

## Hill Jeffries

### Senior Counsel

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Hill Jeffries focuses his practice on a variety of corporate finance transactions, including U.S. and international capital markets transactions, mergers and acquisitions, securities regulation, and corporate governance for public and private companies.

Hill represents companies and investment banking firms in a wide variety of corporate finance transactions. He has completed approximately 140 public offerings, including 25 initial public offerings, having an aggregate value of approximately \$175 billion. Hill also represents public and private companies in merger and acquisition transactions. He has completed more than 40 mergers, acquisitions, and dispositions with consideration of more than \$10 billion. He also advises boards of directors and committees of directors on fiduciary duties and liabilities, change in control issues, antitakeover strategies, crisis management, corporate governance, compliance, and ethics.

Hill is regularly listed in a number of national publications as a leading corporate attorney, including *Chambers USA: America's Leading Lawyers for Business* (Senior Statesperson – Corporate/M&A – Georgia), *The Best Lawyers in America*<sup>®</sup>, which has named Hill “Atlanta Lawyer of the Year” in Securities Law on multiple occasions, and BTI Consulting Group, which has named Hill a “Client Service Super All-Star.”

Hill is the past leader of the firm’s Corporate Transactions & Securities Group, former head of the firm’s Securities & Capital Markets practice, and former co-leader of the firm’s overall corporate practice.

#### **Representative Experience**

- Underwriters’ counsel in 20 public and Rule 144A offerings of notes aggregating \$50 billion by the world’s best-known beverage company.
- Dealer-managers’ counsel in three debt tender offers totaling \$7.15 billion by the world’s best-known beverage company.
- Counsel to a publicly held telecommunications billing software company in its \$3 billion sale to a UK-based software company in one of the largest combinations of software companies in history.
- Company counsel in a \$7.7 billion initial public offering, the third-largest IPO in history at the time.
- Counsel to a publicly held energy services company in its auction and subsequent \$770 million sale.
- Counsel to the world’s largest and best-known home improvement retailer in 11 public offerings of notes aggregating \$25 billion.
- Securities regulatory counsel to the world’s largest package delivery company.
- Counsel to one of the world’s largest credit and financial information reporting companies in its \$500 million public spinoff of its identification verification business.

- Counsel to the U.S. Department of the Treasury in a public auction of common stock warrants received by Treasury from a bank holding company as consideration for Treasury's investment of TARP funds in the bank holding company.

### *Professional & Community Engagement*

- Atlanta Bar Association Business & Finance Law Section, founding director
- State Bar of Georgia, Georgia Business Corporation Code Revision Committee
- First Presbyterian Church of Atlanta, elder
- The Vasser Woolley Foundation, trustee
- The Westminster Schools, emeritus trustee and general counsel

### *Education*

- University of Virginia (J.D., 1980)
- University of Virginia (A.B., 1977)

### *Admitted to Practice*

- Georgia

### *Related Services*

Capital Markets & Securities | Mergers & Acquisitions | Corporate Governance