

Post-close Dispute Support Services



삼일회계법인





Service Overview

PwC Korea's Global Disputes Team supports Korean and foreign companies with recently completed deals, and even those in the midst of complex post-closing/completion price negotiations, to protect and even increase their deal value. Our deals specialists and consultants have worked across numerous industries on multiple deals with significant experience in both closing/completion accounts and locked box mechanisms. We understand the purchase/acquisition price adjustment and dispute resolution processes and timelines and can provide timely support for clients in preparation of a dispute notice, disputed items throughout the good faith negotiation period, and arbitration support to the extent the parties submit remaining disputed items to an independent accounting expert.

Post-closing/completion disputes can make an already challenging transaction extend further in both time and human and financial capital. Our Global Disputes Team can ensure that the only opportunity to protect the deal value is well-utilized and leveraged, in addition to applying best practices of different business cultures throughout the process.



Our services

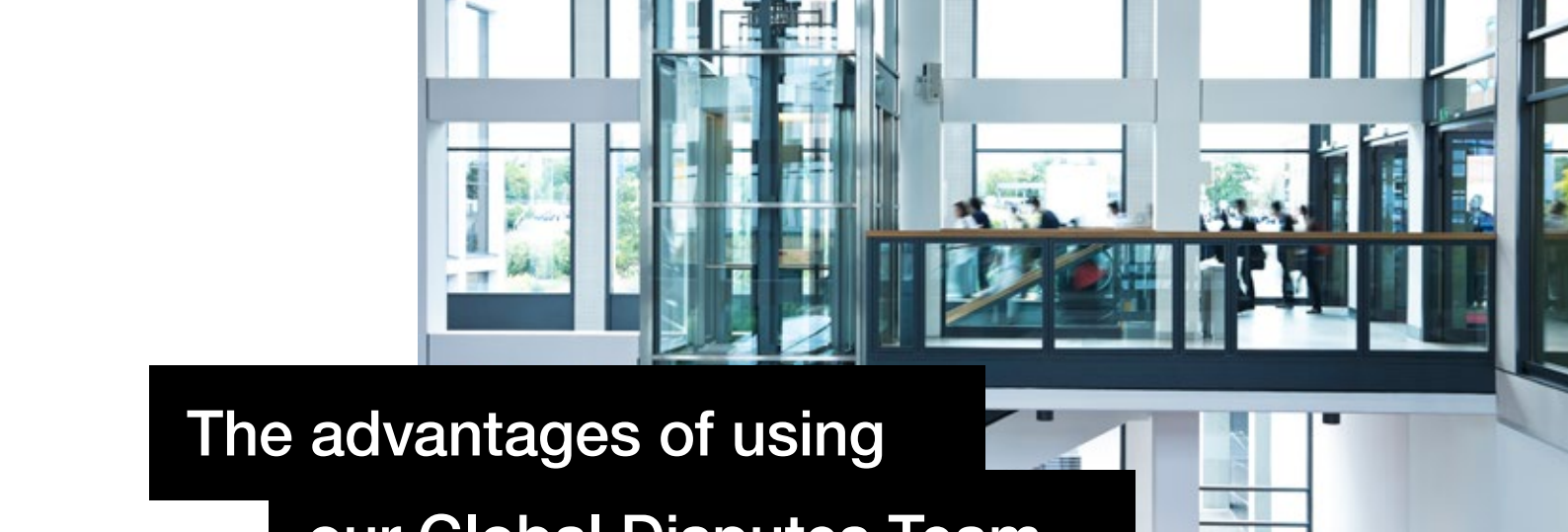
As part of the leading professional services firm in Korea, we know that value and experience are key ingredients for a successful partnership. No matter the size or scope of the deal or what industries or sectors you do business, the Global Disputes Team can provide support in getting you the best deal value from your transaction.

Closing/Completion accounts mechanism

- Review of sale and purchase agreement and accounting interpretation
- Review of closing/completion statement
- Preparation or review of dispute notice
- Preparation of request list, disputed items, and rebuttals
- Strategic insights on negotiations during good faith period
- Preparation of narratives and evidence for disputed items and rebuttals, if independent accounting expert (arbitrator) is engaged

Locked box mechanism

- Review of sale and purchase agreement and accounting interpretation
- Review of locked box balance sheet and closing statement
- Leakage review



The advantages of using our Global Disputes Team



Understanding your needs

Our disputes team members are familiar with the stringent timing and significant demand of the post-closing/completion disputes timeline and are committed to providing the necessary support for you to meet deadlines listed in your sale and purchase agreement. The team has experience working in both Korea and abroad, providing professional services to conglomerates around the world in addition to local companies. They understand M&A issues faced by Korean companies doing business overseas as well as international corporations entering the Korean market. The team can bring this experience and combine it with their knowledge of Korean business culture and the legal environment to provide the advice you need regarding post-closing/completion deals in Korea and abroad.



Experience and capabilities

Our Global Disputes Team is an efficient solution because our professionals have the skills, knowledge and insight a company needs to pursue strategic deal value. We provide immediate access to a diverse workforce that is highly skilled in many different disciplines and are available when needed. Our professionals have various deal disputes, financial consulting, and auditing experiences from the US, Europe, and other parts of Asia to skillfully leverage where on the books a company's value is and how to negotiate identified disputed items. We have worked with general counsel (both internal and external) on numerous engagements and are well-versed in M&A terminology and best practices.



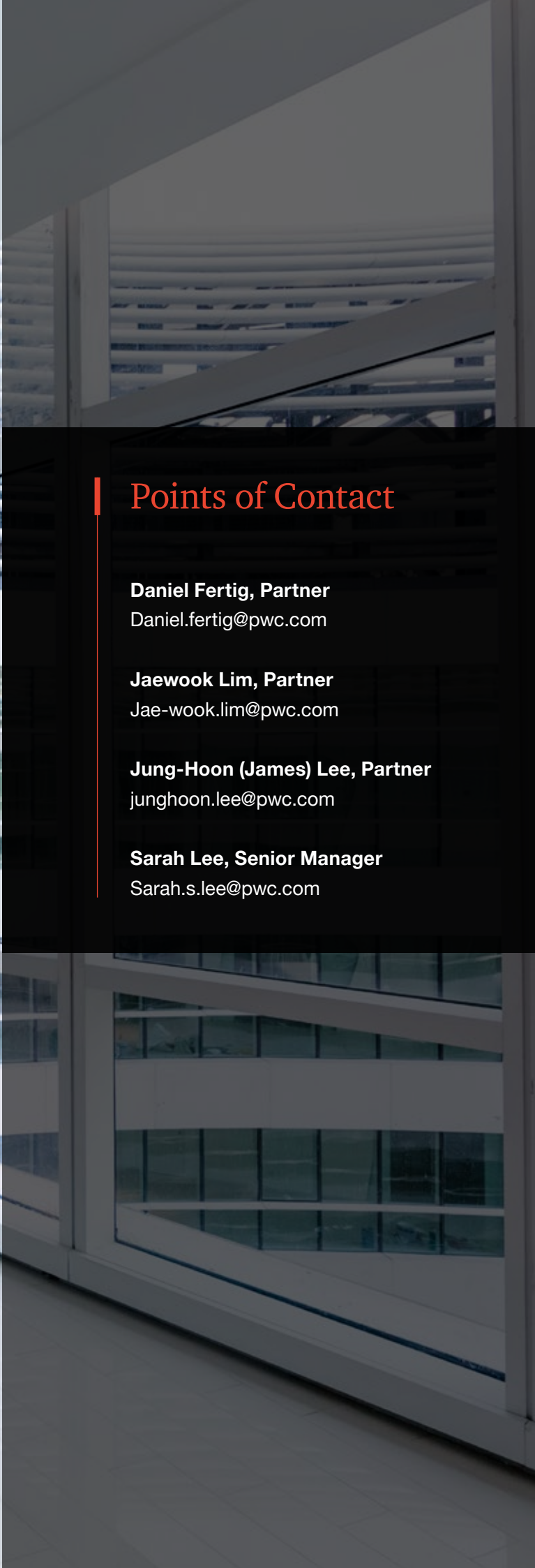
Agility

Our professionals are prepared to operate in a virtual environment, if preferred, as that is a core competency, and we continue to make significant investments in emerging technologies, virtual communication platforms and staff training. We are also agile and can pivot as required between onsite and virtual support.



Global support

In the age of globalization, having access to specialized global resources when needed is critical for the success of many companies. We already have a network of experienced post-closing/completion pricing specialists ready to deploy all over the world. Your company would immediately gain access to these resources.



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