



Joseph E. Gilligan

Partner

Washington, D.C.

Biography

Joe Gilligan serves as Co-Chair of our U.S. Mergers and Acquisitions (M&A) committee and previously served as head of our Corporate practice group for the Americas.

For over 20 years, Joe has represented publicly and privately held companies, boards of directors, strategic investors, and special committees in all types of M&A transactions. Clients depend on him to handle a variety of other corporate matters, including financings, governance, and disclosure issues. As co-director of our activist investor practice, he also assists clients in preparing for, engaging with, and defending against activist shareholders.

In M&A matters, Joe has in-depth experience advising clients on public and private mergers, tender offers, and going private transactions, as well as proxy contests, strategic investments, and cross-border acquisitions. He helps acquiring and target companies, as well as special committees of independent directors, in connection with hostile and unsolicited takeover proposals and anti-takeover defenses.

Joe serves as primary outside counsel to a number of public and privately held companies, and he regularly counsels boards of directors on corporate governance issues, fiduciary duties matters (both generally and in



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Practices

Corporate Governance
Mergers and Acquisitions
Securities and Public Company
Advisory
Capital Markets
Private Equity
Transportation

Industries

Life Sciences and Health Care
Aerospace, Defense, and
Government Services
TMT

the M&A and activist shareholder contexts), and compliance with U.S. federal securities laws.

In addition to regularly representing life sciences and health care companies in transactional matters, Joe has substantial experience in technology, media, and telecom (TMT); aerospace, defense, and government (ADG); energy; and industrial and consumer goods.

Joe is frequently recognized as a top lawyer in his field by *Chambers* and the *Legal 500*. He also serves as an adjunct professor at Georgetown University Law Center, where he teaches the course "Takeovers, Mergers & Acquisitions."

Representative experience

Represented Novartis AG in its US\$8.7bn acquisition of AveXis, Inc., a gene therapy company.

Represented the 3M Company in various transactions, including its US\$1.037bn acquisition of the Polypore separations media business and the US\$850m sale of its biometrics business.

Represented GE Healthcare in its proposed acquisition of Thermo Fisher's cell culture and gene modulation business for approximately US\$1.06bn.

Represented Colonial Properties Trust in its US\$8.6bn merger with Mid-America Apartment Communities Inc.

Represented GE Healthcare in its acquisition of SeqWright, Inc., a provider of nucleic acid sequencing and other genomic services.

Represented Dun & Bradstreet in various transactions, including its acquisitions of NetProspex and Avention.

Represented the Transaction Committee of the Board of Directors of Knology, Inc. in its US\$1.5bn acquisition by WOW! Internet, Cable & Phone.

Represented PAETEC Holding Corp. in its \$2.3bn merger with Windstream Corporation.

Diversified Industrials

Energy and Natural Resources

Areas of focus

Proxy Solicitations, Shareholder Meetings, and Shareholder Proposals

Disclosure and Reporting Obligations

Public Company Mergers and Acquisitions

Cross-border Mergers and Acquisitions

Carve-outs, Spin-offs, and Split-offs

Hostile Takeovers and Takeover Defense

Special Committee and Independent Director Representations

Shareholder Activism

Automotive Regulatory

Rail

Education and admissions

Education

J.D., Georgetown University Law Center, 1997

M.B.A., Loyola University Maryland, 1994

B.B.A. Accounting, Loyola University Maryland, 1989

Represented NextEra Energy on two "build-own-transfer" agreements to develop and sell a 300 MW wind energy project and to decommission, re-develop, and sell an existing 100 MW wind energy project.

Represented NextEra Energy in its US\$1.5bn sale of its FPL FiberNet business to Crown Castle.

Represented Cytoc Corporation, a medical device company, in its US\$6.2bn merger with Hologic Inc.

Represented Nabi Biopharmaceuticals in its US\$251m cross-border business combination with Biota Holdings Limited, an Australian pharmaceutical company.

Represented The Advisory Board Company in its US\$850m acquisition of Royall & Company.

Represented NextEra Energy Resources in its US\$352m acquisition of three operating wind energy projects from Babcock & Brown.

Represented Orthofix International N.V., an orthopedic medical device company, in its US\$333m acquisition of Blackstone Medical, Inc.

Represented Cytoc Corporation in its US\$450m acquisition by tender offer of Adeza Biomedical Corporation.

Represented Nabi Biopharmaceuticals in the US\$185m sale of its biologics division to Biotest Pharmaceuticals Corporation.

Represented Advertising.com, Inc., an Internet advertising company, in its US\$435m acquisition by America Online, Inc.

Represented Musculoskeletal Transplant Foundation, Inc., a nonprofit allograft tissue bank, in its unsolicited takeover proposal for Osteotech, Inc., a Nasdaq-listed tissue processing company.

Represented Cytoc Corporation in its unsolicited

Memberships

Member, American Bar Association

Member, American Institute of Certified Public Accountants

Bar admissions and qualifications

District of Columbia

Maryland

Accolades

"Joseph Gilligan is seen by clients as a 'superb negotiator and advisor' and a 'flawless counsel'."

Legal 500

takeover proposal for Vision Systems Limited, an Australian public company.

Represented McLeodUSA Incorporated in its US\$2.1bn acquisition of Splitrock Services, Inc., as well as its acquisitions of Ovations Communications and Dakota Telecommunications Group.

Represented Medicis Pharmaceutical, a specialty pharmaceutical company, in its US\$300m acquisition (including contingent payments) of LipoSonix, Inc.

Represented Cardinal Health in several acquisitions of healthcare and healthcare IT companies.

Represented CSFB as underwriter of CTI Molecular Imaging's IPO; Liquidity Services in its IPO; McCormick & Co., Cytoc Corp., Oversee.net, and numerous other companies in offerings.

Awards and rankings

- M&A/Corporate and Commercial: M&A: Large Deals (\$1bn+), *Legal 500 US*, 2007-2020

Latest thinking and events

- Hogan Lovells Publications
 - SEC staff clarifies circumstances when financial forecasts will not constitute Non-GAAP financial measures in M&A disclosures *M&A Update*
- Hogan Lovells Publications
 - New York Rejects Extension of Common Interest Doctrine to Parties in M&A Transactions in the Absence of Pending or Anticipated Litigation
- Hogan Lovells Publications
 - Following Delaware's Lead, New York Adopts Business Judgment Rule for Controlling Shareholder Going-Private Mergers Where Certain Minority Shareholder Protections are Present
- Published Works
 - Hart-Scott-Rodino Action: Caution Needed Among

Minority Investors and Activist Stockholders
International Law Office

- Hogan Lovells Publications
 - DOJ Action Against ValueAct for HSR Act Violation Signals More Caution for Minority Investors and Activist Stockholders *Antitrust Competition and Economic Regulation Alert*
- Hogan Lovells Publications
 - Third Point Settles FTC Charges: Minority Investors and Activist Stockholders Are Cautioned on the Limits of the Investment-only Exemption under the HSR Act *Antitrust, Competition, and Economic Regulation Alert/M&A Update*