



Tax

WilmerHale’s nationally recognized tax lawyers have decades of experience advising clients on their most challenging tax questions and are capable of efficiently managing matters of any size and complexity. We deliver significant value to our clients by providing creative, strategic and practical tax-planning solutions in a wide variety of contexts, including in connection with domestic and international M&A and financing transactions, complex partnership tax matters and issues specific to tax-exempt organizations.

PRACTICE AT A GLANCE

- **M&A Transactions:** We advise public and private companies and their owners on the structuring and execution of taxable and tax-free mergers, acquisitions, spin-offs, restructurings and liquidations.
- **Capital Markets and Financing:** We advise companies and investors on tax issues related to private company financings, secondary transactions, public offerings, including Up-C structures, debt transactions and private equity financings.
- **Strategic Investments:** We advise life science companies and financial institutions on tax issues relating to their collaborations, joint ventures and other strategic investments.
- **Complex Partnership Taxation:** We regularly guide private equity, venture capital and hedge funds, as well as other financial services company clients, through complex tax issues unique to partnership taxation.
- **International Tax Planning:** We develop and implement tax-efficient structures for cross-border transactions and regularly advise on transfer pricing structures and international sales and manufacturing business models. We routinely lead multi-jurisdictional planning and advisory projects.
- **Tax-Exempt Organizations:** Our tax-exempt organizations practice advises a broad spectrum of US and foreign nonprofit organizations, including universities, museums, private foundations, and research and charitable organizations.
- **State and Local Tax:** We advise clients in their interactions with the IRS and other state and local tax authorities.



Named a leading tax practice
in Massachusetts

2010-2025



Tax practice ranked in the first tier
nationally every year since 2010

U.S. News – Best Lawyers

2010-2025



Recognized as a leading firm
for US Taxes

2019-2025

SELECT EXPERIENCE

Mergers and Acquisitions

We have advised buyers and sellers across industries, providing tax advice on acquisitions, sales, debt financing and post-restructuring planning. Select experience includes our representation of:

- **Akamai Technologies**, a company specializing in cloud computing, cybersecurity, and content delivery network services, in numerous acquisitions, including Linode for \$900 million, Guardicore for \$600 million, and Prolexic Technologies for \$403 million.
- **General Catalyst**, the largest shareholder of Livongo, in the merger of Livongo and Teladoc Health, valued at \$18.5 billion, and the sale of its portfolio company Clarabridge for \$1.125 billion.
- **Herb Chambers**, a privately owned dealership group, in the sale of various automotive dealerships to Asbury Automotive Group for \$1.34 billion
- **MKS Instruments**, a global provider of technologies that enable advanced processes and improve productivity, in numerous acquisitions, including Atotech for \$4.4 billion (financing counsel), Electro Scientific Industries for \$1 billion, and the proposed acquisition of Coherent for \$6.1 billion.
- The **Nordstrom** family in the \$6.5 billion take-private transaction of Nordstrom, Inc.
- **Revvity (FKA PerkinElmer)**, a leading provider of health science solutions, technologies, expertise and services, in numerous acquisitions and divestitures, including the sale of its Applied, Food and Enterprise Services businesses to New Mountain Capital for \$2.45 billion and its purchases of BioLegend for \$5.25 billion and Oxford Immunotec for \$591 million.
- **Thermo Fisher Scientific**, a global life science and clinical research company, in numerous acquisitions and divestitures, including the purchases of Phadia Group for \$3.5 billion and Propel Labs for \$220 million, and the sale of its Anatomical Pathology and Cell Culture businesses for \$1.1 billion and \$1 billion, respectively.

Financings/Capital Markets Transactions

We regularly represent public company issuers, as well as venture-backed companies, on the tax aspects of debt and equity offerings, credit agreements and venture financings. Select experience includes our representation of:

- **Akamai Technologies** in a \$1.265 billion offering of convertible senior notes (with related hedging transactions).
- **Strategy (FKA MicroStrategy)**, the world's first and largest Bitcoin Treasury Company, in a \$21 billion "at-the-market" equity offering.
- **State Street Corporation**, a leading provider of financial services to institutional investors, in a \$2.75 billion registered notes offering.
- **McCormick & Company**, an American food company, in a \$500 million offering of senior notes.
- **BioCatch**, a pioneer in behavioral biometrics intelligence, in an approximately \$600 million secondary transaction with Permira.

SEAMLESS COLLABORATION BETWEEN TAX AND OTHER MARKET-LEADING PRACTICES

