

Quick Contact

David G. Thunhorst
Partner
Direct: 404.420.4615
Atlanta
dthunhorst@rh-law.com

Robert C. Hussle
Partner
Direct: 404.420.4633
Atlanta
rhussle@rh-law.com

Related Attorneys

Jennifer L. Dowell

Millissa E. Foster

Lori A. Gelchion

Edward J. Hardin

Robert C. Hussle

Robert C. Hussle

Brendan J. Shea

Jody L. Spencer

David G. Thunhorst

MERGERS AND ACQUISITIONS

Expertise, Service and Value

- Led by corporate/M&A partners who are regularly recognized in *Chambers USA*, *The Best Lawyers in America*, *Georgia Super Lawyers* and other leading professional authorities, Rogers & Hardin has accumulated substantial experience as mergers and acquisitions counsel to clients throughout the country.
- Our clients include the full range of company types and sizes, from large, publicly-owned corporations to small, closely-held limited liability companies, and come from a wide variety of industries.
- We provide our clients a direct approach to achieving practical results for their transactional needs, with emphasis on efficiency, value and responsiveness.

DEEP AND VARIED EXPERIENCE

Rogers & Hardin attorneys advise publicly-owned and privately-held clients in structuring, financing, negotiating and executing a full range of complex business transactions, including mergers, acquisitions, dispositions, auctions, tender and exchange offers, spin-offs, going-private transactions, joint ventures, recapitalizations and restructurings, and other creative financing techniques. These transactions have involved a broad range of businesses, large and small, including retail and consumer products, manufacturing, communications, information technology, real estate, financial services, public utilities, banking, healthcare, assisted living and skilled nursing care facilities, and security services. Our practice includes the representation of buyers and sellers, as well as stockholders and other equity owners, boards of directors, special committees of boards of directors, financial advisors, investors and other interested parties.

Although most of the mergers and acquisitions in which we advise our clients are negotiated, friendly transactions, we have substantial experience in protecting clients' interests in hostile transactions as well. We advise clients with respect to fair-price, supermajority and other "shark repellent" provisions, poison pills, dual class recapitalizations and other takeover defenses and preparation. We have represented both bidders and target companies in takeover contests, including tender offers and proxy contests. See "Corporate Governance – Corporate Control Disputes" for more information regarding these types of representations.

A FOCUS ON CLIENT GOALS AND PRACTICAL SOLUTIONS

Rogers & Hardin is a business-oriented firm, and we work hard to understand our clients' businesses and goals. With this understanding, we seek to identify the problems and risks facing our clients as they pursue business transactions, negotiate

to minimize those risks, craft practical and creative solutions to their problems and structure and implement their business transactions in a manner designed to accomplish their goals.

OUR UNIQUE AND EFFICIENT STAFFING MODEL

We take pride in providing the sophisticated legal counsel of a large law firm for our clients' transactional needs, using partner-led, small teams of lawyers having the right skill sets who focus on efficiently achieving client goals at a reasonable cost, without inefficient leverage, and with 24/7 responsiveness and commitment.

REPRESENTATIVE TRANSACTIONS

- Represented an NYSE-listed packaging products company in connection with its recent acquisition activity, including an \$850 million strategic acquisition
- Represented an NYSE-listed company in connection with its acquisition of a division of another company in a transaction valued at over \$500 million
- Represented the special committee of a NASDAQ-listed company in connection with its sale of the company in a transaction valued at over \$875 million
- Represented a multinational NYSE-listed bank holding company in connection with a multi-billion dollar disposition transaction
- Represented the independent directors of a real estate investment trust in connection with the acquisition of its external management companies
- Represented management of a boutique M&A advisory firm in connection with the buy-out of the firm in an MBO transaction
- Represented a public company in the sale of substantially all of its assets in a cross-border transaction
- Represented an NYSE-listed holding company in connection with its acquisitions of two marine products companies
- Represented a large poultry processing firm in connection with its M&A activity
- Represented a large NYSE-listed operator of senior living properties in connection with its acquisition and disposition activities
- Represented a NASDAQ-listed telecommunications company in connection with its acquisition of several public companies and the disposition of several operating divisions
- Represented numerous clients in the acquisition and sale of automobile dealerships throughout the United States

NEWS



- Rogers & Hardin Assists Ameris Bancorp with Coastal Bankshares Acquisition
- Rogers & Hardin Assists RockTenn with Tacoma Mill Acquisition
- Rogers & Hardin Partner Robert Hussle Authors Law360 Article on Mergers & Acquisitions
- Rogers & Hardin Partner Robert Hussle Leads M&A Web Seminar
- Rogers & Hardin Assists Ameris Bancorp with Strategic Acquisition

RECOGNITIONS

- U.S. News - Best Lawyers® "Best Law Firms" Recognizes Rogers & Hardin
- 12 Rogers & Hardin Partners Recognized by Super Lawyers
- Rogers & Hardin Recognized in 2018 Chambers USA Guide