



## David Swerdloff

*Of Counsel*

*Stamford, CT*

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### OVERVIEW

David Swerdloff advises business clients on mergers, acquisitions and general corporate matters. He has negotiated transactions of all sizes, some worth hundreds of millions of dollars. He has represented clients in the defense, medical instrument, food services, technology, aviation, public utility and real estate industries.

David's corporate advice addresses the key issues faced by business clients from formation through strategic growth and expansion. He has advised foreign and domestic clients on complicated business issues, including:

- Positioning the company for sale or merger
- Drafting, negotiation and execution of complex contracts
- Governance of pass-through entities, partnerships and LLCs
- Rights of minority owners
- Management succession planning
- Managing, exploiting and protecting key business assets

David speaks frequently on issues related to mergers and acquisitions and topics of interest to emerging companies. In its 2012 edition, Chambers USA, quoting sources, noted that he was "'a very good, smart corporate lawyer,' who understands the importance of maintaining 'a good sense of humor' to expedite successful deals."

David is a former chair of Day Pitney's Corporate and Business Law department and the Business Law Committee of the Connecticut Bar Association.

*\* No aspect of these advertisements has been approved by the highest court of any state. See [Awards Methodology](#).*

## **EXPERIENCE**

Represented public defense contractor in \$235 million sale of systems engineering and technical assistance subsidiary to strategic buyer

Represented NYSE-listed defense contractor in \$185 million purchase of outstanding stock of Alabama business, as well as four prior acquisitions

Provided analysis and legal opinion necessary for Connecticut-based corporation to issue \$750 million in convertible preferred stock

Negotiated and closed \$84 million stock sale of Connecticut manufacturer of proprietary, highly engineered thermocouples, sensors, engine cable assemblies and related products for major commercial aircraft

Represented water company in \$38 million purchase of contiguous water system

Negotiated joint venture for upscale shopping center on historic pier across from Atlantic City casino

Represented prominent technology weblog in asset sale to a major magazine publisher

Represented facilities management company in \$48 million purchase of printing outsource company

Acted as U.S. counsel in \$40 million sale of foreign-owned technology company to leading U.S. manufacturer of processors and chipsets

Negotiated merger of emerging telecommunications company with industry leader for approximately \$56 million

Represented sellers in complex merger/asset sale of computer resellers and affiliated service company with indirect subsidiary of Japanese electronics company

Negotiated joint venture with medical instrument manufacturer and multinational pharmaceutical company; represented manufacturer in subsequent auction and sale of joint venture

Structured and negotiated merger between 375,000-member nonprofit organization based in Hartford and 380,000-member nonprofit organization based in Cincinnati

## **SERVICES**

**CORPORATE AND BUSINESS LAW**

**ENTREPRENEURS AND EMERGING COMPANIES**

**MERGERS, ACQUISITIONS AND JOINT VENTURES**

**PRIVATE COMPANIES**

**PRIVATE EQUITY AND VENTURE CAPITAL**

**PUBLIC COMPANIES, SECURITIES AND CAPITAL MARKETS**

**TECHNOLOGY, TELECOMMUNICATIONS AND OUTSOURCING**

## **INDUSTRIES**

**INTELLECTUAL PROPERTY AND TECHNOLOGY**

**TAX-EXEMPT ORGANIZATIONS AND CHARITABLE GIVING**

**TRADEMARK, COPYRIGHT AND ADVERTISING**

## **INSIGHTS**

**COVID-19 ORDER: CONNECTICUT NONSTOCK CORPORATIONS MAY NOW HOLD REMOTE MEMBERSHIP MEETINGS**

Co-author, May 14, 2020, *Day Pitney Alert*

**COVID-19 EMERGENCY ORDER ALLOWS REMOTE-ONLY SHAREHOLDER MEETINGS FOR CONNECTICUT CORPORATIONS**

Co-author, March 22, 2020, *Day Pitney Alert*

**IMPACT OF COVID-19 GIVES GOOD REASON TO CONSIDER EMERGENCY COOPERATION AGREEMENT**

Co-author, March 16, 2020, *Day Pitney Alert*

**IT MAY BE TIME TO TUNE UP YOUR CONNECTICUT LLC OPERATING AGREEMENT**

Co-author, May 25, 2017, *Day Pitney Alert*

**FINANCING GROWTH: BORROWING DOS AND DON'TS**

Moderator, March 17, 2017

## **NEWS**

**CHAMBERS USA 2022 RANKS 34 DAY PITNEY ATTORNEYS AND 13 PRACTICES**

Featured, June 1, 2022, *Day Pitney Press Release*

**CHAMBERS USA 2021 RANKS 31 DAY PITNEY ATTORNEYS AND 13 PRACTICES**

Featured, May 21, 2021, *Day Pitney Press Release*

**COVID-19 EMERGENCY ORDERS ALLOW REMOTE-ONLY ANNUAL MEETINGS FOR CONNECTICUT CORPORATIONS**

Mentioned, May 14, 2020, *Day Pitney Press Release*

**CHAMBERS USA 2020 RANKS 34 DAY PITNEY ATTORNEYS AND 12 PRACTICES**

Featured, April 30, 2020, *Day Pitney Press Release*

**CHAMBERS USA 2019 RANKS 38 DAY PITNEY ATTORNEYS AND 12 PRACTICES**

Featured, May 8, 2019, *Day Pitney Press Release*

## EDUCATION AND CREDENTIALS

### EDUCATION

University of Connecticut School of Law, J.D., TEST

Medill School of Journalism, Northwestern University, M.S., TEST

Brown University, A.B., TEST

### ADMISSIONS

State of Connecticut

### AFFILIATIONS

Connecticut Bar Association

Regional Bar Association (lower Fairfield County)

XPX Connecticut: The Exit Planning Exchange

## RECOGNITION AND COMMUNITY

### RECOGNITION

Selected as the Securities/Capital Markets Lawyer of the Year for the Stamford Metro Area by *The Best Lawyers in America* (Woodward/White, Inc.), 2023

Chosen for inclusion in the *Chambers USA Legal Directory* (Chambers & Partners) as a leading corporate/ M&A attorney in Connecticut, 2006-2022

Chosen for inclusion in *The Best Lawyers in America* (Woodward/White, Inc.), Corporate Governance Law, 2011-2023, Corporate Law, 2006-2023, Leveraged Buyouts and Private Equity Law, 2006-2023, Securities/ Capital Markets Law, 2006-2023, Mergers and Acquisitions Law, 2006-2023, Securities/ Capital Markets Law, 2006-2023

Selected as the Mergers and Acquisitions Law Lawyer of the Year for the Stamford Metro Area by *The Best Lawyers in America* (Woodward/White, Inc.), 2011, 2013, 2018

Selected as the Corporate Law Lawyer of the Year for the Stamford Metro Area by *The Best Lawyers in America* (Woodward/White, Inc.), 2017

Selected to the list of Connecticut *Super Lawyers*, (Thomson Reuters), Business/Corporate, 2006-

2019

Selected as the Securities/ Capital Markets Lawyer of the Year for the Stamford Metro Area by *The Best Lawyers in America* (Woodward/White, Inc.) 2014

Pro Bono Partnership, Award for Outstanding Nonprofit Project of 2012 (St. Paul's Child Development Center, Inc.)

AV Preeminent rated by **Martindale-Hubbell** (LexisNexis)

Chosen as 2008 Person of the Year, Stamford Museum and Nature Center

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## **COMMUNITY**

Stamford Museum & Nature Center, former President

Senior Services of Stamford, Inc., former Director

The Volunteer Center, former Director and Chair of Court Advisory Committee

Teen Life Center, former Director