



Steven A. Cohen

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Steve Cohen joined Wachtell, Lipton, Rosen & Katz in 1992 and became a partner in 2000. He practices corporate and securities law, concentrating on corporate governance and complex mergers and acquisitions. He has represented numerous public and private businesses, and their boards and special committees, in M&A, spin-off and other reorganization transactions, both friendly and contested; as well as a variety of entrepreneurs in establishing and growing new businesses; and companies and boards in connection with shareholder activism and proxy contests. Mr. Cohen has also worked extensively on a variety of cross-border transactions.

Mr. Cohen graduated from Columbia College in 1988 and received a J.D./M.B.A. from the Columbia University School of Law/Columbia Business School in 1992.

Mr. Cohen's significant recent publicly disclosed listed company representations include: HP Inc. in connection with various ongoing matters; Celgene Corp. in its sale to Bristol-Myers Squibb; EQT Corporation in the merger with Rice Energy; Charter Communications in its unsolicited offer and proxy challenge to Time Warner Cable, and subsequent acquisitions of Time Warner Cable and Bright House Networks; Intelsat SA in the proposed investment by SoftBank Group and proposed merger with OneWeb LLC; the Transaction Committee of Navig8 Product Tankers in its merger with Scorpio Tankers; Energizer Holdings in the spinoff of Edgewell Personal Care; Mondelez International in its bid

for The Hershey Company; Clorox Company in its defense against a proxy fight and related unsolicited offer from Carl Icahn; Charter Communications in its Cooperation Agreement for wireless services with Comcast; and the Transaction Committee of Star Bulk Carriers in its merger with Oceanbulk Shipping. Recent publicly disclosed private equity and asset management representations include: Cengage Learning in its merger with McGraw Hill Education; Towerbrook Capital Partners in its venture with Ascension to invest in Accretive Health; Searchlight Capital Partners in its investments in Hemisphere Media Group and General Communication Inc.; Apollo Management in the acquisition of CEC Entertainment (Chuck E. Cheese) and CEC Entertainment in its acquisition of Peter Piper Pizza; BC Partners and Canada Pension Plan Investment Board in the acquisition of Cequel Communications Holdings, LLC (d/b/a Suddenlink); Apollo Management in the acquisition of Harrah's, the proposed acquisition of Cedar Fair Entertainment and the purchase and subsequent restructuring of Countrywide plc; the appraisal litigation of PetSmart Inc.; Towerbrook Capital Partners in its acquisition of True Religion Apparel; Halcyon Management in the sale of a passive minority stake to Dyal Capital Partners; The Rohatyn Group in its acquisition of Arch Capital; Searchlight Capital Partners in its venture with Liberty Global to acquire certain Puerto Rican cable television businesses; and certain partners of Gruss & Co. in the reorganization of the business and generational succession.

Mr. Cohen is the Co-Chair of the IBA's Corporate and M&A Law Committee and a member of the American Bar Association. Most recently, Mr. Cohen has spoken about M&A at the International Bar Association's Annual Conference (Miami,) and is the co-Chairman of the annual IBA Private Equity Conference (London); and has taught at Stanford Graduate School of Business and Columbia Business School. Mr. Cohen is also a frequent lecturer and publisher on corporate law and M&A transactions."

Mr. Cohen lives in Manhattan with his wife, daughter and son.

Recent Publications

[Private Equity—2023 Outlook](#), in Harvard Law School Forum on Corporate Governance, March 22, 2023.

[Private Equity - 2021 Year in Review and 2022 Outlook](#), in Harvard Law School Forum on Corporate

Governance, February 9, 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).

[Private Equity – Year in Review and 2021 Outlook](#), in Harvard Law School Forum on Corporate Governance, February 6, 2021.

[Private Equity - Year in Review and 2020 Outlook](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, February 8, 2020.

[Debt Default Activism: After Windstream, the Winds of Change](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, June 18, 2019.

[2018 Private Equity Year In Review](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, January 17, 2019.

[Default Activism in the Debt Markets](#), in Columbia Law School's Blog on Corporations and the Capital Markets, November 26, 2018.

[Mergers and Acquisitions -- 2018 - With a Brief Look Back](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, January 29, 2018.

[Deal Activism: Lessons from the EQT Proxy Contest](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, November 13, 2017.

[Deal Activism](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, October 27, 2015.

[2013 Private Equity Year in Review](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, January 6, 2014.

[Talking Point: Preparing for European activist storm](#), in Financial News, July 29, 2013.

[United States: Treasury Shares Guide](#), IBA Corporate and M&A Law Committee 2012.

[North America: Private Equity: Turning the Page From a Challenging 2011](#), in Private Equity & Venture Capital (United Kingdom: Financier Worldwide, 2012).

[U.S. chapter](#), in Shareholder Activism & Engagement, Lexology: Getting the Deal Through, London (2022 & 2019).