

Partner, New York

Mergers and Acquisitions



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Education

J.D., Fordham University School of Law,
2015 (*magna cum laude*)

B.A., Emory University, 2012
(*summa cum laude*)

Bar Admissions

New York

Samuel Cammer is a corporate attorney who advises public and private companies, as well as private equity sponsors, on mergers, acquisitions, dispositions, spin-offs, carve-outs, going-private transactions, securities offerings and other corporate matters, including SEC compliance, shareholder activism and corporate governance. Recently, he has also represented a number of clients in high-profile minority investments, including in connection with novel, structured investment transactions involving U.S. government agencies.

Mr. Cammer's notable representations include:

Industrials and Automotive

- **MP Materials** in numerous transactions, including:

- its public-private partnership with the U.S. Department of Defense that includes a multibillion-dollar package of investments and long-term commitments to support U.S. rare earth magnetics independence
- its announced plans to establish a strategic joint venture with the U.S. Department of War and the Saudi Arabian Mining Company (Maaden) to develop a rare earth refinery in Saudi Arabia

- **DuPont** in its \$11 billion sale of a majority of its Mobility & Materials segment to Celanese

- **Entegris** in its:

- \$6.5 billion cash and stock acquisition of CMC Materials
- \$700 million sale of its electronic chemicals business to Fujifilm

- **Veoneer** in its \$4.5 billion acquisition by Qualcomm and SSW Partners following the termination of Veoneer's previously announced \$3.8 billion acquisition by Magna International Inc.

- **Stanley Black & Decker** in its:

- \$1.3 billion acquisition of Consolidated Aerospace Manufacturing
- \$760 million sale of its attachments and handheld hydraulic tools business to Epiroc AB
- \$1.8 billion sale of Consolidated Aerospace Manufacturing to Howmet Aerospace

- **LANXESS** in its \$2.7 billion acquisition of Chemtura Corporation

Spin-offs and Corporate Separations

- **FedEx** in the planned separation of FedEx and FedEx Freight into two industry-leading public companies

- **Holcim** in the \$30 billion spin-off and U.S. listing of Amrize, its North American business

- **Apartment Investment and Management Company** (an UPREIT) in its \$10.4 billion reverse spin-off of Apartment Income REIT Corp.

- **Fortive** in the \$5 billion spin-off of 80.1% of Vontier, a global industrial technology company

- **Trinity Industries** in the \$1 billion spin-off of Arcosa, its industrial business

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Technology, Media and Telecommunications; Gaming and Leisure

- **Twenty-First Century Fox** in its:
 - \$85 billion acquisition by The Walt Disney Company and the \$23 billion pre-merger spin-off of certain news, sports and broadcast businesses, which was named *The American Lawyer's* Global M&A Deal of the Year
 - \$15 billion sale of its stake in Sky plc to Comcast Corporation
- **Red Hat** in its \$34 billion acquisition by IBM
- **The Walt Disney Company** in its proposed \$1 billion investment in OpenAI as part of a landmark licensing agreement, pursuant to which Disney proposed to license key intellectual property assets — including those from Disney, Marvel, Pixar and Star Wars — to OpenAI for use in Sora, OpenAI's video generation tool
- **Pinnacle Entertainment** in:
 - the merger of Pinnacle's real estate assets with GLPI following a spin-off of Pinnacle's operating business in a transaction with an implied enterprise value of \$4.75 billion
 - Pinnacle's subsequent \$2.8 billion acquisition by Penn National Gaming and related divestitures to Boyd Gaming
- **the special committee of the board of directors of Nasdaq-listed Arco Platform Limited** in connection with Arco's unsolicited \$1.5 billion take-private transaction led by General Atlantic and Dragoneer Investment Group

Financial and Business Services

- **E*TRADE** in its \$13 billion all-stock acquisition by Morgan Stanley
- **Computershare** in connection with its \$720 million carve-out sale of its U.S. mortgage servicing business to Rithm Capital
- **S&P Global** in the carve-out sale of its EDM and thinkFolio businesses to STG, a private equity firm focused on building and scaling market-leading software, data and analytics companies
- **HPS Investment Partners** in its \$300 million acquisition of Marlin Business Services Corp.
- **Fortress** in the \$250 million sale of Logan Circle Partners, Fortress' traditional fixed-income asset management business, to MetLife

Health Care and Life Sciences

- **Edwards Lifesciences** in the \$4.2 billion sale of its Critical Care business to Becton, Dickinson and Company
- **Iora Health** in its \$2.1 billion all-stock acquisition by One Medical

Private Company and Private Equity

- **WhistlePig**, a distiller of luxury rye whiskey, in its partnerships with BDT Capital Partners and Moët Hennessy, and its related minority investment and liquidity transactions
- **Castik Capital** in the combination of its portfolio company Waterlogic Group Holdings with Culligan International, a BDT Capital portfolio company
- **Pamplona Capital Management** and its portfolio company nThrive in connection with the carve-out sale of nThrive's technology business to Clearlake Capital

In recognition of his work, Mr. Cammer has been repeatedly named one of *Best Lawyers' Ones To Watch* in America.

Mr. Cammer also provides *pro bono* legal services to New York-based clients, including early-stage nonprofits and individuals seeking asylum in the U.S.