

Amy E. Gilbert

Partner

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OVERVIEW

Amy advises public and private companies on a variety of domestic and cross-border corporate and transactional matters, including mergers and acquisitions, divestitures, restructurings, capital markets transactions, corporate governance, and securities law compliance matters. She frequently works with Japanese-based public companies acquiring and/or investing in U.S. companies and family/founder-owned businesses.

Amy graduated *summa cum laude* from Case Western Reserve University, where she earned her J.D. While attending law school, she gained admission into the Order of the Coif, served as publisher of the *Case Western Reserve Law Review*, and served as a judicial extern for U.S. District Court Judge Dan Polster. Amy was also a certified legal intern in the Community Development Clinic at the Milton A. Kramer Law Clinic Center, where she acted as general counsel and advised on a range of issues including employment, tax, and intellectual property.

REPRESENTATIVE MATTERS

Mergers and Acquisitions

- Advised a *Fortune* 100, NYSE-listed consumer goods company on multiple strategic acquisitions of personal care and skin care businesses.
- Advised an NYSE-listed retail jewelry company on multiple strategic acquisitions, including from founder-owned businesses and private equity firms.
- Advised a U.S.-based family office in connection with its acquisition of a controlling equity interest in a privately held e-commerce advertising and marketing agency.
- Advised a U.S.-based family investment office in connection with its acquisition of a noncontrolling interest in multiple strategic growth companies.
- Advised a global chemical company on its carve-out auction sale of a business division.
- Advised a global information technology company on its acquisition of a business specializing in mobile data optimization, internet traffic management, and data management solutions and services.
- Represented an industry-leading, founder-owned disaster response and recovery business in its sale to a private equity firm.
- Represented a multinational chemical company in its acquisition of a biopharmaceutical contract process and development services company from a private equity firm.

- Advised a global manufacturing services company on its acquisition by a private equity firm.

Corporate Governance

- Represented boards of directors and leadership of publicly held global companies on responding to investor activism and shareholder proposals, including proxy access and sustainability proposals, CEO transition and board succession, and self-evaluation processes.
- Advised public company clients in connection with SEC reporting and proxy solicitations.

Capital Markets

- Advised a *Fortune* 200, NYSE-listed public energy company on its issuance of US \$1.25 billion of debt securities.
- Advised a NYSE-listed renewable energy company on its issuance of US \$1.1 billion of debt and US \$300 million of convertible debt securities.
- Advised a NYSE-listed renewable energy company on its issuance of US \$550 million of convertible preferred equity securities.

TOP AREAS OF FOCUS

- Capital Markets
- Corporate
- Corporate Governance
- Mergers + Acquisitions
- Private Equity

PROFESSIONAL/COMMUNITY INVOLVEMENT

- Member, Association for Corporate Growth, Atlanta Chapter
- Member, State Bar of Georgia
- Member, State Bar of Ohio
- Member, The Japan-America Society of Georgia

EDUCATION AND CERTIFICATIONS

EDUCATION

- Case Western Reserve University School of Law, J.D., *summa cum laude*, 2016, Order of the Coif
- The Ohio State University, B.S.B.A., *cum laude*, 2013

BAR ADMISSIONS

- Georgia
- Ohio

SPEAKING ENGAGEMENTS

- Speaker, “U.S. M&A Law Seminar” and “Representations & Warranties in M&A Agreements,” Thomson Reuters Japan Presentation to International Corporate Counsels Association (INCA), May 29, 2024, in Tokyo, Japan.

PUBLICATIONS

- Co-author, “Family Office Insights: Practical Tips For Cybersecurity While Working From Home,” *Financial Advisor*, April 2020.
- Co-author, “Family Office Insights: The Family Office Rule Under the Investment Advisers Act,” June 2017.
- Co-author, “Family Office Insights: Direct Investing – A Continuing Trend Among Family Offices,” October 2016.
- Note, “The Time Has Come: A Proposed Revision to 17 U.S.C. § 203,” *Case Western Reserve Law Review*, 2016.