Corporate, Mergers & Acquisitions, and Securities

Our multidisciplinary corporate team covers the spectrum of transactional, securities and corporate governance needs. We handle mergers and acquisitions, divestitures, joint ventures and similar transactions, in every step of the process, including performing due diligence, deciding on an appropriate deal structure, drafting and negotiating deal documents, and getting the deal to closing.

We also advise on all aspects of securities law, addressing complex disclosure and regulatory compliance issues, and implement and maintain appropriate governance policies and practices. Our collaborative team works closely with colleagues across employment, employee benefits, environmental, intellectual property, finance, real estate and tax to cover the full suite of legal needs to get the transaction over the finish line.

Nationally ranked by *Best Lawyers* for corporate law, our team includes lawyers who have been recognized by *The M&A Advisor*, the Secured Finance Network (SFNet) and *The Legal Intelligencer*, among others.

Our Services

Corporate

Our corporate team represents both public and privately held companies, buyers and sellers — both international and domestic — across a wide array of industries, with particular depth in financial services.

Mergers & Acquisitions

Leveraging a deep wealth of experience in representing clients in acquisitions, mergers, divestitures, joint ventures and similar transactions, we represent buyers and sellers in transactions of all sizes across a broad array of industries. Our lawyers are well-versed in every step of the M&A process, including performing due diligence, deciding on an appropriate deal structure, drafting and negotiating deal documents, and getting the deal to closing.

But equally important is that, while providing these services, we remain sensitive to the specific needs of each client, and we manage the deal process accordingly. We seek to ensure that our buyer-clients do not take on unanticipated risks, while we aim to limit post-closing indemnification claims against clients who are sellers.

Our M&A lawyers have experience with a wide range of transaction structures:

- Mergers
- Stock deals
- Asset deals
- Sales of divisions
- Auctions

- Joint ventures/strategic alliances
- Cross-border transactions
- Internal restructurings

Closely Held & Family-Owned Businesses

We recognize the unique challenges involved in owning and running a closely held and family-owned business — including developing an effective management team, seizing on growth opportunities and assembling a well-integrated group of outside professional advisers — and the environment in which they arise that may involve limited capital and human resources. With resources and backgrounds across a variety of disciplines — including tax, corporate, mergers and acquisitions, employment, employee benefits, and trusts and estates planning — our team provides an integrated, readily available set of legal services to clients amid an ever-changing and dynamic landscape.

Emerging Companies & Venture Capital

Fluent across the entrepreneurial ecosystem, our emerging companies and venture capital lawyers regularly guide emerging companies, founders, the venture capital investment community and other stakeholders through the startup growth cycle, from developing the concept and financing operations to launching, marketing and scaling the product and ultimately achieving a successful exit. Our proven capabilities in structuring and arranging financing for companies at all stages has enabled our team to build an extensive network of angel investors, venture funds and other capital sources, many of which are also clients.

Private Equity

We represent middle-market private equity funds and their portfolio companies through every stage of the investment life cycle. Our private equity lawyers focus on the value-creating transactions of our fund clients, as well as the representation of sponsor-backed portfolio companies. In addition, we advise private equity and other private investment funds on formation, transaction structure and regulatory matters, leveraging the deep industry knowledge of our nationally recognized investment management practice.

Our seasoned lawyers bring market-informed knowledge to a wide range of sophisticated transactions for an array of private equity strategies, including leveraged acquisitions and recapitalizations, debt and equity financings, minority growth investments, joint ventures and alternative investments. In addition, we draw upon the resources and experiences of our professionals across a variety of disciplines — including tax, investment advisory, finance, employment and benefits, intellectual property and environmental law — to provide an integrated approach to executing transactions.

Public Companies

We advise publicly traded and private companies on all aspects of securities law, including capital-raising transactions, U.S. Securities and Exchange Commission (SEC) and stock-exchange compliance, and corporate governance matters. Our lawyers combine significant transactional capabilities and regulatory knowledge with experience across a range of industries to help clients complete deals, address complex disclosure and regulatory compliance issues, conduct complex internal investigations, and implement and maintain appropriate governance policies and practices.

Representative Matters

- Advised 1st Colonial Bancorp Inc. in a merger agreement with Mid Penn Bancorp Inc. in which Mid Penn acquired 1st Colonial in a cash and stock transaction valued at approximately $106.1 million.
- Represented Covetrus, a Portland, Maine-based global animal-health technology and services company, in its agreement for Chewy Inc. to acquire its subsidiary SmartPak Equine, a leading U.S. provider of direct-to-consumer equine nutraceutical supplements.
- Represented the Mann Center for the Performing Arts, a nonprofit performing arts center based in Philadelphia, in its 12-year naming rights sponsorship agreement with Highmark Health. The agreement will rebrand the outdoor music destination as the Highmark Mann Center for the Performing Arts.
- Advised Oak Hill Wealth Advisors, a Lansdowne, Virginia-based wealth management firm, in its merger with Cerity Partners,

a full-service wealth management firm in the United States.

- Represented Customers Bancorp, the holding company for Customers Bank, in connection with its $172.5 million underwritten public offering of common stock.
- Represented Silvi Materials, a vertically integrated leader in construction materials, in its acquisition of Eagle Rock Concrete.
- Represented Cook Wealth, a Raleigh, North Carolina-based wealth management firm, in a merger with Cerity Partners, a financial and wealth advisory firm serving high-net-worth individuals and their families and nonprofit organizations and foundations throughout the United States.
- Represented TradePMR, a custodial and portfolio management platform for registered investment advisers, in an approximately $300 million acquisition by Robinhood Markets Inc.
- Represented Mini Melts USA, a producer and distributor of novelty ice cream products, in the acquisition of a controlling interest by Altamont Capital Partners, a private investment firm.
- Represented Fountain Life, an advanced diagnostics and preventative health company, in its acquisition of LifeOmic.
- Represented Chatham Financial, a global leader in financial risk management advisory and technology, in its acquisition of EA Markets.
- Assisted a global real estate fund sponsor with an equity investment in one of the largest and fastest-growing private data center developers in the Americas.
- Represented Horizon Blue Cross Blue Shield of New Jersey, the state's oldest and largest health insurer, in a joint venture with Deerfield Management Co., an investment firm dedicated to advancing healthcare with more than $14.6 billion in assets under management. In addition, represented Horizon with various investments in healthtech and behavioral health ventures.
- Represented Customers Bank, the primary subsidiary of Customers Bancorp Inc., in a $500 million securitization of a portfolio of unsecured consumer installment loans.
- Represented a closely held manufacturing business that increased its revenues by 2,000% in four years via leveraged acquisitions, which included the negotiation and drafting of the acquisition agreements, as well as senior and mezzanine debt financing documentation.
- Represented numerous closely held business owners in a wide variety of industries (including multigenerational family-owned businesses, mechanical services businesses, energy consulting, technical staffing, healthcare technology, frozen food manufacturing, industrial products distribution, recycled rubber products, specialty pharmacy, continuing care facilities, physician practice groups, architecture and food processing) in mapping out and implementing their business succession plans, which include growth of their business through acquisitions, the sale of the business (to strategic or financial buyers or to key management personnel) or passing equity onto the next generation while maintaining control of the company; and working closely with those owners to address complicated intergenerational issues in connection with those transactions.