



Marita A. Makinen

Partner
Chair, Mergers & Acquisitions
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Marita brings insight, clarity, and "unbelievable attention to detail" (*Chambers*) to her transactional work for some of the world's best-known brands. She counsels public and growth-stage technology and consumer products clients on a broad spectrum of issues, with a focus on mergers and acquisitions as well as minority and control investments. Her deals—whether buy side or sell side—frequently involve highly complex capital structures, intricate management incentives, talent retention issues, and protection of intellectual property. Marita's ability to identify the impact of these issues while anticipating short- and long-term complications has led to a steady stream of significant transactions. Clients value her long-term approach to relationships, describing her as a "company-focused" lawyer who sees each transaction within a larger strategic context.

For public companies, Marita advises in the areas of corporate governance and reporting obligations. Known for her astute interpretation of SEC rules and regulations, she provides practical disclosure advice grounded in a solid understanding of her clients' business objectives. She advises on both routine public reporting matters and complex restatements and stock exchange rule compliance issues.

EXPERIENCE

- > Represented PVH Corp., one of the world's largest apparel companies, in the sale of its Speedo North America business to Pentland Group, the parent company of Speedo International Limited, for \$170 million in cash, subject to a working capital adjustment.
- > Represented The Estée Lauder Companies Inc. (NYSE: EL) in its acquisition of Have & Be Co. Ltd., the Seoul-based, global skin care company behind Dr. Jart+ and Do The Right Thing. Have & Be Co. Ltd. has a total enterprise value of \$1.7 billion.
- > Represented Compassionate Care Hospice, a community-based organization providing hospice care nationwide, in its \$340 million sale to Amedisys, Inc. (NASDAQ: AMED). This transaction makes Amedisys the third largest hospice provider in the U.S.
- > Represented Cerberus Capital Management, L.P. in the acquisition of Sparton Corporation (NYSE:SPA) by a Cerberus affiliate. Sparton Corporation is a provider of complex and sophisticated electromechanical devices with capabilities that include concept development, industrial design, design and manufacturing engineering, production, distribution, field service, and refurbishment.
- > Represented The Estée Lauder Companies Inc. in its acquisitions of Too Faced, BECCA Cosmetics, By Kilian, GLAMGLOW, Parfums Frédéric Malle, RODIN olio lusso, Le Labo, and Smashbox Beauty Cosmetics.
- > Represented The Estée Lauder Companies Inc. in its investments in DECIEM—a fast-growing, vertically integrated multibrand company—and Have & Be Co. Ltd., the South Korean company behind skin care brands Dr. Jart+ and Do The Right Thing.
- > Represented Topix Pharmaceuticals, a New Mountain Capital portfolio company and independent leader in skincare products, in connection with the acquisitions of Derma E and Clarity Clinical Skin Care, Inc. (dba "ClarityRx"), two rapidly growing California-based natural skincare companies.
- > Represented New Mountain Capital and its portfolio company, Revint Solutions, in connection with the acquisition by Revint Solutions of AcuStream, a revenue assurance specialty company dedicated to the healthcare industry, and CloudMed, a revenue assurance company specializing in the inpatient coding and documentation side of the healthcare revenue cycle.
- > Represented Diligent Corporation (NZX: DIL), the leading provider of secure online collaboration and document sharing solutions for boards, committees, and leadership teams, in its acquisition by Insight Venture Partners, a leading global venture capital and private equity firm.
- > Represented BASF Corporation in its acquisition of Zed X Inc., a leader in the development of digital agricultural intelligence, and in its successful tender offer for Verenum Corp., a leading industrial biotechnology company focused on the development and commercialization of high-performance enzymes.
- > Represented Gravitas Technology Services LLC, a leading provider of technology-enabled middle office solutions to alternative asset managers, in its sale to Linedata, a Paris-based publicly traded software company.
- > Represented Diligent Corporation in its acquisition of Thomson Reuters' Boardlink business, a software-as-a-service (SaaS) provider of board and leadership team collaboration solutions.

- > Represented ATMI Inc., a public company providing advanced materials and material delivery systems, in its investment in and commercial contracts with BlackPak Inc., a joint venture formed to develop natural gas storage systems for automotive and commercial applications.
- > Represented a private investor in the acquisition of a controlling interest in a high-technology defense contractor and a subsequent roll-up acquisition.
- > Represented an investment fund in the acquisition of a controlling interest in Revolution Lighting Technologies, a Nasdaq-listed public company and leading provider of LED lighting solutions, and subsequently represented Revolution Lighting in several roll-up acquisitions.
- > Represented NextWave Wireless in its acquisition by AT&T, including the purchase and redemption of NextWave's \$1.1 billion in secured notes.
- > Represented Buddy Media in its sale to Salesforce.com for \$745 million.
- > Represented an investor group led by Bessemer Venture Partners in the sale of Endeca—a leading provider of unstructured data management, web commerce, and business intelligence solutions—to Oracle Corp.
- > Represented ShareFile, a market-leading provider of cloud-based data storage and collaboration, in its sale to Citrix Systems.
- > Represented Ipreo, a global provider of capital markets technology solutions, in its sale to private equity firm KKR for \$425 million.
- > Represented Ulticom Inc., a public company in the communications technology sector, in its sale process and merger with affiliates of Platinum Equity.
- > Represented L-1 Identity Solutions, a public company in the secure identification sector, in its acquisitions of Digimarc Corporation, Bioscrypt Inc., McClendon, Advanced Concepts Inc., and Iridian Technologies.
- > Represented Viisage Technology Inc. in its \$770 million merger with Identix Inc., each a public company in the secure identification sector.

HONORS & AWARDS

- > **The Deal: Women in Dealmaking (2021)**
Recognizing women lawyers who are making an impact on the dealmaking community, advising on the most important transactions of the year in their field, and taking a leadership role in promoting change
- > **Global M&A Network: Top U.S.A. Women Dealmakers (2019)**
Recognized for executing value generating transactions, exemplifying the "Distinction in Dealmaking" qualities, and for unique expertise, prominence and influence among clients, colleagues, peers, and the industry.
- > **Who's Who Legal: M&A and Governance (2019)**
Recognized as a leading Corporate Governance attorney
- > **Chambers USA: America's Leading Lawyers for Business (2012-2013)**
Recognized as a leading Corporate/M&A attorney

NEWS & INSIGHTS

Publications

- > October 27, 2017
"To Sell, or Not to Sell," *NY Law Journal*
Marita A. Makinen
- > December 10, 2015
"Due Diligence in the Digital Age: What We've Lost," *Corporate Counsel*
Marita A. Makinen
- > 2012
"Acqui-Hires for Growth: Planning for Success," *Venture Capital Review*
Marita A. Makinen, Anthony W. Raymundo

In the Media

- > January 6-11, 2021
Lowenstein's representation of **NextWave HoldCo LLC** (NextWave) in the company's signing of a new \$200 million senior secured first lien term loan facility provided by Canyon Partners, LLC, is noted in the **Global Legal Chronicle** and **Business Wire**. The Lowenstein team included **Marita A. Makinen, Michael A. Buxbaum, Lowell A. Citron, Michael Walutes, Jacob D. Unger,** and **Matthew Tippy**. **View Lowenstein's news announcement about this transaction.**
- > January 9-14, 2020
Lowenstein's representation of **PVH Corp.** [NYSE:PVH] in its definitive agreement to sell its Speedo North America business to Pentland Group for \$170 million in cash is highlighted in **Law360, Bloomberg Law, Retail Dive, Financial News,** and the **Global Legal Chronicle**. The Lowenstein deal team included **Marita A. Makinen, Andrew P. Erdmann, Doreen M. Edelman, Andrew E. Graw, Darren Goodman, Mary J. Hildebrand, Matt Savare, Michael Walutes, Jeffrey M. Shapiro, Jack Sidorov, Abbey E. Baker, Manali Joglekar, Justin Gindi, Sophia Mokotoff,** Nicole Rae Morales, **Bryan Sterba,** and **Vikram Paul**. The PVH team included Mark Fischer, Jeffrey Hellman, and Meredith Felz (Legal),

along with Dana Perlman and Lina Yoo (In-house Deal Makers). *(subscription required to access certain content)* [View Lowenstein's news announcement about this transaction.](#)

> November 18-26, 2019

Lowenstein's representation of **The Estée Lauder Companies Inc.** in its acquisition of the shares that the company does not already beneficially own in Have & Be Co. Ltd., the Seoul-based, global skin care company behind Dr. Jart+ and men's grooming brand Do The Right Thing, is noted in **Mergers & Acquisitions**, **Yahoo! Finance**, **Digital Commerce 360**, **PYMNTS.com**, the **Global Legal Chronicle**, **The Deal** (article; deal listing), **Law360**, **Business Wire**, **Bloomberg**, and **The Beauty Influencers**. Led by partner **Marita A. Makinen**, the Lowenstein deal team includes **Gina M. Seong**, **Darren Goodman**, **Doreen M. Edelman**, **Mary J. Hildebrand**, **Matt Savare**, **Michael Walutes**, **Jack Sidorov**, **Abbey E. Baker**, **Kate Basmagian**, **Manali Joglekar**, **Taryn E. Cannataro**, **Sophia Mokotoff**, **Carly S. Penner**, **Bryan Sterba**, and **Matthew Tippy**. *(subscription required to access article)* [View Lowenstein's news announcement about this transaction.](#)

> November 9, 2019

Lowenstein's representation of **W2O**, the leading independent provider of analytics-driven, digital-first marketing communications to the health care sector, in the acquisition of Arcus Medica, a recognized leader in medical and scientific communications, highlighted in the **Global Legal Chronicle**. The Lowenstein deal team included **David L. Goret**, **Marita A. Makinen**, **Andrew P. Erdmann**, **Matthew Tippy**, **Eugene R. Cheval**, **Tracy F. Buffer**, **Michael Walutes**, **Sophia Mokotoff**, **Megan Monson**, **Matt Savare**, **Bryan Sterba**, **Mary J. Hildebrand**, **Manali Joglekar**, **Carly S. Penner**, **Amy Komoroski Wiwi**, and **James C. Shehan**. [View Lowenstein's news announcement about this transaction.](#)

> July 12-19, 2019

Longtime firm client Tower International's (NYSE: TOWR) acquisition by private equity-owned Autokiniton Global Group, in a \$900 million deal expected to close in September or October, is reported in **Crain's Detroit Business**, **The PE Hub Network**, **Automotive News**, **InvestorsHub**, **Law360**, **Smart Business Dealmakers**, **Mergers & Acquisitions**, and the **Global Legal Chronicle**. (Lowenstein deal team: **Peter H. Ehrenberg**, **Andrew E. Graw**, **Lowell A. Citron**, **Marita A. Makinen**, **Jeffrey Blumenfeld**, **Jack Sidorov**, **Jeffrey M. Shapiro**, **Elisia M. Klinka**, **Justin Gindi**, **Kate Basmagian**, **Daniel C. Porco**, **Matthew A. Weston**, **Erica Perlmutter**, **Robert Bee**, **Sabrina Cua**, **Brian A. Silikovitz**, **Kristin V. Taylor**, **Katie R. Glynn**, **Nicholas G. Mehler**, **Doreen M. Edelman**, **Lynda A. Bennett**, **Megan Monson**, **Michael B. Himmel**, and **Norman W. Spindel**) [View Lowenstein's news announcement about this transaction.](#)

> February 6-8; March 9, 2019

Lowenstein Sandler's role as legal counsel to New Mountain Capital and portfolio company Topix Pharmaceuticals, Inc. in connection with the acquisition by Topix of ClarityRx Clinical Skin Care, Inc. is highlighted in **The PE Hub Network**, **Business Wire**, the **San Fernando Valley Business Journal**, **Cosmetics Technology**, and the **Global Legal Chronicle**. (Lowenstein deal team: **Marita A. Makinen**, **David L. Goret**, **Michael Walutes**, **Matt Savare**, **Vanessa A. Ignacio**, **Anthony W. Raymundo**, **Megan Monson**, **Bryan Sterba**, and **Jacob D. Unger**.) [View Lowenstein's news announcement about this transaction.](#)

> January 24, 2019

The PE Hub Network, **The Deal**, and **Law360** (December 12, 2018; January 24, 2019) note Lowenstein Sandler as lead counsel to Cerberus Capital Management, L.P. in its acquisition of Sparton Corporation (NYSE: SPA). (Lowenstein deal team: **Marita A. Makinen**, **Robert G. Minion**, **Jeffrey Blumenfeld**, **Mary J. Hildebrand**, **Nicholas G. Mehler**, **Christine Osvald-Mruz**, **Matt Savare**, **Jeffrey M. Shapiro**, **James C. Shehan**, **Michael Walutes**, **Jack Sidorov**, **Norman W. Spindel**, **Stuart S. Yusem**, **Manali Joglekar**, **Sabrina Cua**, **Allison Gabala**, **Megan Monson**, **Alex H. Rosenthal**, **Bryan Sterba**, **Matthew Tippy**, **Lauren E. Killeen**, and **Lauren M. Troeller**.) *(subscription required to view certain content)* [View Lowenstein's news announcement about this transaction.](#)

> October 10, 2018

StreetInsider.com, **MarketWatch**, **RTTNews**, **The Advocate**, **Markets Insider**, and **Seeking Alpha** highlight Lowenstein client Compassionate Care Hospice's entering a definitive agreement to be acquired by Amedisys, Inc. (Lowenstein deal team: **Marita A. Makinen**, **Annie Nazarian Davydov**, **James C. Shehan**, **Michael Walutes**, **Michael N. Goen**, **Darren Goodman**, **Sophia Mokotoff**, **Jack Sidorov**, and **Scott Siegel**.) [View Lowenstein's news announcement about this transaction.](#)

> May 30, 2018

Cosmetics Technology and **Business Wire** note Lowenstein Sandler as legal counsel to **New Mountain Capital** and portfolio company **Topix Pharmaceuticals, Inc.**, in their acquisition of **DERMA E**. (Lowenstein deal team: **Marita A. Makinen**, **David L. Goret**, **Matt Savare**, **Michael Walutes**, **Darren Goodman**, **Eric Jesse**, **Manali Joglekar**, **Marc S. Kurzweil**, **Kimberly E. Lomot**, **Justin Gindi**, **Tim Janas**, **Megan Monson**, **Leah Satlin**, and **Jacob D. Unger**.)

SPEAKING ENGAGEMENTS

> Panelist, **Assessing Your Readiness for M&A**, In-House Innovates East Conference, October 25, 2016

EDUCATION

> Columbia University School of Law (J.D. 1993), Senior Articles Editor, *Columbia Business Law Review*; Harlan Fiske Stone Scholar; Olin Junior Fellow in Law and Economics
> Michigan State University (B.A. 1989), cum laude, Phi Beta Kappa

ADMISSIONS

> New York