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PEOPLE

Peter Jonathan Halasz

Of Counsel

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Advises on mergers and acquisitions, securities, private equity, international business and investment funds.

In private equity M&A, Peter represents clients in auctions and sales, restructurings and leveraged capitalizations, mergers, unsolicited tender offers, privatizations, international joint ventures, special-committee representations and venture capital investments.

In finance, he represents issuers and underwriters in public offerings of equity and debt, commercial paper and euro medium-term note programs, Rule 144A offerings, and the organizations and offerings of alternative investment fund products.

Peter was ranked as one of the Top 10 lawyers in the nation in the area of International Trade and Finance in the 2008, 2009, 2010 and 2011 editions of the *United States Lawyer Rankings*.

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Practices

MERGERS AND ACQUISITIONS

HEDGE FUNDS

INVESTMENT MANAGEMENT

PRIVATE EQUITY

Bar Admissions

Connecticut

New York

Court Admissions

US Supreme Court

Education

Harvard Law School, JD

- *cum laude*

Harvard Business School, MBA

Harvard University, AB

- *magna cum laude*
- Phi Beta Kappa

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Representations

Mergers & Acquisitions and Private Equity

- Auctions and sales, including those of Oberon Software Inc., Easco Corporation, Circle K Corporation, Avatar Holdings Inc., Steamboat Ski & Resort Corporation, Heavenly Valley Ski & Resort Corporation and Orlando Resort Corporation.
- Restructurings, leveraged recapitalizations and buyouts, including Mohawk Rubber Company, Kinder-Care Inc., PSC Inc. and Cerberus.
- Leveraged and management buyouts and acquisitions, including Freeman Spogli & Co., Tweedy, Browne Inc., Morgan Stanley Leveraged Equity Fund II, L.P., Castle Harlan and MOD-PAC.
- Mergers, including The CIT Group, Inc. with Newcourt Credit Group, Inc., Danaher Corporation with Easco Hand Tools, Inc. and Lorimar Inc. with Telepictures Corporation.
- Unsolicited tender offers, including those for Kansas Gas and Electric Company and Interco.
- Deals in the life sciences sector including for startup biotech Samus Therapeutics, Prof. Larry Norton of Memorial Sloane Kettering, BioPharma Alliances and Research Collaborations of Weill Cornell Medical College and Tel Aviv University.
- Representation of Special Committees, including Safety Components Inc. with respect to the acquisition of Valentec International Corporation, JP Stevens in its auction and sale to West Point Pepperell and Circle K in connection with its auction.
- Activist matters for Carlson Capital.
- Venture capital investments, including representation of venture capital funds, internet incubators and startup companies including Adage Capital Partners, Ballentine Capital and The Sprout Group.
- Representation of Special Committees, including Safety Components Inc. with respect to the acquisition of Valentec

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International Corporation, JP Stevens in its auction and sale to West Point Pepperell and Circle K in connection with its auction.

- Domestic joint ventures for RealOp Management and D.B. Zwirn.

Cross-Border and Asia

- Sale of a controlling interest in Kyo-ya Hotels & Resorts LLC.
- Unsolicited tender offer for shares of Seibu Holdings, a Japanese public company.
- Sale of a significant interest in Seibu Holdings for $446 million.
- Acquisition of a significant stake in Aozora Bank from Softbank.
- Tender offer for shares of Aozora Bank.
- Listing of shares in Aozora Bank.
- Sale of Cerberus's $2.5 billion stake in Aozora.
- Acquisition, restructuring and $1.37 billion sale of a controlling stake in Kokusai Kogyo by Cerberus.
- Acquisition and restructuring and subsequent disposition of Radia (f/k/a) Goodwill Group Inc. in Japan.
- Acquisition and subsequent disposition of a significant stake in HKC Holdings, a Hong Kong listed company.
- Various transactions for Showa Jisho, a Japanese property developer.
- Various transactions in Taiwan and in Korea.
- Privatizations, including those of Malev Airlines and Egis Pharmaceuticals.
- International joint ventures, including for Revlon, Asian Strategic Investments Corporation, Ashta International and Huszar International Partners, L.P.
- Representation of issuers and underwriters in public offerings of equity and debt, including offerings of Huaneng Power International,

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News Corporation, SinoAmerican Telecom and China North Industries Investments Limited.

- Euro medium-term note programs for Nichimen America Inc., AGA Capital, Toray Industries and NKK Capital.
- Commercial paper programs for Asahi Glass, CIMC, Chinatex and Minmetals.

Finance and Funds

- Representation of issuers and underwriters in public offerings of equity and debt, including offerings of Telepictures Corporation, Resource Engineering Inc. and Danaher Corporation.
- Representation of Merrill Lynch in the offering under Rule 144A of cumulative guaranteed perpetual capital securities of Swire Pacific Offshore Financing Limited, and $1 billion of TOPrS by News Corporation.
- Organization and offering of advice to investment funds, including China Automotive Components Group, L.P., and Alliance Brewing Group, L.P., Spring Mountain Capital, Gleacher & Co., Tel Aviv University, Baystar Capital, Revelation Capital, Globis Capital, Amici Capital, Linden Advisers, Polar Asset Management and HomeUnion.

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Publications

- "Private Equity Update: Final Merger Guidelines Released," *Schulte Alert,* Jan. 2, 2024
- "Walking the Walk: FTC Lawsuit Targets Private Equity Roll-Up Strategy," *Schulte Alert,* Oct. 2, 2023; republished in *The Journal of Federal Agency Action*, March-April 2024
- "Proposed HSR Changes: What Fund Managers Need to Know," *Schulte Alert,* July 14, 2023
- "FTC Increases 2023 Thresholds for HSR Filings and Interlocking Directorates," *Schulte Alert,* Jan. 25, 2023
- "HSR Update: New Federal Law Substantially Increases Filing Fees for Large Deals and Imposes Foreign Subsidy Disclosure Requirements," *Schulte Alert,* Jan. 6, 2023
- "Increased HSR Act Thresholds Announced for 2022," *Schulte Alert*, Jan. 24, 2022
- "FTC and DOJ Issue Surprise Announcement: Temporary Suspension to Early Terminations to HSR Act Merger Filings," *Schulte Alert*, Feb. 4, 2021
- "Decreased HSR Act Thresholds Announced for 2021," *Schulte Alert*, Feb. 2, 2021
- "National Security Foreign Investment Regulation and COVID-19: Impact on CFIUS and Expanded Review by Australia, Canada, the European Union and Spain," *Schulte Alert*, April 28, 2020
- "Hart-Scott-Rodino – No HSR Act Merger Filings March 16 – Temporary Electronic Filing Procedures to Start March 17, with No Early Terminations," *Schulte Alert*, March 16, 2020
- "Proposed HSR Act Rules to Increase Reporting for Funds Making Minority Investments in Foreign Issuers," *Schulte Alert*, Nov. 25, 2019
- "What Fund Managers Need to Know About Recent Proposed CFIUS Regulations," *Schulte Alert*, Oct. 23, 2019, co-author;

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republished in *Harvard Law School Forum on Corporate Governance and Financial Regulation*, Nov. 17, 2019

- "Increased HSR Act Thresholds Announced for 2019," *Schulte Alert*, Feb. 19, 2019, co-author
- *Hedge Funds: Formation, Operation and Regulation,* ALM Law Journal Press, co-author; Full Court Press, 2022, co-author
- "When Is Antitrust Merger Review Over? Judge Considers Separating Merged Company Pending Review of DOJ Settlement (CVS/Aetna)," *Schulte Alert*, Dec. 10, 2018, co-author; republished in *Law360*, December 2018
- "CFIUS: What Private Equity Funds Need To Know About Mandatory Declarations and the Expansion of Transactions Subject To Review," *Schulte Alert*, Nov. 9, 2018 (co-author); republished in *EurekaHedge*, December 2018
- "*Qualcomm*: CFIUS Halts Board of Directors Proxy Fight, Blocks Foreign Company Effort to Acquire a US-Based Semiconductor Company," *Schulte Alert*, March 29, 2018, co-author
- "Increased HSR Act Thresholds Announced for 2018," *Schulte Alert,* Jan. 30, 2018, co-author
- "Private Equity Guide 2017 – USA," *The International Comparative Legal Guide to: Private Equity 2017,* Global Legal Group, co-author
- "Increased HSR Act Thresholds Announced for 2017," *Schulte Alert*, Feb. 17, 2017, co-author
- "Hart-Scott-Rodino Update: Investor Fined for Violation Even Without a Stock 'Purchase,'" *Schulte Alert*, Aug. 12, 2016, co-author
- "Activism and Passivity: HSR Act and Section 13(d) Developments for Investors," *Schulte Alert*, July 28, 2016, co-author; republished in *Westlaw Journal – Derivatives,* Aug. 11, 2016, *Westlaw Journal – Securities Litigation & Regulation,* Aug. 18, 2016, and *The Hedge Fund Journal,* September 2016
- "HSR Act Update: 150-Percent Increase in Maximum Civil Penalties for Violations; Yearly Increases to Follow," *Schulte Alert*, July 7, 2016, co-author

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- "Private Equity Guide 2016 – USA," *The International Comparative Legal Guide to: Private Equity 2016,* Global Legal Group, co-author
- "Activist Investing Update: DOJ's HSR Action Against ValueAct Highlights Uncertainties Regarding the 'Investment-Only' Exemption," *Schulte Alert*, May 20, 2016, co-author; republished in *The Hedge Fund Journal*, June 2016
- "Increased HSR Act Thresholds Announced for 2016," *Schulte Alert*, Jan. 21, 2016, co-author
- "FTC Publicizes Change in Policy Regarding Valuation of Publicly Traded Securities Under the Hart-Scott-Rodino Act," *Schulte Alert*, Dec. 9, 2015, co-author
- "Hart-Scott-Rodino Filing Update: Recent Settlement Interprets 'Investment-Only' Exemption Narrowly," *Schulte Alert*, Sept. 3, 2015, co-author; republished in *Bloomberg BNA – World Securities Law Report*, Sept. 30, 2015
- "Private Equity Guide 2015 – USA," *The International Comparative Legal Guide to: Private Equity 2015 ,* Global Legal Group, co-author
- "Increased HSR Act Thresholds Announced for 2015," *Schulte Alert*, Jan. 15, 2015, co-author
- "China Eases Restrictions on Outbound Investments with Publication of New Policy," *Schulte Alert*, May 2014, co-author; republished in *Law360*, May 8, 2014
- "Increased HSR Act Thresholds Announced for 2014," *Schulte Alert*, Jan. 21, 2014, co-author
- "Hart-Scott-Rodino Act: US Levies $720K Civil Penalty for Failure to Re-File for Additional Stock Acquisitions," *Schulte Alert*, June 25, 2013, co-author
- "Cross-Border PE Buyer/Public Target M&A Deal Study," *The International Comparative Legal Guide to: Mergers & Acquisitions 2013,* Global Legal Group, 2013
- "Increased HSR Act Thresholds Announced for 2013," *Schulte Alert,* Jan. 14, 2013, co-author

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- "Investor Fined for Alleged Misuse of HSR Act Passive Investment Exemption," *Schulte Alert*, Oct. 8, 2012, co-author
- "China" in A Guide to Energy, Natural Resources and Utility Law suppl. to *International Financial Law Review*, April 1996, co-author with E. Duffy and H. Lee
- "New Rules of the Game," *The China Business Review*, Jan.-Feb. 1996, co-author with L. Lan

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Speaking Engagements

- "Recent Developments in Fund Structuring Terms," NYCBA Private Equity Structuring: The Basics, January 2017
- "East Meets West: How Strengthened U.S.-Asia Ties Are Changing the Cross-Border Investment Ecosystem," Penn APALSA's 16th Annual Conference: The Asia Exchange: You at the Crossroads of U.S. Law & Asia's Rise, January 2017
- "Recent Developments in Fund Structuring Terms," NYCBA Private Equity Structuring: The Basics, September 2015
- "Developments in Outbound China M&A: Opportunities for U.S. Private Equity Owners," Schulte Asia Investment Series, February 2015
- Mergermarket Cross-Border M&A Spotlight Webinar, September 2014
- "How American Interests Can Catch the Wave of Chinese Overseas Investing," Golden Networking China Leaders Forum, October 2013
- Young Jewish Professionals Hedge Fund and Private Equity Fund Forum, March 2013
- "Post-Crisis Relationship Between U.S. and China," Golden Networking China Leaders Forum, December 2012
- "Capital Markets: Investment, Trading and the Future of China," Columbia University Chinese Student and Scholars Association Third Annual Columbia China Prospects Conference, November 2012
- "How to Locate and Expedite Your Next Deal," Mergermarket Webcast, June 2012
- "The Current Economic and Investment Climate in China: A Conversation with 'Mr. China,'" Schulte Asia Investment Series, June 2012

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- Chair and moderator, “Is It Just a Matter of Time Before China Takes Over the World?” Golden Networking China Leaders Forum, October 2011
- “The Current State of the Private Equity Investment Environment in China,” Schulte Asia Investment Series, July 2011
- AIFEA Private Equity and Venture Capital Funds Boot Camp, November 2010
- “Acquisitions,” Columbia University School of Law, July 2010

Memberships

- Corporation Law Committee, New York City Bar Association
- American Bar Association
- New York State Bar Association
- President, North American Conference on Ethiopian Jewry
- Former Chairman, American Friends of Sheba Medical Center – Tel Hashomer, Inc.
- Former Secretary, America Israel Friendship League
- Adjunct Professor of Law, Fordham University School of Law

Distinctions

- *The Legal 500 US*
- The United States Lawyer Rankings – named one of the Nation’s Top 10 International Trade & Finance Lawyers, 2008-2011
- *New York Super Lawyers*
- New York State Bar Association Empire State Counsel Honoree

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Prior Experience

- Skadden, Arps, Slate, Meagher & Flom

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