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TAX STRATEGIES FOR CORPORATE ACQUISITIONS,  
DISPOSITIONS, SPIN-OFFS, JOINT VENTURES,  
FINANCINGS, REORGANIZATIONS AND  
RESTRUCTURINGS 2010

**Current Developments in Tax-Free  
and Taxable Acquisitions and Separations**

By

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Mark J. Silverman is a partner in the Washington office of Steptoe & Johnson LLP, where he heads Steptoe's tax practice. Mr. Silverman was named one of the top ten tax lawyers in Washington in 2005 by *Legal Times*. He is a member of The American Law Institute, Tax Advisory Group for the Study of Subchapter C of the Internal Revenue Code. He was formerly an advisor to the Committee on Ways and Means during their consideration of revisions to the corporate tax provisions of the Internal Revenue Code. He is a Fellow of the American College of Tax Counsel. Mr. Silverman was formerly a Council member of the American Bar Association, Section of Taxation and was formerly Chair of the Corporate Tax Committee. He chaired the Tax Section Task Force on Leveraged Buyouts. Mr. Silverman co-authored the Tax Advisors Planning Series on Financially Troubled Businesses, he was formerly Corporate Tax Editor of *The Journal of Taxation*, and is a member of the advisory boards of NYU Institute on Federal Taxation, BNA Tax Management, Consolidated Returns Tax Report, M&A Tax Report, and Corporate Taxation magazines. Mr. Silverman is on the Editorial Board of *The American Journal of Tax Policy*, and is on the Board of Trustees of the Southern Federal Tax Institute. Mr. Silverman chairs the ALI-ABA annual consolidated returns program. Mr. Silverman was formerly a member of the Executive Committee of the New York State Bar Association. In addition, he is an Adjunct Professor of Law at Georgetown University Law Center and was formerly attorney-advisor to Judge Samuel B. Sterrett of the United States Tax Court. Mr. Silverman is a frequent speaker on tax matters and has published numerous articles on the subject.

### Planning & Transactional Practice

Mr. Silverman focuses on planning and transactional matters. He has extensive experience in structuring acquisitions, mergers, and spin-off transactions for large public corporations, as well as closely held businesses. He has authored a book on the tax consequences of financially troubled businesses and advises corporations on consolidated return issues. Mr. Silverman advises leverage buyout groups, venture capitalists and privately held

commercial real estate developers with respect to various transactional matters. He is often called upon to advise the Internal Revenue Service, Treasury Department, and the staffs of the Congressional tax writing committees with respect to corporate tax issues.

#### Tax Policy Practice

A significant part of Mr. Silverman's practice involves the resolution of tax policy issues before Congress and the Treasury Department. These issues arise in the context of pending or proposed legislation and proposed Treasury Department regulations. Mr. Silverman is currently meeting with members of Congress and their staffs on many of the corporate tax provisions proposed by the Administration and by members of Congress (including corporate spin-offs, financial product provisions, and corporate capital gains).

#### Audit & Controversy

Mr. Silverman also handles audit and controversy matters. He has extensive experience negotiating with field agents, appeals officers and district counsel in settling significant audit issues. Mr. Silverman frequently prepares technical advice requests and often meets with National Office officials with respect to audit and tax litigation matters.

Recently, Mr. Silverman was successful in negotiating global tax shelter settlements with the IRS.

#### **NOTEWORTHY**

- Listed in *Washingtonian Magazine's Washington's Top Lawyers 2009* for Tax Law
- Listed in *Best Lawyers of America 2008* for Mergers & Acquisitions Law and Tax Law
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