

Mergers & Acquisitions Group Of The Year: Latham

By Ryan Harroff

Law360 (February 14, 2024, 2:38 PM EST) -- Latham & Watkins LLP had a strong year bringing companies and assets together for their clients, from the UFC's \$21 billion merger with the WWE to guiding the years' largest energy transaction in the U.S., earning it a spot among Law360's 2023 Mergers And Acquisitions Groups of the Year.

In the past 12 months, Latham has juggled high-profile deals worth billions of dollars spanning multiple industries, from fashion to sports to energy. Justin Hamill, global chair of the firm's M&A practice group, attributes the firm's transactional successes to a blend of worldliness and versatility.

"Number one, we have a unique global reach," Hamill said. "We're all across Europe, all across the United States, all across the Middle East, all across Asia. Number two, we have inside of the firm, industry experts across most of the United States economy and global economy. So, for example, we have healthcare regulatory, insurance regulatory, fintech — we have people who live and breathe entertainment, sports and media. We combine that amount of insight from global activity with industry expertise and, from our perspective, it's a unique offering for our clients."

That attitude helped the firm guide the Ultimate Fighting Championship's parent company Endeavor in its \$21 billion merger with World Wrestling Entertainment, forming the new entity TKO Group Holdings Inc. The deal closed in September and allowed WWE shareholders to roll over their equity in the pro wrestling company into the new, merged firm with Endeavor owning 51% of TKO Group and WWE investors holding the other 49%.

Hamill told Law360 that the deal was a "unique structure" in many ways, one of the most significant being that it was what he called a never-before-seen "double up-c," which set up a new kind of tax structure that greatly benefitted Endeavor, WWE's former majority shareholder Vince McMahon and the rest of the wrestling property's shareholders as well.

"Navigating Endeavor's need to become a controlling owner such that it could consolidate it, allow Vince to continue to have an appropriate set of rights for him as essentially the second-largest shareholder and former controlling shareholder and, at the same time, show the benefits of the transactions to the public stockholders of the WWE was an interesting exercise," Hamill said. "I think we accomplished it very successfully as a result of a highly collaborative process."



Despite its \$21 billion price tag, the formation of TKO Group was not the highest-value deal that Latham helped steer over the past year. That title goes to its work helping Extra Space Storage Inc. merge with Life Storage Inc. to create the biggest single self-storage firm in the U.S., a deal valued at \$47 billion that closed in July.

Moving from storage units to closets, Latham is also counseling Tapestry Inc. in its \$8.5 billion acquisition of Capri Holdings Ltd., announced in August and pending final closure, bringing the global luxury fashion group into Tapestry's broader accessories, fashion and lifestyle brands umbrella.

Charles Ruck, the global chair of Latham's corporate department, which its M&A team falls within, told Law360 that he was proud to have led the Tapestry deal and said the whole transaction went off basically without a hitch.

"I don't allow hiccups to creep in any of our deals," Ruck said. "We had a great relationship with the company, and the team we worked with from the other side from [Wachtell Lipton Rosen & Katz] was great to work with as well, and we continue to have a great relationship as we jointly pursue regulatory approval."

Growth could still be on the horizon for the team, according to Ruck, who cited the recent additions of M&A attorneys Andrew Elken and Ian Nussbaum as partners in the firm's New York office.

The firm's largest acquisition of 2023 was by far its work helping Magellan Midstream Partners buy Oklahoma-based energy infrastructure firm ONEOK for \$18.8 billion in a deal that closed in September, which was also the largest energy deal in the country for the year. Mark Bekheit, Latham's global vice chair for its M&A team, told Law360 that the firm is one of very few with the reputation and industry experience to handle such a deal and that it does not surprise him they claimed the largest energy transaction of the year.

"Strategically, we've positioned ourselves to be the go-to for the largest and most significant transaction at an industry level, time and time again," Bekheit said. "You'll see that again in 2024."

--Additional reporting by Al Barbarino, Brent Godwin, Jade Martinez-Pogue, Rose Krebs and Jack Rodgers. Editing by Andrew Cohen.