

# Mergers & Acquisitions



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Ulmer & Berne's mergers and acquisitions practice draws upon the expertise of a skilled group of transaction attorneys to accomplish our clients' merger and acquisition (M&A) goals. From initial conceptualization to value creation to successful fruition, our attorneys work closely with clients on all aspects of the transaction. They knowledgeably assist clients in:

- Identifying opportunities and developing tailored strategies for varied and sophisticated transactions, including:
  - M&A
  - Stock or asset purchases
  - Debt financing and convertible debt
  - Leveraged buyouts, tender offers and proxy contests
  - Joint ventures and strategic alliances
  - Private equity/venture capital investments
  - Distressed and bankrupt company transactions
  - Private transactions
  - Acquisitions of minority interests
  - Poison pills and anti-takeover counseling
  - Divestitures
  - Recapitalizations
  - Employee stock ownership plans
  - Asset monetization
- Conducting due diligence
- Creative deal structuring and tax planning
- Arranging and consummating transaction financing
- Providing corporate governance and special committee counseling
- Negotiating and drafting clear, thorough transaction agreements and documents
- Coordinating local or special counsel (nationally and internationally)
- Building frameworks for compliance with tax and securities laws and other regulations
- Closing the transaction and providing advice and resources for future development

Our transaction team is multidisciplinary: we engage members of the Firm's key practice areas – business, tax, banking and finance, employee benefits/ERISA, labor and employment, environmental, real estate and intellectual property, among others – to advise our clients on the complex issues that encompass today's mergers and acquisitions.



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From deals involving closely held businesses to national publicly traded companies, we craft innovative, creative and cutting-edge strategic transactional solutions for acquirers, acquisition targets, private equity sponsors, investment banks, boards and special committees that enable our clients to leverage growth opportunities and achieve their business objectives.

At Ulmer & Berne, our mission is to provide our clients with exceptional, value-driven service by a team of highly skilled attorneys who possess not only the legal expertise but the business expertise to produce the desired results and who can “close the deal” in a timely and cost-efficient manner.



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