

Richard Climan

Partner

Silicon Valley

Biography

Richard E. Climan is a preeminent M&A lawyer who has handled some of the most prominent and industry-changing acquisitions in the tech and life sciences sectors over the past three decades. He has been described as "one of the best legal minds in M&A" and a "gold-standard transactional lawyer." He is Global Head of Hogan Lovells' Tech M&A practice and sits on the firm's global Mergers & Acquisitions Leadership Team.

Climan excels at negotiating and advising multinational clients on all types of acquisition transactions and related matters. In *Chambers USA*, he has a Band 1 ranking, being described by clients as "the dean of M&A," a "total star" and a "visionary." He has been recognized by *The National Law Journal* as one of its inaugural technology law Trailblazers and one of the 100 Most Influential Lawyers in America. In each of the past four years, he was named one of the Top 100 Lawyers in California by the *Daily Journal*.

Since bringing the M&A group he leads to Hogan Lovells, Climan has led many high stakes deals, including Walmart's ~ US\$16 bn. cross-border acquisition of a 77% stake in Flipkart and Marvell Technology's acquisition of publicly traded Inphi, valued at ~ US\$10 bn.

As an adjunct faculty member at UCLA School of Law and a lecturer at UC Berkeley School of Law, Climan co-taught, with former Delaware Chief Justice Leo Strine, a course titled "Real World M&A."



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Practices

Mergers and Acquisitions

Corporate Governance and Public
Company Representation

Joint Ventures

Securities and Public Company
Advisory

Industries

Technology and Telecoms

Life Sciences and Health Care

Areas of focus

Public Company Mergers and
Acquisitions

Cross-border Mergers and

For more than 25 years, Climan has been an active member of the ABA Bus. Law Section's M&A Committee, with over 5,000 members, serving as Committee Chair from 2002 to 2006. He co-chairs the ABA's annual Nat'l M&A Institute, now in its 25th year, and is the former Chair of the Northwestern Securities Regulation Institute, now in its 49th year. He is founding Chair of the "Buyer Power Ratio" deal points study, launched in 2017.

Climan lectures around the world on M&A-related matters and has presented at Harvard, Columbia, Stanford, UC Berkeley, Duke and University of Virginia law schools.

Representative experience

Lead outside counsel to Walmart in its ~ US\$16bn acquisition of a majority stake in Flipkart.

Lead outside counsel to Marvell in its acquisition of Inphi in a transaction valued at ~ US\$10bn.

Lead outside counsel to Marvell in its acquisition of Cavium in a transaction valued at ~ US\$6bn.

Lead outside counsel to Marvell in its acquisition of Aquantia in a transaction valued at ~ US\$450m.

Lead outside counsel to Synopsys in its acquisition of Black Duck Software in a transaction valued at ~ US\$565m.

Lead outside counsel to Illumina in its successful defense against Roche's ~ US\$6.2bn hostile takeover attempt.*

Lead outside counsel to Sabre Corporation in its acquisition of Radixx, valued at ~ US\$110m.

Lead outside counsel to Synopsys in its acquisition of Magma Design Automation in a transaction valued at greater than US\$500m.*

Acquisitions

Hostile Takeovers and Takeover Defense

Special Committee and Independent Director Representations

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

Education and admissions

Education

J.D., Harvard Law School, cum laude, 1977

B.A., Harvard College, cum laude, 1974

Bar admissions and qualifications

California

Lead outside counsel to Brocade Communications in its acquisition of Foundry Networks in a transaction valued at more than US\$2.5bn.

Lead outside counsel to Aspect Development in its sale to i2 Technologies in a transaction valued at ~ US\$9bn.*

Lead outside counsel to Arterial Vascular Engineering in its sale to Medtronic in a transaction valued at greater than US\$3.5bn.*

Lead outside counsel to Gilead Sciences in its acquisitions of Myogen for ~ US\$2.5bn and CV Therapeutics for ~ US\$1.4bn.*

Lead outside counsel in the sale of the Los Angeles Dodgers to a buyout group led by Guggenheim Partners for more than US\$2bn.*

Lead outside counsel in the sale of Blackboard to a private equity group led by Providence Equity Partners for more than US\$1.6bn.*

Lead outside counsel to Oracle in its acquisition of Responsys for ~ US\$1.5bn.*

Lead outside counsel to VeriFone in its sale to Hewlett-Packard in a transaction valued at greater than US\$1bn.*

Lead outside counsel to Dell in its acquisition of Compellent Technologies for ~ US\$1bn.*

Lead outside counsel to Aspreva Pharmaceuticals in its sale to Galenica Group in a transaction valued at ~ US\$915m.*

Lead outside counsel to SEQUUS in its sale to Alza in a transaction valued at ~ US\$550m.*

Lead outside counsel to Arterial Vascular Engineering in its acquisition of CR Bard's cardio catheter laboratory business for ~ US\$550m.*

Lead outside counsel to Alibaba.com in its acquisition of Auctiva.*

Lead outside counsel to Gilead Sciences in its acquisitions of Triangle Pharmaceuticals and Corus Pharma.*

Lead outside counsel to Ant Financial in its acquisition of EyeVerify.*

Lead outside counsel to Onyx Pharmaceuticals in its acquisition of Proteolix.*

Lead outside counsel to Twilio in its acquisition of Authy.*

Lead outside counsel to Raptor Pharmaceuticals in its acquisition of the rights to Quinsair.*

Lead outside counsel to Dell in its acquisition of SecureWorks.*

Lead outside counsel to Recourse Technologies in its sale to Symantec.*

Lead outside counsel to Bank of America Merrill Lynch and Barclays as financial advisors on various acquisitions in the technology sector.*

*Matter handled prior to joining Hogan Lovells.

Awards and rankings

- Corporate/M&A (California – SF/SV & surrounding areas), Band 1, *Chambers USA*, 2020-2021
- M&A/Corporate and Commercial: M&A: Large Deals (\$1bn+), Leading Lawyer, *Legal 500 US*, 2021
- Global Elite Thought Leader, M&A and Corporate Governance, *Who's Who Legal*, 2020-2021
- Top 100 Lawyers in California, *Daily Journal*, 2010-2014, 2018-2021
- M&A, Highly Regarded - State, *IFLR1000*, 2021
- Pharmaceuticals and life sciences, Highly Regarded - State, *IFLR1000*, 2021
- Technology and telecommunications, Highly Regarded - State, *IFLR1000*, 2021
- 100 Most Influential Lawyers in America, *The National Law Journal*, 2006
- Technology Law Trailblazer, *National Law Journal*,

2019

- California Trailblazer, *The Recorder*, 2019
- US Innovative Lawyers, *Financial Times*, 2011, 2017, 2019
- Legends of the 500, *Lawdragon*, 2015

Latest thinking and events

- Hogan Lovells Events
 - M&A Boot Camp training series
- Press Releases
 - Hogan Lovells advises Synopsys on pending acquisition of WhiteHat Security
- Awards and Rankings
 - Hogan Lovells' global tech M&A leader named Top 100 California Lawyer for fourth consecutive year
- Press Releases
 - Hogan Lovells reaffirms its commitment to Northern California by signing lease on new Silicon Valley office
- Awards and Rankings
 - Three Silicon Valley M&A partners receive 2020 "Top 100" Daily Journal recognition
- Press Releases
 - Hogan Lovells represents Intel in its US\$900M acquisition of Moovit