

Partner, 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 in a variety of industries, including health care and energy. Mr. Kegley represents acquirers, targets and special committees in significant transactions, including public and private acquisitions and divestitures, going-private transactions, auctions, public company and private company tender offers, joint ventures, corporate venture capital and cross-border transactions. Representative matters include:

- The Advisory Board Company in its strategic review process and resulting \$2.6 billion multiparty sale of its health care business to OptumInsight, Inc. and education business to Vista Equity Partners
- 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:
 - \$19.6 billion acquisition of WellCare Health Plans, Inc. (including the related divestitures of IlliniCare Health Plan, Missouri Care and WellCare of Nebraska)
 - \$2.5 billion acquisition of Magellan Health, Inc.
 - \$1.35 billion sale of Magellan Rx to Prime Therapeutics LLC
 - pending \$750 million sale of Magellan Specialty Health to Evolent Health, Inc.
 - acquisitions of Apixio, Community Medical Group, MHM Services, PANTHERx Specialty Pharmacy and the Medicaid membership of NextLevel Health Partners
 - sales of Casenet, LLC and U.S. Medical Management, LLC
 - cooperation agreement with Politan Capital Management LP
- Del Frisco's Restaurant Group in its \$325 million acquisition of Barteca Holdings
- Digital Media Solutions, LLC in its \$757 million de-SPAC transaction with Leo Holdings Corp.
- Dynegy Inc. in a number of transactions, including:
 - its \$1.74 billion stock-for-stock merger with Vistra Energy
 - its \$3.3 billion acquisition of Engie's U.S. fossil generation portfolio
- FC PAC Holdings, LLC, a medical-services holding company sponsored by a consortium of private equity funds, in its acquisition, and subsequent sale, 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
- JLL Partners in its acquisition of a majority interest in Aviation Technical Services
- Performance Food Group Company in a number of transactions, including its:
 - pending \$2.5 billion acquisition of Core-Mark Holding Company, Inc.
 - \$2 billion acquisition of Reinhart Foodservice, LLC
- 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% 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.