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Kathryn Gettles-Atwa is counsel in the Corporate Department at Wachtell, Lipton, Rosen & Katz. Her practice focuses on the securities law aspects of corporate finance, and she has advised a wide range of clients on initial public offerings, public and private debt and equity offerings, exchange offers, tender offers, ongoing reporting requirements and other issues related to securities law matters, including in relation to mergers and acquisitions and spin-offs.

Her recent representations include:

- **United Technologies** in over \$10,000,000,000 of its public notes offerings
- **Santander Holdings USA** in \$5 billion of public and private offerings of senior notes
- **Santander Bank, N.A.** in its cash tender offer for \$1 billion of notes
- **Triumph Bancorp** in its public offering of subordinated notes
- **The Bank of N.T. Butterfield & Son Limited** in its initial public offering
- **LegacyTexas Financial Group** in the reopening of its \$75 million offering of Fixed-to-Floating Rate Subordinated Notes due 2025
- **Intelsat** in its exchange offer and consent solicitation of its 6.625% senior notes due 2022
- **Intelsat** in its private placement of \$490 million of 9.5% senior secured notes due 2022 to finance its outstanding tender offer
- **Rayonier Advanced Materials** in its \$150 million offering of mandatory convertible preferred

stock

- **Huntington Bancshares Incorporated** in its public offering of \$1 billion of senior notes
- **United Technologies** in its public offerings of approximately €3 billion of notes listed on the NYSE
- **Square** in its initial public offering
- **Match Group** in its initial public offering
- **LegacyTexas Financial Group** in its public offering of subordinated notes
- **WestRock Company** in connection with its filing of a Form 10 Registration Statement for Ingevity Corporation spinoff
- **The J. M. Smucker Company** in connection with the secondary offerings of over 13 million shares of common stock by Blue Holdings I, L.P.
- **Expedia** in its €650 million public notes offering in connection with its proposed acquisition of Orbitz
- **Apollo** and **Noranda Aluminum Holding Corporation** in more than \$90 million in secondary offerings of shares of Noranda by Apollo
- **United Technologies** in its public remarketing of \$1.1 billion junior subordinated notes and the public offering of its \$850 million senior notes
- **Banc of California** in its \$100 million preferred stock and \$175 senior notes offerings
- **WP Glimcher** in its issuance of \$250 million of its \$3.850% senior notes due 2020
- **The J. M. Smucker Company** in its \$3.65 billion senior notes issuance in connection with its acquisition of Big Heart Pet brands and subsequent notes exchange offer
- **Lincoln National Corporation** in its \$300 million public offering of senior notes
- **TD Ameritrade** in its \$750 million public offering of senior notes
- **Dollar Tree** in its \$3.25 billion senior notes issuance in connection with its acquisition of Family Dollar
- **Santander Bank** in its \$1 billion offering of fixed and floating rate senior notes
- **Constellium N.V.** in its private senior notes offerings and public secondary offerings of shares held by Apollo Management
- **Walgreen Co.** and **Walgreens Boots Alliance, Inc.** in their \$8 billion, £700 million and €750 million underwritten public notes offerings of Walgreens Boots Alliance
- **Sears Holdings Corporation** in its public rights offering of notes and warrants

- **TD Ameritrade** in its \$500 million public offering of senior notes
- **Keysight Technologies** in its \$1.1 billion private offering of senior notes in connection with the separation of Keysight and Agilent Technologies
- **Santander Consumer USA Holdings** in connection with the \$188 million secondary offering of common stock by Sponsor Auto Finance Holdings Series
- **Expedia** in its \$500 million senior notes offering
- **Mallinckrodt plc** in its \$900 million private offering of senior notes in connection with its \$5.6 billion acquisition of Questcor Pharmaceuticals
- **Rayonier Advanced Materials** in its \$550 million private offering of senior notes in connection with the separation of Rayonier Advanced Materials and Rayonier
- **Banc of California** in its common stock and tangible equity units offerings in connection with its \$1.1 billion acquisition of 20 branch locations from Banco Popular

Kathryn received her B.A. (1994), her M.A. (1997) and her J.D. (2001) from New York University, where she served as executive editor of the *Journal of Legislation and Public Policy*.

Kathryn is a member of the American Bar Association and the New York City Bar Association.