



Business and Corporate Transactions

We provide corporate, tax, regulatory and transactional advice on a wide range of business-related matters, including mergers and acquisitions, joint ventures and strategic alliances, debt and equity financings, licensing and outsourcing, IP protection, cybersecurity and data privacy, corporate structure and governance matters and general contract matters. We collaborate with clients to provide strategic solutions to the complex legal and business issues they face, while helping them achieve their business objectives.

Our work encompasses acquisition issues, third-party contracts and general contract needs, which have included:

- merger and acquisition agreements
- joint venture and strategic alliance agreements
- shareholders agreements
- employment agreements
- non-compete agreements
- clinical trial agreements
- confidentiality agreements
- independent contractor agreements
- practice management and billing agreements
- technology license and outsourcing agreements
- affiliation agreements

Representative Matters

- Represented the strategic investment arm of a health insurance company with respect to its participation in a \$33 million Series B financing round by Pager, Inc.
- Represented a regional, nationally-affiliated health insurance company with respect to its participation, along with other health insurers, in a joint venture with a non-profit generic pharmaceutical company, helping to reduce the costs of certain generic drugs for participating plan members and other consumers

Practice Contacts

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- Represented the strategic investment arm of a life and disability insurer in connection with its investment in a healthcare IT company that leverages clinical diagnostic data and AI to develop advanced analytics solutions for the healthcare, pharmaceutical and life science markets
- Advised a founding physician shareholder in connection with restructuring of diagnostic imaging practice, including recapitalization by private equity investors
- Represented Progress Physical Therapy in a multi-million dollar membership interest purchase agreement with Ivy Rehab, a network of more than 175 outpatient physical and occupational therapy clinics in ten states
- Represented a laboratory business in the sale of its bio-analytic lab division to Laboratory Corporation of America
- Assisted a national dental care provider in developing and implementing trademark strategy
- Represented a privately-held medical device development firm in the license of a patent-pending drug delivery instrument from a publicly-traded pharmaceutical company
- Represented a firm in the outsourcing of several critical functions of a large regional hospital system
- Represented a large cardiovascular practice in the acquisition of a regional cardiovascular practice
- Represented a healthcare IT company in a strategic alliance with a *Fortune* 50 healthcare company to co-develop and co-market software to minimize adverse drug interactions
- Represented Horizon Healthcare Services, Inc. in connection with its participation in a joint venture to acquire Navinet, Inc., a healthcare communications network
- Assisted client in providing a secured, tranching bridge loan to a SaaS-based technology company delivering online and mobile interactive health management platforms
- Advised and negotiated employment agreement and practice support agreement in connection with cross-country relocation of a surgeon to an existing private practice
- Represented company developing platform for interface among various electronic health record technologies
- Represented company developing digital health mobile application in connection with strategic relationship and ongoing corporate transactional work
- Represented Horizon Healthcare Services, Inc. in connection with its investment in COTA, Inc., an oncology management technology company
- Represented Payer in Series A and Series B venture capital investment in, and strategic relationship with, early stage cancer tracking technology company
- Represented two hospital systems with differing areas of expertise in a strategic alliance
- Represented Payer in negotiation of several strategic alliance arrangements with hospital systems and other providers
- Represented Payer in formation of joint venture with another payer and technology partner to acquire healthcare IT company
- Represented large life insurance company in strategic investments in several digital health technology companies
- Represented Payer in negotiation and extension of bank provided debt financing
- Represented company developing platform for interface among various electronic health record technologies
- Represent company developing digital health mobile application in connection with strategic relationship and ongoing corporate transactional work

- Represented leading provider of healthcare eligibility verification tools in connection with private equity investment
- Represented a specialty prescription benefits management firms in its sale to a pharmacy solutions and claims management provider
- Represented start-up pharmaceutical company with operations in the U.S. and France in connection with financing and strategic partnership opportunities
- Provided startup, venture capital and intellectual property advice to life science company with research centers in the U.S. and Germany providing technology and scientific expertise for biotechnological and pharmaceutical companies.