

Skadden has one of the preeminent sports law practices in the country. We have successfully handled high-stakes matters for major U.S. professional sports leagues, including litigation, antitrust, corporate, labor and employment, league governance, intellectual property, real estate, player health and safety, insurance and anti-doping issues. We have represented athletes as well as numerous individual major league teams and their owners in general litigation, player disputes, acquisitions, dispositions, stadium financings, venue leases, corporate financing, licensing transactions, sponsorship agreements and project finance work.

Skadden has a thorough understanding of the legal challenges that can arise in the sports world and the best approaches for addressing these issues. Our attorneys have successfully represented the National Basketball Association (NBA), the National Hockey League (NHL), the National Football League (NFL), Major League Baseball (MLB), the National Collegiate Athletic Association (NCAA), the PGA TOUR and the United States Tennis Association, among others, in a broad spectrum of matters, including many first-of-their-kind matters.

We serve as a principal outside counsel to both the NBA and the NHL and have been involved in nearly every major legal decision affecting both leagues for more than two decades. Additionally, we have played a principal role in many of the most high-profile disputes on behalf of professional and amateur sports organizations and teams.

Much of our corporate work draws on the extensive and relevant experience of our attorneys across the firm's many practices, including M&A, banking, capital markets, intellectual property and technology, antitrust, project finance (particularly involving the construction of new stadiums and arenas), real estate and corporate restructuring, among other areas. Skadden has the capability to assist clients with structuring acquisitions and post-closing operational matters ranging from capital raises to naming rights, stadium financing and other financing matters.

The firm provides comprehensive legal services in connection with the acquisition, enforcement and commercialization of intellectual property assets. These services include counseling; licensing and transfer agreements and other transaction-related services; and trademark and copyright clearance, registration and litigation.

Skadden's sports practice has been named a Platinum law firm — the "most prominent tier in sports law" — in the *Sports Business Journal's* "Power Players: Outside Counsel" feature. Our sports practice also is one of only three firms ranked in the top tier for Sports Law by *Chambers USA*, with sources describing our practice as having a "deep bench of quality lawyers" and "a remarkable ability to distill complex issues efficiently." Our Sports Group also has repeatedly been named in Tier 1 by *U.S. News — Best Lawyers*, Best Law Firms and as one of *Law360's* Sports Groups of the Year.

Additional representative experience includes:

## M&A Matters

- **Bruce Sherman** as lead investor of a consortium that included Derek Jeter and Michael Jordan in the \$1.2 billion acquisition of the Miami Marlins MLB franchise from Jeffrey Loria. Upon the closing, Mr. Sherman became chairman, principal owner and control person of the Marlins.
- **The PGA TOUR** in the:
  - merger of its affiliate with an affiliate of EZLinks Golf to create a joint venture, EZLinks Golf LLC, a leading online tee-time reservation business;
  - acquisitions by EZLinks of (a) Integrated Business Systems and (b) Distinct Software Solutions and related debt and equity financings, including a significant minority investment by Providence Equity Partners; and
  - sale of EZLinks Golf LLC to NBC Sports Group.
- **viagogo** in its \$4.05 billion acquisition of StubHub, Inc. from eBay Inc.
- **The XFL** in its relaunch as a professional football league following its acquisition by Redbird Capital Partners, Dwayne “The Rock” Johnson and Dany Garcia.
- **Wes Edens**, founder of Fortress Investment Group LLC and owner of the Milwaukee Bucks, in his joint investment with Nassef Sawiris in Aston Villa Football Club Limited.
- **SIGNA International Sports Holding GmbH** in:
  - its \$3.2 billion business combination with Yucaipa Acquisition Corporation. As a result, SIGNA became a publicly traded company. The merger also included the acquisition of WiggleCRC Group; and
  - (along with **SIGNA Sports United GmbH**) in connection with the formation of a strategic partnership with AEON and The Central Group.
- **FaZe Clan Inc.** in its merger with B. Riley Principal 150 Merger Corp. at an equity value of \$1 billion.
- **The NHL** in its:
  - \$140 million acquisition of the Phoenix Coyotes from Jerry Moyes;
  - \$170 million sale of the Phoenix Coyotes to IceArizona Acquisition Co., LLC, a group of Canadian and U.S. investors led by George Gosbee and Anthony LeBlanc;
  - \$170 million sale of the Atlanta Thrashers to True North Sports and Entertainment Ltd., which relocated the team to Winnipeg;
  - sale of the Dallas Stars to Tom Gaglardi as part of the Dallas Stars’ prepackaged bankruptcy;
  - sale of the New Jersey Devils and the Prudential Center by Jeffrey Vanderbeek to Joshua Harris and David Blitzer. In connection with the sale, the Devils restructured their existing first-, second- and third-lien loan agreements;
  - sale of the St. Louis Blues Hockey Club LLC to Tom Stillman;
  - sale of the Florida Panthers Hockey Club, Ltd. to Vincent Viola; and
  - agreements with team owners and third parties regarding ownership changes, financing and league rules.
- **Athletes First** in connection with MASTRY Ventures and General Catalyst’s acquisition of a majority stake in Athletes First.
- **United Talent Agency** in the acquisition of a significant stake in agent Rich Paul’s Klutch Sports, which represents LeBron James and other top NBA athletes, and the formation of a UTA sports division.
- **United Talent Agency and Klutch Sports Group** in:
  - the acquisition of Tidal Sports Group; and
  - the acquisition of Revolution Sports.
- **Clients** in the acquisitions and sales of their interests in major league sports franchises and related businesses, including regional sports networks.
- **Minnesota Vikings Football LLC** (MVF LLC), which included the controlling owner Zygmunt Wilf and other investors, in its \$600 million acquisition of the Minnesota Vikings Football Club, Inc. In connection with the acquisition, Skadden also represented certain limited partner investors of MVF LLC with a \$190 million project finance credit facility provided by Sumitomo Mitsui Banking Corporation for the partial acquisition financing.
- **Liberty Media Corporation** in:
  - the tax aspects of a tax-free split-off transaction in which it exchanged 60 million shares of its Time Warner Inc. stock (valued at \$1.5 billion) for all of Time Warner’s interest in an entity that owns the Atlanta Braves baseball team, a group of craft magazines and \$1 billion in cash; and
  - the tax aspects of its split-off of the Atlanta Braves and the real estate surrounding the Braves’ stadium into a separate, publicly traded company, Atlanta Braves Holdings Inc.
- **Fox Entertainment Group, Inc.** in its:
  - acquisition of the Los Angeles Dodgers;

- \$400 million sale of the Los Angeles Dodgers, Dodger Stadium, a spring training center in Florida and some properties in the Dominican Republic to an investor group led by Frank McCourt; and
- purchase of a minority interest in the Staples Arena and the Los Angeles Kings hockey team.
- **Group Lotus plc** and **Art Grand Prix SAS**, a Formula One (F1) racing team in France, in a joint venture to create GP2 and GP3 car racing teams.
- **Jon Bon Jovi** in his bid to acquire the Buffalo Bills franchise and other potential investments and joint ventures.
- **Ourgame International Holdings Ltd.** in its \$35 million acquisition of Peerless Media Limited, the owner and operator of the “World Poker Tour.”
- **Sport Service Deutschland AG** in its acquisition of a 90% stake in Frankfurt Lions “Die Löwen” Eishockey GmbH, a hockey team based in Germany.
- **Toto Wolff** in:
  - his increased stake in the Mercedes-AMG Petronas Formula One team;
  - sale of a minority stake in Williams Grand Prix Holdings and of a minority stake in HWA AG; and
  - acquisition of a significant minority stake Mercedes-Benz Grand Prix Ltd., the company operating the Mercedes F1 team.
- **Vulcan** in its:
  - sale of *Sporting News* to American City Business Journals; and
  - the sale of *Sporting News* radio station affiliate KMPC (Los Angeles) to Radio Korea.
- **Williams Invest Holdings Ltd.** in connection with:
  - the IPO of Williams Grand Prix Holdings; and
  - its acquisition of a minority stake in Williams F1.

**Partnerships, Joint Ventures and Consortia**

- **The National Basketball Association, Inc.** in connection with its global long-term partnership with, and 3% equity investment in, Sportradar Group AG.
- **The NHL** in connection with its multiyear strategic partnership with PointsBet and a related equity investment; and sponsorship and marketing agreements with Ticketmaster, DraftKings,

FanDuel, MGM and William Hill, including, with respect to DraftKings, a related equity investment.

- **TEAM8** in its joint venture with the United States Tennis Association and Tennis Australia, among others, to form the Laver Cup, a team tennis competition between regional teams of top professional players from Europe and the rest of the world.
- **The Walt Disney Company** in:
  - ESPN’s sale of a majority stake in the X Games action sports franchise to MSP Sports Capital; and
  - establishing its partnership with MLB and the NHL to form the streaming media company BAMTech, and its acquisition of a controlling interest in BAMTech.
- **Goldman Sachs Group, Inc.** in its:
  - \$300 million acquisition of a 40% stake in the Yankees Entertainment and Sports Network (YES);
  - sale of a stake in YES to News Corporation; and
  - subsequent sale of an additional stake to News Corporation.

**Commercial Matters**

- **The PGA TOUR** in:
  - matters relating to its multiyear broadcast agreements with NBC and Comcast/Golf Channel, including strategies relating to extensions of, or replacements for, existing media agreements;
  - its creation of an international multiplatform alliance with Discovery to which Discovery is expected to invest more than \$2 billion over the course of the 12-year alliance, including licensing of the PGA TOUR’s international media rights and building a global OTT platform available outside the United States; and
  - contemplated strategic partnerships for data licensing.
- **The Ladies Professional Golf Association (LPGA)** in:
  - its media rights dispute and ultimate extension with international rights partner JTBC; and
  - arbitration with JTBC over an alleged failure to provide sponsorship benefits under a multiyear agreement and allegations that the LPGA’s licensing practices violate anti-competition laws.
- **The NHL** as general outside counsel, advising on various legal issues in areas such as league governance, broadcasting, ticketing, events, licensing and sponsorships, including:
  - advising the NHL commissioner as arbitrator in connection with a variety of nonpublic arbitrations for alleged violations of league rules or policies;

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- with respect to the Winter Classic and Stadium Series;
  - in a number of sponsorship and marketing agreements;
  - in its headquarters lease of 160,000 square feet of office space and 15,000 square feet of retail space at One Manhattan West; and
  - in its negotiation of the extension of its collective bargaining agreement (CBA) with the NHL Players Association. The four-year extension, signed in July 2020 alongside a return-to-play agreement, included novel provisions necessitated in part by the COVID-19 pandemic and guarantees an unprecedented period of labor peace in the NHL.
- **The PGA of America** in connection with:
- its strategic partnership agreement with Legends, pursuant to which Legends will operate and elevate on-site, online, licensing and corporate merchandising for the PGA's spectator championships;
  - pre-litigation counselling involving two separate sponsorship and rights fees disputes;
  - sponsorship and co-branding agreements; and
  - developing the PGA's integrity policy.
- **The NFL, NHL and MLS** in protecting and enforcing the valuable intellectual property rights of the leagues and their member teams, including counselling on copyright and trademark infringement matters and strategies for IP protection and enforcement.
- **The NBA** on payment rights and obligations under its existing U.S. national broadcast agreement.
- **Miami Marlins** in various corporate matters, including capital raises.
- **The MLS** in:
- negotiating and drafting the terms of a league-wide group license agreement with the players union; and
  - connection with a multiyear partnership with FanDuel, including the creation of a retail sportsbook at Audi Field and DC United naming FanDuel its exclusive sports betting sponsor.
- **Chelsea FC plc** on player contracts, media and entertainment agreements, stadium lease issues, financings and intellectual property matters as well as ownership issues and agreements with soccer leagues.
- **The NBA, NHL, MLS, USTA, PGA of America, and NFL** on ticketing issues related to COVID-19 pandemic postponements and cancellations.
- **The NBA, NHL, MLS, MLB, NFL, USTA, PGA of America, Madison Square Garden, Barclays Center, Tampa Bay Buccaneers and other clients** on return to play and related reopening issues.
- **An international talent agency and event promoter** on ticketing, sports and intellectual property issues.
- **An international golf association:**
- in connection with a dispute involving a major sponsor in a luxury brand category, and helped the client negotiate a favorable early termination; and
  - in negotiating and drafting a long-term agreement with a new sponsor in the same category.
- **A significant minority investor** in connection with his investment in and exit from On Location Experiences, the premium sports and entertainment hospitality provider.
- **Major League Baseball Properties, Inc.** in connection with a 142,000 square foot lease of studio space in Secaucus, N.J., for a the MLB Network.
- **Major sports leagues and organizations** with respect to league sponsorship agreements and the licensing of trademarks and data.
- **Michael Winger** in connection with his appointment as president of the Los Angeles Clippers.
- **The NBA and NHL** in creating league-wide disability insurance programs covering the salary of athletes in each league.
- **The New York Knicks and the New York Rangers** on ticketing and related matters, and the defeat of a challenge to both teams' implementation of purchase limits for season tickets.

#### **Litigation Matters**

- **MLB, the NFL, the NBA, the NHL and the NCAA** in securing a Third Circuit affirmation of a lower court's decision granting the sports leagues' motion for summary judgment and issuing a permanent injunction preventing New Jersey Gov. Chris Christie's proposed sports wagering scheme from taking effect.
- **The NCAA, NBA, NFL, NHL and MLB** in obtaining a favorable settlement of claims by the New Jersey Thoroughbred Horsemen's Association (NJTHA) to recover the bond paid by the sports leagues to secure an injunction that had barred NJTHA from conducting sports betting operations.

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- **The NBA, NFL, NHL and MLB** in the submission of an *amicus* brief to the U.S. Court of Appeals for the Ninth Circuit, in which TV networks claimed that Aereokiller violated copyright laws by retransmitting their signals to users' personal computing devices.
  - **Brooklyn Nets, LLC** in connection with:
    - favorably settling both a federal antitrust action and a related putative class action filed in the U.S. District Court for the Eastern District of New York in connection with the Nets' termination of season ticket subscriptions; and
    - a potential dispute with player Kyrie Irving, who elected not to obtain a COVID-19 vaccine, which made him ineligible to play in Nets home games under New York City law.
  - **Head USA, Inc.** in its successful defense of claims by Bode Miller and Bomber, LLC seeking to invalidate Head's sponsorship agreements with high-profile athletes. The court granted Head's motion to dismiss all of plaintiffs' claims.
  - **MLS** in several separate enforcement matters involving the league's portfolio of trademarks and copyrights.
  - **The NBA:**
    - and **Commissioner Adam Silver** in securing the dismissal of an appeal of former Los Angeles Clippers owner Donald Sterling's lawsuit challenging a fine and lifetime ban — both imposed by the NBA after a recording of him making numerous racist comments was released to the media — prohibiting his involvement in the business operations or management of the Clippers;
    - and the **Denver Nuggets**, the **Indiana Pacers**, the **New Jersey Nets** and the **San Antonio Spurs** in securing the settlement of New York state breach of contract claims involving the distribution of media rights revenue filed by the Spirits of St. Louis, a former member team of the American Basketball Association;
    - in defense of a wrongful death lawsuit brought on behalf of a former G-league player;
    - in a declaratory class action lawsuit against the National Basketball Players Association and all NBA Players, filed in the U.S. District Court for the Southern District of New York in connection with the NBA's lockout. The lawsuit sought to establish, among other things, that the NBA's lockout was not a violation of federal antitrust laws and that if the Players Association decertified or disclaimed interest in its role as exclusive bargaining representative of NBA players, and that action were found to be valid under federal labor law, then all existing player contracts would become void and unenforceable. Skadden also served as lead counsel defending the NBA against two antitrust lawsuits brought by the NBA players challenging the NBA lockout. In December 2011, the NBA Players Association and the NBA ratified a new collective bargaining agreement; and
  - in litigation in connection with The Basketball Club of Seattle's sale of the SuperSonics to the Professional Basketball Club, an Oklahoma City ownership group.
  - **The NCAA** in:
    - a federal antitrust class action by Division I football and men's basketball players challenging the NCAA's amateurism rules barring compensation for athletes other than educational expenses; and
    - securing a Ninth Circuit affirmation of final approval of a \$209 million settlement of the damages portion of the "grant-in-aid" class action antitrust lawsuit brought by NCAA Division I FBS football and men's and women's basketball student-athletes. The multidistrict litigation, originally filed in 2014 against the NCAA and 11 Division I conferences, challenges NCAA rules limiting the value of an athletic "grant-in-aid."
  - **The NFL** in:
    - numerous matters involving enforcement of the NFL's portfolio of trademarks and copyrights;
    - securing the dismissal of a federal personal injury class action filed by 10 retired NFL players, including Hall of Fame defensive end Richard Dent, who alleged that the NFL and its teams improperly provided prescription pain-killers and anti-inflammatories to players through team physicians and trainers in order to push players back to the field, to the detriment of their long-term health;
    - obtaining dismissal of claims brought by seven photographers against the NFL companies, the Associated Press, Getty Images, and Replay Photos alleging the defendants conspired to restrain trade in the market for the commercial licensing of NFL-themed photos, in violation of the Sherman Act; and
    - securing the dismissal and subsequent appellate affirmation of a federal putative class action alleging tort, contract and RICO claims in connection with the New England Patriots' alleged videotaping of New York Jets coaches and players during a game at Giants Stadium.
  - **The NFL and New England Patriots** in:
    - pursuing a claim against a former player for the return of the player's signing bonus after the player failed to disclose his involvement in criminal activity during contract negotiations; and
    - a successful arbitration brought by a player seeking to recover his signing bonus, which was withheld by the team after he was accused of sexual assault.
  - **The NFL and several NFL Clubs** in several System Arbitrations relating to player compensation disputes, including:
    - the **Tampa Bay Buccaneers** in an arbitration involving Tampa Bay player Shaq Barrett in a dispute involving whether the
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club's fifth-year option tender for Mr. Barrett should have been valued as an interior lineman instead of a defensive end;

- the **New York Jets** and **New York Giants** in arbitrations against former Jet/current Giant Leonard Williams involving disputes over whether the Jets' fifth-year option tender or the Giants' franchise tag for Mr. Williams wrongly valued him as an interior lineman instead of a defensive end;
  - the **New York Jets** and the **Seattle Seahawks** in an arbitration against former Jet Sheldon Richardson involving a dispute over whether the Jets' fifth-year option tender for Mr. Richardson wrongly valued him as an interior lineman instead of a defensive end;
  - the **Atlanta Falcons** in connection with a claim for the return of a substantial portion of a signing bonus as a result of the player's suspension from the NFL; and
  - the **Seattle Seahawks** in a proceeding to recover the signing bonus paid to a player who became unable to render playing services after an ATV accident.
- **The NHL:**
- in securing a favorable settlement of a trademark and copyright infringement suit involving the league's rights to the Stanley Cup trophy;
  - as lead MDL counsel and coordinating counsel in a proceeding asserting personal injury claims on behalf of all former NHL hockey players against claims that the NHL did not properly inform players of alleged long-term consequences from head trauma. Skadden also took the lead on all discovery-related matters in the litigation and has challenged plaintiffs' efforts to use the class action device to shield individual claimants from discovery. Discovery is complicated in this litigation because it spans a very long period, involving both e-discovery and hard copy documents going back to the 1950s;
  - in a federally consolidated class action brought by consumers of online fantasy sports-betting websites FanDuel and Draft Kings alleging purported federal RICO and state law violations;
  - in the successful negotiation and drafting of a new CBA with the NHL Players' Association; and
  - in a class action lawsuit alleging violations of federal antitrust laws, including for conspiracy and monopolization, in connection with the NHL improperly eliminating competition in the distribution of live men's hockey games on television and over the internet.
- **The New York Mets** in their successful salary arbitration against J.D. Davis, the first salary arbitration win for the Mets in team history.
- **The PGA TOUR** in:
- securing the dismissal with prejudice of a federal antitrust complaint brought by 168 caddies at the TOUR's golf tournaments alleging that, by requiring caddies to wear bibs that often include the tournament sponsor's corporate logo, the TOUR violated antitrust laws, the Lanham Act and the caddies' rights of publicity;
  - a litigation brought by Morris Communications Corp. in the U.S. Court of Appeals for the Eleventh Circuit involving antitrust claims regarding access to real-time golf scores on the internet;
  - securing dismissal of tortious interference claims relating to the use and development of land adjacent to Liberty National Golf Course, the frequent site of a PGA TOUR FedEx Cup playoff tournament;
  - a lawsuit filed by golfer Vijay Singh related to the administration and implementation of the tour's anti-doping policy following an investigation into Mr. Singh's use of deer-antler spray; and
  - in return to play issues and protocols for PGA tournaments and for golf clubs across the country.
- **Rory McIlroy** in a lawsuit brought by Oakley, Inc., a former sponsor, related to an endorsement agreement between Mr. McIlroy and Nike, Inc.
- **The University of North Carolina at Chapel Hill** in a class action brought by former student-athletes involving academic irregularities.

#### **Stadium and Arena Matters**

- **MetLife, Inc.** in connection with its 25-year deal to name the New Meadowlands Stadium, where the NFL's New York Jets and Giants play, MetLife Stadium.
- **FirstEnergy Corp.** in its partnership with the Cleveland Browns, in which the team's venue is now called FirstEnergy Stadium.
- **Bank of America, N.A.** as agent in a secured revolving credit facility to the NFL in connection with the G-3 Program.
- **Goldman Sachs** in:
  - a construction term loan facility for Audi Field, a soccer-specific stadium in Washington, D.C. for the D.C. United; and

- a term loan financing to provide funding for the construction of a soccer specific stadium for the Nashville SC MLS club.
- **The Los Angeles Clippers** in an arena license agreement for their NBA G-League team, the Agua Caliente Clippers of Ontario.
- **Madison Square Garden** in its search for a new location.
- **The Minnesota Vikings** in a development agreement and stadium funding legislation related to U.S. Bank Stadium.
- **The NHL** in connection with the:
  - New Jersey Devils financing of the Prudential Center in downtown Newark, N.J.;
  - refinancing of the New Jersey Devils' and the Prudential Center arena's credit facilities. As part of the transaction, the owners of the Devils and the arena also entered into a series of transactions to consolidate and restructure the ownership of the entities;
  - ownership and club and arena financing transactions for the Pittsburgh Penguins; and
  - ownership and club and arena financing transactions for the St. Louis Blues.
- **The New York State Urban Development Corporation** (d/b/a Empire State Development Corporation) in the \$4.9 billion Atlantic Yards Land Use Improvement and Civic Project, the largest-ever land use improvement and civic project in Brooklyn, N.Y. The centerpiece of which was the Barclays Center, the home of the Brooklyn Nets and formerly the New York Islanders.
- **The senior secured lenders** in a revolving loan facility to finance the renovation of Arrowhead Stadium, the home of the Kansas City Chiefs.
- **The Sumitomo Bank, Limited** as agent in the \$145 million financing of Comerica Park for the Detroit Tigers.
- **The Sumitomo Bank, Limited** and **Bank of America, N.A.** in the \$155 million financing of the construction of FedEx Field. Skadden also represented the agent in connection with refinancing a loan as part of the sale of the stadium and the Washington Redskins to entities controlled by Dan Snyder.

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## Financing Matters

- **Citibank, N.A.** as a lender in a bank financing for the Houston Astros and in the acquisition financing for James R. Crane's acquisition of the Houston Astros.
- **The NHL** in connection with:
  - a series of capital transactions by the Nashville Predators, which included an internal restructuring by the owners of the team and a series of capital financings. Following the consummation of the capital transactions, a new owner was brought in to join the existing ownership group;
  - two transactions by the Carolina Hurricanes, which involved several new owners and ownership groups being brought in to join the existing club's ownership group;
  - the Atlanta Thrashers financing matters; and
  - the NHL's \$225 million secured revolving credit facility.
- **A syndicate of underwriters led by Morgan Stanley & Co. LLC, Credit Suisse Securities (USA) LLC, Canaccord Genuity LLC and Macquarie Capital (USA) Inc.** in a \$186 million cross-border public offering of Class A subordinate voting shares in the United States and Canada by Score Media and Gaming Inc., representing Score's IPO in the U.S. and listing on Nasdaq.
- **Various companies and sports leagues** in connection with the minting, marketing and selling of NFTs, as well as the sale of advertising and promotional opportunities to digital asset companies.
- **Williams Invest Holdings Ltd** in connection with Williams Grand Prix Holdings PLC's €250 million IPO of shares and listing on the Frankfurt Stock Exchange. Skadden also represented Williams Grand Prix Holdings with certain aspects of the IPO. This was the first-ever F1 racing team to conduct an IPO at the time.