

Services & Industries

Mergers, Acquisitions and Joint Ventures

OVERVIEW

Our clients say Day Pitney's Mergers and Acquisitions team is "unmatched in their dedication and responsiveness" and have told *Chambers USA* that we pride ourselves on maintaining "a deep understanding of their business." We serve as counsel on all aspects of middle-market transactions. We advise targets, acquirers and investment banks in both the fast-paced public company mergers and acquisitions practice and the more laborious private M&A that includes the often hotly disputed working capital adjustment and indemnification caps. As one example in the public M&A field, in 2014, we received top rankings in *SNL Financial League Tables for Bank & Thrift Legal Advisers*. The firm was ranked seventh by deal value – completing deals worth more than \$1.1 billion.

The M&A team has handled significant and multiple transactions in the energy, banking, investment management, manufacturing and technology sectors throughout the United States and abroad.

International M&A Award Winner Logo 2017

We have depth and sophistication in the intricacies of the nondisclosure agreement that precedes a deal, the exclusivity agreement that may start the clock ticking and halt interlopers, and the merger or asset sale agreement that leads to a closing.

The M&A team includes attorneys with substantial experience in SEC compliance, energy law, financial institution regulation, corporate governance in business transactions, tax, labor, ERISA, employee benefits and executive compensation. In addition, we work with our colleagues who focus on real estate, environmental, intellectual property, bankruptcy and antitrust law. We also work with our litigation attorneys to defend clients from plaintiffs attorneys who bring shareholder class actions following more than 90 percent of the public company mergers and some private company sales. We also act as counsel for many private companies in acquiring other companies and in selling themselves or their assets. Day Pitney's transactional group also includes a team of lawyers who practice in the area of joint ventures and strategic alliances in their various forms.

Our experience provides clients with a number of advantages:

- We can clients immediate, high-level and sustained attention, with the judgment and maturity

that come with many years of experience.

- We bring to bear the full scope of the firm's numerous legal resources to help ensure that the many significant details of a transaction are covered and thereby contribute to the success of our client's business strategy.
- We have contacts with and credibility among the many investment bankers we deal with.

EXPERIENCE

- Representation of a family-owned business in the defense and aerospace industry, in its \$84 million acquisition by a NYSE-listed company that supplies proprietary control systems to the aerospace industry.
- Representation of a family-owned business that manufactures a comprehensive portfolio of coffee machine cleaning products for commercial and household use, in its acquisition by a New York-based private equity firm.
- Representation of a New York-based wealth management firm, and its founder, in connection with the sale of its business as part of a roll-up of private wealth management firms across the United States sponsored by a New York private equity firm.
- Representation of a New Jersey regional bank holding company in a \$325 million stock-for-stock merger with a publicly traded Florida bank holding company.
- Representation of a publicly traded manufacturer of fuel components in three separate privately negotiated cash and stock earn-out acquisitions in Utah, Indiana and Florida.
- Representation of a UK affiliate of a publicly traded Irish food company as a stalking-horse bidder and ultimately the successful bidder in a bankruptcy auction of the assets of a U.S.-based health food company.

INSIGHTS

"Corporate Transparency Act," The Estate and Business Planning Council of Hartford

January 23, 2024

On January 23, Day Pitney Corporate attorneys Lane Watson, Brian Fischer and Patricia Jimenez Durelli presented at the Estate and Business Planning Council of Hartford (EBPC Hartford) webinar titled, "Corporate Transparency Act."

"XPX Tri-State Chapters 2023 Summit: Turbulence Ahead in 2023...Navigating to a Safe Landing," Exit Planning Exchange

March 16, 2023

On March 16, Day Pitney is co-sponsoring the 2023 XPX Tri-State Chapters Summit "Turbulence Ahead in 2023...Navigating to a Safe Landing."

"What To Expect During Due Diligence: Legal, Tax and Other Consideration," XPX Hartford CT
February 22, 2023

On February 22, Day Pitney Mergers and Acquisitions Partner Brian W. Fischer is speaking on the panel, "What To Expect During Due Diligence: Legal, Tax and Other Consideration," sponsored by XPX Hartford CT at The Hartford Club in Hartford, CT.

"Fine Print – The Deal's Not Done Until the Paperwork is Finished," Exit Planning Exchange Connecticut (XPX CT): Fairfield and Hartford Chapter

March 19, 2021

On March 19, Partner Brian Fischer served as a panelist for the Exit Planning Exchange Connecticut (XPX CT): Fairfield and Hartford Chapter joint event, "Fine Print – the Deal's Not Done Until the Paperwork is Finished."

Contribution Agreements: Joint Liability and Rights of Contribution Under Loan Guaranties
June 30, 2020

On July 7, Michael Kaufman will participate as faculty on Strafford's 90-minute Q&A style webinar, "Contribution Agreements: Joint Liability and Rights of Contribution Under Loan Guaranties."

NEWS

New Partners Yearbook 2024

March 11, 2024

Day Pitney Partners Stephen Catanzaro, Laurence Smith, and Elizabeth Yoo were featured in *New Jersey Law Journal's* 2024 New Partners Yearbook, which highlights partners, including lateral partners, made or hired at New Jersey firms.

Energy Partners Named to 2024 Lawdragon 500 Leading Energy Lawyers List

February 26, 2024

Day Pitney Partners Sebastian M. Lombardi and Evan C. Reese, III, have been named to the 2024 *Lawdragon* 500 Leading Energy Lawyers list.

On the Move and After Hours

February 1, 2024

The arrival of New Jersey Corporate Partner Elizabeth Yoo was featured in the *New Jersey Law Journal's*

On the Move and After Hours column.

The Daily Docket Industry Moves

February 1, 2024

The news of Elizabeth Yoo joining Day Pitney as a partner in the firm's Corporate practice was featured in *Thomson Reuters'* The Daily Docket Industry Moves column. Yoo is based in New Jersey.

Diverse Lawyers Network: Industry News

January 19, 2024

Day Pitney New Jersey Partner Elizabeth Yoo's arrival was featured in the *Diverse Lawyers Network* newsletter. Yoo is a Corporate Partner.

CONTACTS



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