Accelerate M&A and Divestiture Transactions

OpenText Core Secure Access enables faster, reliable and
more secure integration of people, systems and things

Benefits

- Identity lifecycle management
- Application integration
- Access governance

Managing all the moving parts of a merger, acquisition, or divestiture transaction is complex enough. Any transaction carries with it significant risks from people and organizational issues to regulatory and compliance requirements. Most mergers and acquisitions fail to deliver on the anticipated benefit to shareholders, and a significant percentage of transactions produce negative value. These risks are compounded for enterprises engaged in a series of transactions.

OpenText™ Core Secure Access quickly connects all parties to needed information and manages their access throughout the entire transaction—and beyond. Reduce transaction complexity with these core capabilities:

- **Identity lifecycle management**
  Ensure people have access to the right applications, resources and information they need to be successful from the day they are onboarded. As their roles change, ensure that unneeded access is revoked and orphan accounts are eliminated. When people leave an organization, ensure all access rights are revoked—and be able to prove it. M&A and divestiture transactions impact many different groups—employees, partners, suppliers, customers, and others.

- **Application integration**
  Rapidly onboard and integrate application access via single sign-on, delegated administration and access management. Also enable data exchange between applications to facilitate systems integration and enterprise application migration strategies.

- **Access governance**
  Mitigate the risk and consequences of postclose access violations and adverse audit findings resulting from "uncovered bases" during integration. Access governance verifies the efficacy of access controls as required by auditors and surfaces inappropriate and unauthorized access.

Delivering an always available and secure M&A and divestiture transaction platform

Every enterprise merger, acquisition or divestiture transaction involves multiple stakeholders facing a multitude of challenges. These challenges and the associated risks are owned at the top, but the cascading effects ultimately result in organizational and people issues that can impact the realization of value from the transaction.

- **Line of business leadership** – manage and integrate identities for post M&A and Divestiture activities, complete user and service provisioning/deprovisioning, and continue business rules while maintaining privacy and data protection all while following applicable regulatory and compliance standards.
- **Human resource teams** – conduct their onboard/separation processes, integrate users, provision applications, synchronize enterprise data, and manage access levels while maintaining the same level of privacy and data protection as the line of business managers.
- **Employees** – need the ability to transition to new processes and procedures through seamless access to relevant information with the security of knowing that privacy and data protection are functioning and intact.
- **Third-parties** – often comprise the majority if enterprise IT users and need to be onboarded quickly and with the appropriate access to satisfy security and compliance regulations and avoid disruption to operations.

OpenText Core Secure Access provides key functionality to facilitate the entire transaction lifecycle

Pre-transaction	Post-transaction	Post-transaction separation
Facilitate, negotiation, close transaction	Enabling people with the right information and resources	Ensure a secure, compliant separation
Secure exchange of documents	Onboard users and institute delegated administration model	De-provision identities and eliminate orphan accounts
Access and provisioning/de-provisioning	Provision applications	Separate identities and delegated administrators
Version control	Access applications via single sign-on	Separate enterprise content and ownership
Search	Provide targeted enterprise content to reduce time to value	Export, migrate or synchronize enterprise data
Audit	Synchronize or migrate enterprise data	

OpenText Core Secure Access delivers above and beyond standard solutions

Issue	Traditional Solutions	OpenText Core Secure Access
Capability	• No easy way to disentangle legacy / proprietary solutions • Lengthy, costly project timelines • Managing decentralized systems	• Open standards and APIs accelerate system integration • Out-of-the-box digital processes and frameworks speed time-to-value • Unified system management through "single pane of glass" platform
Security	• Proprietary or Hybrid • No centralized view of system access patterns and grants • No systematic proof of de-provisioning (employee attrition) • Complicated decoupling of joint IDM system (AD/LDAP) • Underestimate risk for users with accounts in multiple systems • Weak authentication & excessive friction	• Federated identity management • Single view into user access rights and patterns • "Master Switch" for users, organizations, applications • IDP capabilities to quickly separate IDs of new business from joint IDM system • Integrate identity silos to identify a user's aggregate authorizations • Dynamically scale security based on user risk score
Compliance	• Limited third-party audit, monitoring and reporting to meet regulatory requirements	• Fully audited platform, centralized system access logs, compliance reports • Access governance (access certification / recertification) • SOC 2 certification
Cost	• Hybrid mix of licensing and subscription • Inflexible to changes in demand	• Managed cloud service • Utility pricing model (user/transaction) • Monitor and monetize system access through centralized reporting of system usage

Timing Is Everything

There is constant change in the new workforce as projects or business relationships start, grow and terminate in a very short period of time. Users also frequently change roles and companies during the course of projects.

This complicates matters, as different roles frequently require access to different systems and information. Worse, external partners often assume multiple roles – as seen through an enterprise lens – requiring special handling to avoid forbidden authorization combinations. Levels of security and access must vary but the timeliness of such changes and to gain approval are at odds with speed-to-market and cost containment priorities.

Lack of access to information and resources and the inability to communicate and collaborate effectively can stall momentum and undermine effective change management strategies.

The Right Tools, The Right Information, The Right Access…Right Away

When it comes time to integrating new teams, workflows and processes, OpenText Core Secure Access forms the basis for seamless collaboration as newly merged organizations combine forces, often including external partners.

OpenText Core Secure Access is a proven platform that quickly connects disparate organizations into an extended enterprise. In short, we accelerate the intelligent integration of people, processes and information that comes with M&A and Divestiture activity.

Innovation and Leadership in Identity and Access Management

OpenText Core Secure Access has been securing access to enterprise applications and information for over two decades. Over 30 million identities are managed across major industries, delivered as a managed cloud service.

OpenText Core Secure Access offers several advantages:

- Well-integrated and complete security offering with a world-class identity management, access management and integration platform
- Securely connect disparate organizations, data and applications quickly and predictably
- Innovative user provisioning and deprovisioning to secure and accelerate access
- Scale security across thousands of internal and external organizations and millions of users
- Speed to implementation (weeks versus months and years)
- Lower total cost of ownership (less upfront and ongoing costs)
- Mitigate more risk while lowering cost

Advanced security reduces friction and mitigates risk

The OpenText Core Secure Access platform provides companies with a secure single-point-of-entry to the enterprise, connecting authorized people, systems and things to the right resources without requiring complex application integration.

Users connect to the enterprise via secure web portal then verify their identity using one or a combination of supported authentication methods as determined by the risk each login presents. Methods include username/password, multi-factor, strong authentication (FIDO U2F) and other methods. Risk confidence can be further increased by injecting external data from external authoritative sources during login. Once logged in, users enjoy single sign-on access and a personalized view of services and information.

Risk-based and adaptive authentication, in concert with extensive self-service capabilities, enable organizations to transform their business by minimizing costs and risk while providing superior, low-friction experiences that drive customer and partner loyalty.

Three Major Capabilities Built For One Outcome

Identity and access management –OpenText Core Secure Access enables enterprises to centrally manage the end-to-end identity lifecycle of their internal and external users, systems and devices, as well as their access to resources across the enterprise. Single sign-on, broker, policy-based access control and access governance capabilities are essential for the enterprise to rapidly enable and control access to key resources.

Integration and aggregation – The platform enables enterprises to perform rapid, secure and flexible integration of data to eliminate the cost and complexity of changing document types, data formats, protocols, or creating and syndicating integrations for machine-to-machine, application-to-application, creating composite applications or managing provisioning, authentication and authorization for enterprise system integration needs.

User experience – Maximize user productivity and simplicity with personalized, omnichannel experiences driven by their identity. Identity-driven journeys dynamically expose capabilities, choices and information based on the user's authorizations, profile, preferences, relationships and other information. The result is an extremely low cost, secure solution to personalize omnichannel journeys while ensuring that users have access to only the information and applications they need to be successful at their jobs. Line of business management or human resources can similarly manage functions, employee transitions, provisioning, and access as well as provide a common platform to streamline communications, collaboration, user engagement and change management.

A comprehensive cloud platform

The OpenText Core Secure Access platform streamlines and automates the process of rapidly onboarding people and applications and ensuring the right people have access to the right resources to be successful.

M&A and Divestiture Success Stories

The Merger

Two large international manufacturing enterprises underwent a merger with complex business requirements involving thousands of overlapping external users:

- Two different extranet supplier portals, each with their own registration systems, separate applications, separate backends, identity stores, etc.
- Manage access to multiple accounting, human resources, supply chain management and other business applications until migration is complete.
- Manage security for 60,000 users to applications including access logging and a single point to revoke access.

The Results

- Implementation of a cloud platform enabling secure access to select business applications and information with simple single-sign on.
- Phase I was operational within 60 days, encompassing 60,000 users and 60 separate applications.
- Provided a single portal, with a single registration system, that allowed their suppliers to use a single ID to manage access to applcations across the two enterprises. No backend changes were necessary, as our solution easily integrated with all target systems and applications.
- Enabled seamless onboarding of truly global applications.

The Acquisition

A technology company that regularly acquired new businesses to grow and complement the offerings of existing business units needed the ability to rapidly and securely enable joint business processes.

The Results

A Cloud-based platform that provided the following functionality and benefits:

- Expose functionality of applications with data sharing across applications
- Secure single-sign on with audit capabilities to satisfy regulatory requirements
- Single dashboard with personalized view of authorized applications/ business processes
- Rapid, mass onboarding of new employees
- Single platform for communicating and collaborating information on benefits, joint go-to-market strategies, etc.
- Securely manage post-merger attrition by limiting and terminating system access

The Divestiture

A major manufacturing corporation's divesture of one of its business units required a rapid and secure method to separate employee identities from the primary core systems and offer an innovative employee experience.

The Results

- OpenText Core Secure Access migrated all divested employee identities to a cloud environment and created a collaboration platform for the exclusive use of the newly formed entity.
- The project was completed in 5 months.
- Later, that same business unit was able to separate its international operations in a subsequent divestiture transaction and completed the separation in 90 days.

Key Challenges and Business Impacts in Mergers, Acquisitions and Divestitures

Key Challenge Area	Level of Focus Required for MA&D	Business Impact
Identity Management (User and Service Provisioning)	○○○	Ability to quickly manage and integrate people's identities for post-M&AD activity
Regulatory / Standards / Compliance	○○○	Critical to gain timely approval and speed-to-market
Access Management / Business Rules / Privileges / Single Sign-On	○○	Ability to implement "least privilege-need to know" basis security role provisioning
Privacy & Data Protection	○○	Protecting employee/customer/partner information and maintaining data integrity for regulatory compliance approvals
Business Process Integration	○○	Integrating key business processes for cost and resource optimization – key post integration activity
Federation and Trust Relationships for Enterprise-level Exchange of Data	○○	Ability to integrate with acquired systems for joint offerings and enterprise information management

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