

LP for insurance brokerages

LP has one of the nation's most active and sophisticated insurance brokerage transactions practices, representing clients in traditional M&A (both buy-side and sell-side), capital raises, and internal perpetuation.

Our clients include private equity-backed and employee-owned national and regional insurance brokers, including retail, wholesale, and specialty brokers, program administrators, and third-party administrators. We maintain close relationships with leading insurance brokerage M&A intermediaries and are regularly engaged to serve as sell-side M&A counsel to insurance agencies and their owners.

Summary deal data

500⁺

insurance
brokerage
transactions
closed

REPRESENTING OVER

\$1B

in aggregate
purchase price
(including earnouts)



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Why clients choose us

WE GET DEALS DONE.

Our team has closed more than 500 insurance brokerage transactions. Years of feedback tell us that clients choose us because we get deals done efficiently. We don't get bogged down with minor details, and we don't over-lawyer transactions. We focus on what is important to our clients to achieve their goals.

WE ARE A FULL-SERVICE FIRM, STEEPED IN THE INSURANCE BROKERAGE INDUSTRY.

As such, we regularly advise clients not only with mergers and acquisitions, but with the wide array of ancillary legal issues that arise.

- Our **Corporate Group** advises on **ESOP issues** and business succession planning.
- Our **Labor & Employment** attorneys structure restrictive covenants and employment agreements, addressing the nuances of all 50 states' laws.
- Our **Real Estate Group** assists with leasing and other real estate issues.
- Our **Trusts & Estates** and **Tax Planning** Groups provide pre- and post-sale tax and estate planning advice.
- Our **Financial Services & Restructuring Group** helps with financing matters.

WE REPRESENT BOTH BUYERS AND SELLERS.

Because we've worked on both sides of the deal, we can anticipate and guide clients through sticking points. Further, due to the extensive number of deals we have handled, we have access to a wide range of data, client feedback, and best practices that we use to help our clients structure their transaction and navigate any issues that may arise.

BUYERS

We represent some of the largest and most acquisitive insurance brokers in the world in connection with their M&A transactions. Because of our experience and knowledge of the industry, we have built comprehensive processes, efficiencies, methodologies, and staffing structures that facilitate an acquisitive growth strategy for clients.

SELLERS

We have the depth and breadth of experience in representing sellers of insurance agencies and books of business, with the capabilities to meet whatever issues may arise throughout the life of a deal. We work together with our other practice groups, who have extensive expertise working with the principals of selling agencies on ancillary transaction documents, including employment agreements and real estate leases.

REFERRAL SOURCES

We have a vast network of financial advisory firms and other intermediaries that call on us when their clients are interested in selling their brokerage agencies. Our approach is pragmatic and collaborative. Because we have an intimate understanding of the industry, we don't get bogged down in minor details that can derail or delay completion of a deal.



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Insurance brokerage sale overview and timeline

The legal process for an insurance brokerage sale generally adheres to the following timeline, which typically takes 60-90 days to complete:

1	2	3	4	5	6
Preliminary Considerations	Due Diligence	Definitive Purchase Agreement	Schedules & Ancillary Agreements	Closing Matters	Post-Closing Matters
Execute NDA	Buyer provides due diligence request list	Buyer (typically) prepares initial draft of purchase agreement	Seller and its advisors prepare disclosure schedules	Obtain any required consents from carriers, clients, landlords, and other third parties	Notify carriers, clients, and departments of insurance, as necessary
∨	∨	∨	∨	∨	∨
Discuss structure <ul style="list-style-type: none"> • Assets • Stock • Merger • Personal goodwill 	Seller and its advisors upload responses to "virtual" data room	Seller and its advisors review and revise	Negotiate new employment agreements	Obtain E&O and other required tails (cyber, EPL, and D&O)	Post-closing working capital adjustment
∨	∨	∨	∨	∨	∨
Discuss valuation <ul style="list-style-type: none"> • Revenue-based • EBITDA-based 	Buyer and its advisors review and provide supplemental due diligence request list	Negotiate and resolve outstanding issues	Negotiate new real estate leases (if applicable)	Obtain any required payoff letters and lien releases	Earnout payments
∨	∨	∨	∨	∨	∨
Execute letter of intent	Finalize due diligence and valuation	Confirm handling of agency bill, direct bill, and contingent commissions	Negotiate producer buy-out agreements (if applicable)	Exchange signature pages and initiate wire transfers	Potential indemnification claims

LP is a leading law firm for buyers and sellers of insurance agencies, and the financial advisory firms that counsel them. *Contact us to learn more about how we can meet your business needs.*



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