# Brooks T. Giles

**Partner and Deputy General Counsel**

Corporate

Chicago Office | +1.312.902.5386

brooks.giles@katten.com

**Mergers and acquisitions can be a tricky business, but Brooks Giles has a way of cutting through the complexity. His extensive experience and pragmatic mindset get deals to closing on time and on budget.**

**Helping buyers and sellers achieve strategic goals**

Brooks helps equity investors and business owners buy and sell operating businesses. Many of his transactions involve the purchase of private companies by private equity firms. He also represents sellers in such deals, which typically range in value from $25 million to $500 million. For all his clients, he finds the right structure for the transaction, negotiates the terms and offers guidance on corporate governance and general corporate matters.

Brooks has successfully closed a large number of middle-market M&A deals, using structures that include stock purchases, asset sales, taxable and tax-free mergers and leveraged recapitalizations. He knows the importance of closing on time, on budget and at market terms. More importantly, he knows how to achieve those goals. In every deal he touches, he looks to use his accumulated knowledge, together with specialist input, to resolve issues before they become crises.

## Recognitions

*Recognized or listed in the following:*

- *The Legal 500 United States*
  - Recommended Attorney, 2014–2015

## News

- Eight Katten Practices and Forty-Two Attorneys Recognized by *The Legal 500 United States* 2014 (July 3, 2014)
- Katten Represents China's ECADI in Purchase of Leading Interior Design Firm Wilson & Associates (March 7, 2014)
- Katten Represents China's Tianshuo in Purchase of Meridian Lightweight (December 20, 2013)

## Practices

- Corporate
- Corporate Governance
- Healthcare Services Private Equity
- Healthcare Transactions
- Independent Sponsors
- Mergers and Acquisitions
- Private Equity

## Industries

- Entrepreneurial Ventures
- Insurance Private Equity
- Manufacturing and Industrials Private Equity
- Technology

## Education

- JD, Duke University School of Law, *with honors*
- LLM, Duke University School of Law, *with honors*
- BA, The University of Chicago, *with honors*

## Bar Admissions

- Illinois

## Professional & Community Involvement

- American Bar Association, LLCs, Partnerships and Unincorporated Entities Committee, Subcommittee on LLCs in M&A Transactions Chair
- Asian Americans Advancing Justice, Chicago Board Member

- Katten Represents Sterling Capital Partners and Management Team of Educate Inc. in $600 Million Going-Private Deal (June 26, 2007)
- Katten Names 11 New Partners (April 4, 2007)

## Publications

- *Health Care Perspectives* (March 2016)
- Inside the Minds: Representing Emerging Technology Companies (2014)
- Pocket MBA Fall 2013: Finance for Lawyers (2013)
- Stockholders' Agreements Line by Line: A Detailed Look at Stockholders' Agreements and How to Change Them to Meet Your Clients' Needs (2011)
- Delaware Court Upholds Poison Pill to Preserve NOLs (April 2010)
- Novel Action Raises Questions in Delaware on Stockholder Power to Directly Remove Officers (June 17, 2009)

## Presentations and Events

- Drag-Along, Tag-Along, and Other Transfer Restrictions in M&A: Negotiating and Drafting Strategies, Avoiding Pitfalls | Strafford, A BARBRI Company (December 3, 2025) | *Presenter*
- M&A Engagement Letters | Strafford, A BARBRI Company (July 16, 2025) | *Presenter*
- Drafting Shareholder Agreements for Private Equity M&A Deals | Strafford, A BARBRI Company (May 7, 2025) | *Presenter*
- US Series: Direct Investment into the US (March 4, 2021) | *Panelist*
- Ethical Responsibilities in Health Care Transactions (October 14, 2015) | *Presenter*
- Governance Considerations in Conflict Transactions (June 4, 2014) | *Presenter*
- Ethical Responsibilities in Health Care Transactions (March 11, 2014) | *Presenter*
- Conflicted M&A Deals at Private Companies: Emerging Issues (December 19, 2013) | *Presenter*
- Antitrust Management of the Difficult Deal: Getting a Merger of Competitors from Negotiation to Closing – What Bankers, Investors and Executives Need to Know (November 21, 2013) | *Presenter*

> ***"I could not be happier with the work [Brooks Giles and the rest of the staff] have done for me and my organization."***
>
> ***U.S. News – Best Lawyers®* 2018**
> **"Best Law Firms"**
> **(Corporate Law) survey response**