Prepared for distribution at the
HOT TOPICS IN MERGERS & ACQUISITIONS 2014
Program
Chicago, September 9, 2014
New York City, October 2, 2014

CONTENTS:

PROGRAM SCHEDULE ........................................................................... 9

FACULTY BIOS ...................................................................................... 13

1. Overview of the Current M&A Landscape (July 2014).................... 49
   George W. Bilicic
   Lazard
   Michael Carr
   Goldman, Sachs & Co.
   R. Scott Falk
   Kirkland & Ellis LLP
   Mark I. Greene
   Cravath, Swaine & Moore LLP
   Sarkis Jebejian
   Kirkland & Ellis LLP
   Dusty Philip
   Goldman, Sachs & Co.
   Antonio F. Weiss
   Lazard

2. Recent Developments in Delaware Corporate Law...................... 55
   C. Stephen Bigler
   Raymond J. DiCamillo
   Richards, Layton & Finger, P.A.

3. The Resilient Rights Plan: Recent Poison Pill
   Developments and Trends (July 2014).......................................... 97
   Mark D. Gerstein
   Bradley C. Faris
   Tiffany F. Campion
   Christopher R. Drewry
   Latham & Watkins LLP
4. Forum Selection Bylaws—A (Relatively) Short Primer  
(June 30, 2014) ............................................................................. 155  
Ting S. Chen  
Damien R. Zoubek  
Cravath Swaine & Moore LLP

5. Selected Topics in Private Company M&A Transactions  
(July 14, 2014) .............................................................................. 165  
Ann Beth Stebbins  
Skadden, Arps, Slate, Meagher & Flom LLP

Deborah L. Feinstein  
Federal Trade Commission

7. The Significance of Consent Orders in the Federal Trade Commission’s Competition Enforcement Efforts  
(September 17, 2013) ................................................................... 205  
Deborah L. Feinstein  
Federal Trade Commission

8. MOFCOM Signals Tougher Stance on Non-Reported M&A Deals (ACER Quarterly) (January–May 2014) ..................229  
Adrian Emch  
Hogan Lovells International LLP  
Submitted by:  
Janet L. McDavid  
Hogan Lovells US LLP

Sherry Hu  
Hogan Lovells International LLP  
Submitted by:  
Janet L. McDavid  
Hogan Lovells US LLP
10. New HSR and Interlocking Directorate Thresholds
   Announced for 2014 (Hogan Lovells’ Antitrust, Competition
   and Economic Regulation Alert) (January 17, 2014) .................... 239
   Joseph G. Krauss
   Michele S. Harrington
   Charles E. Dickinson
   Hogan Lovells US LLP
   Submitted by:
   Janet L. McDavid
   Hogan Lovells US LLP

11. EU Merger Control—New Measures Aimed to Reduce
    Administrative Burden (ACER Quarterly)
    (October 2013–January 2014) ...................................................... 247
    Peter Citron
    Hogan Lovells International LLP
    Submitted by:
    Janet L. McDavid
    Hogan Lovells US LLP

12. Judge Rules Non-Reportable, Consummated Merger
    Violates U.S. Antitrust Law (ACER Quarterly)
    (October 2013–January 2014) ...................................................... 255
    Joseph G. Krauss
    John Robert Robertson
    Hogan Lovells US LLP
    Submitted by:
    Janet L. McDavid
    Hogan Lovells US LLP

13. Recent Trends in Shareholder Activism and M&A
    (July 2014) .................................................................................... 259
    Stephen Fraidin
    William B. Sorabella
    Kirkland & Ellis LLP

14. The Parade of Horribles Has Begun—How Delaware
    is Dismantling Stockholder Rights .............................................. 271
    Michael Hanrahan
    Prickett Jones & Elliott, P.A.

15. Defendants’ Responses to Multi-Forum Litigation ..........331
    Kenneth J. Nachbar
    Morris, Nichols, Arsh & Tunnell LLP
16. Forum Selection and Attorney’s Fees Bylaws .......................343
Submitted by:
Kenneth J. Nachbar
*Morris, Nichols, Arsht & Tunnell LLP*

17. Ethical Issues in Negotiating Transactions
(February 14, 2014) .......................................................................355
 Jodi A. Simala
 Subhan Baig
 Rosemarie Farhat
 Cecil Hall
 Jessie Waller
 *Mayer Brown LLP*

18. What You Need To Know About Antitrust
(PowerPoint slides) .......................................................................381
 Janet L. McDavid
 *Hogan Lovells US LLP*

INDEX ...................................................................................................403

Program Attorney: Grace O’Hanlon