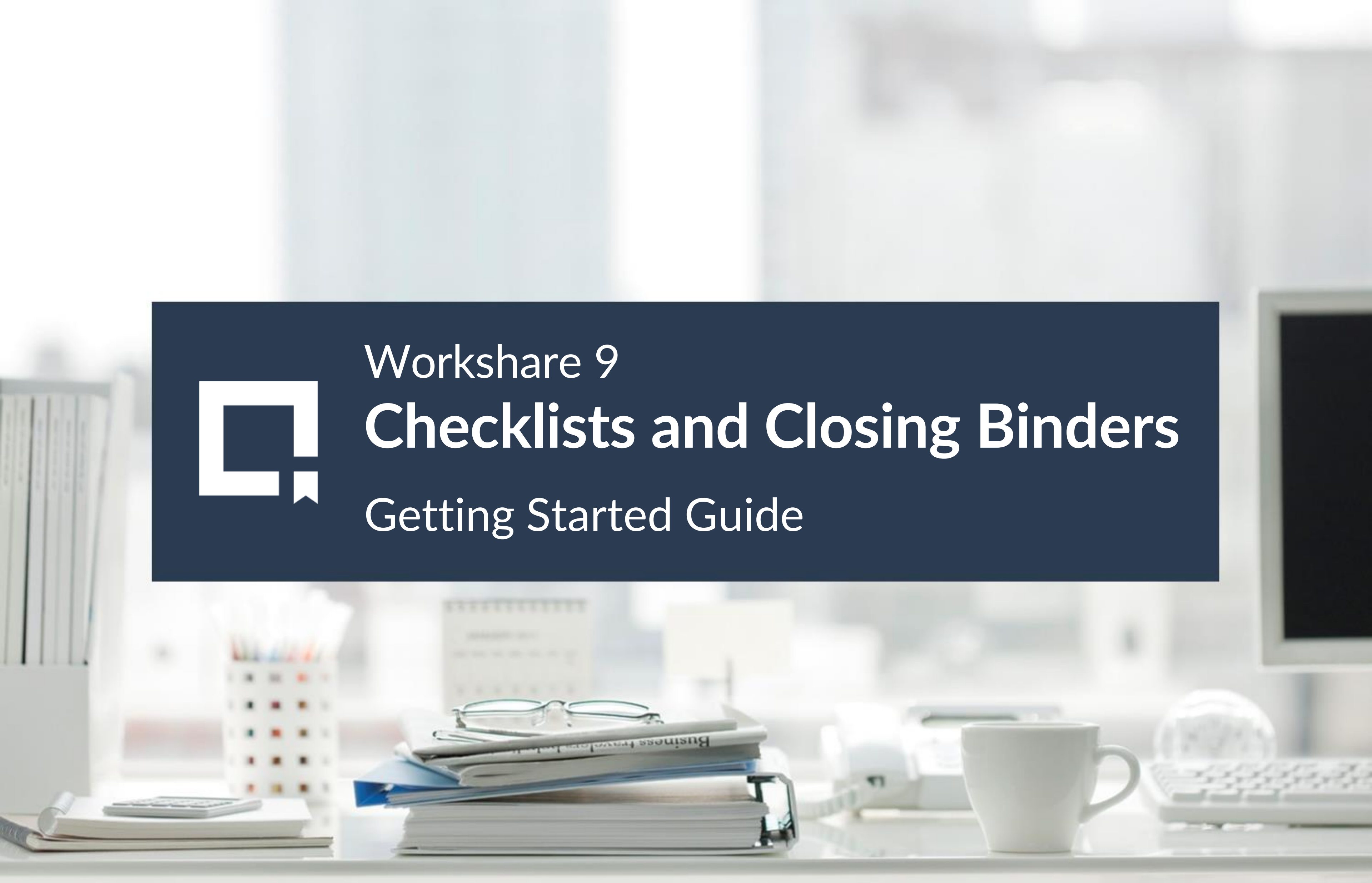


Workshare 9

Checklists and Closing Binders

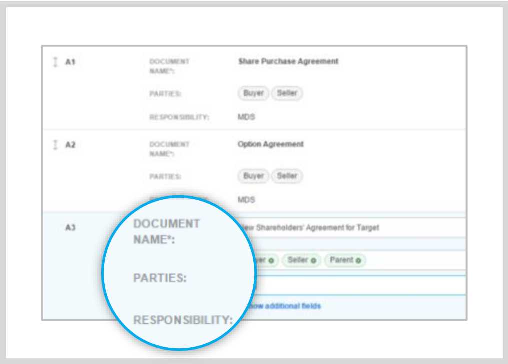
Getting Started Guide

Workshare®
for Mac

Run deals the right way

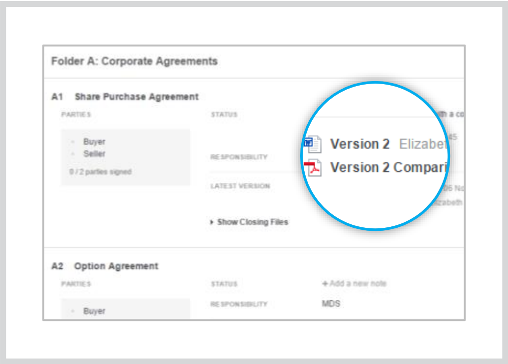
Automate the transaction process so your deals move faster and more securely.

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 prepare closing binders quickly.

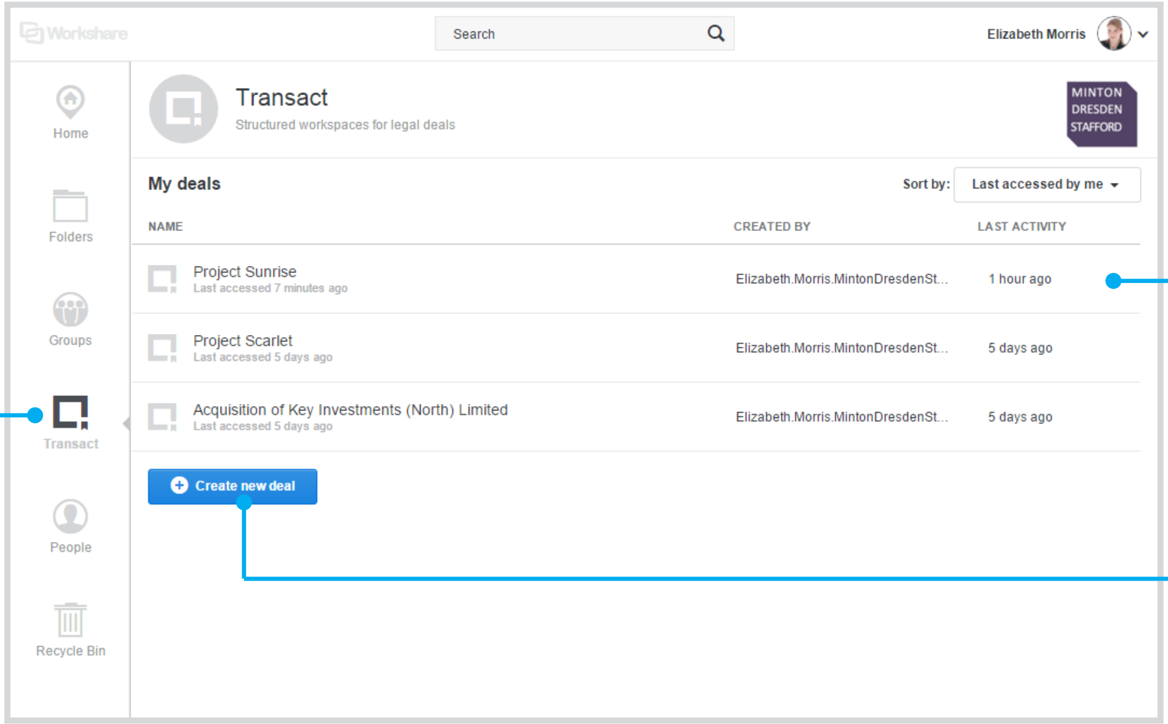
Get started…

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.

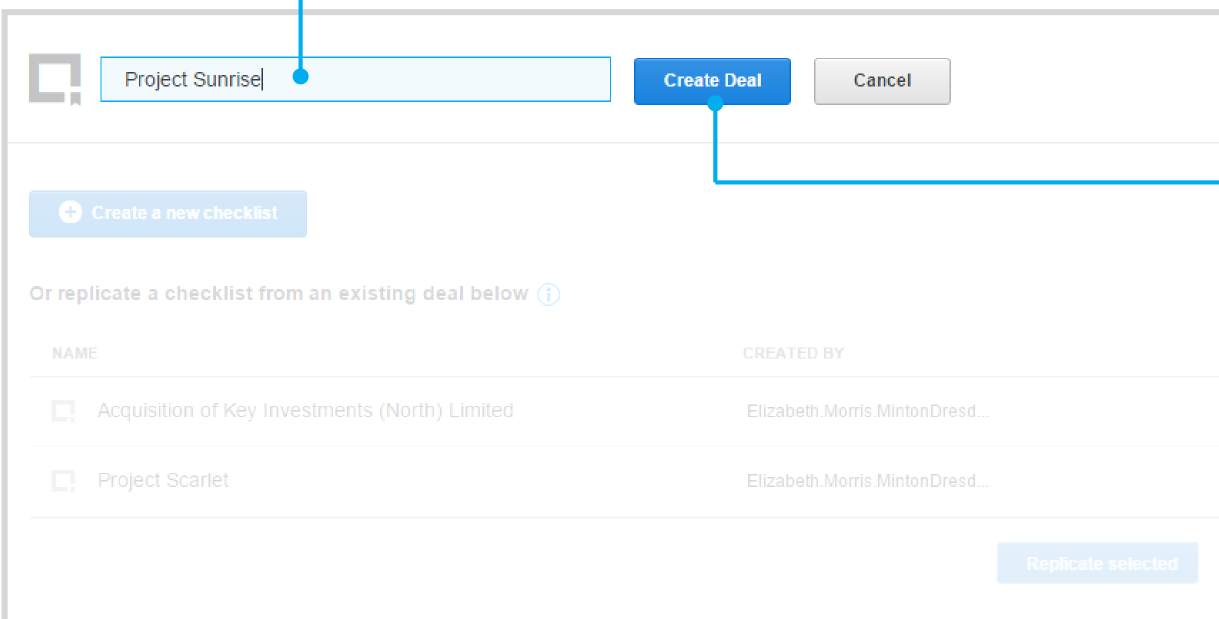
We'll begin by starting a new deal. Click **Create new deal…**

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**.

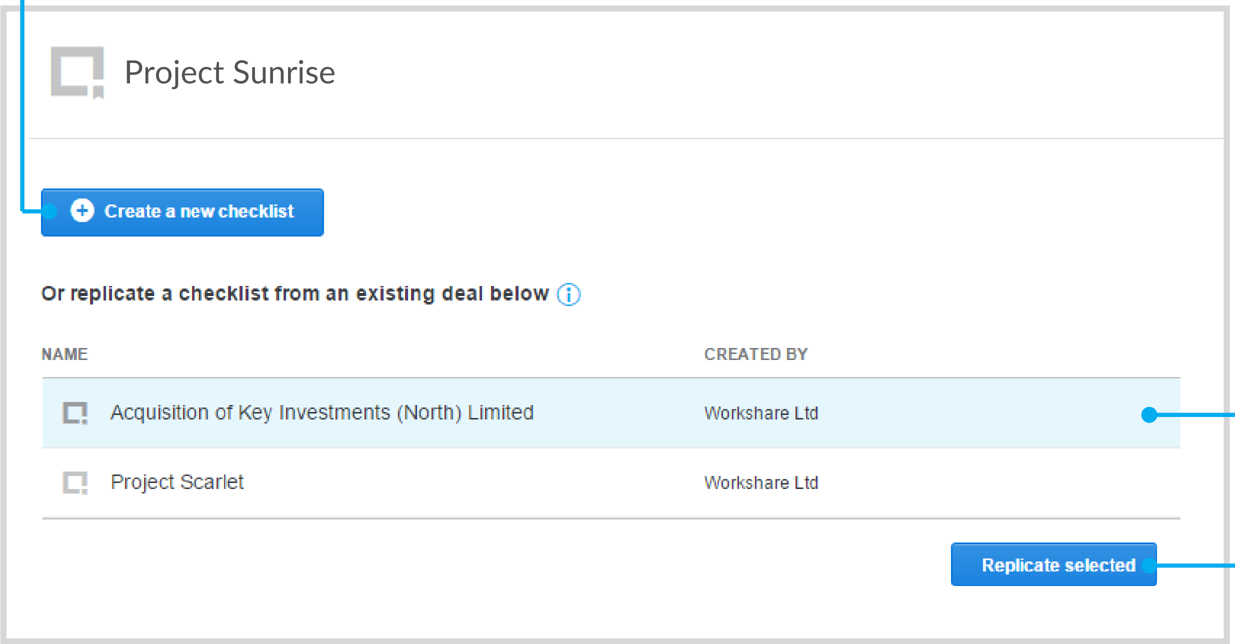
As creator of the deal, you have Admin status, which means you can invite people to join the deal and edit the checklist.

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.**



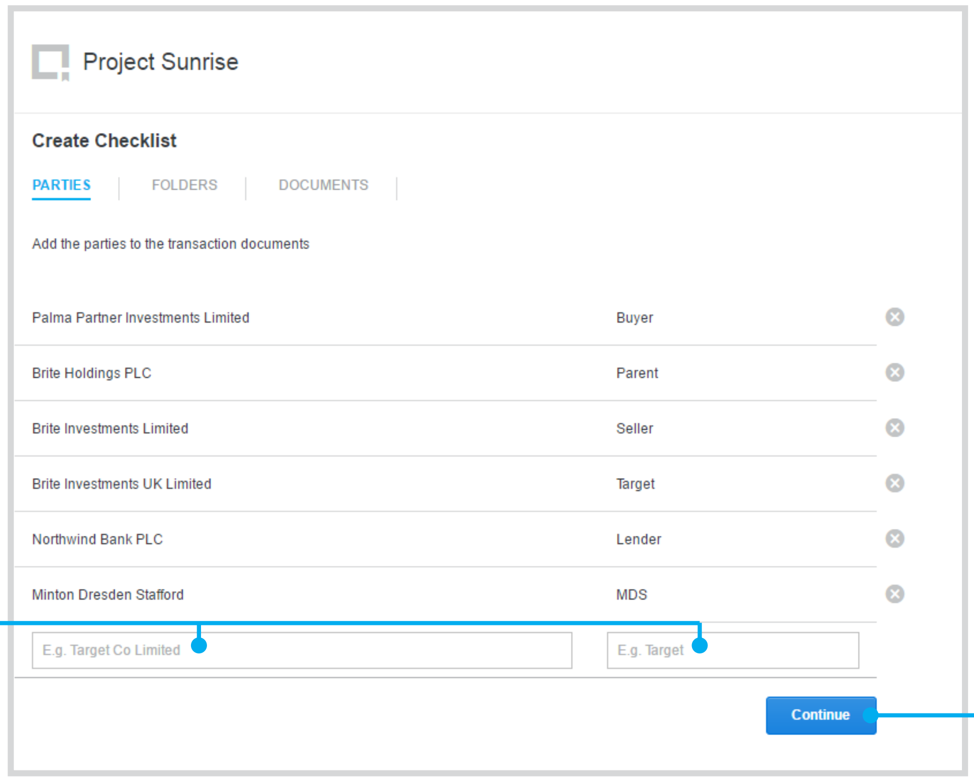
To replicate a checklist from another deal, select the deal, then click **Replicate selected**.

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.



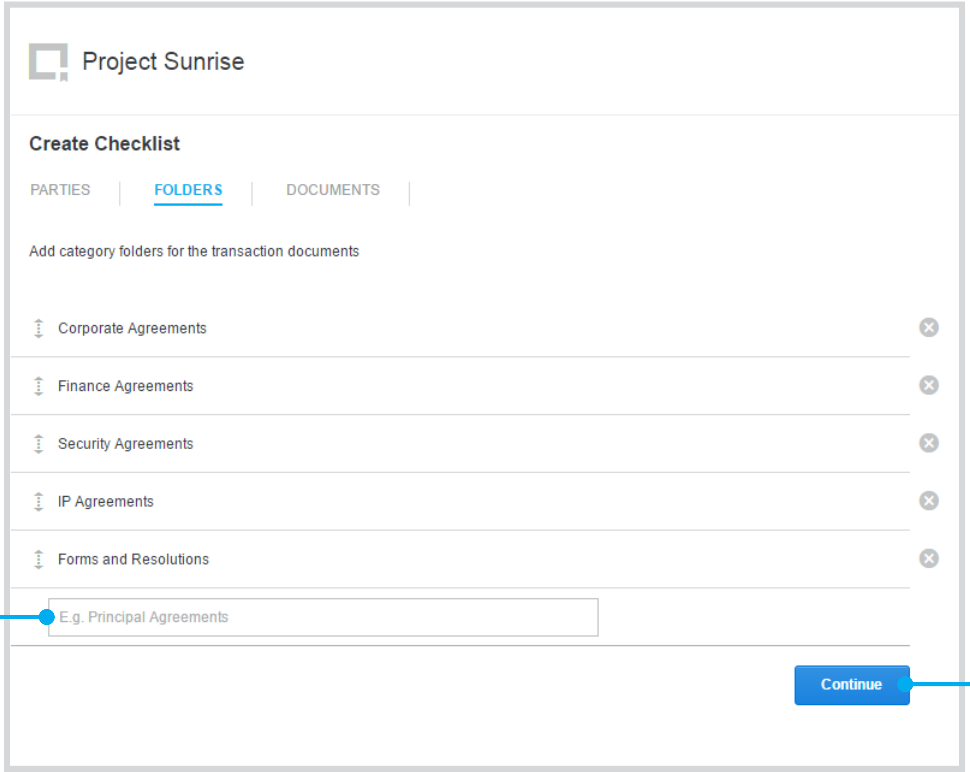
When you’ve finished adding the parties, click **Continue**.

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

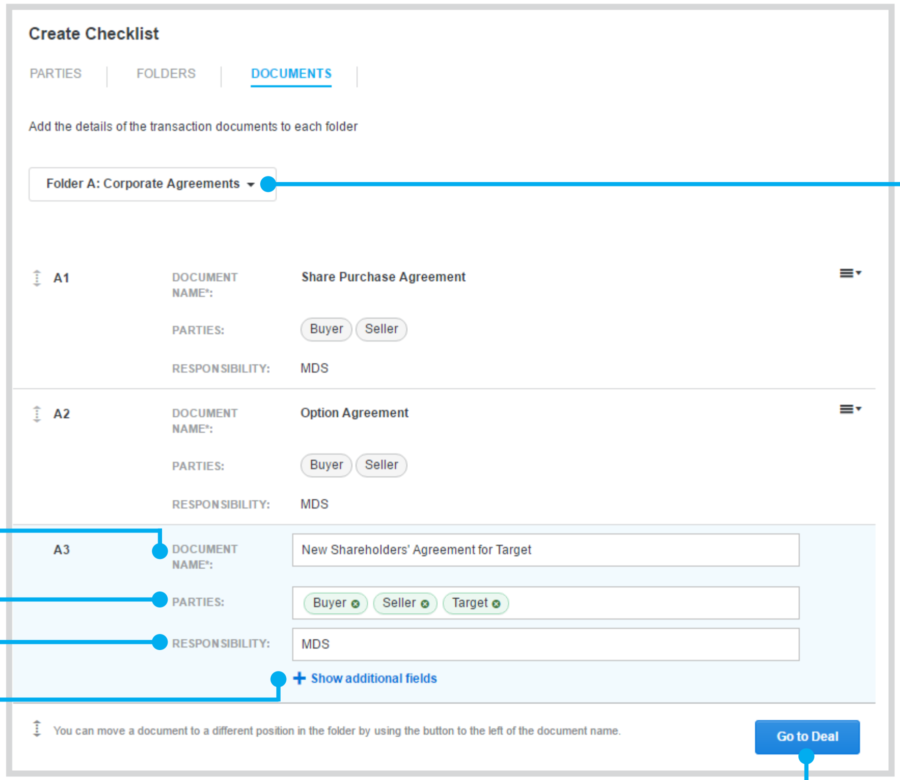
Now the folders are set up, name the documents that will go in them and indicate which parties will sign the documents.

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**.

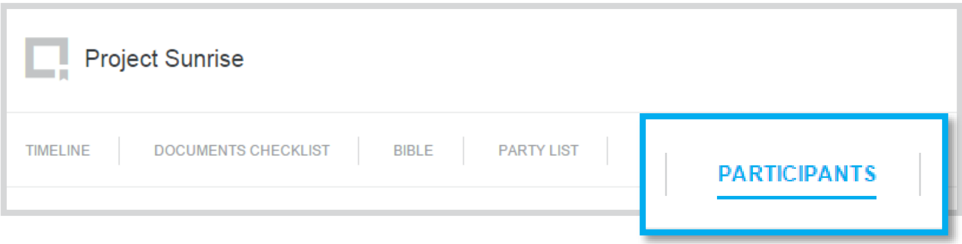


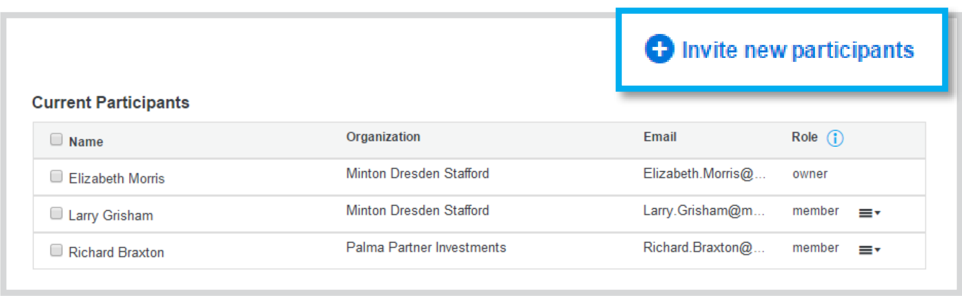
4 Select the next folder and add its document names and parties.

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

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.

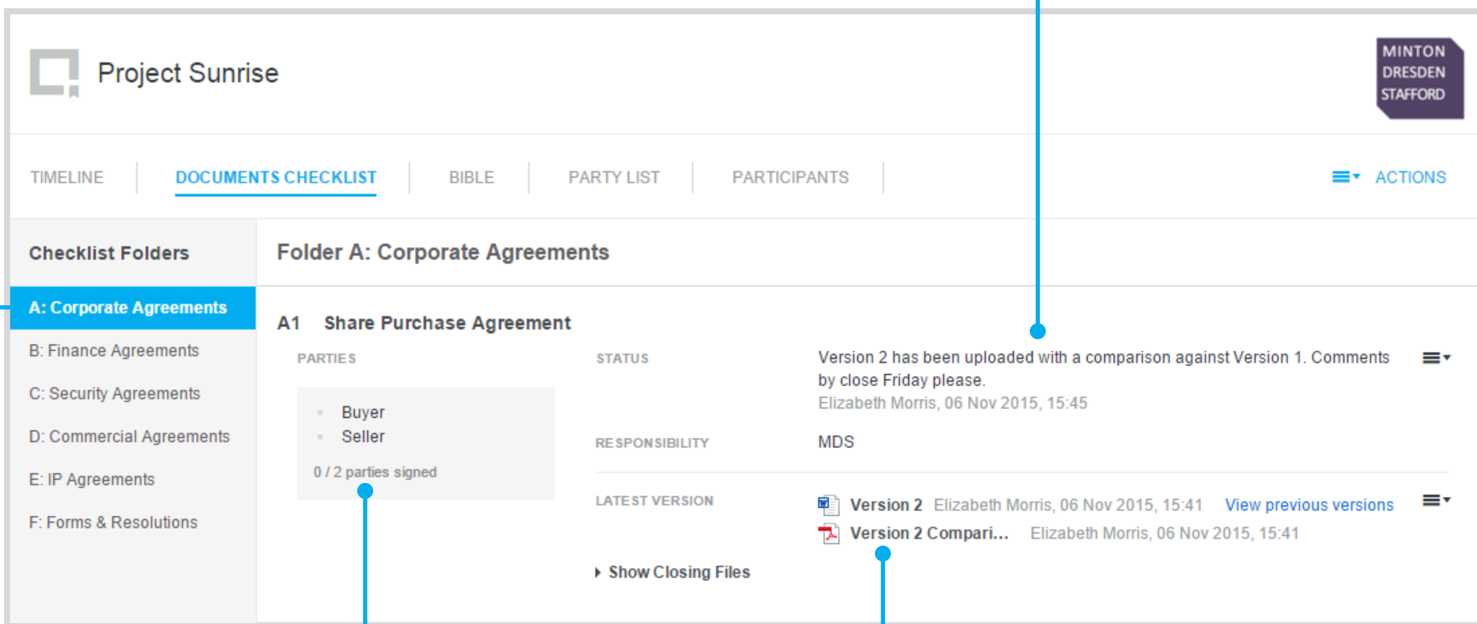
Exchange drafts

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.

View a document’s status and who’s responsible for it.



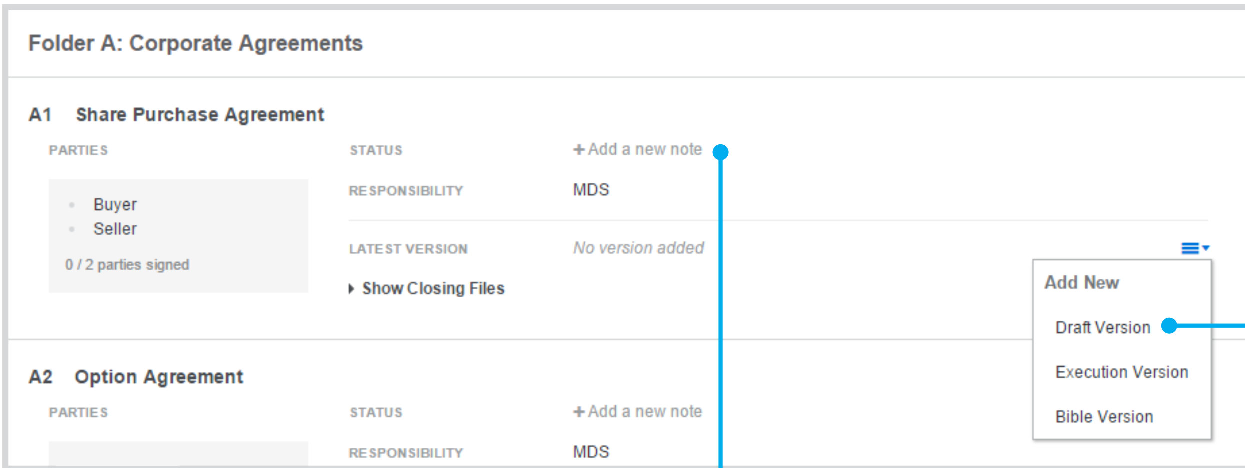
See who’s signed the document.

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

Exchange drafts

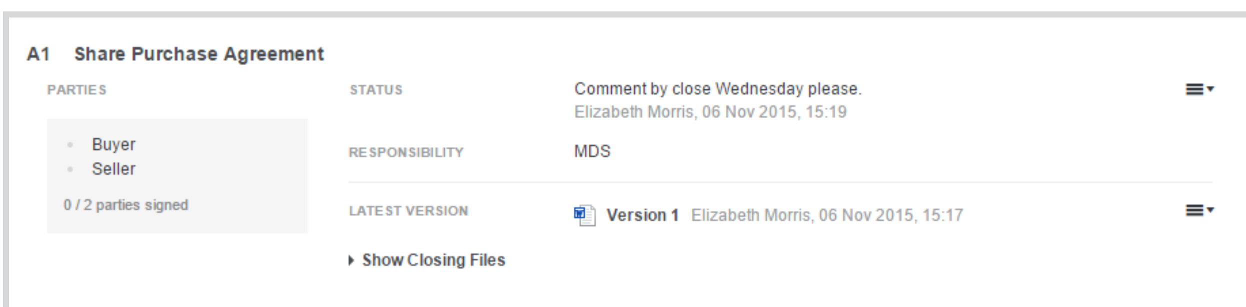
Upload draft documents

The Documents Checklist initially appears without any status notes or versions.



Upload the first version of a document.

Add a status note to a document.

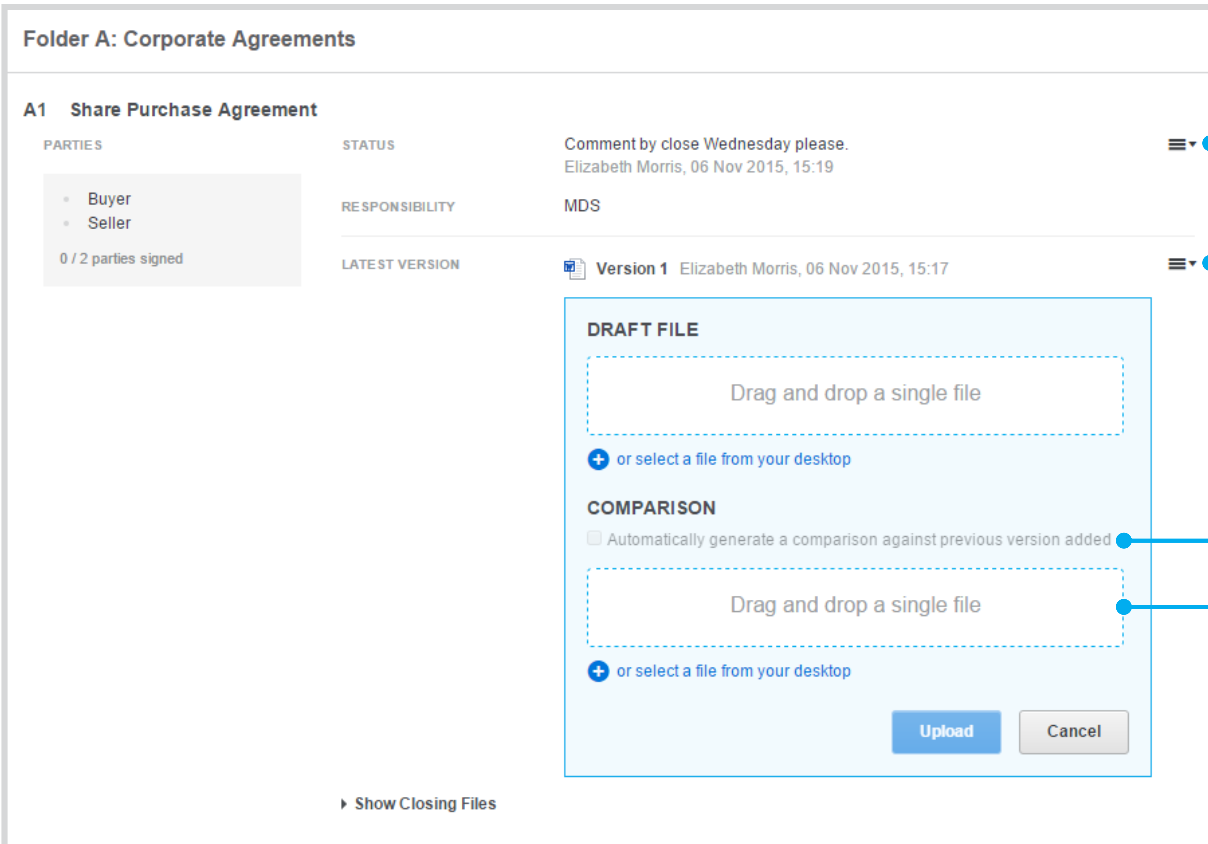


Everyone participating in your deal will be able to see the document version and the status note.

Exchange drafts

Upload new versions

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



To update the status, 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**.

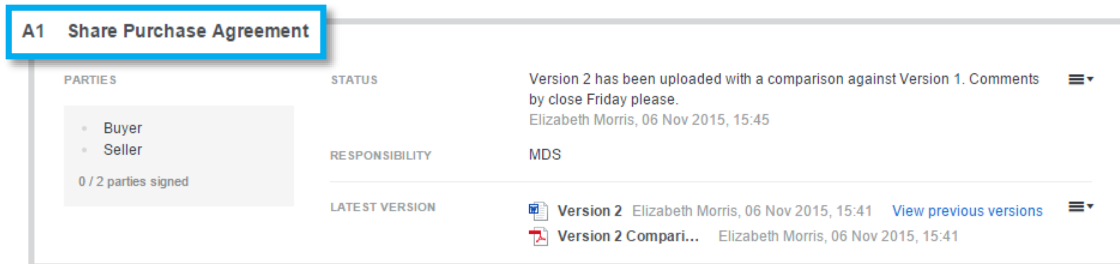
To upload a comparison, drag and drop it from your desktop.

Exchange drafts

View previous versions

You can see all the related documents, comment files and previous versions and status updates at any time.

To view all the information relating to a document, click the document's name.

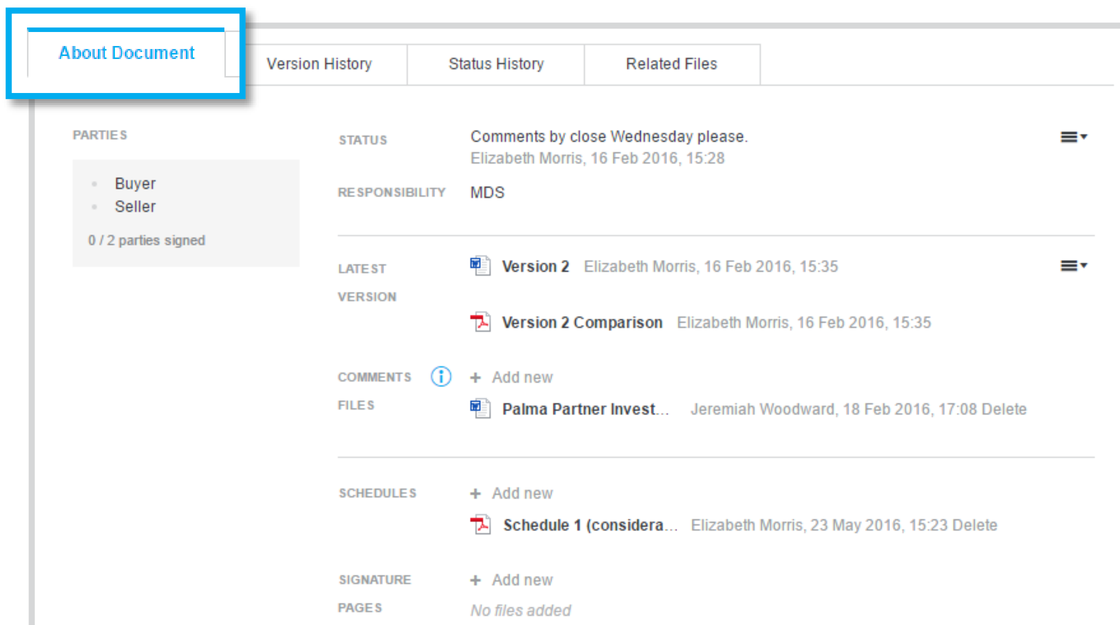


The **About Document** tab summarizes the latest information about the document. From here, you can also upload new versions, comment files, schedules and signature pages to the document.

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.



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 | BIBLE | 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

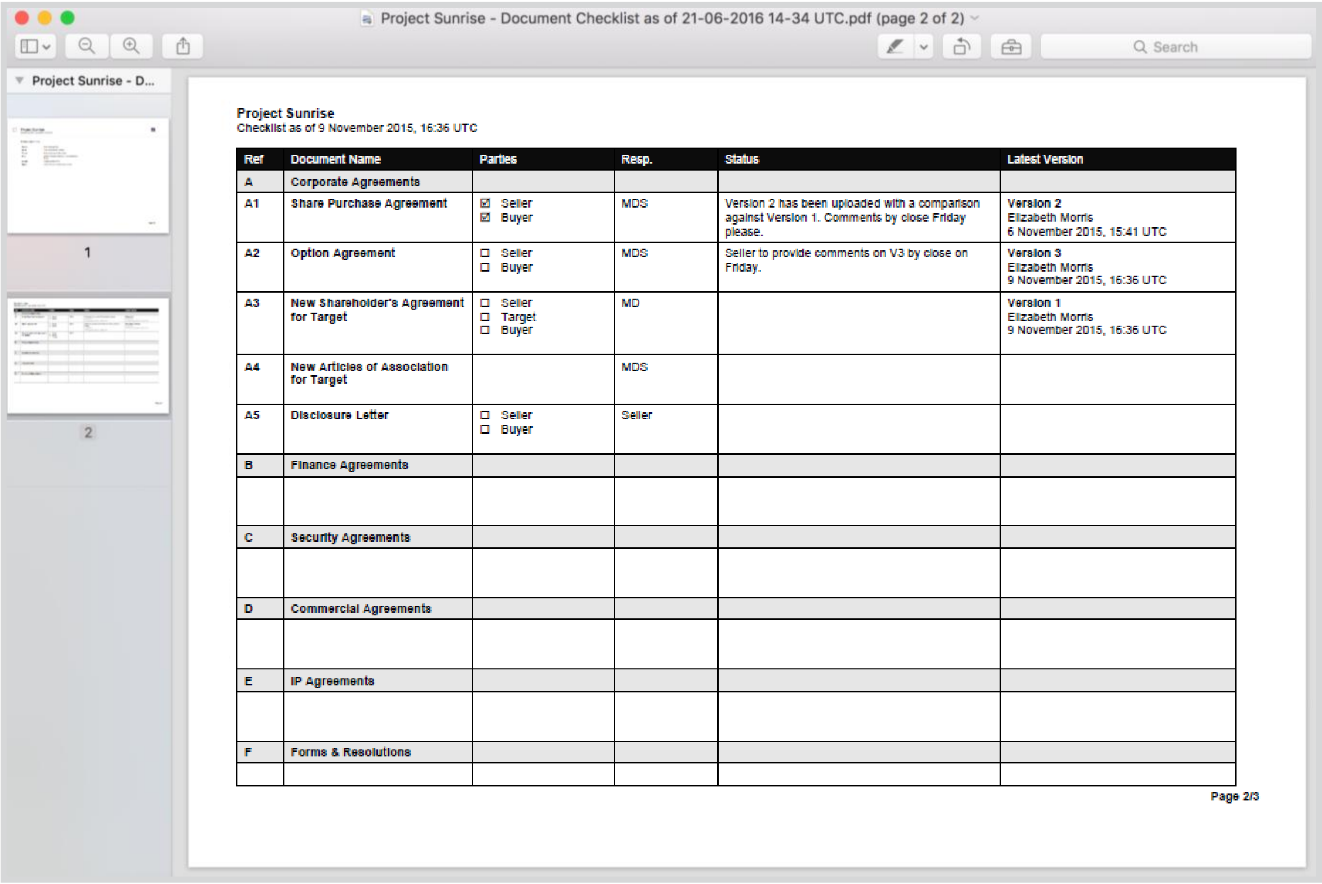
« < 1 > »

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 **Actions** menu on the right-hand side of any screen and choose your preferred file format.

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



Project Sunrise
Checklist as of 9 November 2015, 16:36 UTC

Ref	Document Name	Parties	Resp.	Status	Latest Version
A	Corporate Agreements				
A1	Share Purchase Agreement	☑ Seller ☑ Buyer	MDS	Version 2 has been uploaded with a comparison against Version 1. Comments by close Friday please.	Version 2 Elizabeth Morris 6 November 2015, 15:41 UTC
A2	Option Agreement	☐ Seller ☐ Buyer	MDS	Seller to provide comments on V3 by close on Friday.	Version 3 Elizabeth Morris 9 November 2015, 16:36 UTC
A3	New Shareholder's Agreement for Target	☐ Seller ☐ Target ☐ Buyer	MD		Version 1 Elizabeth Morris 9 November 2015, 16:36 UTC
A4	New Articles of Association for Target		MDS		
A5	Disclosure Letter	☐ Seller ☐ Buyer	Seller		
B	Finance Agreements				
C	Security Agreements				
D	Commercial Agreements				
E	IP Agreements				
F	Forms & Resolutions				

Page 2/3

Exchange drafts

Edit the Documents Checklist

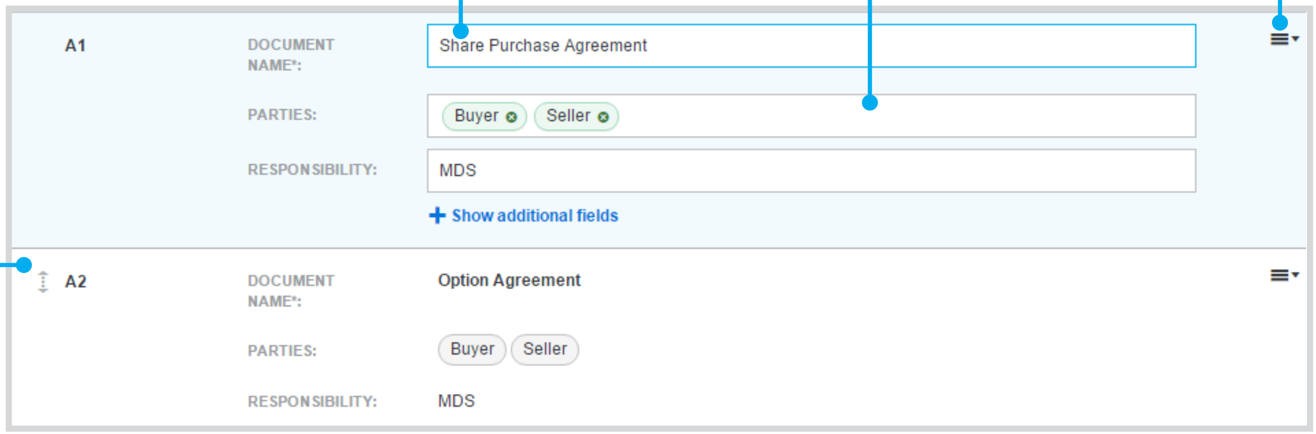
As someone with Admin status, you can edit the Documents Checklist at any time. Simply click the **Actions** menu available on every screen and select **Edit Checklist**. You can then edit the parties, folders and documents of the deal by selecting the appropriate option from the top of the page.

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.



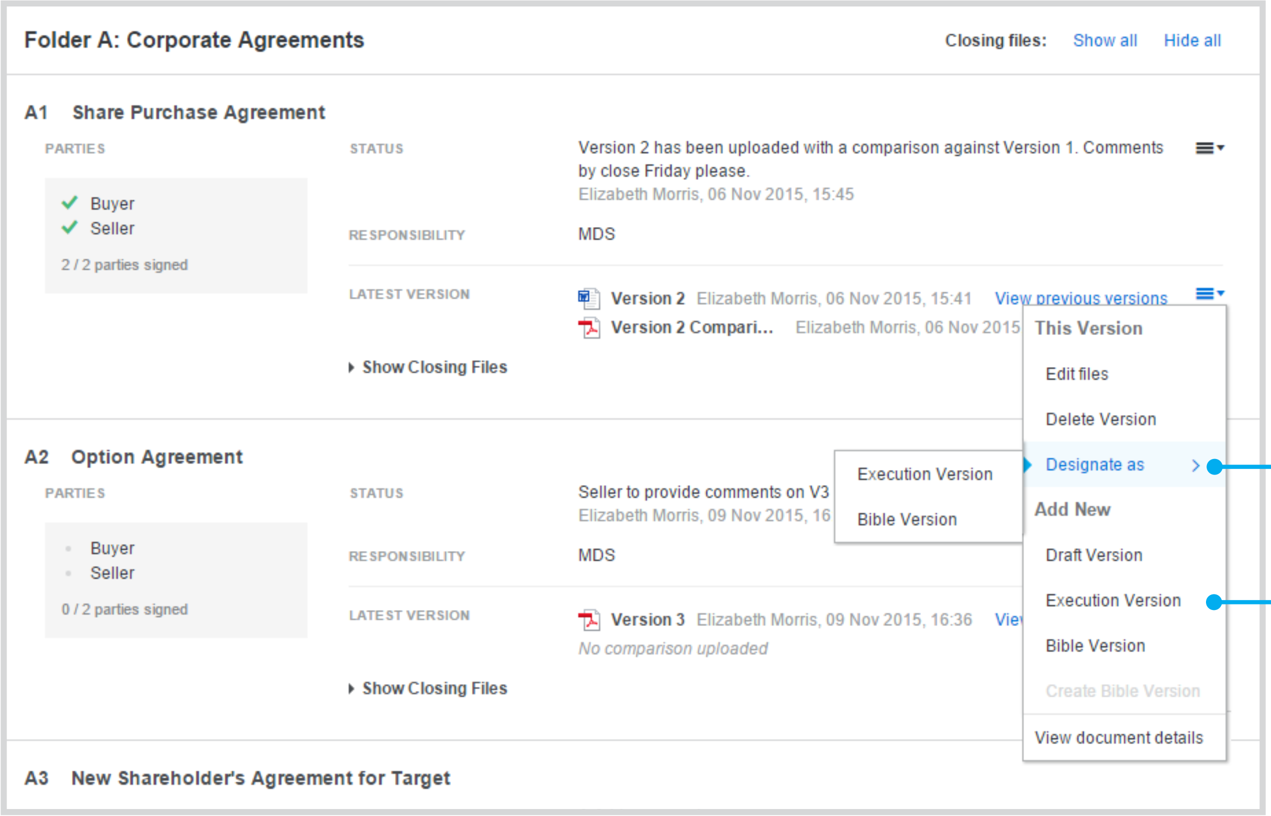
Change the order of a document within a folder. Use the handle to pick up the document and drop it in the correct place.

> 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.

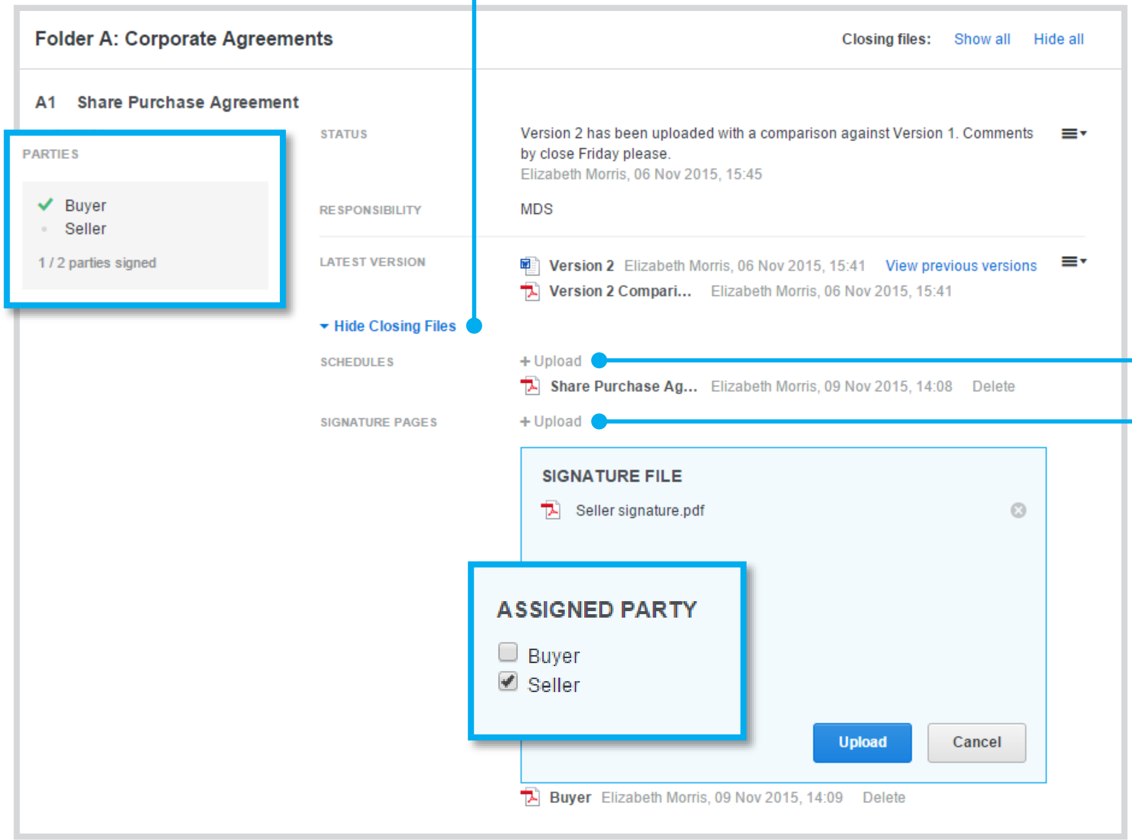
Upload a new version of the document, which will be designated as the execution version.

Close the deal

Closing files

Each document has its own closing files section to organize schedules and signature pages.

To see the closing files, go to a document and select **Show Closing Files**. When you do, the option name will change to **Hide Closing Files**.



Upload schedules.

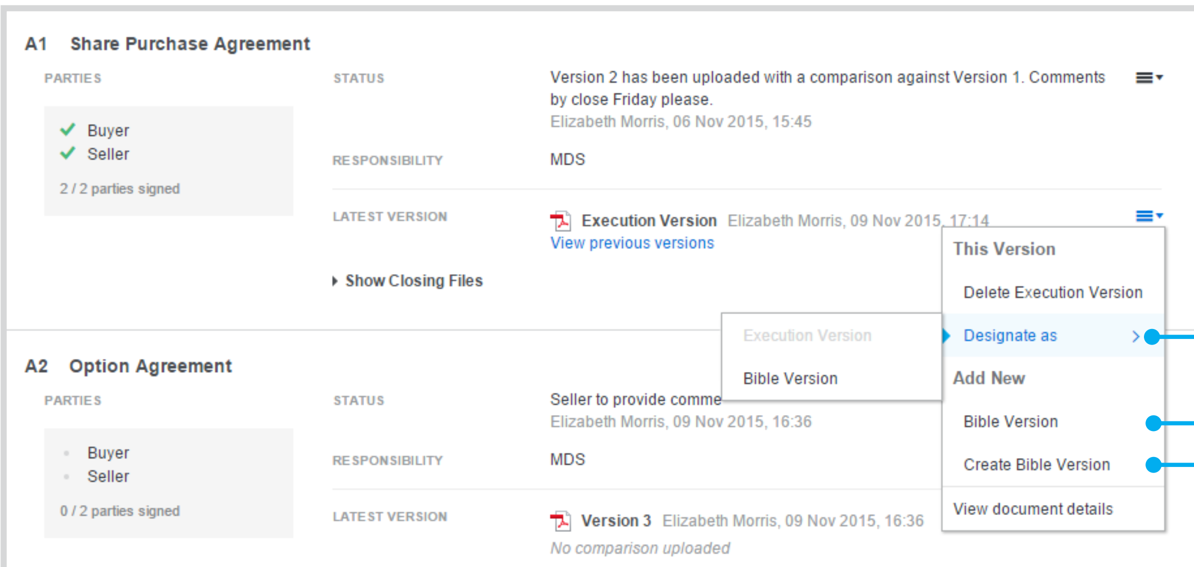
Upload signature pages.

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 at a glance you can see which signatures have been uploaded.

Bible versions

When you’re ready to post the bible version (or fully executed version), you can choose whether you’d like to use Workshare’s bespoke PDF tool to create a new bible version or whether you’d like to upload a pre-existing version from your computer.



- Designate the current version of the document as the bible version.
- Upload a new version of the document, which will be designated as the bible version.
- Create a new bible version with Workshare (see next page).

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

Close the deal

Create bible versions

You can create bible versions of documents using Workshare's bespoke PDF tool. Select the menu next to any document in the Documents Checklist and click **Create Bible Version**. You'll be redirected to the screen below. The execution version of the document automatically forms the basis of the bible version, and individual pages from the signature pages and schedule files can be inserted.

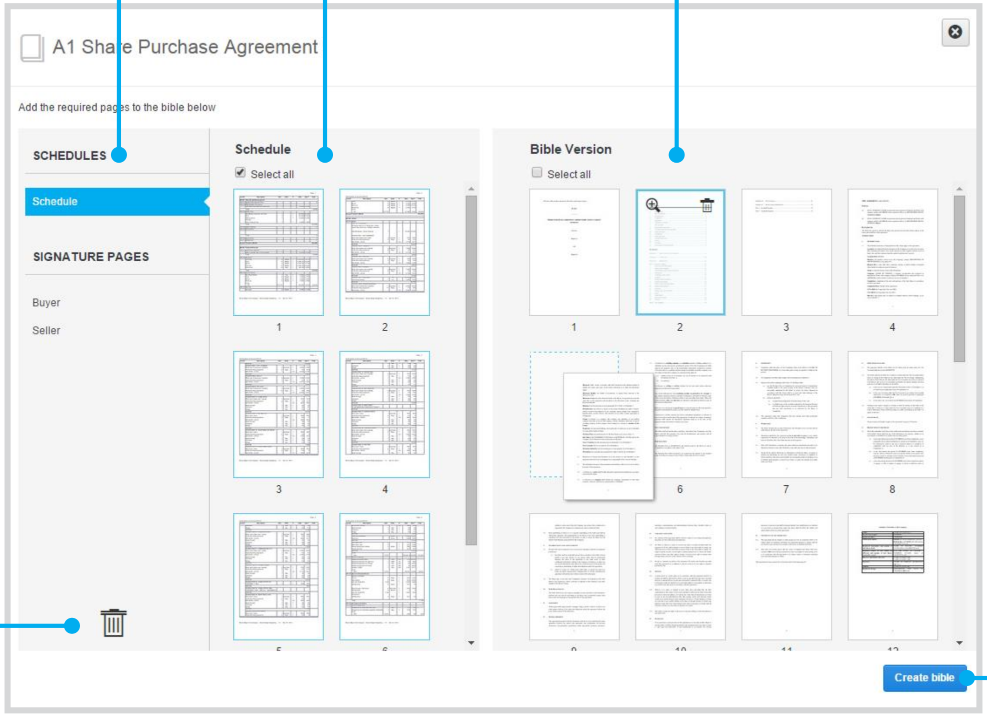
1. Select signature pages and schedule files from the Documents Checklist.

2. Drag pages from the signature/schedule preview into the bible to the right.

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

3. Rearrange pages in the bible version as needed.

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



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

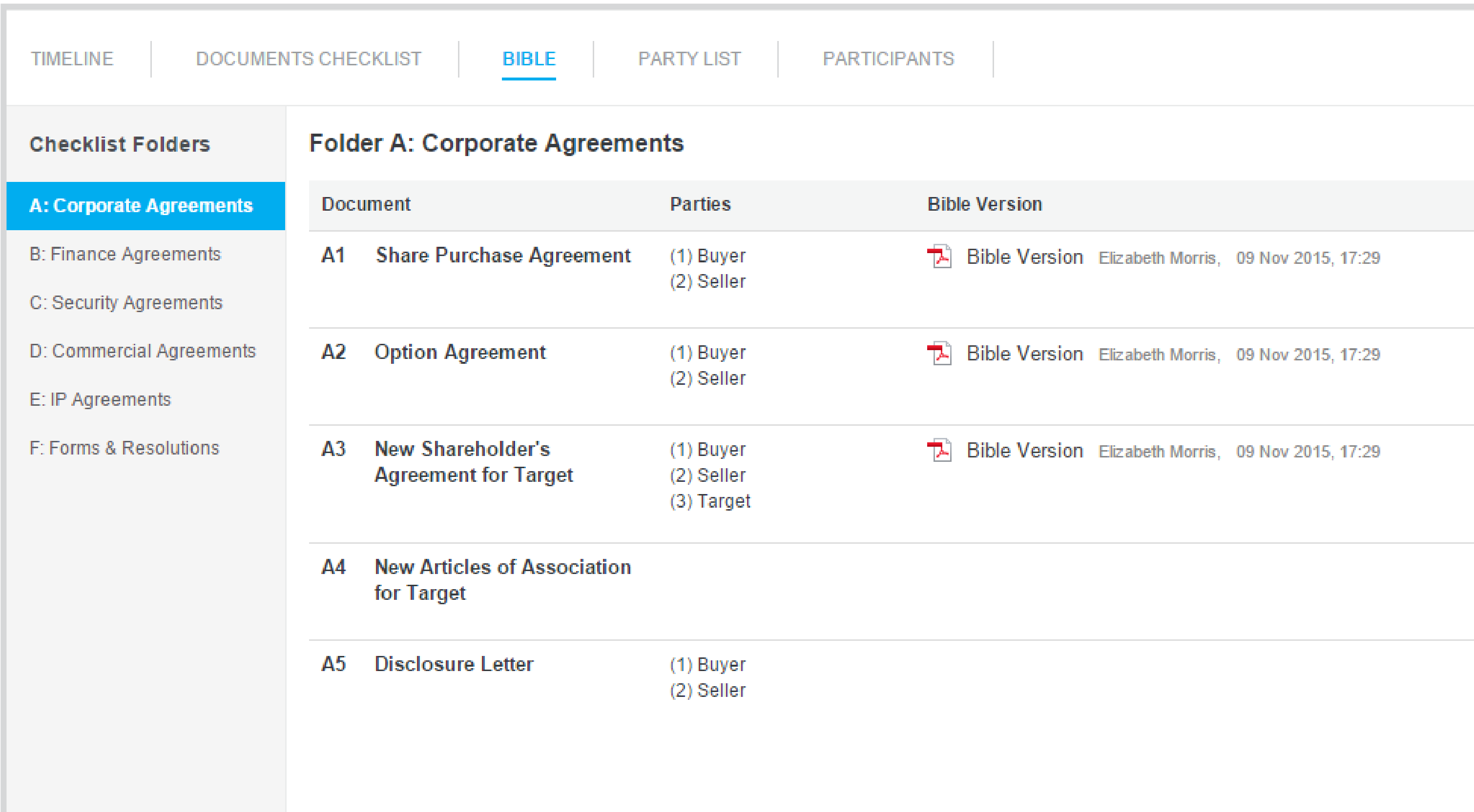
To recover pages you've deleted, click the trash.

4. When you're happy with the bible version, click **Create bible**. It will appear in the Bible screen.

Close the deal

The Bible screen

The Bible screen provides a place for users to view the bible versions of the transaction documents following the closing of the deal. All bible versions uploaded to or created in the Documents Checklist appear here.

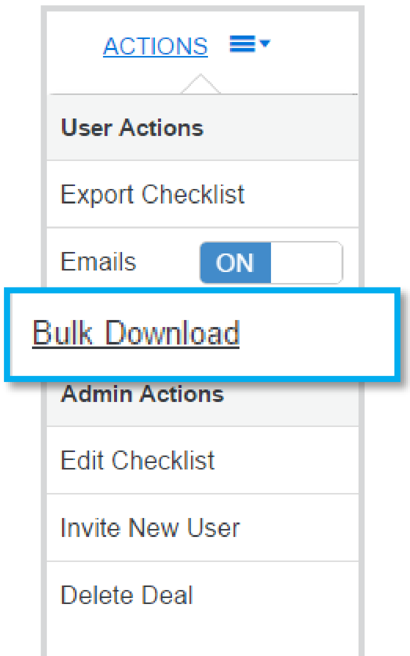


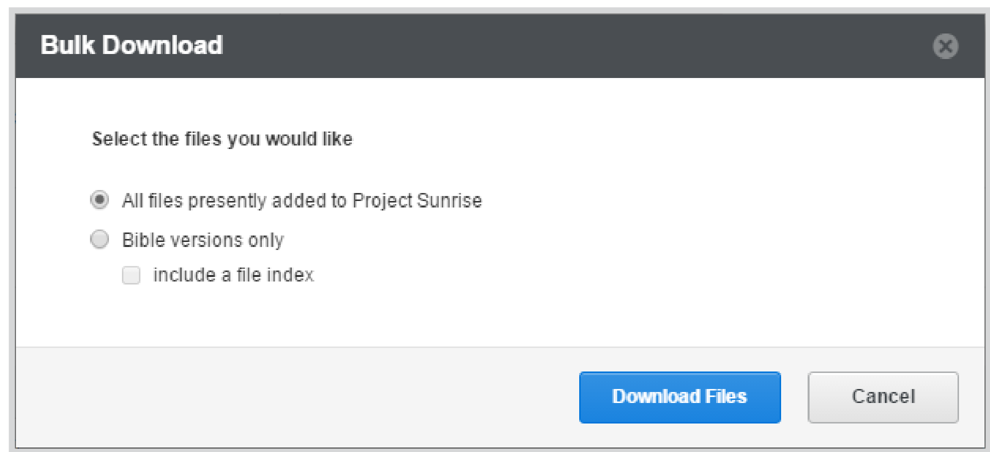
Close the deal

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 **Actions** menu provides the option to download all files uploaded to the deal or all bible versions with the option to include a hyperlinked index to each file.

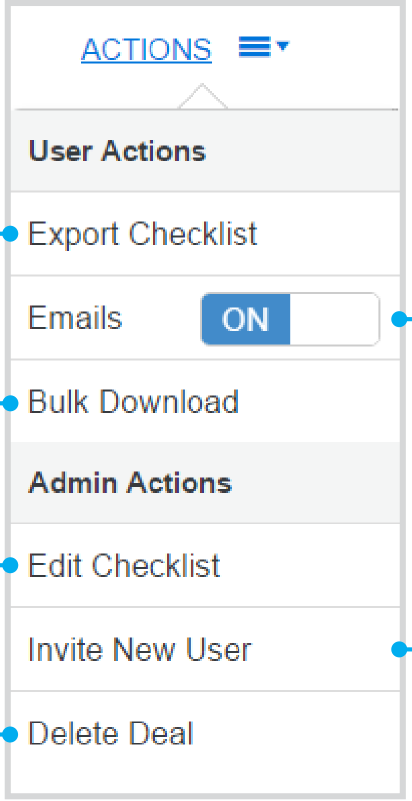




Getting around

The Actions menu

The **Actions** menu appears in the top right-hand corner of each screen. It provides User Actions (available to all deal participants) and Admin Actions (available only to Admins).



Download a Word or PDF version of the Documents Checklist that can be printed.

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

Download a zip folder of all files in the Documents Checklist or all the bible versions.

Edit the Documents Checklist.

Shortcut to **Invite new participants**.

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

This is the menu available to Admins. Regular deal members see the User Actions, plus an option to leave the deal.