



Viktor Sapezhnikov

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Viktor Sapezhnikov is a Corporate Partner at Wachtell Lipton. He focuses on mergers and acquisitions, corporate governance and general corporate and securities matters. Viktor's practice has included a wide range of matters, including domestic and cross-border acquisitions, divestitures, business combinations, private equity transactions, joint ventures and spin-offs. Viktor also advises companies and their boards on takeover defense, shareholder activism and proxy contests.

Viktor was named [Dealmaker of the Year](#) by *The American Lawyer*, together with David Karp and Ronald Chen, for their work advising Broadcom in its \$69 billion agreement to acquire VMware. Viktor was also named a Rising Star by *Law360* for 2020.

Viktor has represented clients in a variety of industries, including:

Technology, Media and Telecommunications

- **Broadcom** in its
 - \$69 billion acquisition of VMware
 - \$4 billion sale of VMware's End-User Computing Division to KKR
 - \$150 billion proposal to acquire Qualcomm

- \$18.9 billion all-cash acquisition of CA Technologies
 - \$10.7 billion all-cash acquisition of the enterprise security business of Symantec
 - \$950 million sale of Veracode to Thoma Bravo
 - purchase of a subordinated convertible promissory note and preferred stock from Pensando
 - divestiture of its Cyber Security Services business to Accenture
 - global preferred services partnership with HCL Technologies
- **Charter Communications** in its
 - \$78.7 billion merger with Time Warner Cable
 - \$10.4 billion acquisition of Bright House Networks
 - wireless cooperation agreement with Comcast
- **Motorola Solutions** in its
 - extension of its strategic partnership with Silver Lake, including a \$1 billion investment from Silver Lake and settlement of existing \$800 million of convertible notes held by Silver Lake
 - \$965 million secondary offering of Motorola Solutions shares of common stock by entities affiliated with Silver Lake
 - initial entry into a strategic partnership with Silver Lake, which included a \$1 billion investment by Silver Lake, and self-tender offer to purchase up to \$2 billion of common stock
 - \$3.45 billion sale of its Enterprise business to Zebra Technologies
- **Publicis Groupe S.A.** in its \$4.4 billion acquisition of Alliance Data Systems' Epsilon business
 - **GCP Applied Technologies** in its \$1.05 billion sale of its Darex Packaging Technologies business to Henkel
 - **Expedia** in its \$3.9 billion acquisition of HomeAway
 - **TEGNA** in its
 - all-cash acquisition by Standard General at an enterprise value of approximately \$8.6 billion
 - \$250 million sale of CareerBuilder to Apollo Global Management and the Ontario Teachers' Pension Plan Board
 - spin-off of Cars.com

- **BMC Software** in its \$6.9 billion sale to an investor group including Bain Capital, Golden Gate Capital, GIC Special Investment and Insight Venture Partners
- **Stratasys Ltd.** in its
 - response to a \$1.3 billion and a \$1.2 billion unsolicited acquisition proposal by 3D Systems
 - response to unsolicited partial tender offers by Nano Dimension
 - announced \$1.8 billion all-stock combination with Desktop Metal
 - adoption of a shareholder rights plan
- **Gannett** in the separation of its publishing business and its broadcasting and digital business through a spin-off of the publishing business
- **The Special Committee of the Board of Directors of Activision Blizzard** in an \$8.2 billion purchase of shares of Activision from Vivendi, its controlling stockholder, by Activision and ASAC II L.P., an investment vehicle formed by CEO Bobby Kotick and Co-Chairman Brian Kelly
- **Corning** in its \$1.9 billion acquisition of the remaining 50% interest in Samsung Corning Precision Materials from Samsung Display and other minority shareholders and the structuring of Samsung Display's \$2.3 billion investment in and strategic collaboration with Corning

Real Estate

- **Prologis** in its
 - \$26 billion all-stock acquisition of Duke Realty
 - \$12.6 billion acquisition of Liberty Property Trust
- **Public Storage** in
 - its \$2.2 billion acquisition of Simply Self Storage from Blackstone Real Estate Income Trust
 - its proposed \$15 billion all-stock acquisition of Life Storage
 - connection with the €2 billion initial listing of Shurgard Europe
- **PS Business Parks** in its \$7.6 billion acquisition by Blackstone
- **Taubman** in a \$9.8 billion merger and joint venture with **Simon Property Group**
- **Forest City Realty Trust** in its \$11.4 billion sale to Brookfield
- **Annaly Capital Management** in its

- \$1.5 billion acquisition of Hatteras Financial
- \$900 million acquisition on MTGE Investment
- **Quality Care Properties** in its \$3.9 billion acquisition by Welltower, including its related agreement with ProMedica Health System to acquire HCR ManorCare through a bankruptcy reorganization
- **Regency Centers** in its \$15.6 billion merger with Equity One

Healthcare, Pharmaceuticals and Biotechnology

- **Varian Medical Systems** in
 - its \$16.4 billion sale to Siemens Healthineers
 - the spin-off of its Imaging Components business
- **Medtronic** in its \$6.1 billion sale of a portion of its Patient Monitoring & Recovery Division to Cardinal Health
- **Covidien** in its
 - \$49.9 billion acquisition by Medtronic
 - \$2.5 billion spinoff of Mallinckrodt, its pharmaceuticals business
- **Frutarom** in its
 - \$7.1 billion sale to International Flavors & Fragrances
 - \$290 million acquisition of Enzymotec
- **AbbVie** in its \$7.5 billion modified Dutch auction tender offer to repurchase its common stock
- **Hologic** in its \$1.65 billion acquisition of Cynosure
- **Valeant Pharmaceuticals** in its \$1.3 billion sale of its CeraVe, Ambi and Acne Free brands and related assets to L'Oréal USA
- **Abbott Laboratories** in its \$25 billion acquisition of St. Jude Medical
- **Mallinckrodt** in its

- \$5.6 billion acquisition of Questcor Pharmaceuticals
- \$2.3 billion acquisition of Ikaria
- \$1.4 billion acquisition of Cadence Pharmaceuticals
- \$1.325 billion acquisition of Therakos

Energy

- **Spectra Energy** in its \$28 billion merger of equals with Enbridge
- **Greenskies Renewable Energy** in its sale to Clean Focus
- **Ameren Corporation** in its sale of Ameren Energy Resources Company to Illinois Power Holdings, a subsidiary of Dynegy
- **Doosan Corporation** in its acquisition of the assets of ClearEdge Power in a Section 363 bankruptcy sale

Retail, Manufacturing and Other

- **XPO Logistics** in its:
 - \$870 million asset purchase agreement with Yellow Corporation
 - \$710 million divestiture of its North American intermodal business to STG Logistics
 - spin-off of RXO, its tech-enabled brokerage operations
 - spin-off of GXO, its logistics business
 - its \$690 million common stock offering
 - acquisition from Kuehne + Nagel of contract logistics operations in the UK
 - acquisition of all shares in XPO Logistics Europe owned by Elliott Capital Advisors
- **GXO Logistics** \$181 million acquisition of PFSweb
- **Jacobs Private Equity** in its \$1 billion investment in SilverSun Technologies
- **PetSmart** in a \$8.7 billion leveraged buyout by a private equity consortium led by BC Partners
- **First Quality Enterprises** in its
 - \$240 million acquisition of Domtar Corporation's pulp mill located in Ontario, Canada.

- sale of its nonwovens operations in the United States and China to R2G Rohan Czech.
- acquisition of Fempro
- **FMC Corporation** in its \$1.8 billion acquisition of Cheminova

Viktor received a B.A. *summa cum laude* from Marist College in 2005. He also completed a general course program at the London School of Economics in 2004. Viktor received his J.D. from Columbia Law School in 2009, where he was a James Kent Scholar and finance editor of the *Columbia Business Law Review*.

Viktor is a member of the New York State Bar Association and the New York City Bar.

Recent Publications

[REIT M&A and Strategy in 2022](#), January 3, 2022.

[REITs in 2021](#), January 11, 2021; also available at [Harvard Law School Forum on Corporate Governance](#).

[REIT M&A and Activism: Preparing for Threats in the Covid-19 Environment](#), April 6, 2020.

[REIT M&A in 2020](#), January 6, 2020.

[REIT M&A: Use and Overuse of Special Committees](#), Harvard Law School Forum on Corporate Governance and Financial Regulation, February 20, 2019.

[Addressing Rule 14a-8 Shareholder Proposals During and After the Shutdown](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, January 19, 2019.

[The Government Shutdown's Effect on Deals](#), in Harvard Law School's Forum on Corporate Governance and Financial Regulation, January 9, 2019.