

## Webcast: The Art of the Spin-off

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Public companies have for many years used the spin-off as a technique for transferring a business unit that is no longer a good strategic fit with the businesses they wish to retain. Although there have been relatively few spin-offs since the pandemic began, this tool is likely to receive renewed attention as the economy emerges from the pandemic and companies reconfigure their businesses.

This webcast reviews the principal issues that management teams and their advisors are likely to confront when they structure a spin-off transaction, including corporate, tax, capital markets, intellectual property and employee benefits matters. It will focus on the latest techniques for solving the problems that most frequently arise in each of these areas.

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### PANELISTS:

**Stephen Glover** is a partner in Gibson Dunn's Washington, D.C. office and Co-Chair of the firm's Mergers and Acquisitions Practice Group. Mr. Glover has an extensive practice representing public and private companies in complex mergers and acquisitions, including spin-offs and related transactions, as well as other corporate matters. Mr. Glover's clients include large public corporations, emerging growth companies and middle market companies in a wide range of industries. He also advises private equity firms, individual investors and others.

**Daniel Angel** is a partner in Gibson Dunn's New York office, Co-Chair of the firm's Technology Transactions Practice Group and a member of its Strategic Sourcing and Commercial Transactions Practice Group. He is a transactional attorney who has represented clients on technology-related transactions since 2003. Mr. Angel has worked with a broad variety of clients ranging from market leaders to start-ups in a wide range of industries including financial services, private equity funds, life sciences, specialty chemicals, insurance, energy and telecommunications.

**Mike Collins** is a partner in Gibson Dunn's Washington, D.C. office and Co-Chair of the Executive Compensation and Employee Benefits Practice Group. His practice focuses on all aspects of employee benefits and executive compensation. He represents buyers and sellers in corporate transactions and companies in drafting and negotiating employment and equity compensation arrangements, and has advised many clients on the employment and benefits issues raised in corporate spin-offs.

**Andrew Fabens** is a partner in Gibson Dunn's New York office, Co-Chair of the firm's Capital Markets Practice Group and a member of the firm's Securities Regulation and Corporate Governance Practice Group. Mr. Fabens advises companies on long-term and strategic capital planning, disclosure and reporting obligations under U.S. federal securities laws, corporate governance issues and stock exchange listing obligations. He represents issuers and underwriters in public and private corporate finance transactions, both in the United States and internationally.

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**Saeed Muzumdar** is a partner in Gibson Dunn's New York office and a member of the firm's Mergers and Acquisitions Practice Group. Ms. Muzumdar is a corporate transactional lawyer whose practice includes representing both strategic companies and private equity clients (including their portfolio companies) in connection with all aspects of their domestic and cross-border M&A activities and general corporate counseling.

**Dan Zygielbaum** is a partner in Gibson Dunn's Washington, D.C. office and a member of the firm's Tax and Real Estate Investment Trust (REIT) Practice Groups. Mr. Zygielbaum's practice focuses on tax planning for public and private M&A, spinoffs, joint ventures, investment fund formations, real estate transactions, REITs, and capital markets transactions. His clients include private equity and real estate sponsors, public and private companies, REITs, sovereign wealth funds, and real estate investors, developers, managers, and lenders.

**Julia Lapitskaya** is of counsel in Gibson Dunn's New York office and a member of the firm's Securities Regulation and Corporate Governance Practice Group. Ms. Lapitskaya's practice focuses on corporate governance best practices, state corporate laws, SEC regulations and executive compensation disclosure issues, with particular emphasis on disclosure issues and issues arising in initial public offerings and mergers and acquisitions transactions.

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