AXINN

Michael L. Keeley

Partner

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SPOTLIGHT

"Michael Keeley…is prolific in the merger space." – *The Legal 500 United States*

"Michael Keeley is very knowledgeable on antitrust. He also has a very good knowledge of what's going on in US agencies."
– *Chambers USA*

"Michael is wonderful to work with. He takes a very practical approach and is always quick to respond."
– *Chambers USA*

"Mike has deep knowledge of antitrust law." – *Chambers USA*

PRACTICE AREAS

Antitrust

Litigation

EDUCATION

JD, cum laude – Fordham University School of Law (1995)

BS, with Honors – Fordham University (1992)

ADMISSIONS

District of Columbia

PROFILE

Mike Keeley, Chair of Axinn's antitrust practice, has nearly 30 years of experience in obtaining antitrust clearance for multibillion-dollar mergers, trying monopolization and patent jury cases, and arbitrating international commercial disputes. A substantial part of Mike's work involves the intersection of antitrust and intellectual property. As a testament to the value of business-minded approach to the law, Mike has cultivated lengthy relationships with some of the world's most recognizable companies.

Lauded as a leading antitrust attorney by the prestigious *Chambers USA* and *The Legal 500 United States*, clients appreciate Mike's unique commitment to immersing himself in the intricacies of their business. He positions himself to fully comprehend their challenges so as to provide quick, clear, and strategic guidance.

His strategic transactions work includes advising on Take-Two Interactive Software Inc.'s $13 billion acquisition of Zynga, Dell Technologies Inc.'s $67 billion acquisition of EMC, Thermo Fisher Scientific Inc.'s $13.6 billion acquisition of Life Technologies, and several strategic transactions for Tyson Foods, Inc.

Where mergers have been challenged, Mike has tried and prevailed in multiple cases, including the U.S. Department of Justice Antitrust Division's challenge to the sale of Tyson Foods' poultry processing complex to George's Foods, as well as the City of New York's challenge to the combination of health insurers Group Health Incorporated (GHI) and Health Insurance Plan of Greater New York (HIP) to form EmblemHealth.

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U.S. Court of Appeals for the Second Circuit

U.S. Court of Appeals for the Sixth Circuit

U.S. Court of Appeals for the Ninth Circuit

U.S. Court of Appeals for the Federal Circuit

U.S. District Court District of Columbia

U.S. District Court Southern District of New York

U.S. Supreme Court

CLERKSHIPS

- Law Clerk to the Honorable Thomas J. Meskill, U.S. Court of Appeals for the Second Circuit (1995–1996)

PROFESSIONAL ACTIVITIES

- American Bar Association, Antitrust Law Section, Mergers & Acquisitions Committee, Co-Chair (2018 – 2021), Vice-Chair (2015 – 2018); Foreign Investment Task Force (2013 – 2015)
- Litigation Counsel of America (2019 – present)

EXPERIENCE

Mergers and Acquisitions

- Lead global coordinating counsel to Take-Two Interactive Software Inc. in its $13 billion acquisition of Zynga.
- Global coordinating counsel to Cummins Inc. in its $3 billion proposed EV Battery joint venture with Daimler and PACCAR.
- Lead global coordinating antitrust counsel to Dell Technologies Inc. in its $67 billion acquisition of EMC Corporation.
- Lead global coordinating counsel to Thermo Fisher Scientific Inc. in its $13.6 billion acquisition of Life Technologies, a deal shortlisted for *Global Competition Review's* 2014 "Matter of the Year" award.
- Represented SunGard in its $9.1 billion acquisition by Fidelity National Information Services Inc.
- Represented Interactive Data Corporation in its $5.2 billion acquisition by Intercontinental Exchange Inc.
- Lead global coordinating counsel to Tyson Foods Inc. in its $2.6 billion acquisition of Keystone Foods' leading international chicken business.
- Represented Tyler Technologies in its $2.3 billion acquisition of NIC Inc.
- Represented Take-Two Interactive Software Inc. before the Federal Trade Commission (FTC) in Electronic Art's $2 billion hostile tender offer for Take-Two.
- Represented Tyson Foods Inc. in the $1.2 billion sale of its pet treats business to General Mills Inc.

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- Represented Take-Two Interactive Software Inc. in its proposed $1 billion acquisition of Codemasters Group Holdings PLC.
- Represented Tyson Foods Inc. in its $850 million acquisition of American Proteins, combining the two largest players in chicken rendering.
- Represented The Great Atlantic & Pacific Tea Company (A&P) in its $679 million acquisition of Pathmark.
- Represented Tyler Technologies Inc. in its $670 million acquisition of New World Systems Corporation.
- Represented Tyson Foods Inc. in its acquisition of Smart Chicken.
- Represented GameStop Corp. in its acquisition of Electronics Boutique.
- Represented H.I.G. Capital in its proposed sale of Integrated Computer Solutions (ICS), part of TKC Holdings Inc., to Securus Technologies.
- Represented Harcourt Inc. in its acquisition by Reed Elsevier and Thomson Corp.
- Represented M. Holland Company in its acquisition by Ravago Group.
- Represented a leading manufacturer of diesel engines in a series of acquisitions and collaborations with major customers.

Merger Challenges

- Represented SunGard in a DOJ merger challenge to its acquisition of Comdisco Inc. in the U.S. District Court for the District of Columbia.
- Represented Tyson Foods and George’s Inc. in a DOJ merger challenge in the Western District of Virginia.
- Advised on the City of New York's challenge to the combination of health insurers Group Health Incorporated (GHI) and Health Insurance Plan of Greater New York (HIP) to form EmblemHealth.

Litigation

- Representing Tyson Foods Inc. in a putative antitrust class action litigation alleging a conspiracy to depress broiler grower pay.
- Representing Alvogen in a sprawling multidistrict litigation (MDL) alleging participation in an industrywide conspiracy to raise prices

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of generic drugs.

- Representing Alvogen in a patent infringement and antitrust litigation regarding Indivior's opioid dependency treatment drug Suboxone® Film.
- Represented Momenta Pharmaceuticals in a series of antitrust cases involving patent enforcement.
- Obtained final determination of no violation on behalf of Thales DIS AIS Deutschland, Thales DIS AIS USA, Thales USA, and Thales S. A. based on noninfringement and invalidity of all asserted patents involving UMTS/LTE standards and mobile communication modules.
- Represented Redbox in actions challenging The Walt Disney Company's sales and distribution practices.

HONORS

- *Chambers USA* – District of Columbia: Antitrust (2020 – 2023)
- *The Legal 500 United States* (2022 – 2023)
- *Lawdragon*, 500 Leading Dealmakers in America (2024)
- *Lawdragon*, 500 Leading Litigators in America (2023-2024)
- Fellow of the Litigation Counsel of America
- *Best Lawyers* in America (2020 – 2024)
- Winner, 2021 Concurrences Antitrust Writing Award (Business Article, Intellectual Property subcategory), "Antitrust Treatment of Acceleration Provisions in Hatch-Waxman Settlements"
- *Super Lawyers* (2014 – 2024)
- *Who's Who Legal:* Competition (2020 – 2023)

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