





## Jessica N. Rosenthal

Partner



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Jessica represents clients in asset acquisitions, dispositions, mergers, exchanges, debt and equity financing transactions, and other corporate matters, specializing in mass media/broadcast transactions. She has served as lead transactional counsel for buyers and sellers and negotiated, drafted, and closed hundreds of radio and television transactions ranging in price and complexity. In addition, Jessica has broad experience in tower sales and leasing matters for a variety of clients. She has also negotiated a variety of agreements for non-commercial broadcasters to implement strategic combinations to better serve their communities.

### Representative Matters



- Lead transactional counsel for a national radio broadcaster in dozens of complex acquisitions and divestitures, ranging from \$254 million to less than \$100,000 transactions.
- Lead transactional counsel for a national radio broadcaster in its first lien and subordinated lien credit facilities totaling over \$402 million and in multiple rounds of debt, warrants and equity arrangements.
- Lead transactional counsel in the sale of 200 broadcast towers and related assets to a national tower company, including negotiating leaseback and use arrangements.
- Lead transactional counsel for a non-commercial broadcaster in a venture to combine operations with another non-commercial broadcaster to establish a multi-platform public media organization.
- Drafted an industry-leading form for channel sharing agreements in connection with the Federal Communications Commission's (FCC) broadcast incentive auction and advised television clients in negotiating channel sharing agreements of varying complexity.
- Lead transactional counsel representing a national tower company in the acquisition of various towers and owned and leased tower sites.
- Lead transactional counsel representing various non-commercial broadcasters in their acquisitions and divestitures of radio stations, as well as in strategic combinations to enhance operations.

### Practice Areas



Corporate  
Media  
Telecom, Media & Technology

### Credentials



#### Education

J.D., with high honors, The George Washington University Law School; Order of the Coif

B.A., with honors, Tufts University

#### Law Journals

Member, *The George Washington Journal of International Law and Economics*

#### Bar and Court Memberships

District of Columbia Bar

Maryland Bar

- Transactional counsel for a global media company in the divestiture of more than 450 radio stations in multiple transactions and in its acquisition of a traffic business unit from a national content provider, with purchase prices ranging from several hundred million dollars to less than \$100,000.
- Transactional counsel for a media company in its sale of 16 TV stations for \$1.5 billion to seven separate buyers.
- Lead transactional counsel representing a producer and distributor of plant protection products to negotiate a \$25 million credit facility with a national bank.
- Extensive experience drafting, negotiating, and structuring a variety of complex agreements, including asset and stock purchase agreements, exchange agreements, credit agreements and security documents, strategic combinations, local marketing agreements, facility and service sharing agreements, programming and content agreements, channel sharing agreements, limited liability company agreements, real property leases, and a myriad of other commercial contracts.

## Affiliations

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- Federal Communications Bar Association (FCBA)
  - Co-Chair, Transactional Committee
- American Bar Association (ABA)

## Recognitions

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- Named on *Radio+Television Business Report's (RBR+TVBR)* inaugural list of "Top 10 Communications Attorneys" (2019)
- Named by *The Legal 500 US* as a "recommended lawyer" in Telecom and Broadcast – Transactional (2018 and 2019)