



Jennifer Stobie Schumacher

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Services

Corporate Governance; Employee Benefits; Mergers & Acquisitions; RIFS & Severance Plans; Tax

Industries

Advertising & Publishing; Aerospace & Defense; Banking & Credit Unions; Construction & Infrastructure; Energy; Entertainment, Media & Sports; Financial Services; Government & Municipalities; Chemistry & Life Sciences; Health & Life Sciences; Hospitality & Gaming; Investment & Securities; Manufacturing; Professional Services; Real Estate; Retail & Consumer Goods; Semiconductors & Electronics; Technology; Telecommunications; Transportation

Jennifer Schumacher focuses her practice on executive and equity compensation, qualified retirement plans, and benefit and compensation issues arising in mergers, acquisitions, spin-offs and other business transactions.

Ms. Schumacher regularly advises clients on compensation and benefit issues in mergers and acquisitions. She has assisted large public corporations with all benefit and executive compensation issues arising in connection with the spin-off of certain business segments. She has also represented management teams of several large public companies in negotiating continuing employment arrangements and severance arrangements in connection with the acquisition of their companies by other large public companies.

Ms. Schumacher regularly assists in the design and implementation of sophisticated executive compensation and deferral programs, equity compensation arrangements, and change in control protections for public, private and tax-exempt companies of all sizes. She assists clients with structuring of severance plans and agreements, both for individuals and in connection with larger reductions in force.

Ms. Schumacher was recognized in *The Best Lawyers in America*[®] for Employee Benefits Law in 2017 and the nine years immediately preceding. She was named a Georgia "Super Lawyer" in 2017 and the six years immediately preceding and a Georgia "Rising Star" in 2008 and 2010 for Employee Benefits/ERISA Law by *Super Lawyers* magazine. Ms. Schumacher is AV[®] rated by Martindale-Hubbell.*

*CV, BV, and AV are registered certification marks of Reed Elsevier Properties Inc., used in accordance with the Martindale-Hubbell certification procedure's standards and policies.

Experience Highlights

Strategic acquisition for Equifax, Inc.

Represented Equifax, Inc., one of the United States' largest credit reporting agencies, in its \$1.4 billion acquisition of publicly held TALX corporation for a combination of stock and cash. The transaction was structured as a tax-free reorganization with a unique share buy back structure to prevent share dilution.

Employee benefits advice for one of the nation's largest providers of telephone and broadband services

Advised one of the nation's largest providers of telephone and broadband services with respect to compensation and employee benefit plan issues in a multi-billion dollar merger with a spun-off subsidiary of another telecommunications company. The firm also conducted due diligence of employee benefit matters in connection with the merger.

Business combination of Certegy Inc. and Fidelity National Information Services Inc.

Represented Certegy Inc., a major publicly held credit card and check verification company, in its \$4.5 billion merger with Fidelity National Information Services Inc. and related special dividend to shareholders. The firm also advised the company on issues regarding executive compensation and employee benefits matters relating to the merger.

Aaron's, Inc. Acquisition of Progressive Finance Holdings, Inc.

Represented Aaron's Inc. (NYSE: AAN) in its \$700 million acquisition of Progressive Finance Holdings, Inc. Aaron's is a specialty retailer in the rent-to-own market with over 2,100 stores in 48 states with annual revenues of approximately \$2.3 billion. Progressive Finance, a portfolio company of the Summit Partners private equity group, was the largest player in the "virtual" rent-to-own market, with over 5,500 retail store partners in over 15,000 store locations. The transaction signed and closed simultaneously on April 14, 2014. In addition to advising with respect to the acquisition, the firm also represented Aaron's in connection with its related negotiation of \$500 million of new debt facilities to finance the transaction.

Strategic acquisition for global manufacturer of aircraft systems

Served as buyer's counsel for one of the largest providers of aircraft equipment and on board systems for commercial, regional and business aircraft, and helicopters, in its acquisition by an Oklahoma-based designer and manufacturer for business aviation and helicopters.

Employee benefits for Acuity Brands Inc. subsidiary spin off

Advised Acuity Brands Inc., one of the world's leading providers of lighting fixtures, with respect to executive compensation and employee benefit matters in spin off of Zep Inc.

*Experience gained by attorney prior to joining Kilpatrick Townsend

Publications, Articles and Speaking Engagements

Targeted IRS Examinations of Section 409A Compliance
BNA Tax and Accounting Center, July 11, 2014

Employee Benefits and Related Considerations
Buying and Selling Privately Held Businesses CLE, November 08, 2012

Tips and Traps in Drafting Employment and Severance Agreements
Emerging Issues in ERISA Litigation and Compliance for 2012, 3rd Annual Employee Benefits Law Section Seminar,
March 15, 2012

Exploring NYSE's and Nasdaq's Shareholder Approval Requirements for Equity Compensation Plans
Benefits Law Journal, February 09, 2005

Professional & Community Activities

State Bar of Georgia, Employee Benefits Law Section, Co-Chair

National Association of Stock Planning Professionals, Member

Rice University, North Georgia RAVA Captain

Education

Emory University, J.D. (1994)
with distinction, Order of the Coif

Rice University, B.A., Economics and Managerial Studies (1991)
magna cum laude

Bar Admissions

Georgia (1994)