

Bruce W. Gilchrist

Senior Counsel

Washington, D.C.

Biography

Bruce Gilchrist, ranked as one of the leading lawyers for REITs, has been involved in some of the largest and most complex mergers, acquisitions, and IPOs involving REITs and other real estate companies, including the first UPREIT IPO and the creation of the first hospitality UPREIT.

Clients rely on Bruce to develop transaction structures that address complicated or novel situations in M&A and corporate finance work, as well as to help negotiate large, multifaceted transactions.

Bruce represents entities and individuals engaged in the real estate industry, including owners and operators of hotels, office buildings and multifamily properties, homebuilders, and management companies. Bruce also advises clients on energy-and- infrastructure-related capital markets, financing, and restructuring transactions.

In his 35 years of practice, Bruce has counseled on acquisitions and business combinations involving mergers, stock purchases, asset transactions, partnership rollups and operating partnership unit transactions (both public and private), leveraged buyouts, and tender offers. He has assisted in the structuring of joint venture arrangements for the ownership or acquisition of individual properties, portfolios, and entire real estate companies. Bruce has represented issuers and underwriters in IPOs and other



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Practices

Capital Markets

Corporate Governance and Public
Company Representation

Joint Ventures

Mergers and Acquisitions

Private Equity

REITs

Securities and Public Company
Advisory

Real Estate

Business Restructuring and
Insolvency

Africa Regional Practice

Industries

public offerings, as well as private placements of equity and debt securities, reorganizations, and recapitalizations.

Bruce helps clients concerning compliance with federal securities laws and regulations, including those relating to corporate governance and disclosure obligations.

Bruce has been recognized as a leading REIT lawyer by *Chambers* and *Legal 500*.

Representative experience

Advising Home Properties Inc. on its proposed US\$7.6bn acquisition by Lone Star Funds and a related DownREIT transaction with UDR Inc.

Advising General Electric on the sale of its US\$27bn global real estate equity and debt portfolio to Blackstone and Wells Fargo.

Advising Industrial Income Trust Inc. on its US\$4.6bn acquisition by Global Logistic Properties Ltd. and a related liquidating trust transaction.

Advising Equity Residential in its US\$16bn acquisition of the Archstone assets and liabilities from Lehman Holdings in a joint venture with AvalonBay.

Underwriters' counsel in the US\$2.6bn IPO of Paramount Group Inc., the largest REIT IPO in history.

Advising Bank of America, Merrill Lynch, and Goldman Sachs as underwriters' counsel in the US\$1.1bn IPO of Empire State Realty Trust.

Advising Host Hotels & Resorts Inc. in its conversion from a corporation to an UPREIT and related partnership rollups.

Advising NextEra Energy Partners, a renewable energy yieldco, in its US\$200m public equity offering and concurrent US\$700m private placement.

Awards and rankings

- REITs (Nationwide), *Chambers USA*, 2007-2013, 2018-2022
- Finance: Capital Markets: Debt Offerings,

Energy and Natural Resources

Real Estate

Private Capital

Areas of focus

Corporate Group Structures

Company Formation

Raising Debt Capital

Public Company Mergers and Acquisitions

Cross-border Mergers and Acquisitions

Carve-outs, Spin-offs, and Split-offs

Special Committee and Independent Director Representations

Education and admissions

Education

J.D., Columbia Law School, 1980

M.A., Columbia University, 1974

B.A., Columbia College, 1972

Memberships

Director, American Civil Liberties Union, National Capital Area Chapter

Bar admissions and qualifications

District of Columbia

New York

Recommended, *Legal 500 US*, 2021

- Acritas Star, *Acritas Stars Independently Rated Lawyers*, 2018-2020
- Capital Markets: Equity, Notable Practitioner, *IFLR1000*, 2020
- Capital Markets: M&A, Notable Practitioner, *IFLR1000*, 2020
- Real Estate, Notable Practitioner, *IFLR1000*, 2020

Latest thinking and events

- Press Releases
 - Hogan Lovells advises VICI Properties, Inc. on US\$17.2bn acquisition of MGM Growth Properties
- Press Releases
 - Hogan Lovells advises Greystar Real Estate Partners in the acquisition of Alliance Residential Company
- Press Releases
 - Hogan Lovells advises Industrial Property Trust in US\$3.99 billion sale to Prologis