



Rising STARS

UP AND COMING M&A PARTNERS OF 2020

By // Deal Staff

TOP 28 NEW M&A LAW PARTNERS



LAUREN ANDERSON

Lauren Anderson, one of Latham & Watkins LLP's most recently named partners, learned the law in America's 12th-oldest law school, but the halls of New Orleans' Tulane University Law School are not where she learned to love the law.

"My dad's an attorney, and we have very similar personalities," Anderson, 35, said of her decision to attend law school. "We like a lot of the same things, so on some level it was always attractive to me, and I always thought I wanted to go to law school."

But shortly after she walked through the doors of Tulane's Weinmann Hall, she realized it wasn't all her bag. And even before law school, she began to question her interest in some areas of the field. As an undergrad at Rhodes College, Anderson said she wasn't thrilled by moot court.

It wasn't until she graduated from law school in 2011 that she found her stride. The seed was planted across town from Tulane at the offices of Jones Walker LLP on St. Charles Avenue, where Anderson spent the better part of a year as a paralegal.

Anderson said a few partners mentored her as she decided to pursue corporate paralegal work over litigation.

"They let me do what a lot of first-year associate would do, and I discovered that I loved the transactional work," she explained. "I found it interesting and challenging, and I felt it would continue to be challenging throughout my career."

She found her budding interest in corporate law cemented in the wake of the financial crisis. As an associate at Vinson & Elkins LLP in Houston, Anderson said she really began to develop an understanding of what her practice could look like.

This year, Anderson's practice appears to be going full steam ahead, and despite her law school concerns, it turns out the apple didn't fall too far from the tree. While her father has spent his whole career in-house, including a stint at Gulf Oil Corp., his work as a labor attorney bears some resemblance to Anderson's own practice given both her and her father's proclivity for negotiations.

Anderson on Jan. 1 kicked off her partnership in Latham & Watkins' Houston office, where she joined as an associate in January 2017.

Her recent work includes advisory roles on Hess Midstream LP's (HESM) complex \$6.2 billion acquisition of affiliate Hess Infrastructure Partners LP, and subsequent conversion into a C-Corp. structure from a partnership in October, and the sale of a minority stake in midstream company

WaterBridge Resources LLC by private equity firm Five Point Energy LLC to Singapore's sovereign wealth fund, GIC Pte. Ltd., in May.

"Lauren has quickly established herself as go-to lawyer for our private equity clients," Latham & Watkins partner Michael Chambers said. "She is a great deal lawyer — understands the client's business needs, is commercial in her approach and offers thoughtful advice. This is only the beginning of her success, and I look forward to watching her career grow."

—Tom Terrarosa



PATRICK BALDWIN

Freshly minted Jones Day partner Patrick Baldwin counsels and advises clients on corporate and securities law focusing on domestic and cross-border mergers and acquisitions.

The 39-year-old Georgia native plies his trade on familiar ground at the firm's Atlanta office.

In an interview with The Deal, Baldwin said before he started law school,

he worked as a construction project manager supervising builds up to \$65 million. "We did some midrise office buildings, but our bread and butter were shopping centers and large, big box, retail developments. It was a great experience," he said.

"The funny thing is that the skillset I learned in college and throughout my experience as a project manager is very, very similar to what I do here," referring to cases involving multiple parties with diverse interests and a tight schedule.

Baldwin graduated from the University of Georgia Law School in 2010 after an undergraduate career at the University of Florida, where he earned a degree in 2003.

At Jones Day, Baldwin's brought those skills to bear on several projects but said his most memorable to date involved separate M&A deals for Koch Industries Inc. and Germany's Merck KGaA.

He was on the team that counseled Big River Steel LLC, which is backed by Koch, when U.S. Steel Corp. (X) agreed to acquire a 49.9% stake in it for approximately \$700 million in October 2019, The Deal's records show.

He also was on the team that counseled Procter & Gamble Co. (PG), when it acquired the consumer health business of Merck for approximately \$4.21 billion (€3.4 billion) in November 2018, The Deal's records show.

Those cases involved two years of work that included frequent

international travel and collaboration across a broad swath of the firm.

"I've worked with Patrick for quite some time," James Dougherty, Jones Day M&A practice leader, told The Deal. "He's not one of these lawyers that just gets into fights over points for the sake of fighting. He brings a great perspective on the business objectives of the client."

—Gregory Morcroft



CHRISTOPHER BARLOW

Christopher Barlow is the U.S.-based M&A lawyer among the 11 new partners that Skadden, Arps, Slate, Meagher & Flom LLP, announced on April 3.

"He is an incredibly talented lawyer," said Allison Schneirov, the head of Skadden's New York M&A group. "He has superb judgment. Clients and our colleagues are drawn to him on a personal level, because he has a great, calm attitude and is totally unfazed in stressful situations. Chris also shows a genuine joy in his practice, which is refreshing and inspiring for people

around him."

Barlow helped Schneirov advise NXP Semiconductors NV (NXPI) in its proposed but terminated sale to Qualcomm Inc. (QCOM) and has worked with her on several deals for Permira, including the private equity shop's \$1.9 billion sale of an 80% stake in portfolio company Netafim Ltd. to Mexichem SAB de CV, and its acquisition of a majority equity stake in Cielo Inc. from Accel-KKR LLC.

Barlow has also worked with Skadden partner Howard Elin in representing Wenner Media LLC on a strategic investment from Penske Media Corp., the sale of US Weekly to American Media Inc., the sale of a 49% stake in Rold, (SPOT) in numerous acquisitions, including its recent acquisitions of Gimlet Media Inc. and Anchor FM Inc.

Barlow graduated from the University of Wisconsin - Green Bay in 2003 with a degree in philosophy, then earned a master's degree in philosophy (where he studied logic) from the State University of New York, Buffalo, two years later.

But Barlow "wanted something more exciting and flexible," he said, so he headed to Boston University School of Law. An internship with a Massachusetts state banking regulator after his first year at BU sparked an interest in a transactional practice, he said, and the next summer he clerked in Skadden's New York office, to which he returned after graduating from BU in 2009.

In London, Denis Klimentchenko was

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also elevated to M&A partner.

—David Marcus



BRET CHRISOPE

Fried, Frank, Harris, Shriver & Jacobson LLP on March 2 announced that it would make five new partners, including Bret Chrisope in M&A and private equity.

Chrisope, a graduate of Tulane University and University of Chicago Law School, joined Fried Frank's Washington office in May 2018, after about three years as an associate general counsel and vice president at Goldman, Sachs & Co.

Some of Chrisope's deals included representing the investor group that included RedBird Capital Partners LLC and Reverence Capital Partners LP in their July 2019 acquisition of Vida Capital Inc., an alternative asset management platform, for \$590 million; and representing WeddingWire Inc. in its 2018 merger with XO Group Inc. for \$933 million.

Chrisope started his career at Sullivan & Cromwell LLP.

Fried Frank's other newly minted partners include Jason Greenberg, Kabaye Liku, Ryan Plasky and Nicole Love.

—Alexandra Garfinkle



DAVID CLARK

David Clark wanted to be a lawyer from the time he was a boy in Muskegon, Mich., and in 2020 he became an M&A partner at Skadden, Arps, Slate, Meagher & Flom LLP in Chicago.

Clark, who earned his undergraduate degree in finance from Ohio State University in 2007 and his law degree from the Indiana University School of Law three years later, spent a year clerking for U.S. District Court Judge James Gwin in Cleveland before starting in 2011 as an associate at Skadden, where he's worked on a range of transactions for both private equity firms and strategics.

The first of those was for Sara Lee Corp. on its 2012 spin-off of D.E. Master Blenders 1753, its international coffee and tea business. Clark worked with Skadden's Rodd

Schreiber on the deal, which involved corporate governance, activism and a spinoff listed on the NYSE Euronext Amsterdam exchange, Clark said. "A leather-bound printed set of closing documents is still on a bookcase in my office," he added, a commemoration of a very complicated deal. (Sara Lee was renamed Hillshire Brands Co., which Skadden advised on its 2014 sale to Tyson Foods Inc. (TSN))

Clark has continued to do public company work. He's teamed with Schreiber to advise CME Group Inc. (CME) on several deals, including its \$5.4 billion purchase of NEX Group plc in 2018. Last year, Clark worked with Skadden partners Charles "Chip" Mulaney Jr. and Richard Witzel Jr. to advise Exact Sciences Corp. (EXAS) on its \$2.8 billion purchase of Genomic Health Inc. and Hillenbrand Inc. (HI) on its \$2 billion purchase of Milacron Holdings Corp.

Clark has also worked with Skadden partner Kimberly deBeers in advising Greenwich, Conn.-based alternative asset manager Black Diamond Capital Management on several deals, including its acquisition of a majority of GST Automotive in a Section 363 sale in 2018. There, deBeers said, "David was able to provide clear and thoughtful advice to the client in an accelerated time frame," and he coordinated Skadden's global team on the deal.

In addition, "David is really involved on the human side of our group," said deBeers, who heads the M&A and corporate group in Skadden's

Chicago office. "He is a frequent mentor, and he helps people with their career development and work-life balance. When I combine his interpersonal skills, the mentoring, the kindness, and the upbeat nature with which he approaches his work, and his technical skills, I view him as a rising star in our group and over the long term someone we cultivate as a true leader."

—D.M.



RACHAEL COFFEY

For most of April, Rachael Coffey spent most of her time glued to a conference room chair dissecting every detail of a complex Reverse Morris Trust transaction in the works between Gardner Denver Holdings Inc. and Ingersoll-Rand plc (IR).

Besides her sat colleagues from Paul, Weiss, Rifkind, Wharton & Garrison LLP; bankers from Goldman, Sachs & Co. and Lazard Ltd.; and executives representing her corporate client, Ingersoll-Rand.

Across the table were executives from

Gardner Denver, bankers from Robert W. Baird & Co. and Citigroup Inc. and attorneys from Simpson Thacher & Bartlett LLP and Kirkland & Ellis LLP.

To be sure, all of the people in the room were there to ensure that Gardner Denver could acquire Ingersoll-Rand's industrial division on good terms and Ingersoll Rand could emerge a pure-play climate solutions provider.

But Coffey, the lead associate for Paul Weiss during negotiations, may have had a particular impetus to see this deal all the way across the finish line: She was up for partner at the end of 2019, and she was seven months pregnant.

"Our clients are busy running their business, and we're here to do everything we can to help them deal with a specific aspect of that as M&A lawyers, regardless of the circumstances," Coffey said. "This job is a lot of hard work regardless of gender, but I think this shows Paul Weiss does an excellent job of making sure all of the opportunities are there if you want them. Right now, I think it's a pretty exciting time to be a woman in M&A."

For Canadian-born Coffey, the opportunities started at Georgetown University Law Center in Washington, where she graduated in 2012.

"I grew up watching 'Law & Order,' and I think that was part of why I went to law school," she said. "But it was during law school in some of the more transaction-based courses that I started to pay attention to M&A as I saw some M&A practitioners

who came in as speakers, and I was intrigued by what they talked about doing."

In her first few years as an associate at Cravath, Swaine & Moore LLP, her drive toward M&A was solidified as she cut her teeth on some large corporate deals.

And in January, Coffey saw that drive culminate into a partnership at Paul Weiss — the icing on the cake being that she got the call from firm leadership during her maternity leave.

Coffey, 34, attributes her success in M&A to the careful attention she has paid to the mentors around her, including Paul Weiss partner and global head of M&A Scott Barshay. She followed Barshay over to Paul Weiss in March 2017, and hopes her clients see some of the 30-year veteran deal adviser's skills come across in her work as a result.

"If I could put words in my clients' mouths, I'd want them to recognize my focus on client outcomes, my ability to understand their issues and help them achieve their business objectives, and — something I've tried to pick up from Scott and [Paul Weiss partner] Jeff Marell — an ability to break down complex and difficult issues into something that's relatable and usable for them," she said. "That is what I strive to do, and I hope that they notice and value that."

At least according to her mentors, she's hit her mark.

"Rachael is a special M&A talent with the uncanny ability to see around corners and correctly predict

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outcomes in a way that earns enormous trust and deference from clients," Barshay said. "From the time she was a junior associate, she has demonstrated a commitment to excellence and a deep understanding of the markets in which clients operate. She can also explain complex concepts in a way that resonates with decision makers, who are often moving at lightning speed."

—T.T.



LAUREN COLASACCO

Lauren Colasacco's decision to do both M&A and private equity work was rewarded when she advised a consortium led by CC Capital Management LLC on its \$6.9 billion purchase of Dun & Bradstreet Corp. in 2018. The large buying group meant a deal "with some complicated financing elements," said Colasacco, 34, a new share partner at Kirkland & Ellis LLP in New York who worked with Kirkland's Daniel Wolf and Peter Martelli on the deal.

As a result, she said, "We spent a lot of time negotiating about how the

impact of that financing structure would flow through the deal documents. A public company board is looking for as much deal certainty as possible." Colasacco had to balance that desire for certainty with her client's need for financing. The parties signed the deal up on Aug. 8, 2018, and closed it exactly six months later.

"Lauren was someone we wanted to work with on the D&B deal, and she was the day-to-day architect driving the deal on the legal side," said Chinh Chu, the founder of CC Capital. "Lauren did a phenomenal job. To flawlessly execute a \$7 billion public-to-private deal with this level of complexity and short fuse is a credit to Lauren," said Chu, a former senior managing director at Blackstone Group Inc. (BX) who has worked with Colasacco throughout her 10-year career.

"The deal moved at a very rapid pace," said Chu. "From the time the D&B board gave us the OK to proceed with the deal to the point where we signed the deal was 16 days. Our group, which included William Foley II and Thomas H. Lee Partners LP, had to put together \$2 billion of common equity, \$1 billion of preferred equity and \$4 billion of debt financing, complete due diligence, and negotiate with the board on the final deal terms within this 16-day period."

Colasacco, 34, graduated from Duke University with a degree in political science and French in 2007 and Fordham University School of Law three years later, then started as an associate at Simpson Thacher &

Bartlett LLP, where she did a lot of work not only for sponsors such as Blackstone but for strategic buyers as well.

She recalled negotiating an antitrust covenant across from a senior partner when as a mid-level associate she helped advise TRW Automotive Holdings Inc. on its \$12.4 billion sale to ZF Friedrichshafen AG in 2014. At that point, she said, she could see herself making a career out of running such transactions.

Colasacco moved to Kirkland in 2018 and since joining the firm has teamed with Wolf and Kirkland's Jonathan Davis to advise Colfax Corp. on its \$3.15 billion acquisition of DJO Global Inc. and with Martelli to represent Blackstone on its acquisition of the Center for Autism and Related Disorders LLC.

Throughout her career, Colasacco said, "I have intentionally tried to maintain a balance between private equity and strategic work. It helps me to be more creative in approaching problems for whoever the client may be in a given situation."

—D.M.



EVAN D'AMICO

After working on growing Gibson, Dunn & Crutcher LLP's private equity M&A practice for the past six years as an associate, Evan D'Amico has won a promotion to partner as of Jan. 1.

A self-described industry agnostic, D'Amico enjoys working on deals of all stripes out of the firm's Washington office.

"I like the pace of M&A," D'Amico said. "I enjoy the process of advising a client and helping them understand the impact of their decisions and how the different pieces fit together." It's the one area of corporate law that best fits him, he said.

As a law student at Harvard University, D'Amico's career appeared to be headed in a different direction. He wrote for the Harvard Civil Rights-Civil Liberties Law Review and worked on a clinic on foreclosure and employment law. He gained exposure to M&A law at a course at Harvard Law with Leo E. Strine Jr. and then again as a summer associate in New York at Davis Polk & Wardwell LLP.

His interest in the field began to

blossom after starting his first job in 2008 after law school at Cravath, Swaine & Moore LLP, where he rotated practices through M&A, capital markets and finance, but seemed to gravitate toward M&A. When he left Cravath in 2013, his primary driver was to go on to do M&A generally.

"At Cravath, my M&A work focused on public companies," he said. "I wanted to expand my practice to include private equity work."

D'Amico said serving on Enesco plc's legal team in its acquisition of Rowan Cos. plc ranks as one of his favorite tie-ups.

"That deal combined two offshore rig companies based in the U.K. with operations headquartered in Houston," D'Amico said. "Both companies operate globally and Rowan had a major joint venture with Saudi Aramco, so there were interesting regulatory challenges."

Looking ahead to 2020 as his first year as partner, D'Amico said he's targeting a 50-50 mix between public company and private company deals. He's also developed a specialty in SPAC deals, such as representing Trinity Investments LLC's SPAC, Trinity Merger Corp., in its acquisition of the Broadmark Capital LLC real estate lending companies and management companies to form a \$1.5 billion internally managed mortgage REIT, Broadmark Realty Capital Inc.

"I've worked with a number of public and private companies [and] I'll continue to stay the course on that front," D'Amico said. "SPACs have

had a decent renaissance and have gone more mainstream in the past few years."

Stephen Glover, an M&A partner in the firm's D.C. office for about 20 years, attributed D'Amico's success in M&A law to his intelligence, maturity and versatility. He's also known at the firm for being well traveled in his dealmaking as he works on transactions with teams around the country in Denver, Houston, New York and elsewhere.

"He's a very smart guy, with a quickness that has served him well," Glover said of D'Amico. "He has very mature judgment, which clients recognize and respect. Clients would hear him on the phone and assume he was already a partner because he was operating at that level."

—Steve Gelsi



STEPHEN FISHER

Stephen Fisher became used to working under stress for extended periods of time as an officer on the USS Nevada, a 560-foot submarine

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equipped with 24 intercontinental ballistic missiles. Patrols lasted three months or more, Fisher said, and though the sub carried 165 people, it was leanly staffed, so that he usually spent any downtime catching up on sleep and exercise. Fisher worked on the sub for three and a half years, an experience that helped for the challenges of being an M&A lawyer at Fenwick & West LLP, where he became a partner in January.

Kay Min, a director at Cisco Investments, said that Fisher "understands technological concepts and the deal process and how to look around corners. Steve is easy to deal with. He anticipates issues," she said, and "tends to give more specific responses" to questions than lawyers generally do.

Fisher, 45, also recognizes the pressures that extended negotiations can put on team members, said Min, who worked with him when Fenwick advised Cisco Systems Inc. (CSCO) on its purchase of Leaba Semiconductor for \$320 million in 2016 and on its agreement to buy Acacia Communications Inc. (ACIA) for \$2.6 billion in 2019. "He knows I'm a runner, and it's hard to get a run in every day in full deal mode," she said. "He'd tell us when we had an hour or two and I could take a run and get something to eat. When a deal lasts three or four months, that human factor is very critical."

Fisher, who grew up in rural Pennsylvania, graduated from the U.S. Naval Academy in 1997 and then earned a master's degree in

electrical engineering at Pennsylvania State University two years before doing 15 months of nuclear power and submarine training and being stationed on the Nevada. Many officers go to business school after leaving the Navy, he said, but he opted for law school, earning a J.D. from Yale in 2009 and clerking for Ralph Winter of the United States Court of Appeals for the Second Circuit before starting as an associate at Sullivan & Cromwell LLP in New York. He transferred to S&C's Palo Alto, Calif., office in 2011 and moved to Fenwick in 2015.

Fisher has done M&A work for a wide range of clients, including Amazon.com Inc. (AMZN), Cisco and Facebook Inc. (FB) and said he particularly enjoys cross-border work because of its complexity and often-compressed time frame. He's particularly proud of his work with Loxo Oncology Inc. on its \$8 billion sale to Eli Lilly and Co. (LLY) last year.

"Loxo is a special client," he said. "They're achieving amazing results in one of the most challenging areas of life sciences, and have successfully developed cures for genetically defined cancers," and Fenwick had worked with the company since its founding in 2013. "To be a part of that story through the very successful M&A exit was very rewarding."

—D.M.



AMANDA FENSTER

Both of Amanda Fenster's parents were corporate lawyers at New York firms, and when she was growing she thought she would have an entrepreneurial career. Instead, she became an M&A partner at Weil, Gotshal & Manges LLP in New York on Jan. 1 after having an array of jobs related to the law, including a stint as associate general counsel at IDEXX Laboratories Inc. (IDXX).

"Amanda is an extremely talented lawyer," said Michael Aiello, who chairs Weil's corporate department.

"Having worked both in-house and in private practice, she brings unique perspective to clients and has become an invaluable member of our M&A team."

In the summer of 2003, between Fenster's sophomore and junior years at the University of Pennsylvania, she interned in the general counsel's office at Donna Karan, which at the time was owned by LVMH Moët Hennessy—Louis Vuitton SE. "I was struck by how much I enjoyed being close to the business in an advisory and counseling capacity," Fenster said, recalling that she worked with

DKNY's legal staff to help the business in a variety of ways, including by preparing anti-counterfeiting trainings for New York City police for use when they were conducting raids on sellers of counterfeit goods.

Fenster graduated from Penn in 2005 with degrees in economics and English and a minor in psychology, then spent a year working for Americorps in Iowa at shelters that supported victims of domestic violence and sexual assault. She returned to Penn for law school and enjoyed working in litigation as a summer associate at O'Melveny & Myers LLP after her first year. She spent her 2L summer at Cravath, Swaine & Moore LLP, where she learned from a stint in the capital markets group that "as much as I enjoyed the litigation work, the arc of deals fit my personality better. I liked to have a signing and a closing."

She joined Cravath after earning her law degree from Penn in 2009 and spent the bulk of her time doing M&A before she joined Idexx in 2015. "Ever since I had been at DKNY, I had been attracted to the idea of going in-house because of that really close relationship between the legal and business side," she said. Fenster had a "terrific experience" at Idexx but "didn't realize I would miss the dynamic of being part of a legal deal team. For me and what I enjoy most, M&A is best practiced in a collaborative manner rather than a solo practice or directing an outside firm," she said.

"It wasn't an easy decision to leave Idexx," Fenster said. "But it's been

a much more seamless transition back than I thought it was going to be because it was a very considered and deliberate decision to come back. It was also very freeing; having experienced both a law firm and an in-house role, and knowing how happy I was to practice in a firm setting, I knew why I was coming back."

At Cravath, Fenster said, she had worked with and against Weil several times, and she was impressed with the way the firm's lawyers worked across practice groups. "For me the biggest gift of my practice is that I work with lawyers who are not only at the top of their fields but who really enjoy working together," she said.

At Weil, Fenster has worked on a number of deals, helping to advise Willis Towers Watson plc (WLTW) in its pending combination with Aon plc (AON), a deal announced March 9; Brookfield Asset Management Inc. (BAM) in its \$4.8 billion purchase of a 61.2% stake in Oaktree Capital Group LLC, which closed Sept. 30, 2019; and Eli Lilly and Co. (LLY) on the 2019 separation and initial public offering of Elanco Animal Health Inc. (ELAN)

Fenster is also able to apply lessons from her time at Idexx. "Having an opportunity to be in-house, being on the receiving end of the service, I think about client relationships differently now than I did before," she said. "Even if you're not actively doing a deal with a client, finding ways to connect and show you're thinking about them is important." One way to do that, she said, is "to think about what's going on in their industry. If there

are significant deals in that industry, they probably have a real interest in what's happening. Calling them and talking about the key terms of the deal if they are public or the background of the transaction section once it's available is a way to give them helpful information that they may not have the bandwidth to monitor."

—D.M.



THOMAS FRASER

As an associate in Ropes & Gray LLP's capital markets group and mergers & acquisitions group, now freshly minted partner Thomas Fraser worked on several varied transactions, but one stood out.

In an interview Fraser said, "I think I'd choose to highlight the Planet Fitness Inc. (PLNT) initial public offering. You know that is a very fun company to learn about, and take through the IPO process."

That 2015 deal had a somewhat complex structure, as a so-called Up-C structure, where a pass-through entity gets taken public for tax

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purposes without converting entirely to a corporation.

"So," Fraser noted, "that was a sort of a unique facet of that deal that made it pretty interesting. And I've been working with Planet Fitness ever since, in the full range of what a public company needs, including last year, a whole business securitization."

Fraser focuses on several practice areas at the firm beyond IPOs, including corporate governance and compliance, capital markets, M&A, and private equity.

"A couple of things that have set Tom apart," said Patrick O'Brien, capital markets partner at Ropes. "From the early days of his career he was always and continues to be very intellectually curious. Instead of just processing paper pushing the deal along, he really tried to understand what was driving why we were doing things the way we were doing them."

Along the path to partner he advised private equity powerhouse Bain Capital LLC in several transactions including its partnership with Pfizer Inc. (PFE) to create Cerevel Therapeutics LLC, a biopharmaceutical company, as well as capital markets deals for portfolio companies including Genpact Ltd. (G), Iqvia Holdings Inc. (IQV), HD Supply Holdings Inc. (HDS), Bloomin' Brands Inc. (BLMN), Acadia Healthcare, FleetCor Technologies Inc. (FLT) and Warner Chilcott.

"I think clients from early in his career identified him as someone that they could trust in that he instilled a lot of

confidence in them. So that allowed him to develop the relationships fairly early in his career that he continues to have and that we think will carry him in his career as he becomes a partner," O'Brien said.

The Long Island, N.Y., native, went north for his education, graduating cum laude from Boston College in 2007, then moving straight to Boston University School of Law, there earning his law degree, graduating magna cum laude. At law school, Fraser served as editor of the school's law review and earned several other distinctions.

After a summer job at the firm, Fraser joined Ropes directly out of law school and has been there since.

"In college, I had two majors, music and political science. So, law was not a foregone conclusion for me, as that would suggest. I made the decision at some point in college and then went straight through to law school." He's qualified to practice in New York and Massachusetts.

—G.M.



MATTHEW GOODMAN

As a junior associate at Sullivan & Cromwell LLP in New York, Matthew Goodman made a major impression on senior lawyers at Anheuser-Busch (BUD) InBev SA/NV.

After the U.S. Department of Justice sued to stop the beverage giant's proposed \$20.1 billion acquisition of Mexican beermaker Grupo Modelo SAB de CV on Jan. 31, 2013, the companies reworked the deal in two weeks to obtain antitrust approval by selling a new Modelo brewery in Mexico and perpetual brand licenses to Constellation Brands Inc. (STZ) for \$2.9 billion.

Under extreme time pressure, said Anheuser-Busch general counsel Craig Katerberg, Goodman "ran the due diligence and owned the disclosure schedules" as well as contributing to the drafting of the agreement with Constellation. "This was 24-7," Katerberg said. "No one was really leaving the conference rooms. Matt was there almost the entire time, and he was excited to be working on the deal."

Duly impressed, AB InBev chief legal

and corporate affairs officer John Blood tried to hire Goodman, now 36, on three separate occasions, but each time he opted to stay at Sullivan, where he became a partner on Jan. 1, 2020. "Even when was an associate, he was one of the people we were always comfortable with," Blood said. "We did negotiating sessions with the other side with only Matt with us, and we never had a problem with that. He's able to handle himself with poise and has the ability to translate very complex issues into language business people could understand. He always goes right to the bigger picture. That's one of the key in-house skills."

A Montreal native, Goodman graduated from McGill University with a degree in political science in 2006, then worked as a property manager for a year in Montreal before attending the University of Michigan Law School, from which he graduated in 2010. He started at Sullivan the next year after a brief stint as an in-house lawyer at Groupon Inc. (GRPN).

At Groupon, Goodman said, he had to "think about the balance between legal risk and business opportunity, especially where the legal and regulatory framework is playing catchup with the commercial realities."

Goodman has advised on a number of deals for AB InBev since the Modelo deal and worked for a range of other clients as well, including GGP Inc. on its \$28 billion sale to Brookfield Property Partners LP (BPY) last year and Stryker Corp. (SYK) on its \$2.8 billion purchase of Sage Products LLC from Madison Dearborn Partners LP

in 2016.

That range of clients and work has helped keep him at Sullivan. "The opportunity to see a variety of cutting-edge deals and a broad-based practice and to keep learning from the best is what gets you up in the morning," Goodman said.

—D.M.



DANIEL HAAREN

C. Daniel Haaren, who was recently named a corporate partner at Cravath, Swaine & Moore LLP in New York, has worked on a pair of big food deals in the past year and a half.

He represented Pinnacle Foods Inc. in its nearly \$11 billion sale to Conagra Brands Inc. (CAG), as well as US Foods Holding Corp. (USFD) in its acquisition of several Services Group of America businesses for \$1.8 billion. The Pinnacle Foods deal was inked in June 2018, while the US Foods deal was announced in August 2018. And in May 2018, Haaren represented Conduent Inc. in its sale of its commercial vehicle operations business to Alinda Capital Partners LLC for an undisclosed sum.

He received his J.D. at the New York University School of Law and a bachelor's degree at Duke University.

—A.G.



ERIN HANSON

Erin Hanson works at the intersection of technology transactions and M&A. Hanson, 35, who made partner at White & Case LLP in New York earlier this year, represents entities buying, selling or licensing intellectual property, such as Avon Rubber plc, a U.K.-listed company that Hanson helped advise earlier this year on its \$91 million purchase of 3M Co.'s (MMM) ballistic-protection business in the U.S.

"The transaction was a complex carve-out with competing rights and interests in the relevant technology," said Arlene Arin Hahn, a technology transactions partner at White & Case. "Erin was able to quickly digest a complicated set of facts and distinguish the risks from the opportunities and to communicate that in simple terms to the client."

Hanson has also counseled Facebook

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Inc. (FB) and Intel Corp. (INTC), and she cites her work for a clean tech company that uses insect technology to upcycle food waste as another recent deal she enjoyed working on.

Hanson grew up in Australia and graduated from the University of Queensland in 2009, then clerked for Justice J.D.M. Muir of the Supreme Court of Queensland (Court of Appeal) before becoming an associate at King & Wood Mallesons in Brisbane in 2010. She did rotations in both the intellectual property and M&A groups at the Australian law firm before deciding on a hybrid: a tech transactions practice focused on M&A.

She moved to New York in 2016 for both personal and professional reasons. Her husband, an architect, had the chance to work at his firm's newly opened New York office. The move "was very attractive" to her as well, she said, because it allowed her to work in a jurisdiction at the cutting edge of technology law, and, she added, the transition has been "seamless."

—D.M.

CONTRIBUTED CONTENT

Erin HANSON

Erin Hanson is a Partner in the Technology Transactions Practice, within White & Case's Global Mergers & Acquisitions Group and Global Intellectual Property Group. Erin is a recipient of the "Emerging Leaders Award" by The M&A Advisor in 2019 and is listed as a leading lawyer in her field by IAM Patent 1000 in 2020.

Erin is a transactional attorney, specializing in intellectual property ("IP") and technology transactions and counseling. Erin offers clients legal and commercial advice across the spectrum of standalone IP and technology transactions, including all aspects of IP and technology licensing, development and joint-development agreements, evaluation and testing agreements, strategic alliances and collaborations, distribution, outsourcing, cloud and "as-a-service" arrangements. Erin also advises on the IP and technology aspects of M&A, private equity and other corporate transactions, including acquisitions, divestments, carve-outs, and joint ventures. Her work includes representing both

strategic and financial clients, across a number of industries, including social media, software, hardware, telecommunications, clean-tech, data and analytics, digital health and financial services, in matters relating to a wide variety of technologies such as e-commerce, platform technologies, artificial intelligence, big data, autonomous driving, and the internet of things.

Erin has gained valuable experience working on secondment at a global technology company. Her clients also benefit from her strong international experience, having practiced in both Australia and the United States.



KYLE A. HARRIS

Kyle A. Harris, who was named partner at Cleary Gottlieb Steen & Hamilton LLP effective Jan. 1, 2020, has always wanted to be a lawyer, initially thinking he might become a trial attorney.

Harris did pro bono work on a federal jury trial after joining Cleary in 2011 and found the courtroom experience quite exciting. His career path, though, later shifted to M&A. "I found them (M&A deals) to be very interesting," he said, adding that he was drawn to the pace of M&A work.

An adviser to private equity firms and strategics, New York-based Harris has worked on deals including Warburg Pincus LLC's purchase of Universal Services of America Inc. in 2015 and Universal's acquisition of Guardsmark LLC in the same year, as well as the merger of equals between Universal and AlliedBarton Security Services LLC in 2016, a union that created Allied Universal Security Services Inc. Among his other assignments were advising Dun & Bradstreet Corp. on its \$6.9 billion sale to a group that included CC Capital Partners LLC and Cannae Holdings Inc. and representing Bemis Co. on its \$6.8 billion all-stock

combination with Amcor Ltd. Both deals closed in 2019.

"Kyle is smart and commercially minded and brings a rare combination of intensity and serenity to his work," said Cleary partner David Leinwand, who has worked with Harris since the latter was a summer associate. "Even during the most complex and high-pressure situations, Kyle is tireless and is renowned for maintaining his preternatural calmness and for approaching problems in an intelligent, practical and methodical manner."

Harris grew up in Southern California and double majored in political science and history at the University of California, Los Angeles, before obtaining his J.D. from the University of Pennsylvania Law School. Harris, whose love of reading extends well beyond merger agreements, uses his time on the subway ride to and from work to read books by authors such as Zadie Smith.

What Harris has learned in his career is that the relationships lawyers have — not just with those sitting on the other side of the negotiating table but also with their own teammates — matter a lot. Highlighting the importance of being able to seamlessly collaborate with colleagues, Harris said he is "constantly working closely with and relying on those in the antitrust, employee benefits, tax and finance groups."

Another lesson he's learned is to be comfortable with uncertainty.

"There are a lot of twists and turns in various stages," Harris said of the M&A

process. "Things can turn on a dime at any given time. You have to keep going, be creative and not be deterred."

—Armie Margaret Lee



NICHOLAS JAY HOUP

It was in 2009 during a summer job focused on environmental litigation in the New York Attorney's General Office where Nicholas Jay Houpt discovered he didn't want to be strapped to a desk doing research for the bulk of his career.

"No disrespect to those folks; they're incredible at what they do, and it is extremely challenging," Akin Gump Strauss Hauer & Feld LLP's Houpt, 34, said. "But I just quickly realized that a lot of the things that went into the litigation practice weren't for me."

So when Houpt, who recently made partner, graduated from Columbia Law School in 2011 and was offered a chance to try out transactional work through Akin's practice rotation program, he jumped at the opportunity to experience the fast-paced world of M&A.

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"What I really appreciated about Akin is that they let me explore different sides of the transactions practice as an associate," explained. "I did M&A for a year, then did capital markets, then did debt finance, and so I picked up what I guess you could call a generalist's education before specializing, which I thought was really helpful."

Haupt found himself drawn most of all to the debt finance and M&A areas of transactions, particularly where the two intersected, such as special situations M&A. He said he found himself working with several clients who were investing in debt and doing complex transactions with companies that needed balance sheet work or a recapitalization.

That's how Haupt found himself under the wing of Akin partner Daniel Fisher as a third-year associate.

"Dan gave me a lot of opportunity early on and steered me toward these niche special situations, where he felt my unique skillset was geared well toward the practice he was developing at Akin," Haupt said. "He's also a person who is very into client service and focusing on communication skills. He was always someone in the room with me interacting with clients and coming back with feedback and telling me, 'OK, here is your next step,' and, 'Here's how to improve your skills doing this.'"

For Haupt, the first person in his family to go to (and graduate from) a four-year college, this mentorship was paramount in solidifying his interest in law. He said it was simply a desire for a stable career that took him from his hometown of Cleveland to South

Bend, Ind., and on to New York City.

But it is special situations that gave him his stride and brought him from New York to Dallas, where this year he made partner after roughly a decade at Akin.

"I originally knew Nick when he was a completely green first-year associate in our New York office," Akin corporate practice head Jeffrey Kochian said. "After he moved to our Dallas office, we interacted less frequently, yet each time I had the opportunity to work with him, it was clear how much his skills had improved — how much his confidence had grown — since our last interaction."

He's built that confidence up through billions of dollars in transactions work since 2010 to become a master of his trade: recent examples include the \$500 million sale of AT&T Inc.'s (T) interest in Game Show Network LLC to Sony Pictures Entertainment Inc. and the \$340 million sale of Eastman Kodak Co.'s (KODK) flexographic packaging division to Montagu Private Equity, both in November.

But to this day he still approaches each transaction as a learning experience, with the careful, calculated attention of a journeyman honing his craft.

"For me, my career is analogous to being a craftsman, and each client has their own unique and thorny issues," he opined. "My job is to be like the tailor making a bespoke suit. It has to fit their exact needs and get their job done."

—T.T.



PAUL HUMPHREYS

Bayer AG's need to divest assets to win antitrust approval for its \$60 billion purchase of Monsanto Co. was both a major opportunity for BASF SE and a significant dealmaking challenge. The companies were trying to reach an agreement at the same time as Bayer was negotiating with regulators about which assets it would have to sell to get the Monsanto deal cleared.

Bayer and BASF had about 100 people hashing out a deal at the Steigenberger Airport Hotel in Frankfurt, said Paul Humphreys, a lawyer who made partner at Freshfields Bruckhaus Deringer LLP earlier this year and helped advise BASF. The talks resulted in a "series of related contracts," Humphreys said, with "arrangements that will go forward for many years. We had to think about not just how to get the best contractual protections but about the dynamic between the antitrust regulators and Bayer as well as how the commercial relationship between BASF and Bayer would work going forward. We had to put a strategy in place that wouldn't cut off our nose to spite our face." He

called the work for BASF "the most challenging and most rewarding" he's done in his legal career.

Peter Lyons, who led the Freshfields team advising BASF, said that in a very challenging set of negotiations, Humphreys was "calm, articulate and empathetic, even under the worst stress. He reads the room really well, and his emotional intelligence allows him to bridge gaps very effectively. The guys from BASF love him, and that's what you want from your young partners."

Humphreys, 39, calls Orange, Texas, 240 miles west of New Orleans, home. He earned an undergraduate degree in English at the University of Texas in 2002. He taught English for two years in Kyushu, Japan, and then spent four years working at Keio Academy, a Japanese boarding school in Purchase, N.Y., where he was an English teacher and a dormitory supervisor while he attended Pace University School of Law.

He joined Freshfields after graduating from Pace in 2009 and gravitated to M&A, especially after advising Advent International Corp. on its \$1.15 billion purchase of Allnex Belgium SA/NV, the coatings resins business of Cytec Industries Inc. (CYT), in 2012. Matthew Herman, now Freshfields' U.S. managing partner, made Humphreys the senior associate on the deal, a complicated carve-out transaction. Humphreys said the deal was the "moment in my development as an associate where the pieces came together. That experience was one where it all clicked, and it sold me on

the practice."

—D.M.



DOHYUN KIM

After Dohyun "Do" Kim graduated from college in 2006, she worked for South Korea's Ministry of Foreign Affairs, which at the time was negotiating a free trade agreement with the U.S. Kim served as an interpreter for the talks, her "first time participating in any transactional endeavor," she said.

"I quickly realized how much of an impact I could have by misinterpreting something," she said. "If I sounded more aggressive or watered down a strong message there could be things lost in translation, so I prepped a lot. I needed to fully understand the issues and the negotiation dynamics and then I could listen to and interpret what I was hearing in the way that was most accurate." The work demanded complete focus. "You're under pressure, thinking on your feet and 'on' all day long," she said. "It's such an intense process, but exhilarating. I would be wiped out by

the end of the day."

That experience has informed her negotiating style as an M&A lawyer, said Kim, who made partner earlier this year at Skadden, Arps, Slate, Meagher & Flom LLP in New York. "Translation forces you to listen actively, especially in a high-stakes environment" she said. "You're trying to catch every single word, as well as other layers of meaning. That has influenced the way I have practiced law. I pride myself on being a good listener, which I think is one of the most important skills you need to be a good negotiator."

Born in South Korea, Kim at a young age moved with her family to Canberra, Australia, then back to Seoul and on to Paris, where she went to high school. She returned to Seoul to attend Ewha Womans University, where she majored in international studies with an eye toward working in international trade. After working as an editor and interpreter for a year, she went to New York University School of Law. As a summer associate at Nixon Peabody LLP in New York after her first year at NYU, she enjoyed her work on corporate projects, and the next summer at Skadden she found M&A challenging in many of the same ways as her work on the bilateral trade negotiations with the Ministry of Foreign Affairs.

Kim has worked on a range of transactions since joining Skadden straight out of NYU in 2010. In 2015, she was on the Skadden team that advised Coty Inc. (COTY) on a Reverse Morris Trust acquisition of Procter & Gamble Co.'s (PG) fine fragrances,

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color cosmetics and hair color businesses. She has helped advise JAB Holding Co. on several deals, including its \$18.7 billion acquisition of a controlling stake in the Dr Pepper Snapple Group Inc. in 2018. More recently, she helped represent LVMH Moët Hennessy Louis Vuitton SE on its \$16 billion agreement to buy Tiffany & Co. (TIF) and E*Trade Financial Corp. (ETFC) on its agreement to sell to Morgan Stanley (MS).

"Do is truly exceptional in her ability to build client relationships," said Stephen Arcano, global head of Skadden's transactions practice, who's worked with Kim on a number of deals, including the E*Trade transaction. "They get exposure to her, and she's the person they want to work with. She becomes the person they want to call. She has a great touch, which clients appreciate and I think works well with opposing counsel."

—D.M.



LISE LIPOWSKY

After growing up in Southern California speaking Spanish and English at

home, standout M&A lawyer Lise Lipowsky, 36, frequently taps her bilingual skills in her cross-border deals at Morgan, Lewis & Bockius LLP.

"I've enjoyed the opportunity to work with team members throughout Morgan Lewis who are skilled at the nuances of Latin American and many other transactions," said Lipowsky, who works at the firm's Los Angeles office. "Those deals are really good examples of what makes my practice special. It's really interesting, complex work."

Lipowsky won a promotion to partner in June after reaching the 10-year mark at Morgan Lewis.

She was drawn to M&A law after she got her undergraduate degree from Harvard College in 2005 and worked as a clerk at a San Diego law firm. She enrolled in University of San Diego School of Law and had already been a summer associate at Bingham McCutchen LLP before joining the firm in 2009 once she had her law degree. In 2014, Bingham McCutchen merged with Morgan Lewis.

Along with cross-border deals, Lipowsky handles transactions involving private equity sponsors, public and private companies, venture capital, as well as more unusual or esoteric transactions such as the \$550 million sale of Crystal Cruises LLC ship line. The deal included a title transfer for an ocean liner in international waters, in the middle of the night.

Asked to name her favorite deals, Lipowsky cited her cross-border and M&A carve-out work for OpenGate

Capital LLC, including the private equity firm's 2017 sale of Getronics Latam to Southern Cross Group. This year, she advised OpenGate on two public company carve-out acquisitions: Sargent & Greenleaf Inc. from Stanley Black & Decker Inc. (SWK), as well as Duraco Specialty Tapes LLC from Essentra plc for \$7 million.

Looking back at her career thus far and the opportunities ahead, Lipowsky said she remains a generalist at heart.

"I've worked on deals involving a wide range of industries and businesses, including everything from manufacturing and distribution, renewable energy, visual special effects, healthcare, the cruise industry, marketing and professional services, among others," Lipowsky said. "It's really a diverse practice — with a lot of activity. It's a pretty fun way to practice — always working in different areas, and I get to work and collaborate with colleagues and specialists across the firm."

John Filippone, partner in Morgan Lewis' L.A. office, applauded Lipowsky's promotion to partner.

"We view Lise as one of our key rising M&A partners and an important contributor to the success of the firm in the coming years," Filippone said. "She's very well-liked and respected both by her colleagues within the firm and by the many clients with whom she works."

—S.G.



ANDY LOCK

Andy Lock, a new partner at Goodwin Procter LLP, jumped right from undergraduate school at Boston College to get his J.D. at Duke University School of Law — but not before going on a three-month road trip around the country.

Lock, now 32, spent the summer of 2009 driving all around the East Coast, visiting friends in New York and Washington, among other places. He'd chosen Duke for his legal education for reasons not all that different from why he'd chosen BC for undergrad.

"Each time, I was looking for a place where I'd get a good education and be able to have fun," he said.

While a student at Duke Law, Lock was an articles and commentaries editor for the Duke Journal of Constitutional Law and Public Policy.

Lock, who attended high school in Oklahoma City and wanted to be a lawyer as far back as third grade, started his career as an associate at the Dallas office of Haynes and Boone LLP, before moving to Goodwin's Boston office in 2015.

To date, Lock's practice focuses on M&A, private equity and other corporate matters. His notable deals to date include his representation of the Boston Celtics in their Oct. 21 acquisition of NBA development team Maine Basketball LLC, also known as the Maine Red Claws, as well as his representation of Charlesbank Capital Partners LLC-backed Ensono LP in its \$405 million buyout of Wipro Ltd. (WIT) data center services business in 2018.

"Andy brings a rare combination of exceptional technical skills and the ability to speak plainly and focus clients on what matters," said Goodwin partner Jon Herzog in an e-mail.

—A.G.



DANIEL MUN

Years before he became a corporate lawyer, Daniel Mun, who was born and mostly raised in Singapore, spent two-and-a-half years in the island nation's military as a tank platoon commander.

That experience, Mun said, taught him the importance of teamwork and

how to operate effectively in high-pressure environments.

His love of working on complex and challenging situations and solving problems drew him to the field of law, said Mun, who made partner at Willkie Farr & Gallagher LLP in New York effective Jan. 1.

After his stint in the military, Mun attended King's College London, then went on to Columbia Law School. He worked at Paul, Weiss, Rifkind, Wharton & Garrison LLP for nearly a decade prior to joining Willkie in 2017.

Being an M&A and PE lawyer "requires knowledge of and interest in a wide range of subjects and businesses," he said. "Each deal, each business model is unique. The parties you represent have constantly changing priorities and motivators."

Among the key lessons he has picked up is that in this field, "you really have to learn how to follow the money early in your career. What clients are interested in are identifying the real business issues and developing sound commercial solutions to those issues."

Mun also pointed to the importance of managing client expectations in terms of the time and cost needed to get deals done.

Recent transactions he worked on include Franchise Group Inc.'s (FRG) purchase of Sears Hometown and Outlet Stores Inc.'s outlet business, Vintage Capital Management LLC's sale of Buddy's Home Furnishings to Liberty Tax Inc., which later changed its name to Franchise Group, Sterling Group LP's acquisition of Polychem

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Corp. and Aquiline Capital Partners LLC's purchase of Relation Insurance Inc. from Parthenon Capital Partners LP and Century Equity Partners LLC.

Willkie partner Russell Leaf, who worked with Mun on deals for Vintage Capital and Franchise Group, said Mun can "distill complicated issues down to digestible pieces and really understands the client's business objectives."

Leaf added that Mun is able to quickly identify complex issues and come up with "workable, pragmatic and business-oriented solutions."

—A.M.L.



IAN NUSSBAUM

Cooley LLP partner Ian Nussbaum was drawn to the law while an analyst at Promontory Financial Group between college and law school.

Nussbaum's projects put him alongside lawyers dealing with regulatory matters.

"I was attracted really to that idea of being a trusted adviser, someone who has experience to make those

judgments that really matter for them," said Nussbaum, who became a Cooley partner on Jan. 1. "It requires you to understand all the background law and legal concepts, but on the other hand it's actually practical and it affects people's lives and really helps people."

Nussbaum graduated magna cum laude from the University of Pennsylvania Law School in 2012, and magna cum laude from Columbia University in 2007.

Following Penn Law, he clerked for the Honorable Leo Strine Jr., then of the Delaware Court of Chancery. "He's not someone who takes compliments very well. As a judge, they may have been suspicious of compliments as a form of false flattery," Nussbaum said. "And so I've never really said it to his face. He really was a great mentor and someone who really cared about his clerks and their success."

Strine recalled Nussbaum as "an outstanding law clerk, with a great work ethic and winning personality," in a written statement to The Deal.

"Even at an early stage, he had a deep interest in the profound changes in our economy and understanding and working with the businesses transforming it," Strine wrote. "His natural sense of empathy and concern for getting it right no doubt serves his clients well."

While an associate at Wachtell, Lipton, Rosen & Katz prior to Cooley, Nussbaum was part of a team advising Medivation Inc. on an unsolicited bid from Sanofi SA (SNY), which wound

up in a sale to Pfizer Inc. (PFE). "That deal was monumental because not only was it a hostile defense, but it was a hostile defense that ended up in a sale at a much higher price," Nussbaum said.

Also advising Medivation were Cooley partners Jamie Leigh and Ken Guernsey. "From that deal they became friends and mentors to me, and in large part really introduced me to Cooley," Nussbaum said.

Nussbaum joined Cooley in 2019. An early assignment was the \$15.7 billion sale of data analytics company Tableau Software Inc. to Salesforce.com Inc. (CRM), in which a class of stock with high voting power presented a hitch.

"The solution that was developed for that was to enter into something called a conversion agreement, which ended up denuding the effect of the high-vote stock if the deal was going to be completed, but also helped ensure the continuity of the high-vote stock if the deal failed," Nussbaum said.

"It really was one of those moments where you had collaboration and teamwork across practice groups within Cooley to figure out how we were going to solve this issue in a way that was acceptable to the other side and allows the business agreement to stay in place," he added.

—Chris Nolter and D.M.



MATTHEW ROGERS

Matthew Rogers is a problem-solver. From his time as an electrical and computer engineering undergrad at Cornell University to his new role as a partner in Simpson Thacher & Bartlett LLP's M&A practice, he has always gotten a thrill out of "the aha! moment, when you realize how to thread the needle."

Rogers, 35, a lifelong New Yorker, was raised in Westchester and went straight from Cornell to law school at New York University. He spent his first law school summer as in-house counsel at a hedge fund, which facilitated his love for M&A and his adjacent practice areas.

Rogers' practice is not industry specific, rather it's M&A-focused, and includes a "broad mix of transaction types" — he's worked on a series of megadeals across sectors including Massachusetts Mutual Life Insurance Co. in the \$5.71 billion sale of OppenheimerFunds Inc. to Invesco Ltd.; Oaktree Capital Group LLC in the \$4.34 billion sale of 62% of its business to Brookfield Asset Management Inc. (BAM); and Blackstone Group Inc.

(BX) in its \$18.7 billion acquisition of U.S. logistics assets from funds of GLP.

"Matt is wonderful to work with. Not only is he a superb technical lawyer, but he also has a deep understanding of clients' businesses, their needs and long-term goals," said Mario Ponce, co-head of Simpson Thacher's M&A practice. "He has a commercially minded judgment that is well beyond his years — he provides thoughtful advice and is always focused on finding the right solution."

Rogers' engineering education has, and will continue to, influence his legal career.

"Engineering taught me to understand a problem from the very foundation and build it back up in my head," he said. "It also had the benefit of making me quite adept with Excel, which is very useful in M&A."

—A.G.



EVAN ROSEN

For more than two years before Thomas Reid joined Comcast Corp. (CMCSA) as general counsel in

April 2019 and in the months after the move, the lawyer advised the communications giant on a series of complex transactions, including a failed hostile bid for Twenty-First Century Fox Inc., a \$38 billion hostile takeover of Sky plc and a deal with Walt Disney Co. (DIS) under which either side can trigger Disney's purchase of Comcast unit NBCUniversal's 33% ownership stake in Hulu LLC starting in January 2024.

Reid moved to Comcast from Davis Polk & Wardwell LLP, where he had been the chairman and managing partner since 2011, and one of his key lawyers on the Comcast deals was Evan Rosen, who made partner at the law firm earlier this year.

"He can see and explain the big picture without losing sight of the details," Reid said of Rosen. "All the things we did were high stakes, fast-moving, high pressure, and throughout he was unflappable and unfailingly polite" to everyone who worked on the deal.

And, Reid added, Rosen "wasn't afraid to say, 'Are we sure we're looking at this the right way?' He wasn't intimidated by anything, but it was all done in a very understated way so that you knew immediately that it was in the service of achieving the client's objectives and producing the best possible legal product."

Rosen, 35, graduated from Emory University's Goizueta Business School with a degree in finance in 2006 and earned his law degree five years later at the University of Michigan, where he was an executive editor of the law review. Between college and law

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school, he was an analyst at Bank of America Corp. (BAC)

Rosen's first rotation at Davis Polk was in derivatives, but a second one in M&A "was more my cup of tea," he said. "It came more naturally and made sense." Early in his career, he focused on private equity, doing work for Cornell Capital LLC, Crestview Partners, Metalmark Capital Holdings LLC and Tailwind Capital Group LLP, but in recent years he's done a considerable amount of public company work as well. In addition to his work with Reid for Comcast, Rosen worked with Davis Polk partner John Amorosi in advising the merchant banking division of Goldman Sachs Group Inc. (GS) and its consortium partners on its \$2.2 billion preferred financing for Bass Pro Shops' \$5.5 billion acquisition of Cabela's Inc. in 2017.

More recently Rosen advised Bumble founder and CEO Whitney Wolfe Herd in a deal announced Nov. 8 where an investment fund managed by Blackstone Group Inc. (BX) will buy a majority stake in MagicLab LLC, reportedly at a \$3 billion valuation. As part of the deal, Herd will take over as MagicLab's CEO.

—D.M.



PATRICK SANDOR

More than half of Wilson Sonsini Goodrich & Rosati PC partner Patrick Sandor's work relates to sponsors, ranging from leveraged buyouts to growth equity investments, minority investments and helping with daily portfolio company work.

Sandor, who made partner in Wilson Sonsini's San Francisco office on Feb. 1, values the role of advising at an important juncture for a buyer or a seller. "M&A activity is a critically important event in the life cycle of any company, both on the buy side, for strategic purposes, and the sell side, as the culmination of time and labor of management and investors," he said. "Just the pure magnitude of it."

Examples include advising home maintenance platform Shelti on its sale to insurer Hippo Analytics Inc. in January. "I really got to know the founder and worked closely with him," Sandor said. "And it was an important time in his life and it felt really good to work on a deal that felt so personal."

Another important mandate was Alpine Investors LP's carve-out of Houghton Mifflin Harcourt Co.'s

(HMH) Riverside clinical testing portfolio in 2019. "Anytime I get to help clients through a new or unique circumstance, it's really interesting, and I get a lot of," he said.

Prior to joining Wilson Sonsini in 2016, Sandor was an associate in the Palo Alto, Calif., office of Kirkland & Ellis LLP. He studied political science and Spanish literature as an undergraduate at Amherst College, and received his J.D. from the University of Arizona James E. Rogers College of Law in 2011.

Teaching Spanish for a year in Madrid provided useful insights into legal practice.

"One of the skills that I learned that has been really valuable in my transactional career is the ability to see circumstances through different lenses and be able to analyze the fact pattern — or at least appreciate that others can analyze fact patterns differently," he said. "Where I've noticed deals stagnate, whether it's on the buy side or the sell side, is when people can't get out of their own shell and figure out how to do things differently."

—C.N.



ABIGAIL C. SMITH

Abigail C. Smith, a new partner at Hogan Lovells, came to law late.

Right out of college at Vanderbilt University, Smith didn't make a beeline for law school — instead, she built a thriving career in government and, later, in public relations for small businesses. Over time, however, she noticed the critical spot that lawyers hold in negotiations across industries and sectors.

"It was a very consistent experience that, in decision-making, lawyers always had a seat at the table," she said.

So, Smith, who was born in Knoxville, Tenn., and grew up in Greenwich, Conn., returned to Tennessee to attend law school and, by the time she graduated from Georgetown University Law Center, she was in her mid-30s.

"I have found [my experience in a prior career] to be an enormous advantage," she told The Deal.

Smith, who focuses on capital markets, already has a wide range of deals to her credit, including advising the Bahamian government as it raised \$1 billion in debt and representing JBG

Smith Properties when it went public via a complicated merger-spinoff process offering.

JBG Smith's chief legal officer, Steve Museles, who has worked extensively with Smith over multiple years to bring the REIT to the public market, has been deeply impressed with her.

"Abigail's knowledge, responsiveness and customer service attitude put her very high up on the list of those corporate and securities lawyers with whom I've worked over the last 30 years," he said in an e-mail. "Her financial statement and accounting acumen as it relates to securities reporting, in particular, distinguishes her from her peers and makes her advice all the more valuable to a complex company like JBG Smith."

When she's out of the office, Smith is an avid runner and plays Legos with her 5-year-old son.

—A.G.



MARK STAGLIANO

T-Mobile US Inc.'s (TMUS) merger with Sprint Corp. (S) was a complicated

transaction to put together, said Mark Stagliano, a new partner at Wachtell, Lipton, Rosen & Katz. Since both companies are publicly traded yet have majority shareholders, "We helped the parties formulate a very detailed and customized governance structure," he said.

In addition to helping to negotiate the deal, Stagliano took the lead in drafting the S-4 filing on the merger and shepherding it through the Securities and Exchange Commission, said Broady Hodder, T-Mobile's senior vice president for legal affairs, corporate governance and securities. "Mark is extremely intelligent, he's very responsive and he provides practical, sound legal advice," said Hodder. "He understands the company's needs and tries to find solutions to meet those needs." (The deal is being challenged on antitrust grounds by the attorneys general of several states.)

Stagliano, 34, started at Wachtell as an associate in 2011, the year he graduated from Harvard Law School after earning a degree in history and political science from the University of Pennsylvania in 2007. As a summer associate, he thought he might go into litigation but enjoyed working on a complicated joint venture and opted for M&A instead.

As a second-year associate, Stagliano worked directly with Wachtell partner Mark Gordon in advising Mako Surgical Corp. on its \$1.65 billion sale to Stryker Corp. (SYK), a deal Stagliano says offered "a great opportunity to play a very meaningful role on a transaction at an early stage in my career." Since

TOP 28 NEW M&A LAW PARTNERS

then, he's worked on a number of large deals, helping to advise Monsanto Co. on its \$66 billion sale to Bayer AG, a transaction announced in 2016 and closed in 2018, and Gramercy Property Trust on its \$76 billion sale to a Blackstone Group Inc. (BX) fund in 2018.

Stagliano has also worked with Wachtell M&A partners Joshua Cammaker and Edward Lee in advising longtime firm client United Technologies Corp. (UTX) on its \$30 billion purchase of Rockwell Collins Inc., a deal announced in 2017 and closed the next year, and on its \$86 billion agreement to combine with Raytheon Co. (RTN), which comes as United Technologies is spinning off its Carrier and Otis businesses.

In January, Lee and Stagliano advised United Technologies on the sale of Collins Aerospace's military global positioning system business to BAE Systems Inc. for \$1.925 billion in cash, a deal conditioned on the closing of United Technologies' merger with Raytheon.

The complexity of structuring such transactions and drafting the contracts for them appeals to Stagliano. "Developing the architecture for a deal and documenting it in a merger agreement is sort of like a big puzzle," he said. "One of the most satisfying aspects of the job to me is coming up with new ways to fit together the pieces."

—D.M.



SALLY WAGNER PARTIN

Fast-paced and dynamic work always appealed to Sidley Austin LLP partner Sally Wagner Partin.

"Even before law school, I really enjoyed the work that kept me on my toes the most," she said. "A lot of M&A is being nimble, thinking on your feet and juggling and meeting competing demands. I enjoy the rush and love getting 'deal fever.'"

Partin, who made partner Jan. 1, joined Sidley as an associate in 2010 after graduating from Harvard Law School, and receiving her B.A. from Yale University in 2005. The lawyer in Sidley's San Francisco office splits her time between life sciences and technology, frequently advising on deals with international elements.

"I do a lot of cross-border deals generally since so many late-stage startups and public company target companies have international operations," Partin said, noting that, for example, even if targets do not yet have international sales, they often have engineers in Europe or India and involve international employment and IP laws and considerations.

Mandates include Swiss drugmaker Roche Holding AG's \$1.7 billion acquisition of cancer therapy company Ignyta Inc. and its purchase of privately held ForSight VISION4 Inc., which focuses on drug delivery for treatment of retinal diseases.

Another repeat client is PayPal Holdings Inc. (PYPL). Partin advised the e-payments pioneer on the purchases of international digital money transfer company Xoom Corp. for \$890 million and the \$800 million acquisition of Braintree Payment Solutions LLC and its Venmo payment platforms.

The emergence of privacy, security and data analytics has brought Partin to Israel. "There is a vibrant cybersecurity and data analytics startup community in Israel, and I have acquired quite a few Israeli targets and U.S. targets with Israeli operations," she said.

Alongside the rush of a deal, Partin finds the work compelling because of the underrepresentation of women in the field. "That motivates me every day," she said. "Not only because there is a lot of opportunity for women partners like me to grow our practices, but also because it is critical to me that people just starting their careers and people who are further along see women across this field."

"Even before law school, I really enjoyed the work that kept me on my toes the most," she said. "A lot of M&A is being nimble, thinking on your feet and juggling and meeting competing demands. I enjoy the rush and love getting 'deal fever.'"

—C.N.

Last **WORD:**

FEAR ITSELF

By // Ronald Fink

▲ Volatility, uncertainty and anxiety may characterize our world at this moment. But we keep coming back to FDR's words at the depths of the Great Depression about

the only thing we had to fear.

So chin up, carry on (remember the Blitz) and come what may, it'll be easier to deal with if we all just do our jobs. We think we've done ours here of keeping you better informed about dealmaking in the current and coming environment, and hope you agree.

And yes,

we'll see you next quarter and, if all goes well, in a better place.

