



Raaj S. Narayan

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Raaj S. Narayan is a Partner at Wachtell Lipton in the Corporate Department. He focuses on mergers and acquisitions, capital markets transactions, takeover and shareholder activism defense and corporate governance matters. He represents public and private companies and private equity funds on a wide range of domestic and cross-border mergers, acquisitions, divestitures, spinoffs, investments, joint ventures, initial public offerings and other securities offerings. Based in Silicon Valley, he represents companies and investors across industries, with a substantial portion of his practice involving technology, fintech and financial services companies. Mr. Narayan has been named a Rising Star by *Law360*, *Expert Guides* and *Euromoney*.

Selected M&A transactions include **Social Finance (SoFi)** in its merger with Social Capital Hedosophia V (a SPAC); **eBay** in its sale of eBay Classifieds to Adevinta and its sale of StubHub to viagogo; **HP Inc.** in its successful defense against a hostile takeover bid by Xerox; **salesforce.com** in its acquisitions of Tableau Software and MuleSoft; **Hewlett Packard Enterprise** in its acquisition of Cray and its Reverse Morris Trust transaction combining its Software Business with Micro Focus International; **Nielsen** in its sale of its Global Connect business to Advent International; **Mondelēz** in its acquisitions of Hu Products and Give & Go; **Envision Healthcare** in its sale to KKR; **Financial Engines** in its sale to Hellman & Friedman; **AOL** in its sale to Verizon and acquisition of Millennial Media; **The Carlyle Group** in its acquisitions of

Duff & Phelps and CFGI; **GTECH** in its acquisition of International Game Technology; **International Game Technology** in its sale of DoubleDown to DoubleU Games; **Wells Fargo** in the sale of its Health Savings Account Business to UnitedHealth and its Shareowner Services Business to Equiniti; **Capital One** in numerous acquisitions, including of ING Direct USA, GE Capital's Healthcare Finance Business, HSBC's Domestic Credit Card Business, Cabela's credit card program and Walmart's credit card program; **Final** in the sale of its assets to Goldman Sachs; **Teneo** in its investments by CVC Capital Partners and BC Partners, as well as numerous acquisitions; **Cantor Fitzgerald** in its sale of Berkeley Point to BGC Partners; the **Cleveland Browns** in its sale to Jimmy Haslam; the **Aston Villa Football Club** in its sale to Recon Group; **Atlas Energy** in its sale to Chevron; **Ventas** in its acquisition of Atria Senior Living; **Knight Capital** in its merger with GETCO; **Itaú Unibanco** in the merger of its Chilean and Colombian operations with CorpBanca; **Rockefeller Capital Management** in its acquisition of Financial Clarity; and **City National Bank, The Huntington National Bank, Suffolk Bancorp, Mechanics Bank, Encore Bancshares, National Bank Holdings** and **Hilltop Holdings** in various bank M&A transactions.

Selected spinoff transactions include **Hewlett-Packard Company** in its spinoff of Hewlett Packard Enterprise; **Nielsen** in its announced spinoff of its Global Connect business; **Agilent Technologies** in its spinoff of Keysight Technologies; **BGC Partners** in its spinoff of Newmark; and **Atlas Energy** in its spinoff of Atlas Resources Partners.

Selected capital raising and investment transactions include **Social Finance (SoFi)** in its going-public transaction through a merger with Social Capital Hedosophia V (a SPAC), as well as prior separate financings led by each of T. Rowe Price, Qatar Investment Authority and Silver Lake Partners; **Square, Santander Consumer USA, Newmark** and **National MI** in their initial public offerings; **salesforce.com** in its initial public notes offering; **Keysight Technologies** in its initial notes offering; **National MI** in numerous follow-on offerings; **Nielsen** in numerous financings; **Knight Capital** in its preferred stock financing by Jefferies, Blackstone, GETCO, Stephens Investments, Stifel Financial and TD Ameritrade; **Suffolk Bancorp** in its PIPE financing; **Warburg Pincus** in its investment in Varo Money; **CardWorks** in its investments by PIMCO, Parthenon Capital Partners and Reverence Capital Partners; and **Mondelēz**

its venture investments.

Mr. Narayan received a B.A. *cum laude* from Yale University and a J.D. from Stanford Law School, where he was a member of the *Stanford Law Review* and the *Stanford Law & Policy Review*.

He is a member of the New York State Bar Association and the State Bar of California.

Recent Publications

[SEC Expands Population Eligible to Participate in Certain Private Offerings](#), in Harvard Law School Forum on Corporate Governance, September 5, 2020.

[The Resurgence of SPACs: Observations and Considerations](#), in Harvard Law School Forum on Corporate Governance, August 22, 2020.

[Cross Border M&A - 2019 Checklist for Successful Acquisitions in the United States](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, January 30, 2019.

[Cross-Border M&A -- 2018 Checklist for Successful Acquisitions in the United States](#), in Columbia Law School's Blog on Corporations and the Capital Markets, January 10, 2018.