



## Mergers & Acquisitions

### OVERVIEW

Rich May has expertise in all aspects of buy-side and sell-side mergers, acquisitions and divestitures.

We work with our company clients as they supplement their internal growth with growth through acquisition and eventually achieve liquidity through the sale of all or part of the business. For our investor clients, we protect their interests in sales of companies in which they have a substantial ownership position.

Our attorneys are involved through every step of the process:

- Advising the board of directors and solicitation of stockholder approval
- Engagement of investment bankers and solicitation and review of indications of interest
- Negotiation of term sheet/letter of intent
- Drafting and negotiation of transaction documents
- Due diligence
- Compliance with Federal and state securities laws and regulations
- Hart-Scott-Rodino and other regulatory compliance and filings
- Section 280G (“golden parachute”) payments and related stockholder approvals
- Post-closing matters such as earn-outs and indemnity and purchase price adjustment escrows

### Services

Business, Corporate & Securities  
Entity Structure, Governance & Succession Planning  
Equity and Debt Financing  
Franchising  
General Counsel  
Incentive Plans  
Intellectual Property Development, Licensing and Protection  
Mergers & Acquisitions  
Non-Profit Organizations  
Employment & Employee Benefits  
Energy, Renewables & Regulated Industries  
Estate Planning, Tax, & Probate  
Investment Management & Private Funds  
Litigation & Dispute Resolution  
Real Estate  
Trademark & Copyright

### Attorneys

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