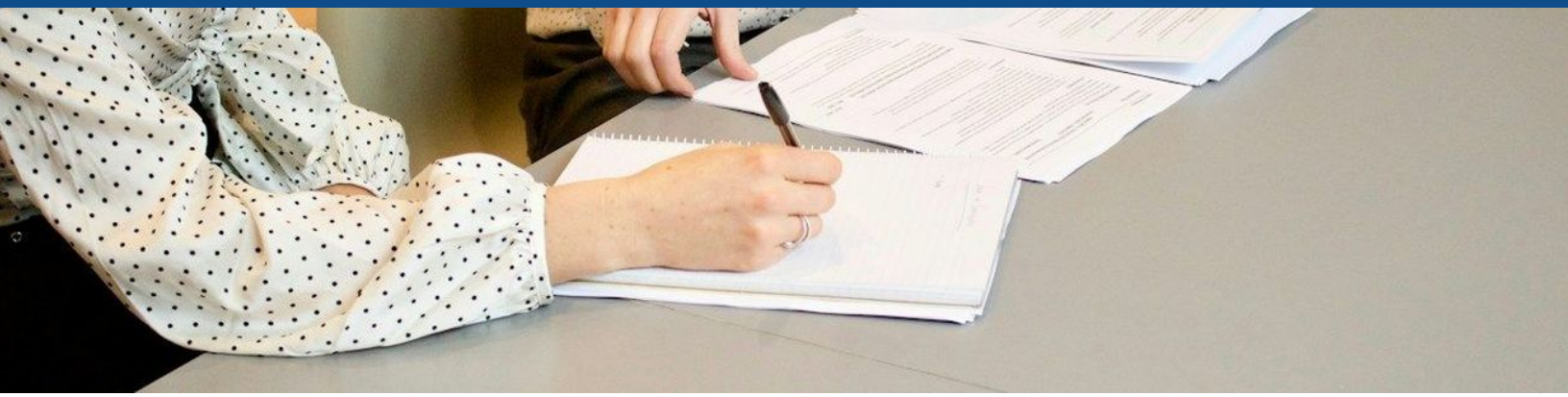
Representations & Warranties Insurance

Management liability & cyber - coverage overview, limitations and how to get a quote



OVERVIEW

R&W insurance covers losses from breaches of the seller's representations in a merger or acquisition agreement.

WHAT'S COVERED

Buyer-side coverage
Pays the buyer for losses from breached reps.

Clean exit for sellers
Reduces escrows and indemnity holdbacks.

Tax indemnity
Covers pre-closing tax liabilities.

Fundamental reps
Title, capitalization and authority breaches.

Survival period
Usually 3 years general, 6 years fundamental.

Good to know
R&W is most efficient for deals over about $20 million in enterprise value, and quality third-party financial, tax and legal diligence is required to bind.

WHY SOCIETIES INSURANCE

Independent agency
We work for you, not for one insurance company.

50+ carriers compared
We shop A-rated markets for coverage and price.

Licensed advisors
Licensed in 29+ states, with real people to call.

Free, no obligation
Quotes cost nothing and you choose what to buy.

LIMITATIONS & EXCLUSIONS

Typically not covered for this product:

- × Known breaches
- × Forward-looking statements
- × Purchase price adjustments
- × Underfunded pensions
- × Items flagged in diligence

All policies:

- Each coverage carries its own limits, deductibles or retentions and sublimits, which vary by insurer.
- Only the operations, locations, vehicles and exposures described in your application and policy are covered.
- Prior or known incidents, intentional acts and contractual obligations beyond the policy terms are generally excluded.
- Some coverages (for example professional or management liability) are written on a claims-made basis and must be reported during the policy period.

HAVE THESE READY

- Draft purchase agreement and disclosure schedules
- Confidential information memorandum
- Diligence reports (financial, tax, legal)
- Target financial statements

HOW COVERAGE GETS STARTED

1. **Request a quote**
   Online or by phone - it takes a few minutes.
2. **We shop for you**
   Your licensed advisor compares 50+ carriers.
3. **Review and choose**
   Compare coverage, limits, deductibles and price.
4. **Confirm in writing**
   Coverage starts only once your written confirmation is issued.

Questions? Talk to a licensed advisor.

Scan the code or visit the product page to request your free, no-obligation quote.

800-616-3490 **info@societiesinsurance.com**

societiesinsurance.com/representations-and-warranties/

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