Craig L. Godshall

Partner, Registered Foreign Lawyer in Hong Kong

Philadelphia | Cira Centre, 2929 Arch Street, Philadelphia, PA, United States of America 19104-2808

T +1 215 994 2491 | **F +1 215 994 2222**

Hong Kong | Dechert, 31/F Jardine House, One Connaught Place, Central, Hong Kong, Hong Kong

T +852 3518 4700 | **F +852 3518 4777**

craig.godshall@dechert.com

Services

Corporate > Corporate Finance and Capital Markets > Health Care >
Mergers and Acquisitions > Private Equity >

Craig L. Godshall is a partner in the corporate and securities, private equity, and mergers and acquisitions groups. He handles public and private transactions across a wide range of industries, including healthcare, industrial, and utilities.

Mr. Godshall structures complex domestic and international transactions on behalf of leading private equity fund sponsors, like Court Square Capital Partners II, L.P. and Citigroup Venture Capital Equity Partners, L.P., with a focus on accomplishing successful exits. In many cases, Mr. Godshall represents the portfolio companies of his fund sponsor clients, including Arizant, MSX International, and The Harvard Drug Group, in their add-on acquisitions, divestitures, and financings. Mr. Godshall has also represented strategic buyers and sellers such as American Water Works, AmerisourceBergen Corporation, Arkema, and Interlogix. In addition, he has advised SPACs and potential sellers to SPACs on the dynamics and issues in selling to a SPAC.

In addition, Mr. Godshall is actively involved in developing Dechert's Asian corporate and securities practice, working closely with lawyers in our Hong Kong and Beijing offices. His primary areas of concentration are private equity and mergers and acquisitions with a particular focus on cross-border transactions involving the United States.

Mr. Godshall has advised boards, audit committees and independent committees on sensitive internal investigations involving large multibillion dollar market capital public companies as well as privately held companies.

Since 2007, Mr. Godshall has been designated a top lawyer in corporate/M&A and private equity transactions by *Chambers USA*, a referral guide to leading lawyers in the United States, which, in recent editions, has cited him for his “top-level technical skills" as well as his “all-around knowledge of corporate transactions” and the “quality of his intellect and argument.” Clients have described him as “ a calm and steady negotiator" and “very thorough and easy to work with.” He has also been listed in *The Best Lawyers in America* and in *The Legal 500* (U.S.), where he is described as “‘particularly excellent’ with ‘a great sense of the overall deal, and a command of detail.’”

EXPERIENCE

Private Equity

- **Arizant Inc.** in its US$810 million all-cash sale to 3M by Court Square Capital Partners.
- **Court Square Capital Partners** in its acquisition of Celerion Holdings, Inc., a clinical research organization that provides comprehensive clinical trial solutions to pharmaceutical and biotechnology clients conducting early clinical research, from MTS Health Investors, LLC.
- **Court Square Capital Partners** in its acquisition of DISA Global Solutions, Inc., a provider of technology-enabled workforce compliance solutions.
- **Court Square Capital Partners** in its acquisition of NDC, a medical supply distributor company.
- **Court Square Capital Partners** in its acquisition of Research Now Group, Inc., a digital data collection provider.
- **Court Square Capital Partners** in its US$410 million acquisition and subsequent US$813 million sale of SGS International to Onex Corporation.
- **IWCO Direct, Inc.**, a provider of services to direct mail marketers, in a series of recapitalizations.
- **MSX International** (MSXI), a leading global business process outsourcing company that provides specialized technology-based services to the automotive industry, in its sale to Bain Capital Private Equity.
- **Seven Mile Capital Partners** in its sale of portfolio company Waddington North America, Inc. to Olympus Partners.
- **The Harvard Drug Group**, marketer of generic pharmaceuticals, in its sale to Cardinal Health for US$1.12 billion.

Corporate/M&A

- **Arkema SA** in its €111 million sale of Cerexagri Group to India-based United Phosphorus Ltd.

- **Children's Dental Group** in the acquisition of eight of its offices across California by Western Dental, a portfolio company of New Mountain Capital and one of the nation's largest dental providers.
- **IWCO Direct**, a leading provider of data-driven direct marketing solutions, in connection with its sale to ModusLink Global Solutions, Inc., a global provider of digital and physical supply chain solutions.
- **Kinray, Inc.** in its US$1.3 billion sale to Cardinal Health.
- **Shermen WSC Acquisition Corp.**, a special-purpose acquisition company (SPAC), in its US$268 million acquisition of the Westway bulk liquid storage and liquid animal supplement businesses of ED&F Man Holdings Limited.
- The independent directors of **Chimera Investment**, a publicly traded REIT, in the internalization of management functions.
- The Special Committee of the Board of Directors of **Westway Group, Inc.** in the US$419 million sale of Westway to EQT Infrastructure II Limited Partnership and the US$112 million sale of Westway's liquid feed supplement business to ED&F Man Holdings Limited.

Capital Markets

- **MSX International, Inc**. in its US$220 million refinancing of senior secured notes.
- **Physiotherapy Associates** in its US$210 million Rule 144A offering of senior unsecured notes.
- **SGS International, Inc**. in its US$200 million Rule 144A offering of senior subordinated notes.

Mr. Godshall has also handled debt tender offers in connection with corporate restructuring for companies, including AmerisourceBergen Corporation, Euramax International, and Royster-Clark.

EDUCATION

- Columbia College, B.A., 1980, Phi Beta Kappa
- University of Michigan, J.D., 1983, Order of the Coif, member of the *University of Michigan Law Review*
- University of Michigan, M.A., Economics, 1985

ADMISSIONS

- Pennsylvania
- Registered Foreign Lawyer, Hong Kong

MEMBERSHIPS

- Member, Law360 Private Equity Editorial Advisory Board

SPEAKING ENGAGEMENTS

- **Antitrust Considerations in Sector-Focused Investments and Exits for Strategic and Private Equity Investors** — Mergers and Acquisitions & Private Equity Committee CLE, Philadelphia, PA (February 8, 2012)
- **Today's SPACs: How the Lessons Learned Will Affect Future Structures** — The SPAC Conference 2009, New York, NY (June 26, 2009)