

Gregg A. Noel

Experience

Skadden

Partner, Palo Alto and Los Angeles

Corporate



T: 650.470.4540 (Palo Alto)
T: 213.687.5234 (Los Angeles)
gregg.noel@skadden.com

Mr. Noel's representative transactions include:

Initial Public Offerings

- **AdvancePierre Foods Holdings, Inc.** in its \$391 million initial public offering of common stock;
- **Affirm Holdings, Inc.** in its \$1.3 billion initial public offering of Class A common stock;
- **Arysta LifeScience plc**, a portfolio company of Permira Advisors Ltd., in connection with a dual-track process that included a proposed initial public offering of common stock and culminated in a \$3.51 billion sale to Platform Specialty Products Corporation;
- **Excelitas Technologies Holding Corp.**, a portfolio company of Veritas Capital, in connection with a dual-track process that included a proposed initial public offering of common stock and culminated in an acquisition by funds sponsored by AEA Investors;
- **Five Point Holdings, LLC** in its \$294 million initial public offering of Class A common shares and a concurrent \$100 million private placement;
- the joint bookrunning managers in the \$254 million initial public offering of Class A common stock of **Houlihan Lokey, Inc.**;
- the underwriters in **Pinterest, Inc.**'s initial public offering and listing on the New York Stock Exchange;
- **Safety-Kleen, Inc.** in connection with a dual-track process that included a proposed initial public offering of common stock and culminated in its \$1.3 billion acquisition by Clean Harbors, Inc.;
- **Shopify Inc.** with the U.S. law aspects of its \$151 million initial public offering of Class A subordinate voting shares and dual-listing on the New York and Toronto Stock Exchanges; and
- **Vencore Holding Corp.** in connection with a dual-track process that included a proposed initial public offering of common stock and culminated in a merger via a reverse Morris Trust transaction with KeyPoint Government Solutions, Inc. and the U.S. Public Sector business of DXC Technology Company to form a separate, publicly traded company.

Special Purpose Acquisition Company (SPAC) IPOs

Since 2006, Mr. Noel and his team have handled more than 325 SPAC IPOs.

Representative matters include:

- the underwriters connection with the \$300 million initial public offering of **Avista Healthcare Public Acquisition Corp.**;
- the underwriters in the \$600 million initial public offering of units consisting of one Class A ordinary share and one-half of one redeemable warrant of **CF Corporation**;
- the sole bookrunning manager in connection with the \$143 million initial public offering of **Constellation Alpha Capital Corp.**;
- the underwriters in the \$500 million initial public offering of units consisting of one Class A ordinary share and one warrant of **Double Eagle Acquisition Corp.**;
- **Easterly Acquisition Corp.** in its \$200 million initial public offering of units consisting of one share of common stock and one-half of one warrant;

- **Far Point Acquisition Corporation** in its \$632.5 million initial public offering of units consisting of one share of Class A common stock and one-third of one redeemable warrant;
- the underwriter in the \$375 million initial public offering of units consisting of one share of Class A common stock and one warrant of **Gores Holdings, Inc.**;
- **GP Investments Acquisition Corp.** in its \$150 million initial public offering;
- **GS Acquisition Holdings Corp.** in its \$690 million initial public offering of units consisting of one share of Class A common stock and one-third of one redeemable warrant;
- the joint bookrunning managers in the initial public offerings of **Hennessy Capital Acquisition Corp. I** (\$115 million), **II** (\$175 million) and **III** (\$225 million);
- the underwriters in connection with the \$150 million initial public offering of **Hunter Maritime Acquisition Corp.**;
- the underwriters in the \$250 million initial public offering of units consisting of one share of Class A common stock and one warrant of **Landcadia Holdings, Inc.**;
- the underwriters in the \$200 million initial public offering of units consisting of one Class A ordinary share and one-third of one redeemable warrant of **Leo Holdings Corp.**;
- the underwriters in the initial public offering of units consisting of one Class A ordinary share and one-third of one warrant of **Mosaic Acquisition Corp.**;
- the sole bookrunning manager in connection with the \$250 million initial public offering of **Osprey Energy Acquisition Corp.**;
- the underwriters in the \$250 million initial public offering of one Class A ordinary share and one-half of one redeemable warrant by **Silver Spike Acquisition Corp.**;
- **Social Capital Hedosophia Holdings Corp. I-VI** (six IPOs, including a \$690 million IPO recognized as the top matter in the “Driving Value” category in the *Financial Times*’ 2017 Innovative Lawyers report (Social Capital I), and a \$1.15 billion IPO (Social Capital VI).
- the underwriters in the \$400 million initial public offering of units consisting of one Class A ordinary share and one-third of one warrant of **TPG Pace Holdings Corp.**;
- **VectoIQ Acquisiton Corp.** in its \$230 million initial public offering of units consisting of one share of common stock and one redeemable warrant; and
- **WL Ross Holding Corp.** in its \$500 million initial public offering of units consisting of one share of common stock and one warrant.

Other Capital Markets Transactions

- **AdvancePierre Foods Holdings, Inc.** in the \$338 million secondary offering of its common stock by funds managed by Oaktree Capital Management, L.P.;
- **Burlington Stores, Inc.** in its:
 - \$805 million Rule 144A/Regulation S offering of 2.25% convertible senior notes due 2025 (Burlington’s first convertible notes offering); and
 - \$300 million Rule 144A/Regulation S high-yield offering of 6.250% senior secured notes due 2025 by its indirect wholly owned subsidiary Burlington Coat Factory Warehouse Corporation;
- **CF Industries, Inc.** in numerous offerings and other transactions;
- **EMC Corporation** in numerous offerings and other transactions, including a \$5.5 billion offering of notes;
- **Farmers Insurance Exchange and related entities** in numerous offerings and other transactions over the course of decades including:
 - a \$400 million Rule 14A/Regulation S offering of 4.747% surplus notes due 2025; and
 - the arrangement of a committed capital facility that allowed Farmers Insurance the right to issue \$500 million of surplus notes to cover catastrophic losses in California, Texas, Louisiana, Arkansas and Oklahoma for three years;
- **Freescal Semiconductor, Inc.** in numerous offerings and other transactions;
- **Global Indemnity Limited** in numerous offerings, including its \$120 million offering of 7.875% subordinated notes due 2047;
- **J. C. Penney Corporation, Inc.** and **related entities** in numerous offerings and other transactions;
- **McKesson Corporation** in numerous offerings totalling more than \$5 billion over the course of decades;
- **New Cotai Holdings, LLC**, a joint venture of funds managed by Silver Point Capital, L.P. and Oaktree Capital Management, L.P., in a \$380 million Rule 144A/Regulation S high-yield offering of 10.625% senior pay-in-kind notes due 2019 issued by two subsidiaries of New Cotai Holdings, LLC as co-issuers, and a 7.4% indirect equity interest in New Cotai Holdings, LLC. This matter was named the “Asia-Pacific Leisure Deal of the Year” for 2013 by *Project Finance* magazine;
- **NVIDIA Corporation** in its \$2 billion offering of notes in two tranches: \$1 billion of 2.2% notes due 2021 and \$1 billion of 3.2% notes due 2026;

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- **PayPal Holdings, Inc.** in its \$5 billion offering of notes in four tranches: \$1 billion of 2.200% notes due 2022, \$1.25 billion of 2.400% notes due 2024, \$1.25 billion of 2.650% notes due 2026 and \$1.5 billion of 2.85% notes due 2029;
 - **Plum Creek Timber Company, Inc.** and its subsidiary **Plum Creek Timberlands, L.P.** in numerous offerings and other transactions over the course of decades;
 - **Stryker Corporation** in numerous offerings;
 - **Theravance Biopharma, Inc.** (as co-counsel) in connection with the offering and sale by GlaxoSmithKline plc, acting through its subsidiary GSK Finance (No.3) plc, of \$280 million of senior notes due 2023 exchangeable into ordinary shares of Theravance held by GSK and its affiliates;
 - **Viking Cruises, Ltd.** and its parent company **MISA Investments Limited** in numerous offerings and other transactions;
 - the sales agent in connection with the establishment of an at-the-market offering program of up to 25 million shares of **Virgin Galactic Holdings, Inc.'s** common stock by a selling stockholder, Vieco 10 Limited; and
 - **WEA Finance LLC, Westfield UK & Europe Finance plc** and related entities in numerous offerings and other transactions over the course of decades.
- ### Mergers and Acquisitions
- **Colony Capital, LLC** in the \$660 million acquisition by Colony Financial, Inc. of substantially all of Colony Capital's real estate and investment management businesses and operations;
 - **DraftKings, Diamond Eagle Acquisition Corp.** and **SBTech** in a \$304 million business combination agreement;
 - **EMC Corporation** in numerous transactions, including its \$67 billion acquisition by Dell Inc.;
 - **First California Financial Group, Inc.** in its \$231 million acquisition by PacWest Bancorp;
 - **Freescale Semiconductor, Inc.** and a **private equity consortium including The Blackstone Group L.P., The Carlyle Group LP, Permira Funds** and **TPG Capital, L.P.** in Freescale's \$11.8 billion acquisition by NXP Semiconductors NV. He also represented Freescale in a \$648 million offering of common shares;
 - **GS Acquisition Holdings Corp.** in its \$5.3 billion acquisition of Vertiv Holdings LLC, a portfolio company of Platinum Equity Advisors, LLC;
 - **Hillshire Brands Company** (formerly Sara Lee Corporation) in several transactions, including in:
 - its \$8.6 billion unsolicited acquisition by Tyson Foods, Inc. Skadden previously represented Hillshire in its \$7.7 billion unsolicited bid by Pilgrim's Pride Corporation;
 - its proposed \$6.6 billion acquisition of Pinnacle Foods Inc.; and
 - the \$11 billion spin-off of its international coffee and tea business into two publicly traded companies. D.E Master Blenders 1753 and Hillshire Brands, including in the related financing transactions amounting to \$3.2 billion;
 - **Permira Funds** in several matters, including its \$1.9 billion sale of an 80% stake in Netafim Ltd. to Mexichem, S.A.B. de C.V. and its \$2.8 billion sale of its portfolio company Iglo Foods Holdings Limited to Nomad Holdings Limited;
 - **Plum Creek Timber Company, Inc.** and its subsidiary **Plum Creek Timberlands, L.P.** in numerous matters, including Plum Creek Timber Company's \$8.4 billion acquisition by Weyerhaeuser Co. and its \$930 million acquisition of industrial timberlands and related assets from MeadWestvaco Corporation, which included a \$545 million offering of common stock;
 - **Safety-Kleen, Inc.** in connection with a dual-track process that included a proposed initial public offering of common stock and culminated in its \$1.3 billion acquisition by Clean Harbors, Inc.;
 - **SanDisk Corporation** in its \$19 billion acquisition by Western Digital Corporation;
 - **Social Capital Hedosophia** in its \$1.5 billion merger with Virgin Galactic;
 - **Vencore Holding Corp.** in its merger via a reverse Morris Trust transaction with KeyPoint Government Solutions, Inc. and the U.S. Public Sector business of DXC Technology Company to form a separate, publicly traded company;
 - **Westfield Group** in numerous matters, including as U.S. securities counsel in connection with the combination of its Australian and New Zealand operations with Westfield Retail Trust (Australia) to form two new entities; and
 - **WL Ross Holding Corp.** in its \$1.7 billion acquisition of Nexeo Solutions Holdings, LLC.
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