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# Mergers & Acquisitions

Wooden McLaughlin's business attorneys counsel closely-held businesses through transactions involving mergers, and acquisitions and dispositions of assets or equity interests. We represent both sellers and buyers, as well as investors, landlords, lenders providing acquisition financing, and other third-parties often involved in such deals. Our attorneys can help evaluate and negotiate the proposed structure and terms of a transaction, draft the documentation necessary to close the transaction, manage the complex assortment of due diligence, financing and other logistical requirements for closing the transaction, and provide counsel on post-closing matters.

Our services include:

Reviewing and evaluating confidential investment memoranda (CIM)

- Due diligence review and disclosures
- Lender and seller financing
- Drafting and negotiating representations, warranties and covenants
- Structuring purchase-price holdbacks and indemnification obligations
- Drafting and negotiating:
  - letters of intent (LOIs) and indications of interest (IOIs)
  - non-disclosure and confidentiality agreements
  - employment, consulting and non-competition agreements
  - assignments and assumptions of contracts and agreements
  - purchase agreements

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