

Tiffany Posil

Partner

Washington, D.C.

Biography

Tiffany Posil regularly advises public companies on Securities and Exchange Commission (SEC) reporting and disclosure obligations, corporate governance matters, and mergers and acquisitions.

Having joined the firm from the SEC's Office of Mergers and Acquisitions, Tiffany provides clients with unique insight into the administration and interpretation of the federal securities law requirements relating to mergers and acquisitions, proxy contests, tender offers, beneficial ownership reporting, and going-private transactions. Tiffany also assists public companies and their boards of directors in preparing for and defending against activist stockholders.

Before joining the SEC, Tiffany practiced in Wilmington, Delaware, where she counseled corporations, officers, directors, board committees, and stockholders in connection with a wide variety of transactional and advisory matters, including mergers and acquisitions, proxy contests, stockholder meetings, and corporate governance matters.

After law school, Tiffany served as a judicial law clerk to the Honorable Carolyn Berger of the Delaware Supreme Court.

Representative experience

Zendesk (NYSE: ZEN) on its pending acquisition of Momentive Global (NASDAQ: MNTV) in a stock-for-stock transaction with a reported value in excess of



Phone

+1 202 637 3663

Fax

+1 202 637 5910

Email

tiffany.posil@hoganlovells.com

Practices

Corporate Governance
Mergers and Acquisitions
Securities and Public Company
Advisory

Industries

Technology and Telecoms
Real Estate
Consumer
Life Sciences and Health Care
Aerospace and Defense

Areas of focus

Proxy Solicitations, Shareholder
Meetings, and Shareholder

US\$4bn.

Kite Realty Group Trust (NYSE: KRG) on its US\$7.5bn acquisition of Retail Properties of America (NYSE: RPAI) in a stock-for-stock transaction.

QTS Realty Trust (NYSE: QTS) on the US\$10bn acquisition by affiliates of Blackstone Group (NYSE: BX) in an all-cash transaction.

FLIR Systems (NASDAQ: FLIR) on its US\$500m senior notes offering and its US\$8bn sale to Teledyne Technologies (NYSE: TDY) in a cash-and-stock transaction.

Marvell Technology Group (NASDAQ: MRVL) on its US\$10bn acquisition of Inphi (NYSE: IPHI) in a cash-and-stock transaction.

Lockheed Martin (NYSE: LMT) on its pending US\$4.4bn acquisition of Aerojet Rocketdyne (NYSE: AJRD) in an all-cash transaction.

Rosetta Stone (NYSE: RST) on its US\$792m sale to Cambium Learning Group (NASDAQ: ABCD) in an all-cash transaction.

Griffin Realty Trust on its acquisition of Cole Office & Industrial REIT (CCIT II) (OTCMKTS: COLE) for approximately US\$1.2bn in a stock-for-stock transaction.

UnitedHealth Group (NYSE: UNH) on its acquisition of Diplomat Pharmacy (NYSE: DPLO).

Park Hotels & Resorts (NYSE: PK) on its US\$2.7bn acquisition of Chesapeake Lodging Trust (NYSE: CHSP) in a cash-and-stock transaction.

Clients in a broad range of liability management transactions, including repurchases, exchange offers, tender offers, issuer self-tenders, and consent solicitations.

Latest thinking and events

- Sponsorships and Speaking Engagements
 - PLI: Mergers & Acquisitions 2022: Advanced Trends and Developments

Proposals

Shareholder Activism

Disclosure and Reporting Obligations

Public Company Mergers and Acquisitions

Securities and Financial Regulatory Advice

Education and admissions

Education

LL.M., Georgetown University Law Center, 2012

J.D./M.B.A., University of South Carolina, 2005

B.S., University of North Carolina at Chapel Hill, 2001

Memberships

Chair, American Bar Association, Federal Regulation of Securities Committee Subcommittee on Proxy Statements and Business Combinations

Bar admissions and qualifications

District of Columbia

Delaware

- Sponsorships and Speaking Engagements
 - Universal proxy: Preparing for the new regime
- News
 - SEC proposes major Rule 10b5-1 amendments and disclosure requirements relating to securities transactions
- News
 - SEC proposes rules to prevent fraud and promote transparency in the use of credit default swaps and other security-based swaps
- News
 - SEC proposes major reform of share repurchase disclosure
- News
 - Navigating the evolving ESG disclosure landscape as a U.S. public company