

# Deals Gone Sideways: M&A Litigation in COVID-Churned Markets

MAY 28, 2020

THE COVID-19 PANDEMIC HAS ROILED THE WATERS OF M&A LITIGATION FROM SEVERAL COMPASS POINTS:

**A WAVE OF “BUSTED DEAL” M&A LITIGATION IS CRESTING, WITH BUYERS SEEKING TO CANCEL TRANSACTIONS AND SELLERS SUING TO COMPEL THEM.**

WE EXPLORED:

- EVOLVING CONTRACTUAL MAE DEFINITIONS, CARVEOUTS AND EXCEPTIONS TO CARVEOUTS
- USE OF COVENANTS AND CLOSING CONDITIONS (E.G., THE “ORDINARY COURSE” COVENANT) AS POTENTIAL “ESCAPE HATCHES”
- WHAT IT ALL MAY MEAN FOR THE FUTURE OF MAE LITIGATION

**POST-CLOSING PRIVATE COMPANY M&A DISPUTES HAVE ALSO BEEN ROCKED.**

WE EXAMINED:

- R&W INSURANCE-RELATED ISSUES INCLUDING STRATEGIES TO MAXIMIZE THE VALUE OF CURRENT POLICIES AND TO NAVIGATE AROUND COVID EXCLUSIONS

## • POTENTIAL IMPACT ON EARN-OUT LITIGATION

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View all of our COVID-19 perspectives [here](#). Contact a member of our COVID-19 Legal Task Force [here](#).

1 Min Read

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