



MERGERS, ACQUISITIONS & DIVESTITURES

The firm's attorneys provide practical legal counsel to business buyers, sellers and intermediaries in connection with structuring, negotiating and closing all types of mergers and acquisitions. We represent national companies as well as local businesses, including [healthcare](#), software development, plastics manufacturing, water utilities, printing, retail, and [real estate](#) development. The firm regularly advises clients on the [securities](#) law and [corporate](#) governance aspects of mergers and acquisitions.

- On the acquisition side, we have worked with strategic buyers utilizing substantial experience with structuring transactions to comply with accounting and tax requirements.
- On the target side, we assist clients in working with intermediaries, and advise

executives regarding the advantages and disadvantages of asset and stock transactions. We discuss alternatives with management, such as the possible uses of ESOPs and IPOs, and the differing strategies used by financial and strategic buyers.

We have represented numerous corporate clients in the drafting and negotiating of engagement letters and confidentiality agreements, as well as in the preparation of definitive agreements dealing with all aspects of the structure and procedures of the merger and acquisition transaction. Clients also benefit from practical advice and counsel on various other aspects of mergers and acquisitions representation, including fairness opinions and securities law issues.

Whether representing the buyer or the seller in a public company business combination, our attorneys have experience advising on the content and timing of their disclosure requirements, and with making any necessary filings with the Securities and Exchange Commission or state regulators.