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They've Got Next: the 40 under 40

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Aaron Gruber

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Practice Area: Mergers
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CRAVATH, SWAINE & MOORE LLP

Aaron Gruber of Cravath

By Lisa Helem and Kibkabe Araya | July 28, 2022

Please describe two of your most substantial, recent wins in practice.

For over ten years, I've advised Mylan and now Viatriis, helping the company navigate multiple transformative transactions. In 2019 and 2020, I represented Mylan in its \$50 billion combination with Upjohn, Pfizer's off-patent branded and generic medicines business, to form Viatriis. The deal was very fast-moving and exceptionally complicated, involving a cross-border public company merger and a carve-out structured as a Reverse Morris Trust transaction.

I'm also currently representing Viatriis in the pending \$3.335 billion combination of its biosimilars portfolio with India-based Biocon Biologics. Like the Mylan/Upjohn combination, this transaction has also required addressing cross-border complexities and a carve-out. It has been deeply rewarding to help find creative solutions to accomplish these complex transactions.

What is the most important lesson you learned as a first-year attorney and how does it inform your practice today?

In my first year, I quickly learned two important lessons, both of which I continue to emphasize today when I mentor associates. The first lesson is the value of organization. Deals have multiple moving parts, and staying organized helps master a detailed understanding of tasks and deadlines. The second lesson is to take an active interest in every dimension of the deal to contextualize the transaction in the larger picture. As a first-year associate, I took the time to learn why a deal was important to the client, and how it would further the client's goals. Undertaking these inquiries sharpened my focus on the issues that mattered for the transaction documents, and helped me identify the issues that did not. A first-year attorney that is able to implement these two lessons will demonstrate accountability, productivity and curiosity to senior people on the deal team, placing them on an accelerated trajectory to take on more responsibility with respect to their transactions.

How do you define success in your practice?

To me, success is defined by doing deals effectively for clients, and doing them repeatedly. After you have gotten to know a company, its business and its operations, you understand what is important to the client and get to a point where you can provide seamless advice from one matter

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Aaron Gruber held a key role in developing a financial literacy program at his firm that is now a mandatory course for incoming associates. Raised in Newport Beach, California, he received a master of philosophy degree from the University of Cambridge, where he was a Gates Cambridge Scholar.

to the next. When clients return, it is because they trust your advice and they know that they have an ally in the process of getting a deal to completion. This means providing legal advice that is informed by both commercial judgment and understanding what the deal means to the client. Ideally, M&A is a true partnership with your clients, and being able to work side-by-side with a client to achieve a shared goal is a rewarding and meaningful experience.

What are you most proud of as a lawyer?

What I am most proud of as a lawyer is not a single, discrete transaction or achievement, but my ongoing development of meaningful relationships not only in the U.S. but all around the world. While Cravath has offices in New York and London, our deals span the globe. On our cross-border deals, we partner with an international network of leading foreign law firms to provide seamless service to our clients. It has been both gratifying and important to my practice to develop relationships with attorneys at these non-U.S. firms with whom I work closely on international matters. In fact, many of these relationships and other relationships with clients have transcended their professional origins to become personal friendships, and they are a source of great pride and enjoyment.

Who is your greatest mentor in the law and what have they taught you?

As a result of Cravath's rotation system, I had the valuable experience as an associate of working closely with a number of different partners across a variety of corporate practices. In particular, Mark Greene, head of Cravath's Corporate Department, stands out for his lasting impact on how I practice law. From Mark, I learned the importance of bringing together technical skills and relationship-building. He is fantastic at listening to what his clients have to say, internalizing their goals and their concerns, and then translating this depth of understanding to client service.

Transactional work, by its nature, is interpersonal, and when you practice at the highest level of M&A to serve as a trusted advisor to boards and executives, success requires being attuned to personal dynamics. Mark has inspired me to derive not just professional fulfillment from my client relationships, but personal happiness.

Just for fun, tell us your two favorite songs on your summer music playlist.

"Runnin' Down a Dream" by Tom Petty. My parents are classic rock fans and hearing this song always reminds me of growing up in Southern California and driving to the beach in the summer.

The soundtrack from "Encanto." Now that I'm a parent my summer playlist is also filled with kids music and my daughter and son love these songs.

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