

# Transaction Taxes



Delivering professional  
tax advice with  
clear conclusions

# Introducing Claritas

**Claritas is one of the UK's leading, full-service tax advisory and compliance practices, focused primarily on entrepreneurial and ambitious businesses, their stakeholders and investors.**

**As a multi-disciplinary tax practice with a highly skilled team, there's nothing we don't do.**

By combining our extensive practice and industry experience, we're able to ensure you receive the very best tax advice and guidance.

We act for individuals, privately owned, private equity owned, listed and multi-national businesses, investment banks and corporate finance boutiques, accountants, law firms, family offices and all forms of investors and institutions including private equity, venture capitalists, and angel investors.

With our team of dedicated tax advisors we can support all of your tax requirements.

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Claritas Tax Limited is an ICAEW member firm and is regulated by the ICAEW under their Practice Assurance Scheme.



# Transactions

## Taxes

### Guiding you through a successful transaction

Every transaction has tax implications, whether it's an acquisition, disposal, refinancing, restructuring or initial public offering.

Through our extensive transactional experience across multiple sectors, strong links with private equity and broad commercial focus, we can help you identify the critical strategic tax considerations and explain them clearly in the context of your transaction and future plans for your business.

Our experience also allows us to ensure that buy-side bidders put forward the most tax efficient offer, whilst for sellers we ensure that a practical and clearly laid out plan towards a tax efficient exit puts them in the strongest possible position.

### Our approach

If you're thinking about a transaction, you'll naturally have commercial considerations at the front of your mind. By involving us early in discussions, you'll receive practical and pragmatic tax advice that complements your commercial objectives.

In many cases, considering the potential tax involved in different options can guide your decisions. There are many taxes to consider and the way these interact can create opportunities and risks. We work with you to grasp those opportunities and minimise the risks.

We work alongside the key stakeholders in your business as well as your lawyers and corporate finance advisers to devise deal structures, carry-out tax due diligence, recommend management incentivisation schemes and much more.

Additionally, we can manage interactions with HMRC by submitting and agreeing upfront clearance applications and reporting paperwork when the deal is complete.

### Our services

- › Exit-readiness reviews to identify pre-sale tax issues and opportunities
- › Business and property demergers
- › Tax structuring for management buyouts (MBOs), partial or full disposal or refinancing
- › Tax due diligence
- › Fund investment / acquisition structuring
- › Shareholder and corporate restructuring
- › HMRC clearance applications
- › Deal fees analysis (VAT recoverability & CT deductability)
- › Shareholder debt pricing benchmarking
- › Sale to and exit from an Employee Ownership Trust



# Transaction Tax Lifecycle

We work with owners and investors at every stage of the business lifecycle, from inception through to fundraising, expansion, acquisition, divestment and sale. With decades of transactional tax experience across the Claritas team, there's nothing we haven't seen and plenty we can add.

Our aim at the outset is having 'one eye' on exit value, ensuring that no corners are cut at any stage, thereby contributing significantly to shareholder value.

## Early stage

Investor reliefs  
(SEIS, EIS and  
VCTs)

Initial shareholder  
structure and corporate  
entity / group structure

Fund investment /  
acquisition structuring

Consider key management  
equity rewards

Tax due diligence

Grant funding

R&D and Patent  
Box Claims

## Sale

## Fast growth

HMRC clearance  
applications

CT compliance

Tax structuring for  
management buyouts  
(MBOs), partial or full  
disposal or refinancing

Structuring your  
international expansion

Shareholder  
and corporate  
restructuring

Exit-readiness reviews to  
identify pre-sale tax issues  
and opportunities

Business and property  
demergers

## Mature



# Your Key Claritas Contacts



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