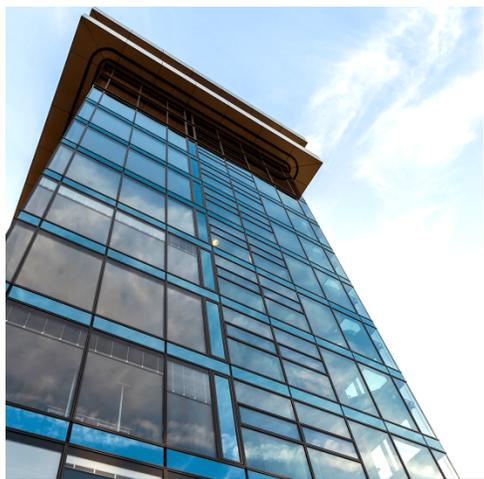


Mergers and Acquisitions



Section Chair

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In every transaction, Chambliss attorneys focus on understanding and achieving our clients' business objectives. Our multi-disciplinary approach, extensive experience, and industry knowledge help ensure all aspects of a transaction are managed successfully.

Clients depend on our attorneys for strategic counsel on mergers, acquisitions, dispositions, reorganizations, divestitures, joint ventures, and leveraged buyouts. We regularly represent both buyers and sellers in various types and sizes of transactions including public and private transactions, closely held and family-owned businesses, public companies, private equity firms, entrepreneurs, startup and emerging companies, and Chapter 11 parties. We manage both domestic and cross-border deals. As a member of Meritas, the premier global legal network, we are able to offer counsel on laws affecting mergers and acquisitions and private equity transactions throughout the globe.

Our M&A group benefits from the industry knowledge and experience in our various practice areas, including health care, real estate, labor and employment, securities, commercial finance, intellectual property, environmental, and tax. This team approach enables us to provide high-quality work in an efficient, cost-effective manner.

No matter the size of the deal, Chambliss attorneys establish a foundation of trust with our clients. We take the time to understand your objectives, your business, and your industry. We are responsive to the needs of our clients – your deals matter at Chambliss. We also strive to work well with the team on the opposite side of the transaction to resolve issues and ensure productive

Related Services

- Chambliss Startup Group
- Cybersecurity and Data Privacy
- Financial Services
- General Counsel
- Labor and Employment
- Litigation and Risk Management
- Mergers and Acquisitions

Related Industries

- Electronic, Medical, and Other Devices
- Financial Services and E-commerce
- Health and Wellness
- Information Technology
- Manufacturing
- Media, Publishing, and Entertainment
- Startups and Emerging Companies
- Transportation and Logistics

Related People

- Brenda Hodges Binder
- W. King Copley
- Mark Turner
- Michael N. St. Charles

negotiations. We receive praise from our clients and our peers regarding our work and the relationships we have built. Our transaction attorneys are consistently ranked for *Best Lawyers in America*®, *Mid-South Super Lawyers*, and are also recognized by *Chambers USA*® national rankings.

What We See on the Horizon

Contact our Chambliss business and corporate counsel team for the latest insights on:

- Pursuing deals to acquire technology or other strategic capabilities to make your business more competitive
- Preparing and implementing succession plans to transition the business to family, employees, or third party buyers, as current ownership ages
- The M&A activity occurring in manufacturing on the financial and strategic buyers side of deals

A Snapshot of Our Depth

Chambliss attorneys work on all aspects of transactions, including:

- Legal and business due diligence
- Purchase and pricing strategies
- Confidentiality agreements and letters of intent
- Payment and transaction structuring, risk management, and other business objectives
- Transaction documents, including public and private debt and equity financing
- Closing and managing post-closing adjustments, earn outs, and indemnification issues

Experience

Banking and Finance

Representation of targeted debt collection company in multi-million dollar acquisition

Acquisition by insurance broker of a brokerage firm in Knoxville, TN

Food and Beverage

Represent beverage equipment company in \$5 million sale of business

Assisted 113-year-old Coca-Cola Bottling Works of Tullahoma in selling its family-owned business to Reyes Holdings, L.L.C, a Coca-Cola bottler and craft beer distributor that delivers more than 1.3 billion cases of beverages and food products per year

- Jed Roebuck
- Jason R. Mirmelstein
- Martha Culp Millener
- Laura McKinney
- Courtney J. Keehan
- William P. Aiken
- J. Nelson Irvine
- Richard T. "Rick" Hudson
- Frederick L. "Rick" Hitchcock
- Douglas S. "Doug" Griswold
- Kurt J. Faires
- Mark A. Cunningham
- James L. "Jim" Catanzaro, Jr.
- Louis W. Metcalfe
- Lisa M. Kiner
- Michele N. Portilla
- Angela R. Dawson
- Elisa C. Fox
- Naudia Gray
- Sage N. Sammeli
- Morgan S. Ownbey

Lead counsel in large food manufacturer acquisition of intellectual property and related assets

Representation of regional convenience store chain in its acquisitions and sales of major business units, including Hart Scott Rodino filings

Representation of private family-owned beer wholesaler to regional company

Health Care

Representation of dental, urology, radiation oncology, anesthesia, and pathology practices in-state or nationwide in deals ranging from \$5 million to \$100 million+

Multiple sales of revenue cycle management companies

Representation of regional surgical group in \$6 million asset sale with employment agreements spanning various major hospital systems

Health care due diligence counsel on a transaction in which a national private equity firm acquired the stock of a publicly traded company's revenue cycle management division

\$65 million disposition of stock of an eye care clinic

Representation of Already Autism Health, a leading autism services provider with locations across Georgia, North Carolina, South Carolina, and Virginia, in its partnership with Triton Pacific Healthcare Partners, a Los Angeles-based private equity firm

Environmental and Construction

Representation of a billion dollar construction equipment manufacturer in its acquisition of an aggregate processing equipment manufacturing company in Northern Ireland

Acquisition of a drilling equipment manufacturer in Oklahoma

\$15 million sale of assets of a waste management company

Manufacturing

Represented Tennsmith, a leader in the manufacture of sheet metal fabricating machinery, in the acquisition of Roll Former Corporation, a designer and builder of machinery for roll forming applications including metal roofing, garage door panels, sky lights, swimming pool components, and more

Representation of ASSA ABLOY Entrance Systems US Inc., a wholly owned subsidiary of Swedish company, in \$6.6 million stock purchase from two closely held family-owned businesses, G&W Door Company, Inc. and GRW Door Company, Inc.

Lead M&A counsel for Astec Industries, Inc. (ASTE: NASDAQ-GS), a global family of companies leading the manufacturing of equipment for asphalt road building, aggregate processing, oil, gas and water well drilling, and wood processing

\$30 million stock acquisition of a boat manufacturing company

Representation of Tennessee subsidiary of a multi-national company headquartered in Germany in sale, financing, and corporate governance

Technology

Represented Drake Software, a leading tax preparation software provider headquartered in North Carolina, in connection with a significant investment in the company by Cinven, an international private equity firm

\$42.5 million acquisition of top-tier tax prep software provider EPS Financial, LLC, a wholly-owned subsidiary of Drake Enterprises Ltd., to Meta Financial Group, Inc. and MetaBank, a publicly traded banking company

Represented PA Group USA, Inc., a software and cloud services firm, in the sale of substantially all of its assets to Sikich LLP, a leading professional services firm specializing in accounting, advisory, technology, and managed services
