



HWF is a specialist insurance broker and advisor with significant expertise in structuring bespoke insurance solutions to those involved in or advising on M&A transactions. We provide strategic advice to enable parties to execute transactions efficiently and with a positive outcome.

Our Solutions

Sellers

Warranty and Indemnity (“W&I”) Insurance can be used by sellers to manage the level of contractual liability they have under a SPA.

The choice of solution will depend on both the level of liability the seller is willing to assume under the SPA and the level of recourse required by a buyer.

Buyers

There are a number of reasons why a buyer may be unable to obtain, unwilling to negotiate or reluctant to rely on the traditional recourse under the SPA. Insurance offers an effective solution which provides buyers with comprehensive protection in the transaction.



Tax

Insurance solutions have become a useful tool to provide certainty when parties are exposed to potential tax liabilities.

Typical areas in which insurance can assist with such tax liabilities include:

- M&A processes, including prior disposals/acquisitions
- Restructurings
- Re-organisations
- Company formation
- General tax treatment during trading

Known Matters

It has become increasingly important for businesses to adequately deal with known or contingent liabilities. This is particularly the case during an M&A process or when a business is looking to release capital against a balance sheet provision.

Ring-fencing such liabilities using an insurance “wrapper” can provide the required certainty. Typical liabilities include:

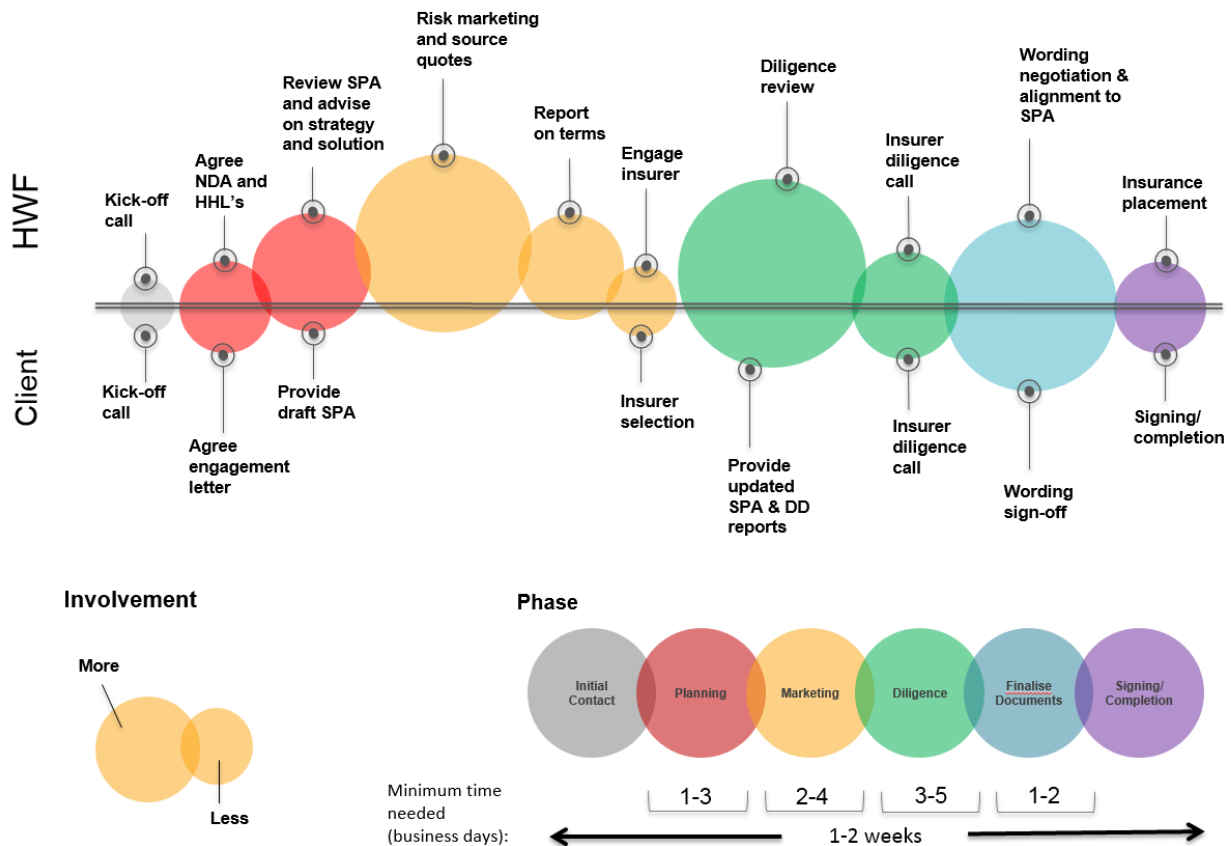
- Litigation
- Pensions
- Environmental
- Capital Release
- Balance sheet provisions



Process

There are a number of stages involved in the securing of insurance terms and the placement of an insurance policy. The key aspects of each stage are below.

The diagram is based upon a typical W&I Insurance solution for an M&A transaction and it should be noted that this will always be tailored to the specific requirements of each transaction.



About us

HWF is a Specialist Independent M&A insurance broker and advisor led by senior professionals with extensive experience in M&A transactions.

The team has worked with many leading legal and financial advisors in providing services to private equity houses, management teams, real estate firms, banks and corporates.

The partners have a combined 25 years of experience in our market and have advised on over 700 transactions, with values ranging from £5m - £5bn and structured over 400 policies.

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