

Associate, Washington, D.C.

Mergers and Acquisitions



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Education

J.D., The University of Texas School of Law, 2011 (High Honors; Order of the Coif; Chancellors Honor Society; Articles Editor, *Texas Law Review*; Managing Editor, *Texas Review of Law & Politics*)

B.A., with distinction, University of Virginia, 2006

Bar Admissions

District of Columbia

Experience

Law Clerk, Hon. Ed Carnes, U.S. Court of Appeals for the Eleventh Circuit (2011-2012)

Micah Kegley concentrates his practice in the areas of mergers and acquisitions, securities law and general corporate matters. Mr. Kegley has represented acquirers, targets, special committees and private equity funds in significant transactions, including public and private acquisitions and divestitures, going-private transactions, auctions, public company and private company tender offers, joint ventures and cross-border transactions. He also advises companies on securities law and corporate governance matters.

Representative matters include:

- The Advisory Board Company in its strategic review process and resulting \$2.6 billion multiparty sale of its education business to Vista Equity Partners and its health care business to OptumInsight, Inc.;
- Amherst Holdings in the combination of its broker-dealer business with Pierpont Securities, a broker-dealer sponsored by Stone Point Capital;
- Centene Corporation in a number of transactions, including its:
 - pending \$17.3 billion acquisition of WellCare Health Plans, Inc.;
 - acquisition of MHM Services, Inc.;
 - acquisition of Community Medical Group; and
 - investment in RxAdvance Corporation, a cloud-based pharmacy benefit manager;
- Del Frisco's Restaurant Group in its \$325 million acquisition of Barteca Holdings;
- Dynegy Inc. in a number of transactions, including:
 - its \$1.74 billion stock-for-stock merger with Vistra Energy; and
 - its \$3.3 billion acquisition of Engie's U.S. fossil generation portfolio, including (i) the formation of a joint venture with Energy Capital Partners (ECP) to effect the acquisition, (ii) Dynegy's subsequent \$375 million purchase of ECP's interests in the joint venture and (iii) Dynegy's \$150 million sale of common stock to an affiliate of ECP;
- FC PAC Holdings, LLC, a medical-services holding company sponsored by a consortium of private equity funds, in its acquisition of Hospice Compassus;
- Gannett Co., Inc. in its unsolicited proposed, but terminated, acquisition of Tribune Publishing Company and Gannett's related proxy contest to withhold votes from Tribune's director nominees;
- Helmerich & Payne in its \$100 million acquisition of Motive Drilling Technologies;
- JLL Partners in its acquisition of a majority interest in Aviation Technical Services;
- Privilege Underwriters, Inc., the holding company for PURE Insurance, in its equity recapitalization with investments from Stone Point Capital and Kohlberg Kravis Roberts & Co., and in XL Group Plc's minority investment in Privilege Underwriters;
- Sprint Nextel Corporation in its \$21.6 billion sale of a 78 percent stake to Softbank Corporation and its \$3.5 billion acquisition of the shares of Clearwire Corporation that it did not already own;
- TECO Energy, Inc. in its \$6.5 billion sale to Emera Inc.; and
- Valeant Pharmaceuticals International, Inc. in its \$344 million acquisition of Obagi Medical Products, Inc.