

TEXAS LAWYER

TEXAS DEALMAKER OF THE YEAR:

ROB LITTLE,
GIBSON DUNN



Texas Lawyer is recognizing Rob Little, of Gibson Dunn as Texas Dealmaker of the Year award. Read a Q&A with him below.

How do you stay ahead of the curve in a competitive market, especially when managing high-stakes transactions?

Staying ahead in this market is less about predicting where it's going than being prepared for wherever it goes. On every high-stakes deal, I start from the documents themselves—the merger agreement, the deal protections, the fiduciary record—because that is where transactions are actually won and lost. When you know the agreement cold, you can anticipate the other side's next three moves rather than react to the last one.

I also believe experience is only an advantage if you systematize it. After leading a deal, my team and I capture what worked—negotiation frameworks, issues lists, board-process checklists—and turn it into repeatable tools. That lets us move faster on the next matter without sacrificing rigor, and it frees our judgment for what is genuinely novel.

Above all, my job is to clear the path to a signing, not to stand in it. The way to do that is to get ahead of the issues that derail deals and solve them before they become obstacles, so the client can move decisively when the moment comes. The best M&A lawyers create momentum: they anticipate the hard questions, bring answers rather than problems, and find the route to “yes” that others miss. That is how you win competitive processes and close transactions others can't.

What trends in the market do you foresee having the greatest impact on dealmaking in the coming years?

Three forces will shape dealmaking over the next several years. First, AI is reshaping both what gets bought and how deals get

done. The strongest acquirers and sponsors now approach deal-making with a clear AI-thematic lens—mapping where AI creates disruption and opportunity across industries and building their investment thesis around it. At the same time, AI is accelerating diligence, drafting and analysis, letting lean teams move faster on more complex deals. The dealmakers who win will be fluent in AI as both an asset class and a working tool.

Second, the competition among states for corporate charters is the most significant governance development in a generation. Delaware's SB 21 stabilized the conflicted-transaction and books-and-records framework, and the Delaware Supreme Court has now upheld it—yet the “DExit” to Texas and Nevada has not materially slowed. With the Texas Business Court operating and the TBOC modernized, boards are treating choice of domicile as a live strategic question. Sitting in Texas, I expect this to define the coming proxy seasons.

Third, deal certainty is back at the center of negotiations. In a more volatile macro and regulatory environment, parties are fighting over what determines whether a signed deal actually closes—antitrust risk allocation, burdensome-condition caps, reverse termination fees, MAC and tariff-related provisions, and specific performance. The premium on getting those mechanics right has never been higher. The dealmakers who thrive will pair strategic conviction with disciplined execution—and stay fluent in a legal landscape changing faster than it has in decades.