

# Francis Wheeler

Partner



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Colorado

Capital Markets  
 Mergers and Acquisitions  
 Shareholder Activism  
 Debt Finance  
 Communications  
 Technology  
 Crisis Management  
 Corporate Governance and Shareholder Engagement

Francis R. Wheeler's practice includes corporate, securities and transactional matters, including public and private offerings, mergers and acquisitions, international transactions, corporate governance and securities law disclosure and compliance. He has represented publicly and privately held companies, as well as board committees, in a broad range of industries.

A member of the Merger & Acquisitions Committee of the American Bar Association's Business Law Section, Francis is active on the task force authoring the ABA's model tender offer agreement for the acquisition of a public company. He is also an officer and director of the Colorado Chapter of the National Association of Corporate Directors and an NACD Corporate Governance Fellow.

Francis is currently named in Chambers USA: America's Leading Lawyers in Corporate/M&A; in Best Lawyers in America in Corporate Law, Mergers & Acquisitions Law and Securities/Capital Markets Law; in Euromoney Expert Guides in Corporate Governance; and as a Colorado Super Lawyer in Business/Corporate, Mergers & Acquisitions and Securities & Corporate Finance.

Prior to joining Cooley, Francis was a partner with a Denver-based AmLaw 200 firm and also practiced in New York City.

## Representative Clients/Transactions

- eBay in its \$1.3 billion acquisition of Gmarket in a tender offer in the United States and Korea
- Jazz Pharmaceuticals in its combination with Azur Pharma and \$700 million acquisition of EUSA Pharma
- Kudelski in its \$150 million acquisition of the remaining shares of its controlled subsidiary OpenTV in a going private transaction effected by tender offer
- Liberty Global in its investments in Australia-based Austar United Communications and Netherlands and Jersey-based O3b Networks
- Controlling stockholder of MarkWest Hydrocarbon in the \$800 million acquisition of MarkWest Hydrocarbon by MarkWest Energy Partners
- Noodles & Company in its acquisition by private equity firm Catterton Partners
- Private investment fund in acquisition proposals and successful proxy contests for corporate control
- Rally Software Development in its \$96.6 million initial public offering

## Education

Harvard Law School

JD, 1977

Harvard Business School

MBA, 1977

Weber State University

BS, 1973

## Admissions & Credentials

Colorado

New York

## Rankings & Accolades

Chambers USA: Corporate/M&A – Colorado (2020 – 2024)

Best Lawyers in America: Corporate Law, Mergers & Acquisitions Law and Securities/Capital Markets Law

Euromoney Expert Guides: Corporate Governance

Colorado Super Lawyer: Business/Corporate, Mergers & Acquisitions and Securities & Corporate Finance

The Legal 500: M&A Powerlist – US Region

## Memberships & Affiliations

American Bar Association (ABA)

New York State Bar Association