

Transaction-Related Insurance Coverage Experience



K&L Gates has substantial experience advising clients on the transferability of insurance coverage rights in the context of mergers, acquisitions, and other types of corporate transactions. Such issues frequently arise during corporate due diligence, as well as in disputes over rights to access insurance coverage. In advising its clients, K&L Gates adds value by drawing upon the wide array of experience and skills of both its insurance-coverage and transactional lawyers to provide interdisciplinary guidance of practical value to clients. Moreover, K&L Gates litigates aggressively against insurers that contend that a policyholder has been deprived of its coverage rights as a result of earlier corporate transactions entered into by the policyholder.

Among other experience, K&L Gates has (i) represented clients in litigation regarding the transferability of insurance rights in the context of mergers, acquisitions, divestitures, and other transactions; (ii) advised clients in due diligence to assist in determining the advisability of completing a merger, acquisition, or other transaction; (iii) advised clients on how the form of transaction the parties execute may be argued by insurers to affect the potential transferability of insurance rights; and (iv) assisted clients in assessing how changing corporate forms might impact insurance rights. In this regard, the following is a nonexclusive list of representative engagements:

- Represented a Fortune 100 company in multiple litigations regarding its and others' rights to insurance coverage under historical policies as a result of complex mergers, acquisitions, and divestitures during the past 30 years.
- Represented a diversified manufacturer in litigation brought by a former subsidiary regarding competing interests and retrospective premium obligations with respect to historical general liability insurance policies providing coverage for asbestos liabilities.
- Represented a multinational energy company in litigation that included a significant dispute over the transfer of insurance rights in the context of multiple corporate transactions.
- Advised a Delaware corporation on the transferability of insurance rights in the context of a conversion from a corporation to a limited liability company.
- Advised a private investment management company on the insurance aspects of a proposed acquisition of a business with potential toxic tort exposure.
- Assisted a large energy company in obtaining insurance coverage for historical environmental liabilities under policies issued to a predecessor entity, where the predecessor entity merged into the client before the claims for coverage were tendered.
- Represented a global manufacturer of industrial gases in litigation with an insurer that contended that its acquisition of a smaller company had served to void that company's insurance coverage for a major property loss.