



## Eric M. Rosof

Of Counsel, Restructuring and Finance

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Eric M. Rosof is Of Counsel at Wachtell, Lipton, Rosen & Katz in the acquisition finance practice. 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 acquisition financing and restructuring topics and is an adjunct law professor at Columbia Law School in the field of acquisition finance.

Recent transactions include representing:

- **LKQ Corp.** in its \$2.1 billion acquisition of Uni-Select
- **Jazz Pharmaceuticals** in its \$7.2 billion acquisition of GW Pharmaceuticals
- **Alexion Pharmaceuticals** in its \$39 billion sale to AstraZeneca
- **Marathon Petroleum** in its \$21 billion sale of its Speedway business to 7-Eleven
- **S&P Global** in its \$44 billion merger with IHS Markit
- **Acima Holdings** in its \$1.65 sale to Rent-A-Center

- **NMI Holdings** in its \$400 million senior secured notes offering
- **Insulet** in its \$700 million convertible senior notes offering
- **Grupo Televisa** in its \$4.8 billion combination of its content business with Univision Communications, and with its continuing as an equity holder of Univision in Searchlight/ForgeLight's acquisition of a majority of Univision
- **Telesat Canada** in its \$4.4 billion Up-C transaction with its shareholders, Loral Space & Communications Inc. and PSP Investments, and several bank and bond offerings
- **United Technologies** in its merger of equals of its Aerospace businesses with Raytheon Company, and its separation into three independent public companies
- **Anadarko** in its \$55 billion sale to Occidental Petroleum
- **Verizon** in its \$130 billion acquisition of Vodafone's 45% interest in Verizon Wireless
- **Monsanto** in its \$63 billion sale to Bayer
- **Deutsche Telekom/T-Mobile** in its \$59 billion acquisition of Sprint
- **Analog Devices** in its \$14.8 billion acquisition of Linear Technology
- **Alexion Pharmaceuticals** in its \$8.4 billion acquisition of Synageva
- **Abbott Laboratories** in its \$25 billion acquisition of St. Jude Medical
- **United Technologies** in its \$30 billion acquisition of Rockwell Collins
- **STERIS** in its \$1.9 billion acquisition of Synergy Health
- **CenturyLink** in its \$24 billion acquisition of Level 3
- **Dollar Tree** in its \$8.5 billion acquisition of Family Dollar
- **Walgreens** in its \$27 billion two-staged acquisition of Alliance Boots GmbH
- **Analog Devices** in its \$21 billion acquisition of Maxim Integrated Products
- **Entegris** in its merger of equals with Versum Materials with a combined enterprise value of \$9 billion (since terminated)
- **GTECH** in its acquisition of International Game Technology
- **The Home Depot** in its \$8.5 billion sale of its HD Supply to The Carlyle Group, Clayton, Dubilier & Rice and Bain Capital Partners
- **Apollo Global Management** in its \$2.25 billion acquisition of Berry Plastics, its \$1.15 billion acquisition of Noranda Aluminum, its \$27.8 billion acquisition of Harrah's Entertainment, its \$3.8 billion acquisition of the Advanced Materials business of General Electric Company, its \$1.9 billion acquisition of TNT Logistics, its \$975 million acquisition of Tyco International's Plastics business, its \$700 million

acquisition of Metals USA, and \$5 billion acquisition of Intelsat

- **Intelsat** in its \$6.4 billion acquisition of PanAmSat
- **Alibaba Group** in its \$7.8 billion repurchase of stock from Yahoo!
- **Valspar** in its \$11.3 billion acquisition by Sherwin-Williams
- **Spectra Energy Corp** in its \$28 billion merger with Enbridge Inc.
- **El Paso** in its \$38 billion sale to Kinder Morgan
- **Hewlett Packard Enterprise** in its Reverse Morris Trust transaction combining its Software Business with Micro Focus International
- **Abbott Laboratories** in its \$54 billion spinoff of Abbvie, and **AbbVie Inc.** in its related \$14.7 billion private offering of senior notes

Mr. Rosof received his B.A. from the University of Pennsylvania and his B.S.E. from the Wharton School of the University of Pennsylvania in 1982 and his J.D. 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 has been recognized by *Lawdragon* as one of the 500 leading lawyers in America, one of the 500 leading bankruptcy & restructuring lawyers and one of the 500 leading dealmakers in America. He is recognized by *Mergerlinks* as one of the top financing lawyers in North America. He has been a member of the Board of Directors, and is currently a member of the Senior Leadership Counsel, of Her Justice, an organization that provides free legal services to low-income women, and is an officer of the International Bar Association's Banking Law Committee, where he is co-chair of the AI in Banking and Finance Subcommittee.

## Clerkships

Honorable Robert W. Sweet, United States District Court, Southern District of New York, 1997 – 1998

## Recent Publications

[Cross-Border M&A – 2022 Checklist for Successful Acquisitions in the United States](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, January 22, 2022.

[Financing Year in Review: A Robust Recovery](#), in Harvard Law School Forum on Corporate Governance, January 13, 2022.

[Financing Year in Review: From Crisis to Comeback](#), in Harvard Law School Forum on Corporate Governance, January 19, 2021.

[Acquisition Financing Year in Review: The Decade of Debt](#), in Columbia Law School's Blog on Corporations and the Capital Markets, January 17, 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.

[Acquisition Financing Year in Review - From Break-Neck to Brakes-On](#), in Columbia Law School's Blog on Corporations and the Capital Markets, January 14, 2019.

[Acquisition Financing: A Banner Year Behind, and New Opportunities in the Year Ahead](#), in Columbia Law School's Blog on Corporations and the Capital Markets, January 17, 2018.

[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.

[Corporate Bankruptcy and Restructuring 2016/2017](#), in Columbia Law School's Blog on Corporations and the Financial Markets, January 20, 2017.

[Acquisition Financing: the Year Behind and the Year Ahead](#), in Columbia Law School's Blog on Corporations and the Capital Markets, January 18, 2017.

[Dealmaking in a Distressed Environment](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, April 17, 2013.

[Leveraged Acquisitions: A New Post-Credit Crisis Structure](#), in Deal Lawyers, July/August 2010.