



## Jeffrey M. Shapiro

Partner

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Best known for his experience as a transactional and business lawyer, Jeffrey gives his clients practical, actionable advice on a complete range of transactions and issues, including mergers and acquisitions, proxy contests, stockholder and member rights, governance, reorganizations, LLC formations, commercial transactions, and corporate law matters.

Jeffrey regularly represents stockholders and issuers in all aspects of proxy contests and consent solicitations as well as on related governance issues. He also has extensive experience counseling clients on stockholder and member disputes, oppression claims, and business divorce matters.

Public and private companies call on Jeffrey for advice on Hart-Scott-Rodino Act antitrust issues in mergers and acquisitions and investment transactions.

Jeffrey is co-author of the definitive book on New Jersey corporate law and practice, *New Jersey Corporations and Other Business Entities*. He has also published numerous articles on Hart-Scott-Rodino Act issues, corporate law developments and securities matters, and frequently speaks about activist investor campaigns.

## EXPERIENCE

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> Representative transactions include:

- Special Situation Fund's proxy contest with Response Genetics, Inc.
- TDI Power's proxy contest
- Cerberus Capital Management's \$1.1 billion acquisition of Tower Automotive out of bankruptcy
- Oliver Press Partners' proxy contest with Emageon Inc.
- Lucent Technologies' \$295 million acquisition of Telica
- Oliver Press Partners' proxy contest with The Phoenix Companies, Inc.
- Winebow, Inc. in its strategic transaction with Freeman Spogli & Co.
- Oliver Press Partners' board nominations to, and settlement with, Coherent, Inc.
- The Newark Group's \$175 million offering of senior subordinated notes
- Wilshire Enterprises' proxy contest with Bulldog Investors
- Anadigic's \$100 million offering of convertible notes
- Oliver Press Partners' solicitation involving Comverse Technology
- Palisade Capital's \$20 million investment in Kroll Inc.
- Elite Pharmaceuticals' proxy contest

## HONORS & AWARDS

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> **Chambers USA: America's Leading Lawyers for Business (2020)**

Recognized for work in Corporate/M&A

## NEWS & INSIGHTS

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### Publications

> February 8, 2021

**"Federal Trade Commission Announces Slightly Lower 2021 HSR Thresholds,"** *Antitrust/Competition Client Alert*

Jeffrey Blumenfeld, Zarema A. Jaramillo, Jeffrey M. Shapiro, Jack Sidorov

> September 25, 2020

**"FTC Proposes New HSR Rules Exempting Certain Under-10% Investments and Aggregating Within Fund Families," *Antitrust/Competition Client Alert***

Leiv Blad Jr., Jeffrey Blumenfeld, Zarema A. Jaramillo, Jeffrey M. Shapiro, Jack Sidorov, Allison M. Vissichelli

> April 16, 2020

**"New Jersey Amends Law To Permit Remote Member Meetings For Nonprofit Corporations," *Corporate Client Alert***

Jeffrey M. Shapiro, Timothy J. Nichols

> April 7, 2020

**"The Certainty of Antitrust Review in Uncertain Times," *Antitrust/Competition Client Alert***

Leiv Blad Jr., Jeffrey Blumenfeld, Zarema A. Jaramillo, Jeffrey M. Shapiro, Jack Sidorov

> March 27, 2020

**"U.S. Antitrust Agencies Resume Early Terminations," *Antitrust/Competition Client Alert***

Leiv Blad Jr., Jeffrey Blumenfeld, Zarema A. Jaramillo, Jeffrey M. Shapiro, Jack Sidorov

> March 23, 2020

**"COVID-19: The Reaction of U.S. Antitrust Agencies," *Antitrust/Competition Client Alert***

Leiv Blad Jr., Jeffrey Blumenfeld, Zarema A. Jaramillo, Jeffrey M. Shapiro, Jack Sidorov

> March 21, 2020

**"New Jersey Amends Law to Permit Remote Shareholder Meetings," *Corporate Client Alert***

Jeffrey M. Shapiro

> January 29, 2020

**"2020 HSR Thresholds Announced by Federal Trade Commission," *Antitrust/Competition Client Alert***

Jack Sidorov, Jeffrey Blumenfeld, Jeffrey M. Shapiro

> March 5, 2019

**"2019 HSR Thresholds Announced by Federal Trade Commission," *Antitrust/Competition Client Alert***

Jack Sidorov, Jeffrey Blumenfeld, Jeffrey M. Shapiro

> February 5, 2018

**"2018 HSR Thresholds Announced by Federal Trade Commission," *Antitrust/Competition Client Alert***

Jack Sidorov, Jeffrey Blumenfeld, Jeffrey M. Shapiro

> January 26, 2017

**"2017 HSR Thresholds Announced by Federal Trade Commission," *Antitrust/Competition Client Alert***

Jack Sidorov, Jeffrey Blumenfeld, Jeffrey M. Shapiro

> February 4, 2016

**"2016 HSR Thresholds Announced by Federal Trade Commission," *Antitrust/Competition Client Alert***

Jack Sidorov, Jeffrey Blumenfeld, Jeffrey M. Shapiro

## In the Media

> November 5-10, 2020

Lowenstein's representation of longtime client **InSite Wireless Group, LLC** in its definitive agreement to be acquired by **American Tower Corporation** (NYSE: AMT) is noted in ***StreetInsider.com***, ***The Deal***, ***Reuters*** (November 5, 2020: 1; November 5, 2020: 2), ***Westlaw Today***, ***Law360*** (November 5, 2020; November 6, 2020), ***citybizlist***, ***Netscape***, the ***Global Legal Chronicle***, ***ICLG***, and ***Business Wire***. Lowenstein has represented InSite on a number of transactions, most recently in its **acquisition of Repeater Communications Group, LLC**. The Lowenstein deal team included **Michael A. Brosse, Eugene R. Cheval, Traci M. Tomaselli, Eric Swartz, Sabrina Cua, Timothy J. Nichols, Michael Walutes, Megan Monson, Darren Goodman, Jeffrey Blumenfeld, Lowell A. Citron, Marc S. Kurzweil, Andrew E. Graw, Nicholas G. Mehler, Jeffrey M. Shapiro, Julie Levinson Werner, Norman Spindel, Jack Sidorov, and Matthew P. Hintz. [View Lowenstein's news announcement about this transaction.](#)**

> September 4, 2020

Lowenstein's representation of **Traub Capital**, an investment firm specializing in building value in consumer companies using its unique combination of strategic, operational, and financial expertise, in the company's purchase of MANA Products, a premier beauty contract manufacturer based in Long Island City, New York, is noted in the ***Global Legal Chronicle***. The Lowenstein deal team included **Michael A. Brosse, Lauren M. Troeller, Lowell A. Citron, Doreen M. Edelman, Darren Goodman, Ted Hunter, Marc S. Kurzweil, Gavin J. Rooney, Jeffrey M. Shapiro, Michael Walutes, James C. Shehan, Norman W. Spindel, Daniel A. Suckerman, David Toma, Stuart S. Yusem, Abbey E. Baker, Eric Jesse, Stacey C. Tyler, Naomi D. Barrowclough, Matthew P. Hintz, Manali Joglekar, Kimberly E. Lomot, Kathleen A. McGee, Megan Monson, Zachary L. Berliner, Christian C. Contardo, Mark S. Heinzelmann, Amanda C. Lutick, Michael T. Melchiorre, Joshua A. Rabinovits, Stephen Tanico, Jenna-Marie Tracy, Joseph Mignone, and Keith Janowitz. [View Lowenstein's news announcement about this transaction.](#)**

> January 9-14, 2020

Lowenstein's representation of **PVH Corp.** [NYSE:PVH] in its definitive agreement to sell its Speedo North America business to Pentland Group for \$170 million in cash is highlighted in ***Law360***, ***Bloomberg Law***, ***Retail Dive***, ***Financial News***, and the ***Global Legal Chronicle***. The Lowenstein deal team included **Marita A. Makinen, Andrew P. Erdmann, Doreen M. Edelman, Andrew E. Graw, Darren Goodman, Mary J. Hildebrand, Matt Savare, Michael Walutes, Jeffrey M. Shapiro, Jack Sidorov, Abbey E. Baker, Manali Joglekar, Justin Gindi, Sophia Mokotoff, Nicole Rae Morales, Bryan Sterba, and Vikram Paul**. The PVH team included Mark Fischer, Jeffrey Hellman, and Meredith Felz (Legal),

along with Dana Perlman and Lina Yoo (In-house Deal Makers). *(subscription required to access certain content)* [View Lowenstein's news announcement about this transaction.](#)

> July 12-19, 2019

Longtime firm client Tower International's (NYSE: TOWR) acquisition by private equity-owned Autokinon Global Group, in a \$900 million deal expected to close in September or October, is reported in **Crain's Detroit Business**, **The PE Hub Network**, **Automotive News**, **InvestorsHub**, **Law360**, **Smart Business Dealmakers**, **Mergers & Acquisitions**, and the **Global Legal Chronicle**. (Lowenstein deal team: **Peter H. Ehrenberg**, **Andrew E. Graw**, **Lowell A. Citron**, **Marita A. Makinen**, **Jeffrey Blumenfeld**, **Jack Sidorov**, **Jeffrey M. Shapiro**, **Elisia M. Klinka**, **Justin Gindi**, **Kate Basmagian**, **Daniel C. Porco**, **Matthew A. Weston**, **Erica Perlmutter**, **Robert Bee**, **Sabrina Cua**, **Brian A. Silikovitz**, **Kristin V. Taylor**, **Katie R. Glynn**, **Nicholas G. Mehler**, **Doreen M. Edelman**, **Lynda A. Bennett**, **Megan Monson**, **Michael B. Himmel**, and **Norman W. Spindel**) [View Lowenstein's news announcement about this transaction.](#)

> May 1; May 25, 2019

**Morningstar Inc.**, **Yahoo Finance**, **BioSpace**, **Cision PR Newswire**, **Chain Drug Review**, and the **Global Legal Chronicle** note Lowenstein Sandler as counsel to Crown Laboratories, Inc. and Hildred Capital Partners LLC in Crown's acquisition of the North American distribution rights to Keri from GlaxoSmithKline plc (NYSE: GSK). (Lowenstein deal team: **Herschel S. Weinstein**, **Sam E. Khan**, **Mitchell McDonald**, **James C. Shehan**, **Matthew P. Hintz**, **Michael A. Buxbaum**, **Matthew Tippy**, **Erica Perlmutter**, **Jeffrey M. Shapiro**, and **Jack Sidorov**.) [View Lowenstein's news announcement about this transaction.](#)

> March 12-April 18; May 24, 2019

**Mondaq News**, **Retail Dive**, **The PE Hub Network**, **StreetInsider.com**, and the **Global Legal Chronicle** cover news of Lowenstein client Ethoca's acquisition by Mastercard. (The Lowenstein deal team included: **Steven E. Siesser**, **Traci M. Tomaselli**, **Anthony O. Pergola**, **Lesley P. Adamo**, **Jeffrey Blumenfeld**, **Jeffrey M. Shapiro**, **Jack Sidorov**, **Michael J. Mueller**, **Darren Goodman**, **Megan Monson**, **Gina M. Seong**, **James McDonough**, **Sophia Mokotoff**, **Erica Perlmutter**, and **Lauren Killeen**.) [View Lowenstein's news announcement about this transaction.](#)

> January 24, 2019

**The PE Hub Network**, **The Deal**, and **Law360 (December 12, 2018; January 24, 2019)** note Lowenstein Sandler as lead counsel to Cerberus Capital Management, L.P. in its acquisition of Sparton Corporation (NYSE: SPA). (Lowenstein deal team: **Marita A. Makinen**, **Robert G. Minion**, **Jeffrey Blumenfeld**, **Mary J. Hildebrand**, **Nicholas G. Mehler**, **Christine Osvald-Mruz**, **Matt Savare**, **Jeffrey M. Shapiro**, **James C. Shehan**, **Michael Walutes**, **Jack Sidorov**, **Norman W. Spindel**, **Stuart S. Yusem**, **Manali Joglekar**, **Sabrina Cua**, **Allison Gabala**, **Megan Monson**, **Alex H. Rosenthal**, **Bryan Sterba**, **Matthew Tippy**, **Lauren E. Killeen**, and **Lauren M. Troeller**.) *(subscription required to view certain content)* [View Lowenstein's news announcement about this transaction.](#)

> January 7, 2019

Lowenstein Sandler is noted as lead counsel to Vesey Street Capital Partners, LLC (VSCP) in their recapitalization of Elite Body Sculpture as published in **The PE Hub Network**, **Cision PR Newswire**, and **The Business Journals** (Lowenstein deal team: **Marc B. Kramer**, **Brooke A. Gillar**, **Steven E. Siesser**, **Lowell A. Citron**, **Michael Walutes**, **Lesley P. Adamo**, **Eileen Overbaugh**, **Elisia M. Klinka**, **Nicholas Gonski**, **Darren Goodman**, **Megan Monson**, **Eric Jesse**, **Alanna Sandoval**, **Jeffrey M. Shapiro**, **Jack Sidorov**, **Mark P. Kessler**, **Paul M. Krueger**, **Michael A. Buxbaum**, **Norman W. Spindel**, **Mary J. Hildebrand**, **Bryan Sterba**, **Manali Joglekar**, and **Stuart S. Yusem**.)

> October 15; November 30; December 18, 2018

**StreetInsider.com**, **The Deal**, **citybizlist**, **The PE Hub Network (October 15, 2018; December 18, 2018)**, **MarketWatch**, **Law360**, **Global Legal Chronicle**, and **Business Wire** note Lowenstein Sandler as counsel to Cambium Learning Group, Inc. in its \$900 million definitive merger agreement with Veritas Capital. (Lowenstein deal team: **Steven E. Siesser**, **Elisia M. Klinka**, **Brooke A. Gillar**, **Michael J. Mueller**, **Lauren M. Troeller**, **Bianka V. Barraza**, **Lowell A. Citron**, **Jeffrey Blumenfeld**, **Jack Sidorov**, **Jeffrey M. Shapiro**, **Steven M. Skolnick**, **Kate Basmagian**, **Scott Siegel**, **Lesley P. Adamo**, **Sophia Mokotoff**, **Darren Goodman**, **Megan Monson**, **Katie R. Glynn**, **David W. Field**, **Michael A. Kaplan**, **Eric Jesse**, **Nicholas G. Mehler**, **Steven M. Hecht**, **Sean Collier**, **Edward J. Hunter**, **Zarema A. Jaramillo**, **Andrew David Behlmann**, and **Gina M. Seong**.) *(subscription required to access certain content)* [View Lowenstein's news announcement about this transaction.](#)

> November 5-12; December 13-19, 2018

**MarketWatch**, **GlobeNewswire**, **TenLinks**, **StreetInsider.com**, **Yahoo! Finance**, **Digital Engineering**, **Global Legal Chronicle**, and **Crain's Detroit Business** note Lowenstein Sandler as counsel to Altair Engineering Inc. (Nasdaq: ALTR) in its \$176 million acquisition of Datawatch Corporation (Nasdaq: DWCH). (Lowenstein deal team: **Peter H. Ehrenberg**, **Michael J. Mueller**, **Elizabeth A. Mandle**, **Justin Gindi**, **Colin J. Kirby**, **Valeska Pederson Hintz**, **Kate Basmagian**, **Lauren E. Killeen**, **Darren Goodman**, **Megan Monson**, **Brian A. Silikovitz**, **Sophia Mokotoff**, **Mark P. Kessler**, **Manali Joglekar**, **Leah Satlin**, **Jeffrey Blumenfeld**, **Jack Sidorov**, **Jeffrey M. Shapiro**, **Lynda A. Bennett**, **Eric Jesse**, **Lowell A. Citron**, **Lauren M. Troeller**, and **Erica Perlmutter**.) [View Lowenstein's news announcement about this transaction.](#)

> November 30 - December 3, 2018

**Business Wire**, **MarketWatch**, **Pharmaceutical Business Review**, **Cosmetics Technology**, **ABF Journal**, **Cision PR Newswire**, and the **Tullahoma News** note Lowenstein Sandler as counsel to Crown Laboratories, Inc. (Crown Laboratories) and Hildred Capital Partners, LLC in Crown Laboratories' acquisition of the North American distribution rights of five OTC consumer brands from GlaxoSmithKline plc (NYSE: GSK). (Lowenstein deal team: **Herschel S. Weinstein**, **Sam E. Khan**, **Mitchell McDonald**, **Sunita Patel**, **James C. Shehan**, **Matthew P. Hintz**, **Sofia Kopelevich**, **Michael A. Buxbaum**, **Nicholas Gonski**, **Matthew Tippy**, **Jeffrey M. Shapiro**, and **Jack Sidorov**.) [View Lowenstein's news announcement about this transaction.](#)

> July 30, 2018

**The PE Hub Network** and **Mergers & Acquisitions** note Lowenstein Sandler as counsel to **NexPhase Capital, LP** in its equity stake investment in **Brandt Information Services, LLC**.

> April 16, 2015

**Jeffrey M. Shapiro** comments in *The Wall Street Journal* on activist suggestions.

> December 29, 2014

**Jeffrey M. Shapiro** is quoted in **Nasdaq** regarding fledgling corporate spinoffs.

## EDUCATION

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- > Washington University School of Law (J.D. 1992)
- > Hamilton College (A.B. 1987)

## ADMISSIONS

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- > New Jersey