

Counsel, New York

Mergers and Acquisitions



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Education

LL.M., The University of Chicago
Law School, 2016

LL.B., University of Sao Paulo
Law School, 2010

Bar Admissions

Brazil

New York

Languages

Portuguese

Caroline Frizzo advises public and private buyers, sellers and target companies and investment banks in connection with U.S. and cross-border mergers and acquisitions, as well as on the formation of joint ventures and strategic partnerships. She also counsels on corporate governance, private equity and securities law matters.

In recognition of Ms. Frizzo's work, she was named one of *Latinvex's* 2024 Latin America Rising Legal Stars. Her representations span a variety of industries, including:

- Air Lease Corporation in its pending \$28.2 billion acquisition by investors including Sumitomo Corporation, SMBC Aviation Capital, Apollo and Brookfield
- MasterBrand, Inc. in its pending \$3.6 billion merger with American Woodmark Corporation
- Alcon in its acquisition of LumiThera Inc.
- Castillo Hermanos, a family-owned conglomerate based in Guatemala, and Centerview Capital Holdings, LLC in their acquisition of Harvest Hill Beverage Co., owner of iconic brands such as SunnyD® and Juicy Juice®, from private equity firm Brynwood Partners
- funds advised by Apax Partners in the sale of Tivit, a leading technology service provider in Brazil, to Almaviva
- JAB Insurance in its acquisition of Prosperity Insurance and Prosperity Asset Management
- Engelhart Commodities Trading Partners, a global commodities trading business and an affiliate of BTG Pactual, in its acquisition of Trailstone, a global energy and technology company, from Riverstone
- Zurich Insurance Group in its \$600 million acquisition of AIG's personal travel insurance business
- Liberty Mutual Insurance in the:
 - €2.3 billion sale of its personal lines and small commercial insurance business in Ireland, Northern Ireland, Portugal and Spain to Generali Group
 - sale of its personal and small commercial business in Brazil, Chile, Colombia and Ecuador to Talanx Group for an aggregate purchase price of \$1.48 billion
- Purdue Pharma in its sale of the assets of Avrio Health L.P. to Atlantis Consumer Healthcare for \$400 million via an auction process pursuant to Section 363 of the Bankruptcy Code
- PolyPaths in its sale to Numerix
- Crane Co. in its holding company restructuring
- Star Stainless Screw Company in its sale to the LindFast Solutions Group
- SDC Capital Partners LLC as a co-investor with Aligned Data Centers in the \$1.8 billion acquisition of the Odata companies in Latin America
- Embraer S.A.:
 - and its subsidiary Embraer Aircraft Holding, Inc. in its urban air mobility subsidiary's (EVE UAM, LLC's) business combination with Zanite Acquisition Corp. at an equity value of \$2.9 billion. As a result of the business combination, Zanite changed its name to Eve Holding, Inc., was listed on the NYSE and became the parent of EVE UAM, LLC
 - in its proposed (but terminated) \$5.2 billion commercial aviation joint venture with The Boeing Company, and related joint venture to promote and develop new markets for military transportation aircraft

A. Caroline M. Frizzo

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- Aspen Technology in its \$11 billion combination with the industrial software business of Emerson Electric
 - Willis Towers Watson in its \$4 billion sale of its treaty reinsurance business to Arthur J. Gallagher & Co.
 - Delta Galil Industries, Ltd. in its acquisition of BareWeb, Inc. from Walmart Inc.
 - Adtalem Global Education Inc. in the sale of its Brazilian educational business to YDUQS Participações S.A. for 2.2 billion Brazilian reais
 - Realogy Holdings Corp. in its proposed (but terminated) \$400 million sale of its global relocation business to an affiliate of SIR-VA, Inc., a portfolio company of Madison Dearborn Partners, LLC
 - MC-21 Corporation (Puerto Rico) in its combination with ProCare Rx

Ms. Frizzo also counsels investment banking clients on transactional and financial advisory matters, including Goldman Sachs and Centerview Partners LLC as financial advisors in numerous transactions.

From August 2017 through February 2019, Ms. Frizzo was based in Skadden's São Paulo office, where she counseled on equity and debt offerings. Prior to joining Skadden in 2016, Ms. Frizzo worked at a well-known Brazilian law firm for almost five years, advising buyers, sellers and target companies on various Brazilian and cross-border mergers and acquisitions.