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| **Instructions (delete before using)**  Use as a template for a share sale (buy-side) scope of work section of a legal due diligence report (**LDDR**). Delete the “Optional” sections in the grey box if not required. If you delete optional sections, delete any definitions that are also no longer required in the glossary section. |

**Scope of work**

**Overview**

Our legal due diligence has been undertaken, and this Report has been prepared, in accordance with the principles agreed with the Client as described in the Introduction to this Report and by investigating further the following key areas (identified under the direction of the Client only) to the extent such information has been provided in the Data Room (except as otherwise stated) and solely to the extent it relates to the Company Group, the business within the Jurisdiction and matters governed by the law in the Jurisdiction.

The Report summarises the findings in each of these areas and identifies any material legal risks or liabilities associated with the Proposed Transaction. The Report will also provide recommendations for addressing any identified risks or issues prior to Completion.

| **Area of investigation** | **Purpose/scope** | **Public Searches (if any)** |
| --- | --- | --- |
| Select from the following options:  Assets  Banking and finance  Corporate  Employment  Environment  Financial information  Government and regulatory  Information technology (IT) and software  Insurance  Intellectual property (IP)  Litigation and disputes  Material contracts  Planning  Privacy  Real property  Related party contracts  Tax | [Purpose/scope] | Company searches  Contaminated land registers  Court searches  Intellectual property searches  Land title searches  Mining title searches  Personal Properties Securities (PPS) Register searches  Petroleum titles searches |

**Glossary**

Capitalised terms used in this Report are defined at the end of the Report.

**Glossary**

| **Term** | **Definition** |
| --- | --- |
| Client | [Definition to be provided in actual document] |
| Company | [Definition to be provided in actual document] |
| Company Group | The Group Company and the Company's interest in the Affiliated Company. |
| Completion | [Definition to be provided in actual document] |
| Data Room | [Definition to be provided in actual document] |
| Jurisdiction | [Definition to be provided in actual document] |
| Proposed Transaction | The transaction whereby the Prospective Buyer will acquire the Sale Shares from the Seller. |
| Report | This due diligence report. |