



Susan L. Spencer

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Overview

Susan Spencer represents clients in a wide array of complex business transactions, including mergers and acquisitions, credit facilities, public and private securities sales, leveraged buyouts, recapitalizations, joint ventures, and other commercial matters. Susan's practice spans a wide range of industries, including financial services, transaction processing, data and information security, health care, software, manufacturing, telecommunications, and other technology and information technology services.

Susan frequently advises clients and their management teams on fiduciary duty, organizational structuring, operating contract, and other general corporate matters. She also regularly counsels insurance companies with respect to claims made under representations and warranties insurance policies issued in connection with mergers and acquisitions.

Experience

- Represented public U.S. telecommunications provider in its \$7 billion sale to a German telecommunications company.
- Represented a health care services provider in its \$1.4 billion sale to a major international conglomerate.
- Represented a publicly traded interactive multi-channel retailer in its \$1.25 billion senior secured syndicated credit facility
- Represented private financial services company in \$530 million recapitalization, including \$300 million of debt financings and \$100 million asset sale.
- Represented various lending institutions in billions of dollars of credit facilities for various borrowers.
- Represented communications company in its \$1.2 billion joint venture and financing transaction, including \$200 million syndicated credit facility.
- Represented prominent musical instrument manufacturer in over \$500 million of senior secured syndicated credit agreements and mezzanine debt.
- Represented private technology holding company group in \$300 million in

capitalization and acquisition transactions.

- Represented publicly traded transportation services company in \$250 million syndicated credit facility and over \$200 million in merger and acquisition transactions.
- Represented private finance and servicing company operating in the timeshare/leisure industry in \$230 million recapitalization.
- Represented supply chain solutions provider in \$220 million structured debt, including \$130 million syndicated senior debt and \$90 million subordinated debt facilities.
- Represented privately held entertainment technology company in \$200 million share purchase by one of the nation's largest privately held communications companies.
- Represented private financial services company in its \$190 million recapitalization transactions, including debt financings.
- Represented private specialty and emergency veterinary services company in \$110 million minority equity investment by major U.S. private equity group.
- Represented major internet health care services provider in its private equity financings and disposition of cardiac monitoring technology division.
- Represented private pharmaceutical development company in \$50 million equity financings by U.S. and international pharmaceutical companies and venture funds.
- Represented private equity firm in its \$50 million leveraged buyout of a private textile manufacturing company.
- Represented private financial services company in its \$43 million sale to a public financial services company.
- Represented private financial services company in its \$34 million sale to a public financial services company.
- Represented biometric technology solutions company in equity and debt financings and leveraged acquisition of health care technology and services company.
- Represented private intensive care technology company in its sale to public health care technology company.
- Represented private U.S. supply chain solutions provider in its acquisition of U.K. electronic trading systems company.

All Insights

07.08.2014 Certain Merger and Acquisition Brokers Escape SEC Registration

09.01.2008 Taking Your Growth Strategy From 'The American Dream' to 'One World, One Dream' Can Your Company Win International Gold?

Recognition

- *Chambers USA* (2011–2012)

Professional & Community Involvement

- American Bar Association
- District of Columbia Bar
- Maryland State Bar Association
- State Bar of Georgia
 - Corporate and Banking Section
- Virginia State Bar

Speaking Engagements

- ABA Spring Meeting, Loan Documentation Subcommittee, Boston, MA (2011)

Credentials

EDUCATION

- William & Mary Law School (J.D., 1993)
- Bucknell University (B.A., 1990)

COURT ADMISSIONS

- U.S. Court of Appeals, Fourth Circuit

BAR ADMISSIONS

- District of Columbia
- Georgia
- Maryland
- Virginia

Background

- Partner, Morris, Manning & Martin LLP, Atlanta, GA
- Of Counsel, Nelson Mullins Riley & Scarborough LLP, Atlanta, GA

Areas of Focus

PRACTICES

- Business Transactions
- Corporate Law and Governance
- Mergers and Acquisitions
- Private Equity and Venture Capital
- Representations and Warranty Insurance
- Securities Transactions and Compliance

INDUSTRIES

- Securities & Investment Companies
- Technology & Telecommunications