

## MVP: Latham's Justin Hamill

By Lauren Berg

*Law360 (October 22, 2024, 3:12 PM EDT)* -- Justin Hamill leads the Latham & Watkins LLP team representing Endeavor Group Holdings Inc. in its \$13 billion take-private acquisition by private equity firm Silver Lake, and is also advising Skydance Media in its multibillion-dollar merger with Paramount Global, putting him among the 2024 Law360 Mergers & Acquisitions MVPs.

### Why he's an M&A lawyer:

Growing up with a mom on the bench, the New York-based attorney knew since high school that he wanted to pursue a legal career. And with a love for logic and complicated puzzles, Hamill was already aware by the time he was at Dartmouth College that he wanted to do transactional law.

"I've always been attracted to the law and everything about it," Hamill said, adding that he's drawn to working with people, figuring out challenges and working hard. "Combining all of those attributes, you naturally end up as an M&A lawyer."

After earning his law degree from Boston College Law School and getting started in his career — which included more than 15 years at Paul Weiss Rifkind Wharton & Garrison LLP — Hamill joined Latham in 2019, where he is now a partner and the global chair of the firm's M&A practice.

### His biggest accomplishment this year:

While Hamill has worked on many exciting deals this year, he said his first thought is always about the accomplishments within his team — particularly how happy his colleagues are and how they've helped clients realize their goals.

"It's all about the relationships," Hamill added.

But perhaps the most emotional transaction he has worked on this year is leading the team advising long-time client Endeavor — the sports and entertainment company that inspired the HBO series



"Entourage" — in its pending \$13 billion sale to the California-based Silver Lake, making it a private company again.

Hamill has represented Endeavor since 2008, working on deals that have included Silver Lake's 2012 initial investment in then-William Morris Endeavor Entertainment LLC and Endeavor's initial public offering, as well as Silver Lake's support of Endeavor's acquisition of Ultimate Fighting Championship in 2016 before the merger of UFC and World Wrestling Entertainment Inc. to create TKO Group Holdings Inc., valued at \$21 billion.

"This is a special transaction given the history we have with Endeavor," Hamill said.

#### **Other notable deals he's worked on:**

Guiding Endeavor through the merger of UFC and WWE required some creativity, leading Hamill to devise the first-ever double umbrella partnership C corporation structure that delivered substantial tax benefits to Endeavor's equity holders.

Under the deal, Endeavor, already structured as an Up-C, became the majority owner of TKO, which was restructured into an Up-C at closing. That meant WWE stockholders continued to hold stock in a public corporation, which holds a minority stake in a limited liability company, of which Endeavor owns a majority.

As if his representation of Skydance and Endeavor didn't keep him busy enough, Hamill also represented English Premier League football club Manchester United in its \$1.6 billion sale of an approximate 30% equity stake to Sir Jim Ratcliffe, the chair of chemical company Ineos.

Under that deal, Ratcliffe's entity Trawlers Ltd. acquired 25% of the club's Class B shares and up to 25% of its Class A shares, each for the price of \$33 per share.

#### **What motivates him:**

What gets Hamill out the door to work every day is "the team, the team, the team," he says.

"I spend a lot of time making sure they're deeply involved, learning and building a passion for the work the same way I have," Hamill said. "A key part of what motivates me is doing transactions, but what I love to do is work in teams."

In addition, he loves having the opportunity to work with entrepreneurs and investors, and to help them realize their goals.

"I derive a lot of satisfaction from being able to deliver that for clients," Hamill said.

#### **His advice for junior attorneys:**

For attorneys just getting started in their careers, Hamill urges them to keep an open mind and be "intellectually curious."

"Not much of law school will teach what they need to know about being an M&A lawyer," he said. "So it's important to try to learn as much as you can as fast as you can."

*--As told to Lauren Berg. Editing by Melissa Treolo.*

*Law360's MVPs are attorneys who have distinguished themselves from their peers over the past year through high-stakes litigation, record-breaking deals and complex global matters. A team of Law360 editors selected the 2024 MVP winners after reviewing nearly 900 submissions.*

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