WILMERHALE®

Mergers and Acquisitions

WilmerHale lawyers have decades of experience advising public and private companies in all aspects of mergers and acquisitions around the globe. Our M&A practice comprises an interdisciplinary team of lawyers in key geographic markets, who deliver responsive and practical solutions on transactions in an increasingly complex and challenging environment. Applying a holistic approach, we bring together our seasoned teams to provide guidance in areas including corporate/M&A, securities, governance, strategic response, antitrust, intellectual property, labor and employment, benefits, tax, and regulatory.

PRACTICE AT A GLANCE

— Represent leaders in life sciences, technology, defense, communications, financial services and other industries, who turn to WilmerHale for legal advice and business advantage.

— Routinely work on strategic transactions for sophisticated serial acquirors, including Akamai Technologies, Analog Devices, Danaher, Medtronic, PerkinElmer, Thermo Fisher Scientific and WEX, where we integrate closely with our clients' internal teams.

— Serve as outside counsel to numerous public and venture-backed life sciences and technology companies, giving us a unique perspective into IP and tech-driven M&A deals.

— Represent private companies, underwriters, financial advisors, placement agents and private equity, venture capital, family offices and other investors in SPAC transactions and SPAC-related PIPEs and other investments.

RECOGNITIONS

Chambers USA: America's Leading Lawyers for Business has consistently ranked our Corporate/M&A practice in Band 1.

The Legal 500 United States recommended our Mergers and Acquisitions Practice in the areas of antitrust, corporate governance, commercial deals and contracts, M&A middle-market, and venture capital and emerging companies in its 2010–2020 editions.

THE WILMERHALE DIFFERENCE

— Senior partner focus

— Commitment to efficiency and value

— Creativity to solve the most complex problems and bridge gaps

— Focus on long-term relationships

— Willingness to share risk through alternative fee arrangements

"Well-regarded corporate and M&A practice with experience representing both private and public companies from a range of regulated industries."

— *Chambers USA (2021)*

SELECT EXPERIENCE

- **Acacia Communications** – acquisition by Cisco Systems for **$4.5 billion**
- **Affirmed Networks** – acquisition by Microsoft for **$1.4 billion**
- **Akamai Technologies** – acquisitions of Janrain for **$125 million**, Codemate for **$107.5 million**, Prolexic Technologies for **$403 million** and Asavie for **$155 million**
- **Altimeter Capital Management** – acquisition of Grab by Altimeter Growth for **$39.6 billion**
- **Amplitude Healthcare Acquisition Corporation** – business combination with Jasper Therapeutics, valued at **$490 million**
- **Cumberland Farms** – acquisition by EG Group (undisclosed)
- **Disarm Therapeutics** – acquisition by Eli Lilly for up to **$1.225 billion**
- **Eaton Vance** – acquisition by Morgan Stanley for **$7 billion**
- **Emisphere Technologies** (special committee) – acquisition by Novo Nordisk A/S for **$1.8 billion**
- **Endurance** – acquisition by Clearlake Capital Group L.P. for **$3 billion**
- **General Catalyst** – merger of Livongo and Teladoc Health, valued at **$18.5 billion**
- **Houghton Mifflin Harcourt** – sale of Riverside clinical and standardized testing business to Alpine Investors for **$140 million** and of its HMH Books & Media business for **$349 million**
- **Kubeix** – acquisition by Trimble for **$201 million**
- **MKS Instruments** – acquisitions of Electro Scientific Industries for **$1 billion** and Newport Corporation for **$980 million** and proposed acquisition of Coherent for **$6.1 billion**
- **PerkinElmer** – acquisition of BioLegend for **$5.25 billion**
- **Potenza Therapeutics** – acquisition by Astellas Pharma for **$405 million**
- **Progress Software** – acquisitions of Ipswitch, Inc. for **$225 million** and Chef for **$220 million**
- **Rudolph Technologies** – merger with Nanometrics Incorporated, creating a company with a **$1.7 billion** market value
- **SoFi** – acquisition of Galileo Financial Technologies for **$1.2 billion**
- **The Tecan Group** – acquisition of Paramit Corporation for **$1 billion**
- **Thermo Fisher Scientific** – sale of anatomical pathology business to PHC Holdings Corporation for **$1.1 billion**
- **Vail Resorts** – acquisitions of Triple Peaks for **$237 million** and Peak Resorts for **$264 million**
- **WEX** – acquisitions of Noventis for **$310 million,** Electronic Funds Source for **$1.4 billion**, eNett International (Jersey) Limited and Optal Limited for **$1.275 billion**, and HSA assets from HealthcareBank for **$250 million**

TRANSACTION TYPES

- Mergers
- Stock and asset acquisitions
- Dispositions
- Corporate auctions
- Tender and exchange offers
- Acquisitions of troubled companies
- Corporate reorganizations and restructurings
- Joint ventures
- Proxy contests
- Leveraged and management buyouts
- Spin-offs
- SPAC (special purpose acquisition company) business combinations

850+

M&A deals totaling nearly $400B since 2010

100+

publicly traded companies for which we serve as outside counsel

For more information, please contact:
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