



## Michael J. Schobel

Partner, Executive Compensation and Benefits

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Michael J. Schobel is a partner in Wachtell Lipton's Executive Compensation and Benefits Department. He focuses on executive compensation and employee benefits matters, principally in connection with mergers and acquisitions and other business transactions. Mr. Schobel also advises public and private companies on the design, implementation and administration of equity and cash compensation arrangements, the negotiation of executive employment agreements and related corporate governance and disclosure matters.

Mr. Schobel was named a Rising Star by [Law 360](#) in 2019, recognizing him as one of the country's top five executive compensation and employee benefits lawyers under 40. He received a B.A. *cum laude* from the College of William and Mary in 2006. Mr. Schobel completed a J.D. with high honors from Duke University School of Law in 2009 where he was a member of the Order of the Coif and an articles editor of the *Duke Law Journal*.

Mr. Schobel has represented clients in a broad range of industries, including (among others):

**Finance, Banking, Insurance and Payment Technology**

- **Global Payments** in various matters, including its merger of equals with TSYS, its acquisitions of EVO Payments, ACTIVE Networks and Zego, and its sales of its Netspend consumer business and its gaming business
- **FIS** in the sale of a majority stake in its Worldpay Merchant Solutions business to GTCR
- **Warburg Pincus** in various matters, including its acquisitions of TIAA Bank, K2 Insurance Services, Exeter Finance LLC and its sale of The Mutual Fund Store
- **The Carlyle Group** in various matters, including its acquisitions of Duff & Phelps, NSM Insurance Group and CFGI
- **Nasdaq** in various matters, including its acquisition of International Securities Exchange from Deutsche Börse AG
- **The McGraw-Hill Companies** in various matters, including its joint venture with CME Group and News Corporation
- **Capital One** in various matters, including its acquisition of GE Capital's Healthcare Finance Business
- **SoFi Technologies** in various matters, including its SPAC merger with Social Capital Hedosophia and its acquisitions of Technisys and Golden Pacific Bancorp
- **South State** in its merger of equals with CenterState Bank
- **Blackhawk Network** in its acquisition by Silver Lake and P2 Capital Partners and its acquisition of Tango Card

### **Pharmaceuticals and Biotechnology**

- **Pfizer** in various matters, including its acquisitions of Seagen, Global Blood Therapeutics, Array BioPharma and Anacor Pharmaceuticals, its combination of Upjohn with Mylan in a Reverse Morris Trust transaction and its joint venture with GlaxoSmithKline
- **Abbott Laboratories** in various matters, including the sale of its vision care business to Johnson & Johnson
- **Regeneron Pharmaceuticals** in various matters, including its acquisition of Checkmate Pharmaceutical
- **Perrigo Company** in various matters, including its successful defense against a hostile takeover offer by Mylan N.V. and its acquisition of Hera SAS
- **Thermo Fisher Scientific** in various matters, including its acquisitions of Patheon N.V., FEI Company and Mesa Biotech

### **Energy**

- **Diamondback Energy** in its merger with Endeavor Energy Resources
- **Chord Energy** in its combination with Enerplus
- **ConocoPhillips** in its acquisition of Concho Resources
- **Energen** in its merger with Diamondback Energy
- **Sunoco** in its sale to Energy Transfer Partners

### Telecommunications

- **T-Mobile and Deutsche Telekom** in the combination of T-Mobile and Sprint
- **Charter Communications** in various matters, including its merger with Time Warner Cable and its acquisition of Bright House Networks

### Manufacturing and Industrials

- **Monsanto** in various matters, including its acquisition by Bayer Aktiengesellschaft
- **Arconic** in its acquisition by Apollo Global Management and Irenic Capital Management
- **Barnes Group** in various matters, including its acquisition of MB Aerospace
- **Masonite International** in various matters, including its agreed acquisition by Owens Corning

### Technology

- **National Instruments** in its review and evaluation of strategic alternatives, culminating in its acquisition by Emerson
- **Uber Technologies** in its acquisition of Postmates and its sale of its autonomous vehicle technologies subsidiary
- **HP Inc.** in its successful defense against the unsolicited exchange offer and associated proxy fight by Xerox
- **Motorola Mobility** in its acquisition by Google

### Media

- **CBS** in various matters, including its sale of CBS Radio in a Reverse Morris Trust transaction and the initial public offering and spin-off of CBS Outdoor

- **TEGNA** in various matters, including in its spin-offs of Gannett Co. and Cars.com, its successful defense against a proxy fight by Standard General and its agreed acquisition by Standard General

### **Real Estate**

- **Kimco Realty** in its merger with Weingarten and acquisition of RPT Realty
- **Cousins Properties** in its merger with Parkway Properties and simultaneous spin-off of their combined Houston assets, creating two publicly-traded REITs

### **Retail, Food and Sports**

- **Tim Hortons** in its combination with Burger King Worldwide
- **Dollar Tree** in various matters, including its acquisition of Family Dollar
- **Kellogg Company** in its acquisition of Procter & Gamble's Pringles business
- **PIMCO, Sixth Street Partners and Davidson Kempner** in connection with Neiman Marcus's bankruptcy
- **David Rubenstein** in his acquisition of a controlling interest in the Baltimore Orioles
- **Derek Jeter** and his investor group in connection with the acquisition of the Miami Marlins

Mr. Schobel is a member of New York State Bar Association.

### Recent Publications

[Compensation Season 2024](#), in Columbia Law School's Blog on Corporations and the Capital Markets, January 29, 2024 and [Harvard Law School Forum on Corporate Governance](#), January 30, 2024.

[Compensation Season 2023](#), in Harvard Law School Forum on Corporate Governance, January 20, 2023.

[Compensation Season 2022](#), in Harvard Law School Forum on Corporate Governance, January 9, 2022 and [Columbia Law School's Blog on Corporations and the Capital Markets](#), January 11, 2022.

[Compensation Season 2021](#), in Harvard Law School Forum on Corporate Governance, January 14, 2021.

[Covid-19: What Compensation Committees Should Be Thinking About Today](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, March 31, 2020.

[Compensation Committee Guide - 2020](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, March 19, 2020.

[Compensation Season 2020](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, January 23, 2020.

[Compensation Committee Guide - 2019](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, April 26, 2019.

[Frequently Overlooked Disclosure Items in Annual Proxy Statements](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, February 28, 2019.

[Compensation Season 2019](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, January 11, 2019.

[SEC Adopts Final Pay Ratio Disclosure Rules](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, August 6, 2015.

[SEC Proposes Pay Ratio Rules](#), in Securities Reform Act Litigation Reporter, Volume 36 Numbers 2 & 3, November & December 2013.

[Say-on-Pay Litigation: Part Deux](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, December 11, 2012.

[NYSE and Nasdaq Issue Proposed Listing Standard Changes Relating to Compensation Committees to Implement the Requirements of the Dodd-Frank Act](#), in Bank and Corporate Governance Law Reporter Volume 49 Number 3, November 2012.