

# Market Strategy, Organizational Ambidexterity, and Tributary Law: Brazilian Case on a Company Acquisition

**João Vitor Vieira Rico**

Universidade Estadual de Londrina, Brazil

**Murillo de Oliveira Dias**

(DSc) Rennes School of Business, France

\*Correspondence: [@agenda.murillo@gmail.com](mailto:@agenda.murillo@gmail.com)

doi: <https://doi.org/10.37745/bjms.2013/vol13n41830>

Published June 09, 2025

---

**Citation:** Rico, J.V.V & Dias, M. (2025) Market Strategy, Organizational Ambidexterity, and Tributary Law: Brazilian Case on a Company Acquisition, *British Journal of Marketing Studies*, 13 (4), 18-30

---

**Abstract:** *This case study examines the intersection of tax compliance and organizational ambidexterity in the Brazilian healthcare sector, using Hospital Services Ltd. as a prime example. The company's pursuit of ambidexterity, balancing exploration and exploitation, is juxtaposed with its tax obligations under Brazilian tributary law. A thorough due diligence analysis reveals existing tax debts and compliance issues, highlighting the need for robust governance and risk management. This research presents valuable insights into the strategic decisions that can help organizations like Hospital Services Ltd. navigate the complexities of tax compliance, thereby fostering sustainable growth and competitiveness.*

**Keywords:** Market Analysis; Healthcare Industry; Tributary Law; Organizational Ambidexterity; Tax Compliance; Brazilian Legal Framework

---

## INTRODUCTION

In today's rapidly challenging business landscape, organizations face the daunting duty of striking a balance between exploration and exploitation to achieve sustainable growth and competitiveness. This paradox, known as Organizational Ambidexterity (Cantarello et al., 2012; Duncan, 1976; Gibson & Birkinshaw, 2004; Tushman & O'Reilly, 1996; O'Reilly & Tushman, 2013), requires companies to improve existing resources and capabilities while exploring new opportunities and innovations. Studies have shown that ambidexterity is a crucial capability for success in dynamic environments (Eisenhardt & Martin, 2000). This fact is particularly true in the healthcare sector, where intense competition, regulatory complexities, and rapidly advancing technologies necessitate adaptability and innovation (Pan & Dias, 2024, 2024a).

The case of the Hospital Services company is important for stakeholders involved in strategic decision-making, particularly in the context of organizational ambidexterity (O'Reilly & Tushman, 2013) and due diligence in the healthcare sector, where compliance with the Brazilian legal framework is crucial. According to the Brazilian Tax Code (*Código Tributário Nacional*, CTN) of 1966 - Law No. 5,172/1966 (Brasil, 1966), tax obligations and regulations play a significant role in shaping business decisions (Art. 3º, Brasil, 1966). Achieving ambidexterity, or the ability to simultaneously explore new opportunities and exploit existing resources (O'Reilly & Tushman, 2013), is critical for companies like the Hospital Services company to remain competitive in a dynamic environment.

Businesses typically focus their strategy efforts on exploitation without organizational ambidexterity, therefore concentrating mainly on short-term financial gains. (Duncan, 1976; Gibson & Birkinshaw, 2004; Tushman & O'Reilly, 1996). This inclination may cause people to lose their connection to the constantly shifting market environment and focus more on replicating past ideas than on exploring new ones (Vial, 2021). Nevertheless, Organization Ambidexterity has been investigated connected to open innovation (Hwang et al., 2023) regarding the tension between exploration and exploitation (Andriopoulos & Lewis, 2009), developing ambidexterity capabilities (Cantarello et al., 2012), linked to leadership and organizational culture (Lin & McDonough III, 2011), encompassing public sector (Boukamel & Emery, 2017), and related to organizational performance (Dranev et al., 2020). In this research, all names and actual identities were kept confidential for compliance and ethical reasons. The case of Hospital Services Ltd (a fictitious name), a leading player in the Brazilian healthcare sector, exemplifies the challenges and opportunities associated with achieving organizational ambidexterity. As the company considers a potential acquisition by the Investor, it must navigate the complexities of exploiting its existing market position while exploring new growth opportunities. A thorough due diligence analysis is crucial for identifying potential risks and opportunities, informing strategic decision-making, and ensuring a successful transition (KPMG, 2020). Finally, this study explores the intersection of organizational ambidexterity and due diligence, using the Hospital Services case as a lens to investigate the challenges and opportunities associated with balancing exploration and exploitation in the healthcare sector. By examining the company's market position, financial performance, and corporate structure, this research offers valuable insights into the strategic decisions that can help the investigated company attain ambidexterity and foster sustainable growth.

## METHODS

This study encompasses a qualitative research approach, focusing on an examination of the Hospital Services case. According to Saunders et al. (2009), a qualitative approach is suitable for exploring complex phenomena and gaining rich insights into organizational processes. This research employs an inductive rationale, allowing themes and patterns to emerge from the data (Bryman & Bell, 2015). An interpretive approach is adopted, recognizing that reality is socially constructed and that meaning is derived from the experiences and perceptions of individuals within the organization (Walsham, 1995). This approach acknowledges the subjective nature of organizational reality, allowing for a nuanced understanding of the case.

The research design is based on a single case study, which provides an in-depth examination of the Hospital Services organization. According to Yin (2014), a single case study is suitable for exploring complex phenomena and gaining rich insights into organizational processes. The case study approach allows for the collection of detailed data through various methods, including document analysis, observations, and interviews. The data are analyzed using content analysis, a method that involves identifying patterns and themes that emerge from the data (Miles & Huberman, 1994). This proposition enables the researcher to develop a comprehensive understanding of the case and identify insights that can inform both theoretical and practical discussions.

## **BACKGROUND: DUE DILIGENCE**

Hospital Services Ltd was established in 2012, operating in the wholesale trade of medical and hospital materials, with visible traffic between small, medium, and large hospitals. Before the negotiation starts, a technical-legal due diligence report assessed the feasibility of acquiring a portion of the shares of the company Hospital Services Ltd. by the Investor. The analysis covers the corporate, tax, accounting and financial, labor and reputational dimensions, providing a diagnosis of the mapped risks and mitigation proposals. The case took place at Anápolis, Goiania state, center-wester Brazil. Due diligence revealed the position in the Healthcare Sector: The audited company operated in the wholesale trade of medical and hospital products, inserted in a growing sector with resilient demand. The Brazilian market for health devices and supplies registered a 10.6% increase in 2024, signaling considerable opportunities for expansion in 2025. However, there is growing competitiveness and margin pressure due to consolidation and verticalization movements in the sector, which requires improvements in efficiency and operational scale.

**Operating Situation:** With gross revenues of approximately R\$17 million in 2024, the company has a portfolio of approximately 20 customers, which is highly concentrated, with five main customers accounting for about 77% of annual revenue. A single hospital is responsible for almost half of this amount. It operates with a relatively lean structure (about 21 employees) and holds the necessary sanitary licenses (ANVISA) for medicines, cosmetics, sanitizers, and related products. There are no trademarks or patents registered in the name of the company.

**Identified Risks:** Material risks that could impact the viability of the investment were identified and mapped. Of particular note are the irregular corporate structure (existence of *de facto* partners not formalized in the corporate structure), labor liabilities (five lawsuits involving the collection of overtime and the recognition of employment relationships) tax debts in installments (at the Federal and State levels), and governance weaknesses (absence of formal controls, personal management and reticence to deliver documents by the *de facto* administrators). Additionally, a potential reputational risk was identified associated with the involvement of one of the hidden partners in political activities.

**Mitigations and Safeguards:** None of the problems found is insurmountable as long as robust mitigation measures are adopted. It is recommended to formalize the corporate structure before the

acquisition, implement contractual protection clauses (such as earn-out mechanisms, contingent price adjustments, and indemnities for hidden liabilities), require guarantees and retention of part of the price (escrow) until the consolidation of results and tax/labor regularity, as well as improve asset shielding and post-transaction corporate governance. Such measures aim to protect investors against contingencies and align sellers with the future performance of the business.

It serves renowned hospitals, such as *Albert Einstein*<sup>1</sup> and *Beneficência Portuguesa de São José do Rio Preto*<sup>2</sup>, both in the State of São Paulo, which are indisputably ranked among the ten best medical institutions in Brazil, revealing a network and transit on the part of the effective administrators of the company.

**Scope of Due Diligence:** The due diligence carried out covered the following areas: (i) Corporate – capital structure, shareholder/quota holder composition and corporate pending issues; (ii) Tax – tax situation, debts, and tax compliance; (iii) Accounting-Financial – preliminary analysis of financial statements, revenues and performance indicators; (iv) Labor – evidencing labor liabilities, analyzing personnel management practices and compliance with labor legislation; and (v) Reputational and Regulatory – background checks of the main partners/managers, image in the market, pending legal proceedings and regulatory adequacy (licenses, registrations). Therefore, the main objective was to identify contingencies and risks that may affect the viability of the investment, as well as to point out mitigations and conditions that protect investors in any acquisition operation.

**Methodology and Sources:** The team carried out document analysis and research in official public databases. Records from the Board of Trade and Federal Revenue Service (CNPJ, corporate structure, debt certificates), judicial systems (for raising processes on behalf of the company and involved), regulatory bodies (ANVISA for sanitary licenses), and financial information obtained from outgoing invoices and accounting documents provided by indirect investigation systems were consulted. It is essential to emphasize that no illegal means were used to obtain any of the data collected, being the result only of information compiled and organized in order to enable such analysis. Important Limitation: The Hospital Services Ltd did not directly provide internal documents (contracts, complete financial statements, corporate books, etc.) despite formal requests submitted. This fact is likely due to the absence of a prior agreement, such as a Letter of Intent or Memorandum of Understanding (MOU), signed between the parties. Thus, this due diligence was predominantly based on secondary data and external diligences, and it was not possible to fully audit the financial or operational information. Such limitation implies that some findings are subject to subsequent confirmation ("confirmatory due

---

<sup>1</sup> *Hospital Albert Einstein*, or *Hospital Israelita Albert Einstein*, is a private hospital of excellence located in the Morumbi neighborhood of São Paulo, Brazil. It is considered the best hospital in Latin America. It is often listed among the top institutions in the world, as recognized by Newsweek, which ranked it among the top 50 medical institutions globally in 2020, 2021, 2022, and 2023.

<sup>2</sup> The history of the *Beneficência Portuguesa de São José do Rio Preto* dates back to 1968 when the Infante Dom Henrique Hospital was inaugurated. The institution, since its inception, has stood out for the quality of its services and its constant pursuit of innovations in the healthcare sector.

diligence") with full access to the company's documents if the Investor chooses to proceed with the investment.

## MARKETING STRATEGIC ANALYSIS

Hospital Services Ltd is a limited liability company headquartered in the city of Anápolis, Goiás state, central-western Brazil. Incorporated on September 4, 2012, the company has a subscribed capital stock of R\$ 301,000.00 (\$50,000) and has been in active registration since then. The personnel structure is relatively lean, with five direct employees and 16 outsourced workers. As mentioned, this reduced picture suggests intensive use of logistics outsourcing and an adjusted operation but also indicates a possible insufficiency of dedicated departments (for example, there is no explicit mention of a robust financial sector or internal compliance). The evidence collected suggests a need to examine the Human Resources (HR) and Personnel Management (DP) departments more closely to optimize business flow.

**Licenses and sanitary regularity:** As it is a distributor of health products, the Hospital Services Ltd is subject to inspection by ANVISA<sup>3</sup> and Sanitary Surveillance. Each license indicates a qualified technical responsibility (pharmacist) and legal responsibility. The existence of these authorizations attests that the company meets the formal regulatory requirements to operate in the segment – a positive factor, as it means that so far, no sanitary infractions or regulatory impediments to the business have been identified. It is recommended, in any case, to monitor the validity and renewal of these licenses and, in case of consummation of the acquisition, to update the legal/technical representatives with ANVISA to reflect the new control structure.

## SECTOR POSITIONING AND GROWTH OPPORTUNITIES

The distribution sector of medical and hospital products in Brazil is a broad and expanding market, but it is also competitive and increasingly concentrated. The company is part of the health supplies segment, which encompasses a range of products, including disposable materials, medicines, small equipment, and higher-value medical devices. It is an essential segment, as it meets the continuous demands of hospitals (both public and private), clinics, and laboratories, with a demand profile that is relatively resilient to economic crises – given the indispensable nature of healthcare supplies. In recent years, particularly after the COVID-19 pandemic, the market has experienced a resurgence and growth. Between January and September 2024 alone, the consumption of medical devices in Brazil increased by 10.6% compared to 2023, which was just over 6%, resuming and surpassing pre-pandemic levels.

This growth has been driven by the increase in surgical procedures, diagnoses, and hospital admissions, including in the public health system (SUS), as well as by greater awareness of preventive health and technological modernization of the sector. In parallel with the growth in demand, the sector is experiencing structural changes and competitive challenges. Large national players, often backed by

---

<sup>3</sup> National Health Surveillance Agency - ANVISA acts as a regulatory body that inspects and regulates the production, distribution and marketing of various products and services in the health area.

investment funds, have undertaken merger and acquisition movements, leading to the concentration of companies and the verticalization of health services as operators acquire distributors, hospital networks integrate suppliers, and similar trends emerge.

This context puts pressure on prices and marketing margins, requiring medium-sized distributors to gain scale, logistics efficiency, and diversification to maintain competitiveness. In other words, there is a tendency for smaller distributors to seek to specialize in niches or associate themselves (via joint ventures or sales to larger groups) in order to survive in a market with players with hundreds of times higher revenues. Recent examples include the creation of regional consortia among distributors and the acquisition of manufacturers by health logistics companies, indicating an ongoing consolidation trend. Within this panorama, the Hospital Service Ltd positions itself as a small distributor with regional operations, offering a selective reach in other markets. Its annual revenue of approximately R\$17 million places it far behind the large national distributors. However, the company demonstrates agility in serving specific niches: notably, it has won relevant contracts with both private philanthropic institutions (e.g., a large charitable hospital in the interior of São Paulo) and the public health sector (e.g., Anápolis State Hospital, GO). This ability to move between different customers suggests commercial flexibility and price competitiveness.

Such relationships between clients and the company, while valuable, pose a risk to continuity: the eventual loss of a significant contract, such as the hospital contract that generates approximately 44% of the company's revenue, would have a severe and immediate impact. International investors may see this scenario as an opportunity to add value by providing resources and professional management to expand the customer base and mitigate this concentration. There is evident room, for example, for the company to increase its geographic penetration – today, the company primarily sells to customers in Goiás and São Paulo and can explore other regional markets. There is room for growth. The health sector in Brazil, especially outside large urban centers, often lacks distributors with efficient logistics. A well-executed expansion plan, including options such as B2B e-commerce or marketplaces for hospital supplies, could leverage sales. In addition, a foreign investor could assist in diversifying the product portfolio, possibly by introducing high-quality or exclusive imported product lines, given that imports of medical devices have grown substantially – a sign that there is a market for innovative imported products.

The Hospital Services company, with the necessary sanitary authorizations already in place, can import and distribute such items. All that is needed is capital and adequate contacts, which new investors can provide. Also noteworthy is the opportunity to enhance internal efficiency and compliance by implementing modern inventory management systems, order automation, and financial controls. By doing so, the company can reduce operating costs and improve margins, thereby becoming more competitive in bids and negotiations with hospitals. In this regard, if well-capitalized and managed, the company can leverage its lean structure to offer attractive prices while maintaining an acceptable margin. On the other hand, the company must consider the challenges: it is likely to face competition from larger



distributors in public tenders and large private accounts, which may offer broader portfolios and more aggressive commercial conditions (e.g., extended payment terms, inventory consignment).

In addition, the presence of a partner linked to local politics requires attention to governance and compliance, especially if the company continues to contract with the government. Any perception of political favoritism could lead to investigations or restrictions in future bids. Therefore, to capitalize on growth opportunities, it will be crucial to strengthen compliance and governance mechanisms, professionalize management, and reduce dependence on personalistic relationships. In summary, the health sector offers a positive outlook, and the company has a promising case, albeit vulnerable in certain respects. On the one hand, it is a promising business due to the connections already established and the expanding market; on the other hand, it is vulnerable to structural and concentration risks identified. The following items detail these risks and contingencies by area, serving as the basis for the proposed measures that will enable investors to capture the outlined opportunities, thereby mitigating the associated threats.

In conclusion of this aspect, the company's corporate health requires important corrections to make the acquisition viable. The unequivocal recommendation is that the transaction should only be closed after the corporate defects (alignment between de jure and de facto ownership) have been remedied and the minimum corporate governance bases have been implemented. This fact includes the formalization of positions and functions, the adoption of a post-acquisition Quota holders' Agreement that establishes management rules (if the sellers remain minority or managers) and the rights and obligations of the parties, and the implementation of internal controls that ensure the new partners have complete visibility of accounts and decisions. Such measures will be resumed in the recommendations.

## **BRAZILIAN TAX COMPLIANCE**

**Existing Tax Debts:** The existence of tax debts at the federal and state levels was found, although most of them have already been negotiated in installments. The company recently obtained positive certificates despite adverse effects, which indicates that it has outstanding debts but is supported by current installment agreements (complying with the requirements to suspend enforceability, as per Article 151, II(Brasil, 1966)). Specifically, with the Federal Revenue Service of Brazil (RFB), there is an indication of active installments – possibly referring to federal tax debts, such as IRPJ, CSLL, PIS/COFINS, or social security contributions. The Certificate of Debts Relating to Federal Tax Credits and the Active Debt of the Union in the name of the company returned positive with an adverse effect, confirming the existence of the debt in installments. No records were identified in the PGFN (Attorney General's Office of the National Treasury), which suggests that no federal debt has entered the active tax execution phase – an indication that the obligations are equated via installment payment and the company is not considered in default before the Union.

At the state level (Goiás), a similar situation was detected: the state certificate revealed pending issues with a negative impact due to the inclusion of installments (the expression "positive with negative effects – installments" is present). Although the amounts were not accessed (detailed tax documents were not

provided), the nature of the installments may cover overdue ICMS, given the company's trade activity. There was no indication of relevant municipal debts, which is understandable because the company does not provide services (therefore, there is no ISS). IPTU would apply to the property, which is likely of low value and without any notes.

**Tax Compliance:** The company has been active for more than 12 years, which suggests basic compliance with accessory obligations (declarations) so as not to have been declared unfit. Nevertheless, the presence of installments suggests that, at some point, there was financial difficulty or punctual non-compliance with obligations, ultimately resulting in debt. Tax installments are usually accompanied by charges, including fines and interest, that weigh on the finances. It is recommended to check the total amount paid in installments and include, in the acquisition modeling, the allocation of resources for the settlement or continuity of these installments. Often, investors choose to pay off tax debts in advance during the acquisition to clear the liability; this must be evaluated in terms of its impact on the purchase price. These are possible and feasible adjustments.

**Tax Regime:** The company's taxation regime was not expressly informed, but given the annual revenue (well above the limit of the Simples Nacional, which is R\$ 4.8 million), it is concluded that the company is either in the Presumed Profit, collecting IRPJ/CSLL based on presumed margin (8% for trade) and cumulative PIS/COFINS. This choice would likely involve simplification and potentially a lower tax burden. In any case, in-depth accounting due diligence should confirm the regime and verify whether the correct calculation of taxes was made.

## DISCUSSION AND IMPLICATIONS

The Brazilian healthcare market is complex, asymmetric, and fragmented, characterized by high demand and significant government involvement, which presents both opportunities and challenges for organizations like Hospital Services Ltd. To navigate this landscape, companies must balance tax compliance with organizational ambidexterity, a dynamic capability that governs the interaction between exploration (innovation, risk-taking) and exploitation (efficiency, optimization). By developing ambidexterity, Hospital Services Ltd. can enhance its competitiveness, structure and control digital innovations, and achieve sustainable growth. Effective governance, risk management, and tax compliance are crucial in this pursuit, enabling the organization to address existing tax debts and compliance issues while capitalizing on growth opportunities in the healthcare sector. Organizational ambidexterity has far-reaching implications for companies operating in today's fast-paced and competitive business environment. By striking a balance between exploration (innovation, risk-taking) and exploitation (efficiency, optimization), organizations can achieve sustainable growth, enhance firm performance, and improve their competitiveness. This dynamic capability enables companies to adapt to changing environments, capitalize on new opportunities, and stay ahead of the competition.

The implications of organizational ambidexterity are multifaceted. For instance, it can lead to improved firm growth and overall performance by leveraging both exploration and exploitation strategies. Ambidextrous organizations can also structure and control digital innovations, achieving sustainable



growth and competitiveness. Furthermore, ambidexterity enables companies to allocate resources effectively, minimizing trade-offs between exploration and exploitation. To achieve organizational ambidexterity, companies should develop a maturity model that outlines the capabilities and stages required for achieving ambidexterity, involving the effective allocation of resources to strike a balance between exploration and exploitation, thereby minimizing trade-offs between the two. Additionally, organizations should foster intra-organizational learning, encouraging knowledge-sharing and experimentation to support ambidexterity. Continuous assessment of performance implications is also crucial, allowing companies to refine their strategies and improve overall performance.

When implementing organizational ambidexterity, companies must consider several key factors. Resource allocation is critical, ensuring sufficient resources for both exploration and exploitation activities. Effective trade-off management is also essential, as it prioritizes strategic objectives and minimizes conflicts between exploration and exploitation. Developing capabilities that support ambidexterity, such as adaptability, innovation, and efficiency, is also vital. A leadership culture that supports ambidexterity, encouraging experimentation and learning, can also drive success. The benefits of organizational ambidexterity are numerous and significant. By achieving ambidexterity, companies can improve innovation capabilities, driving growth and competitiveness. They can also optimize operations, reducing costs and improving productivity. Ambidexterity enables companies to adapt to changing environments, stay ahead of the competition, and achieve sustainable growth. By leveraging both exploration and exploitation strategies, organizations can drive growth, improve performance, and enhance their competitiveness in the market.

Finally, the case has also implications for other fields of research, including buyer-seller negotiations (Dantas & Dias, 2025; Vidaletti & Dias, 2025); business acquisitions (Valle et al., 2025; Soliva & Dias, 2025; Scheuer & Dias, 2025; Oliveira, Souza & Dias, 2025; Delgado & Dias, 2025; Moura & Dias, 2025; Vidaletti, Ferreira & Dias, 2025; Gasparini, Vieira & Dias, 2025); private equity negotiations (Correa et al., 2025); legal claim negotiations (Barros & Dias, 2025) real estate acquisitions (Lago et al., 2025); court of auditors and strategy (Panzarini & Dias, 2025); judicial agreements (Rico & Dias, 2025; Teodoro & Dias, 2025; Bairros et al., 2025).

## KEY MANAGERIAL RECOMMENDATIONS

The structuring should include robust corporate governance and management improvements to be implemented as soon as investors take control. This issue is both a preventive measure (avoiding the repetition of past mistakes) and an appreciation measure (preparing the company to grow sustainably and potentially for future investment or sale rounds). Key governance recommendations include:

**Board/Advisory Board:** Establish an Advisory Board or Board of Directors with the active participation of new partners and, if relevant, independent directors or industry experts. Even if the limited liability company (LLC) is not possible, it is still possible to create an analogous body via articles of association or a quota holders' agreement. This council would meet periodically to monitor results,

approve plans and policies, and direct high-level management, thus reducing dependence on isolated decisions. If Mr. Doden and Ms. Andrea are the controllers, it is expected that at least one of them or appointed representatives will assume this role of strategic oversight.

**Professional Management Team:** Evaluate the hiring of professional executives for key areas. For example, an experienced Chief Financial Officer (CFO) could be onboarded to bring order to finances, implement internal controls, management reporting, budgeting, and interface with audits. Likewise, depending on Michel's future, it may be beneficial to recruit a Commercial Manager with a background in medical product distribution, who can gradually take over Michel's client relationships or expand the portfolio. Compliance and regulatory professionals are also valuable if they continue to work with the public sector – perhaps a fixed internal or external legal advisor handling bidding and anti-corruption compliance.

**Policies and Procedures:** Formalize internal policies on several fronts: compliance policy (code of conduct, whistleblowing channel, anti-corruption training for staff), financial policy (defining payment approval levels, limits for expenses, need for dual control – two signatures – on cash outflows), commercial policy (for example, approval of credits to customers, granting of discounts, to avoid excessive exposure). In the labor field, implement an HR Manual with clear rules for hiring, working hours, and benefits, and train managers to comply with it.

**Transparency and Reporting:** Establish routines for periodic reporting of results to partners/investors. Require monthly or quarterly balance sheets and cash flow statements, and ideally submit the annual statements to independent auditing (perhaps not from a Big Four right away, given cost, but at least one reputable regional auditor) to lend credibility and correct accounting practices if necessary. In family businesses, accounting is often directed primarily at minimizing tax liability. However, with new investors, it must also reflect real performance, even to support business decisions.

**Internal Controls and Systems:** Invest in integrated management systems (ERP) that allow for better inventory, sales, and financial control. If controls are manual or fragmented today, an ERP (there are several on the market that is specifically adapted for SMEs) can reduce errors, curb fraud, and provide reliable data in real-time. Also, implement controls for access to funds (e.g., requiring two administrators to sign checks or double validation for wire transfers exceeding a certain amount). These simple internal control measures reduce the risk of deviation and improve financial discipline.

## RESEARCH LIMITATIONS

This study has limitations that should be considered when interpreting the findings. Firstly, the research focused on the Brazilian context, which may limit the generalizability of the results to other countries with different tributary laws and regulations. The complexity of the Brazilian tributary law (Brasil, 1966), with its multiple taxes and regulatory requirements, may have influenced the findings and may not be representative of other countries with simpler tax systems. Additionally, the study did not control

for industry-specific factors that may influence organizational ambidexterity, which may limit the applicability of the findings to specific industries. Future research should consider these limitations and aim to replicate the study in different contexts to increase the generalizability of the findings.

## FUTURE RESEARCH

Future research on organizational ambidexterity could explore various directions, including longitudinal studies to examine its evolution over time, cross-cultural comparisons to understand its manifestation in different contexts, and industry-specific studies to identify nuances in specific sectors. Quantitative modeling could be used to measure and predict the impact of ambidexterity on firm performance, while case studies could provide insights into best practices and challenges. Comparative analyses could investigate differences in ambidexterity strategies among firms at various stages of development, and the role of leadership in fostering ambidexterity could be examined. Additionally, research could focus on the impact of digitalization on ambidexterity, the relationship between ambidexterity and sustainability, and the development of new methodologies to measure and analyze ambidexterity.

## REFERENCES

- Andriopoulos, C., & Lewis, M. W. (2009). Exploitation-exploration tensions and organizational ambidexterity: Managing paradoxes of innovation. *Organization science*, 20(4), 696-717.
- Bairros, S. K., Dias, G., & Dias, M. (2025). Beyond the Courtroom: A Negotiation Analysis of a Long-Term Distribution Contract Dispute in Brazil. *GPH-International Journal of Applied Science*, 8(05), 01-11. <https://doi.org/10.5281/zenodo.15538671>
- Barros, D. D., & Dias, M. (2025). Effective Labor Claim Negotiation: A Brazilian Case Study. *GPH-International Journal of Social Science and Humanities Research*, 8(04), 76-86. <https://doi.org/10.5281/zenodo.15388437>
- Boukamel, O., & Emery, Y. (2017). Evolution of organizational ambidexterity in the public sector and current challenges of innovation capabilities. *The Innovation Journal: The Public Sector Innovation Journal*, 2(22).
- Brasil. (1966). *Código Tributário Nacional* (Lei nº 5.172/1966). Brasília: Presidência da República.
- Bryman, A., & Bell, E. (2015). *Business research methods*. Oxford University Press.
- Cantarello, S., Martini, A., & Nosella, A. (2012). A multi-level model for organizational ambidexterity in the search phase of the innovation process. *Creativity and innovation management*, 21(1), 28-48.
- Côrrea, D., Santana, A. C., & Dias, M. (2025). Deal-Making in Private Equity: Lessons from a Brazilian Tech Company and Private Equity Firm Negotiation. *GPH-International Journal of Computer Science and Engineering*, 8(01), 50-61. <https://doi.org/10.5281/zenodo.15388600>
- Dantas Cotrim, L. H. S., & Dias, M. (2025). Creating Value in Adversity: An Integrative Negotiation Approach to Labor Conflict Resolution in Brazil. *GPH-International Journal of Educational Research*, 8(05), 01-11. <https://doi.org/10.5281/zenodo.15511169>

- Delgado, I., & Dias, M. (2025). Buyer-seller Negotiation on Camera Vision System: Brazilian Case. *GPH-International Journal of Computer Science and Engineering*, 8(01), 26-36. <https://doi.org/10.5281/zenodo.15316619>
- Dranev, Y., Izosimova, A., & Meissner, D. (2020). Organizational ambidexterity and performance: assessment approaches and empirical evidence. *Journal of the knowledge economy*, 11, 676-691.
- Duncan, R. B. (1976). The ambidextrous organization: Designing dual structures for innovation. *The management of organization*, 1(1), 167-188.
- Eisenhardt, K. M., & Martin, J. A. (2000). Dynamic capabilities: What are they? *Strategic Management Journal*, 21(10-11), 1105-1121.
- Gasparini, P. P., Vieira, K. B., & Dias, M. (2025). Disney's Pixar Animation Studios Acquisition Case: Revitalization or Trouble? *GPH-International Journal of Social Science and Humanities Research*, 8(04), 46-57. <https://doi.org/10.5281/zenodo.15365962>
- Hwang, B. N., Lai, Y. P., & Wang, C. (2023). Open innovation and organizational ambidexterity. *European Journal of Innovation Management*, 26(3), 862-884.
- KPMG. (2020). *Due Diligence: A guide to successful transactions*.
- Lago, I. dos S., Amaral, N. G., & Dias, M. (2025). Strategic Negotiation in Real Estate Transactions: Brazilian Case. *GPH-International Journal of Social Science and Humanities Research*, 8(04), 66-75. <https://doi.org/10.5281/zenodo.15379456>
- Lin, H. E., & McDonough III, E. F. (2011). Investigating the role of leadership and organizational culture in fostering innovation ambidexterity. *IEEE Transactions on engineering management*, 58(3), 497-509.
- Miles, M. B., & Huberman, A. M. (1994). *Qualitative data analysis: An expanded sourcebook*. Sage.
- Moura, L. D., & Dias, M. (2025). Family Ties and Business Deals: Resolving a Partnership Dispute through Negotiation. *GPH-International Journal of Educational Research*, 8(04), 01-11. <https://doi.org/10.5281/zenodo.15336464>
- Oliveira, R. V., Souza, R. V., & Dias, M. (2025). Strategic Negotiation in Business Acquisition: Food Service Distributor Case Analysis. *GPH-International Journal of Business Management*, 8(04), 33-45. <https://doi.org/10.5281/zenodo.15427710>
- O'Reilly, C. A., & Tushman, M. L. (2013). Organizational ambidexterity: Past, present, and future. *Academy of Management Perspectives*, 27(4), 324-338.
- Pan, J. & Dias, M. (2024) The Impact of Transformational Leadership on Project Management Success in the Brazilian Private Healthcare System. *Open Journal of Business and Management*, 12, 2553-2570. DOI: 10.4236/ojbm.2024.124132
- Pan, J. & Dias, M. (2024a) Healthcare in Brazil: An Overview. *British Journal of Multidisciplinary and Advanced Studies: Health and Medical Sciences* 5(2),69-89, DOI: 10.37745/bjmas.2022.0475
- Panzarini, C, Dias, M. (2025). Court of Auditors and Legislative Responsibility for Fundamental Rights: Brazilian Case. *European Journal of Business and Innovation Research*, 13(3), 80-97, <https://doi.org/10.37745/ejbir.2013/vol13n38097>
- Rico, J.V.V & Dias, M. (2025) Negotiating a Fair Settlement after a Traumatic Accident: a Brazilian Civil Case. *International Journal of Management Technology and Engineering*, 15(5), 255-261.DOI:16.10089.IJMTE.2025.V15I5.25.525525

- Saunders, M., Lewis, P., & Thornhill, A. (2009). *Research methods for business students*. Pearson Education.
- Scheuer, E. M., & Dias, M. (2025). Brazilian Baker Shop: A Case Study on Collaborative Negotiation. *GPH-International Journal of Social Science and Humanities Research*, 8(04), 35-45. <https://doi.org/10.5281/zenodo.15350144>
- Smejoff, R., Zornitta, J., & Dias, M. (2025). Brazilian Case on Civil Construction Works Negotiation: Clinic Expansion. *GPH-International Journal of Applied Science*, 8(04), 01-11. <https://doi.org/10.5281/zenodo.15357180>
- Sobrinho, J. , Dias, M. , Marcolino, G. and Cruz, P. (2025) Systematic Literature Review on Product and Customer Centricity, Customer Experience, and Loyalty. *Open Journal of Business and Management*, 13, 904-923. doi: 10.4236/ojbm.2025.132049.
- Soliva, R., & Dias, M. (2025). When The Rules Change in the Middle of the Game: A Brazilian Negotiation Case. *GPH-International Journal of Educational Research*, 8(04), 12-21. <https://doi.org/10.5281/zenodo.15336509>
- Teodoro, M. do C., & Dias, M. (2025). The Role of the Lawyer in Complex Negotiations: Lessons from a Business Case. *GPH-International Journal of Social Science and Humanities Research*, 8(05), 01-11. <https://doi.org/10.5281/zenodo.15511234>
- Tushman, M. L., & O'Reilly III, C. A. (1996). Ambidextrous organizations: Managing evolutionary and revolutionary change. *California management review*, 38(4), 8-29.
- Valle, J. M., Trindade, S. P., & Dias, M. (2025). From Distributive to Integrative: A Strategic Negotiation for Supply Chain Optimization in Brazil. *GPH-International Journal of Computer Science and Engineering*, 8(1), 37-49. <https://doi.org/10.5281/zenodo.15317527>
- Vial, G. (2021). Understanding digital transformation: A review and a research agenda. *Managing digital transformation*, 13-66.
- Vidaletti, M., & Dias, M. de O. (2025). Judicial Reorganization in Brazil: Balancing Creditors' Interests and Preventing Abuse of Voting Rights. *Scientia. Technology, Science and Society*, 2(5), 64-74. [https://doi.org/10.59324/stss.2025.2\(5\).06](https://doi.org/10.59324/stss.2025.2(5).06)
- Vidaletti, M., Ferreira, L. L., & Dias, M. (2025). M&A in the Energy Sector: A Brazilian Complex Negotiation Case. *GPH-International Journal of Applied Management Science*, 5(03), 21-30. <https://doi.org/10.5281/zenodo.15373116>
- Walsham, G. (1995). Interpretive case studies in IS research: Nature and method. *European Journal of Information Systems*, 4(2), 74-81.
- Yin, R. K. (2014). *Case study research: Design and methods*. Sage.