John L. Robinson

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John L. Robinson is a partner at Wachtell, Lipton, Rosen & Katz. He focuses on mergers and acquisitions, corporate governance and general corporate and securities matters. John's practice includes cross-border and domestic mergers, acquisitions and divestitures, joint ventures, carve-outs and private equity transactions. He also advises companies on takeover defense and in responding to shareholder activism and proxy contests.

John received his A.B. in economics, *summa cum laude*, from Dartmouth College, where he was a Rufus Choate Scholar. He received his J.D. with distinction from Stanford Law School, where he was a senior editor of the *Stanford Law Review*.

Prior to law school, John worked as an associate consultant at the business strategy consulting firm L.E.K. Consulting, in its Boston and Paris offices.

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

Diversified Manufacturing

- **Univar Solutions** in:
  – its $8.2 billion acquisition by Apollo Global Management and the Abu Dhabi Investment Authority
  – its $2.0 billion acquisition of Nexeo Solutions; and
  – its $640 million disposition of Nexeo's plastics business

- **Hubbell Incorporated** in:
  – its $1.1 billion acquisition of Systems Control, a portfolio company of Comvest Partners
  – its $1.1 billion acquisition of Aclara Technologies from Sun Capital Partners;
  – in the $350 million sale of its Commercial and Industrial Lighting Business to GE Current, a Daintree Company; and
  – the reclassification of its dual-class common stock into a single class of common stock
- **RTX Corporation** in its $1.3 billion sale of its Cybersecurity, Intelligence & Services business
- **M3-Brigade Acquisition III Corp.** in its $950 million business combination with Greenfire Resources
- **WESCO International** in its $4.8 billion acquisition of Anixter International
- **Rockwell Automation** in its response to a $29 billion unsolicited takeover bid by Emerson Electric
- **AV Homes** in its $963 million sale to Taylor Morrison Home
- **Eagle Materials** in the separation of its heavy and light materials businesses
- **United Technologies** in its $3.5 billion sale of its Hamilton Sundstrand industrial products businesses to BC Partners and Carlyle
- **EADS NV** in its proposed €35 billion dual-listed company combination with BAE Systems plc
- **Apollo Management Group** and **CEVA Logistics** in the sale of CEVA's Pallecon container logistics business unit to Brambles Industries Limited

Technology, Media and Telecommunications

- **Maxar Technologies** in
  – its $6.4 billion acquisition by Advent International
  – the CAD$1 billion sale of its MacDonald, Dettwiler and Associates business to a consortium of financial sponsors led by Northern Private Capital
- **Michael Jordan** in the sale of the Charlotte Hornets to a group led by Gabe Plotkin and Rick Schnall
- **Creative Artists Agency** in:
  – the acquisition by Groupe Artémis of a majority stake in Creative Artists Agency, previously held by TPG Capital.
  – its acquisition of ICM Partners
  – the investment by TPG Capital to acquire a controlling interest in CAA, and related debt and equity recapitalization transactions; and
  – a $120 million investment and joint venture transaction with a consortium led by China Media Capital.
- **M3-Brigade Acquisition II Corp.** its $2.85 billion merger with Syniverse
- **Telesat Corporation** in its $5.0 billion Up-C transaction with Loral Space & Communications Inc. and PSP Investments

- **CenturyLink** in:
  – its acquisition of Level 3 Communications in a cash and stock transaction valued at approximately $34 billion, including the assumption of debt; and
  – its $2.5 billion acquisition of SAVVIS, Inc.
- **Verizon Communications** in its $130 billion acquisition of Vodafone Group Plc's 45% interest in Verizon Wireless
- **Searchlight Capital Partners** in its co-investment in the $4.3 billion acquisition of Rackspace Hosting, Inc. by funds affiliated with Apollo Global Management
- **Grupo Prisa** in its $1.5 billion combination with Liberty Acquisition Holdings and its related rights issuance
- **Goldman Sachs Capital Partners** in the sale of its interests in a joint venture with Canwest Global Communications Corp. in connection with Canwest's approximately C$2 billion sale of its broadcasting assets to Shaw Communications

Healthcare and Biotechnology

- **Actelion** in its $30 billion acquisition by Johnson & Johnson and the spin-off of its drug discovery operations and early-stage clinical assets
- **Abbott Laboratories** in the $4.3 billion sale of its vision care business to Johnson & Johnson
- **Cardinal Health** in:
  – its $1.9 billion acquisition of Johnson & Johnson's Cordis business; and
  – its $2.1 billion acquisition of AssuraMed

Financial Institutions

- **Visa** in its €21.2 billion acquisition of Visa Europe Ltd.
- **MetLife** in its disposition of $7.5 billion in retail banking deposits, representing the majority of its depository business, to GE Capital
- **Knight Capital Group** in:
  – its acquisition of Penson Futures; and
  – the sale of its institutional fixed income and trading business to Stifel Financial
- **Santander Holdings USA** in various public debt securities transactions
- **AllianceBernstein** in its acquisition of SunAmerica's alternative investments group
- **Bank of America** in its $2.5 billion sale of Grupo Financiero Santander to Banco Santander

Utilities

- **MDU Resources Group** in:
  – its spin-off of Knife River Corporation, including a related debt-for-equity exchange and the secondary offering of MDU's retained stake in Knife River; and
  – the announced spin-off of its construction services business, MDU Construction Services Group
- **SUEZ** in its €26 billion acquisition by Veolia
- **Duke Energy** in its $32 billion merger with Progress Energy
- **NextEra Energy** in:
  – its $6.5 billion acquisition of Gulf Power Company, Florida City Gas and the Stanton and Oleander Power Projects from The Southern Company; and
  – its proposed $4.3 billion acquisition of Hawaiian Electric Industries

Retail and Consumer Goods

- **American Eagle Outfitters** in its $350 million acquisition of Quiet Logistics and other strategic supply chain investments
- **Altria** in its $2.8 billion investment in Cronos Group
- **Tim Hortons** in its $12.2 billion combination with Burger King Worldwide, Inc.
- **Groupe Casino** and **Cnova N.V.** in:
  – Cnova's initial public offering;
  – Cnova's reorganization of Cnova Brazil within Casino's Brazilian affiliate, Via Varejo; and
  – Casino's take-private tender offer for Cnova
- **Dufry AG** in:
  – its €328 million acquisition of the remaining interest in Folli Follie Group;
  – its CHF 1.4 billion acquisition of The Nuance Group; and
  – its CHF 3.8 billion acquisition of World Duty Free S.p.A.
- **DSW** in:
  – its $375 million acquisition of Camuto Group's operations; and
  – a joint venture with Authentic Brands Group for the Camuto Group intellectual property

Recent Financing and Capital Markets transactions

- **TPG Capital** and **Sixth Street Partners** in connection with their preferred investment in Vice Media
- **WESCO International** in:
  – its $2.8 billion senior notes offering in connection with the acquisition of Anixter International; and
  – its cash tender offer for up to $600 million of Anixter International's notes, and related consent solicitations, in connection with the acquisition of Anixter

- **Edison International** in its $800 million registered direct offering of common stock
- **American Eagle Outfitters** in its Rule 144A offering of up to $460 million of convertible senior notes
- **DICK'S Sporting Goods** in its $575 million convertible senior notes offering with related call spreads
- **Telesat Canada** in:
  – its $400 million senior secured notes offering and $1.9 billion term loan refinancing; and
  – its $550 million senior notes offering

Recent Publications

The Legal 500 Country Comparative Guides: Corporate Governance (United States), 5th ed. 2023 (4th ed. 2022).

Corporate Governance in the United States: Overview and Outlook, in In-House Lawyer, Winter 2022.

Overview of Recent Public M&A Activity in the United States, in Beck'sches M&A-Handbuch (Beck's Manual on Mergers & Acquisitions), Verlag C.H. Beck oHG, Second ed. 2022 (First ed. 2017).

The New SEC Regulation S-K Rules: Practical Advice for Companies, in Harvard Law School Forum on Corporate Governance, October 14, 2020.

Regulators Around the World Address Short Selling in Response to the Covid-19 Market Crisis, in Harvard Law School Forum on Corporate Governance and Financial Regulation, March 26, 2020.

Shareholder Activism and Governance in France: Proposed Reforms, in Harvard Law School Forum on Corporate Governance and Financial Regulation, October 8, 2019.

The Maturing Market for Representation and Warranty Insurance, in Harvard Law School Forum on Corporate Governance and Financial Regulation, April 5, 2018.

United States of America, in Securities World, 4th ed., published by Thomson Reuters (Professional) UK Limited, 2014.