SQUIRE PATTON BOGGS

Americas Corporate Practice Recent M&A Highlights

Americas M&A Highlights

Learn more about our recent US$1 billion-plus deals, as well as other featured transactions managed by our Americas team.

Americas M&A Deals by Industry

We are proud to have advised clients across a breadth of industries, adding to our deep knowledge of our clients' businesses.

A View Toward the Future

Read featured highlights from our recent trends report, "Surging Ahead: M&A Outlook 2022 and Beyond."

Americas Awards and Accolades

National Tier 1 Corporate Law and Mergers and Acquisitions Law – *U.S. News – Best Lawyers* Best Law Firms 2021

National Tier 1 Securities/Capital Markets Law – *U.S. News – Best Lawyers* Best Law Firms 2021

Tier 1 for mid-market M&A (up to US$500 million) – *The Legal 500* US 2021

Band 1 for Corporate/M&A: Ohio – *Chambers USA* 2021

Top 25 by volume of M&A deals (up to US$250 million) – Mergermarket M&A Legal Advisors 2020

From Our Clients

- "They're responsive, provide great advice, and are good at breaking down complicated problems and making them understandable." – *Chambers USA* 2021
- "A well-rounded group that brings expertise across the landscapes of M&A and government regulations."– *Chambers USA* 2021
- "They are very attentive to our needs, and readily available; they provide excellent legal advice and it's always in the context of the strategic goals we are trying to accomplish." – *Chambers USA* 2021

Our Americas Practice at a Glance

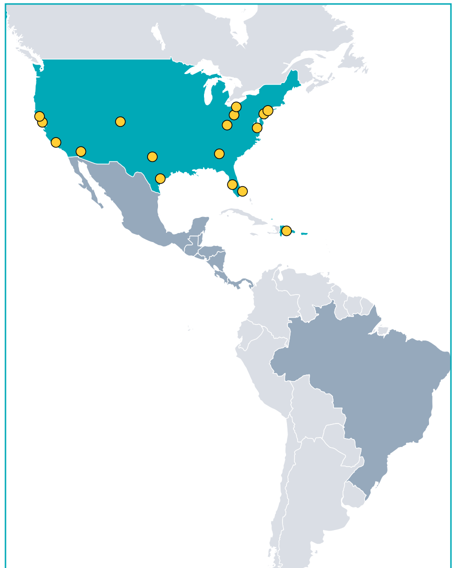
125 lawyers

17 offices in the Americas

Significant Global Footprint

45 offices
20 countries

More than **390** corporate lawyers



Squire Patton Boggs Locations

Regional Desks and Strategic Alliances

Our Americas Locations

Atlanta	New Jersey
Cincinnati	New York
Cleveland	Palo Alto
Columbus	Phoenix
Dallas	San Francisco
Denver	Santo Domingo
Houston	Tampa
Los Angeles	Washington DC
Miami	

Regional Desks and Strategic Alliances

Brazil	Mexico
Caribbean/Central America	

Recent Americas M&A Highlights

Billion-Dollar-Plus Deals

Ashland Global Holdings, Inc. – Advising this chemical company on its US$1.65 billion definitive agreement to sell its performance adhesives business.

Old National Bancorp (NASDAQ: ONB) – Advising on its US$6.5 billion merger with First Midwest Bancorp, Inc.

Sterling Bancorp (NYSE: STL) – Advising on its US$10.3 billion merger with Webster Financial Corporation (NYSE: WBS).

State Auto Insurance Companies – Advising on the US$2.3 billion sale of State Auto Financial Corporation and State Automobile Mutual Insurance Company to Liberty Mutual Holding Company Inc.

Synthomer plc (LON: SYNT) – Advising on its US$1 billion definitive agreement to purchase Eastman Chemical Company's adhesives and resins assets and business.

Teekay Corporation (NYSE: TK) – Advising on its US$6.2 billion merger agreement with Stonepeak, a leading alternative investment firm specializing in infrastructure and real assets.

US-based global manufacturer – Advising on the multibillion-dollar sale of its commercial roofing business.

Broadridge – Advised on its US$2.5 billion acquisition of Itiviti Holding AB, a leading provider of trading and connectivity technology to the capital markets industry.

Other Featured Transactions

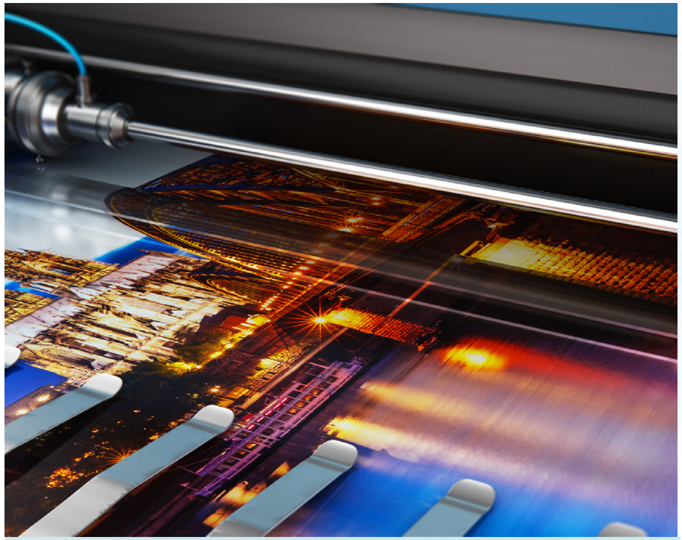
Advanced Drainage Systems, Inc. (NYSE: WMS) – Advising on the US$350 million investment from the Canada Pension Plan Investment Board, through the purchase of shares in a secondary transaction.

Bryn Mawr (NASDAQ: BMTC) – Advising on its US$976.4 million merger with WSFS Financial Corporation (NASDAQ: WSFS).

Medical Mutual of Ohio – Advising on multiple transactions, including its acquisition of 100% of the issued and outstanding shares of ESI, an employee assistance program (EAP) provider based in Wellsville, New York.

Delta Air Lines, Inc. (NYSE: DAL) – Advising on the sale of Delta Private Jets to Wheels Up, creating one of the world's largest owned and managed fleets of private aircraft.

Recent Americas M&A Deals by Industry



Diversified Industrials

East West Manufacturing – Advising this global design, manufacturing and distribution services business on its acquisition of Varitron, Inc., a provider of integrated electronics manufacturing services, including advanced printed circuit board assemblies, box-build assemblies, testing and new product introduction services.

Prisma Nashville, LLC – Advising on a series of transactions, including the acquisition of assets of TruColor Litho, LLC and Parris Printing, LLC.

Sivers Semiconductors AB (Nasdaq Stockholm: OM.SIVE) – Advising on its acquisition of MixComm Inc., a US-based mmWave challenger fabless semiconductor company.

Jackson Paper Manufacturing Company – Advising the selling shareholders in the sale of 100% of outstanding stock of the company.

NSI-MI Technologies, LLC – Advising on its membership interest sale.

Financial Services and Insurance

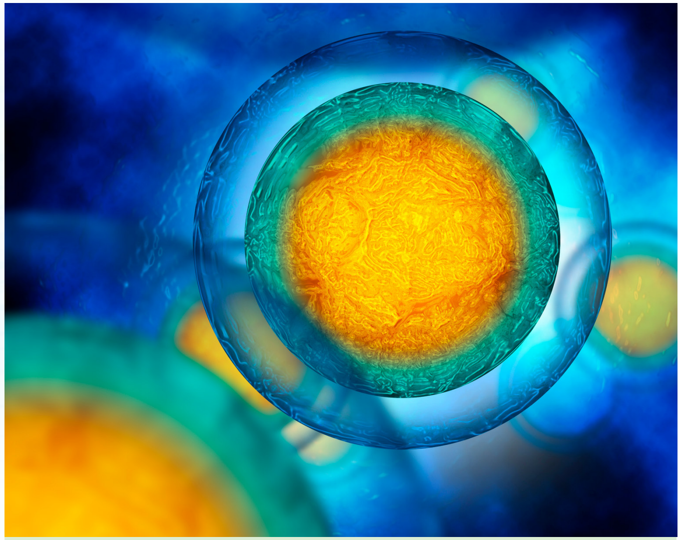
Crest Insurance Group – Advising the group and certain affiliates on a series of roll-up transactions.

KeyBank National Association – Advising on its acquisition of all of the capital stock of XUP Payments, Inc. via a Stock Purchase Agreement. XUP Payments, Inc. is a Delaware corporation headquartered in Charlotte, North Carolina, which develops digital payments software for financial institutions.

MVB Financial Corp. – Advising on its acquisition of a majority equity interest in a fintech company.

Peoples Bancorp Inc. – Advising on its US$116.6 million acquisition of substantially all of the assets of NS Leasing, LLC (dba North Start Leasing).

Pillar Pacific Capital Management, LLC – Advising on the sale of its Registered Investment Advisor business to Wealth Enhancement Group, LLC.



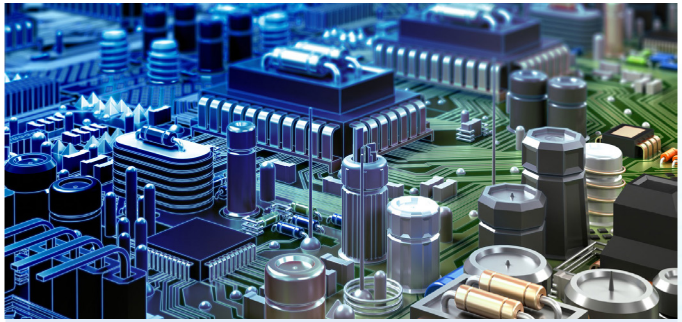
Healthcare and Life Sciences

Excel Scientific Inc. – Advising this leading provider of consumable films and foils used in life sciences application on its sale to Vance Street Capital Partners, through its newly formed entities EXS Holdings LLC and EXS Xcel, Inc.

Lazurite Holdings LLC – Advising on a convertible debt financing for a venture-stage medical device company.

Healing Solutions, LLC – Advising on the US$75.4 million sale of the assets of this online seller of essential oils to Mohawk Group Holdings, Inc.

NovaBay Pharmaceuticals, Inc. – Advising on its acquisition of all of the membership units of DERMAdoctor.



Technology

Acumen Solutions – Advising this leading professional services firm on its sale to Salesforce.

Crexendo, Inc. – Advising this award-winning premier provider of cloud communications, Unified Communications as a Service (UCaaS), call centers, collaboration services and other cloud business services on its US$50 million acquisition of NetSapiens, Inc., an award-winning, patented cloud-native communications platform.

Invicta Media Investments, LLC – Advising on its joint venture with LAKR Ecomm Group LLC, created to operate TheCloseout.com, an online marketplace.

August Spark – Advising on the sale of Brand Value Accelerator LLC to The Stable Group Holdings LLC.

WideOrbit LLC – Advising this ad management company in the radio and digital media sector on its US$40 million sale of certain assets in the form of intellectual property and contracts, among other things, to Audacy Operations, Inc., a Delaware corporation and subsidiary of Audacy, Inc., a publicly-traded multiplatform audio-content and entertainment company.

SFW Capital Partners – Advising this specialized private equity firm that invests in leading information, software, industrial and healthcare technology companies on:

- Its acquisition and majority investment of Captify Technologies Ltd and its subsidiaries, a global search intelligence platform
- Its acquisition of a majority interest in Granite River Labs Inc., a California corporation, which is a provider of test and certification services and automated test solutions for digital connectivity and charging technologies

Retail, Brands and Consumer Goods

127 Wall Holdings, LLC – Advising on its acquisition of 32 Save A Lot grocery stores located in Ohio, Illinois and Wisconsin. The transaction included loan and equity investment from Private Equity Lender and Group Structuring.

EG America LLC – Advising one of the fastest-growing convenience store retailers in the US on multiple transactions, including through its brand Cumberland Farms, Inc. on the acquisition of eight convenience store locations from Mercury Fuel Service, Incorporated; through its subsidiary, Mini Mart, Inc., on its acquisition of the assets of Schrader Oil Co; and through its subsidiary, Junior Food Stores of West Florida, Inc., on its acquisition of 34 convenience stores from Sprint Food Stores, Inc.

Fanprint, Inc. – Advising this proof-of-concept retail platform selling sports team merchandise on its sale to DTG2Go, LLC, a subsidiary of Delta Apparel, Inc. (NYSE:DLA), a vertically integrated, international apparel company that designs, manufactures, sources and markets a diverse portfolio of core active wear.

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Surging Ahead: M&A Outlook 2022 and Beyond

We are pleased to present the "Surging Ahead: M&A Outlook 2022 and Beyond," published in association with Mergermarket. The report reveals that M&A activity bounced back with huge resilience in the first three quarters of 2021, and looks ahead to the question of whether this remarkable recovery in dealmaking can be sustained. Download the full report.

Highlights include:

- **M&A back with a bang** – In the first three quarters of 2021, there were 18,736 global deals agreed with a collective value of almost US$4.3 trillion. That represented increases of 47% and 122% respectively on the same period in 2020.
- **PE returns** – The first three quarters of 2021 saw PE firms involved in 6,441 deals worldwide with a collective value of US$1.6 trillion, meaning that this year has already eclipsed each of the past five full years in both volume and value terms.
- **SPACs make a splash** – With interest rates at record lows, optimism about a strong economic bounce back from the COVID-19 crisis, and plentiful capital among investors, some 481 SPACs have raised US$135 billion so far this year. That compares to 256 SPAC IPOs worth US$84 billion over the whole of 2020 and 72 worth US$15 billion.

"Since the second half of 2020, we have seen strong global M&A activity as economic uncertainties lifted and dealmakers moved to position themselves post-COVID-19. Many are focusing on M&A to accelerate growth, build scale and reshape their businesses."

Cipriano S. Beredo III
Americas Chair, Corporate Practice