

Corporate/Mergers & Acquisitions Life Sciences Industry



King & Spalding advises pharmaceutical, biotechnology, medical technology and other clients in the life sciences industry at all stages of their development and in connection with a wide variety of strategic corporate transactions. King & Spalding's work for life sciences companies includes mergers and acquisitions, product acquisitions and dispositions, research and development agreements, co-promotion agreements and licenses. These transactions involve expertise across various teams, from corporate and antitrust to FDA regulatory and intellectual property. Our clients in such matters range from large public companies to privately held, venture-backed companies.

Client Benefits

The integration of our corporate practice with the services provided to our clients by our antitrust, FDA regulatory and intellectual property practice groups provides many benefits to our clients in the life sciences industry:

- Thorough knowledge of the life sciences industry.
- Thought leadership on product ownership, acquisition, development and promotion.
- Understanding of market-leading structures for M&A, licensing and other collaborative arrangements.
- Coordinated assistance in finance and corporate transactions.
- Proactive advice on business and legal developments affecting the life sciences industry.

Recognitions

- Consistently ranked among leading M&A practices in the United States by *Chambers USA* and *Legal 500*.
- Over 150 lawyers in Atlanta, Charlotte, Dubai, Frankfurt, Houston, London, Moscow, New York and Washington, D.C., involved in the M&A practice.
- Since 2005, King & Spalding has been involved in more than 300 M&A transactions, with an announced aggregate value in excess of \$200 billion.
- Worldwide transaction capabilities with coordination in Atlanta and London.
- Recognized as a leading firm in the area of Corporate/M&A by *Chambers USA: America's Leading Lawyers for Business 2015*.
- Ranked in the top 10 by *Mergermarket* among law firms by deal volume for U.S.-based biotechnology M&A transactions.

King & Spalding's M&A group was named a leading practice by *Chambers USA*, *The Legal 500* and *U.S. News & World Report*.



Nationally ranked by number of lender representations and total representations in M&A financings by Thompson Reuters.

Recognitions (cont'd)

- Consistently ranked on the *Directors & Boards* Legal Survey for “Dealing with General Corporate Governance,” “Dealing with Director Liability Issues” and “Dealing with Board Level M&A Issues.”

Corporate Recent Matters

Collaboration, Product Acquisition and Co-Promotions

- Represented **Corthera** (acquired by Novartis) in a collaboration agreement with Genentech and Connetics for the development of relaxin for multiple indications.
- Represented **Baxter Healthcare** in a collaboration agreement with Lipoxen Technologies Ltd. for the development of drug delivery technology based on a biodegradable polymer.
- Represented **Baxter Healthcare** in a collaboration agreement with Pfizer for the development of a hemostasis kit.
- Represented **Baxter Healthcare** in the acquisition of technology from Archemix for the development of aptamers to treat hemophilia and related illnesses.
- Advised **Noven Pharmaceuticals, Inc.**, in the sale of product to Shire Pharmaceuticals for \$150 million.
- Represented **Guilford Pharmaceuticals** in the purchase of the rights to market Aggrasat for \$85 million.
- Represented **UCB** in connection with the sale to Shire Pharmaceuticals of product rights to Equasym outside the U.S. and Canada.
- Represented **UCB** in the development of its co-promotion agreement with sanofi-aventis for Xyzal.

Mergers & Acquisitions

- Represented **Eclipsys Corporation** in its \$1.2 billion merger with Allscripts, Inc. to form the leading health information technology provider in the United States.
- Represented **Immucor** in connection with its \$1.9 billion merger with an acquisition subsidiary of TPG.
- Represented **Merck & Co., Inc.**, in connection with the sale of a manufacturing facility.
- Represented **GlaxoSmithKline** in connection with a minority strategic investment in a public biotech company.
- Represented **Caremark Rx** in its \$21 billion merger with CVS.
- Represented **Caremark Rx** in its acquisition of AdvancePCS for \$5.6 billion.
- Represented **UCB** in its \$2.7 billion acquisition of Celltech Group plc.
- Represented **Serologicals Corporation** in its \$1.4 billion acquisition by Millipore, Inc.
- Represented **Triangle Pharmaceuticals, Inc.**, in its acquisition by Gilead Sciences, Inc., for \$464 million.
- Represented **Merial Ltd.** on the sale of its Hubbard poultry genetics division.
- Represented **Hikma Pharmaceuticals PLC** and its subsidiaries **West-Ward Pharmaceutical Corp.** and **Hikma (Maple) Limited** in connection with the acquisition by West-Ward and Hikma (Maple) of the U.S. generic injectables business of Baxter Healthcare Corporation for \$112 million.

Licensing

- Represented **Covidien** in a license and development agreement with Neuromed for pain management drugs.
- Represented **Sanofi** in connection with a license with Biovail for the U.S. intellectual property rights to Alpenzin.
- Represented **Emory University** as intellectual property counsel in connection with the worldwide patent protection and subsequent licensing of FTC (Emtriva [emtricitabine]), a drug approved by the FDA in 2003 for the treatment of HIV.
- Represented **The Dow Chemical Company** and **Dow Global Technologies, Inc.**, in connection with a biotechnology program relating to the bacterial expression of commercial proteins, including drug products and organix chemical programs.

Contacts

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