



## Kathryn Gettles-Atwa

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Kathryn Gettles-Atwa is counsel in the Corporate Department at Wachtell, Lipton, Rosen & Katz. Her practice focuses on the securities law aspects of corporate finance, and she has advised a wide range of clients on initial public offerings, public and private debt and equity offerings, exchange offers and tender offers.

Her representations include:

- The Charles Schwab Corporation in over \$11 billion of public notes offerings, in \$1.5 billion of depositary shares offerings, in its \$13.1 billion secondary offering and \$1.5 billion repurchase of common stock from TD Bank, and in Charles Schwab & Co.'s \$10 billion commercial paper program
- Lincoln National Corporation in \$3 billion of public notes offerings, sales of \$1.5 billion of Pre-Capitalized Trust Securities and its registered exchange offer and consent solicitation for \$1.2 billion of capital securities
- Santander Holdings USA in offerings of over \$12.5 billion of notes, including its first sustainability notes offering
- Pinnacle Financial Partners in its \$750 million public offering of fixed rate / floating rate senior notes
- Valley National Bancorp in its \$500 million public offering of subordinated notes
- Otis Worldwide Corp in its private offering of \$5.3 billion of notes in connection with its separation from UTC, its subsequent public offerings of \$2.55 billion of dollar-denominated notes

and ¥21.5 billion of yen-denominated notes, and public offerings by its subsidiary, Highland Holdings S.à r.l., of €2.45 billion of euro-denominated notes

- Hexcel in its registered public offerings of \$400 million 4.900% senior notes due 2031 and \$300 million 5.875% senior notes due 2035
- AbbVie in \$27 billion of senior notes offerings, including in connection with its acquisition of ImmunoGen and Cerevel
- National Bank Holdings in its \$150 million offering of subordinated notes
- Huntington Bancshares in offerings of over \$8 billion of notes
- GXO Logistics in its public offering of €500 million of notes due 2030
- PVH Corp. in its public offering of \$500 million aggregate principal amount of its 5.500% Senior Notes due 2030
- Expedia Group, Inc. in its registered public offering of \$1 billion aggregate principal amount of 5.400% senior notes due 2035
- Broadcom Inc. in \$13 billion of senior notes offerings to fund, among other things, the acquisition of VMware, Inc., and its cash tender offer for certain of its debt securities
- CVS Health in its \$3 billion registered public offering of subordinated notes and cash tender offers for certain of its senior notes
- Hewlett Packard Enterprise in its public offerings of \$1.5 billion of mandatory convertible preferred stock and \$9 billion of senior notes to fund its acquisition of Juniper Networks, Inc.
- Lumen in its exchange offers for unsecured notes of Lumen and its subsidiary, Level 3
- Becton Dickinson in its \$2.6 billion public notes offerings to fund in part the acquisition of the Edwards Lifesciences Corporation
- GXO Logistics in its public offering of \$600 million of notes due 2029 and \$500 million of notes due 2034 in connection with its acquisition of Wincanton
- Diamondback Energy in its public offering of \$5.5 billion of senior unsecured notes in connection with its merger with Endeavor
- PVH Corp. in its public offering of €525 million aggregate principal amount of its 4.125% Senior Notes due 2029
- Pfizer in its \$3.5 billion global offering of ordinary shares and American depositary shares in Haleon and Haleon's concurrent share repurchase from Pfizer
- International Game Technology PLC in the spinoff of its Global Gaming and PlayDigital Business, and subsequent combination with Everi Holdings Inc.

- MDU Resources and Knife River in the secondary public offering of Knife River's common stock
- RTX Corporation in its \$10 billion accelerated share repurchase and its related \$6 billion senior notes offering
- The J. M. Smucker Company in its \$3.5 billion senior notes offering in connection with its acquisition of Hostess Brands
- Knife River Holding Company in its \$425 million notes offering in connection with its spinoff from MDU Resources
- LKQ in its \$2.1 billion acquisition of Uni-Select
- Raytheon Technologies in its \$3 billion senior notes offering
- Global Payments in its \$2.0 billion commercial paper facility
- Expedia in its cash tender offers for up to \$500 million of senior notes
- Comerica Bank in its offering of fixed-to-floating rate subordinated notes
- Global Payments in its \$2.5 billion senior notes offering in connection with its acquisition of EVO Payments
- ConocoPhillips in its \$1.1 billion A/B exchange offer
- DICK'S Sporting Goods in its \$1.5 billion senior notes offering
- Dollar Tree in its \$1.2 billion senior notes offering
- Raytheon Technologies in its \$2.1 billion senior notes offering and concurrent cash tender offer for up to \$2.1 billion of its outstanding notes
- PSEG in its \$96 million A/B exchange offer
- Raytheon Technologies in its \$2 billion notes offering
- Constellium in its €300 million sustainability-linked senior notes offering
- Jazz Pharmaceuticals in its \$1.5 billion senior secured notes offering in connection with the acquisition of GW Pharmaceuticals
- AECOM in its cash tender offer and consent solicitation for up to \$500 million in aggregate purchase price of its senior notes
- Hubbell in its \$300 million senior notes offering
- Expedia in its \$1 billion senior notes offering, \$1 billion convertible notes offering, tender offer for \$950 million of its senior notes and redemption of certain outstanding senior notes
- Constellium SE in its \$500 million sustainability-linked senior notes offering

- Constellium SE in its tender offer for its 6.625% Senior Notes due 2025
- Rayonier Advanced Materials in its \$500 million senior secured notes offering and \$200 million asset-based revolving credit facility
- ConocoPhillips in its private exchange offers and related consent solicitations for up to \$3.9 billion of notes issued by Concho Resources Inc. in connection with its acquisition of Concho Resources Inc.
- Flutter Entertainment in its \$4.175 billion acquisition of Fastball Holdings' minority stake in FanDuel
- Santander Holdings USA in its cash tender offer for up to \$255 million in aggregate principal amount of certain of its outstanding senior notes
- PSEG in its private exchange offer and consent solicitation for \$500 million of notes issued by PSEG Power LLC
- Raytheon Technologies Corporation in its \$8.2 billion A/B exchange offer
- Carrier in its \$10 billion A/B exchange offer
- ANGI Homeservices in its \$500 million senior notes offering and related restructuring transactions
- Carrier in its \$750 million senior notes offering
- WESCO International in its \$2.8 billion senior notes offering in connection with the acquisition of Anixter International
- Raytheon Technologies in its \$2 billion notes offering
- Raytheon Technologies in its private exchange offers and consent solicitations for notes issued by its subsidiaries Goodrich Corporation, Raytheon Company and Rockwell Collins
- WESCO International in its cash tender offer for up to \$600 million of Anixter International's notes, and related consent solicitations, in connection with WESCO's acquisition of Anixter
- Expedia Group in its \$1.2 billion private placement of perpetual preferred stock and warrants and the amendment of its existing \$2 billion revolving credit facility
- Expedia Group in its \$2.75 billion senior notes offering
- Mallinckrodt plc in its \$495 million debt-for-debt exchange
- Otis in its \$1.75 billion commercial paper facility
- Carrier in its \$2 billion commercial paper facility
- United Technologies Corporation in the settlement of its cash tender offer for \$7.3 billion of its outstanding notes and the announcement of its intention to redeem approximately \$8.2 billion in

principal amount of its outstanding notes

- Carrier in its \$9.25 billion private offering of senior unsecured notes in connection with the separation of Carrier and UTC

Kathryn received her B.A. (1994), her M.A. (1997) and her J.D. (2001) from New York University, where she served as executive editor of the *Journal of Legislation and Public Policy*.

Kathryn is a member of the American Bar Association and the New York City Bar Association.

## Recent Publications

[Wachtell Lipton Discusses SEC Expansion of Five Business Day Debt Tender Offer Criteria](#), in Columbia Law School's Blog on Corporations and the Capital Markets, July 7, 2026