Samuel Baker

Associate

Atlanta

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OVERVIEW

Sam focuses his practice on counseling both public and private companies, as well as private equity and investment funds, with respect to a wide range of transactions and general corporate matters. His mergers and acquisitions practice includes providing counsel to private equity funds and their portfolio companies, as well as strategic purchasers and sellers, in connection with public and private mergers and acquisitions and investment transactions. Sam also represents clients in relation to securities offerings, capital markets-related compliance matters, and general corporate governance.

In addition to representing his corporate clients, Sam also holds an active pro bono practice consisting of representing nonprofit corporate entities in connection with formation, governance and strategic transaction matters.

REPRESENTATIVE MATTERS

Mergers and Acquisitions

- Represented Franchise Group, Inc., a publicly traded owner and operator of franchised and franchisable businesses, in its $2.6 billion “going private” acquisition by its senior management team in partnership with an investor consortium.
- Represented Mangrove Equity Partners LP in connection with its acquisitions of Wear-Concepts, Inc., NORMco Pump & Power, LLC and Griffin Gear, Inc.
- Represented one of the largest nonhazardous, integrated solid waste services companies in the Southeast in connection with its acquisition of two waste services companies with assets including a landfill, transfer station, 50+ municipal contracts and commercial and industrial accounts serviced throughout the Southeast.
- Represented a private equity sponsored legal technology company in its acquisition of another legal technology company.
- Represented a Southeastern-based accounting firm in its sale to a private equity buyer as part of the buyer’s unique roll-up blueprint.
- Represented a publicly traded bank holding company with assets of $3.8 billion in its $542 million merger with another publicly traded bank holding company.

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Capital Markets

- Routinely serves as company counsel in connection with numerous private placements of mortgage bonds and senior notes by a publicly traded energy utility company and its wholly owned subsidiary, totaling an aggregate of more than $1billion in 2022, 2023, and 2024.
- Served as underwriters' counsel for Synovus Financial Corp. in connection with a $500 million senior bank notes offering.
- Represented numerous issuers and placement agents in connection with public and private debt and equity offerings, including PIPE transactions.

Joint Venture and Investment Transactions

- Represented real estate investment companies in connection with joint ventures and equity capitalization transactions, including a real estate investment group in its over $350 million joint venture with private equity investors for the purpose of acquiring cold storage companies across the U.S.
- Represented a nonbanking financial services company in its joint venture and equity capitalization transactions with financial institutions.
- Represented a venture capital fund in its investments in biotechnology, and computer hardware and software technology companies.

Other

- Represented several publicly held companies in connection with their '34 Act reporting and corporate governance matters, including a leading global provider of specialty technology products and solutions, a global technology leader in engineered materials for high-speed electronics and an international franchiser and producer of confectionary products.

TOP AREAS OF FOCUS

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

ALL AREAS OF FOCUS

- Capital Markets
- Corporate
- Corporate Governance
- Emerging Companies + Venture Capital
- Mergers + Acquisitions
- Payments + Financial Technology
- Private Equity

PROFESSIONAL/COMMUNITY INVOLVEMENT

- Member, State Bar of Georgia

EDUCATION AND CERTIFICATIONS

EDUCATION

- Vanderbilt University Law School, J.D., *Order of the Coif, Dean's Scholar*, 2021
- The University of Alabama, B.A., *summa cum laude, Phi Beta Kappa*, 2018

CERTIFICATIONS AND MEMBERSHIPS

- Certificate in Law and Business, Vanderbilt University Law School

BAR ADMISSIONS

- Georgia

COURT ADMISSIONS

- Supreme Court of Georgia
- Court of Appeals of Georgia
- Georgia Superior Courts