



**Partner**  
**Co-Chair, Corporate and Business Department**

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**Industries**

Financial Services

**Practices**

Banking & Financial  
Services  
Health Care  
Mergers & Acquisitions  
Bankruptcy &  
Insolvency  
Corporate and Business

**Education**

J.D., Harvard Law  
School, 1973  
Post-Graduate Study,  
Merton College, 1970  
B.A., Swarthmore  
College, 1969

**Bar Admissions**

Pennsylvania, 1973

Roger Wood represents corporations and other business and non-profit organizations in a wide variety of business, finance, and governance matters. He regularly advises both public and closely-held companies in mergers and acquisitions, joint ventures, private equity offerings, financings, and other complex corporate and commercial transactions. He also represents start-up companies in connection with formation and organizational issues, negotiation of shareholder agreements, limited liability company and partnership agreements, venture capital financings and private equity offerings, and executive compensation and employment arrangements. In addition, he advises business owners and investors on corporate governance matters, including the resolution of shareholder disputes and the negotiation of business divorce transactions.

Roger provides legal advice on corporate, finance, and other business matters to a wide range of organizations, including manufacturers, publishers and printing companies, finance companies, real estate companies, health insurers, and non-profit organizations, including health care providers, performing arts organizations, charitable foundations and religious organizations.

In addition, Roger represents banks, leasing companies, finance companies, and other lenders in loan transactions, equipment leases, and the securitization of financial assets. He also has experience in advising banks and other financial companies on regulatory matters involving federal and state banking laws and lending laws and regulations.

**Representative Experience**

- Represented a managed care holding company in a \$40 million acquisition of a behavioral health company.
- Represented an investment group in the financing and acquisition of a media company for \$60 million.
- Represented 50% shareholder of an electronics corporation in a \$85 million stock redemption and business divorce transaction.
- Represented a health insurance company in negotiation and preparation of joint venture agreements with other health insurers in multiple states.

- Represented a shareholder in the sale of minority interest in a closely-held specialty chemical company for in excess of \$100 million.
- Represented a performing arts organization in the restructuring of \$30 million of bond indebtedness and related fund-raising program.
- Represented a public utility in negotiation and preparation of turn-key contract for design, installation, operation, maintenance, and remote reading of electric meters.
- Represented shareholders in the sale of a home warranty business to private equity fund for approximately \$100 million.

#### **Client Successes**

- Philadelphia Inquirer, Daily News and Philly.com Acquisition

#### **Professional and Community Activities**

- Former Law Clerk to Honorable John P. Fullam of the U.S. District Court for the Eastern District of Pennsylvania
- Board of Directors, Friends Fiduciary Corporation
- Board of Directors, Settlement Music School (Mary Louise Curtis Branch)
- Board of Trustees, Anna T. Jeanes Foundation