

PROTECT THE VALUE OF YOUR INVESTMENT WITH LOCKTON AS YOUR ADVISOR

Transactional Risks

Whether you are acquiring new companies, going public or disposing of assets the risks associated with corporate transactions are complex.

Our job is to make sure that sellers and buyers in corporate transactions get the insurance coverage they need, in order first to make their deal happen, and then to protect their interests in the future.

Of course, we're here to use our relationships with insurers to get you the best coverage at the best price. We'll act as your advocate. We'll make sure your risk is the insurer's top priority, we'll persuade them that it's a risk worth taking, and we'll negotiate hard on your behalf.

Why use Lockton Transactional Risks team ?

We're a specialist global team with a flat structure. This allows us to be more nimble and agile than our competitors. Our experts generate ideas and solve problems round a table together. We can tap into different markets and different territories quickly and efficiently. Our team includes:

- Senior corporate lawyers who've advised buyers and sellers on countless corporate transactions - this means they'll understand the dynamics of your deal inside out.
- Former M&A underwriters who will look at your risk in the same way an insurer would - this means they can predict potential coverage challenges and help you overcome them.
- Insurance brokers with broad commercial experience - this means they know about facing difficult risks and structuring complex solutions that go beyond conventional warranty and indemnity policies.


Lockton Financial Services (LFS) Asia-Pacific

Lockton Financial Services (LFS) Asia-Pacific is our regional practice devoted exclusively to the management of Professional and Financial Risks. Our team of specialists will work with you to understand your exposures, reduce your risk and keep you complaint. We offer insurance advisory, broking and claims solutions based around four key areas.


- ❖ Executive and Financial Risks
- ❖ Cyber & Technology
- ❖ Professional Indemnity
- ❖ Transactional Risks

Specialists

Our team of global specialists also provides guidance on transactional risks issues, such as:

 Mergers and Acquisitions

 Initial Public Offerings

 Tax Liabilities

 Contingent Risks

 Litigation Proceedings



The [Market Update blog](#) explores the ever-changing risk and insurance landscape.



PROTECT THE VALUE OF YOUR INVESTMENT WITH LOCKTON AS YOUR ADVISOR

Warranty and Indemnity (W&I) Insurance

W&I insurance indemnifies a party to a transaction (buyer, seller or interested party) for financial losses arising out of the purchase agreement. This includes claims:

1. For a breach of warranty (General, Fundamental, Tax);
2. Under the tax covenant; and
3. Under an indemnity in respect of a known issue.

We can find 'back-to-back' cover for liabilities arising out of a purchase agreement, transferring the risks to the insurer. The insurer will either cover the seller (buyer-side policy) or agree to indemnify the warrantor/seller (seller-side policy).

Benefits for Buyers and Seller

Benefits of buy-side cover

- Increases indemnification e.g. higher cap, longer periods, lower de minimis and threshold, more warranties
- Differentiates a bid in an auction process
- Provides comfort to lenders, investors and shareholders

Benefits of sell-side cover

- Clean exit for seller(s)
- Provides comfort for warrantors
- Maximises the return to investors
- Enables sellers to use the proceeds of the sale immediately

About Lockton

The **6,500** professionals of Lockton Companies serve more than **50,000** clients around the world with risk management, insurance, employee benefits consulting, and surety services. Lockton is the world's largest privately owned, independent insurance broker, with 2016 revenue of **\$1.34 billion** and offices on six continents. Lockton is recognized for its leadership and innovation in client service. Clients value our expertise and our passion for our work. Our entrepreneurial culture helps us retain **96** percent of our US clients annually, the best record in the business. You can count on Lockton's people to help make your business better.

Key Contacts

To find out more get in contact with our W&I specialists in Asia-Pacific:

Rob Russell - Asia-Pacific Lead

Tel: +66 2 635 5000 x 2801
rob.russell@asia.lockton.com

Mark Luckin - Australia

Tel: +61 8 9217 0886
mark.luckin@au.lockton.com

Paul Hardy - Greater China

Tel: +852 2250 2879
paul.hardy@asia.lockton.com

Chinnatamby Nandakumar - Singapore

Tel: +65 6326 9252
c.nandakumar@asia.lockton.com

Hairolnizam Sopian - Malaysia

Tel: +60 3 2772 2061
hairolnizam.sopian@sdlockton.simedarby.com

Jongsook Paek - Korea

Tel: +82 2 2011 0342
jongsook.paek@asia.lockton.com

Mingkwan Sirichaiyakul - Thailand

Tel: +66 2 635 5000 x 6902
mingkwan@asia.lockton.com

Nino Sauler - Philippines

Tel: +63 2811 0388
nino.sauler@asia.lockton.com

