

Partner, New York

Executive Compensation and Benefits



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Education

J.D., Columbia Law School, 2015

B.A., University of Melbourne, 2011

Bar Admissions

New York

Evgueni (Genia) Gokhmark's practice focuses on providing executive compensation and employee benefits advice to public and private companies in the context of mergers and acquisitions, IPOs and other corporate events. Mr. Gokhmark represents companies, boards of directors, independent and compensation committees, executive management teams and members of management on executive compensation matters that arise in the ordinary course of business and in connection with extraordinary events, including leadership transitions.

He counsels clients regarding the tax rules relating to deferred compensation, the excise tax on "golden parachute" payments and the limits on deductibility of executive compensation. Additionally, he frequently advises clients regarding Securities and Exchange Commission rules governing compensation- and benefits-related disclosures, equity-related registration requirements and exemptions, and compliance with related rules under New York Stock Exchange and Nasdaq listing standards.

Mr. Gokhmark has extensive experience advising private equity sponsors and their portfolio companies on the full range of executive compensation and employee benefits matters that arise across the investment life cycle. He regularly counsels sponsors on management and compensation-related issues in connection with acquisitions. In addition, he assists sponsors and portfolio companies on the design and implementation of management incentive plans for incoming and continuing management teams, including equity- and cash-based incentive plans and awards; profit and capital interest participation in partnership and LLC arrangements; and executive and nonexecutive employment, severance, retention and change-in-control programs and agreements. He also assists sponsors and portfolio companies in structuring compensation programs in connection with add-on acquisitions and exit transactions, including secondary sales and initial public offerings.

Mr. Gokhmark's selected representative experience includes:

- Apax Partners in various transactions, including its acquisitions of:
 - a majority stake in Duck Creek; subsequent acquisitions by Duck Creek of Outline Systems, Inc., Imburse Payments (Switzerland) and Prima Solutions SA (France); Duck Creek's \$473 million IPO of common stock; and Duck Creek's \$2.6 billion acquisition by Vista Equity Partners
 - Nulo
 - ECi and the subsequent sale of a majority stake in ECi to Leonard Green & Partners
 - the North American business of Exact Group B.V. (Netherlands) and its subsequent sale to affiliates of Leonard Green & Partners
 - Quality Distribution
 - a controlling interest in FULLBEAUTY Brands
 - Social Solutions, Network for Good, CyberGrants and EveryAction, their combination into Bonterra, and Bonterra's subsequent acquisitions of OneCause, DonorDrive, WeSpire and Deed
- OceanSound Partners in various transactions, including its:
 - acquisition of a majority stake in Netrix and the subsequent acquisitions by Netrix of the IT services business unit of Prosum; PSC Group; BTB Group; and the U.S.-based IT services business of Ricoh USA
 - strategic investment in Cash Flow Management, LLC (CFM) and CFM's subsequent acquisitions of NXTsoft and Integrated Media Management

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- strategic investment in Gannett Fleming and Gannett Fleming's subsequent merger with TranSystems
 - acquisition of Automated Financial Systems
 - acquisition of Burns Engineering
 - acquisition of Message Broadcast, LLC (n/k/a Convey, LLC) along with Energy Impact Partners
 - strategic investment in Lynx Software Technologies and Lynx's subsequent acquisitions of Timesys and Thompson Software Solutions
 - acquisition of RMA Group of Companies and RMA's merger with Western Technologies and Enviro-Drill
 - Permira Advisers in various transactions, including its:
 - \$1.8 billion acquisition of Duff & Phelps and subsequent \$4.2 billion sale of Duff & Phelps to Stone Point Capital LLC
 - acquisition of DiversiTech and subsequent sale of DiversiTech to Partners Group
 - acquisition of a majority stake in Cielo
 - significant investment in Axiom Global
 - acquisition of Lyophilization Services of New England and the subsequent sale of Lyophilization Services of New England to PCI Pharma Services
 - substantial investment in PharmaCord and the subsequent merger of PharmaCord with Mercialis, creating Valeris
 - acquisition of a majority stake in Reformation
 - Hg in various transactions, including its:
 - \$2.3 billion sale of Intelrad to GE Healthcare Technologies
 - \$3 billion acquisition of AuditBoard
 - \$6.4 billion going-private acquisition of OneStream
 - Kelso & Company in various transactions, including its:
 - acquisition of Jordan Health Services together with Blue Wolf Capital Fund III, L.P. and the concurrent merger of Jordan Health Services with Great Lakes Caring and National Home Health Care to create Elara Caring; and Elara Caring's subsequent strategic investment from DaVita Inc. and Ares Management Corporation's private equity group
 - \$805 million sale of Physicians Endoscopy LLC to affiliates of UnitedHealth Group
 - acquisition of a majority stake in Refresh Mental Health and subsequent sale of Refresh Mental Health to Optum, Inc., a subsidiary of UnitedHealth Group Incorporated
 - SDC Capital Partners in various transactions, including its:
 - \$197 million investment in Allo Communications, LLC
 - acquisition of a majority stake in Summit Infrastructure Group, Inc. and subsequent sale of a significant minority stake to Harrison Street Real Estate Capital, LLC
 - Wendel (France) in the \$910 million acquisition of Crisis Prevention Institute
 - JLL Partners in its acquisition of Secretariat Advisors LLC
 - FTV Capital, along with Lightyear Capital LLC, in their investment in ProfitSolv
 - Five Point Infrastructure LLC in the formation and funding of PowerBridge LLC with an equity commitment of up to \$1 billion
 - Neuberger Berman in its:
 - merger of its Dyal Capital Partners division and Owl Rock Capital Group with Altimar Acquisition Corporation to form Blue Owl Capital Inc. at an enterprise value of \$12.5 billion
 - acquisition of MIO Partners, Inc. from McKinsey & Company
 - Rithm Capital Corp. in its:
 - acquisition of Crestline Management
 - \$1.6 billion acquisition of Paramount Group
 - Leerink Holdings LLC in its merger with SVB Financial Group and, subsequently, the management team bidder group led by Jeff Leerink in the acquisition of SVB Securities from SVB Financial Group
 - Greentech Capital Advisors Securities, LLC in its acquisition by Nomura Holdings, Inc. (Japan)
 - Manulife Financial Corporation (Canada) in its acquisition of a 75% stake in Comvest Credit Partners
 - GIC in its:
 - take-private of STORE Capital Corporation (a REIT), alongside Oak Street
 - take-private of INDUS Realty Trust, Inc. (a REIT), alongside Centerbridge
 - Nasdaq, Inc. as lead investor in Nasdaq Private Market's \$62 million Series B financing
 - BridgeBio Pharma, Inc. in the formation of a joint venture called GondolaBio, LLC
 - KAR Auction Services, Inc. in the \$2.2 billion sale of its ADESA U.S. physical auction business to Carvana
 - Purolite Corporation in its \$3.7 billion acquisition by Ecolab
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- The XFL in its merger with The United States Football League to create the United Football League
 - Castillo Hermanos (Guatemala) in its acquisition of Harvest Hill Beverage Company from Brynwood Partners
 - NFP Corp. in its \$13.4 billion acquisition by Aon plc (Ireland)
 - Twenty-First Century Fox, Inc. in its spin-off of Fox Corp., the owner of certain news, sports and broadcast businesses, followed by the \$71.3 billion acquisition of Twenty-First Century Fox by The Walt Disney Company
 - E. I. du Pont de Nemours and Company in its:
 - \$130 billion merger of equals with The Dow Chemical Company
 - \$1.6 billion sale of a portion of its crop protection business, including certain research and development capabilities, to FMC Corporation. As part of this transaction, du Pont agreed to acquire substantially all of FMC's health and nutrition business

Mr. Gokhmark is actively involved in Skadden's training and recruiting programs. He often speaks at seminars and conferences that focus on executive compensation issues and is the co-author of the Practice Note on the Section 162(m) annual deduction limitation for *Practical Law*.