

M&A and Shareholder Disputes

Moroğlu Arseven's expertise in dispute resolution, corporate governance, restructuring and general corporate consulting combine to mean we provide effective and insightful dispute resolution services to clients which find themselves involved in shareholders and M&A-related disputes.

Shareholder disputes can cause irreparable damage to an organisation and can arise for any number of reasons, from operational and strategic disagreements between shareholders, through to family disputes. Allegations can cover many things, including underperformance, misconduct, fraud, misrepresentation, self-dealing, asset misuse, as well as breaches of shareholder agreements or fiduciary duties.

Moroğlu Arseven advises clients from all points of view during shareholder disputes. Our clients include minority shareholders with concerns regarding oppressive decisions, dividend policies, or their rights being ignored. We also support majority shareholders dealing with recalcitrant or combative shareholders which complicate business or management operations. At times, contractual and fiduciary duties can overlap with each other, further complicating shareholder disputes and requiring legal guidance to resolve.

The firm's experience with a large number of corporate transactions means it is well positioned to offer comprehensive advice during M&A-related disputes. Conflicts can arise at points of M&A transactions, including post-settlement. For example, issues arising out of representations, warranties, price adjustment and price determination clauses, as well as conflicts regarding earn-out mechanisms and tag-along or drag-along rights. Moroğlu Arseven's close understanding of the legal framework for M&A transactions means the firm can provide strategic, practical and tailored advice to mitigate and resolve transactional disputes.

We are experienced in supporting clients to structure and implement dispute resolution strategies for shareholder conflicts, such as early-stage intervention, facilitated negotiation, mediation, conciliation and arbitration. Often these methods present less costly and more time efficient alternatives than litigation for clients, better allowing the organisation to move on productively and positively.

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