

Partner, New York

Mergers and Acquisitions



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#### Education

J.D., Harvard Law School, 1988  
B.S., Carnegie Mellon University, 1985

#### Bar Admissions

New York

#### Associations

Member, Board of Trustees,  
Carnegie Mellon University

Member, Board of Trustees,  
NALP Foundation

Howard L. Ellin is a corporate attorney concentrating in mergers and acquisitions, securities law and general corporate matters. He focuses on a wide variety of transactions, including private equity and leveraged buyouts, public and private acquisitions, corporate restructurings and financings, and general corporate advice. Mr. Ellin serves on Skadden's Policy Committee.

Mr. Ellin's major M&A transactions include representing:

- Express Scripts, Inc. in its \$29.1 billion acquisition of Medco Health Solutions, Inc. *The Am Law Daily* selected Mr. Ellin as a "Dealmaker of the Week" for his role on this transaction. This deal also was recognized in the 2012 *Financial Times* "US Innovative Lawyers" report;
- Univision Communications Inc. in its \$13.5 billion sale to a consortium of private equity investors that includes Texas Pacific Group; Thomas H. Lee Partners, L.P.; Madison Dearborn Partners, LLC; Providence Equity Partners Inc.; and investor Haim Saban;
- McDonnell Douglas in its \$13.3 billion merger with Boeing;
- News Corporation in its \$11.5 billion proposed, but terminated, acquisition of the remaining stake it did not already own in British Sky Broadcasting Group plc;
- Digital Equipment Corporation in its \$9.6 billion merger with Compaq Computer Corporation;
- News Corporation in its \$6 billion acquisition of Dow Jones and *The Wall Street Journal*, and previously in its acquisition of 34 percent of Direct TV, in its exchange offer for the remainder of Fox Entertainment Group and in its acquisitions of Intermix Media (MySpace) and IGN Entertainment;
- Chris-Craft Industries in its \$5.4 billion sale to News Corporation;
- Bally Technologies, Inc., a manufacturer and distributor of gaming devices, in its \$5.1 billion acquisition by Scientific Games Corporation, a supplier of instant-win lottery tickets and a manufacturer of lottery terminals;
- NDS Group Ltd. and its owners, Permira Funds and News Corporation, in its \$5 billion sale to Cisco Systems, Inc.;
- Express Scripts, Inc. in its \$4.7 billion acquisition of WellPoint Inc.'s NextRx subsidiaries and its attempted hostile takeover of Caremark Rx, Inc. for \$26 billion;
- The Walt Disney Company in its \$4 billion acquisition of Lucasfilm Ltd.;
- Spotify Limited, a digital music streaming service, in its acquisition of The Echo Nest Corporation, a music intelligence company;
- News Corporation in partnership with Permira Advisers Ltd., a private equity firm in the United Kingdom, in their proposed \$3.7 billion going-private acquisition of NDS Group;
- IBM Corporation in its \$3.5 billion acquisition of PricewaterhouseCoopers Consulting;
- Mars, Incorporated in its \$2.9 billion acquisition of the Iams, Eukanuba and Natura pet food brands from The Procter & Gamble Company;

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- Landis+Gyr in its \$2.3 billion acquisition by Toshiba Corporation;
  - Dubai Aerospace Enterprise Ltd. in its \$1.8 billion acquisition of Standard Aero Acquisition Holdings, Inc. from private equity firm The Carlyle Group. Standard Aero Acquisition Holdings is a special purpose entity formed by Standard Aero Limited, a provider of aircraft maintenance services based in Canada;
  - Apax Partners, a private equity and buyout firm, in its \$1.6 billion acquisition via auction of Tommy Hilfiger Corporation;
  - WMS Industries Inc. in its \$1.5 billion acquisition by Scientific Games Corporation;
  - DISH Network Corporation in its \$1.4 billion acquisition of 100 percent of the equity of DBSD North America, Inc. Skadden also represented DISH Network as agent and lender under an \$87.5 million senior secured debtor-in-possession financing facility entered into with DBSD North America in connection with DBSD's Chapter 11 restructuring;
  - Video Gaming Technologies, Inc. in its US\$1.4 billion acquisition by Aristocrat Leisure Ltd. (Australia);
  - SHFL entertainment, Inc. in its \$1.3 billion acquisition by Bally Technologies. Both companies are manufacturers and distributors of gaming devices;
  - National Financial Partners Corp. in its \$1.3 billion acquisition by Madison Dearborn Partners, LLC;
  - Pacific Equity Partners Pty Limited, a leading Australasian private equity firm, in its leveraged buyout acquisition of an 82 percent stake for \$1 billion in The American Stock Transfer & Trust Company;
  - Babcock & Brown Limited, an investment firm in Australia, in the \$766 million acquisition of BNP Residential Properties, Inc., a real estate investment trust; and
  - Hubbard Broadcasting, Inc. in its \$505 million acquisition of 17 radio stations from Bonneville International Corporation.
- Among the private equity sponsors that Mr. Ellin has advised are Wasserstein & Co., First Reserve Corporation, Windward Capital Partners, Castle Harlan, Colony Capital, TD Capital, Poster Financial Group and Leonard Green. He also represents many companies in their dealings with private equity firms in going-private transactions, having represented AMC Entertainment Inc. when it was taken private by JP Morgan Partners and Apollo Investors.
- Mr. Ellin has been selected for inclusion in *Chambers Global*, *Chambers USA*, *Legal 500 U.S.*, *Lawdragon 500 Leading Lawyers in America* and *IFLR1000*.