

REPRESENTATION &
WARRANTY INSURANCE

What Clients Can Expect When Working with Winston's RWI Team

WINSTON
& STRAWN
LLP

From our extensive experience with these claims, our team has a deep knowledge of the RWI process, from initial factual investigation of a potential claim, through signing of the settlement agreement.

When working with Winston, clients can expect our team to assist with the following:

- Factual investigation of circumstances surrounding potential breach (financial statements and GAAP, third-party claims, key customer issues, sufficiency of assets, etc.)
- Legal analysis of RWI policy and related purchase agreements, including identification of breach arguments and potential policy exclusions
- Providing advice on applicable law, typically Delaware
- Retaining and working closely with financial experts to quantify losses, including an analysis and evaluation of the valuation methodology for the deal and an assessment of whether multiplied damages may be warranted
- If necessary, retaining and working closely with technical experts on industry-specific issues or concepts that will assist the insurer in appropriately assessing and valuing the claim
- Coordinating timely responses to the insurers' requests for information
- Preparing deal team members and/or businesspeople for interviews with insurers
- Negotiating with insurers on coverage positions and claim amounts
- Documenting the resolution in a settlement agreement