Gary Apfel

Retired Partner

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As a former executive for a multinational high tech company, Gary offered his c-suite and board clients a strategic perspective on the challenges and opportunities they face in matters of corporate governance and other key business issues.

OVERVIEW

Boards of directors at major corporations, including pharmaceutical manufacturers, auto makers, energy sector companies, and financial services firms, relied on Gary for seasoned counsel regarding corporate compliance matters and governance issues. Particularly adept at identifying and managing risks in major transactions such as reorganizations and restructurings, mergers and acquisitions, public and private securities offerings and commercial transactions, Gary brought long experience to his role as a strategic advisor. He also counseled boards of directors regarding their fiduciary duties and other responsibilities.

Before joining the firm, Gary was co-chair of the Consumer Financial Services Group at a global law firm headquartered in New York City. Before that, he served for two years on the Vorstand (management board) of ELSA AG, a German high-tech company, and as chairman of its U.S. subsidiary, ELSA, Inc.

Gary has written and lectured extensively on corporate compliance. He is the co-author of "The Consumer Financial Protection Bureau Reporter," a four volume treatise published by CCH/Wolters Kluwer on Titles X and XIV of the Dodd-Frank Act and the regulatory framework they establish. Gary has spoken at programs presented by the Society of Corporate Compliance and Ethics, the Institute for Corporate Counsel, the Practicing Law Institute, the U.S. Federal Trade Commission, and the Securities and Exchange Commission.

Gary is a member of the American Bar Association and its Consumer Financial Services Committee and Special Task Force on Public Company Acquisitions.

REPRESENTATIVE MATTERS

Compliance and Corporate Governance

- Served as special counsel to the corporate advisor and monitor of a leading global pharmaceutical manufacturer pursuant to an SEC Consent Decree and a U.S. Department of Justice Deferred Prosecution Agreement; the representation focused on compliance and corporate governance.
- Advised the board of directors of a major oilfield services company on matters involving corporate governance,

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compliance and fiduciary duties.

- Advised the board of directors of a major networking hardware and software company on matters involving corporate governance, compliance and fiduciary duties.

Reorganizations and Restructuring

- Represented one of the world's largest motor vehicle manufacturers in the planning and implementation of its successful restructuring under Chapter 11, which allowed the company to emerge from bankruptcy only 40 days after its initial filing.
- Represented a Japanese trading company in connection with the company's worldwide reorganization.
- Represented a major German company in the restructuring of its oil and gas business in the U.S.

Mergers and Acquisitions

- Represented the management of a public U.S. corporation in connection with the leveraged buyout of that company.
- Represented a U.S. insurance company in the acquisition of the group health and life insurance operations of a major life insurance company.
- Represented a utility holding company in the acquisition of a Florida utility.
- Represented the developers of a major Beverly Hills, CA, high-end retail shopping mall in connection with the sale of the mall to Japanese investors.

Corporate Finance

- Represented a Bermuda insurance company in its initial public offering (IPO) and listing on the New York Stock Exchange (NYSE).
- Represented a German high-tech company in its IPO and listing on the NYSE.
- Represented a German high-tech company in a private U.S. offering of its common stock as part of a global IPO.

AWARDS

- *Best Lawyers in America*®: "Lawyer of the Year" in Mergers and Acquisitions Law (2021)
- Recognized in *Southern California Super Lawyers* (2005-2016)
- *Best Lawyers in America*®: Mergers and Acquisitions Law (2007-2025)

TOP AREAS OF FOCUS

- Consumer Financial Services
- Finance + Banking
- Financial Services

EDUCATION AND CERTIFICATIONS

EDUCATION

- Columbia Law School, J.D., 1976, James Cook Kent Scholar; Harlan Fiske Stone Scholar

- New York University, B.A., *magna cum laude*, 1973, Phi Beta Kappa

BAR ADMISSIONS

- California
- New York

LANGUAGES

- German (fluent)