

Partner, Chicago

Mergers and Acquisitions; Capital Markets



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#### Education

B.C.L., University of Oxford, 1998  
J.D., Washington University  
School of Law, 1997  
B.S., Georgetown University, 1994

#### Bar Admissions

Illinois  
Missouri

Richard C. Witzel, Jr. practices in the areas of mergers and acquisitions, corporate finance, and general corporate and securities matters. Mr. Witzel has represented buyers, sellers and their financial advisors in negotiated and contested public acquisitions, private acquisitions and divestitures, management buyouts, restructurings, joint ventures and other strategic transactions. He also has represented issuers and investment banks in public offerings and private placements of equity and debt securities. Mr. Witzel has represented, among others:

- Rockwell Collins, Inc. in its \$30 billion acquisition by United Technologies Corp. and \$8.6 billion acquisition of B/E Aerospace, Inc.;
- Hospira, Inc. in its \$17 billion acquisition by Pfizer Inc.;
- Cardinal Health, Inc. in its \$6.1 billion acquisition of the medical supplies business of Medtronic PLC;
- Ecolab in the \$4.4 billion merger of its upstream energy business with Apergy;
- CF Industries in its \$4.7 billion acquisition of Terra Industries and CF's related \$1.1 billion common stock and \$1.6 billion senior note offerings. The transaction included an exchange offer and proxy contest for seats on Terra's board of directors as well as defense of an intervening unsolicited takeover proposal by Agrium Inc. to acquire CF;
- Stryker Corporation in its \$5.4 billion acquisition of Wright Medical Group N.V.; \$1.7 billion acquisition of Mako Surgical, Inc.; \$1.6 billion acquisition of K2M Group Holdings, Inc.; \$1.5 billion acquisition of the neurovascular division of Boston Scientific, Inc.; \$1.3 billion acquisition of Physio-Control, Inc.; and various other matters;
- the special committee of the board of directors of Tribune Company in its \$8.2 billion going-private transaction through the use a leveraged-ESOP structure;
- CME Group Inc. in connection with its \$4 billion joint venture with The McGraw Hill Companies;
- Archer Daniels Midland Company in its \$3.1 billion acquisition of WILD Flavors GmbH;
- Navistar International Corporation in connection with shareholder activism and related corporate governance, financing and other matters;
- Ryerson Inc. in the successful defense of a proxy contest and its \$2 billion sale to Platinum Equity, LLC;
- TOMY Company Ltd. in its \$680 million acquisition of RC2 Corporation;
- US BioEnergy Corporation in its \$160 million IPO, its \$230 million acquisition of Millennium Ethanol and its merger of equals with VeraSun Energy Corporation;
- CF Industries in its \$715 million IPO and related conversion from a cooperative, and its \$910 million acquisition of the minority interest in Canadian Fertilizers Limited, as well as various other acquisitions, joint ventures and financings;
- Credit Acceptance Corporation in various financing matters, including its \$325 million senior notes offering and \$160 million secondary common stock offering; and
- GTCR in its \$390 million acquisition of Fundtech Ltd.

Mr. Witzel also advises clients regarding general corporate and securities matters, including corporate governance and disclosure issues. He has been repeatedly recognized for Corporate/M&A by *Chambers USA* and as a BTI M&A Client Service All-Star, including in 2021. He also has previously been recognized as a Mergers & Acquisitions MVP by *Law360*, and has been named in *IFLR1000* and *Lawdragon 500 Leading Lawyers in America*.