

Food & Beverage Group Of The Year: Jenner & Block

By **Cara Salvatore**

Law360, New York (January 17, 2017, 6:48 PM EST) -- Jenner & Block LLP's food-and-beverage practice had a hand in two billion-dollar deals, US Foods' May initial public offering and the marriage between Snyder's-Lance and Diamond Foods in October 2015, that helped make it one of Law360's Practice Groups of the Year.

The group also helped Mondelez International get rid of a slack-fill suit over the air in packages of Sour Patch Kids, a candy, according to Chicago-based practice group chair Dean Panos, who oversees about 25 practice group members.

Food-distribution giant US Foods Holdings Corp. announced a \$1.23 billion IPO in mid-May and raised \$1.02 billion in the offering at the end of that month, selling 44.4 million shares at \$23 per share. It had originally planned to price the offering between \$21 and \$24 per share, a filing with the U.S. Securities and Exchange Commission said.

US Foods was backed by private equity shops Clayton Dubilier & Rice LLC and KKR & Co. LP. The company's private equity owners did not sell any shares in the offering and instead saw their significant stakes diluted, according to SEC filings.

Jenner partner and former Fordham University basketball player Kevin Collins guided the IPO on what the firm described as an aggressive schedule beginning only in the last week of December 2015.

"We've been fortunate enough that what started out with me and several others handling high-stakes litigation for these clients has morphed into handling billion-dollar transactions," Panos said in an interview.

Elsewhere in the October 2015 to October 2016 review period for practice groups of the year, Jenner helped North Carolina snack maker Snyder's-Lance with its Diamond Foods transaction. Snyder's-Lance said in October 2015 that it would buy Diamond Foods in a deal valued at \$1.91 billion, including the assumption of about \$640 million in debt, in an effort to meet consumer demand for nongenetically modified and organic snack products.

Diamond is known for Kettle potato chips, Pop Secret popcorn and Emerald nuts, and Snyder's-Lance



manufactures and markets brands including Snyder's of Hanover and Pretzel Crisps. Snyder's-Lance said the deal would allow it to build on its "better-for-you" line of snacks, aligning with consumer trends veering toward more healthful snacking.

Jenner's Collins, based in New York and recently a Law360 Capital Markets MVP, also led the firm's efforts on the securities side of the nearly \$2 billion acquisition.

"I think what our food-and-beverage clients now see is we're so grounded and experienced in the food-and-beverage space that we've become sort of a destination practice," Panos said. "Part of building it was making sure we had the breadth of experience on the coasts: We needed a strong California presence, an office there."

Now that the practice is active on both coasts as well as in the key Midwest food manufacturing markets like Chicago, there is much it can do.

In October, the firm convinced a New York federal judge to toss a proposed class action brought by a candy buyer who alleged the makers of Sour Patch Kids candy "slack-filled" pouches of its product.

The suit alleged that maker Mondelez falsely markets and sells the candies with labels that state each package contains 28 pieces of the chewy treat when it can actually hold at least 50 pieces, leaving approximately 44 percent of the candy box empty. Such misleading packaging, lead plaintiff Jose Izquierdo argued, was intended to give the appearance that the package contains more candy than it actually does, and is one of several class actions recently to go after food manufacturers for air in their packages.

In an order dismissing the suit, U.S. District Judge Colleen McMahon concluded Izquierdo's suit "provides only the barest details about Izquierdo's exposure to Mondelez's alleged fraudulent misrepresentations and omissions."

"The cases we've handled [have seen] great results, and dismissals even at the pleading stage, where it's difficult for clients to get out," Panos said. "In many courtrooms they like to see these complaints go on for a long time. ... We're fortunate enough where we're oftentimes citing our own cases in support of our position."

--Additional reporting by Kat Sieniuc, Tom Zanki and Fola Akinnibi. Editing by Bruce Goldman.