



Michael S. Benn

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Michael S. Benn is a Partner in Wachtell, Lipton, Rosen & Katz's Restructuring and Finance Department. He represents borrowers with respect to all types of financing for mergers and acquisitions, spin-offs and other significant transactions across a wide variety of industries.

Representative matters include: **3M's** \$5.3 billion combination of its Food Safety business with Neogen Corporation in a Reverse Morris Trust transaction, **Encompass Health Corporation's** spin-off of its home health and hospice business, **Pfizer's** \$48 billion combination of Upjohn with Mylan, **United Technologies'** separation of its Otis and Carrier businesses (including the issuance by **Otis** and **Carrier** of \$5.3 billion and \$9.25 billion, respectively, of senior unsecured notes), **AbbVie's** \$21 billion acquisition of Pharmacyclics, **Johnson Controls'** \$16.3 billion combination with Tyco International plc and spinoff of Adient plc, **Abbott Laboratories'** \$25 billion acquisition of St. Jude Medical and \$2.8 billion term loan to finance its acquisition of Alere Inc., **Walgreens Boots Alliance's** acquisition of Alliance Boots, **Danone S.A.'s** acquisition of The WhiteWave Foods Company, **Hubbell Incorporated's** acquisition of Meter Readings Holding Group, LLC, **Searchlight Capital's** \$2 billion acquisition of Mitel Networks, **ServiceMaster's** spin-off of frontdoor, inc. and **PVH's** \$3 billion acquisition of Warnaco.

Mike also frequently represents sellers in financing matters relating to major M&A transactions, including **Allergan** in its \$83 billion acquisition by AbbVie, **Celgene** in its \$98 billion sale to Bristol-

Myers Squibb, **Thomson Reuters** in its strategic partnership with Blackstone for Thomson Reuters Financial and Risk (F&R) business valued at \$20 billion, **TEGNA** in its \$8.6 billion all-cash acquisition by Standard General, **SUPERVALU** in its \$2.9 billion sale to United Natural Foods and **Cantel Medical Corporation** in its \$4.6 billion sale to STERIS.

In the distressed and restructuring space, among other projects, Mike has represented an **Ad Hoc Group of Noteholders** (including affiliates of **Capital Group, BlackRock, CI Investments, Manulife, Mesirow** and **CastleKnight**) in connection with the contested Chapter 11 cases of Altera Infrastructure L.P., **Capital Group, Barings LLC** and **Aegon** in connection with the contested Chapter 11 case of Hertz Global Holdings, **Bausch Health** as the stalking horse bidder in Synergy Pharmaceuticals' \$363 sale of substantially all its assets, **Education Management** in connection with its \$1.5 billion out-of-court recapitalization, **Credit Suisse**, as first-lien administrative and collateral agent, in connection with the contested \$1.1 billion §363 sale in bankruptcy of certain assets of Boston Generating to Constellation Energy Group, and ad hoc lender groups in connection with various Chapter 11 cases, including the restructuring of Rotech Healthcare Inc. and Riviera Holdings.

Mike received a B.A. *summa cum laude* and with distinction in all subjects from Cornell University in 2002, where he was a member of Phi Beta Kappa and a Merrill Presidential Scholar and completed a J.D. from the University of Pennsylvania Law School in 2007, where he was a member of the Order of the Coif and an associate editor of the *University of Pennsylvania Law Review*. He also received an M.A. in theatre studies from Brown University in 2004.

Mike has been named to the "500 Leading Dealmakers in America" by [Lawdragon](#), a "Notable Practitioner" by the *ILFR1000* and a "Rising Star" in the New York metropolitan area by *SuperLawyers* and is a member of the Board of Trustees of The Leffell School and Temple Israel Center of White Plains.

Recent Publications

[Financing Year in Review: The Tide Turns](#), in The Harvard Law School Corporate Governance Forum, January 24, 2023.

[Corporate Bankruptcy and Restructuring: 2021-2022](#), in The International Comparative Legal Guide to: Restructuring & Insolvency, Global Legal Group Ltd., Sixteenth ed. 2022 and [Columbia Law School's Blog on Corporations and the Capital Markets](#), February 15, 2022.

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

[Recent Trends in U.S. Corporate Bankruptcy and Restructuring](#), in The International Comparative Legal Guide to: Restructuring & Insolvency, 2021.

[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.

[Corporate Bankruptcy and Restructuring: 2018-2019](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, February 17, 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.

[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.