

David Brecher

Partner

212 468 4859

dbrecher@dglaw.com



Areas of Focus

Corporate + Transactions | Mergers & Acquisitions, Divestitures, Joint Ventures and Strategic Alliances

"The keys to successful transaction-oriented corporate work are thorough analysis, meticulous quality control, and always moving quickly to formulate a solution after identifying a problem. I always put the client's interests first, and my clients know it."

Overview

Corporate + Transactions Practice Group partner David Brecher has broad experience in mergers and acquisitions, private equity, and corporate reorganizations. His clients range from multinational industry leaders to startups, investors and individuals in the marketing communications, manufacturing and technology sectors.

Whether handling complex acquisitions and sales, negotiating joint ventures, devising and implementing restructuring strategies, or counseling on day-to-day corporate and commercial matters, David provides clear and regular communication that keeps his clients and his team on track, attuned to changing priorities and tasks needing attention. He stays attentive to a deal's dynamics from start to finish, anticipating hurdles before they become walls and deftly leveraging opportunities to achieve each client's goals.

As a former entrepreneur at his own firm and a senior executive and general counsel at a media company, David brings invaluable insights into the process and client experience. He is prized for listening carefully, foreseeing needs, identifying salient business and legal issues, and then quickly developing solutions. Drawing on his in-house background, David works with each business's unique organizational structure to get deals done efficiently and effectively.

While many corporate lawyers take a highly adversarial, us-versus-them approach, experience has taught David that doing so often causes counterparties to raise their defenses and dig in their heels. Instead, he avoids unnecessary contention, tailoring negotiations and deal structures based on the client's most important objectives. David's friendly, collaborative tone (often combined with a touch of humor) in no way

detracts from his ability to take tough positions, and it is the velvet hammer that gets deals closed and earns goodwill toward himself and his clients in the process.

Representative Experience

- Guided a private equity group in its sale of an EdTech portfolio company to a large strategic buyer. Navigated the complex and competing interests of our clients, the management equity holders and the buyer, and helped our client achieve a successful exit from its investment.
- Steered the home improvement and services platform in its strategic purchase of a financially stressed, marketing technology and data company. Coordinated the difficult discussions among our client and the private equity sellers, senior and mezzanine debt holders, and management of the target company.
- Represented the owners of a regional, commercial mortgage brokerage and advisory firm in its sale to a national commercial real estate services company. Maximized the deal value by negotiating the earn-out component of purchase price and employment agreements with significant incentive compensation elements.
- Assisted a multinational client in a large-scale simplification of the structure of its holding company. Coordinated both tax and operating company interests, which was achieved through a series of sequenced mergers and other transactions in multiple jurisdictions and resulted in the elimination of more than 50 entities.
- Managed the acquisition by our client, a multinational marketing communications holding company, of a majority stake in an industry-leading marketing software integration and solutions company, in a multiparty transaction. Guided negotiations with the majority owner and the strategic and financial minority investors. Assisted in establishing a partnership structure with the principal and an incentive program for his management team.
- Represented a marketing communications holding company in its acquisition of a digital commerce agency. Oversaw the pre-closing reorganization of the target. Assisted our client in achieving a post-closing structure that benefitted multiple stakeholders and properly incentivized ongoing management of the company.
- Counseled the owners of a design, manufacturing and marketing business in their sale to a private equity group. Coordinated the simultaneous pay-off of a complex, multi-party financing. Assisted the sellers in retaining a significant equity stake in the buyer, which resulted in their successful participation, shortly after the closing, in the buyer's own exit.

Credentials

Education

Columbia University (J.D., 1982)

- Harlan Fiske Stone Scholar

Brooklyn College of the City University of New York (B.S., *summa cum laude*, 1979)

Bar Admissions

New York

Associations

Member, New York State Bar Association