



Lucantonio N. Salvi

Partner

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PRACTICE AREAS

- Corporate
- International Practice

INDUSTRIES

- Aerospace and Defense
- Digital Business
- Healthcare
- Private Equity

OVERVIEW

Lucantonio N. Salvi is a partner in the Corporate Practice Group in the firm's Washington, D.C. and Brussels offices. He is also the Co-Chair of the International Practice Committee and the past head of the Private Equity Team at the Firm.

Areas of Practice

Mr. Salvi practices in the areas of corporate law, corporate finance, securities law and mergers and acquisitions. Mr. Salvi represents companies, investment banks, and private equity firms in corporate and transactional matters, including mergers and acquisitions, joint ventures, securities offerings and financings. He has developed extensive expertise in acquisition and financing transactions on behalf of private equity firms and other leveraged buy-out sponsors, as well as firms in aerospace, defense, healthcare, communications, luxury goods, candy and retail industries. Mr. Salvi has represented both public and private sector clients in the United States and abroad, with a practice specialization that includes cross-border transactions (particularly involving Italian and other European companies). He divides his time between Brussels and the U.S. which enables him to manage and execute overseas transactions and complex matters involving U.S. components. He also works with local counsel across Europe on behalf of firm clients.

Prior to joining Sheppard Mullin, Mr. Salvi spent seven years with Latham & Watkins LLP in London, Milan and Washington, DC and three years with Milbank, Tweed, Hadley & McCloy in New York. Mr. Salvi has lived and worked in the United States, the United Kingdom, Poland and Italy and speaks fluent Italian.

Legal 500 US (2011) and *Chambers USA* (2011) identify Mr. Salvi as a leading lawyer for mergers and acquisitions.

EDUCATION

- J.D., Georgetown University Law Center, 1995
- MALD, The Fletcher School of Law and Diplomacy, 1994
- BA, Georgetown University, 1990, *cum laude*

LANGUAGES

- Italian

EXPERIENCE**Representative Transactions**

Represented CACI International Inc. (NYSE: CACI) in connection with its acquisition of Paradigm Holdings, Inc. (OTC: PDHO), a provider of cybersecurity and enterprise IT solutions.

Represented L-1 Identity Solutions (NYSE: ID) in connection with government contracts, regulatory and corporate matters with respect to its sale to Safran.

Represented Providence Equity Partners in connection with government contracts, regulatory and corporate matters with respect to its \$1.9 billion going private acquisition of SRA International (NYSE: SRX), a leading provider of technology and strategic consulting services.

Representing ENEL SpA (the Italian power utility company) as a creditor in the Lehman bankruptcy.

Represented L-1 Identity Solutions (NYSE: ID) in connection with government contracts, regulatory and corporate matters with respect to the sale of its intelligence services business to BAE Systems, Inc.

Represented BBG Global in connection with a secured cross-border financing transaction to a French borrower in the telecommunications industry.

Represented De Beers, Inc. in connection with corporate, employment and real estate matters in the US.

Represented Microtecnica S.p.A. (an Italian aerostructures company serving the commercial and military sectors) in connection with the negotiation and execution of a long term supply arrangement with a large U.S. government and commercial contractor.

Represented Luitpold Pharmaceuticals, Inc. in connection with its acquisition of Roxro Pharma, Inc.

Represented L-1 Identity Solutions in connection with the transfer and sale of all equity interests in Patriot, LLC.

Represented A.Hak Industrial Services (a Dutch manufacturing company) in connection with the acquisition of assets related to the cleaning and inspection services business for petrochemical tanks from Berkley Springs LLC.

Represented L-1 Identity Solutions in connection with the sale of various government contracts to defense companies.

Represented C.B. Fleet Co., Inc. in connection with the sale of a gastrointestinal pharmaceutical product, under development, to a private-equity backed portfolio company.

Represented Natixis Luxembourg S.A. as special U.S. counsel in connection with the reorganization of its European operations and the transfer of its U.S. financing transactions and obligations to Natixis Bank (a Luxembourg credit institution).

Represented Arlington Capital Partners in connection with a leveraged dividend recapitalization of its defense-related portfolio companies.

Represented Zayucel Ltd. and M. Capital Ltd. in connection with a reorganization and liquidation of certain of its European subsidiaries.

Represented Luitpold Pharmaceuticals, Inc. in connection with its acquisition of all of the stock of PharmaForce, Inc.

Represented BIT Systems, Inc. (an intelligence, surveillance and reconnaissance company specializing in sigint services) in connection with its sale to GTCR Golder Rauner.

Represented Vectrix Corporation, a manufacturer of electric vehicles, in connection with the sale of its assets pursuant to an auction process in a Chapter 11 bankruptcy proceeding.

Represented Arlington Capital Partners and its portfolio company Chandler/May, Inc. in connection with the acquisition and recapitalization of Aeromech Engineering, Inc.

Represented Atlantis Partners, an Italian private equity firm, in connection with its acquisition of domestic and international assets from Desa, LLC pursuant to a bankruptcy sale process.

Represented International Rectifier in connection with amendment and settlement agreements relating to the sale of the PCS Business to Vishay Intertechnology, Inc.

Representation of U.S. Investigations Services, Inc. as special counsel in connection with its acquisition of Labat-Anderson, Incorporated, a professional services firm serving government agencies.

Representation of C.B. Fleet in connection with work-out and refinancing of revolving credit line.

Representation of L-1 Identity Solutions, Inc. in connection with general corporate counselling, sale of Government contracts and arbitration/litigation matters.

Representation of aerospace & defense signal intelligence company in connection with sale to private equity firm.

Representation of aerospace & defense biometrics company in connection with acquisition of HUMINT and counterintelligence company.

Representation of Luitpold Pharmaceuticals, Inc. in connection with its acquisition of the dental business of BioMimetic Therapeutics, Inc.

Representation of Technical Services Corporation in connection with reorganization and merger transactions.

Representation of U.S. pharmaceutical company in connection with its acquisition of

gastro-intestinal care products.

Representation of CIBL, Inc., a media company, in connection with a tax-free spin-off transaction involving LICT Corporation and other corporate and securities matters.

Representation of leading pharmaceutical clinical development company in connection with recapitalization and self-tender offer.

Representation of C.B. Fleet in connection with various merger & acquisition matters and corporate counselling.

Representation of U.S. shareholders of Conexport S.r.l., an Italian joint venture company, in connection with sale of equity interests.

Representation of Italian private equity firm I2 Capital Partners, in connection with U.S. aspects of acquisition of Franco Vago, an international freight forwarding business.

Representation of private equity firm in connection with sale of manufacturer and provider of defense products and services for military aerial systems.

Representation of U.S. shareholders in connection with Italian joint venture company to export wines, liqueurs and other specialty products to the United States and Europe.

Representation of L-1 Identity Solutions, Inc. in connection with its acquisition of McClendon Corporation.

Representation of International Rectifier (NYSE: IRF) in connection with the sale of its PCS business to Vishay Intertechnology, Inc. (NYSE: VSH).

Representation of Italian car racing gear manufacturer in its acquisition of a U.S. manufacturer of racing accessories .

Representation of Impedimed, an Australian manufacturer of medical application technology, in connection with its acquisition of Xitron, a U.S. manufacturer of precision and measuring equipment.

Representation of BME Engineering, Inc. in its sale to Wastequip Inc.

Representation of water treatment systems manufacturer in its sale to a strategic buyer.

Representation of leading defense contractor in connection with divestiture of non-core businesses in the U.S. and abroad.

Representation of satellite wireless services provider in connection with corporate and regulatory matters.

Representation of private equity firm in its investment in the securities of a NYSE listed satellite company.

Representation of private equity firm in its acquisition of controlling interest through tender offer of a leading supplier of integrated assemblies and integrated parts for the aerospace industry.

Representation of private equity firm in connection with its acquisition of airframe maintenance and avionics services business.

Representation of satellite telecommunications firm in connection with corporate and regulatory matters relating to compliance with the ORBIT Act pending before the Federal Communications Commission.

Representation of satellite imaging company in connection with securities compliance and disclosure matters.

Representation of private equity firm in connection with its investment in the securities of a NYSE listed consumer products company.

Representation of private equity firm in connection with its acquisition of securities of an investment company listed on the Singapore Stock Exchange.

Representation of Luxembourg investment company in connection with U.S. federal and blue sky securities matters.

Representation of national radio broadcasting conglomerate in connection with private equity investment, refinancing, recapitalization and sale of radio stations.

Representation of national health care provider in connection with sale of over 20 nursing and skilled care facilities.

Representation of private equity firm in connection with sale of veterinary and pet care portfolio investments.

Representation of financial services company in connection with over 20 asset sale transactions as part of Chapter 7 liquidation proceedings in bankruptcy.

Representation of private equity firm in connection with acquisition of retail bedding and pillow manufacturer and distributor.

Representation of private equity firm in connection with sale of private label bakery manufacturing facility.

Representation of private equity firm in connection with acquisition of U.S. and Mexican private label hard candy manufacturer and distributor.

Representation of private equity firm in connection with acquisition of Canadian and U.S. private label bakery businesses.

Representation of private equity firm in connection with sale of pharmaceutical businesses.

Representation of private equity firm in connection with sale of U.S. and European automotive parts portfolio investments.

Representation of U.S. investment bank in connection with acquisition of significant minority interest in Italian eyeglass manufacturer and related refinancing.

Representation of large Italian conglomerate in connection with cross-border tender offer for leading Italian real estate investment company.

Representation of leading Italian hydraulic pump manufacturer in connection with acquisition of U.S. manufacturer of power-takeoff equipment.

Representation of leading Italian real estate investment company in connection with global equity offering of ordinary shares listed on the Italian Stock Exchange.

Representation of Italian region in connection with global bond offering listed on Luxembourg Stock Exchange.

Representation of U.S. investment bank in connection with global MTN program by autonomous Italian region listed on London and Luxembourg Stock Exchanges.

Representation of leading Italian white goods manufacturer in connection with global equity offering of ordinary shares listed on the Italian Stock Exchange.

Representation of U.S. investment bank in connection with global equity offering of ordinary shares issued by leading Italian regional bank listed on the Italian Stock Exchange.

Representation of leading Italian luxury designer in connection with international equity offering of ordinary shares listed on the Italian Stock Exchange.

Representation of leading Italian bank in connection with international equity offering of ordinary shares listed on the Italian Stock Exchange.

HONORS

- Recognized, Mergers & Acquisitions, *Legal 500*, 2011
- Top Corporate/Mergers & Acquisitions and Private Equity Lawyers, *Chambers & Partners'*, 2011

MEMBERSHIPS

- Member, International Law & Practice Section, American Bar Association
- Member, National Italian American Foundation (NIAF)
- Past Vice-Chair, Law Institute, National Italian American Foundation (NIAF)
- Past Member, Committee on Professional and Judicial Ethics, New York City Bar
- Past Member, Committee on Professional Ethics, New York County Bar
- Past Member, Board of Trustees, Academia Bilingue de la Ciudad (ABC) Bilingual Public Charter School, Washington, D.C.

ARTICLES

- No Stone Unturned--Mitigating Risk In A Government Contracts Due Diligence, *The Government Contractor*, February 1, 2012
- Understanding Legal Trends in the Private Equity and Venture Capital Market: Legal, Institutional and Regulatory Trends Affecting the Secondary Private Equity Market, Aspatore Books from West (Thomson Reuters), January 2011
- Strategies for Retaining Management in Auction Sales of Life Sciences Companies, *Life Sciences Law & Industry Report*, February 12, 2010

- US M&A Report, *Flashwire Weekly*, March 2, 2009
- Regulatory Relay, *The Deal*, December 15, 2008
- Sheppard Mullin, *Legal Bisnow*, December 2, 2008
- Turning That Frown Upside Down, *PrivateEquityCentral.com*, August 15, 2008
- Standing Novation, *The Deal*, February 8, 2008
- Italy's the New Merger Magnet, *The National Law Journal*, July 30, 2007
- "Investors Are Looking South Of the Border for Good Deals," *Mergers & Acquisitions*, June 2007 (L. Salvi, M. Valenzuela)
- "Private Equity in Mexico: Trends and Outlook," *Enfoque Latino Newsletter*, Spring 2007 (L. Salvi, D. Jinich)
- A Slalom Course for Foreign Investors, *Legal Times*, April 16, 2007
- M&A Implications for Acquisitions of Small Business Government Contractors, *MergerMarket*, March 6, 2007
- Sheppard Mullin Bolsters East Coast Expertise, *Merger & Acquisitions Report*, April 17, 2006

Corporate & Securities Law Blog Articles

- "SEC Proposed Amendments to Cross-Border Tender Offer Rules", June 5, 2008

Government Contracts Law Blog Articles

- "Meso Scale: Re-Defining The Implications Of A Reverse Triangular Merger?", August 4, 2011
- "Treasury Issues Final Rules Describing Procedures For Reviewing Foreign Investment In U.S. Companies", January 7, 2009
- "Comments on Proposed CFIUS Rules Range from Cautious Praise to Outright Criticism", June 30, 2008
- "Treasury Proposes New Rules for Reviewing Foreign Investment in U.S. Companies", May 15, 2008

HISPANIC/LATINO NEWSLETTER

- Enfoque Latino - Spring 2007

SPEECHES

- Presented, Webinar: *Mergers & Acquisitions: Maximize Your Business Objectives — Unique Perspectives of the Government Contractor*, by L2 Federal Resources and The Public Contracting Institute (August 11, 2011)

EVENTS

- Realizing Value through Distressed Investments in Italy