

Tiffany Posil

Partner

Washington, D.C.

Biography

Tiffany Posil regularly advises public companies on Securities and Exchange Commission (SEC) reporting and disclosure obligations, corporate governance matters, and mergers and acquisitions.

Having joined the firm from the SEC's Office of Mergers and Acquisitions, Tiffany provides clients with unique insight into the administration and interpretation of the federal securities law requirements relating to mergers and acquisitions, proxy contests, tender offers, beneficial ownership reporting, and going-private transactions. Tiffany also assists public companies and their boards of directors in preparing for and defending against activist stockholders.

Before joining the SEC, Tiffany practiced in Wilmington, Delaware, where she counseled corporations, officers, directors, board committees, and stockholders in connection with a wide variety of transactional and advisory matters, including mergers and acquisitions, proxy contests, stockholder meetings, and corporate governance matters.

After law school, Tiffany served as a judicial law clerk to the Honorable Carolyn Berger of the Delaware Supreme Court.

Representative experience

Oracle (NYSE: ORCL) on its pending US\$28bn acquisition of Cerner Corporation.

Zendesk (NYSE: ZEN) on its pending acquisition of



Phone

+1 202 637 3663

Fax

+1 202 637 5910

Email

tiffany.posil@hoganlovells.com

Practices

Corporate Governance and Public Company Representation

Mergers and Acquisitions

Securities and Public Company Advisory

Industries

Technology and Telecoms

Real Estate

Consumer

Life Sciences and Health Care

Aerospace and Defense

Areas of focus

Proxy Solicitations, Shareholder

Momentive Global (NASDAQ: MNTV) in a stock-for-stock transaction with a reported value in excess of US\$4bn.

Kite Realty Group Trust (NYSE: KRG) on its US\$7.5bn acquisition of Retail Properties of America (NYSE: RPAI) in a stock-for-stock transaction.

QTS Realty Trust (NYSE: QTS) on the US\$10bn acquisition by affiliates of Blackstone Group (NYSE: BX) in an all-cash transaction.

FLIR Systems (NASDAQ: FLIR) on its US\$500m senior notes offering and its US\$8bn sale to Teledyne Technologies (NYSE: TDY) in a cash-and-stock transaction.

Marvell Technology Group (NASDAQ: MRVL) on its US\$10bn acquisition of Inphi (NYSE: IPHI) in a cash-and-stock transaction.

Lockheed Martin (NYSE: LMT) on its pending US\$4.4bn acquisition of Aerojet Rocketdyne (NYSE: AJRD) in an all-cash transaction.

Bristol-Myers Squibb Co. (NYSE: BMY) on its tender offer and redemption of up to US\$4bn of notes.

Rosetta Stone (NYSE: RST) on its US\$792m sale to Cambium Learning Group (NASDAQ: ABCD) in an all-cash transaction.

Griffin Realty Trust on its acquisition of Cole Office & Industrial REIT (CCIT II) (OTCMKTS: COLE) for approximately US\$1.2bn in a stock-for-stock transaction.

UnitedHealth Group (NYSE: UNH) on its acquisition of Diplomat Pharmacy (NYSE: DPLO).

Park Hotels & Resorts (NYSE: PK) on its US\$2.7bn acquisition of Chesapeake Lodging Trust (NYSE: CHSP) in a cash-and-stock transaction.

Clients in a broad range of liability management transactions, including repurchases, exchange offers, tender offers, issuer self-tenders, and consent solicitations.

Meetings, and Shareholder Proposals

Shareholder Activism

Disclosure and Reporting Obligations

Public Company Mergers and Acquisitions

Securities and Financial Regulatory Advice

Education and admissions

Education

LL.M., Georgetown University Law Center, 2012

J.D./M.B.A., University of South Carolina, 2005

B.S., University of North Carolina at Chapel Hill, 2001

Memberships

Chair, American Bar Association, Federal Regulation of Securities Committee Subcommittee on Proxy Statements and Business Combinations

Bar admissions and qualifications

District of Columbia

Delaware

Latest thinking and events

- Sponsorships and Speaking Engagements
 - Society for Corporate Governance 2023 National Conference
- Sponsorships and Speaking Engagements
 - Practising Law Institute: Mergers & Acquisitions 2023: Advanced Trends and Developments
- News
 - SEC adopts major Rule 10b5-1 amendments and disclosure requirements relating to securities transactions
- News
 - Five governance considerations for company positions on social and political issues
- Sponsorships and Speaking Engagements
 - Society for Corporate Governance 2022 Southeastern Chapter Annual Meeting and Conference
- News
 - SEC rule amendments require proxy disclosure of executive pay versus performance