

Barbara Borden

Senior Counsel



bordenbl@cooley.com

+1 858 550 6064

San Diego

Mergers and Acquisitions

Shareholder Activism

Private Equity

Corporate Governance and Shareholder Engagement

Life Sciences

Barbara focuses on public and private M&A, cross-border transactions, joint ventures, and other complex transactions. She focuses on public and private M&A, cross-border transactions, joint ventures and other complex transactions. Barbara represents strategic and financial buyers and sellers in public and private acquisitions, and has significant experience counseling boards of directors in connection with M&A and related governance, as well as anti-takeover matters.

Barbara's recent transactions include:

- Horizon Therapeutics plc in multiple transactions including its:
 - \$28.3 billion sale to Amgen
 - \$3.1 billion acquisition of Viela Bio
 - option to acquire a product candidate from Q32 Bio
 - acquisition of drug product manufacturing facility
 - acquisition of River Vision for cash, milestones and royalties and Horizon subsequent buyout of its milestone and royalty obligations from significant former stockholders of River Vision for \$120 million
 - \$800 acquisition of Raptor Pharmaceutical
 - \$510 million acquisition of Crealta
 - \$1.1 billion acquisition of Hyperion Therapeutics
 - \$600 million acquisition of Vidara Therapeutics and five-year \$300 million term loan facility
- Morphimmune: agreement to merge with Immunome
- Turning Point Therapeutics: \$4.1 billion agreement to sell to Bristol Myers Squibb
- Jazz Pharmaceuticals plc: divestiture of its SUNOSI® product business
- Castle Biosciences: acquisitions of Myriad's myPath test, Cernostics and AltheaDX
- Vividion: up to \$2 billion sale to Bayer
- Omniome: up to \$800 million sale to Pacific Biosciences
- Prothena: up to \$1.2 billion sale of its ATTR amyloidosis program to Novo Nordisk
- Decipher: \$600 million sale to Veracyte

- VelosBio: \$2.75 billion sale to Merck
- Forbius: up to \$1 billion sale to Bristol Myers Squibb
- Avedro: stock-for-stock sale to Glaukos
- Synthorx: \$2.5 billion sale to Sanofi
- Arena Pharmaceuticals: up to \$1.2 billion (plus royalties) sale of ralinepag to United Therapeutics
- SendGrid: \$3 billion stock-for-stock sale to Twilio
- Counsyl: \$375 million sale to Myriad Genetics
- Jazz Pharmaceuticals plc: divestiture of its PRIALT® business
- Sucampo: \$1.2 billion sale to Mallinckrodt
- BroadSoft: \$1.9 billion sale to Cisco
- EnerNOC: \$300+ million sale to Enel Group
- Sucampo: \$200 million acquisition of Vtesse
- ZELTIQ Aesthetics: \$2.5 billion sale to Allergan
- Jazz Pharmaceuticals plc: \$1.5 billion acquisition of Celator
- Auspex Pharmaceuticals: \$3.5 billion sale to Teva
- Volcano: \$1.2 billion sale to Royal Philips
- Cardioyl Pharmaceuticals: up to \$2.07 billion sale to Bristol Myers Squibb
- Sucampo: \$278 million acquisition of R-Tech Ueno
- Websense: \$1 billion sale to Vista Equity
- Peet's Coffee & Tea: \$1 billion sale to Joh. A. Benckiser
- Entropic Communications: \$287 million sale to MaxLinear
- Centerview Partners as financial adviser to:
 - Forma Therapeutics in its sale to Nova Nordisk for \$1.1 billion
 - BioSpecifics Technologies in its sale to Endo International for an estimated enterprise value of approximately \$640 million
 - Audentes Therapeutics in its sale to Astellas for approximately \$3 billion
 - Ra Pharmaceuticals in its sale to UCB for \$2.5 billion in cash
 - Receptos in its sale to Celgene for \$7.6 billion
- Perella Weinberg Partners as financial adviser to Cascadian Therapeutics in a two-step cash tender valued at \$614 million

Recent accolades for Barbara in top regional and national publications include:

- Chambers USA: Band 1 for Corporate/MA - California: San Diego
- The Deal: Top Women in Dealmaking (2023)
- LMG Life Sciences: M&A Attorney of the Year – Americas (2022 and 2023)
- LMG Life Sciences: M&A Attorney of the Year finalist (2021)
- Legal 500 United States: Hall of Fame in Mergers, Acquisitions and Buyouts (2011 – 2023)
- Best Lawyers: Recognized in Corporate Governance and Compliance Law, Corporate Law, Mergers &

Acquisitions, Securities Regulation, and Securities/Capital Markets Law (2010 – 2023)

- Best Lawyers: Lawyer of the Year in Mergers & Acquisitions (2018 and 2021) and California Lawyer of the Year Finalist (2023)

Barbara was a member of the Raven Society, an honorary literary organization, at the University of Virginia. Following graduation from law school, she clerked for Judge William C. Canby of the US Circuit Court of Appeals for the Ninth Circuit.

Education

Arizona State University – Sandra Day O'Connor College of Law
JD, 1984

University of Virginia
BA, 1981

Admissions & Credentials

California

Rankings & Accolades

San Diego Business Journal: Women of Influence in Law (2024)

Chambers USA: Band 1 for Corporate/M&A – California: San Diego (2022 – 2024)

Chambers USA: Corporate/M&A – California: San Diego (2021)

Lawdragon: 500 Leading Dealmakers in America (2023)

The Legal 500 US: Hall of Fame for M&A: Middle-Market (\$500M-999M) (2021– 2023))

The Deal: Top Women in Dealmaking (2023)

San Diego Business Journal's SD 500 list (2022)

Best Lawyers in America: Lawyer of the Year (2018, 2021)

Daily Journal: Top Women Lawyers (2017)

The Recorder: Trusted Advisor for Life Sciences (2016)

Daily Journal: Top 100 Lawyers in California (2014-2017)

The Recorder: Women Leaders in Tech Law (2015-2018)

San Diego M&A Advisor of the Year: Buy-Side Transaction (2015)

The Best Lawyers in America: Lawyer of the Year, San Diego Securities and Capital markets (2014)

Legal 500 US: Mergers, Acquisitions and Buyouts for Large Deals (2011-2018)

The Best Lawyers in America: Corporate Governance and Compliance Law, Corporate Law, M&A, Securities Regulation and Securities/Capital Markets Law (2010-2021)

Super Lawyers: Mergers and Acquisitions (2007-2022)

Memberships & Affiliations

American Bar Association (ABA)

San Diego County Bar Association