



Partner

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Services

Antitrust/Competition > Merger Clearance > Merger Litigation: U.S. >
Private Enforcement and Class Actions >

Rani A. Habash advises clients on the antitrust aspects of mergers, acquisitions, and joint ventures. He has helped guide industry-leading companies to successful strategic transactions in the face of intense antitrust scrutiny by the U.S. Department of Justice, U.S. Federal Trade Commission, Senate and House Judiciary Committees, state attorneys general, and international competition authorities.

Using his expertise in economics and significant experience in dealing with antitrust agencies, Mr. Habash has helped clients secure regulatory clearance in numerous high-profile transactions, including deals between *American Airlines/US Airways*, *Albertsons/Safeway*, *CVS Health/Aetna*, *CVS Health/Target Corporation*, *FMC Corporation/DowDuPont*, *Medco/Express Scripts*, *Monster.com/Yahoo! HotJobs*, and *OfficeMax/Office Depot*, among others. In addition, Mr. Habash defends companies in government antitrust investigations and helps them further key corporate strategies by providing antitrust counseling on conduct, distribution, government affairs, and public relations issues.

The National Law Journal named Mr. Habash a “D.C. Rising Star” in 2019. This award recognized lawyers for the substantial legal influence they wield within their practice areas and as innovators with strong leadership qualities, superior legal expertise, and a commitment to pro bono, charitable, and professional volunteer work.

Mr. Habash has held leadership positions in the ABA’s Section of Antitrust Law on the Mergers & Acquisitions, Corporate Counseling, and Membership and Diversity Committees. He also served as the editor of *The Antitrust Counselor*, an ABA newsletter with practical antitrust guidance for in-house counsel.

Mr. Habash is a frequent author and speaker on cutting-edge antitrust issues. Notably, he has helped develop the Dechert Antitrust Merger Enforcement Timing Tracker (**DAMITT**), which tracks and reports on U.S. antitrust merger investigation trends. Data from DAMITT has been cited by *The Wall Street Journal*, *Fortune*, *Time*, *TheStreet*, and many other leading publications.

EXPERIENCE

- Guided **CVS Health** to antitrust approval for its \$70 billion acquisition of Aetna, the largest healthcare services deal ever and the largest announced deal of 2017.
- Acted for **US Airways** in its successful merger with American Airlines to create a premier global carrier with an equity value of more than US\$17 billion after an intense DOJ and congressional review of the transaction.
- Obtained unconditional clearance for **OfficeMax**'s merger of equals with Office Depot following an eight-month investigation by the FTC and the Attorneys General of several states. The FTC unanimously voted to close its investigation of the merger of the second and third largest chains of office supply superstores. Similar industry transactions prior to and following this successful transaction were enjoined by the FTC.
- Guided **Albertsons** and its parent Cerberus to a settlement with the FTC and several states that enabled the parties to complete the US\$9.4 billion acquisition of Safeway in the largest supermarket merger ever by combined store count.
- Guided **Medco Health Solutions, Inc.** in obtaining antitrust clearance for its US\$34 billion merger with Express Scripts to create the nation's largest pharmacy benefit manager. The transaction was cleared unconditionally following a rigorous investigation by the FTC, more than 30 State Attorneys General, the Senate Judiciary Committee, and the House Judiciary Committee. In the face of public opposition by more than eighty members of Congress, scores of trade associations and consumer groups, and competitors, Mr. Habash also helped develop political and public relations strategies to guide the merger to success.
- Advised **CVS Caremark** in its joint venture with Cardinal Health to create the largest U.S. generic drug sourcing company.
- Counseled **FMC Corporation** on the sale of its Health and Nutrition business to DowDuPont in exchange for portions of DuPont's global crop protection business, which were divested as a condition of DuPont's merger with Dow. Mr. Habash helped FMC secure regulatory clearance from the U.S. DOJ, European Commission, Brazil's Administrative Council for Economic Defense (CADE), and many other international authorities.
- Obtained a victory in the U.S. Supreme Court on behalf of the Marshall family in the long-running litigation over the claims of Anna Nicole Smith to her former husband's estate. The U.S. Supreme Court affirmed a 9th Circuit ruling in favor of **the Marshall family** against Anna Nicole Smith's estate in a decision that has been called a "momentous constitutional ruling" on the authority of the bankruptcy courts. *Stern v. Marshall*, 131 S. Ct. 2594 (2011).
- Secured unconditional FTC clearance for **Monster Worldwide**'s acquisition of HotJobs from Yahoo! Inc. Both parties operated leading online job boards. After a full FTC investigation, including the issuance of second requests, the FTC unconditionally cleared the transaction.

- Obtained unconditional DOJ clearance for **Ritchie Bros.**, the world's largest industrial auctioneer, in its acquisition of rival IronPlanet, a leading online marketplace for industrial equipment auctions, following the issuance of second requests. The transaction combined a leading brick-and-mortar competitor with a leading online competitor, raising unique antitrust issues requiring advanced economic analyses to demonstrate that the transaction would not harm competition in either selling channel.
- Obtained unconditional FTC clearance for **Kinray, Inc.**, the largest drug wholesaler to independent pharmacies in the New York City area, in its US\$1.4 billion sale to Cardinal Health, one of the leading drug wholesalers in the United States.
- Represented dialysis provider **DSI Renal** in its successful US\$760 million strategic sale to DaVita, one of the nation's leading dialysis firms. Obtained unconditional DOJ clearance for One Equity Partners' US\$600 million sale of Prodigy Health Group, the nation's largest independent third-party administrator of self-funded health care plans, to Aetna.
- Secured FTC approval of **DNA Diagnostics Center (DDC)**, the nation's largest provider of private DNA testing services, as an upfront buyer to acquire Orchid Cellmark, Inc.'s government paternity testing business as part of an FTC divestiture order that enabled LabCorp to complete its acquisition of Orchid Cellmark.

EDUCATION

- West Virginia University, B.S., Economics, 2006, *summa cum laude*
- The George Washington University Law School, J.D., 2009, Order of the Coif

ADMISSIONS

- District of Columbia
- Virginia

MEMBERSHIPS

- Vice Chair, ABA Section of Antitrust Law's Membership and Diversity Committee (2017-present)
- Vice Chair, ABA Section of Antitrust Law's Corporate Counseling Committee (2014-2017)
- Young Lawyer Representative, ABA Section of Antitrust Law's Mergers & Acquisitions Committee (2012-2014)

SPEAKING ENGAGEMENTS

- **PBMs – The Role of the Middleman and the State of Antitrust Enforcement** — American Bar Association, Teleconference (July 15, 2019)
- **Hard Topics in Antitrust Risk Allocation** — New York State Bar Association's Antitrust Section Mergers Committee, New York, NY (April 26, 2018)
- **Benchmarking: Legitimate Corporate Communication or Potential Collusion?** — ABA Section of Antitrust Law Spring Meeting 2017, Washington, D.C. (March 30, 2017)
- **Monthly Antitrust Update** - ABA Section of Antitrust Law's Corporate Counseling Committee (June 9, 2016)
- **Pathways to Leadership** — ABA Section of Antitrust Law Spring Meeting 2016, Washington, D.C. (April 5, 2016)