

# OUR PRACTICE

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## Private Equity

**Baker Donelson advises clients on both sides of private equity transactions throughout the United States and internationally. We represent private equity funds in their capital raising and investment activities, as well as companies seeking and receiving capital from private equity investments.**

Our representation of private equity funds and portfolio companies spans numerous industries, including energy, health care, manufacturing, real estate and financial services.

**Our work for private equity firms.** We represent private equity firms in their formation and fund raising activities, as well as with all phases of their portfolio investment activities, including private equities, mezzanine debt and senior debt. We advise on fund formation, capital raises, planning and structuring strategies, negotiation of investments in portfolio companies, regulatory and compliance matters, acquisitions and due diligence.

Baker Donelson also advises clients on Environmental, Social and Governance (ESG) investments, as well as tracking and measuring ESG risk and impact such as UN Sustainable Development Goals (UN SDGs), Global Reporting Initiative (GRI), Suitability Accounting Standards Board (SASB), the Task Force on Climate-related Financial Disclosures (TCFD), and emerging standards for private equity funds.

Based on our intimate understanding of private investment firms, we also advise firms on day-to-day operations and general corporate matters – to align the interests and needs of private equity investors with the companies and management teams in which they invest. Our team includes lawyers with deep experience in antitrust, corporate governance, securities, tax, employment, ERISA, real estate and intellectual property.

**Our work for companies receiving private equity funding.** Our lawyers represent companies seeking and receiving funds from private equity investors, typically second-tier and third-tier funding for middle market companies (investments ranging generally from \$10 million to more than \$300 million). We advise these companies on a full range of issues, including leveraged buyouts, public-to-private transactions, special situations and all forms of exit transactions, including auction sales and recapitalizations.



## Representative Matters

- Advised the board of a technology business on its \$76 million merger transaction with a private equity buyer, including management rollover.
- Represented management in the \$40 million recapitalization of a multi-facility behavioral health company with a private equity fund.
- Represented an oil and gas services company in a \$50 million private equity investment.
- Represented a public technology company in its recapitalization of outstanding debt and preferred equity and reverse stock split.
- Represented five leading private equity funds, as selling shareholders, in the \$834 million initial public offering and more than \$3.1 billion in secondary offerings of common stock of a leading institutional food service provider.
- Represented a private oil and gas company in the sale of \$27 million of securities to a private equity fund.
- Represented a leading private equity fund as selling shareholder in the initial public offering in India of its largest digital cinema distribution network and in-cinema advertising platform.

- Represented private equity sponsors based in the United States and Canada in their acquisition of a manufacturing equipment producer, including the issuance of \$570 million in Senior Notes (IFLR 2011 Private Equity Deal of the Year).
- Served as counsel to a retail grocery chain store sold through an auction process to a strategic private equity-owned buyer.