



# ***The Impact of the COVID-19 Crisis on Mergers and Acquisitions and Related Contracts***

International Corporate Transactions



Maria Elisa  
Gualandi Verri  
TozziniFreire



Guilherme S. Galante  
PLMJ



Adam Weinstock  
Faegre Drinker



Scott Guan  
Zhong Lun



Victor Xercavins  
Cuatrecasas

# 1. General questions



1. How has Coronavirus pandemic impacted M&A deals and the relevant agreements.
2. M&A deals in the near future/mid-term - post COVID world.

## 2. Contract enforcement



1. Failure to comply with contractual obligations due to the Coronavirus crisis.
2. Fulfilment of the conditions precedent / interim period obligations in M&A deals.

### 3. Force majeure



1. Potential reshaping of the “*Force majeure*” concept / “*Force majeure*” and monetary obligations.
2. “*Rebus sic stantibus*” doctrine / renegotiation of agreements due to extraordinary unbalance of the obligations of the parties.

## 4. Default liability / dispute resolution



1. Moderation by Courts of penalties, *et al.* derived from contractual breaches “caused” by COVID-19 crisis.
2. Legislative measures preventing performing parties from enforcing contractual penalties/obligations on the breaching party.
3. A new world for arbitration/mediation?

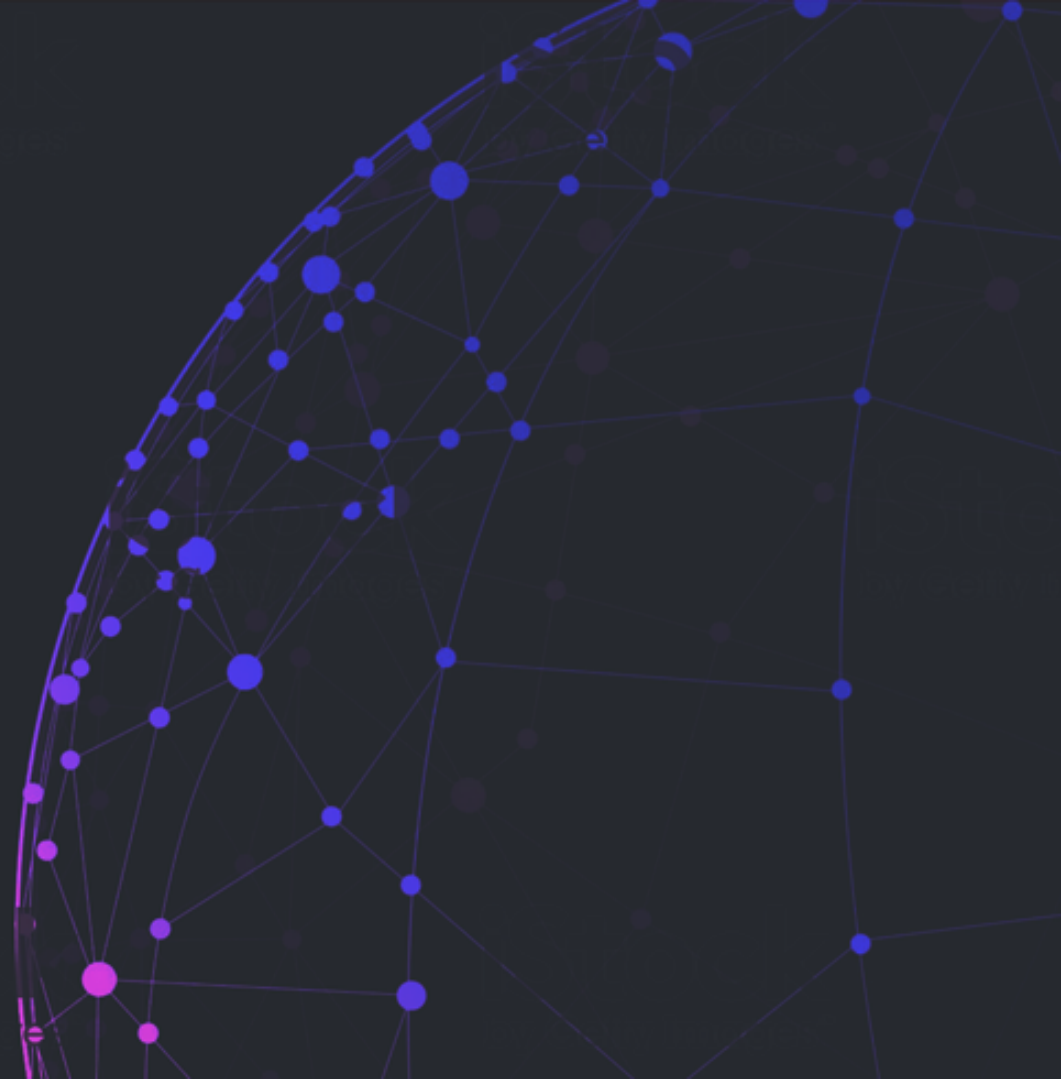
# 5. New foreign investments restrictions



1. New foreign direct investment authorization regime.
2. COVID-19 crisis or “trade war” outcome.

Thank You!

**QUESTIONS?**





# Panel Contact Info



**Maria Elisa Gualandi Verri**

TozziniFreire (Brazil)

[mverri@tozzinifreire.com.br](mailto:mverri@tozzinifreire.com.br)

**Guilherme S. Galante**

PLMJ (Portugal)

[guilherme.seabragalante@plmj.pt](mailto:guilherme.seabragalante@plmj.pt)

**Adam Weinstock**

Faegre Drinker (USA)

[adam.weinstock@faegredrinker.com](mailto:adam.weinstock@faegredrinker.com)

**Scott Guan**

Zhong Lun (China)

[scottguan@zhonglun.com](mailto:scottguan@zhonglun.com)

**Victor Xercavins**

Cuatrecasas (Spain)

[victor.xercavins@cuatrecasas.com](mailto:victor.xercavins@cuatrecasas.com)