



Nelson O. Fitts

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Nelson Fitts joined Wachtell, Lipton, Rosen & Katz in 2000 and was named partner in 2007. He practices in the firm's Antitrust Department, where he focuses on analysis of competition issues in mergers, acquisitions, auctions, joint ventures, takeover defense and advocacy before federal, state and foreign antitrust authorities.

Mr. Fitts has represented parties in a broad range of energy, industrial, chemical, medical, pharmaceutical, financial, and technology transactions, including Celgene in its proposed merger with Bristol-Myers Squibb; Anadarko Petroleum in its proposed merger with Chevron; Spectra Energy in its merger with Enbridge; C. R. Bard and CareFusion in their respective mergers with Becton, Dickinson; CST Brands in its sale to Alimentation Couche-Tard; Marsh & McLennan in its acquisition of Jardine Lloyd Thompson Group; Univar in its acquisition of Nexeo Solutions; TransDigm Group in its acquisition of Esterline Technologies; Hewlett Packard Enterprise in the merger of its software business with Micro Focus; Energy Transfer in its proposed acquisition of Williams; Airgas in its merger with Air Liquide and in its successful takeover defense against a hostile bid by Air Products and Chemicals; STERIS in its acquisition of Synergy Health; Target in the sale of its pharmacy and clinic businesses to CVS Health; Covidien in its merger with Medtronic; Lincoln Financial in the sale of its media business to Entercom; Cardinal Health in its generic drug purchasing JV with CVS Caremark; Penn National Gaming in its acquisition of Pinnacle Entertainment; GTECH in its merger with International Game Technology; El

Paso in its sale to Kinder Morgan; Cooper Industries in its merger with Eaton; Chicago Bridge & Iron in its acquisition of Shaw Group and its subsequent merger with McDermott International; Copano Energy in its sale to Kinder Morgan; MAKO Surgical in its sale to Stryker; Sunoco in its sale to Energy Transfer; Kellogg in its acquisition of Pringles; Atlas Energy in its merger with Chevron and Atlas Pipeline Partners in its merger with Targa Resources; Fidelity National Information Systems in its acquisition of Metavante Technologies; Rohm and Haas in its sale to Dow Chemical; BEA Systems in its sale to Oracle; Brown-Forman in its acquisition of Tequila Herradura; Washington Group International in its sale to URS and URS in its merger with AECOM Technology; CheckFree in its merger with Fiserv; Reynolds and Reynolds in its sale to Universal Computer Systems; ConocoPhillips in its acquisition of Burlington Resources, its spin-off of Phillip 66, and the sale of Flying J to Pilot; Maytag in its sale to Whirlpool; Valero Energy in its acquisition of Premcor and its ethanol plant purchases; NuStar Energy in its merger with Kaneb Pipe Line Company; NeighborCare in its acquisition by Omnicare; Bank One in its merger with J.P. Morgan Chase; and Phillips Petroleum in its acquisition of Tosco and its merger with Conoco.

Mr. Fitts is included among the *International Who's Who of Competition Lawyers* and named by *Chambers USA* as a leading antitrust lawyer. In 2012, *Global Competition Review* named him one of the top 40 competition lawyers under the age of 40 worldwide. He is a frequent writer and lecturer on antitrust and mergers and acquisitions.

Mr. Fitts joined the firm following his clerkship for the Honorable John G. Heyburn II of the U.S. District Court for the Western District of Kentucky in Louisville. He received an A.B. in History *cum laude* from Princeton University in 1996 and a J.D. from Columbia Law School in 1999. At Columbia, Mr. Fitts was a James Kent Scholar and an editor of the *Columbia Law Review*. He served on the Antitrust and Trade Regulation Committee of the Association of the Bar of the City of New York and is a member of the American Bar Association's Antitrust Section. He is a trustee of Woodberry Forest School in Virginia.

Clerkships

Honorable John G. Heyburn II, United States District Court, Western District of Kentucky, 1999 – 2000

Recent Publications

[The Government Shutdown's Effect on Deals](#), in Harvard Law School's Forum on Corporate Governance and Financial Regulation, January 9, 2019.

[DOJ Challenges Activist Use of HSR Act's "Passive Investor" Exemption](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, April 7, 2016.

[U.S. Antitrust Agencies and Challenges to Mergers](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, December 17, 2015.

[District Court Denies Preliminary Injunction in FTC's "Potential Competition" Merger Case](#), in Bank and Corporate Governance Law Reporter Volume 55 Number 3, November 2015.

[Split FTC Charges Activist Hedge Fund With Violating the HSR Act](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, August 27, 2015.

[Justice Department Fines Unsuccessful Merger Parties for "Gun Jumping"](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, November 19, 2014.

[European Commission Holds Private Equity Owner Liable for Portfolio Company's Cartel Fine](#), in ABA's "Hot Topics" in International Antitrust Law, April 29, 2014.

[FTC Targets Activist Abuse of the HSR Act's "Passive Investor" Exemption](#), in Bank and Corporate Governance Law Reporter Volume 49 Number 3, November 2012.

[Dodd-Frank Act May Complicate Antitrust Review of Acquisitions](#), in Banking Report (BNA) Volume 95 Number 7, August 24, 2010.

[U.S. Antitrust Agencies Unveil Proposed New Horizontal Merger Guidelines](#), in Bank and Corporate Governance Law Reporter Volume 44 Number 5, July 2010.