

## **JAMES MORPHY**

James C. Morphy is the managing partner of the Mergers and Acquisitions Group at Sullivan & Cromwell and provides advice with respect to a wide range of transactions, including both friendly and hostile acquisitions, representing buyers, sellers and financial advisors in both regulated and unregulated industries. Transactions in which Mr. Morphy has been involved in recent years include representing Sanford Bernstein in its acquisition by Alliance Capital (investment advisory); Union Camp in its merger with International Paper (paper industry); the Special Committee of Western National Corporation in its merger with American General (insurance); United Healthcare in its efforts to acquire Humana, Inc. (healthcare); Carter Wallace in its sale to Church & Dwight and a consortium of buyout groups (consumer products); Goldman Sachs in its acquisition of Spear, Leads & Kellogg (broker/dealer); Hershey Foods in connection with various transactions (food industry); and UBS in its acquisition of PaineWebber Group (financial services). He also represents financial advisors in M&A transactions, including the financial advisors to Hewlett Packard in its merger with Compaq; Mead Corporation in its merger with Westvaco; and Willamette Industries in connection with the tender offer by Weyerhaeuser.

Mr. Morphy joined Sullivan & Cromwell in 1979 after graduating from Harvard College (BA, Phi Beta Kappa 1976) and Harvard Law School (JD, 1979). He is a contributing author to a three-volume treatise published by West Publishing entitled *New York and Delaware Business Entities: Choice, Formation, Operation, Financing and Acquisitions* and a second treatise published entitled *Transactional Lawyer's Deskbook*. He regularly serves as a faculty member on M&A panels for various institutes and programs.