

SULLIVAN & CROMWELL LLP

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Matthew B. Goodman

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Matthew Goodman is a member of S&C's Mergers & Acquisitions Group and a resident of the Firm's New York office. He has extensive experience representing clients across industries in domestic and international M&A and private equity transactions, including joint ventures, stock purchases, asset acquisitions and take-private transactions. Matt also regularly advises on corporate governance matters. Matt has been recognized as a "Cannabis Law Trailblazer" by *The National Law Journal* in 2022 and a "Rising Star in M&A" by *The Deal* in 2020.

SELECTED REPRESENTATIONS

Technology, Media and Telecommunications

- **BCE Inc.** in its \$577 million acquisition of all of the issued and outstanding shares of GLENTEL
- **Candy Digital** in its Series A1 financing round led by Galaxy and ConsenSys Mesh, with participation from 10T Holdings and ConsenSys, among others
- **Ron Shaich's Act III Holdings** in the equity financing of PAR Technology Corporation's \$500 million acquisition of Punchh
- **Symbotic** in several transactions, including its:
 - \$5.5 billion merger with SVF Investment Corp. 3, a SPAC sponsored by an affiliate of Softbank Investment Advisers
 - arrangement with Walmart to reimagine Walmart's regional distribution network through Symbotic's high tech systems

Consumer & Retail

- **Anheuser-Busch InBev** in several transactions, including its:
 - divestiture of Craft Brew Alliance's Kona Brewing operations in Hawaii to PV Brewing Partners
 - agreement with Starbucks to produce, bottle, distribute and market the first Teavana Ready-to-Drink tea in the U.S.

PRACTICES & CAPABILITIES

General Practice

Corporate Governance

Mergers & Acquisitions

M&A Financial Advisory

Canada

Technology, Media & Telecommunications

Privacy

EDUCATION

2010, University of Michigan Law School, J.D.

2006, McGill University, B.A.

BAR ADMISSIONS

New York

Illinois (inactive)

- subsidiary Ambev's \$350 million acquisition of brands for the Canadian and other markets from the Mark Anthony Group
- \$600 million sale of a brewery operation from subsidiary Grupo Modelo to Constellation Brands
- \$20.1 billion acquisition of the remaining stake it did not already own in Grupo Modelo
- **Cronos Group** in several transactions, including its:
 - \$110 million purchase of an option to acquire a 10.5% ownership stake in PharmaCann
 - agreement with Kristen Bell in the launch of Happy Dance™, a line of Premium CBD Skincare
 - \$1.8 billion sale of a minority stake to Altria Group
 - \$300 million acquisition of four of Redwood Holding Group's operating subsidiaries
- **GGP** in its \$28 billion acquisition by Brookfield Property Partners
- **Investor group** led by entrepreneur and sports card collector Nat Turner, D1 Capital Partners and Cohen Private Ventures in its \$853 million acquisition of Collectors Universe
- Special Committee of the Board of Directors of **Weber** in connection with BDT Capital Partners' \$3.7 billion pending acquisition of Weber's outstanding Class A Shares that BDT does not already own
- **ZF Friedrichshafen** in its \$12.4 billion acquisition of TRW Automotive Holdings

Healthcare & Life Sciences

- **Colson Associates** in the sale of its majority interest in the Colson Medical Companies to Marmon Holdings, a Berkshire Hathaway company
- **Stryker Corporation** in its \$2.8 billion acquisition of Sage Products from Madison Dearborn Partners
- **Sumitovant Biopharma** and **Sumitomo Pharma** in their \$2.9 billion pending acquisition of Myovant Sciences
- **UnitedHealth Group** in its subsidiary OptumRx's \$12 billion combination with Catamaran Corporation

Sports & Entertainment

- **Bill Ackman**, CEO and Portfolio Manager of Pershing Square Capital Management, in connection with The Professional Tennis Players Association's launch of Winners Alliance and its \$26 million equity raise
- **Collectors Holdings** in raising \$100 million in new funding at a \$4.3 billion valuation
- **Collectors Universe** in its acquisition of Card Ladder
- **MUSIC** as a co-investor in connection with Francisco Partners' investment in Kobalt

Financial Services

- **IntercontinentalExchange** in its \$8.2 billion acquisition of NYSE Euronext
- **Swiss Re Life Capital**, a wholly-owned unit of Swiss Re AG, in the \$900 million sale of the U.S. portion of Swiss Re's Admin Re division, consisting of Reassure America Life Insurance Company and related subsidiaries, to Jackson National Life Insurance Company, a unit of Prudential
- **Wells Fargo Bank** in its acquisition of the North American reserved-based and related diversified energy lending business of BNP Paribas
- **J.P. Morgan Securities, Goldman Sachs, Morgan Stanley, Centerview Partners and Perella Weinberg Partners** as financial advisers in several significant transactions

Professional Activities

Matt is a member of the Mergers, Acquisitions & Corporate Control Contests Committee of the New York City Bar Association, the Leadership Council of Lawyers for Children and the Wine, Beer, and Spirits Law Committee of the NYSBA Business Law Section. He frequently participates in conferences and speaking engagements and regularly contributes to thought leadership in the M&A and corporate governance space.

Speaking Engagements and Publications

- "Negotiation Workshop," TechGC DeputyGC Summit (September 2022)
- "Navigating State & Federal Marijuana Law," *Bloomberg Law* (co-author, June 2022)
- "Drinks With The Deal: Sullivan's Matt Goodman," *The Deal* (April 2022)
- "Working Backwards: Incorporating Diligence in your Day-to-Day," TechGC M&A Conference 2022 (March 2022)
- "Earn-outs and Fiduciary Duties in Private Transactions," PLI's Acquiring or Selling the Privately Held Company (June 2019)