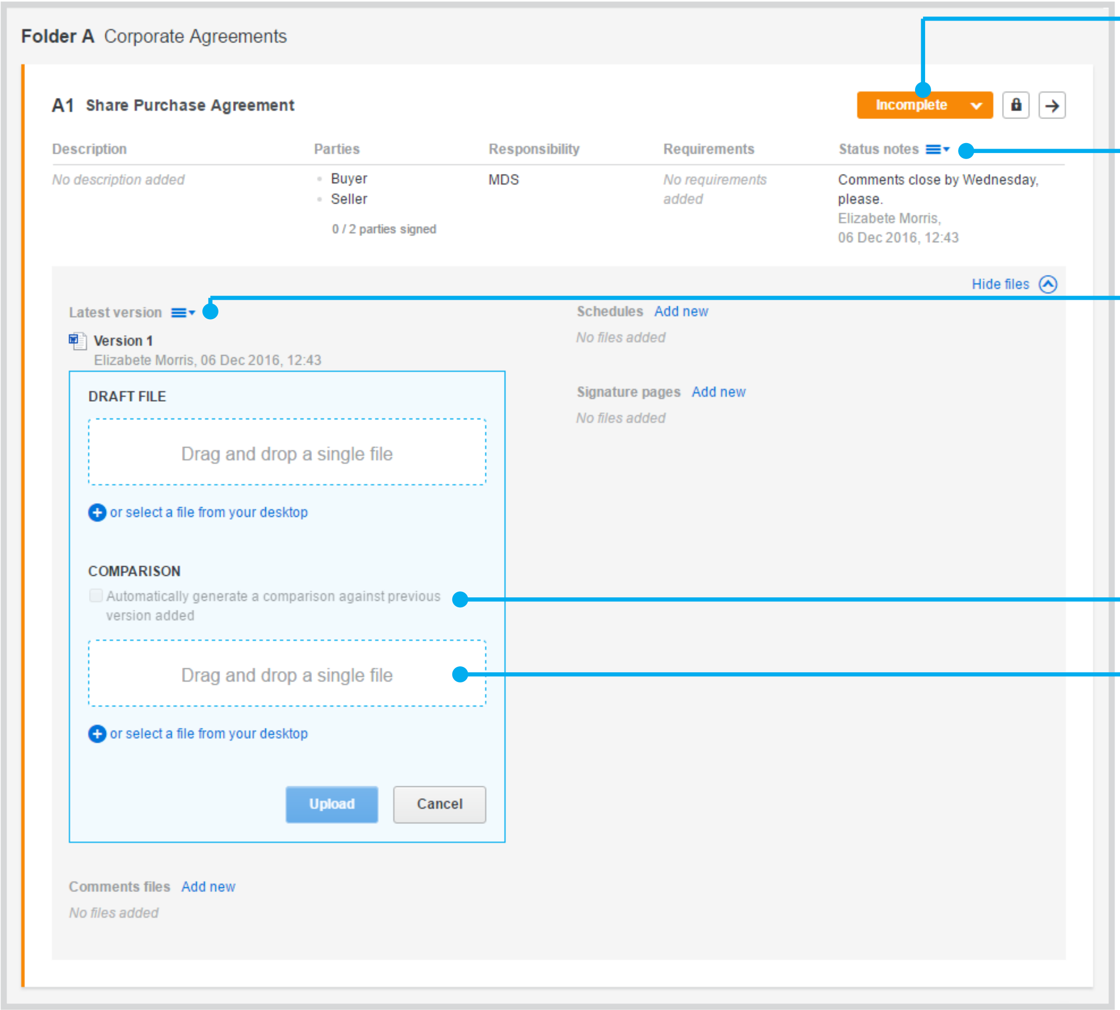


Everyone participating in your deal will be able to see the document version and the status.

Exchange drafts

Upload new versions

Once the first draft document is uploaded, you can continue updating it.



To update the status label, select it.

To update the status note, select **New Note** from the menu.

To upload a new version of the document, select **Draft Version** from the menu.

You may also want to include a comparison of the new version against the previous version.

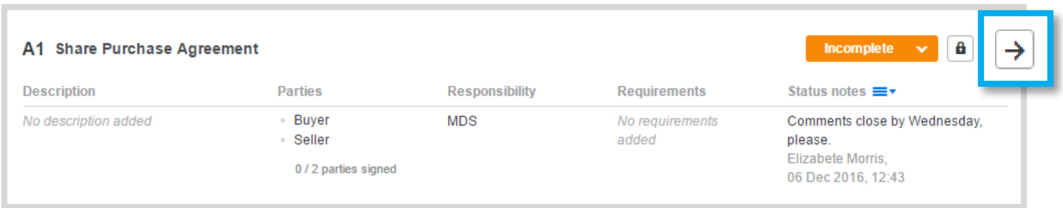
To automatically create a DeltaView comparison, select **Automatically generate a comparison against previous version added**.

To upload a comparison, drag and drop it from your desktop.

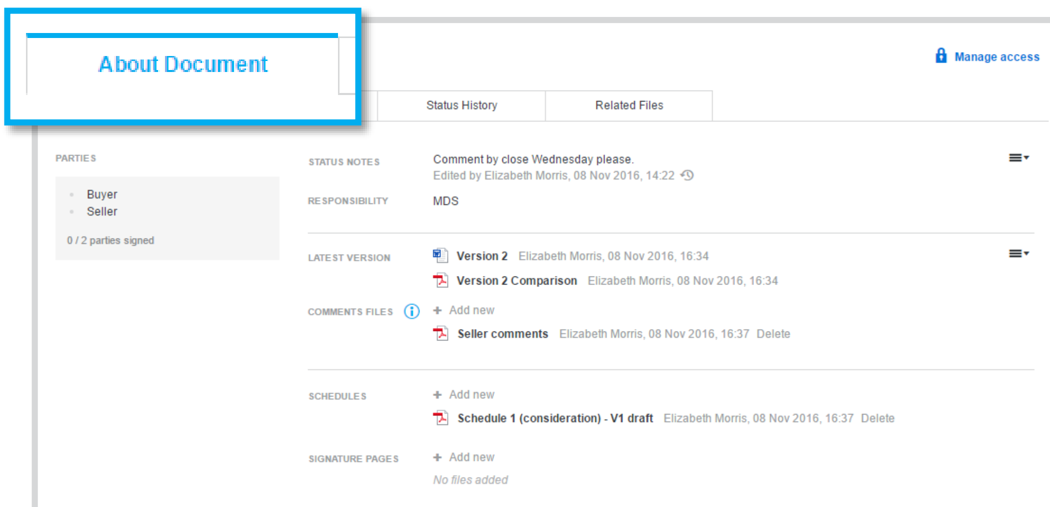
Exchange drafts

Manage document access and view previous versions

You can change which participants have access to a document at any time as well as see all related documents, comments files and previous versions and status updates.



To manage participant access and view all the information relating to a document, click the arrow next to it.



The **About Document** tab summarizes the latest information about the document.

The **Version History** tab lists all historical versions of the document.

The **Status History** tab lists all historical status notes for the document.

The **Related Files** tab provides a place for you to upload and access any related files.

The **Manage access** option at the top allows you to specify who has access to the document.

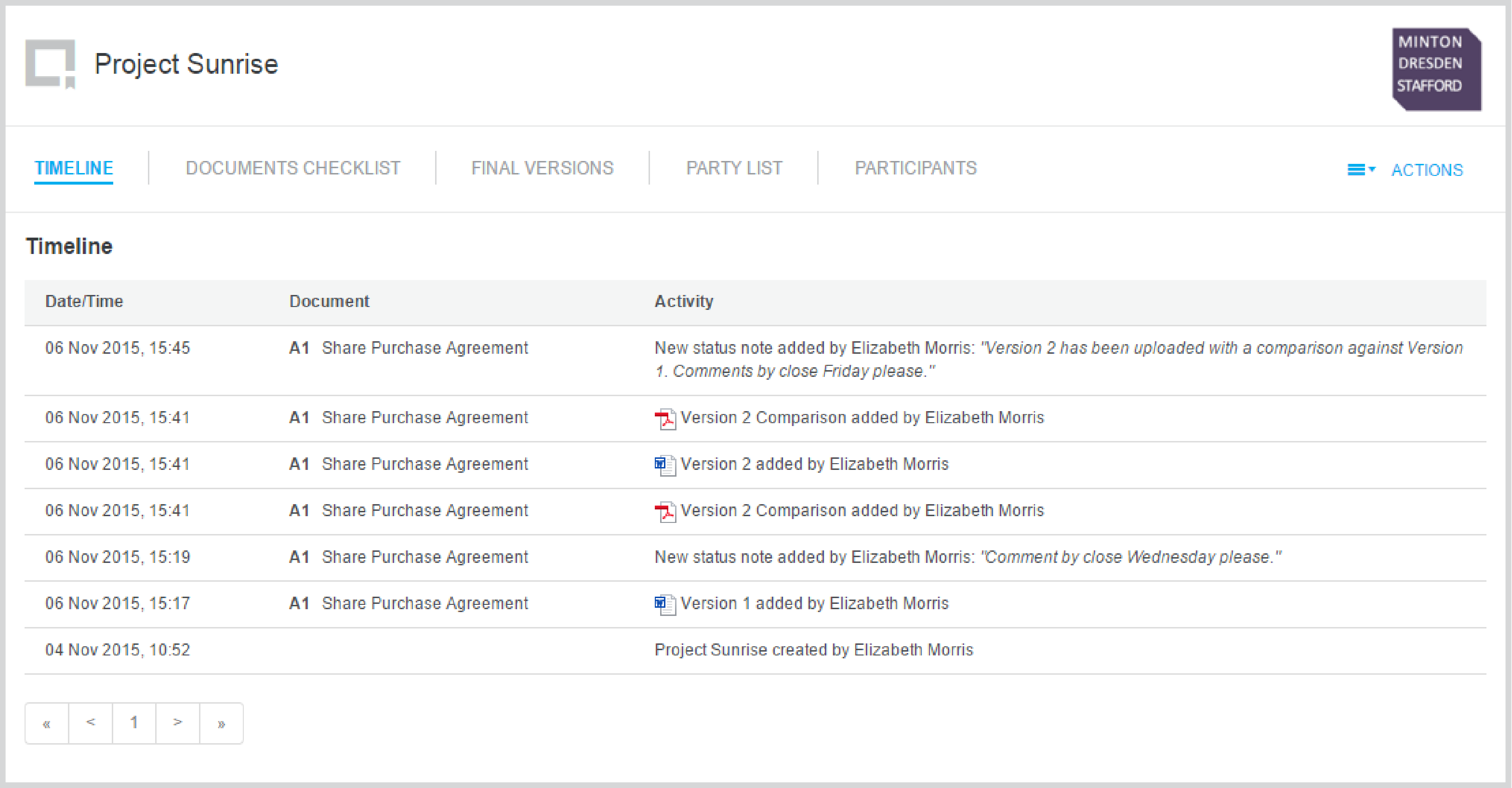
To quickly get to a document's **Manage access** options, click next to the document in the checklist.

Exchange drafts

The timeline

The timeline provides a chronological feed of every activity within the deal. It records file uploads and deletions, status note additions, and participants joining or leaving the deal.

Email notifications are sent to all participants in respect of each activity (unless they are turned off by the individual participant).


Project Sunrise

MINTON DRESDEN STAFFORD

TIMELINE | DOCUMENTS CHECKLIST | FINAL VERSIONS | PARTY LIST | PARTICIPANTS | ACTIONS

Timeline

Date/Time	Document	Activity
06 Nov 2015, 15:45	**A1** Share Purchase Agreement	New status note added by Elizabeth Morris: *"Version 2 has been uploaded with a comparison against Version 1. Comments by close Friday please."*
06 Nov 2015, 15:41	**A1** Share Purchase Agreement	Version 2 Comparison added by Elizabeth Morris
06 Nov 2015, 15:41	**A1** Share Purchase Agreement	Version 2 added by Elizabeth Morris
06 Nov 2015, 15:41	**A1** Share Purchase Agreement	Version 2 Comparison added by Elizabeth Morris
06 Nov 2015, 15:19	**A1** Share Purchase Agreement	New status note added by Elizabeth Morris: *"Comment by close Wednesday please."*
06 Nov 2015, 15:17	**A1** Share Purchase Agreement	Version 1 added by Elizabeth Morris
04 Nov 2015, 10:52		Project Sunrise created by Elizabeth Morris

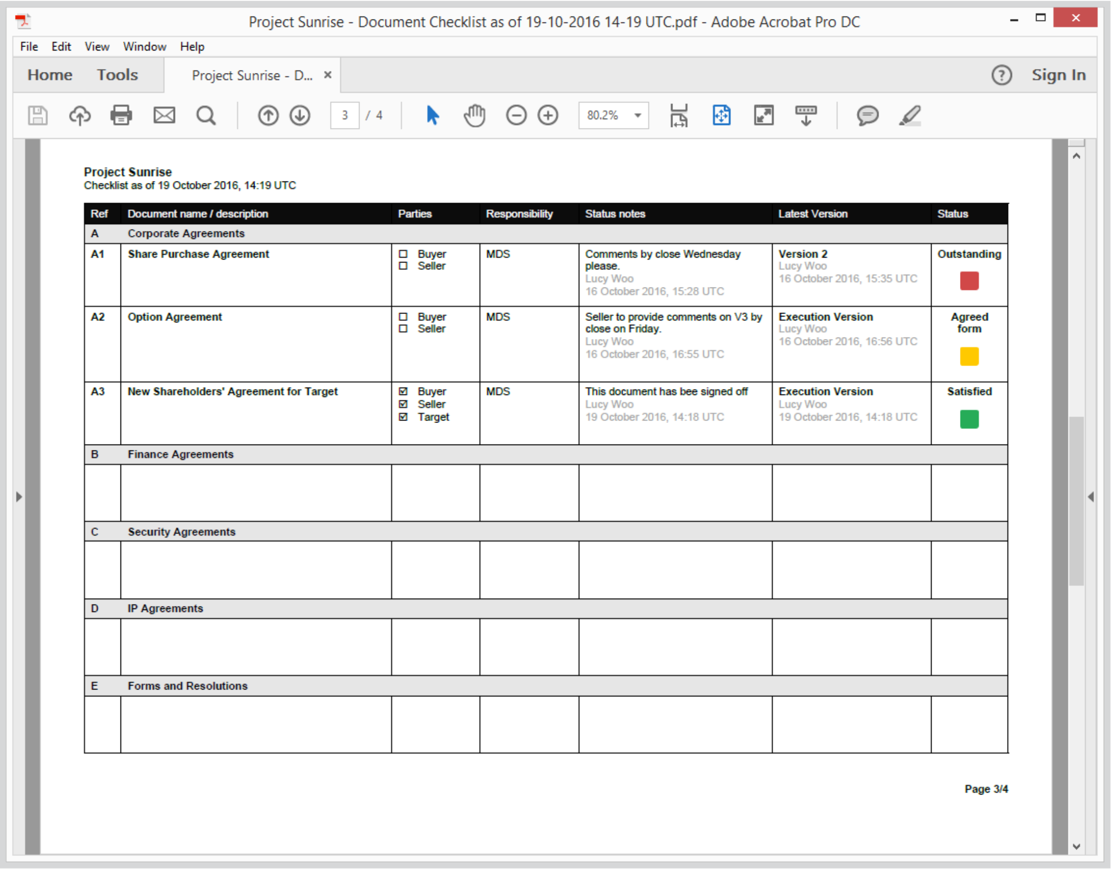
« < 1 > »

Exchange drafts

Export the documents checklist

You can export a copy of the documents checklist as a PDF or Word file at any time. Simply select **Export checklist** from the **Deal actions** menu on the right-hand side of any screen and choose your preferred file format.

More information about the **Deal actions** menu is available at the end of this guide.



Project Sunrise
Checklist as of 19 October 2016, 14:19 UTC

Ref	Document name / description	Parties	Responsibility	Status notes	Latest Version	Status
A	Corporate Agreements					
A1	Share Purchase Agreement	☐ Buyer ☐ Seller	MDS	Comments by close Wednesday please. Lucy Woo 16 October 2016, 15:28 UTC	Version 2 Lucy Woo 16 October 2016, 15:35 UTC	Outstanding
A2	Option Agreement	☐ Buyer ☐ Seller	MDS	Seller to provide comments on V3 by close on Friday. Lucy Woo 16 October 2016, 16:55 UTC	Execution Version Lucy Woo 16 October 2016, 16:56 UTC	Agreed form
A3	New Shareholders' Agreement for Target	☑ Buyer ☑ Seller ☑ Target	MDS	This document has bee signed off Lucy Woo 19 October 2016, 14:18 UTC	Execution Version Lucy Woo 19 October 2016, 14:18 UTC	Satisfied
B	Finance Agreements					
C	Security Agreements					
D	IP Agreements					
E	Forms and Resolutions					

Page 3/4

Edit the documents checklist

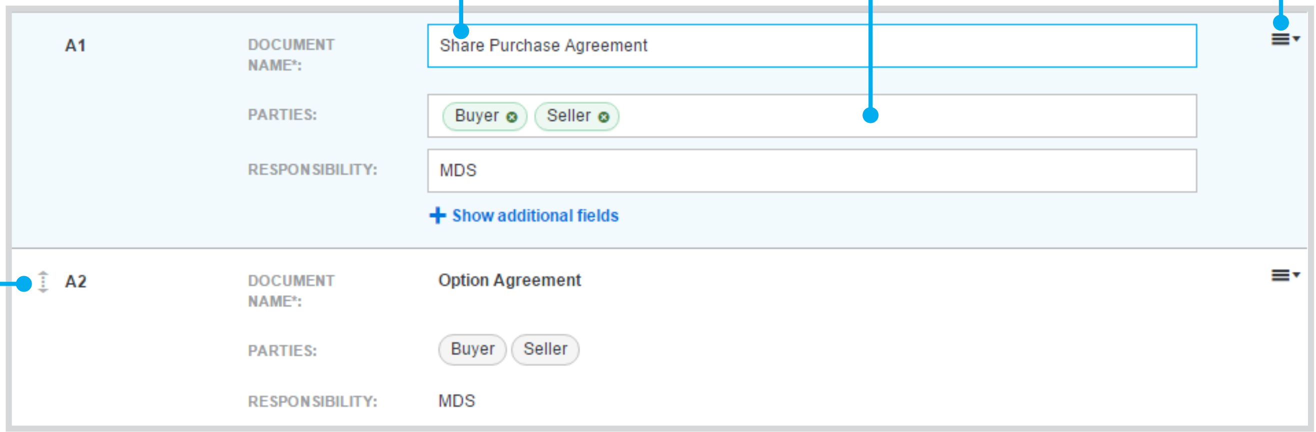
As someone with Admin status, you can edit the documents checklist at any time. Simply click the **Deal actions** menu available on every screen and select **Edit checklist**. You can then edit the parties, folders and documents of the deal by selecting the appropriate option from the top of the page.

For example, you can make the following changes to **documents** in the checklist:

Amend a document’s name.

Add or remove parties.

Delete a document, or move it to another folder.



Change the order of a document within a folder. Use the handle to pick up the document and drop it in the correct place.

Removing a document also removes related versions and related files. If you may need this content later, instead of deleting the document, create a folder named “Deleted Documents” and move the document there.

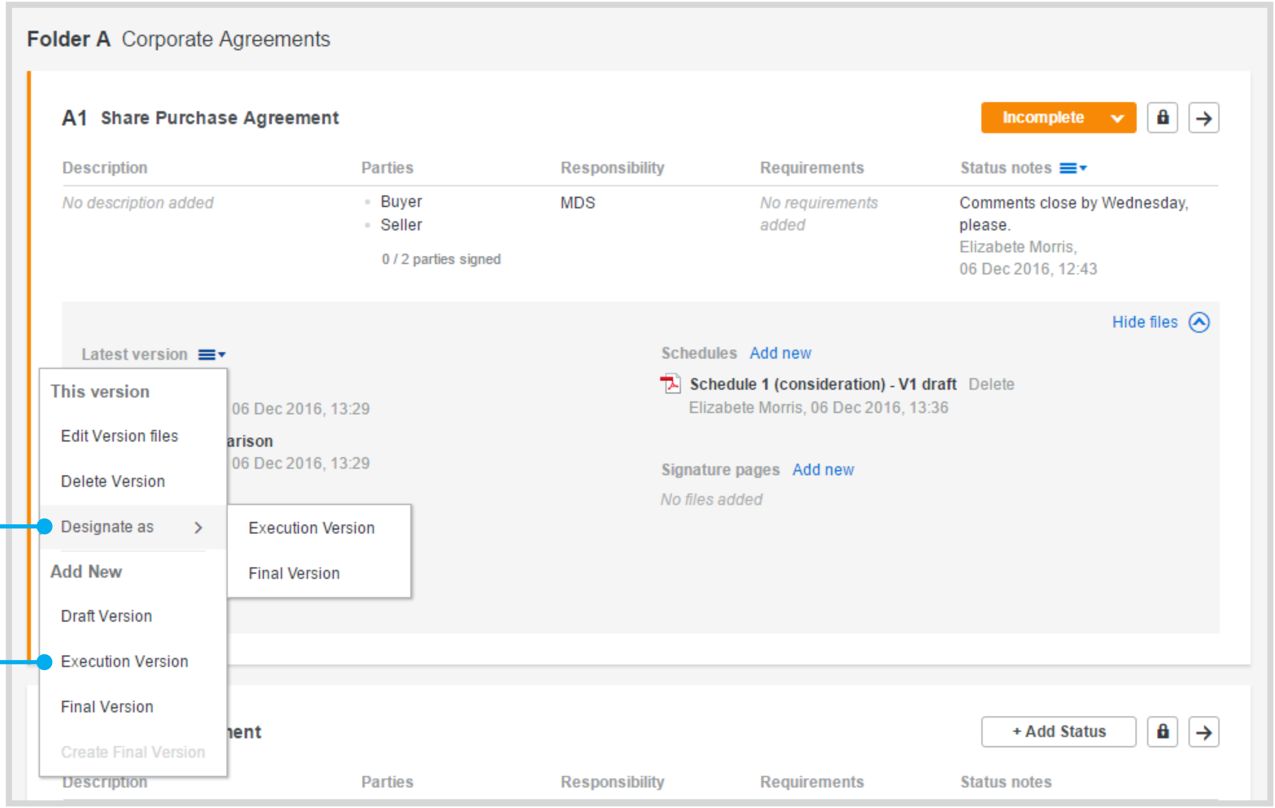
Close the deal

Execution versions

You can use the documents checklist to organize and exchange execution versions.

Designate the current version of the document as the execution version.

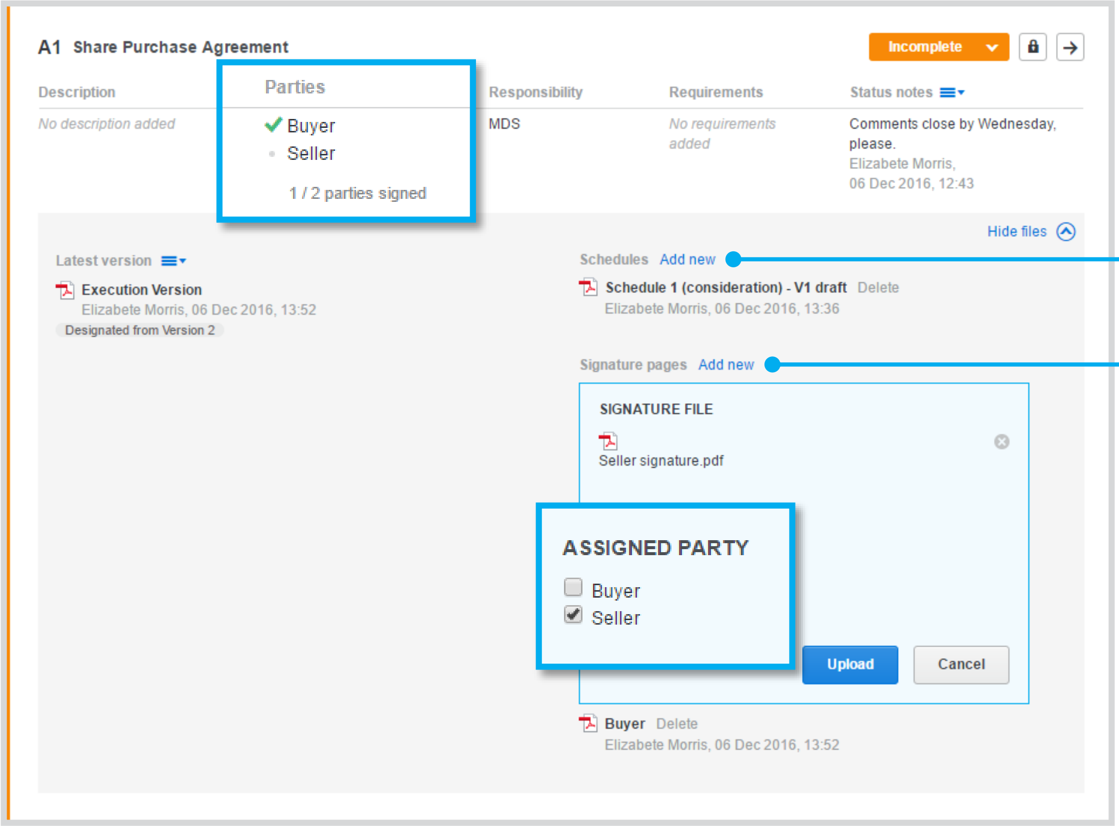
Upload a new version of the document, which will be designated as the execution version.



Close the deal

Closing files

You can also use the documents checklist to organize any schedules and signature pages.



Upload schedules.

Upload signature pages.

When a participant uploads a signed agreement or signature page, they can indicate which party signatures are contained in the file by selecting the relevant assigned party.

If they do, the relevant parties are ticked off automatically so you can see at a glance which signatures have been uploaded.

Close the deal

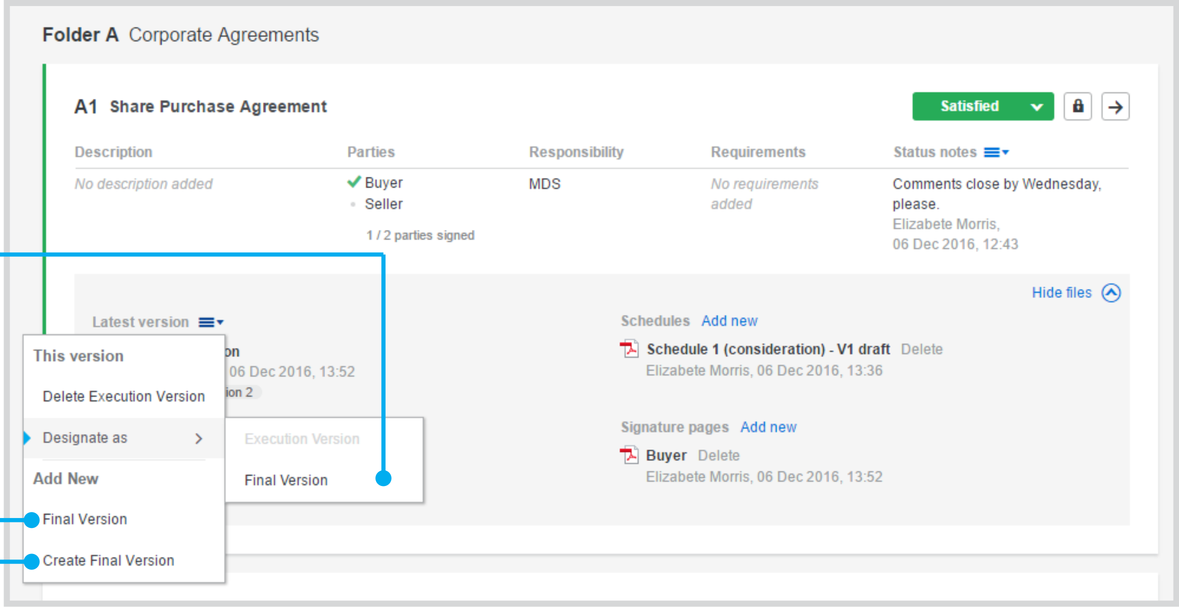
Final versions

When you're ready to post the closing binder (also known as the "bible version"), you can choose whether you'd like to use Workshare's bespoke PDF tool to create a new final version or whether you'd like to upload a pre-existing version from your computer.

Designate the current version of the document as the final version.

Upload a new version of the document, which will be designated as the final version.

Create a new final version with Workshare (see next page).



The execution version needs to be uploaded before you can use Workshare to create a final version.

Close the deal

Create final versions

You can create the closing binder (or bible version) using Workshare's bespoke PDF tool. Select the menu next to any document in the documents checklist and click **Create Final Version**. You'll be redirected to the screen below. The execution version of the document automatically forms the basis of the final version, and individual pages from the signature pages and schedule files can be inserted.

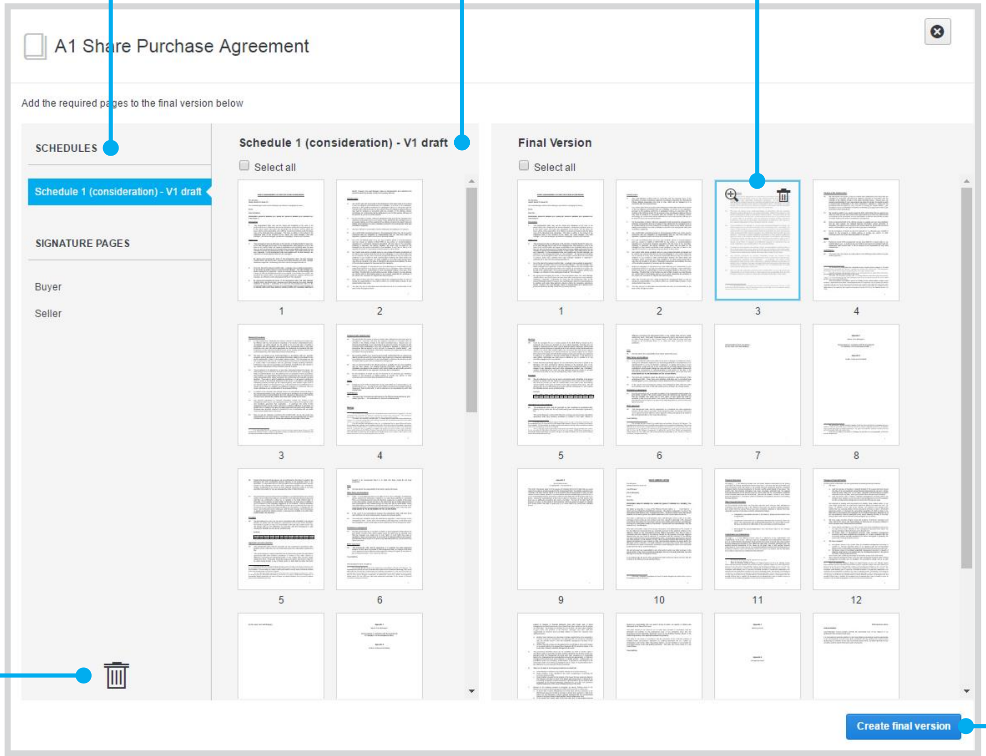
1. Select signature pages and schedule files from the documents checklist.

2. Drag pages from the signature/schedule preview into the final version on the right.

   To drag the whole file into the final version, choose **Select all**. To select multiple pages, hold down **Ctrl** as you click them.

3. Hover over a page to zoom in on it or delete it.

   To rearrange a page, drag it to the new place.



You can drag unwanted pages from the final version into the trash.

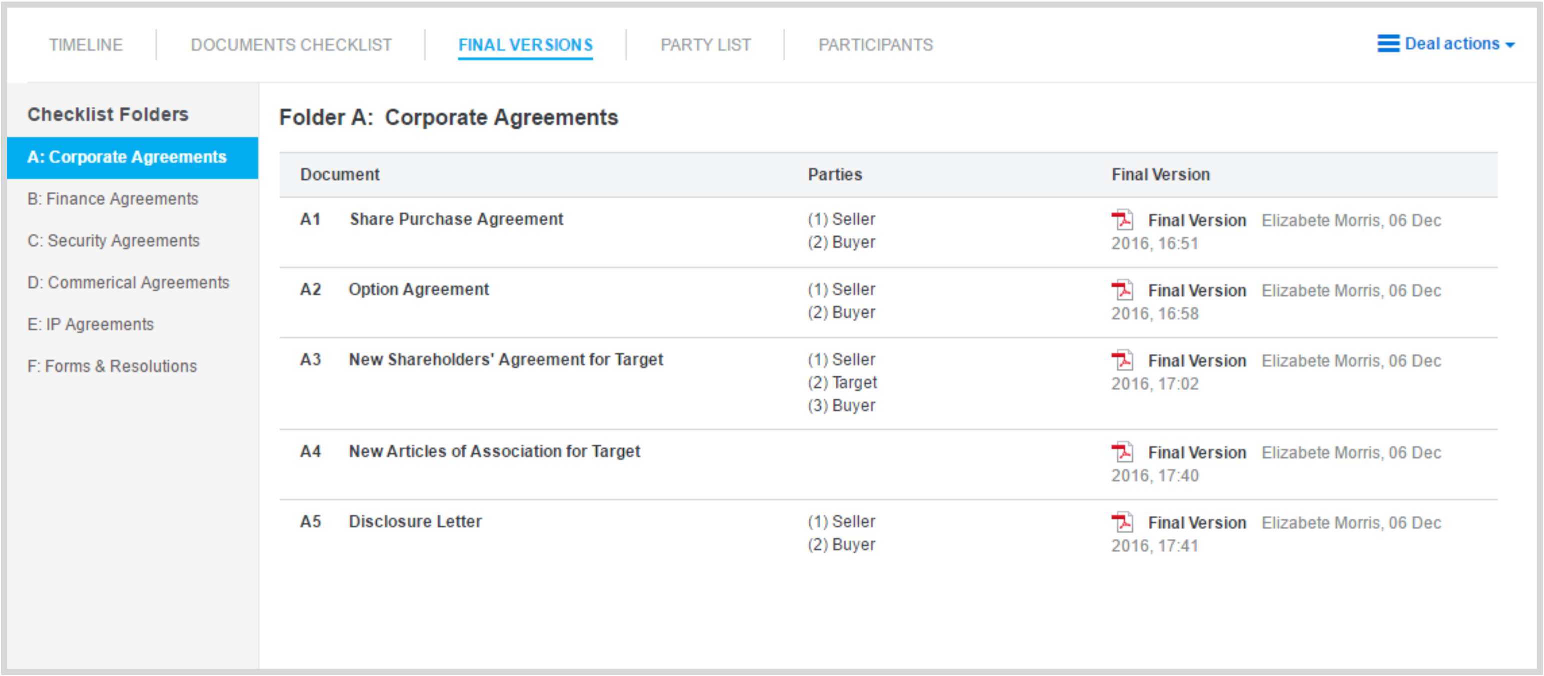
To recover pages you've removed, click the trash.

4. When you're happy with the final version, click **Create final version**. It will appear in the Final Versions screen.

Close the deal

The Final Versions screen

The Final Versions screen provides a place for users to view all the final versions of the transaction documents following the closing of the deal. All final versions uploaded to or created in the documents checklist appear here.

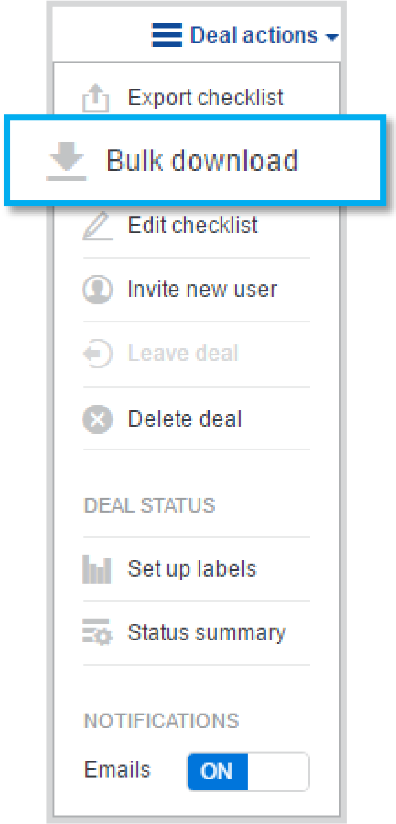


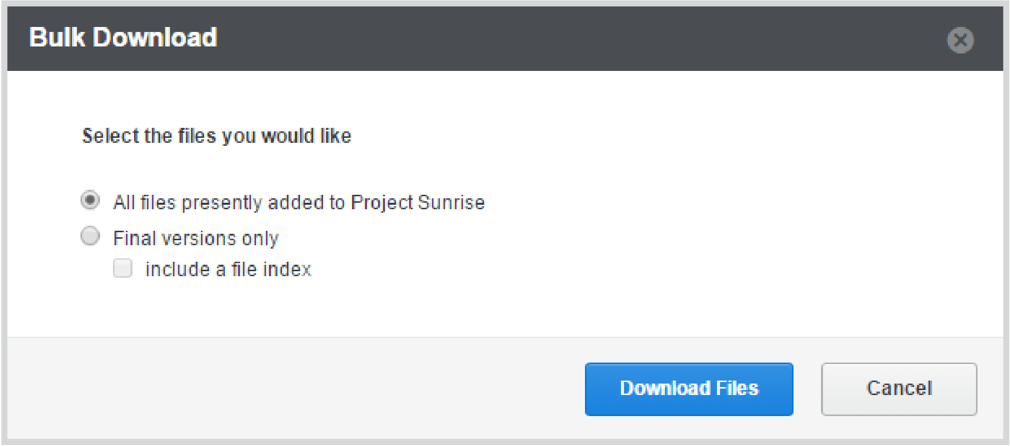
Close the deal

Download all files

When the deal has closed, participants may want to download the deal files from Workshare to store locally.

Selecting **Bulk download** from the **Deal actions** menu provides you with the option to download all files uploaded to the deal or all final versions with the option to include a hyperlinked index to each file.





Getting around

The Deal actions menu

The **Deal actions** menu appears in the top right-hand corner of each screen.

Download a Word or PDF version of the documents checklist that can be printed.

Edit the documents checklist.

Admins only.

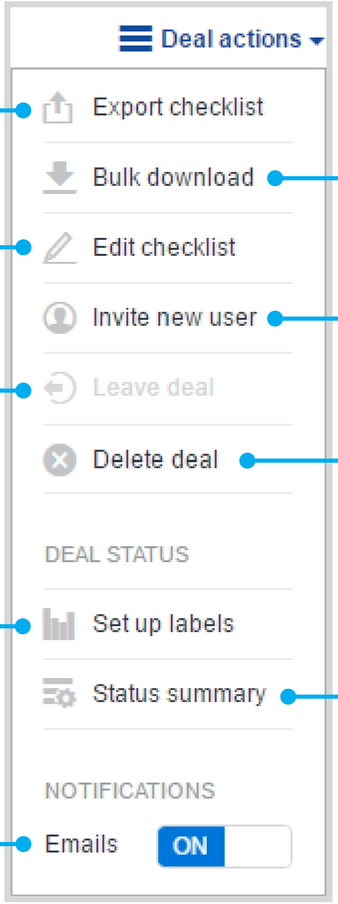
Regular deal members have the option to leave the deal.

Members only.

Add or remove status labels and change the existing label text or colors.

Admins only.

Users can turn email notifications on or off for each deal. By default, notifications are turned on.



Download a zip folder of all files in the documents checklist or all the final versions.

Shortcut to **Invite new participants**.

Admins only.

Delete the deal. All files will be deleted and the deal will not be recoverable.

Admins only.

See a summary of the status of all documents in the deal so you can understand the number of documents currently at each stage of the process.