

Michael S. Hamilton

Skadden

Counsel, Houston and New York

Corporate



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Education

J.D., The University of Texas
School of Law, 2008
B.S., Boston University, 2005

Bar Admissions

New York
Texas

Michael Hamilton has a broad practice with experience representing public and private clients across various industries in a diverse range of corporate and transactional matters, including capital markets transactions, SEC reporting obligations, governance matters and M&A transactions.

Mr. Hamilton's capital markets experience includes advising on IPOs, secondary offerings, "shelf" offerings, "at-the-market" offerings and Rule 144A offerings, as well as private placement transactions, tender offers, exchange offers, consent solicitations, redemptions, and other corporate reorganization and liability management transactions.

He also has substantial experience in advising public companies on disclosure requirements, employment compensation matters, stock exchange requirements, and other corporate and securities representations. In addition, Mr. Hamilton represents public and private clients in M&A-related matters, including transactions involving special purpose acquisition companies (SPACs).

Noted representations prior to joining Skadden include:

- a digital health care company in its \$3.8 billion merger with a SPAC;
- a medical technology company in its proposed but abandoned \$2.8 billion merger with a SPAC;
- a digital technology and cybersecurity company in its proposed but abandoned \$1.4 billion merger with a SPAC;
- a NYSE-listed chemicals company in its \$2.5 billion acquisition by a strategic purchaser;
- a NYSE-listed fintech company in its \$425 million modified Dutch auction tender offer for its common stock;
- a NYSE-listed chemicals company in numerous capital markets and bank financing transactions, including multiple private placements of senior unsecured notes and the refinancing of its asset-based and term loan credit facilities;
- a NYSE-listed manufacturer of specialized industrial products and equipment in its public offering of senior unsecured notes worth \$400 million;
- a NYSE-listed manufacturer and aftermarket service provider of flow control systems in its public offering of senior unsecured notes worth €500 million;
- a multinational food production company in its private placement of senior unsecured notes worth \$500 million;
- alternative investment firms in numerous debt, equity and equity-linked investments in public and private companies, including investments in SPACs and distressed investments;
- a NYSE-listed real estate investment trust in two public offerings by its operating partnership of senior unsecured notes worth an aggregate of \$750 million;
- a NYSE-listed real estate investment trust in multiple public offerings of common stock for aggregate net proceeds of \$796.9 million;
- a NYSE-listed manufacturer and aftermarket service provider of flow control systems in its \$800 million unsecured revolving credit facility; and
- a NYSE-listed RV manufacturer in a \$2.85 billion debt financing (consisting of a \$2.1 billion term loan facility and a \$750 million secured asset based loan facility) in connection with an acquisition.