M&A and Corporate Advisory

Cahill’s M&A and Corporate Advisory practice focuses on advising companies, founders, boards and their special committees and also family offices, private equity firms and their portfolio companies across a variety of industries.

Cahill’s Corporate Advisory advice encompasses all aspects of corporate governance, regulatory compliance (including SEC, NYSE and NASDAQ), ESG matters and related disclosures, board and executive compensation (including Section 16 matters), tax planning, cyber and information security, insurance, corporate investigations and crisis management and other legal issues in all aspects of our clients’ businesses. We also advise clients on debt and equity financings, growth equity and other minority investments, as well as governance, disclosure and compliance matters related to these transactions.

Cahill’s M&A and transactional advice spans mergers, acquisitions, dispositions, joint ventures, spin-offs and other significant strategic transactions. Cahill lawyers have significant experience across different industries, deal types and deal sizes, ranging from multi-billion dollar transactions to deals as small as $2 million. As a result of our breadth of experience, our partners are uniquely positioned to guide clients from the early stages of growth through equity and debt financing rounds, tack-on acquisitions, sales or other liquidity transactions, IPOs, and life as a public company. We pride ourselves on providing the same excellent service to each client, regardless of their stage or size.

Our practice is led by a woman partner, Helene R. Banks, whose comprehensive knowledge, efficient execution and commercial and collaborative approach has earned her individual accolades including Crain’s New York “Notable Women in Law,” among others. She is a sought after speaker and writer on M&A, corporate governance and transactional matters, appearing in leading publications and industry panels.

Buy-Side Representations:

- 1-800-FLOWERS in its acquisition of Harry & David, PersonalizationMall.com, Shari’s Berries brand in a 363 bankruptcy sale, Things Remembered® and Vital Choice.
- Our work on the PersonalizationMall.com deal was named “E-Commerce Deal of the Year” in 2021 by Mergers & Acquisitions.
- Our work on the Shari’s Berries deal was named “Restructuring Deal of the Year” in 2020 by The Deal and The M&A Advisor.
- Arch Capital Group Ltd. in its acquisition of Watford Holdings and United Guaranty Corp, which included offerings of senior notes and preferred shares and an amended and restated credit agreement.
- Cable One, Inc. in its investment and acquisition transactions with three communications service providers: ValuNet LLC, Wisper ISP, LLC, and AMG Technology Investment Group, LLC.
- S&P Global in its acquisition of 451 Research, LLC.
- S&P Global’s Sustainable1 business in its founding investment in Novata, Inc., a newly-formed Delaware public benefit corporation created to help private equity firms and private companies navigate the ESG landscape.
- S&P Global’s Sustainable1 business in its acquisition of The Climate Service, Inc., a leading climate analytics provider.
- Shutterstock, Inc. in its acquisition of Pond5
- One of the world’s largest asset management firms and its portfolio companies in connection with internal compliance investigations, M&A diligence, development of policies and employee training programs, and other regulatory matters, including FCPA and trade sanctions compliance.
A group of investors seeking to do a roll up of small companies in the insurance industry in their first acquisition valued at approximately $50 million, and ongoing representation as they acquire additional companies and bring in other equity, with a goal to an eventual IPO exit strategy.

A PE-owned telecom company in several acquisitions valued at under $25 million, and ongoing regulatory advice to the Company.

**Sell-Side Representations:**

- 1-800-FLOWERS in its sale of Fannie May Confections Brands, Inc. to Ferrero International.
- Our work was named "Deal of the Year - Consumer/Retail" in 2018 by ACG NY and The M&A Advisor.
- Dyadic International, Inc. in its sale of substantially all of the assets of its Industrial Technology business to DuPont Industrial Biosciences.
- The Empire District Electric Company in its sale to a US subsidiary of Algonquin Power & Utilities.
- Horton Outdoor in the sale of its outdoor advertising assets to Trailhead Media.
- MedAvante, a Trevi Health portfolio company, in connection with its acquisition by WIRB-Copernicus Group, an Arsenal Capital portfolio company.
- S&P Global in connection with the divestiture of a subsidiary.
- Tembec in its sale to Rayonier Advanced Materials.
- Our work was named "Deal of the Year - Cross Border" and "Deal of the Year Manufacturing/Industrials" in 2018 by ACG NY and The M&A Advisor.
- Trans World Entertainment in the sale of substantially all assets constituting its FYE segment.
- Our work was named "Out-of-Court Restructuring Deal of the Year" in 2021 by The M&A Advisor.
- An online retailer in connection with a sale of its assets to a private equity firm. The deal included a rollover of 40% of the founder’s equity and a sizeable earnout.
- The founders of a North American based snack food business in the sale of all of their equity to their main supplier. Cahill had previously represented the founders in their sale of a controlling interest to the same entity.
- A company in the technology and staffing business in the sale of control to an outside investor, with the founders retaining management control and significant ownership, and over the next six years, representing the founders as the company grew, through an acquisition and restructuring of the Company into two operating divisions, the sale of one of the divisions to a large public company and the eventual sale of the remaining division to an investor seeking to effect a consolidation in the industry.
- A U.S.-based packaged food distributor valued at under $50 million in a transaction in which its largest supplier became a majority owner of the company, and ongoing work with the company as it grows its business.
- The largest preferred stockholder (a family office) in the sale of an early stage life sciences company, which included earnout milestones, licensing agreement and a services agreement with a piece of the business that was not sold.