

Mergers & Acquisitions

Our attorneys are actively involved in sophisticated mergers and acquisitions transactions for both publicly traded and private companies. We represent buyers, sellers, private investment funds and their portfolio companies and we also have significant experience representing strategic companies and their boards of directors. Our M&A Group works seamlessly with attorneys from multiple disciplines within our firm.

WE ARE INVOLVED IN A WIDE RANGE OF M&A TRANSACTIONS, INCLUDING:

- Leveraged buyouts
- “Going private” transactions
- Tender offers and proxy contests
- Stock and asset acquisitions/divestitures involving public and private companies
- Cross-border M&A
- Joint ventures
- Recapitalizations
- Spin-offs and carve-outs
- Non-control investments, including “PIPEs”
- Restructurings

WE HAVE DEEP EXPERIENCE IN ALL ASPECTS OF M&A TRANSACTIONS:

- Transaction structuring, including the regulatory and tax implications of alternative structures and dealing with securities, tax and other regulatory authorities
- Due diligence investigations, including risk assessments concerning litigation and regulatory compliance issues
- Auctions and competitive bid procedures
- Purchasing businesses and assets out of bankrupt estates
- Documentation
- Financing
- Closings, including regulatory and third-party consents, special purpose acquisition entities, transfers of assets and assumptions of liabilities, board and shareholder approvals, registration of securities for use as purchase

PROFESSIONALS

Eric M. Fogel
Partner

Steven K. Sims
Partner

Kathryn M. Blom
Partner

Joe Demko
Partner

Kevin L. Eismann
Partner

Danielle Snyder Fadel
Partner

Timothy J. Feldhausen
Partner

Brad Goss
Partner

Katherine M. Hampel
Associate

Lisa A. Johnson
Partner

Alice A. Lin
Partner

Steven E. Miller
Partner

Vic Peterson
Partner

Emilie Rohde
Associate

Thomas P. Scherschel
Partner

Gregory J. Sell
Partner

Ryan M. Spott
Partner

Daniel Spungen
Senior Counsel

- consideration, and employee issues
- Post-closing obligations and rights, including purchase price adjustments, earnouts and indemnification obligations and recoveries
- Transition and integration

Experience

Negotiated and Led Merger of a Nonprofit Health Care Provider

Provided Counsel to a Client on the Acquisition of a Multi-Unit Commercial Property Involving a Commercial Condominium, Tenants in a Common Interest and 1031 Exchange

Represented Two Home Remodeling Companies in Two Separate Transactions for the Sale of their Nearly \$50 Million Business

Assisted an Entertainment & Recreation Business in the Sale of Their Local Franchise

Assisted in the Asset and Real Estate Sale of a Local Brewery Business

Assisted in the Asset Sale of a Multi-Million Dollar Local Business

Provided Counsel to a Bank Holding Company and its Subsidiary in M&A, Subordinated Debt and Other Transactions

Represented the Shareholders of a Risk Management Information System Provider for Health Care Organizations in the Sale of Their Business

Successfully Represented a Bank Holding Company in Tax Matters During its Acquisition of Another Bank Holding Company

Served as Tax Advisor in a Banking Merger on the East Coast

Represented a \$9.5 Billion Dollar Financial Holding Company in its Acquisition of a Florida Based Investment Management Company

Counseled a Luxury Goods and Services Conglomerate on Tax Issues in its Acquisition of a Whiskey Company

Represented a Bank Holding Company in a Merger Valued at Approximately \$473 Million

Counseled a Bank on Tax Issues During its Acquisition of Another Bank and its Subsidiary

Represented a NYSE-Listed Industrial REIT with Respect to Several Public Offerings Utilizing Diverse Structures

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John W. Tanselle
Partner

Karen A. Tobin
Partner

Larry Tomlin
Partner

Emma Zhang
Associate

Danielle M. Zimmerman
Paralegal

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Represented One of the Largest Privately Owned Commercial Banks in the Milwaukee Region During an Acquisition

Represented an Electronic Discovery and Digital Forensics Company in its Sale to a Private Equity Backed Platform

Assisted a Client Involved in Engineering, Designing and Manufacturing Electrical Control Panels in its Sale of Equity to a Portfolio Company

Represented the Shareholders of One of the Largest Independent U.S. Distributors of Refined Fuels in the Sale of their Business

Facilitated the Merger of Two Long-Term Successful Social Service Agencies

Served as a Key Member of a Legal Team that Completed the \$275 Million Leveraged Buyout of a Manufacturer

Represented the Acquirer in the Acquisition of a Majority Interest in a Web-Based Seller of Camping Equipment

Serves as Counsel to an Individual in the Sale of his Biotech Company

Represented Seller of a Trash Collection and Hauling Business in \$35,000,000 Asset Sale

Represented a Purchaser in an Acquisition and Development of a Construction Entity

Represented a Fuel and Convenience Store Corporation in Multiple Acquisitions and Development Transactions

Represented a Large Regional Paper Distribution Company in Expansion of Their Retail Presence

Represented a Designer and Manufacturer in the Sale of its Equity to a Private Equity Firm

Assisted with the Sale of a Logistics Provider

Successfully Defended Claims of Copyright Infringement, Property Theft, and Breach of Contract Among Others After a Failed Merger Between Two Companies

Assisted a Private Equity Firm with the Purchase of a Strategic Engineering and Design Service Supplier

Represented a Direct Marketing Company in a \$50 Million Cash-Out Merger and Sale to a Private-Equity Backed Competitor

Acts As Outside Securities and M&A Counsel to a Publicly Traded Electronics Company

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Assisted a Specialty Insurance Service Provider with the Sale of the Business to a Portfolio Company

Represented Manufacturing Company in Connection With the Sale of the Company's Assets

Serves as Chief Legal Advisor to an Integrated Steel Processor and Framing Products Manufacturer

Assisted a Public Company in the Purchase of a Material Handling Supplier

Served as Lead M&A Lawyer for a Large Japanese Manufacturing Client who Acquired a Public Manufacturer

Assisted a Third Generation Family-Owned Steel Manufacturer in its Sale of Equity to a Private Equity Buyer

Assisted a Custom Manufacturer and Distributor in the Sale of the Company to a Canadian-Based Metal Distributor

Firm News

Amundsen Davis Attorneys Included in 2023 Wisconsin Super Lawyers and Rising Stars Lists!

Firm News, November 16, 2023

Amundsen Davis Named in the 2024 Edition of Best Law Firms®

Firm News, November 2, 2023

91 Amundsen Davis Attorneys Recognized by Best Lawyers® in 2024 in America

Firm News, August 17, 2023

Attorney Alice Lin Joins Amundsen Davis's Chicago Office

Firm News, July 10, 2023

Tim Feldhausen Receives the Outstanding Eagle Scout Award from the Bay-Lakes Council and the Boy Scouts of America

Firm News, April 18, 2023

Amundsen Davis Promotes Three Attorneys to Partner

Firm News, February 21, 2023

Amundsen Davis Attorneys Included in the 2022 Wisconsin Super Lawyers and Rising Stars List

Firm News, *Amundsen Davis*, November 15, 2022

U.S. News & World Report – Best Lawyers® “Best Law Firms” 2023

Firm News, November 3, 2022

41 Amundsen Davis Attorneys Recognized by *Best Lawyers in America*© 2023
Firm News, August 18, 2022

Attorney Emma Zhang Joins Amundsen Davis's Corporate & Securities Service
Group
Firm News, May 31, 2022

Amundsen Davis Promotes Five Attorneys to Partner
Firm News, March 14, 2022

U.S. News & World Report – Best Lawyers® “Best Law Firms” 2022
November 4, 2021

Amundsen Davis Welcomes Daniel Spungen as Senior Counsel in Indianapolis
October 20, 2021

34 Amundsen Davis Attorneys Recognized by *Best Lawyers in America*© 2022
August 19, 2021

U.S. News & World Report – Best Lawyers® “Best Law Firms” 2021
November 5, 2020

30 Amundsen Davis Attorneys Recognized in *Best Lawyers in America*© 2021
August 20, 2020

Attorney Steven Sims Joins Amundsen Davis's Corporate Practice Group
January 2, 2020

U.S. News & World Report – Best Lawyers® “Best Law Firms” 2020
November 1, 2019

U.S. News & World Report – Best Lawyers® “Best Law Firms” 2019
November 1, 2018

15 Amundsen Davis Attorneys Included in Best Lawyers in America© 2019
August 15, 2018

John Tanselle Honored as Distinguished Fellow by the Indianapolis Bar
Foundation
November 21, 2017

12 Amundsen Davis Attorneys Included in Best Lawyers in America© 2018
August 15, 2017

Alerts

Five Common Mistakes Business Owners Make When Selling Their Business
Article, June 2022

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Driving Value Before an M&A Transaction
Article, November 18, 2021

Why “Red Teaming” is Critical When Selling a Business
Article, July 6, 2021

SBA Issues “Change of Ownership” Procedures for PPP Borrowers: M&A Transactions Must Now Be Reviewed for Compliance
Article, October 7, 2020

SEC Emphasizes Anti-Fraud Protections During COVID-19 Pandemic
Article, March 25, 2020

Modern Commercial Financing: Your Guide to Regulation A+
Article, September 25, 2017

Supply Chain: Are Your Standard Terms and Conditions Up-to-Date?
Article, August 1, 2017

Is Now the Right Time to Get Your Company Ready to Sell?
Article, June 12, 2017

Events

Illinois Chamber of Commerce: Tips to Sell Your Business in the New Year
Speaking Engagement, Webcast, February 29, 2024

Tips for Selling Your Business in the New Year
Event, Amundsen Davis, Webcast, February 15, 2024

The Most Valuable Asset: Overcoming Employee Related Hurdles to Close a Deal
Speaking Engagement, Midwest Business Brokers and Intermediaries, Seminar;
Fishers, IN, August 24, 2023

Evaluating Your Sell-Side Options
Speaking Engagement, 2022 Milwaukee Smart Business Dealmakers Conference;
Milwaukee, WI, May 24, 2022

A Trending Tool in Making M&A Faster and Less Risky: Reps and Warranty Insurance
Speaking Engagement, Association of Corporate Counsel's Annual Conference;
Las Vegas, NV, May 19, 2022

The “Heated” State of M&A (Sell Now!)
Event, September 22, 2021

The “Heated” State of M&A (Sell Now!)
Speaking Engagement, Seminar; Appleton, WI, September 22, 2021

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Key Components of an Effective Buy-Sell-Agreement
Speaking Engagement, Exit Planning Institute, Webcast, May 27, 2021

Thinking About Selling Your Business? What You Need to be Doing Now
Event, Amundsen Davis, Webcast, May 12, 2021

Mergers & Acquisitions Steps to Success
Speaking Engagement, Webcast, April 28, 2021

The Corporate Paralegal: Overcoming Top Challenges
Speaking Engagement, Institute for Paralegal Education; Webinar, March 8, 2018

What Does Tax Reform Mean for You and Your Business?
Event, Northern Trust Economic Trends 2018; Milwaukee, WI, January 19, 2018

Developments in Dealmaking and Proposed Regulation, and the Impact on M&A
Association for Corporate Growth; Webinar, October 11, 2017

Published Works

State of Illinois Force Majeure Law Compendium (during COVID-19 pandemic)
USLAW, June 5, 2020

Blog Posts

Five Tips for Business Owners When Selling
Corporate News: A Legal Update, September 5, 2023

Federal Antitrust Agencies Propose New Guidelines for Review of M&A Transactions
Corporate News: A Legal Update, August 3, 2023

Private Placement – State and Federal Law Considerations
Corporate News: A Legal Update, February 1, 2023

Patience is a Virtue: Landmark Federal M&A Broker Exemption Effective March 29, 2023
Corporate News: A Legal Update, January 19, 2023