

RISING STAR: IAN NUSSBAUM OF COOLEY

This new M&A partner is deemed by The Deal to be one of the most promising of 2020.

BY CHRIS NOLTER

Cooley LLP partner Ian Nussbaum was drawn to the law while an analyst at Promontory Financial Group between college and law school.

Nussbaum's projects put him alongside lawyers dealing with regulatory matters.

"I was attracted really to that idea of being a trusted adviser, someone who has experience to make those judgments that really matter for them," said Nussbaum, who became a Cooley partner on Jan. 1. "It requires you to understand all the background law and legal concepts, but on the other hand it's actually practical and it affects people's lives and really helps people."

Nussbaum graduated magna cum laude from the University of Pennsylvania Law School in 2012, and magna cum laude from Columbia University in 2007.

Following Penn Law, he clerked for the Honorable Leo Strine Jr., then of the Delaware Court of Chancery. "He's not someone who takes compliments very well. As a judge, hey may have been suspicious of compliments as a form of false flattery," Nussbaum said. "And so I've never really said it to his face. He really was a great mentor and someone who really cared about his clerks and their success."

Strine recalled Nussbaum as "an outstanding law clerk, with a great work ethic and winning personality," in a written statement to The Deal.

"Even at an early stage, he had a deep interest in the profound changes in our economy and understanding and working with the businesses transforming it," Strine wrote. "His natural sense of empathy and concern for getting it right no doubt serves his clients well."

While an associate at Wachtell, Lipton, Rosen & Katz prior to Cooley, Nussbaum was part of a team advising Medivation Inc. (MDVN) on an unsolicited bid from Sanofi SA (SNY), which wound up in a sale to Pfizer Inc. (PFE). "That deal was monumental because not only was it a



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hostile defense, but it was a hostile defense that ended up in a sale at a much higher price," Nussbaum said.

Also advising Medivation were Cooley partners Jamie Leigh and Ken Guernsey. "From that deal they became friends and mentors to me, and in large part really introduced me to Cooley," Nussbaum said.

Nussbaum joined Cooley in 2019. An early assignment was the \$15.7 billion sale of data analytics company Tableau Software Inc. to Salesforce.com Inc. (CRM), in which a class of stock with high voting power presented a hitch.

"The solution that was developed for that was to enter into something called a conversion agreement, which ended up denuding the effect of the high-vote stock if the deal was going to be completed, but also helped ensure the continuity of the high-vote stock if the deal failed," Nussbaum said.

"It really was one of those moments where you had collaboration and teamwork across practice groups within Cooley to figure out how we were going to solve this issue in a way that was acceptable to the other side and allows the business agreement to stay in place," he added.