

UNDERWRITER AGREEMENT

Matter: GlobalRetail IPO

Client: GlobalRetail Inc

Practice Area: Corporate Law

Matter Type: IPO

Status: Active

AGREEMENT SUMMARY

Transaction Value: \$120,000,000

Key Terms:

- Representations and Warranties: Standard
- Indemnification Cap: 15% of purchase price
- Escrow: 10% for 18 months
- Closing Conditions: Regulatory approval, financing

Material Provisions:

- Non-compete: 3 years, nationwide
- Employee retention bonuses: \$2M pool
- Working capital adjustment: Target \$5M