

Partner, New York

Mergers and Acquisitions



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Education

J.D., Georgetown University
Law Center, 2002

B.A., Vanderbilt University, 1995

Bar Admissions

New York

Experience

Law Clerk, Hon. Herbert J. Hutton,
U.S. District Court for the Eastern
District of Pennsylvania (2002-03)

Mike Chitwood focuses on public and private acquisitions and divestitures, cross-border transactions, private equity transactions, and corporate and securities law matters. Mr. Chitwood has represented acquirers and targets in numerous U.S. and cross-border mergers, acquisitions, takeovers, carve-outs, divestitures, redomiciliation transactions, joint ventures and leveraged buyouts.

He also regularly advises clients with respect to takeover preparedness, proxy contests, corporate governance and compliance issues, SEC reporting obligations and general corporate matters.

Mr. Chitwood has represented a diverse range of clients in a broad range of industries, including:

Manufacturing, Industrials and Chemicals

- Berry Global Group Inc. in its all-stock merger with Amcor plc, resulting in a combined company with an enterprise value of approximately \$37 billion
- Air Products and Chemicals, Inc. in:
 - the \$1.81 billion divestiture of its LNG process technology and equipment business to Honeywell
 - the spin-off of its electronic materials division into a separate public company known as Versum Materials, Inc.
 - the \$3.8 billion sale of its specialty materials division to Evonik
- DuPont in the \$11 billion sale of the majority of its Mobility and Materials division to Celanese

Health Care, Pharmaceuticals and Medical Devices

- Becton, Dickinson & Company in:
 - its \$24 billion acquisition of C.R. Bard, Inc.
 - its \$12.2 billion acquisition of CareFusion Corp. (for which Mr. Chitwood was named Dealmaker of the Week by *The American Lawyer*)
 - the separation of its global respiratory business into a new joint venture with Apax Partners
- IFF in the sale of its Pharma Solutions business unit to Roquette for an enterprise value of up to \$2.85 billion
- Endo International plc and its predecessor companies in numerous transactions, including its:
 - \$8.1 billion acquisition of Par Pharmaceutical Holdings, Inc. (for which Mr. Chitwood was named Dealmaker of the Week by *The American Lawyer*)
 - \$1.6 billion acquisition of Paladin Labs through the formation of a new Irish holding company, Endo International plc
 - \$2.9 billion acquisition of American Medical Systems
- Medtronic in the \$487 million sale of its Physio-Control division to affiliates of Bain Capital
- Amerigroup Corporation in its \$4.9 billion acquisition by WellPoint

C. Michael Chitwood

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Real Estate and Retail

- WeWork Inc. in its \$9 billion business combination with BowX Acquisition Corp., a special purpose acquisition company
- Foot Locker, Inc. in its acquisition of WSS, a U.S.-based athletic and footwear retailer, for \$750 million in cash

Technology

- Viagogo Entertainment in its \$4 billion acquisition of StubHub from eBay
- Capgemini SA in its \$4 billion acquisition of iGate Corporation
- GS Acquisition Holdings Corp, a special purpose acquisition company, in its \$5.3 billion initial business combination with Vertiv Holdings LLC, a leading provider of critical diligence infrastructure and continuity solutions
- Osprey Technology Acquisition Corp., a special purpose acquisition company, in its \$1.1 billion initial business combination with BlackSky Holdings, Inc., a leading geospatial intelligence company
- GX Acquisition Corp., a special purpose acquisition company, in its \$1.25 billion initial business combination with Celularity Inc., a clinical stage biotechnology company

Media

- News Corporation in:
 - its partnership with Permira Funds in their \$3.7 billion going-private acquisition of NDS Group plc, as well as NDS Group Ltd. and its owners, Permira Funds and News Corporation, in the subsequent \$5 billion sale of the company to Cisco Systems, Inc.
 - its \$5.6 billion acquisition of Dow Jones, its \$11 billion buyback of its stock from Liberty Media in exchange for cash and assets and its \$11.5 billion proposed (but terminated) acquisition of the remaining public stake in British Sky Broadcasting Group
 - Dow Jones & Company in its \$675 million financial index joint venture with CME Group