

Samuel H. Becker | Partner
Bankruptcy & Restructuring

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Sam Becker concentrates his practice on business matters, including acquisitions and finance. Sam has spent time, depending on the economy, on bankruptcy and out of court restructuring, acquisition and sales of troubled companies, finance, and advising companies on general business issues. Many of his clients are companies that he has helped successfully restructure. Sam specifically counsels clients in areas such as:

- acquisitions and sales of insolvent companies and assets both in Chapter 11 as well as outside of Chapter 11 to deal with risk including successor liability
- business insolvency advice—represented various companies faced with business adversity and advised them in downsizing, refinancing, restructuring, sale, and investment transactions
- Chapter 11 bankruptcies—represented various creditor entities in dealing with Chapter 11 issues including lessors, lessees and utilities as well as a variety of creditors on claims brought by bankruptcy trustees as such as preference and fraudulent conveyance claims
- financing—represented borrowers and lenders in a variety of sophisticated loan transactions, from unsecured loans with “accordions” to increase the amount to asset-based loans and others with special needs or rules including where the borrower had an ESOP in place
- successor liability—helped structure transactions to deal with potential fraudulent conveyance and preference issues

Sam has been recognized by *The Deal* as a leading bankruptcy M&A lawyer. He was awarded the Chairman’s Award by the Philadelphia Bar Association for his outstanding service as co-chairman of the Bar-wide Survey Committee, a position he has held since 1994.

Mr. Becker has received the highest possible rating from Martindale-Hubbell.

Outside The Firm

Sam is vice chairperson of the board of directors of the Pennsylvania-based charity Pathways PA.

On the personal side, Sam loves cycling and has biked over 2000 miles across the U.S.; helps teach a class on real estate development, where he talks about bankruptcy and foreclosure and judges the class presentations; and is 2/3rds through the book *101 Whiskeys to Try*.

Select Engagements

2017

- Represented successful purchaser of assets at contested auction against several of the client's competitors.
- Represented syndicate of lenders in liquidation of \$200,000,000 enterprise which included a cooperative.
- Represented Borrower in \$100,000,000 unsecured loan with accordion feature.
- Represented U.S. company in acquisition of UK Company.

2015–2016

- Represented clients in acquisition of assets from Bankruptcy cases.
- Represented clients in terminating licenses in over 200 stores with company in Bankruptcy.
- Represented client in selling discontinued division.
- Represented a client in unwinding transactions with fraudulent counterparty.
- Represented a receiver in liquidating negative basis real estate 1980s structure.

Prior to 2015

- A public client as counsel in successful purchase in hotly contested \$825 million acquisition of disaster-recovery business where there was a Federal Antitrust challenge to the transaction.
- NCO Group, Inc., in a variety of matters including, its successful acquisition of RMA Management Services, Inc. and related companies out of bankruptcy in the Northern District of Ohio and refinancing of its current syndicated financing with a new \$300 million including a \$100 million accordion feature. Structured and documented joint ventures on pools of receivables.
- Various financial institutions and borrowers, in loans to companies that were adopting or which had ESOPs as well as companies with 100% ESOP

ownership and Sub S status.

- Energy companies, in the acquisition of troubled competitors, financing transactions and a variety of issues dealing with their insolvent customers and vendors including forward contract and major bankruptcy supply and preference issues.
- Various entities in the insurance industry including purchasers of troubled insurance agencies, litigation over acquisition of insurance assets and litigation concerning obligations of clients from troubled insurance companies.
- Various real estate entities with ownership interests in various partnerships, including one entity that syndicated over 200 real estate projects that were both in difficult financial shape and being audited by the Internal Revenue Service and were being sued in a class action by various investors which resulted in an overall settlement of the class action and a restructuring of the enterprise.

Admissions

- Pennsylvania

Education

- Pennsylvania State University, BS
- Villanova University School of Law, JD

Recognitions

- 2005–2009, 2011–2020, “Pennsylvania Super Lawyer” in Bankruptcy, listed in *Super Lawyers*

Professional Activities

Sam is currently a member of the Zell/Lurie Wharton Real Estate Center as a member of its Advisory Board. He is also an active member of the Turnaround Management Association, the American Bankruptcy Institute, The American Bar Association, the Pennsylvania Bar Association, and the Villanova Law School and Pennsylvania State University Alumni Associations.