

BANKING, FINANCE AND TRANSACTIONAL LAW



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BANKING, FINANCE AND TRANSACTIONAL LAW

METHODOLOGY 2

BANKING AND FINANCE /
FINANCIAL SERVICES REGULATORY 3

CAPITAL MARKETS 28

CORPORATE GOVERNANCE 44

INVESTMENT FUNDS 59

ISLAMIC FINANCE 75

MERGERS AND ACQUISITIONS 79

PRIVATE EQUITY 108

PROJECT FINANCE 122

RESTRUCTURING AND INSOLVENCY 137

STRUCTURED FINANCE AND SECURITISATION 159

Methodology

Welcome to the 2022 Banking, Finance and Transactional Law Expert Guide, the international legal market's leading guide to the top legal practitioners advising on banking, finance and transactional law

When first published in 1994, the Expert Guides were the first-ever guides dedicated to leading individuals in the legal industry. Since then we have continued to focus on individuals considered by clients and peers to be the best in their field.

Our research process involves sending over 4,000 questionnaires to senior practitioners or inhouse counsel involved in each practice area in over 80 jurisdictions, asking them to nominate leading practitioners based on their work and reputation. The results are analysed and screened for firm, network and alliance bias. The list of experts is then discussed and refined with advisers in legal centres worldwide.

Our researchers have compiled a list of specialists in 86 jurisdictions for this guide. These specialists have been independently offered the opportunity to enhance their listing with a professional biography. The biographies give readers valuable, detailed information regarding each lawyer's practice and, if appropriate, their work and clients.

We owe the success of this guide to all the in-house counsel and firms that completed questionnaires and met our researchers. Thank you. We hope you find the guide to be a useful tool. All information was believed to be correct at the time of going to press.

Research team

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Each guide is also reprinted in full at www.expertguides.com



BANKING AND FINANCE / FINANCIAL SERVICES REGULATORY



JAPAN

Overseas application of the money lending business act of Japan

Article 3, paragraph 1 of the Money Lending Business Act of Japan (Act No. 32 of 1983; the "MLBA") provides that any person who intends to engage in the business of money lending must register with the governmental authority of Japan. The MLBA typically applies to cases where a Japanese resident engages in the business of lending money to other Japanese residents. However, it seems unclear whether the MLBA applies to cases where either the lender or the borrower is a non-resident of Japan. This article first discusses outbound cases where an entity located in Japan lends money to borrowers located outside Japan only (but not to borrowers located in Japan), and then discusses inbound cases where an entity located outside Japan lends money to borrowers located in Japan.

Outbound: An Entity Located in Japan Lending Money to Overseas Borrowers Only

In a judicial precedent in 2016 (Judgment dated 12 December, 2016, Tokyo High Court; the "2016 Judgment"), the court had to determine whether the MLBA applied to the case at hand. A Japanese company ("Company X") had made a loan to a Korean company without prior registration with the governmental authrity of Japan. Company X appears to have believed that it was not obligated to register pursuant to the MLBA, since it provided loans to borrowers located outside Japan only. However, the Kanto Local Finance Bureau (which is the competent regulatory authority in Japan) informed Company X that the MLBA also was applicable to Japanese entities engaged in the business of lending money to offshore borrowers only and that Company X could not lend money to the Korean company without prior registration pursuant to the MLBA.

To overcome the requirements under the MLBA, the parent company of Company X transferred 51% of its shares in Company X to the Korean company. Thereafter, Company X became a subsidiary of the Korean company, which meant that Company X could lend money to the Korean company without prior registration pursuant to the MLBA, because a loan made between a parent and its subsidiary is an exempt transaction under the MLBA. Subsequently, Company X, dissatisfied with the regulatory authority's position, decided to sue the Japanese government, arguing that the MLBA does not apply to cases where a Japanese resident lends money to borrowers located outside Japan only, and, therefore, the regulatory authority's erroneous interpretation of the provisions of the MLBA forced Company X to take unnecessary remedial measures, which caused harm and loss to Company X.

The court of first instance dismissed Company X's claim, which was affirmed by the Tokyo High Court (the "Court"). The Court held that as long as a Japanese resident engages in a money lending activity in Japan, it must register pursuant to the MLBA, even in cases where the loans are provided to overseas borrowers only, noting that such interpretation of the MLBA was consistent with the principle of terri-



Masahiro Ueno Nishimura & Asahi Tokyo

torial jurisdiction. The Court also held that since Company X disbursed the loan proceeds from Japan to the Korean company, such conduct fell within the scope of money lending, and, therefore, Company X is deemed to have engaged in a money lending business in Japan. The Court further noted that the regulatory purposes of the MLBA (as stated in Article 1 thereof) are to ensure the proper management of business operations by persons engaged in money lending, as well as to protect borrowers, and, as such, persons providing loans to overseas entities only also should be regulated by the MLBA to ensure their proper management of business operations.

Based on the reasoning above, if a money lender is located in Japan, the MLBA would apply to the lender even in cases where prospective borrowers are limited to those based overseas. This reasoning is consistent with the principle of territorial jurisdiction. If a lender does not intend to provide loans to Japanese residents and would prefer not to be subject to the MLBA, it should choose to locate itself outside Japan.

JAPAN

Inbound: An Entity Located outside Japan Lending Money to **Borrowers Located in Japan**

In cases where a foreign entity (which is located outside Japan) engages in the lending of money to borrowers located in Japan, the generally accepted view is that the lender must register pursuant to the MLBA since one of the purposes of the MLBA is to protect borrowers. This view is reasonable and uncontroversial with respect to foreign non-bank lenders, but its application to foreign banks licensed in their home jurisdictions does not seem to be incontrovertible. If a foreign bank with no Japan branch license as required under the Banking Act of Japan (Act No. 59 of 1981; the "Banking Act") provides a loan to a Japanese resident, is that bank required to register pursuant to the MLBA despite that bank's regulation in its home jurisdiction?

In this regard, Article 2, paragraph 1, item 2 of the MLBA offers some guidance; it provides that any person who is authorized to engage in money lending pursuant to "a specific law other than the MLBA" may do so without the need to register pursuant to the MLBA. By virtue of this exemption, Japanese banks (which are authorized to do so under the Banking Act), Japanese insurance companies (which are authorized to do so under the Insurance Business Act of Japan), and other Japanese financial institutions may engage in money lending without prior registration pursuant to the MLBA.

Thus, similarly, it could be argued that a foreign bank with no Japan branch license also may lend money to Japanese residents without prior registration pursuant to the MLBA. However, it should be noted that for the purposes of this exemption, "specific law other than the MLBA" has been generally construed to mean Japanese legislation and not foreign legislation. Therefore, it is unlikely that a foreign bank licensed under the laws of its home country would be able to rely on this exemption, since it is not authorized under Japanese law to engage in money lending. Thus, if a foreign bank intends to provide a loan to a Japanese resident, it should either obtain the branch license in accordance with the Banking Act or register pursuant to the MLBA.

Based on the foregoing interpretation, compliance with requirements under the MLBA would be particularly burdensome for a foreign bank that only occasionally provides loans to Japanese residents.1 In the case of a large scale syndicated loan transaction for a Japanese borrower, it may be necessary for a deal arranger to invite not only banks located in Japan, but also some foreign banks with no Japan branch license, in order to successfully organize the syndication. However, it is likely that a foreign bank with no Japan branch license would be reluctant to participate in such syndication if doing so would require the foreign bank to either obtain the branch license or to register pursuant to the MLBA.

Alternatively, if a foreign bank with no Japan branch license does not participate in the original syndication, but instead (after the loan is disbursed) purchases the loan from one of the original lenders, it may do so without the branch license or prior registration pursuant to the MLBA, because participating in a loan transaction on a secondary basis by acquiring an outstanding loan receivable (rather than originally disbursing a loan) is not considered to constitute a money lending business regulated by the MLBA. In this regard, according to the official interpretation of the MLBA, if a loan assignee has any influence on the original lender's decision with respect to the making of a loan and acquires the loan with the intention of repeatedly and continuously doing so, it must register pursuant to the MLBA.

In view of this interpretation, it should be noted that if the foreign bank with no Japan branch license that is expected to purchase the loan following the drawdown is involved in the negotiation of the loan documentation, and its requested terms are reflected in the final loan agreement or it agrees (prior to the drawdown) to purchase the loan, it may be deemed to have exercised some influence on the original lender's decision, which would possibly obligate it to register pursuant to the MLBA. If that foreign bank chooses to utilize this alternative (i.e., secondary participation in the loan), particular care should be taken to ensure that it does not effectively participate in the negotiation of the loan agreement and merely purchases the loan on a secondary basis.

¹ If a foreign bank with no Japan branch license considers providing loans only and does not contemplate receiving deposits in Japan, applying for and obtaining a Japan branch license pursuant to the Banking Act would impose a significant burden on that bank. Furthermore, it may seem somewhat unreasonable to a foreign bank that has a full banking license in its home country to be obligated to register as a money lender in Japan pursuant to the MLBA.

JAPAN



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Additionally, his other area of expertise is in the resolution of financial disputes by way of out-of-court negotiation and settlement. Resolving disputes involving specialized and complicated financial transactions often requires profound knowledge and understanding of financial products (including derivatives, structuring techniques, regulatory aspects and so on) as well as market practices. There are very few court precedents dealing directly with such complicated disputes, so litigating these disputes in court would not always lead to an appropriate resolution. Rather, negotiating among the parties to the dispute and their counsel who is familiar with the financial transactions in dispute can facilitate a resolution which has due regard to the circumstances behind the transactions and which would be satisfactory to all the parties. Mr Ueno has handled various types of structured finance transactions and complicated regulatory matters, and has gained extensive experience in relation to those areas. He has sufficient knowledge to appropriately resolve financial disputes because of such experience. He has assisted many clients in resolving difficult financial disputes.

Also, troublesome circumstances may sometimes occur to finance transactions. On many occasions, he has advised on the restructuring of finance transactions that are facing difficulties and might otherwise go into default.

Mr Ueno graduated from the University of Tokyo in 1984 with an LLB and earned an LLM from the University of Pennsylvania Law School in 1991. He is admitted to practice in Japan and New York State. He has authored various articles on Japanese management buy-out transactions, project finance, and syndicated loans. Furthermore, as an international editor (Tokyo) for the Journal of Banking and Finance Law and Practice (an Australian journal), he has written a number of pieces on the development of Japan's finance-related law.

Nishimura & Asahi provides a wide range of services in the area of banking and finance. For example, the firm engages in securitization in all asset classes, fields and structural features. The firm also deals with real estate finance (including the formation of real estate funds and REITs), nonrecourse loans, and issuances of asset backed securities as well as regulatory matters. The firm advises on creating deal structures, solving legal issues, negotiating with various parties and regulatory authorities in Japan and overseas, and preparing and drafting many varieties of documents from contracts to regulatory documents with the aim of devising the market standard, and is actively contributing to the development of structured finance transactions.

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Mr Shardul S Shroff is the Executive Chairman at Shardul Amarchand Mangaldas & Co and holds an experience of over 42 years in Corporate Governance. He is a leading authority on matters related to Corporate Governance, Mergers & Acquisitions and Government Regulation. He has been instrumental in developing these practice domains at the Firm.

Mr Shroff's expertise has helped shape several significant laws in India in several key areas in law. He has been on several high-powered committees appointed by the Government of India including the JJ Irani Committee for amending the Companies Act, the Expert Committee on maintenance of Cost Records and Cost Audit in 2014, the Eradi Committee involved in the insolvency provisions of the Companies Act, 1956, the second Naresh Chandra Committee appointed to investigate aspects of SMEs and simplification of Company Law and the Valuation Committee. Mr Shroff was also a member of the Committee constituted to review decriminalization of offences under the Companies Act and the Committee on cross-border insolvency, both headed by Injeti Srinivas, Secretary, Ministry of Corporate Affairs, Government of India.

As a distinguished lawyer in his field, Mr Shroff has been a part of various committees pertaining to Corporate Governance. Mr Shroff was a member of the Confederation of Indian Industry (CII) National Council on Corporate Governance & Regulatory Affairs, CII Committee on Integrity and Transparency in Governance and CII Task Force on the Ease of Doing Business. Mr Shroff was appointed to two separate committees for changes and enhancement of Corporate Governance in India. He was a member of the Dr. Naresh Chandra – CII Special Task Force on Corporate Governance, which drafted the Voluntary Code of Corporate Governance for directors. He was also a member of the M. Damodaran – FICCI Committee on Corporate Governance.

Mr Shroff has been appointed as a Member of the Advisory Committee being constituted by the MCA for developing a web-based data bank for independent directors in accordance with the provisions of Section 150 of the Companies Act on 12 February 2019. He has been appointed by the Ministry of Corporate Affairs as member of the Company Law Committee for examining and making recommendations to the Government on various provisions and issues pertaining to implementation of the Companies Act, 2013 and the Limited Liability Partnership Act, 2008 on 18 September 2019. The tenure of this Committee has been extended till, 2021, 2022 and now till 2023.

Among his consistent recognition as a leading lawyer across global directories and publications, Mr Shroff has been recognised as a "Global Leader" by Who's Who Legal for M&A and Corporate Governance in 2022, and a "Star Individual" for M&A by Chambers & Partners 2022.



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Andrew R Brownstein has been a partner at Wachtell, Lipton, Rosen & Katz since 1985 and serves as co-chair of the firm's Corporate group. His practice concentrates on mergers and acquisitions and corporate governance matters, and he has been engaged in many high-profile matters that include cross-border transactions, leveraged buyouts, complex restructuring deals, proxy fights and takeovers. Mr Brownstein is consistently listed in the top ranks in his areas of expertise by the *Chambers Guide, International Who's Who of Business Lawyers* and other similar publications.

Mr Brownstein's significant representations include: Allergan in its \$83 billion acquisition by AbbVie; Hewlett Packard in its separation into two new publicly traded Fortune 50 companies; Hewlett Packard Enterprise in its \$1.3 billion acquisition of Cray, a \$2.6 billion Reverse Morris Trust transaction with Micro Focus International, and its \$1 billion acquisition of Nimble Storage; Regeneron Pharmaceuticals in the \$11.6 billion secondary offering and repurchase of its shares held by Sanofi; Perrigo in its defense against a takeover bid by Mylan; Johnson Controls in its \$16.3 billion merger with Tyco and the separation of its automotive business; Valspar in its \$11.3 billion acquisition by Sherwin-Williams; Univar in its \$2 billion acquisition of Nexeo Solutions, and in the \$640 million sale of Nexeo Plastics to One Rock Capital Partners; Walgreen Co. in its two-step acquisition of Alliance Boots GmbH for an aggregate value of approximately \$27 billion; ServiceMaster in connection with the spin-off of frontdoor, inc.; ConocoPhillips in its \$33 billion spin-off of its downstream businesses as Phillips 66 and in its \$35.6 billion acquisition of Burlington Resources, as well as Phillips Petroleum in its \$35 billion combination with Conoco; Forest Laboratories in successive proxy contests with Carl Icahn and in its \$25 billion merger with Actavis; Genzyme in its \$20 billion sale to Sanofi-Aventis; Novartis in its \$49.7 billion multistep acquisition of Alcon; and Schering-Plough in its \$41 billion combination with Merck.

Mr Brownstein is a 1979 honors graduate of Harvard Law School where he was an articles editor of the *Harvard Law Review*. He holds an MBA degree (1976) from the Wharton School of the University of Pennsylvania and also has undergraduate degrees in English and Economics (1975) from the University of Pennsylvania, where he was elected to Phi Beta Kappa. Following law school, Mr Brownstein clerked for the Honorable Leonard I. Garth of the US Court of Appeals for the Third Circuit.

Mr Brownstein is a frequent author and lecturer on corporate-related topics. He has been an adjunct professor of securities law at Rutgers University Law School, serves on the Executive Planning Committee and is past chairman of the Ray Garrett Jr. Corporate and Securities Law Institute at Northwestern University School of Law.

Mr Brownstein is active in numerous civic and charitable organizations and is a member and past president of the Board of Trustees of the Trinity School in New York City, a member of the Board of Overseers of the Annenberg Center at the University of Pennsylvania and a member of the Board of Directors of the New York City Public Art Fund.



Karessa L Cain Wachtell, Lipton, Rosen & Katz 51 West 52nd Street New York 10019 US Tel: (1) 212 403 1128

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Karessa L Cain is a partner in Wachtell, Lipton, Rosen & Katz's Corporate Department, where she focuses on mergers and acquisitions, corporate governance and securities law matters. She has worked on a range of transactions, including domestic and cross-border acquisitions, takeover defense, private equity transactions, shareholder activism, proxy contests, joint ventures and capital market transactions.

Ms Cain graduated *cum laude* from Yale College in 2000. She received her J.D. from Columbia Law School in 2004, where she was a James Kent Scholar and a Harlan Fiske Stone Scholar. Following graduation from law school, Ms Cain served as a law clerk to the Honorable J. Clifford Wallace of the U.S. Court of Appeals for the Ninth Circuit.

Representations by Karessa include:

- eBay in its agreement to sell StubHub to viagogo for \$4.05 billion
- Alcoa Inc. in its separation into two public companies, Arconic Inc. and Alcoa Corporation, and Arconic Inc. in its separation into two public companies, Arconic Corporation and Howmet Aerospace
- Visa Inc. in its €21 billion acquisition of Visa Europe Ltd.
- Colgate-Palmolive Company in its acquisition of Laboratoires Filorga Cosmétiques for \$1.7 billion
- ServiceMaster Global Holdings, Inc. in its spin-off of Frontdoor, Inc.
- Apollo Global Management's affiliated funds in their \$5.1 billion acquisition of West Corporation
- Special Committee of the Board of Directors of Discovery Communications in its agreement to exchange \$5 billion of preferred stock held by Advance/Newhouse Programming Partnership
- Arconic Inc. in its proxy contest and settlement agreements with Elliott
 Management
- Gramercy Property Trust in its merger with Chambers Street Properties, and subsequently in its \$7.6 billion acquisition by affiliates of Blackstone Real Estate Partners VII
- Ann Inc. in its \$2.2 billion sale to ascena retail group
- Abbott Laboratories in its \$55 billion spin-off of AbbVie, and AbbVie in its \$14.7 billion bond offering
- Alcoa Inc. in its \$3 billion acquisition of Firth Rixson Ltd.
- NYSE Euronext in its attempted \$23.4 billion cross-border merger of equals with Deutsche Börse and its successful defense against a hostile takeover attempt by Nasdaq OMX
- Morgan Stanley in forming the Morgan Stanley Smith Barney joint venture with Citigroup, Inc. and subsequent acquisition by Morgan Stanley of Citigroup's interest in the joint venture at an implied 100% valuation of \$13.5 billion
- United Technologies Corporation's sale of its Pratt & Whitney Rocketdyne business to GenCorp and its Pratt & Whitney Power Systems business to Mitsubishi Heavy Industries
- Simon Property Group in its spin-off of Washington Prime Group, and Washington Prime Group in its subsequent acquisition of Glimcher Realty Trust
- Apollo Global Management's affiliated funds in their acquisition of Rio Tinto plc's Alcan Engineered Products business (later renamed Constellium N.V.) and the subsequent IPO of Constellium N.V.
- Constellium N.V. in its \$1.4 billion acquisition of Wise Metals Intermediate Holdings LLC

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Steve Cohen joined Wachtell, Lipton, Rosen & Katz in 1992 and became a partner in 2000. He practices corporate and securities law, concentrating on corporate governance and complex mergers and acquisitions. He has represented numerous public and private businesses in M&A and other reorganization transactions, both friendly and hostile, as well as a variety of entrepreneurs in establishing and growing new businesses. Mr Cohen has also worked extensively on a variety of cross-border transactions. Mr Cohen has also been involved with a variety of restructurings within the insolvency process, including acquisitions in bankruptcy and workout process and the resolution of insolvent estates.

Mr Cohen graduated from Columbia College in 1988 and received a JD/MBA from the Columbia University School of Law/Columbia Business School in 1992.

Mr Cohen is the Vice Chair of the IBA's Corporate and M&A Law Committee and a member of the American Bar Association. Most recently, Mr. Cohen has spoken about M&A at the International Bar Association's Annual Conference (Rome) and is the co-Chairman of the annual IBA Private Equity Conference (London); and has taught at Columbia Business School. Mr. Cohen is also a frequent lecturer and publisher on corporate law and M&A transactions. Mr. Cohen also has spoken at the ALI-ABA seminar on Negotiating the M&A Deal, the Harvard Law School/Business School Symposium on Negotiations and the New York Law Journal Seminar "Negotiating Corporate Acquisitions – Public and Private."

Mr Cohen lives in Manhattan with his wife, daughter and son.



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Adam O Emmerich practices in Wachtell Lipton's Corporate Department, focusing primarily on mergers and acquisitions, corporate governance and securities law matters. His practice has included a broad and varied representation of public and private corporations and other entities in a variety of industries throughout the United States and globally, in connection with mergers and acquisitions, divestitures, spin-offs, joint ventures and financing transactions. He also has extensive experience in takeover defense.

Adam led the Wachtell Lipton teams for Tim Hortons in its \$12.2 billion combination with Burger King Worldwide and Covidien plc in its \$49.9 billion acquisition by Medtronic, which were named by *The American Lawyer* as 2015 Global M&A Deal of the Year: Canada and Global M&A Deal of the Year: Ireland.

Adam is recognized as one of the 500 leading lawyers in America by *Lawdragon*, one of the world's leading lawyers in the field of Mergers and Acquisitions in the *Chambers Guide to the World's Leading Lawyers*, an expert in each of M&A, Corporate Governance and M&A in the real estate field by *Who's Who Legal*, and as an expert both in M&A and in Corporate Governance by *Euromoney Institutional Investor's Expert Guides*.

After serving as a law clerk to Judge Abner J. Mikva, of the United States Court of Appeals for the District of Columbia Circuit, Adam joined the firm in 1986 and was named partner in 1991. He attended Swarthmore College and The University of Chicago, from which he received his J.D. with honors. While at the University of Chicago, Adam served as topics and comments editor of *The University of Chicago Law Review*, was elected to the Order of the Coif, and was the recipient of an Olin Fellowship in law and economics. He is a frequent author and speaker on topics relating to mergers and acquisitions and corporate governance, including at MIT's Sloan Convocation and on India's CNBC-TV18.

Adam is co-chair of the International Institute for the Study of Cross-Border M&A, co-chair of the advisory board of New York University's REIT Center for the Study of Public Real Estate Companies, and a member of the American Law Institute. He has served as co-chair of the NYU Real Estate Institute's Annual Symposium on REITs since its inception. He is a member of the Corporate Academic Bridge Group of the NYU Pollack Center for Law & Business, and a frequent contributor to the Harvard Law School Forum on Corporate Governance and Financial Regulation. Adam serves on the board of the American Friends of the Israel Museum, as president of the Friends of the Israel Antiquities Authority and also of the Friends of Rambam Medical Center. He was previously a member of the board of the Lawyers Alliance for New York, the Visiting Committee of the University of Chicago Law School, The Ramaz School and co-chair of the Young Lawyers Division of the UJA-Federation in New York.

Adam lives in Manhattan with his wife, two daughters and son.

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Edward D Herlihy is co-chairman of the Executive Committee and has been a partner at Wachtell, Lipton, Rosen & Katz since 1984, focusing on some of the largest and most complex bank and financial institution mergers and acquisitions and recapitalizations throughout the United States. He is often called upon to represent companies involved in takeover battles and proxy contests, including investment banking firms in connection with a wide variety of financial institution matters

Mr Herlihy writes and lectures regularly on issues involving banking and financial matters. Mr Herlihy graduated from Hobart College in 1969 (BA) and from George Washington University Law School in 1972 (JD).



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David C Karp is a corporate partner at Wachtell, Lipton, Rosen & Katz. His practice concentrates on mergers and acquisitions, corporate governance, shareholder activism defense and corporate and securities law matters.

Mr Karp was named Dealmaker of the Year by the *American Lawyer* in 2006 for his work advising the New York Stock Exchange in its acquisition of Archipelago Holdings and the NYSE's subsequent initial public offering. In 2008, the International Financial Law Review recognized the cross-border merger of the NYSE Group and Euronext, in which Mr Karp advised the NYSE Group, as the M&A Deal of the Year. Mr Karp is regularly recognized by *Expert Guides* and *Lawdragon*, among others, as a leader in his field.

In the area of corporate governance, Mr Karp served as counsel to the New York Stock Exchange Corporate Accountability and Listing Standards Committee, which drafted the NYSE Listed Company Manual's corporate governance listing standards.

Mr Karp served as an Adjunct Professor of Law at New York University School of Law where he teaches mergers and acquisitions law. He also writes and speaks frequently on corporate governance and merger and acquisition topics.

Mr Karp earned a JD with honors from The University of Chicago Law School in 1993, where he was a member of *The University of Chicago Law Review*, and an A.B. *magna cum laude* from Harvard in 1990. Following graduation from law school, he clerked for the Honorable J. Daniel Mahoney of the United States Court of Appeals for the Second Circuit.

Mr Karp is a member of the American Bar Association, where he is a past vice-chair of the International Securities Transactions Committee in the Section of International Law and Practice. He is also a member of the New York State Bar Association and the Association of the Bar of the City of New York. He is a trustee of the Scarsdale Foundation and a past chairman and member of the Scarsdale Village Planning Board.

Mr Karp is a member of the Professional Advisory Board of the *NYU Journal of Law & Business*. He is also a member of The University of Chicago Law School Visiting Committee.

Mr Karp lives in Scarsdale, New York with his wife and three children.

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David A Katz is a partner at Wachtell, Lipton, Rosen & Katz in New York City, an adjunct professor at New York University School of Law, and co-chair of the Board of Advisors of the NYU Law Institute for Corporate Governance and Finance. Previously, he was an adjunct professor at Vanderbilt University Law School and at the Owen Graduate School of Management. Mr Katz is a corporate attorney focusing on mergers and acquisitions, corporate governance, shareholder activism and complex securities transactions, has been involved in many major domestic and international merger, acquisition and buyout transactions, strategic defense assignments and proxy contests, and has been involved in a number of complex public and private offerings and corporate restructurings. He frequently counsels boards of directors and board committees on corporate governance matters and crisis management.

Mr Katz taught *Mergers and Acquisitions* at New York University School of Law for over 15 years and previously co-taught a joint law and business short course on mergers and acquisitions at Vanderbilt University Law School with Delaware Chief Justice Leo Strine. He is co-chair of the Tulane Corporate Law Institute.

In 2004, he was chosen by *The American Lawyer* as one of the 45 highest-performing members of the private bar under the age of 45; in 2005, 2012 and 2015, he was selected by *The American Lawyer* as a Dealmaker of the Year; in 2016, he was named by NACD Directorship as one of the 100 most influential players in corporate governance for the seventh time; in 2013 he was named Lawyer of the Year by Global M&A Network; in 2014 and each of the five prior years he was named *Who's Who Legal's* Mergers and Acquisitions Lawyer of the Year, in 2014 was also named *Who's Who Legal's* Corporate Governance Lawyer of the Year and in 2015 and 2016 was named *Who's Who Legal's* Corporate Governance and M&A Lawyer of the Year; and in 2015 he was elected by The American College of Governance Counsel as an Inaugural Class Fellow.

Mr Katz is a member of the American Bar Association, Section on Business Law, where he founded the Committee on Mergers and Acquisitions Task Force on the Dictionary of M&A Terms and a member of the Committee on Mergers and Acquisitions Subcommittee for Acquisitions of Public Companies. Mr Katz is also a member of the Federal Securities Laws Committee, the New York State Bar Association and the Association of the Bar of the City of New York. Mr Katz is a member of the Society for Corporate Governance and the National Association of Corporate Directors. He sits on the Board of Directors of The Partnership for Drug-Free Kids and is a member of the Advisory Board at the John L. Weinberg Center for Corporate Governance at the University of Delaware. He writes a bi-monthly column on corporate governance for the *New York Law Journal* with his colleague Laura McIntosh.

Mr Katz is a graduate of Brandeis University and New York University School of Law.



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Igor Kirman is a partner in the Corporate Department at Wachtell, Lipton, Rosen & Katz, where he focuses primarily on mergers and acquisitions, activism and takeover defense, corporate governance and general corporate matters. He has advised public and private companies, as well as private equity funds, in connection with mergers and acquisitions, divestitures, leveraged buyouts, joint ventures, crossborder deals, shareholder activism, takeover defenses and corporate governance matters.

Mr Kirman is a frequent speaker at professional conferences, and has written articles in numerous professional publications on topics relating to mergers and acquisitions and corporate governance. He has been frequently recognized for achievement by professional organizations such as *Chambers USA*, *New York Superlawyers*, *Who's Who Legal* and *Best Lawyers in America*. He was twice named as Dealmaker of the Year by American Lawyer (2006 and 2015).

Mr Kirman is the author of a book, "M&A and Private Equity Confidentiality Agreements" (Thomson Reuters). He is the chair of the Practising Law Institute's annual "Doing Deals" program in New York and teaches a course on M&A as an adjunct professor at Columbia Law School. He also serves on the Advisory Board of the Practical Law Company and on the Mergers & Acquisitions Advisory Board of Strafford Publications.

Mr Kirman received a B.A. in Ethics, Politics and Economics *magna cum laude* from Yale University in 1993. He completed his J.D. at Columbia Law School in 1996, where he was notes editor of the *Columbia Law Review*. He is involved in a number of civic institutions, including as a member of the Advisory Board of the Mount Sinai School of Medicine, a Trustee of the Trinity School, and a director of Renew Democracy Initiatives. He was born in Ukraine and speaks Russian.

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Theodore N Mirvis is a partner in the Litigation Department at Wachtell, Lipton, Rosen & Katz. Mr Mirvis has been with the firm for over 30 years, and, during that time, has litigated some of the landmark cases regarding corporate governance issues, mergers and acquisitions, stockholders' rights and numerous other matters involving corporate and securities litigation. He is an expert on corporate defense. He has written extensively on topics ranging from white-collar crime, corporate governance, mergers and acquisitions and stockholder derivative suits, and is a regular lecturer at the Harvard Business School and the Harvard Law School.

Mr Mirvis received a BA *summa cum laude* from Yeshiva University in 1973 and received a JD *magna cum laude* from the Harvard Law School in 1976. During law school, he served as case officer and as a member of the Editorial Board of The *Harvard Law Review*. Upon graduation, Mr Mirvis was a law clerk to the Honorable Henry J. Friendly of the United States Court of Appeals for the Second Circuit. He is a member of the American Law Institute, the Planning Committee of the Tulane Corporate Law Institute and the Advisory Board of the Harvard Law School Program on Corporate Governance.



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Daniel A Neff is the co-chairman of the Executive Committee and partner in the law firm Wachtell, Lipton, Rosen & Katz, which he joined in 1977. He is a corporate and securities lawyer, and has focused on mergers and acquisitions and advice to boards of directors and board committees. Throughout his career, Mr Neff has been extensively involved in negotiated as well as hostile acquisitions, and has represented bidders and targets, public and private companies, private equity firms, leveraged acquirers and special committees of directors. He has represented companies in divestitures, cross-border transactions and proxy contests, and has counseled managements and boards of directors concerning acquisition matters, responses to shareholder activism, conflict transactions, corporate governance and other significant issues.

Mr Neff lectures frequently on topics relating to his professional interests, was featured in *American Lawyer*'s "Dealmaker of the Year" article in 2001, 2012 and 2015 and is listed in *Chambers Global Guide, Chambers USA Guide, The Best Lawyers in America* and *Lawdragon*'s 500 Leading Lawyers of America.

Among the significant matters he has handled are the successful defense of Airgas against a hostile takeover bid by Air Products and Chemicals (2009-2011), the sale of Airgas to L'Air Liquide S.A. and the \$130 billion acquisition by Verizon Communications of the 45% interest in Verizon Wireless owned by Vodafone plc.

Mr Neff graduated *magna cum laude* from Brown University and from the Columbia University School of Law, where he was notes and comments editor of the *Columbia Law Review*.

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Sabastian V Niles is a partner at Wachtell, Lipton, Rosen & Katz where he focuses on rapid response shareholder activism and preparedness, takeover defense and corporate governance; risk oversight, including as to cybersecurity and crisis situations; U.S. and cross-border mergers, acquisitions, buyouts, investments, divestitures, and strategic partnerships; and other corporate and securities law matters and special situations.

Sabastian advises worldwide and across industries, including technology, financial institutions, media, energy and natural resources, healthcare and pharmaceuticals, construction and manufacturing, real estate/REITs and consumer goods and retail.

He has counseled boards of directors and management teams on self-assessments, engagement with institutional investors and proxy advisory firms and navigating activist situations involving Barry Rosenstein/JANA Partners, Bill Ackman/Pershing Square, Carl Icahn, Daniel Loeb/Third Point, David Einhorn/Greenlight Capital, Glenn Welling/Engaged Capital, Jeff Smith/Starboard Value, Jeffrey Ubben/ValueAct, Jonathan Litt/Land & Buildings, Keith Meister/Corvex, Mick McGuire/Marcato, Nelson Peltz/Trian, Scott Ferguson/Sachem Head, Paul Singer/Elliott Management, Relational Investors and Tom Sandell/Sandell Asset Management, among many others.

In addition to serving as Consulting Editor for the New York Stock Exchange's Corporate Governance Guide, Sabastian writes frequently on corporate law matters and has been a featured speaker at corporate strategy and investor forums. His speaking engagements have addressed topics such as Shareholder Activism; The New Paradigm of Corporate Governance; Hostile Takeovers; Strategic Transactions and Governance; M&A Trends; Board-Shareholder Engagement; Confidentiality Agreements in M&A Transactions; Negotiating Strategic Alliances with U.S. Companies; Current Issues in Technology M&A; Corporate Governance: Ethics, Transparency and Accountability; and Developments in Cross-Border Deals.

Sabastian received his juris doctorate from Harvard Law School, where he co-founded the Harvard Association of Law and Business (and continues to serve on the Advisory Board) and won the U.S. National ABA Negotiation Championship representing the Harvard Program on Negotiation. He received B.S., B.A., and B.S. degrees in Finance, Economics and Decision & Information Sciences, respectively, from the University of Maryland, where he won two National Championships and four Regional Championships in intercollegiate mock trial.



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Trevor Norwitz is a partner in the Corporate Department at Wachtell, Lipton, Rosen & Katz where he focuses primarily on mergers and acquisitions, corporate governance and securities law matters. He has advised a range of public and private entities in a variety of industries in connection with mergers, acquisitions, divestitures, hostile takeover bids and defenses, proxy contests, joint ventures, financing transactions and corporate governance matters.

Selected recent representations by Mr Norwitz include: Whole Foods in its sale to Amazon.com and its response to shareholder activism; Medivation in its sale to Pfizer; Dollar Tree in its contested acquisition of Family Dollar Stores; eBay in connection with a proxy contest by Carl Icahn, and its spinoff of PayPal, Inc.; Creative Artists Agency LLP in connection with its restructuring and sale of a controlling interest to TPG Group; S&P Global (formerly McGraw Hill) in its sale of the McGraw Hill Education business to Apollo Advisers, its joint venture with CME Group to form S&P/Dow Jones Indices, and its acquisitions of SNL Financial and other companies; and numerous acquisitions for Ventas, Novartis and Danaher Corporation.

Mr Norwitz teaches a course in Mergers and Acquisitions at Columbia University School of Law. He chairs the New York City Bar Committee on Mergers and Acquisitions and Corporate Control Contests, and the M&A Subcommittee of the International Bar Association Securities Committee, and is a member of the American Law Institute, and committees of the American Bar Association. He served as a member of an international advisory group to the South African government on company law reform. A regular speaker and panelist at professional conferences, he has chaired and participated in numerous continuing legal education programs and contributes regularly to professional publications on topics relating to M&A and corporate governance. Mr Norwitz also chairs and serves on a number of non-profit boards of directors, and on the Advisory Board of the Robert L. Bernstein Institute of Human Rights at NYU Law School.

Born in Cape Town, South Africa, Mr Norwitz received his Bachelor of Business Science with first class honors from the University of Cape Town in 1986. On a Rhodes Scholarship to Oxford University, he read law at Keble College, graduating with first class honors in 1989, and then completed an LL.M. at Columbia University in 1990. He joined the firm in 1994 and was named partner in 1998.

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Steven A Rosenblum has been a partner at Wachtell, Lipton, Rosen & Katz since 1989 and serves as co-chair of the firm's Corporate Department. He focuses on mergers and acquisitions, takeover defense, corporate governance, shareholder and hedge fund activism, proxy fights, joint ventures and securities law. Mr Rosenblum has been recognized by *Chambers Global* as one of the world's leading transactional lawyers and by *Lawdragon* as one of the 500 leading lawyers in America. He has been selected several times, including in 2019, as a BTI Client Service All-Star by the BTI Consulting Group for his level of dedication and commitment to exceptional client service.

Mr Rosenblum received his JD from Yale Law School in 1982 and his BA from Harvard College *magna cum laude* and Phi Beta Kappa in 1978. Prior to joining the firm, he was a law clerk to the Honorable Joseph L. Tauro, United States District Court Judge for the District of Massachusetts.

Mr Rosenblum is a member of the American Law Institute, the ABA Committee on Corporate Laws, and the Board of Advisors of the Yale Law School Center for the Study of Corporate Law. He writes and participates in panels and programs on a number of topics, including mergers and acquisitions, shareholder and hedge fund activism, corporate governance, corporate disclosure and proxy reform. He has served as co-chair of the Annual Federal Securities Institute in Miami since 2005.

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Makoto Igarashi is a partner of Nishimura & Asahi, specialising in investment funds, asset management, banking, securities regulations, derivatives, and other related industries. Mr Igarashi plays a vital senior role within the firm's private equity practice group.

With the resources of Japan's largest law firm, Mr Igarashi and his colleagues are able to assist clients in all aspects of large-scale private equity transactions, including due diligence, financing and tax matters, strategy and compliance issues, and regulatory filings. Mr Igarashi has extensive experience as counsel to fund promoters, investment managers, placement agents, and various other financial institutions providing specialist advice in respect of fund raising and placement of buyout funds and turnaround or mezzanine types of private equity funds. He also serves as counsel to investment fund institutions and advisers, financial advisers, banks and other senior lenders advising on buyout loans and other debt and equity financing matters.

Mr Igarashi is a 1987 LLB graduate of the University of Tokyo and received an LLM from Harvard Law School in 1994. He has been a member of the Japanese and New York Bars since 1989 and 1995 respectively, and is fluent in both English and Japanese. Mr Igarashi joined the firm in 1989 and has been a partner since 1998. He spent one year on secondment at Cravath, Swaine & Moore, New York (1994 to 1995), and served as lecturer on finance law at Keio Law School, Tokyo (2004 to 2013).

He has written articles for various legal periodicals, such as "Private Equity Fund Regulations in Japan" (The American Lawyer, October 2009), "Legal Schemes for Private Equity Funds" in Private Equity for Institutional Investors (Kinzai, February 2013), "Investment Scheme for Pension Funds to Invest in Private Equity" in Private Equity for Pension Funds (Kinzai, October 2014), "Asset Management Business" in Corpus Juris Finance — Completely Revised Edition (first volume) (Shojihomu, August 2017) and "Fund Formation in Japan" (Getting the Deal Through 'Private Equity 2022', March 2022).

As the largest and one of the oldest law firms in Japan, covering all aspects of domestic and international business and corporate activity, Nishimura & Asahi currently has over 760 Japanese and foreign lawyers – employing about 950 support staff, including tax accountants, patent attorneys, senior Japanese and foreign business support professionals, and paralegals.

With the continued expansion of Nishimura & Asahi's international presence and clientele, the firm has overseas offices in Bangkok, Beijing, Shanghai, Dubai, Düsseldorf, Frankfurt, Hanoi, Ho Chi Minh City, Jakarta*1, New York, Singapore, Taipei, Yangon, and Hong Kong*2, and domestic offices in Tokyo, Nagoya, Osaka, and Fukuoka. With the expansion of the firm's domestic and global network, Nishimura & Asahi is ideally placed to provide clients with a borderless one-stop service, from Japan to the world.

- *1 Associate office
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Nabil A Issa is a partner in the Corporate, Finance and Investments Group of King & Spalding, working from the Dubai and affiliated Riyadh offices. Mr Issa's experience includes work in the areas of *Shari'ah*-compliant funds, restructurings/insolvency, private equity, privatizations, Islamic finance and real estate industry transactions. He is particularly known for his development of innovative *Shari-ah*-compliant CMA funds and investment structures for real estate and private equity investments in Saudi Arabia and the UAE.

He has led a number of maters being named "deal of the year" in the Middle East. Nabil is regularly cited by independent legal directories and client-based surveys. *Chambers Global* 2020 highly ranks Nabil for his corporate and investment funds work (Band 1) in the Middle East and recognizes him as an expert in Saudi corporate (Band 1 as a lawyer based outside of Saudi Arabia) and capital market matters. *Chambers Global*, identifies Nabil as a "renowned M&A and investment funds practitioner who splits his time between Dubai and the firm's associated office in Riyadh". Clients describe him as an "excellent business lawyer" and commend him for "his knowledge and understanding of the business environment in Dubai and Saudi", mentioning that this "makes him one of the most valuable mentors for business managers in the region."

Nabil is also included in the inaugural editions of Euromoney's "Guide to the World's Leading Islamic Finance Lawyers" as well as Euromoney's "Guide to the World's Leading Emerging Markets Lawyers".

Following graduation from UC San Diego and then the University of Pennsylvania, Nabil was awarded a Fulbright Fellowship to UAE University to study the effects of membership in the World Trade Organization on the financial laws of the United Arab Emirates. Nabil was a founding member and senior editor of the *Journal of Constitutional Law* at the University of Pennsylvania. Nabil is proficient in Arabic as well as being fluent in English.

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Josh Dambacher is co-head of the firm's London office and a member of the firm's Executive Committee. Josh focuses his practice on corporate, securities and regulatory matters. He primarily represents institutional and entrepreneurial investment managers, financial services firms and private investment funds in all aspects of their business. Josh's experience includes structuring investment management firms, hedge funds, private equity funds, hybrid funds and funds of funds; and structuring and negotiating seed and strategic investments. He also regularly advises investment management firms and their principals on UK and US regulatory compliance, acquisitions and reorganisations of investment management firms, and restructuring proprietary trading desks into independent investment management firms. Josh regularly advises fund clients in the fintech space and has established a profile in the industry as a leading cryptocurrency and digital asset funds expert.

Josh previously led the US Financial Reforms Working Group for the Alternative Investment Management Association. He has been described by interviewees in *Chambers UK* as "pragmatic and commercial in his outlook" and "always reachable no matter what." Josh is listed as a leading investment management lawyer by *Best Lawyers, Chambers UK, Chambers Europe, IFLR1000, The Legal 500 UK and Who's Who Legal: The International Who's Who of Private Funds Lawyers, and was twice named to the Financial News 40 Under 40 Rising Stars list. Josh also received an "Outstanding Contribution" award for his services to the hedge fund industry (<i>The Hedge Fund Journal Awards* 2018). He is a frequent speaker and author on issues facing the investment management industry including, most recently, on the current regulatory landscape for hedge funds, the EU Directive on Alternative Investment Fund Managers and the US Dodd-Frank Act.

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Christopher Hilditch joined the firm in 2002 to establish the London office, of which he is co-head. With over 25 years of experience advising many of the highest profile hedge funds, Chris focuses his practice on entrepreneurial and institutional investment managers, other financial services firms and investment funds, especially hedge funds, hybrid funds, co-investment funds and distressed funds. He provides practical and strategic advice on the structuring and operation of funds and investment managers, including fundraising, investor issues, investment transactions and financing as well as regulatory and compliance matters.

Chris is named in the "Hall of Fame" by The Legal 500 UK having previously received an "Outstanding Contribution" award for his services to the hedge fund industry (*The Hedge Fund Journal* Awards). Chris is also named as a leading funds lawyer in Chambers UK, Chambers Europe, Expert Guide to the Best of the Best (which named him as one of the top funds lawyers worldwide), Expert Guide to the World's Leading Banking, Finance and Transactional Law Lawyers, IFLR1000, PLC Cross-Border Investment Funds Handbook, Who's Who Legal: The International Who's Who of Private Funds Lawyers and Who's Who of Professionals. Chris has been described by interviewees in Chambers UK as "fantastic — practical, commercial and knows his stuff" and as a "go to lawyer for dealing with a complicated hedge fund" and in The Legal 500 UK as "excellent" and "knows the industry inside out." Clients praise his "very strong technical knowledge and commercial awareness" as well as his "deep knowledge and experience in the fund industry." Chris has participated in the UK Financial Services Authority's Legal Experts Group in respect of AIFMD and has been an active participant on various AIMA and other industry committees on matters relating to the hedge fund industry. Chris is a frequent speaker at industry conferences and seminars, including invitation-only conferences for clients of prime brokers and other industry participants. He has also written on a wide range of hedge fund and regulatory topics. Chris is the general editor of the Chambers Alternative Funds Guide — a guide examining key industry trends and regulatory and tax matters impacting funds, managers and investors. Chris attended law school at the College of Law, Guildford and holds an MA, with honours, from the University of Oxford.



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Stephanie R Breslow is co-head of the Investment Management Group and a member of the firm's Executive Committee. She maintains a diverse practice that includes liquid funds, private equity funds and the structuring of investment management businesses. She focuses her practice on the formation of private equity funds (including LBO, mezzanine, distressed, real estate and venture) and liquid-securities funds (including hedge funds, hybrid funds, credit funds and activist funds) as well as providing regulatory advice to investment managers. She also represents fund sponsors and institutional investors in connection with seed-capital investments in fund managers and acquisitions of interests in investment management businesses and funds of funds and other institutional investors in connection with their investment activities, including blockchain technology and virtual currency offerings and transactions.

Recently serving as chair of the Private Investment Funds Subcommittee of the International Bar Association, Stephanie is a founding member and former chair of the Private Investment Fund Forum, a former member of the Advisory Board of former Third Way Capital Markets Initiative, a former member of the Board of Directors and current member of 100 Women in Finance, a member of the Board of Visitors of Columbia Law School and a member of the Board of Directors of the Girl Scouts of Greater New York. Stephanie has received the highest industry honors. She was named to the inaugural Legal 500 US Hall of Fame in the category of "Investment Fund Formation and Management: Alternative/Hedge Funds." Stephanie is also listed in Chambers USA: America's Leading Lawyers, Chambers Global: The World's Leading Lawyers, Crain's Notable Women in Law, IFLR1000 Women Leaders, Best Lawyers in America, Who's Who Legal: The International Who's Who of Business Lawyers (which ranked her one of the world's "Top Ten Private Equity Lawyers"), Who's Who Legal: The International Who's Who of Private Funds Lawyers (which ranked her at the top of the world's "Most Highly Regarded Individuals" list), Who's Who Legal: Thought Leaders: Global Elite, Who's Who Legal: Thought Leaders: Private Funds, Expert Guide to the Best of the Best USA, Expert Guide to the World's Leading Banking, Finance and Transactional Law Lawyers, Expert Guide to the World's Leading Women in Business Law and PLC Cross-border Private Equity Handbook, among other leading directories. Stephanie was named the "Private Funds Lawyer of the Year" for 2020 by Who's Who Legal and the Euromoney Legal Media Group's "Best in Investment Funds" and "Outstanding Practitioner," both at the Americas Women in Business Law Awards. She is also recognized as one of *The Hedge Fund Journal's* 50 Leading Women in Hedge Funds and was named one of the 2012 Women of Distinction by the Girl Scouts of Greater New York. Stephanie's representation of leading private investment funds has won numerous awards, including Law360's Asset Management Practice Group of the Year. She is a much sought-after speaker on fund formation and operation and compliance issues, and she regularly publishes articles on the latest trends in these areas.

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Jennifer M Dunn focuses her practice on advising hedge funds, private equity funds (including mezzanine and distressed funds), hybrid funds, funds of funds and investment advisers in connection with their structuring, formation and ongoing operational needs, general securities laws matters, and regulatory and compliance issues. Her experience includes structuring and negotiating seed and strategic investments, advising investment managers regarding the structure and sale of their investment management businesses and the structure of their compensation arrangements, and representing investment managers in connection with managed accounts and single investor funds

Jennifer was named among the world's "50 Leading Women in Hedge Funds" by The Hedge Fund Journal. A member of the board of directors of 100 Women in Finance, Jennifer is recognized by The Legal 500 US, Expert Guide to the World's Leading Banking, Finance and Transactional Law Lawyers (Investment Funds), Expert Guide to the World's Leading Women in Business Law (Investment Funds) and has been named an IFLR1000 "Rising Star" (Investment Funds). She co-authored Hedge Funds: Formation, Operation and Regulation (ALM Law Journal Press) and presented at conferences on topics, including ESG investing, attracting and retaining capital, operational due diligence, compliance issues, co-investments, fund structures and terms, management company issues and considerations for emerging managers.

Jennifer earned her J.D. from Columbia Law School, where she was a Harlan Fiske Stone Scholar, and her B.A., cum laude, from the University of Pennsylvania..



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David J Efron is co-managing partner of the firm. He serves as co-head of the Investment Management Group and as a member of the Executive Committee. With more than 25 years of experience, David has a broad practice advising private fund managers that employ a wide range of investment strategies. He represents many of the world's largest private fund managers on formation, structuring, organization, compensation, operations, seed capital and joint venture arrangements and restructurings, among other types of matters related to their funds and management companies. Notably, David has advised on many of the largest start-up hedge fund launches in the industry over the past few years. Additionally, David also represents private fund managers in connection with SEC regulatory issues and compliance-related matters

SRZ's Investment Management Group, which David co-heads, has been described as the "preeminent name in this area" and at "the forefront of this industry" by Chambers, a prominent industry publication that ranks firms and lawyers. David is listed in Chambers Global, Chambers USA, Expert Guide to the World's Leading Banking, Finance and Transactional Law Lawyers, The Legal 500 US and Who's Who Legal: The International Who's Who of Private Funds Lawyers. In particular, The Legal 500 US has praised his "superb judgment and deep expertise" and recognized him as "an extraordinarily capable attorney. He has a mastery of the pertinent matters, but he also brings a pragmatic approach." Chambers Global and Chambers USA noted that David is "an outstanding lawyer, with excellent judgment and the necessary soft touch during the delicate negotiations that occur during a start-up/launch" and that "he is attuned to the business considerations and provides measured, reasoned advice that reflects his deep experience and industry knowledge." A published author on subjects relating to investment management, he is a sought-after speaker for hedge fund industry conferences and seminars and a frequent guest lecturer at New York-area law schools and business schools.

David received his B.A. from Vassar College, his J.D. from Syracuse University College of Law and an LL.M. degree in securities regulation, with distinction, from Georgetown University Law Center.

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David Nissenbaum is co-head of the Investment Management Group. He primarily represents institutional and entrepreneurial investment managers, financial services firms and private investment funds in all aspects of their businesses. David's expertise spans the alternative investment fund sector. He is known for his extensive knowledge of market terms, and for combining legal expertise with a commercial approach to evaluating risks and handling client negotiations.

For many years, David has been named a "Leader in His Field" by Chambers USA and Chambers Global. He is ranked in Band 1 by Chambers USA for his work in hedge funds. Peers note that David is "considered one of the top fund lawyers around, and deservedly so." He is "praised by clients for his unwavering commitment," and is described as "very engaged, thorough, thoughtful and extremely useful as our quarterback."

David advises a long and diverse list of successful clients. He has extensive experience structuring and advising credit, hedge, private equity, hybrid, distressed investing, activist and energy funds, coinvestments, funds of funds, multi-manager platforms and coinvestment platforms. David has been at the leading edge of industry developments in "Upper Tier" management company partnerships, compensation plans and succession plans, seed and strategic investments and spinoffs of investment teams. Working with his Regulatory & Compliance colleagues at SRZ, who themselves are recognized leaders in their specialties, his work includes counseling clients on finding practical solutions to regulatory and compliance requirements, including the Volcker Rule, and managing conflicts of interest.

David has been recognized as a key player in private fund formation by The International Who's Who of Private Funds Lawyers, PLC Cross-border Private Equity Handbook, The Legal 500 US, and Expert Guide to the World's Leading Banking, Finance and Transactional Law Lawyers. He is a past member of the Advisory Board of The Financial Executives Alliance and the Banking Law Committee of the New York City Bar Association. Works he has authored or co-authored include the chapter "Management Company Structures and Terms" in Hedge Funds: Formation, Operation and Regulation, published by ALM Law Journal Press; "Just Like Starting Over: A Blueprint for the New Wall Street Firm," published by The Deal; and "Succession Planning," published by SRZ. A sought-after speaker, David has spoken at conferences and seminars on a range of topics, including fundraising, merchant bank structures, managing conflicts of interest, liquidity events, credit and lending funds and co-investment vehicles.



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Phyllis A Schwartz focuses her practice on the structuring, formation and operation of private equity funds, including buyout funds, venture capital funds, mezzanine funds, distressed funds, litigation financing funds and real estate funds. She represents both fund sponsors and investors in her practice. In addition to assisting fund sponsors with their internal management arrangements, succession planning, capital call borrowing facilities and formation of co-investment vehicles, she has extensive experience with institutional investors and regularly advises clients on market terms of investment funds. Phyllis also advises private equity funds in connection with their capital call credit lines and investments in, and dispositions of, portfolio companies.

Phyllis is listed in The Legal 500 US, The Best Lawyers in America, New York Super Lawyers, Who's Who Legal: The International Who's Who of Private Funds Lawyers, Expert Guide to the World's Leading Banking, Finance and Transactional Law Lawyers (Investment Funds, Private Equity) and the Expert Guide to the World's Leading Women in Business Law (Investment Funds). A member of New York's Private Investment Fund Forum, Phyllis frequently shares her insights on effective fund formation strategies at industry conferences and seminars. She recently discussed compliance concerns for co-investments and issues related to fund restructuring and secondary transactions. Interviewed by Private Funds Management in the article "Ringing the Changes," Phyllis is also the co-author of Private Equity Funds: Formation and Operation (Practising Law Institute), which is considered the leading treatise on the subject. In addition, she contributed to the Fund Formation and Incentives Report (Private Equity International in association with SRZ), as well as a chapter on "Advisers to Private Equity Funds -Practical Compliance Considerations" in Mutual Funds and Exchange Traded Funds Regulation, Volume 2 (Practising Law Institute).

Phyllis received her J.D. from Columbia Law School and her A.B. from Smith College.

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Heather N Wyckoff focuses her practice on advising private investment funds and has provided comprehensive legal services to institutional and emerging asset managers, proprietary trading firms, family offices and financial institutions on a wide range of issues. She forms funds spanning the liquidity spectrum, including hedge funds, real estate funds, credit funds, venture funds, and private equity funds, and advises clients on operational and regulatory matters. Heather has extensive experience representing funds and advisers who employ a wide range of investment strategies across all asset classes. She also represents fund managers and institutional investors in connection with the negotiation of seed deals, co-investment vehicles, "funds of one" and other strategic relationships.

Heather is a frequent speaker on the topics of fund terms and trends, real estate and ESG, speaking at events including the iGlobal Forum Real Estate Private Equity Summit and the With Intelligence Private Markets Operational Leaders' US Summit. She has also spoken on a range of other subjects, including capital raising, private equity, seed capital arrangements and various regulatory topics. She regularly contributes to various publications including most recently the SRZ's Private Funds Market Trends Report and the Chambers Alternative Funds Guide. Heather is a member of several of the firm's committees, including its Recruiting Committee, Investment Committee and Diversity, Equity and Inclusion Committee, where she also co-chairs the Parents Affinity Group. She devotes significant time to the firm's pro bono activities, leading a team of 5 lawyers in its representation of The Go Project (which benefits under-resourced New York City public school children); leading a team of 11 lawyers in its representation of the National Advocates for Pregnant Women (which defends the human and civil rights of pregnant and parenting women); and participating in Election Protection (a national, non-partisan voting rights organization). She is also a member of the Garden City Real Estate Professionals Foundation, which supports various philanthropic

Heather earned her J.D. from Fordham University School of Law and her A.B. from Dartmouth College.

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Eversheds Sutherland Dublin

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Nabil A Issa is a partner in the Corporate, Finance and Investments Group of King & Spalding, working from the Dubai and affiliated Riyadh offices. Mr Issa's experience includes work in the areas of *Shari'ah*-compliant funds, restructurings/insolvency, private equity, privatizations, Islamic finance and real estate industry transactions. He is particularly known for his development of innovative *Shari-ah*-compliant CMA funds and investment structures for real estate and private equity investments in Saudi Arabia and the UAE.

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He has led a number of maters being named "deal of the year" in the Middle East. Nabil is regularly cited by independent legal directories and client-based surveys. *Chambers Global* 2022 highly ranks Nabil for his corporate and investment funds work (Band 1) in the Middle East and recognizes him as an expert in Saudi corporate (Band 1 as a lawyer based outside of Saudi Arabia) and capital market matters. *Chambers Global*, identifies Nabil as a "renowned M&A and investment funds practitioner who splits his time between Dubai and the firm's associated office in Riyadh". Clients describe him as an "excellent business lawyer" and commend him for "his knowledge and understanding of the business environment in Dubai and Saudi", mentioning that this "makes him one of the most valuable mentors for business managers in the region."

Nabil is also included in the inaugural editions of Euromoney's "Guide to the World's Leading Islamic Finance Lawyers" as well as Euromoney's "Guide to the World's Leading Emerging Markets Lawyers".

Following graduation from UC San Diego and then the University of Pennsylvania, Nabil was awarded a Fulbright Fellowship to UAE University to study the effects of membership in the World Trade Organization on the financial laws of the United Arab Emirates. Nabil was a founding member and senior editor of the *Journal of Constitutional Law* at the University of Pennsylvania. Nabil is proficient in Arabic as well as being fluent in English.

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Mr Shardul S Shroff is the Executive Chairman at Shardul Amarchand Mangaldas & Co with over 42 years of experience in General Corporate and Mergers & Acquisitions. Widely regarded as a pioneer in the field of Corporate Law, Mr Shroff has participated in the training and drafting of several important economic legislations and company law reforms in India.

Mr Shroff has been instrumental in developing and driving the Firm's vision that is focused on enabling business by providing solutions as trusted advisors, through excellence, responsiveness, innovation and collaboration. He spends his time on guiding the Firm's strategy and Partners in building strong relationships with clients and each other internally across the Firm.

He regularly represents high profile clients before National Law Company Tribunal, and Securities and Exchange Board of India. Mr Shroff has also led some of the largest investments, acquisitions, mergers, and disinvestments, both domestic and cross-border.

As a preeminent expert of his field, Mr Shroff has been appointed as an independent director on significant boards of Indian companies. He is a member of the US-India Business Council, Vice Chair of the Corporate Counsel Committee of the IPBA Council, the Union Internationale Des Advocats, and the Indo-German Chamber of Commerce. Mr Shroff was a member of the CII Task Force on the Ease of Doing Business, 2022-2023.

Mr Shroff is also recognised as a 'Star Individual' for Corporate/M&A by Chambers and Partners 2022, which states, 'Shardul Shroff is a highly respected practitioner in the corporate and M&A space who is known for his long-standing experience handling joint ventures, takeovers, divestments and commercial contracts. He is also credited for his understanding of banking law, private equity and capital markets issues.' IFLR1000 2022 has adjudged Mr Shroff as a 'Market Leader' for Mergers & Acquisitions and has been recognised as a "Global Leader" by Who's Who Legal for M&A and Corporate Governance in 2022. He is also recognised as an 'Elite Practitioner' for M&A by Asialaw Profiles 2022

Mr Shroff has been recently recognised as one of 'The Game Changers of India, 2018' by The Economic Times for championing high impact legal services. He is also a recipient of the National Law Day Award from the President of India, which commends Mr Shroff as a leading corporate lawyer, 'for his unique contribution to the field of corporate law and leadership in its practice' and for being 'instrumental in advancement of India's corporate law practice at international standards'.



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Andrew R Brownstein has been a partner at Wachtell, Lipton, Rosen & Katz since 1985 and serves as co-chair of the firm's Corporate group. His practice concentrates on mergers and acquisitions and corporate governance matters, and he has been engaged in many high-profile matters that include cross-border transactions, leveraged buyouts, complex restructuring deals, proxy fights and takeovers. Mr Brownstein is consistently listed in the top ranks in his areas of expertise by the *Chambers Guide, International Who's Who of Business Lawyers* and other similar publications.

Mr Brownstein's significant representations include: Allergan in its \$83 billion acquisition by AbbVie; Hewlett Packard in its separation into two new publicly traded Fortune 50 companies; Hewlett Packard Enterprise in its \$1.3 billion acquisition of Cray, a \$2.6 billion Reverse Morris Trust transaction with Micro Focus International, and its \$1 billion acquisition of Nimble Storage; Regeneron Pharmaceuticals in the \$11.6 billion secondary offering and repurchase of its shares held by Sanofi; Perrigo in its defense against a takeover bid by Mylan; Johnson Controls in its \$16.3 billion merger with Tyco and the separation of its automotive business; Valspar in its \$11.3 billion acquisition by Sherwin-Williams; Univar in its \$2 billion acquisition of Nexeo Solutions, and in the \$640 million sale of Nexeo Plastics to One Rock Capital Partners; Walgreen Co. in its two-step acquisition of Alliance Boots GmbH for an aggregate value of approximately \$27 billion; ServiceMaster in connection with the spin-off of frontdoor, inc.; ConocoPhillips in its \$33 billion spin-off of its downstream businesses as Phillips 66 and in its \$35.6 billion acquisition of Burlington Resources, as well as Phillips Petroleum in its \$35 billion combination with Conoco; Forest Laboratories in successive proxy contests with Carl Icahn and in its \$25 billion merger with Actavis; Genzyme in its \$20 billion sale to Sanofi-Aventis; Novartis in its \$49.7 billion multistep acquisition of Alcon; and Schering-Plough in its \$41 billion combination with Merck.

Mr Brownstein is a 1979 honors graduate of Harvard Law School where he was an articles editor of the *Harvard Law Review*. He holds an MBA degree (1976) from the Wharton School of the University of Pennsylvania and also has undergraduate degrees in English and Economics (1975) from the University of Pennsylvania, where he was elected to Phi Beta Kappa. Following law school, Mr Brownstein clerked for the Honorable Leonard I. Garth of the US Court of Appeals for the Third Circuit.

Mr Brownstein is a frequent author and lecturer on corporate-related topics. He has been an adjunct professor of securities law at Rutgers University Law School, serves on the Executive Planning Committee and is past chairman of the Ray Garrett Jr. Corporate and Securities Law Institute at Northwestern University School of Law.

Mr Brownstein is active in numerous civic and charitable organizations and is a member and past president of the Board of Trustees of the Trinity School in New York City, a member of the Board of Overseers of the Annenberg Center at the University of Pennsylvania and a member of the Board of Directors of the New York City Public Art Fund.



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Karessa L Cain is a partner in Wachtell, Lipton, Rosen & Katz's Corporate Department, where she focuses on mergers and acquisitions, corporate governance and securities law matters. She has worked on a range of transactions, including domestic and cross-border acquisitions, takeover defense, private equity transactions, shareholder activism, proxy contests, joint ventures and capital market transactions.

Ms Cain graduated *cum laude* from Yale College in 2000. She received her J.D. from Columbia Law School in 2004, where she was a James Kent Scholar and a Harlan Fiske Stone Scholar. Following graduation from law school, Ms Cain served as a law clerk to the Honorable J. Clifford Wallace of the U.S. Court of Appeals for the Ninth Circuit.

Representations by Karessa include:

- eBay in its agreement to sell StubHub to viagogo for \$4.05 billion
- Alcoa Inc. in its separation into two public companies, Arconic Inc. and Alcoa Corporation, and Arconic Inc. in its separation into two public companies, Arconic Corporation and Howmet Aerospace
- Visa Inc. in its €21 billion acquisition of Visa Europe Ltd.
- Colgate-Palmolive Company in its acquisition of Laboratoires Filorga Cosmétiques for \$1.7 billion
- ServiceMaster Global Holdings, Inc. in its spin-off of Frontdoor, Inc.
- Apollo Global Management's affiliated funds in their \$5.1 billion acquisition of West Corporation
- Special Committee of the Board of Directors of Discovery Communications in its agreement to exchange \$5 billion of preferred stock held by Advance/Newhouse Programming Partnership
- Arconic Inc. in its proxy contest and settlement agreements with Elliott
 Management
- Gramercy Property Trust in its merger with Chambers Street Properties, and subsequently in its \$7.6 billion acquisition by affiliates of Blackstone Real Estate Partners VII
- Ann Inc. in its \$2.2 billion sale to ascena retail group
- Abbott Laboratories in its \$55 billion spin-off of AbbVie, and AbbVie in its \$14.7 billion bond offering
- Alcoa Inc. in its \$3 billion acquisition of Firth Rixson Ltd.
- NYSE Euronext in its attempted \$23.4 billion cross-border merger of equals with Deutsche Börse and its successful defense against a hostile takeover attempt by Nasdaq OMX
- Morgan Stanley in forming the Morgan Stanley Smith Barney joint venture with Citigroup, Inc. and subsequent acquisition by Morgan Stanley of Citigroup's interest in the joint venture at an implied 100% valuation of \$13.5 billion
- United Technologies Corporation's sale of its Pratt & Whitney Rocketdyne business to GenCorp and its Pratt & Whitney Power Systems business to Mitsubishi Heavy Industries
- Simon Property Group in its spin-off of Washington Prime Group, and Washington Prime Group in its subsequent acquisition of Glimcher Realty Trust
- Apollo Global Management's affiliated funds in their acquisition of Rio Tinto plc's Alcan Engineered Products business (later renamed Constellium N.V.) and the subsequent IPO of Constellium N.V.
- Constellium N.V. in its \$1.4 billion acquisition of Wise Metals Intermediate Holdings LLC

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Steve Cohen joined Wachtell, Lipton, Rosen & Katz in 1992 and became a partner in 2000. He practices corporate and securities law, concentrating on corporate governance and complex mergers and acquisitions. He has represented numerous public and private businesses in M&A and other reorganization transactions, both friendly and hostile, as well as a variety of entrepreneurs in establishing and growing new businesses. Mr Cohen has also worked extensively on a variety of cross-border transactions. Mr Cohen has also been involved with a variety of restructurings within the insolvency process, including acquisitions in bankruptcy and workout process and the resolution of insolvent estates.

Mr Cohen graduated from Columbia College in 1988 and received a JD/MBA from the Columbia University School of Law/Columbia Business School in 1992.

Mr Cohen is the Vice Chair of the IBA's Corporate and M&A Law Committee and a member of the American Bar Association. Most recently, Mr. Cohen has spoken about M&A at the International Bar Association's Annual Conference (Rome) and is the co-Chairman of the annual IBA Private Equity Conference (London); and has taught at Columbia Business School. Mr. Cohen is also a frequent lecturer and publisher on corporate law and M&A transactions. Mr. Cohen also has spoken at the ALI-ABA seminar on Negotiating the M&A Deal, the Harvard Law School/Business School Symposium on Negotiations and the New York Law Journal Seminar "Negotiating Corporate Acquisitions – Public and Private."

Mr Cohen lives in Manhattan with his wife, daughter and son.



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Adam O Emmerich practices in Wachtell Lipton's Corporate Department, focusing primarily on mergers and acquisitions, corporate governance and securities law matters. His practice has included a broad and varied representation of public and private corporations and other entities in a variety of industries throughout the United States and globally, in connection with mergers and acquisitions, divestitures, spin-offs, joint ventures and financing transactions. He also has extensive experience in takeover defense.

Adam led the Wachtell Lipton teams for Tim Hortons in its \$12.2 billion combination with Burger King Worldwide and Covidien plc in its \$49.9 billion acquisition by Medtronic, which were named by *The American Lawyer* as 2015 Global M&A Deal of the Year: Canada and Global M&A Deal of the Year: Ireland.

Adam is recognized as one of the 500 leading lawyers in America by *Lawdragon*, one of the world's leading lawyers in the field of Mergers and Acquisitions in the *Chambers Guide to the World's Leading Lawyers*, an expert in each of M&A, Corporate Governance and M&A in the real estate field by *Who's Who Legal*, and as an expert both in M&A and in Corporate Governance by *Euromoney Institutional Investor's Expert Guides*.

After serving as a law clerk to Judge Abner J. Mikva, of the United States Court of Appeals for the District of Columbia Circuit, Adam joined the firm in 1986 and was named partner in 1991. He attended Swarthmore College and The University of Chicago, from which he received his J.D. with honors. While at the University of Chicago, Adam served as topics and comments editor of *The University of Chicago Law Review*, was elected to the Order of the Coif, and was the recipient of an Olin Fellowship in law and economics. He is a frequent author and speaker on topics relating to mergers and acquisitions and corporate governance, including at MIT's Sloan Convocation and on India's CNBC-TV18.

Adam is co-chair of the International Institute for the Study of Cross-Border M&A, co-chair of the advisory board of New York University's REIT Center for the Study of Public Real Estate Companies, and a member of the American Law Institute. He has served as co-chair of the NYU Real Estate Institute's Annual Symposium on REITs since its inception. He is a member of the Corporate Academic Bridge Group of the NYU Pollack Center for Law & Business, and a frequent contributor to the Harvard Law School Forum on Corporate Governance and Financial Regulation. Adam serves on the board of the American Friends of the Israel Museum, as president of the Friends of the Israel Antiquities Authority and also of the Friends of Rambam Medical Center. He was previously a member of the board of the Lawyers Alliance for New York, the Visiting Committee of the University of Chicago Law School, The Ramaz School and co-chair of the Young Lawyers Division of the UJA-Federation in New York.

Adam lives in Manhattan with his wife, two daughters and son.

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Mark Gordon is a partner and 22-year veteran of Wachtell, Lipton, Rosen & Katz's Corporate Department, where he focuses on advising public companies and major leveraged buyout firms in domestic and cross-border mergers and acquisitions, shareholder activism, takeover defense, restructurings, corporate governance and securities law matters.

Mr Gordon is also a Robert B. and Candice J. Haas Lecturer in Corporate Finance Law at Harvard Law School, where he has taught a winter-term advanced Mergers & Acquisitions course annually since 2009.

Mr Gordon joined Wachtell Lipton in 1994 and was elected partner in 2001. He received his BA *magna cum laude* from Yale University, and his JD *magna cum laude* from Harvard University. While at Harvard, he was executive editor of the *Harvard Civil Rights-Civil Liberties Law Review* and was a member of the winning team in the Ames Moot Court Competition.

In addition, Mr Gordon serves as:

- a member of the Next Generation Council of the USC Shoah Visual History Foundation,
- a permanent advisor to the Next Generation Leadership group of G100 (an organization focused on the development of future CEOs),
- a member of the board of the Yale Daily News Foundation, and
- Chairman of the Alumni Advisory Board of the Harvard Law School Association for Law and Business.

His M&A representations include:

- Analog Devices in its \$21 billion all-stock acquisition of Maxim Integrated Products
- Craft Brew Alliance in its \$320 million sale to Anheuser-Busch InBev
- Auris Health in its \$5.75 billion sale to Johnson & Johnson
- **Entegris** in its merger of equals with Versum Materials with a combined enterprise value of \$9 billion (since terminated)
- Energen in its \$9.2 billion all-stock merger with Diamondback Energy
- NCI Building Systems in its \$2.6 billion stock-for-stock merger with Ply Gem
- Eli Lilly and Company in its \$1.6 billion acquisition of ARMO BioSciences
- Chicago Bridge & Iron in its \$6 billion merger of equals with McDermott International
- Bill Barrett in its \$649 million combination with Fifth Creek Energy
- CardConnect in its \$750 million acquisition by First Data
- **Medivation** in its \$14 billion sale to Pfizer
- Analog Devices in its \$14.8 billion acquisition of Linear Technology
- Valspar in its \$11.3 billion sale to Sherwin-Williams
- Airgas in its \$13.4 billion acquisition by Air Liquide S.A.
- Alexion in its \$8.4 billion acquisition of Synageva Biopharma
- PetSmart in its \$8.3 billion sale to a buying group led by BC Partners
- Steris Corp. in its \$1.9 billion acquisition of Synergy Health plc
- Forest Oil in its \$1.0 billion merger with Sabine Oil & Gas



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Matthew M Guest, a partner at Wachtell, Lipton, Rosen & Katz, is a corporate and securities lawyer who primarily focuses on advising public companies on acquisitions and dispositions, securities law matters, takeover defense and general corporate governance matters. A substantial portion of his practice involves representing banks and other financial services companies on mergers and related matters.

Recent transactions include:

- Thermo Fisher Scientific in its pending acquisition of QIAGEN N.V., its prior acquisitions of Patheon N.V., FEI Company, Affymetrix, Life Technologies, Dionex Corporation and the merger of Thermo Electron and Fisher Scientific
- South State Corporation in its pending merger-of-equals with CenterState Bank Corporation, its 2017 acquisition of Park Sterling and numerous prior acquisitions
- The Strategic Development Committee of the Board of TD Ameritrade in TD Ameritrade's pending merger with The Charles Schwab Corporation, as well as TD Ameritrade in its 2017 acquisition of Scottrade and numerous other transactions
- BB&T in its \$66 billion merger-of-equals with SunTrust, and numerous other acquisitions, including the acquisitions of Susquehanna Bancshares and Bank of Kentucky
- Capital One in numerous transactions, including its acquisition of BlueTarp Financial, its acquisition of the Walmart card portfolio and entry into a credit card program with Walmart, the 2018 sale of its mortgage business, the 2018 sale of its online brokerage business to E*TRADE, and the 2017 acquisition of Cabela's credit card business
- CapStar Financial Holdings in its pending acquisitions of FCB Corporation and the Bank of Waynesboro, and in its 2018 acquisition of Athens Bancshares
- Professional Holding Corp. in its acquisition of Marquis Bancorp
- **S&T Bancorp** in its acquisition of DNB Financial
- Financial Engines in its sale to Hellman & Friedman
- Banner in its acquisition of Skagit Bancorp
- Sterling Bancorp in numerous transactions
- Chemours in numerous transactions

In 2018, Matt Guest was named Dealmaker of the Year by *American Lawyer*. Mr Guest graduated from Yale Law School. While at Yale, he was notes editor of Volume 109 of the *Yale Law Journal*. Prior to attending law school, he received his AB in Economics and International Studies from the University of North Carolina at Chapel Hill, where he graduated with highest distinction and honors and was inducted into Phi Beta Kappa.

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Edward D Herlihy is co-chairman of the Executive Committee and has been a partner at Wachtell, Lipton, Rosen & Katz since 1984, focusing on some of the largest and most complex bank and financial institution mergers and acquisitions and recapitalizations throughout the United States. He is often called upon to represent companies involved in takeover battles and proxy contests, including investment banking firms in connection with a wide variety of financial institution matters

Mr Herlihy writes and lectures regularly on issues involving banking and financial matters. Mr Herlihy graduated from Hobart College in 1969 (BA) and from George Washington University Law School in 1972 (JD).



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David C Karp is a corporate partner at Wachtell, Lipton, Rosen & Katz. His practice concentrates on mergers and acquisitions, corporate governance, shareholder activism defense and corporate and securities law matters.

Mr Karp was named Dealmaker of the Year by the *American Lawyer* in 2006 for his work advising the New York Stock Exchange in its acquisition of Archipelago Holdings and the NYSE's subsequent initial public offering. In 2008, the International Financial Law Review recognized the cross-border merger of the NYSE Group and Euronext, in which Mr Karp advised the NYSE Group, as the M&A Deal of the Year. Mr Karp is regularly recognized by *Expert Guides* and *Lawdragon*, among others, as a leader in his field.

In the area of corporate governance, Mr Karp served as counsel to the New York Stock Exchange Corporate Accountability and Listing Standards Committee, which drafted the NYSE Listed Company Manual's corporate governance listing standards.

Mr Karp served as an Adjunct Professor of Law at New York University School of Law where he teaches mergers and acquisitions law. He also writes and speaks frequently on corporate governance and merger and acquisition topics.

Mr Karp earned a JD with honors from The University of Chicago Law School in 1993, where he was a member of *The University of Chicago Law Review*, and an A.B. *magna cum laude* from Harvard in 1990. Following graduation from law school, he clerked for the Honorable J. Daniel Mahoney of the United States Court of Appeals for the Second Circuit.

Mr Karp is a member of the American Bar Association, where he is a past vice-chair of the International Securities Transactions Committee in the Section of International Law and Practice. He is also a member of the New York State Bar Association and the Association of the Bar of the City of New York. He is a trustee of the Scarsdale Foundation and a past chairman and member of the Scarsdale Village Planning Board.

Mr Karp is a member of the Professional Advisory Board of the *NYU Journal of Law & Business*. He is also a member of The University of Chicago Law School Visiting Committee.

Mr Karp lives in Scarsdale, New York with his wife and three children.

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David A Katz is a partner at Wachtell, Lipton, Rosen & Katz in New York City, an adjunct professor at New York University School of Law, and co-chair of the Board of Advisors of the NYU Law Institute for Corporate Governance and Finance. Previously, he was an adjunct professor at Vanderbilt University Law School and at the Owen Graduate School of Management. Mr Katz is a corporate attorney focusing on mergers and acquisitions, corporate governance, shareholder activism and complex securities transactions, has been involved in many major domestic and international merger, acquisition and buyout transactions, strategic defense assignments and proxy contests, and has been involved in a number of complex public and private offerings and corporate restructurings. He frequently counsels boards of directors and board committees on corporate governance matters and crisis management.

Mr Katz taught *Mergers and Acquisitions* at New York University School of Law for over 15 years and previously co-taught a joint law and business short course on mergers and acquisitions at Vanderbilt University Law School with Delaware Chief Justice Leo Strine. He is co-chair of the Tulane Corporate Law Institute.

In 2004, he was chosen by *The American Lawyer* as one of the 45 highest-performing members of the private bar under the age of 45; in 2005, 2012 and 2015, he was selected by *The American Lawyer* as a Dealmaker of the Year; in 2016, he was named by NACD Directorship as one of the 100 most influential players in corporate governance for the seventh time; in 2013 he was named Lawyer of the Year by Global M&A Network; in 2014 and each of the five prior years he was named *Who's Who Legal's* Mergers and Acquisitions Lawyer of the Year, in 2014 was also named *Who's Who Legal's* Corporate Governance Lawyer of the Year and in 2015 and 2016 was named *Who's Who Legal's* Corporate Governance and M&A Lawyer of the Year; and in 2015 he was elected by The American College of Governance Counsel as an Inaugural Class Fellow.

Mr Katz is a member of the American Bar Association, Section on Business Law, where he founded the Committee on Mergers and Acquisitions Task Force on the Dictionary of M&A Terms and a member of the Committee on Mergers and Acquisitions Subcommittee for Acquisitions of Public Companies. Mr Katz is also a member of the Federal Securities Laws Committee, the New York State Bar Association and the Association of the Bar of the City of New York. Mr Katz is a member of the Society for Corporate Governance and the National Association of Corporate Directors. He sits on the Board of Directors of The Partnership for Drug-Free Kids and is a member of the Advisory Board at the John L. Weinberg Center for Corporate Governance at the University of Delaware. He writes a bi-monthly column on corporate governance for the *New York Law Journal* with his colleague Laura McIntosh.

Mr Katz is a graduate of Brandeis University and New York University School of Law.



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Richard K Kim is a partner at Wachtell, Lipton, Rosen & Katz, where he specializes in representing financial institutions in a broad range of regulatory matters, including in connection with mergers and acquisitions, enforcement actions, compliance and related matters. Previously, he was an attorney with the Board of Governors of the Federal Reserve System where he worked on a wide range of bank supervisory matters. He was also Assistant General Counsel with NationsBank Corporation.

Richard is a graduate of Stanford University (A.B., 1983) and Columbia Law School (J.D., 1986). He is a member of the Association of the Bar of the City of New York and the American Bar Association where he previously served as Chair of the Mergers and Acquisitions Subcommittee of the Banking Law Committee. He is also a member of the Board of Directors of the Asian American Legal Defense & Education Fund and a former trustee of the Rye Country Day School and The Stanwich School.

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Igor Kirman is a partner in the Corporate Department at Wachtell, Lipton, Rosen & Katz, where he focuses primarily on mergers and acquisitions, activism and takeover defense, corporate governance and general corporate matters. He has advised public and private companies, as well as private equity funds, in connection with mergers and acquisitions, divestitures, leveraged buyouts, joint ventures, crossborder deals, shareholder activism, takeover defenses and corporate governance matters.

Mr Kirman is a frequent speaker at professional conferences, and has written articles in numerous professional publications on topics relating to mergers and acquisitions and corporate governance. He has been frequently recognized for achievement by professional organizations such as *Chambers USA*, *New York Superlawyers*, *Who's Who Legal* and *Best Lawyers in America*. He was twice named as Dealmaker of the Year by American Lawyer (2006 and 2015).

Mr Kirman is the author of a book, "M&A and Private Equity Confidentiality Agreements" (Thomson Reuters). He is the chair of the Practising Law Institute's annual "Doing Deals" program in New York and teaches a course on M&A as an adjunct professor at Columbia Law School. He also serves on the Advisory Board of the Practical Law Company and on the Mergers & Acquisitions Advisory Board of Strafford Publications.

Mr Kirman received a B.A. in Ethics, Politics and Economics *magna cum laude* from Yale University in 1993. He completed his J.D. at Columbia Law School in 1996, where he was notes editor of the *Columbia Law Review*. He is involved in a number of civic institutions, including as a member of the Advisory Board of the Mount Sinai School of Medicine, a Trustee of the Trinity School, and a director of Renew Democracy Initiatives. He was born in Ukraine and speaks Russian.



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David K Lam is a corporate partner at Wachtell, Lipton, Rosen & Katz. He focuses on mergers and acquisitions, securities transactions and corporate governance. His practice has included a wide range of matters, including public and private acquisitions and divestitures, domestic and international transactions, carve-out IPOs, spin-offs, split-offs, joint venture transactions and private equity transactions. He also advises numerous companies on takeover defenses, proxy contests and corporate governance matters.

David was selected by *The American Lawyer* as a Dealmaker of the Year for 2012 and also for 2015, and by *AmLaw Daily* as a Dealmaker of the Week in 2015. He is also listed as a Super Lawyer in the area of mergers and acquisitions by *Super Lawyers* magazine. David is a frequent speaker at professional conferences, serving as co-chair of the American Law Institute CLE's "Corporate Mergers and Acquisitions" program in New York.

David received his BA (economics and molecular biophysics & biochemistry) *summa cum laude* from Yale University, where he was awarded the Arthur Twining Hadley Prize and Russell Henry Chittenden Prize for the highest GPA. He received his JD from Yale Law School, where he served as managing editor of the *Yale Law Journal* and articles editor of the *Yale Journal on Regulation*. Upon graduation from law school, Mr Lam served as a law clerk to the Honorable José A. Cabranes of the US Court of Appeals for the Second Circuit.

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Daniel A Neff is the co-chairman of the Executive Committee and partner in the law firm Wachtell, Lipton, Rosen & Katz, which he joined in 1977. He is a corporate and securities lawyer, and has focused on mergers and acquisitions and advice to boards of directors and board committees. Throughout his career, Mr Neff has been extensively involved in negotiated as well as hostile acquisitions, and has represented bidders and targets, public and private companies, private equity firms, leveraged acquirers and special committees of directors. He has represented companies in divestitures, cross-border transactions and proxy contests, and has counseled managements and boards of directors concerning acquisition matters, responses to shareholder activism, conflict transactions, corporate governance and other significant issues.

Mr Neff lectures frequently on topics relating to his professional interests, was featured in *American Lawyer*'s "Dealmaker of the Year" article in 2001, 2012 and 2015 and is listed in *Chambers Global Guide, Chambers USA Guide, The Best Lawyers in America* and *Lawdragon*'s 500 Leading Lawyers of America.

Among the significant matters he has handled are the successful defense of Airgas against a hostile takeover bid by Air Products and Chemicals (2009-2011), the sale of Airgas to L'Air Liquide S.A. and the \$130 billion acquisition by Verizon Communications of the 45% interest in Verizon Wireless owned by Vodafone plc.

Mr Neff graduated *magna cum laude* from Brown University and from the Columbia University School of Law, where he was notes and comments editor of the *Columbia Law Review*.



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Andrew J Nussbaum is a member of the Wachtell, Lipton, Rosen & Katz Corporate Department, joining the firm in 1993 and becoming partner in 1999. His practice involves a wide range of merger and acquisition-related matters, including cross-border transactions, spinoffs, divestitures, carve-out IPOs, private equity transactions and joint ventures. Mr Nussbaum also handles related work in public offerings, financings, corporate governance and takeovers, and has completed a number of multibillion dollar cross-border transactions involving mergers between US and European companies, acquisitions in Latin America, investments in China, a public company transaction in Russia and a major transaction involving one of Australia's largest listed companies. While involved with a wide range of industries, he has extensive experience with international companies and in the media and entertainment areas.

Mr Nussbaum graduated *summa cum laude* from Amherst College (1985) and has a master's degree from Oxford University, where he was a Rhodes Scholar. He attended The University of Chicago Law School, where he received his JD with high honors (1991), was a member of Order of the Coif and served as editor-in-chief of *The University of Chicago Law Review*. Prior to joining the firm, Mr Nussbaum served as a law clerk to the Honorable Ruth Bader Ginsburg, then of the US Court of Appeals for the District of Columbia Circuit, and thereafter to Justice Antonin Scalia, United States Supreme Court.

Mr Nussbaum speaks Russian and Spanish, and he is a member of the New York State and American Bar Associations. Mr Nussbaum is active in various nonprofit organizations and serves as Chairman of the Board of Trustees of Amherst College, Member (previously Chairman) of the Board of Asphalt Green, a New York City sports and fitness organization promoting wellness, water safety and health for New Yorkers of all ages, and previously on the Board of Governors of the Folger Shakespeare Library in Washington, D.C.

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Steven A Rosenblum has been a partner at Wachtell, Lipton, Rosen & Katz since 1989 and serves as co-chair of the firm's Corporate Department. He focuses on mergers and acquisitions, takeover defense, corporate governance, shareholder and hedge fund activism, proxy fights, joint ventures and securities law. Mr Rosenblum has been recognized by *Chambers Global* as one of the world's leading transactional lawyers and by *Lawdragon* as one of the 500 leading lawyers in America. He has been selected several times, including in 2019, as a BTI Client Service All-Star by the BTI Consulting Group for his level of dedication and commitment to exceptional client service.

Mr Rosenblum received his JD from Yale Law School in 1982 and his BA from Harvard College *magna cum laude* and Phi Beta Kappa in 1978. Prior to joining the firm, he was a law clerk to the Honorable Joseph L. Tauro, United States District Court Judge for the District of Massachusetts.

Mr Rosenblum is a member of the American Law Institute, the ABA Committee on Corporate Laws, and the Board of Advisors of the Yale Law School Center for the Study of Corporate Law. He writes and participates in panels and programs on a number of topics, including mergers and acquisitions, shareholder and hedge fund activism, corporate governance, corporate disclosure and proxy reform. He has served as co-chair of the Annual Federal Securities Institute in Miami since 2005.



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Ben Roth joined Wachtell, Lipton, Rosen & Katz's Corporate Department in 2001 and was elected to the partnership in 2009. He serves as the assigning partner for the Corporate Department and is a member of the Firm's Diversity Committee and Associate Development Committee. His practice focuses on advising board of directors, management teams and private equity firms in connection with domestic and cross-border mergers and acquisitions, leveraged buyouts and other private equity transactions, capital markets transactions, including IPOs, and general corporate governance and securities law matters, including proxy fights and activism preparedness and defense. He has advised a broad range of public and private companies and financial sponsors in the United States and abroad in a variety of industries, including technology, health care, pharmaceuticals, retail, energy and industrials.

Over the past 10 years, Ben has spent a significant amount of time advising numerous public and private clients in the technology sector on transactional and governance matters, as well as advising other companies seeking to acquire high-tech assets. He spends a significant amount of his time on the West Coast.

In 2013, Ben was selected as a winner of the 40 Under 40 Awards for legal advisors by *The M&A Advisor*. He also has been featured three times as Dealmaker of the Week by *AmLaw Daily* and has been included several times as a Super Lawyer in the area of mergers and acquisitions by *Super Lawyers* magazine. Ben speaks and writes frequently on both transactional and governance-related topics.

Ben received a B.S. in Foreign Service *magna cum laude* from Georgetown University's School of Foreign Service and is a member of Phi Beta Kappa. He received his J.D. with honors from Stanford Law School. He served as co-editor-in-chief of the Stanford Journal of Law, Business and Finance. He is a member of the Stanford Law School Board of Visitors.

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Makoto Igarashi is a partner of Nishimura & Asahi, specialising in investment funds, asset management, banking, securities regulations, derivatives, and other related industries. Mr Igarashi plays a vital senior role within the firm's private equity practice group.

With the resources of Japan's largest law firm, Mr Igarashi and his colleagues are able to assist clients in all aspects of large-scale private equity transactions, including due diligence, financing and tax matters, strategy and compliance issues, and regulatory filings. Mr Igarashi has extensive experience as counsel to fund promoters, investment managers, placement agents, and various other financial institutions providing specialist advice in respect of fund raising and placement of buyout funds and turnaround or mezzanine types of private equity funds. He also serves as counsel to investment fund institutions and advisers, financial advisers, banks and other senior lenders advising on buyout loans and other debt and equity financing matters.

Mr Igarashi is a 1987 LLB graduate of the University of Tokyo and received an LLM from Harvard Law School in 1994. He has been a member of the Japanese and New York Bars since 1989 and 1995 respectively, and is fluent in both English and Japanese. Mr Igarashi joined the firm in 1989 and has been a partner since 1998. He spent one year on secondment at Cravath, Swaine & Moore, New York (1994 to 1995), and served as lecturer on finance law at Keio Law School, Tokyo (2004 to 2013).

He has written articles for various legal periodicals, such as "Private Equity Fund Regulations in Japan" (The American Lawyer, October 2009), "Legal Schemes for Private Equity Funds" in Private Equity for Institutional Investors (Kinzai, February 2013), "Investment Scheme for Pension Funds to Invest in Private Equity" in Private Equity for Pension Funds (Kinzai, October 2014), "Asset Management Business" in Corpus Juris Finance — Completely Revised Edition (first volume) (Shojihomu, August 2017) and "Fund Formation in Japan" (Getting the Deal Through 'Private Equity 2022', March 2022).

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Debevoise & Plimpton

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Cooley

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Shearman & Sterling London/Hong Kong

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Gibson Dunn & Crutcher

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Sullivan & Cromwell

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RESTRUCTURING AND INSOLVENCY



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Mr Shardul S Shroff is the Executive Chairman at Shardul Amarchand Mangaldas & Co and is the National Practice head for the Firm's Insolvency, Bankruptcy & Restructuring practice. Mr Shroff has over 42 years of vast experience in General Corporate, M&A, Insolvency and Bankruptcy, Securities Law, Disinvestment & Capital Markets. He has been instrumental in developing these practice domains at the Firm.

Mr Shroff is a keen member of two Government of India Committees [Insolvency Law Committee and Company Law Committee (2022-23)], which review on an on-going basis the law of insolvency and company law of India.

Mr Shroff is known for his thoroughness, innovation and problem-solving approach and his knowledge of regulation. Mr Shroff's multi-practice expertise and experience is borne out in several rescue schemes, resolution plans and debt and corporate restructuring.

He has been involved in the major litigations in insolvency at the Supreme Court of India, since inception of the IBC 2015 and has helped contribute to the jurisprudence of Insolvency Law in India. Mr Shroff is a contributor to several recent publications on Insolvency Law, cross-border insolvency, group insolvency, sale as a going concern under insolvency and his forte is developing new concepts in a nuanced and detailed way. He is also a highly sought out speaker at several forums, on Insolvency Law.

Mr Shroff is the Chair of the Federation of Indian Chambers of Commerce & Industry (FICCI) Committee on Stressed Assets, 2022 and the Chair of the Confederation of Indian Industry (CII) Task Force on Insolvency & Bankruptcy for 2022-23. He is also the Chair of the IBC Committee of the Society of Indian Law Firms (SILF).

Mr Shroff has advised in relation to landmark insolvency proceedings of Monnet Ispat & Energy, Bhushan Steel, Essar Steel, Binani Cement, Innoventive Industries, Lanco Infratech, Alok Industries, Electrosteel Steels, Amtek Group and Bhushan Power and Steel among many others.

He is recognised as an "Eminent Practitioner" for Insolvency and Restructuring by Chambers and Partners 2022. While IFLR1000 2021, the guide to the World's Leading Financial Law Firms, has adjudged Mr Shroff as a 'Market Leader' for Restructuring & Insolvency, he is ranked as a "Leading Lawyer Legend' in the LegalEra "Leading Lawyers Rankings 2022". Clients praise his valuable strategic input, one source noting: "We have gained immensely from his advice." He is known for his in-depth knowledge of regulatory matters and debt restructuring.' Mr Shroff was also awarded the "Hall of Fame" by Legal500 recognising his contributions in the field of Banking & Finance and a "Leading individual" for Restructuring & Insolvency. Under Mr Shroff's leadership, the Firm has been recognised as "Best in Insolvency" at Asialaw's Asia Pacific Dispute Resolution Awards in 2018.



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Nabil A Issa is a partner in the Corporate, Finance and Investments Group of King & Spalding, working from the Dubai and affiliated Riyadh offices. Mr Issa's experience includes work in the areas of *Shari'ah*-compliant funds, restructurings/insolvency, private equity, privatizations, Islamic finance and real estate industry transactions. He is particularly known for his development of innovative *Shari-ah*-compliant CMA funds and investment structures for real estate and private equity investments in Saudi Arabia and the UAE.

He has led a number of maters being named "deal of the year" in the Middle East. Nabil is regularly cited by independent legal directories and client-based surveys. *Chambers Global* 2020 highly ranks Nabil for his corporate and investment funds work (Band 1) in the Middle East and recognizes him as an expert in Saudi corporate (Band 1 as a lawyer based outside of Saudi Arabia) and capital market matters. *Chambers Global*, identifies Nabil as a "renowned M&A and investment funds practitioner who splits his time between Dubai and the firm's associated office in Riyadh". Clients describe him as an "excellent business lawyer" and commend him for "his knowledge and understanding of the business environment in Dubai and Saudi", mentioning that this "makes him one of the most valuable mentors for business managers in the region."

Nabil is also included in the inaugural editions of Euromoney's "Guide to the World's Leading Islamic Finance Lawyers" as well as Euromoney's "Guide to the World's Leading Emerging Markets Lawyers".

Following graduation from UC San Diego and then the University of Pennsylvania, Nabil was awarded a Fulbright Fellowship to UAE University to study the effects of membership in the World Trade Organization on the financial laws of the United Arab Emirates. Nabil was a founding member and senior editor of the *Journal of Constitutional Law* at the University of Pennsylvania. Nabil is proficient in Arabic as well as being fluent in English.

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Michael Benn is a partner in Wachtell, Lipton Rosen & Katz's Restructuring and Finance Department. He represents institutional lenders, creditors' committees and distressed securities investors in distressed acquisitions, divestitures and restructurings and borrowers with respect to all types of financing for mergers and acquisitions.

Mr Benn received a B.A. *summa cum laude* and with distinction in all subjects from Cornell University in 2002, where he was a member of Phi Beta Kappa and a Merril Presidential Scholar. Mr Benn completed a J.D. from the University of Pennsylvania Law School in 2007, where he was a member of the Order of the Coif and an associate editor of the *University of Pennsylvania Law Review*. Mr Benn also received an M.A. in theatre studies from Brown University in 2004.

Mr Benn is admitted to practice in the State of New York and the Southern District of New York.

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Scott K Charles became partner in the Restructuring and Finance Department of Wachtell, Lipton, Rosen & Katz in 1991. Mr Charles has focused on the areas of commercial transactions, distressed mergers and acquisitions and bankruptcy since he joined the firm in 1984, and he has represented many institutional lenders, creditors committees and distressed securities investors in various troubled debt situations

Mr Charles received a BS *summa cum laude* in Economics from the Wharton School of Business, University of Pennsylvania in 1981 and a JD from the Harvard Law School in 1984. He is a member of Beta Alpha Psi, Beta Gamma Sigma and Phi Beta Kappa.

Mr Charles frequently lectures at various seminars conducted by the Practising Law Institute, the Commercial Finance Association, Turnaround and Management Association and Continuing Legal Education. He has authored and co-authored several articles and outlines involving distressed mergers and acquisitions, prepackaged plans of reorganization, debtor-in-possession financing, the rights of secured and unsecured creditors both inside and outside of bankruptcy, and various aspects of the Chapter 11 process.

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Richard G Mason (Ricky) is a senior partner in Wachtell, Lipton, Rosen & Katz and the Chair of the firm's Restructuring and Finance Department.

Ricky represents bank and bondholder groups, acquirers, distressed investors, boards of directors, private equity sponsors and other significant creditors and shareholders in domestic and international matters. He has had leading roles in many of the largest and most complex bankruptcies and out of court restructurings over the past two decades, including Energy Future Holdings, Puerto Rico Electric Power Authority (PREPA), Hawker Beechcraft, Kerzner International, FairPoint Communications, Masonite, Spectrum Brands and Delphi Corporation.

A co-author of *Collier's Bankruptcy Practice Guide*, Ricky speaks on insolvency subjects at prominent institutions around the world, including the American Bankruptcy Institute/New York University School of Law Bankruptcy and Business Reorganization Workshop, Columbia University Business School, the Canadian Institute, LUISS Guido Carli (Rome), Israeli Ministry of Justice and Hawkamah Institute for Corporate Governance (Dubai).

Ricky is a Conferee of the National Bankruptcy Conference, whose primary purpose is to advise the United States Congress on bankruptcy law. He is a Fellow in the American College of Bankruptcy. *Chambers USA Guide to America's Leading Business Lawyers* identifies Ricky as one of the leading restructuring lawyers in the United States. *K&A Restructuring Register* lists him as one of America's top restructuring advisors. Recently, *Who's Who Legal* named Ricky a Global Elite Thought Leader in Restructurings and *Best Lawyers* recognized him among its Lawyers of the Year for 2019.

Ricky graduated *magna cum laude* from Virginia Commonwealth University in 1983 with a BS in Economics. He was inducted into the Phi Kappa Phi honor fraternity while at VCU. Ricky received a JD *cum laude* from New York University in 1987. At NYU, he became a member of the Order of the Coif and was on the staff of the *Annual Survey of American Law*.

Ricky is an active volunteer for several non-profit organizations. A Distinguished Eagle Scout, Ricky is the President of the Boy Scouts of America's Greater New York Councils, which serves tens of thousands of young men and women in New York City. He is also a co-chair of the Bankruptcy and Reorganization Group of the UJA-Federation of New York's Lawyers Division.

Together with his wife Beth and their two children, Ricky founded the Mason Civic League, a 501(c)(3) charity dedicated to providing educational, art and civic support in Hoboken, New Jersey and beyond.

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Gregory E Pessin is a partner in Wachtell, Lipton, Rosen & Katz's Restructuring and Finance Department. He focuses on advising investors in and potential purchasers and sellers of distressed entities and representing borrowers and issuers with respect to all types of financing for mergers and acquisitions and other corporate transactions.

Among other matters, Mr Pessin recently represented AbbVie on all financing aspects related to its \$21 billion acquisition of Pharmacyclics, including with respect to bridge financing commitments and a \$16.7 billion senior notes offering; XPO Logistics on financing matters arising from its €3.24 billion acquisition of Norbert Dentressangle S.A.; and The J.M. Smucker Company in its issuance of \$3.65 billion of senior notes and its entry into a \$1.75 billion term loan facility in order to finance its acquisition of Big Heart Pet Brands. He has also represented Thermo Fisher Scientific in connection with its acquisitions of Fisher Scientific, Dionex and Life Technologies; PVH in connection with its \$3 billion acquisition of Warnaco; Agilent Technologies in its spinoff of Keysight Technologies; and Abbott Laboratories in its spinoff of AbbVie (including with respect to \$14.5 billion of senior bank and bridge financings and \$14.7 billion of senior notes).

In the distressed and restructuring space, among other projects, Mr Pessin has represented Google Inc. as the stalking horse bidder in Nortel Networks' \$4.5 billion sale of its patent assets in a \$363 sale in bankruptcy; Apollo Management in connection with its acquisition of Aleris International through a pre-negotiated bankruptcy reorganization plan; and the senior secured term lenders to Spectrum Brands, Inc. in a contested bankruptcy in which Spectrum and its junior note holders attempted to reinstate the \$1 billion secured term debt facility.

Mr Pessin has recently been named a "Rising Star" in the Insolvency and Restructuring practice area by Expert Guides and a "Rising Star" in the New York metropolitan area by Super Lawyers.

Mr Pessin received a B.A. from Duke University in 2001, where he was the editor of *The Chronicle*, the daily independent newspaper of the university community. He received a J.D. with honors from The University of Chicago Law School in 2005, where he was named a member of the Order of the Coif and was a member of The University of Chicago Law Review.

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Eric M Rosof is a partner at Wachtell, Lipton, Rosen & Katz. Mr Rosof advises on financing for corporate transactions of all types, including domestic and cross-border mergers and acquisitions, dispositions, spinoffs, joint ventures, restructurings, refinancings and recapitalizations. Recent financing transactions have included investment grade and high yield bank facilities, bond and hybrid offerings, bridge facilities, tender offers, exchange offers and consent solicitations. Mr Rosof also represents buyers, sellers, investors, creditors and debtors in distressed acquisitions, divestitures and restructurings. Mr Rosof writes and speaks frequently on finance and restructuring topics and is an adjunct law professor at Columbia Law School in the field of acquisition finance.

Mr Rosof received his BS in Economics from the Wharton School of the University of Pennsylvania in 1982 and his JD from Columbia Law School in 1997, where he was a senior editor and special issue chair of the *Columbia Law Review*. Following law school, Mr Rosof served as law clerk to the Honorable Robert W. Sweet of the United States District Court for the Southern District of New York. Mr Rosof is admitted to practice in New York.

Mr Rosof is a member of the Board of Directors of Her Justice, an organization that provides free legal services to low-income women. Mr Rosof is an officer of the International Bar Association's Banking Law Committee, where he is Chair of the subcommittee on alternative finance.

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Masahiro Ueno is a partner at Nishimura & Asahi. His areas of expertise are in securities, finance and banking law with an emphasis on structured finance. He has advised on numerous transactions relating to M&A finance, project finance, real estate finance, and securitization, including the first deals of those types in Japan.

Additionally, his other area of expertise is in the resolution of financial disputes by way of out-of-court negotiation and settlement. Resolving disputes involving specialized and complicated financial transactions often requires profound knowledge and understanding of financial products (including derivatives, structuring techniques, regulatory aspects and so on) as well as market practices. There are very few court precedents dealing directly with such complicated disputes, so litigating these disputes in court would not always lead to an appropriate resolution. Rather, negotiating among the parties to the dispute and their counsel who is familiar with the financial transactions in dispute can facilitate a resolution which has due regard to the circumstances behind the transactions and which would be satisfactory to all the parties. Mr Ueno has handled various types of structured finance transactions and complicated regulatory matters, and has gained extensive experience in relation to those areas. He has sufficient knowledge to appropriately resolve financial disputes because of such experience. He has assisted many clients in resolving difficult financial disputes.

Also, troublesome circumstances may sometimes occur to finance transactions. On many occasions, he has advised on the restructuring of finance transactions that are facing difficulties and might otherwise go into default.

Mr Ueno graduated from the University of Tokyo in 1984 with an LLB and earned an LLM from the University of Pennsylvania Law School in 1991. He is admitted to practice in Japan and New York State. He has authored various articles on Japanese management buy-out transactions, project finance, and syndicated loans. Furthermore, as an international editor (Tokyo) for the Journal of Banking and Finance Law and Practice (an Australian journal), he has written a number of pieces on the development of Japan's finance-related law.

Nishimura & Asahi provides a wide range of services in the area of banking and finance. For example, the firm engages in securitization in all asset classes, fields and structural features. The firm also deals with real estate finance (including the formation of real estate funds and REITs), nonrecourse loans, and issuances of asset backed securities as well as regulatory matters. The firm advises on creating deal structures, solving legal issues, negotiating with various parties and regulatory authorities in Japan and overseas, and preparing and drafting many varieties of documents from contracts to regulatory documents with the aim of devising the market standard, and is actively contributing to the development of structured finance transactions.

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