

Jeffrey C. Gifford

Member

San Antonio

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Areas Of Practice

Health Care
Business Services
Mergers & Acquisitions
Mergers & Acquisitions Annual Survey
Family Business Transition Team
Biotechnology and Life Science
Corporate Finance
Private Equity, Venture Capital & Mezzanine Finance
Securities
Public Finance

Industries

Financial Industry Group
Regional Banking

Bar Admissions

Texas, 2004
Michigan, 1999

Education

University of Michigan Law School, J.D., 1999
Brigham Young University, B.A., 1996

Language

French

Jeff Gifford is the leader of Dykema's Corporate Finance Practice Group. Mr. Gifford counsels clients on mergers and acquisitions, public and private securities transactions, domestic and international commercial transactions, specializing in heavily regulated industries, including the financial institutions and health care industries. He works closely with accountants, investment bankers and other professionals to address and handle the complex issues that characteristically arise in transactions. Jeff also advises publicly traded and privately held companies on organizational restructuring and corporate governance matters. He serves as the Co-leader of both the Firm's Mergers and Acquisitions subgroup and the Family Business Transition Team.

Experience

Mergers, Acquisitions and Dispositions

- Acquisition of asphalt operations and assets for \$450 million plus inventory of approximately \$370 million.
- Sale of one of the premiere global exterior and interior automotive rearview mirror manufacturers to a Canadian investment group for \$320 million, plus the assumption of \$95 million in debt.
- Representation of London Stock Exchange Company in an approximate \$160 million stock and asset acquisition of the largest privately owned United States pest control business.
- Assisted one of the nation's largest security services companies, publicly traded in the U.K., with a \$75 million disposition of all of its U.S. security service entities to a U.S. publicly traded company, which allowed our U.K. client to focus its efforts on building a stronger base in its core U.S. business.
- Represented private health care software company in \$62 million acquisition by private equity firm.
- Sale of an interior design, engineering, and maintenance service business valued over \$30 million.
- Sale of \$55 million worth of international well servicing rigs business.
- Sale of an aircraft engineering and finishing business specializing in VWIP and head-of-state aircraft interiors valued at \$40 million.
- Sale of the largest IBM value-added reseller in the U.S. through a recapitalization transaction with a national private equity fund.

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- Acquisition of \$30 million international well servicing rigs business.
- Sale of \$13 million historical work of art.
- Sale of a historical Boeing B-17G bomber and related assets valued at \$4 million.
- Represented a pharmaceutical manufacturer in a \$1.2 million manufacturing joint venture investment.
- Acquisition's and Sales of Multiple State Banks and Branches throughout Texas.
- Facilitated the acquisition of a private market research, analysis and advertising company, by one of the leading publicly traded market research and advertising companies.
- Coordinated and directed a thin film disposition equipment manufacturer's acquisition of a competing manufacturer located in Taiwan which strengthened our client's strategic position in Asia allowing greater delivery capabilities to Asian markets.
- Helped our client to acquire two related Canadian private manufacturers of water heating systems and related products, providing our client with a better strategic position in Canadian and North American markets.

Securities

- Represented our client in a \$216 million offering to the U.S. Department of Treasury to provide our client with additional capital to facilitate further lending and potential acquisitions of other financial institutions.
- Assisted our client with a \$100 million shelf offering of its common stock providing our client with greater capital resources to expand its U.S. and European operations into Asian markets.
- Orchestrated a complex refinancing for an oil and gas development and production client that included a \$125 million debt offering and subsequent exchange.
- Representation of a public company in connection with a \$150 million shelf offering.
- Representation of a public company in connection with a \$88 million follow-on public offering.
- Represented numerous health care, technology, manufacturing and financial institutions in raising private funds to further corporate objectives.
- Regularly assist several clients with their preparation and filing of SEC reports and related filings, including response letters to SEC comment letters.

Commercial Transactions

- Drafted and negotiated software license and related professional service agreements with major computer software and information technology consulting companies for comprehensive ERP software suite affecting virtually every aspect of the client company.
- Represented numerous clients in various contractual arrangements involving companies doing business in Europe, Asia, South America, Africa and Australia.

Seminars & Speeches

Reps & Warranties Insurance: Shifting Indemnification Responsibility in Acquisitions, CLE Presentation, Association of Corporate Counsel of South/Central Texas
March 6, 2019

Precision Contracts: Advanced Principles for Drafters, CLE Presentation, Association of Corporate Counsel of South/Central Texas
March 7, 2018

Avoiding Boilerplate Burns: Hidden Dangers in your Miscellaneous Provisions, CLE Presentation, Association of Corporate Counsel of South/Central Texas
September 6, 2017

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The Eagle Ford Impact: Regional Economic Conditions Affecting Texas Banks, San Antonio, Texas
May 18, 2016

Recapitalization: The Third Way, Speaker, Texas CEO Magazine
February 12, 2015

What's Your Exit Strategy?, Business Transition & Succession Seminar Hosted by Cox Smith, Padgett Stratemann and Navidar
April 8, 2014

Publications

2018 Mergers & Acquisitions Outlook Survey
October 17, 2018

"Representations & Warranties Insurance: The New Frontier in Private Deal Making"
Fall 2018
Association of Corporate Counsel - South/Central Texas

2017 Mergers & Acquisitions Outlook Survey

"M&A in 2017: Starting to Cool Off?"
November 18, 2016
CFO Magazine

2016 Mergers & Acquisitions Outlook Survey
October 24, 2016

"Is It Time to Pull the M&A Trigger?"
February 2, 2016
CFO Magazine

2015 Mergers & Acquisitions Outlook Survey
October 30, 2015

News

Jeff Gifford Talks to *Texas Lawyer* About Results of Latest Dykema M&A Survey
October 17, 2018

Jeff Gifford Predicts Increased Energy Deals in *Mergermarket* Report
July 17, 2018

Gifford and McKeown Gaze Into 2018 M&A Crystal Ball for *Law360*
December 8, 2017

San Antonio Business Journal Reviews Dykema M&A Survey
October 25, 2017

Jeff Gifford Talks to *American Banker* About Post-Hurricane Effects on Mergers & Acquisitions
September 18, 2017

Jeff Gifford and John Pray Unveil M&A Predictions in *CFO Magazine*
November 18, 2016

Thomas Vaughan and Jeffrey Gifford Quoted in *Financier Worldwide* Report on Dykema M&A Forecast
November 8, 2016

Jeff Gifford Quoted in *Law360* Article about M&A Activity
November 2, 2016

Jeff Gifford Analyzes M&A Survey Results in *Texas Lawyer*
October 26, 2016

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Jeff Gifford Quoted in *Law360* Article on M&A
May 6, 2016

Jeff Gifford and John Pray III Co-Author M&A Article for *CFO Magazine*
February 3, 2016

Memberships & Involvement

- American Bar Association
- Federal Bar Association
- State Bar of Texas
- San Antonio Bar Association
- Association of Corporate Counsel, Ethics Follies Presenter

Community/Civic Activities

- North San Antonio Chamber Board of Directors, 2012-2014
- North San Antonio Chamber of Commerce Leadership Lab, Alumnus
- Greater San Antonio Chamber of Commerce, Leadership San Antonio, Class XXXIV
- Greater San Antonio Chamber of Commerce, Economic Development Council, Steering Committee Member, 2008
- Alamo Area Council of the Boy Scouts of America, numerous positions held
- San Antonio Management Society, Co-founder and Former Treasurer

Awards & Recognition

- Selected for inclusion as a "Texas Rising Star," *Law and Politics Magazine*, 2010-2011
- *S.A. Scene*, "San Antonio's Best Lawyers," 2008-2011
- *S.A. Scene*, "San Antonio's Rising Stars," 2009
- *San Antonio Business Journal*, "Forty Under Forty," 2009