

# Third-Party Legal Opinions in Commercial Transactions

*Maximizing the power of opinion letters and navigating potential risk for opinion givers*

Third-party legal opinions are commonly used and relied upon in commercial transactions, including real estate and mergers and acquisitions (M&A). Although the delivery of third-party opinion letters has decreased in many types of transactions, certain transactions, including financial transactions, still heavily rely on their delivery.

Opining lawyers must negotiate legal opinions to minimize the possibility of a claim against the opining law firm by integrating certain assumptions, qualifications, and exceptions. To quote Democritus, “Nothing exists except atoms and empty space; everything else is opinion.” Counsel must know how to skillfully traverse minefields in that space.

In this new program, the panelists provide practical guidance to lawyers engaged in receiving and delivering third-party legal opinions.

## Agenda

- Role, Purpose, and Scope of Legal Opinions
- Types and Components of Legal Opinions
- Assumptions, Qualifications, and Exceptions
- Risk Potential for Opinion Givers and Minimizing Possibility of a Claim
- Reliance on Legal Opinions
  - Bank financings
  - M&A transactions
  - Securities offerings

## Faculty

Dustyn M. Mascia, Esq., *Sherin and Lodgen LLP, Boston*  
 John Shinn, Esq., *Sherin and Lodgen LLP, Boston*

## Dates & Location

Register at [www.mcle.org](http://www.mcle.org)

### LIVE WEBCAST

Monday, November 7, 2022  
 12:00 noon–1:00 pm  
 Program Number: 2230007WBC

### REBROADCAST

Tuesday, November 22, 2022  
 9:00 am–10:00 am  
 Program Number: 2230007RBC

### REBROADCAST

Wednesday, November 30, 2022  
 4:00 pm–5:00 pm  
 Program Number: 2230007RB1

### ON DEMAND WEBCAST

View after Wednesday, November 30, 2022  
 Program Number: 2230007WBA

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