

Corporate finance / Restructuring Counsel

Ororus Advisors

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Overview

First and foremost, we would like to express our gratefulness for the trust you have placed in our firm. Ororus Advisors has always considered it a privileged to be entrusted to perform legal services for sophisticated clients. Our team will dedicate its utmost effort in rendering the best result possible so that you can constantly grow faster and stronger without needing to worry about legal matters while conducting your business.

This below proposal is a comprehensive approach to your corporate legal requirements based on information gathered from you. We will elaborate on each service included so that we can agree on the scope of the service being offered.

Fast Facts

- Type of corporation:
- Major shareholders:
- Subscribed capital:
- Headquarter:
- Industry:
- Service offered:
- Owned real property / leased real property (Specify if needed):
- Number of employees needed to operate:
- Non disclosure agreements already signed:
- Capital structure: Amount of debt / Amount of equity:
- Pending litigations:
- Major contracts:

Corporation

Type of corporation	
Subscribed Capital	
Shareholder	
Industry	
Services offered	
PPB (Principal place of business (Deed or Rent agreement needed))	

Intellectual property

	Lebanon	PPB2	United States
Registered trademarks			
Registered patents			
Registered designs			
Copyrights			
Website protection			

Employment law

Number of employees	
Employment benefit plans	If you have established an employment benefit plan or retirement plan
Social security	If not everyone has it, please specify how many (i.e 3/5)
Confidentiality agreements / Non compete signed	Yes / or No

Real Property

	Lebanon	PPB2	PPB3
Owned property			
Leased Property			

5 Corporate General Counsel

Major contracts and pending litigation if any

With	Product / service offered or requested	Inception date	Renewal / expiration date	Original signed copy (Yes/ no)

Analysis

Based on the information gathered in the previous section, our team has conducted the following analysis of your business and assessed your current situation and your legal needs moving forward

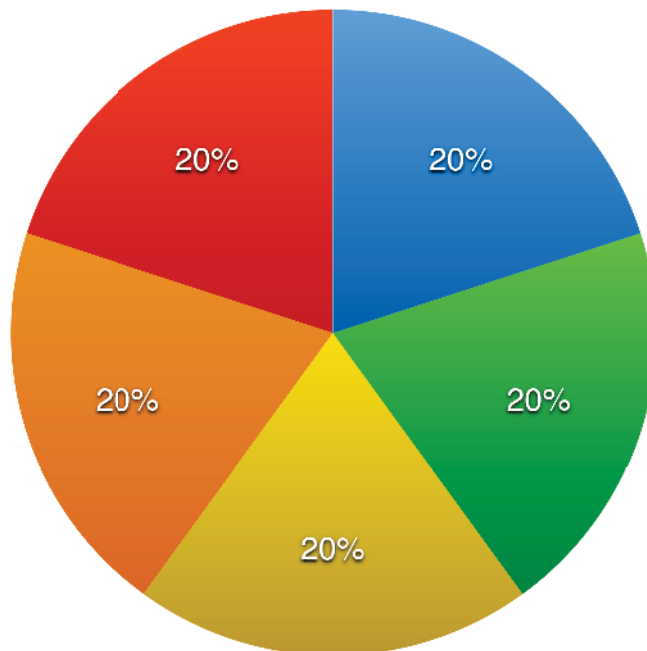
Data

We have noticed that

- Corporate structure: Efficient / Not efficient
- Intellectual property: Protected / Unprotected
- Real estate: Protected / Unprotected
- Employment law: Protected / Unprotected
- Contracts: Frequent / Not frequent, and whether: Protected / Unprotected.

Legal services chart

- Corporate structure
- Intellectual property
- Employment
- Real estate
- Contracts



Strategy

Based on our analysis, we have set out the following strategy to be able to put you up to date on the legal side and to be able to advise you as your corporate general counsel moving forward.

Work strategy

Required steps

The following are the required steps we will have to perform in order to put your corporation up to date:

- Corporate structure assessment + capital structure
- Intellectual property assessment
- Employees contracts and social security
- Real estate contracts and/or taxes
- Contracts renegotiation / classification

General counsel services

Based on our analysis and the services we offer, we have assessed that your corporation requires the following from its general counsel

- Capital structure consultations
- Intellectual property follow up
- Real estate follow up (Rent payments / follow up etc)
- Employees follow up (reviewing contracts / confidentiality / Social security / Compensations)
- Contracts (Reviewing contracts)
- Taxation

Action Plan

Restructuring Counsel

Key Objectives		Task	By Whom	Deadlines
Legal and financial due diligence				
General restructuring				
	Enhance corporate and capital structure		Ororus Advisors	
	Intellectual property protection		//	
	Real Estate follow up		//	
	Human ressources (Contracts, NSSF, NDA...)		//	
	Contract reorganization		//	
	Taxation (Audit + filing)		//	
Specific transaction documents (SPA, SHA)				