

## Alexander J. May

**Partner**

[amay@jenner.com](mailto:amay@jenner.com)

**Office**

Chicago

**Phone**

+1 312 840 8659

**Areas of Focus**

Corporate

ESG: Environmental, Social,  
and Governance

Hedge, Investment, and  
Private Equity Funds

Mergers and Acquisitions

Public Company Advisory  
Group



---

### Overview

**Alex May has an extensive practice focused on capital markets transactions, securities offerings, and corporate governance matters. He represents public and private companies in a variety of registered and unregistered offerings and SEC registrants in disclosure, compliance, and public reporting under the Securities Act of 1933 and Exchange Act of 1934, including proxy statements and executive compensation disclosure. In addition, Alex represents boards of directors and their committees in complex and emerging corporate governance and fiduciary duty matters.**

As the Co-Chair of the firm's Securities and Capital Markets Practice and a partner in the firm's Corporate Practice, Alex has significant experience advising a number of the firm's public and private clients on complex securities transactions, including registered and unregistered offerings of equity and debt and in secondary offerings by selling stockholders. He has experience across a number of different industries, including food and beverage, automotive, and other manufacturing industries.

Alex has advised many public companies in disclosure, compliance and reporting, including the design and content of proxy statements and counseling on complex executive compensation disclosures. He frequently advises clients on new and emerging SEC and stock exchange compliance matters, environmental, social and governance (ESG) best practices, and corporate governance obligations under Delaware and Illinois law. Alex has also advised a number of public and private companies in mergers as well as asset purchases and divestitures.

Alex is an author of *Directors and Officers Liability* by the Law Journal Press. He also provides other securities and corporate governance updates to the firm's clients, including new SEC rulemakings, guides to the annual reporting and proxy season, and practice tips for public companies.

Mr. May is the Corporate Department's Pro Bono Coordinator and member of the firm's Pro Bono Committee.

## **Areas of Focus**

- Corporate
- ESG: Environmental, Social, and Governance
- Hedge, Investment, and Private Equity Funds
- Mergers and Acquisitions
- Public Company Advisory Group
- Securities and Capital Markets

## **Representative Matters**

- Represented Albertsons Companies, Inc. in its announced merger with Kroger valued at \$25 billion and its announced \$2.4 billion asset sale to C&S Wholesale Grocers LLC in connection with the proposed merger with Kroger. Both transactions were terminated following an adverse regulatory ruling.
- Hertz Global Holdings and The Hertz Corporation in the \$1.0 billion acquisition of Donlen Corporation; the tax-free spin-off of Herc Rentals, Inc., multiple private placements of US Dollar and Euro denominated notes totaling over \$5 billion and A/B exchange offers for registered notes, multiple registered secondary offerings of Hertz common stock totaling over \$4.0 billion and exchanges of Hertz common stock for approximately \$400 million in senior secured convertible notes.
- U.S. Foods in its \$1.0 billion initial public offering in 2016; and secondary public offering of U.S. Foods common stock of approximately \$1.0 billion in 2017.
- General Dynamics in multiple registered offerings of US Dollar notes.
- General Motors in its \$23.0 billion initial public offering conducted in 2010; registered offerings of over \$2.5 billion in US Dollar notes; and \$1.6 billion registered secondary offering of GM common stock by the UAW Retiree Medical Benefits Trust.
- Silgan Holdings in multiple private placements of US Dollar and Euro denominated notes totaling over \$3 billion and A/B exchange offers for registered notes.
- Merge Healthcare in multiple transactions including a \$50 million private placement of Merge common stock to a group of investors arranged by Guggenheim Corporate Funding and its approximately \$1 billion sale to IBM in 2015.
- Internap Corporation in its \$40 million sale of INAP common stock in 2018; private placement of INAP common stock and subsequent resale offering in 2017; counseling in connection with filing and its emergence from Chapter 11 bankruptcy in 2020.

- KEMET Corporation's approximately \$175 million secondary sale of KEMET common stock.
- SPX Corporation in its tax-free spin-off of SPX Flow in 2015.
- Diamond Castle Partners in the \$2.5 billion acquisition of Multi-Color Corp by Platinum Equity LLC.
- Over 25 public companies in regular Exchange Act reporting and corporate governance issues, including in the design, content and best practices regarding proxy statements and executive compensation disclosure.

## **Credentials**

### **Admissions**

- Illinois, 2009

### **Education**

- University of North Carolina School of Law, JD, Honors, Honors Writing Scholar, 2009
- University of Wisconsin, BA, Comprehensive Honors, Phi Beta Kappa, 2003