

COGENT
LAW



**How to
Structure
Tax-Efficient Deals
in Complex Industries**

**A Guide on M&A, Cross-Border
Transactions, and Regulatory Tax
Strategies**

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Early Assessment and Strategic Planning

01

Understand Tax Implications Early

- Identify tax risks and opportunities before signing LOIs or term sheets
- Assess multi-jurisdictional tax exposures for cross-border transactions
- Evaluate eligibility for tax deferral or other beneficial treatments

Early legal involvement helps avoid costly surprises later.

02

Structure Deals for Optimal Tax Outcomes

- Choose between asset or stock deals based on tax consequences
- Use strategic vehicles like partnerships or joint ventures where appropriate
- Plan for R&W insurance and its tax impact

Cogent Law provides tailored structuring advice based on decades of transactional experience.

Complex Industry Navigation and Documentation

Navigate Complex and Evolving Regulatory Environments

- Understand specific tax and compliance issues in industries like crypto and cannabis
- Structure crypto businesses to optimize tax treatment (e.g., avoiding pitfalls in crypto-to-crypto exchanges)
- Address state and local tax compliance for cannabis operators

Cogent Law's expertise in these niche sectors ensures regulatory alignment and risk mitigation.

Draft and Review Tax-Sensitive Deal Documents

- Ensure reps, warranties, indemnities, and tax clauses protect your interests
- Coordinate with CPAs to integrate financial and legal strategies
- Avoid ambiguous language that could lead to disputes or increased liability

Cogent Law combines legal precision with practical business insight when drafting deal documents.

Defense and Strategic Partnerships

Defend Against IRS or State Audits

- Prepare proactively for possible tax audits post-transaction
- Respond effectively to government inquiries and mitigate exposure
- Negotiate favorable resolutions

Cogent Law has successfully defended clients against significant tax liabilities, saving time and money.

Leverage Strategic Legal Partnerships

- Collaborate with Cogent Law for legal structuring, while working with your existing financial advisors
- Access the full breadth of Cogent Law's cross-functional expertise as needed

Cogent Law offers boutique-level attention combined with firm-wide resources.

Ready to Structure Your Next Transaction?

Schedule a consultation with Cogent Law today to explore how strategic tax and legal advice can help you minimize risk and achieve your business goals.

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