

Take Extra Steps Out of Drafting Capital Market Documents

LIVEDGAR's Precedent Authority is the premier resource for researching and drafting the documents commonly associated with capital markets.

SITUATION: You have been asked by your client to research and determine if there are any United Kingdom specific corporate indentures that need to be addressed in order to do business in Europe.

SOLUTION: From LIVEDGAR's Precedent Authority, you will be able to conduct comprehensive research on all aspects of your project to determine if there are issues you need to be mindful of prior to entering into business in the United Kingdom.

Precedent Authority is the only industry resource that lets you combine full-text search capabilities and fielded data so you can drill down into the specifics of any key document.

In addition, because Precedent Authority focuses on the specific titles, clauses and language associated with a document, it does not matter why the document was filed. LIVEDGAR searches across all form types to return all applicable results regardless of where the document was attached. This means you are assured of having access to the most complete collection of precedents in the industry.

STEP 1

In the Practice Area drop down menu, select Capital Markets. Once the Document Type menu appears, expand it and check the box next to Underwriting.

Selecting Capital Markets and Underwriting customizes your research and directs LIVEDGAR to retrieve only those documents that meet your specified criteria.

STEP 2

In the View Results section, select the Abbreviated Listing radio button.

Selecting the Abbreviated Listing option, directs LIVEDGAR to display a listing of results that includes the title of the document, filing company, date and number of pages.

STEP 3

Expand the Additional Search Criteria menu. Then expand the State/Country Headquarters menu, followed by expanding the Europe menu. Next, place a check in the box next the country of interest, in this case, Europe and click the Submit button.

By specifically defining your search terms, you will be assured of returning results that apply to your situation. In this case, you will be able to view any underwriting agreement and to review the corporate indentures for a company headquartered in the United Kingdom.

STEP 4

Click on any document of interest under the Title column to look at the full text of the cited item.

The first item in the full text view is the Table of Contents for the document, which includes links to all sections and clauses. You can click on any of the links to go directly to that section of the document or you can scroll below the table of contents to scan the entire document.

STEP 5

View, print, e-mail or save any document from results or take advantage of other powerful LIVEDGAR features such as Save Search and Alerts.

- **Save Search** – Click on Save Search and LIVEDGAR will prompt you to name your search and then it will automatically save it to the Searches area of MY LIVEDGAR where it can reused at any time.
- **Alerts** – Click on Add as Alert to receive immediate notification via e-mail every time new information related to your search is added to LIVEDGAR.

STEP 6

Check the boxes next to the document header of those items you are most interested in reviewing and then click the Worklist link to add these items to your Worklist.

Clicking the Worklist link adds only the sections of the document you need to your Worklist allowing them to be stored for review at a later time.

The screenshot shows a search interface with several sections. At the top, there are fields for 'Governing Law' and 'Law Firm'. Below that, there are search criteria options: 'Financial Search Criteria (Current Market Cap, Revenue, Net Income, S&P 500)' and 'Additional Search Criteria (Company Name, Ticker, CIK, State, SIC, Filing Date, Period Date)'. The 'Additional Search Criteria' section is expanded to show 'Company Name', 'Ticker', and 'CIK Number' fields. Below these, there are expand/collapse buttons for 'State/Country of Inc.' and 'State/Country of HQ'. The 'State/Country of HQ' menu is expanded to show a list of regions: 'United States', 'Canada', 'Americas (Except U.S. and Canada)', and 'Europe'. The 'Europe' option is selected. Below the regions, there is a grid of checkboxes for various countries, including Albania, Andorra, Austria, Belarus, Belgium, Bosnia and Herzegovina, Bulgaria, Croatia, Cyprus, Czech Republic, Denmark, Estonia, European Community, France, Greece, Finland, France, Germany, Gibraltar, Greece, Holy See (Vatican City State), Hungary, Iceland, Ireland, Isle Of Man, Italy, Jersey, Latvia, Liechtenstein, Lithuania, Luxembourg, Macedonia, Malta, Moldova, Monaco, Netherlands, Norway, Poland, Portugal, Public International Law, Romania, San Marino, Scotland, Serbia and Montenegro, Slovakia, Slovenia, Spain, Svalbard & Jan Mayen, Sweden, Switzerland, Turkey, and Ukraine. The 'United Kingdom' checkbox is checked.

The screenshot shows the 'Precedent Authority Search Results' page. At the top, there are links for 'Save Search' and 'Add as Alert'. Below that, the search criteria are displayed: 'Document types: Underwriting' and 'Country/State of Headquarters: Europe (United Kingdom)'. There are also links for 'Next 30 | Display All | Modify Search | Hits In Context | Abbreviated Listing | Worklist | TDR | Printable Version'. A table of results is shown with columns for 'Hit', 'Title', 'Filing Company', 'Filing Date', and 'Pages'. The first row is highlighted, showing 'THIS UNDERWRITING AGREEMENT' filed by Granite Master Issuer plc on 12/04/06 with 59 pages.

Hit	Title	Filing Company	Filing Date	Pages
1	THIS UNDERWRITING AGREEMENT	Granite Master Issuer plc	12/04/06	59
2	Exhibit 1.1 UNDERWRITING AGREEMENT	Granite Master Issuer plc	12/04/06	59
3	THIS DEALER AGREEMENT	Turquoise Card Backed Securities plc	10/26/06	87
4	THIS DEALER AGREEMENT	Turquoise Card Backed Securities plc	10/25/06	87
5	THIS UNDERWRITING AGREEMENT	Granite Master Issuer plc	09/22/06	59
6	EXHIBIT A Lock-Up Agreement [...]	Double Hull Tankers, Inc.	09/01/06	49
7	Form of Underwriting Agreement [...]	Double Hull Tankers, Inc.	09/01/06	49
8	Schedule 8(c)(1) Form of Letter Fro...	VODAFONE GROUP PUBLIC LTD CO	09/01/06	49
9	Schedule 8(c)(1) Form of Opinion of...	VODAFONE GROUP PUBLIC LTD CO	09/01/06	49
10	Exhibit 99.1 Vodafone Group Public L...	VODAFONE GROUP PUBLIC LTD CO	09/01/06	49
11	Exhibit 1.1 HANSON PLC \$,000,000...	HANSON PLC	08/08/06	33
12	EXHIBIT 1.1 Underwriting Agreement	NATIONAL GRID PLC	07/21/06	9
13	Schedule 1 Underwriter...	NATIONAL GRID PLC	06/28/06	35
14	Annex A [Form of Underwriting Agree...	NATIONAL GRID PLC	06/28/0635	
15	Exhibit 1.1 UNDERWRITING AGREEMENT...	NATIONAL GRID PLC	06/28/06	35
16	THIS UNDERWRITING AGREEMENT	Granite Master Issuer plc	05/31/06	58
17	2,200,000 Shares of Class A Common St...	CENTRAL EUROPEAN MEDIA ENTERPRISES LTD	05/04/06	33

The screenshot shows the 'Table of Contents' for the document 'Turquoise Card Backed Securities plc'. At the top, there are links for 'View | Email | Print | Save' and 'Review Setting | Reported Financials'. Below that, there are links for 'Go to First Hit', 'View All Hits', and 'View Filing'. The table of contents lists the following sections: 'THIS DEALER AGREEMENT', 'Party: TURQUOISE CARD BACKED SECURITIES PLC', 'Party: Wilmington Trust', 'Party: HSBC BANK PLC', 'Party: TURQUOISE FUNDING 1 LIMITED', 'Party: TURQUOISE RECEIVABLES TRUSTEE LIMITED Jurisdiction: Jersey', and 'Party: HSBC BANK PLC'. Below the table of contents, there are links for 'Introduction', 'Recitals', '1. INTERPRETATION', '2. ISSUING NOTES', '2.2 Procedures', '3. CONDITIONS PRECEDENT', '3.4 Termination of Relevant Agreement', and '3.5 Stabilising'.

The screenshot shows the 'Precedent Authority Search Results' page. At the top, there are links for 'Save Search' and 'Add as Alert'. Below that, the search criteria are displayed: 'Document types: Underwriting' and 'Country/State of Headquarters: Europe (United Kingdom)'. There are also links for 'Next 30 | Display All | Modify Search | Hits In Context | Abbreviated Listing | Worklist | TDR | Printable Version'. A table of results is shown with columns for 'Hit', 'Title', 'Filing Company', 'Filing Date', and 'Pages'. The first row is highlighted, showing 'THIS UNDERWRITING AGREEMENT' filed by Granite Master Issuer plc on 12/04/06 with 59 pages.

Hit	Title	Filing Company	Filing Date	Pages
1	THIS UNDERWRITING AGREEMENT	Granite Master Issuer plc	12/04/06	59