



Kathleen Ruhland

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Kathy Ruhland advises clients on complex cross-border transactions, including global M&A, restructuring and joint ventures, in established and emerging markets throughout the world.

- Corporate
- Finance

Recognized by third parties for providing superior client service, Kathy advises a number of world-leading corporations in a wide variety of sectors with a particular emphasis on transactions in the consumer goods, food and beverage, agricultural and industrial sectors.

Kathy holds the following firm Leadership positions:

- Chair, US Corporate
- Global Co-Chair, Corporate
- Member of DLA Piper's governing Executive and Management Committees
- Former Co-Chair of DLA Piper's Food & Beverage sub-sector
- Former Chair, Leadership Alliance for Women (LAW)

Kathy advises privately and publicly held companies in the following areas:

Mergers, acquisitions and divestitures

Advises companies in various industries in global M&A transactions which often involve multiple jurisdictions. Effective in directing large teams of lawyers and accountants to assist clients in structuring, negotiating, implementing and closing global transactions.

Joint ventures and strategic alliances

Advises companies in negotiating, structuring, operating and exiting international equity joint venture arrangements, licensing, distribution and manufacturing agreements, collaborative marketing arrangements and other strategic alliances.

Pre-and Post-acquisition integration and restructurings

Advises companies on global post-acquisition integration and restructurings including significant experience in global supply chain structures, complex reorganizations involving multiple jurisdictions and other group restructurings.

Foreign direct investment

Advises companies regarding the international legal and tax aspects of the establishment of branch and subsidiary operations, setting up manufacturing operations, and advising clients regarding local investment incentives.

International compliance

Advises US multinationals on compliance issues under US laws affecting cross-border transactions including the Office of Foreign Control Sanctions Programs, anti-boycott legislation and the Foreign Corrupt Practices Act (FCPA).

Global tax planning

Advises companies on international tax matters in connection with international transactions, reorganizations and other international tax planning matters.

EXPERIENCE

Kathy has represented the following companies in acquisitions, divestitures or other corporate transactions:

- Lead counsel for Deere & Company for numerous global acquisitions and divestitures for agriculture equipment and related businesses
- Deere & Company's acquisition of Harvest Profit, a leading provider of farm profitability software
- Deere & Company's acquisition of PLA, manufacturer of sprayers, planters and specialty products for agriculture based in Argentina and Brazil
- Deere & Company's joint venture with DN2K for technology development in the agriculture industry
- Deere & Company's joint venture with Hagie Manufacturing, a manufacturer of high-clearance sprayers
- Deere & Company's divestment of its crop insurance business
- Deere & Company's divestment of its water irrigation business (involving 18 countries worldwide)
- Ecolab Inc. in the separation of its global Upstream Energy business and the closing of the merger of Ecolab subsidiary, ChampionX with Apergy Corporation
- Ecolab Inc. in the acquisition and integration of CID Lines, a leading global provider of livestock biosecurity and hygiene solutions
- Ecolab Inc. in the acquisition and integration of Bioquell PLC based in the United Kingdom
- Ecolab Inc. in the acquisition and integration of Laboratoires Anios, a hygiene and disinfection products manufacturer for the healthcare market. Transaction value approximately US\$800 million
- Ecolab Inc. in its acquisition of a global water treatment business with AkzoNobel
- Fortune 50 company's strategic investment in Hong Kong company
- Nike, Inc. in numerous global tax and corporate matters
- Musco Lighting LLC's joint venture with Ferrostaal Industrial Projects (Musco Ferrostaal GmbH) to design, supply and install lighting systems for industrial plants and sports grounds in continental Europe
- Target Corporation in its expansion into Canada
- Pentair Inc. in its global joint venture with GE for residential water filtration business
- Hutchinson Technology Inc. in the set-up of its Thailand manufacturing operations
- H.B. Fuller in its acquisition of global industrial adhesives business of Forbo group (US\$394 million)
- Graco Inc. in its acquisition of the global finishing business of Illinois Tool Works Inc. (US\$650 million)
- Tornier B.V. in its acquisition of C2M Medical, Inc.
- Goldner Hawn Johnson & Morrison Inc. in the sale of Vitality Foodservice Holding Corp. to Nestle USA

- In-house counsel for General Mills (1998-2005) involved in numerous significant acquisitions and divestitures
 - General Mills' global joint venture with Nestle S.A. for cereal business
 - General Mills' joint venture with PepsiCo for European snack business and subsequent disposal to PepsiCo (US\$750 million)
 - General Mills in its acquisition of The Pillsbury Company (US\$10.5 billion)
 - General Mills' divestment of its Green Giant business, Mexico operations

Kathy has represented large multinational companies in the following global corporate reorganizations:

- Ecolab Inc. and Champion Technologies Inc.'s post-acquisition integration of operations in North America, Latin America and Europe (involving 30 countries worldwide)
- Ecolab Inc. and Nalco Holding Company's post-acquisition integration of operations (involving 99 countries worldwide)
- Bunge and Loders Croklaan USA, LLC in the global integration following the formation of its global joint venture
- HB Fuller Company in the global integration of its acquisition of Forbo's industrial adhesives business
- Chrysler Group LLC in its European reorganization
- H&R Block in its investment in Ireland
- Pentair plc in the global integration and reorganization of its valves and control business acquired from Tyco International
- Fortune 50 company in the US reorganization of its domestic supply chain structure
- Private global commercial equipment manufacturer in its global reorganization
- Fortune 50 company's reorganization of its Asian sourcing operations, including formation of a China business trust structure
- NYSE-listed company's US supply chain operations for global manufacturer and distributor of commercial products
- Fortune 100 company in its European reorganization including formation of a European headquarters and supply chain structure

CREDENTIALS

Admissions

- Minnesota

Prior Experience

Before joining DLA Piper, Kathy was co-chair of the international practice at one of the 75 largest law firms headquartered in the US. Previously, she served as in-house counsel for General Mills.

Recognitions

Kathy was named a 2022 Leading Dealmaker in America by Lawdragon and was included in *The Best Lawyers in America* 2020-2022 for her work in International Mergers & Acquisitions. In addition, she was one of 319 lawyers nationwide named to the BTI Client Service All-Star Team for Law Firms in 2017 (based on survey of Fortune 1000 in-house counsel). She was also named to the All-Star Team in 2009.

Education

- J.D., William Mitchell College of Law
magna cum laude
- B.A., University of St. Thomas
cum laude

Civic and Charitable

- Children's Law Center of Minnesota, Board of Directors

Additional Accreditations

Kathy is a certified public accountant (inactive) with Big Four firm experience.

INSIGHTS

Publications

- Post-COVID-19: What to expect in the "next normal," 30 April 2020

Events

- Panelist, "Leadership Perspective on Business and Legal Issues Tied to International Growth," The 40th Annual International Business Law Institute (2016)
- Panelist, "Global M&A, Hot Issues, Practical Advice and Lessons Learned in Cross-Border Transactions," Chicago Chapter, Association of Corporate Counsel (ACC)
- Panelist, "Integration: Strategies to Maximize the Value of Your Investment," 2011 M&A Conference
- Panelist, "International M&A Transactions," Business Law Institute (2011)
- Panelist, "Doing Business in Frontier Emerging Markets, Southeast Asia," International Business Law Institute (2011)
- Moderator, "CEO Panel Discussion" with Ken Powell of General Mills and Hubert Joly of Carlson, Doing Business with France: 2011 Business Symposium, Minnesota International Center
- "International Markets: Globalization of the Production Food System," Food, Agriculture & Biofuels 2010 National Conference, Minneapolis
- Opening session moderator, "Creating World-Class Companies in Emerging Markets," Faegre & Benson International Business Briefing (2010)

NEWS

DLA Piper advises Philip Morris International Inc. on USD16 billion recommended cash offer for Swedish Match

12 May 2022

DLA Piper, as International Counsel, is advising Philip Morris Holland Holdings B.V., an Affiliate of Philip Morris International Inc. (PMI), on its USD16 billion recommended public offer to the shareholders of Swedish Match AB (Swedish Match), a public limited company with shares listed on Nasdaq Stockholm.

MEDIA MENTIONS

- "DLA Piper Forms New Management Team After Strong 2020," *Law360*, March 9, 2021