

# Hostile Takeovers and Takeover Defense

Whether you are defending against a hostile takeover or launching an unsolicited proposal, our integrated, multidisciplinary team will provide you with the full range of strategies to steer you through these complex matters.

Our knowledge spans the world's major financial markets. Every day we advise on the application of U.S. tender offer and proxy rules (and relevant state codes), the UK's Takeover Code, and takeover regulations in other European and APME jurisdictions.

We can help with all aspects of hostile takeovers – including preparing training and bid defense manuals, analyzing and implementing takeover defenses, preparing or responding to an initial offer or "bear hug" letter, conducting tender offers and proxy contests, and implementing defensive strategies.

Our litigation team works seamlessly with our M&A lawyers to develop and implement effective litigation strategies in connection with these highly contentious transactions.

[Click here](#) for more detailed information on our global M&A practice.

## **Representative experience**

McCormick on its unsolicited bid for Premier Foods.

## **Practices**

Mergers and  
Acquisitions

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Christian Salvesen on its defense against Norbert D'Entressangle's bid.

Musculoskeletal Transplant Foundation, Inc., a nonprofit allograft tissue bank, on its unsolicited takeover proposal for Osteotech, Inc.

Cytec Corporation on its unsolicited takeover proposal for Vision Systems Limited, an Australian public company.

Elementis plc on its defense against activist investor action by Hanover Investors.

Harmony Gold Mining on its US\$8.9bn hostile bid for Gold Fields.

M.P. Evans on its successful defense of an unsolicited hostile cash offer of £415m by Kuala Lumpur Kepong Berhad.

Norilsk Nickel Group on its US\$6.3bn acquisition (initially hostile) of LionOre Mining.

OMX on its unsolicited takeover proposal for the London Stock Exchange.

Shaftesbury on its defense against the unsolicited partial tender offer by Sam Tak Lee.

Sodexo Marriott Services on its response to the US\$1.1bn unsolicited takeover proposal by Sodexo Alliance.

The Board of Northumbrian Water on the bid defense of the £4bn offer from Cheung Kong Infrastructure.