

Partner, New York

Tax; International Tax



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#### Education

LL.M., New York University  
School of Law, 2011

J.D., Rutgers University School of Law,  
Newark, 2006 (highest honors)

B.A., George Washington University,  
2003 (*cum laude*)

#### Bar Admissions

New York

#### Associations

Member, Executive Committee, New  
York State Bar Association Tax Section

Fellow, American Bar Foundation

Brian Krause represents clients on a broad range of U.S. and international tax matters, with particular emphasis on cross-border transactions, including mergers and acquisitions, joint ventures, post-acquisition integration transactions, internal restructurings, and the establishment of hedge fund and private equity fund structures. Mr. Krause also provides tax advice in connection with restructurings of financially distressed corporations and partnerships, financially troubled corporations both in and out of bankruptcy proceedings, and in matters involving master limited partnerships. He was selected for inclusion in *Chambers USA 2020* and was named a 2020 Rising Star in Tax by *Law360*.

Mr. Krause has advised:

- Pfizer Inc. on the tax aspects of its consumer health care joint venture with GlaxoSmith-Kline that would create the world's largest maker of over-the-counter products;
- ExxonMobil in connection with its joint venture with Saudi Basic Industries Corp. (SABIC) for their Gulf Coast Growth Ventures project, which includes the planned construction of a 1.8 million tonne ethane cracker and a monoethylene glycol unit and two polyethylene units in San Patricio County, Texas;
- Worldpay in its \$43 billion merger with FIS;
- Vantiv in its \$12 billion acquisition of Worldpay. Mr. Krause was part of the team awarded Transatlantic Tax Team of the Year by *The American Lawyer* and *Legal Week* at the 2018 Transatlantic Legal Awards and *International Tax Review's* Americas Tax Awards 2018: Americas Technology and Telecommunications Tax Deal of the Year for its work on this deal;
- Noble Energy in its \$3.2 billion acquisition of Clayton Williams Energy, Inc.;
- NorthStar Asset Management Group Inc. in its merger of equals with Colony Capital, Inc. and NorthStar Realty Finance Corp.;
- Pfizer Inc. in connection with its terminated combination with Allergan plc;
- Frontier Communications Corp. in its \$10.54 billion acquisition of the wireline operations from Verizon Communications Corp. and its \$2 billion acquisition of the Connecticut wireline business of AT&T Inc.;
- luxury baggage maker Tumi Holdings, Inc. in connection with its \$1.8 billion acquisition by Samsonite International SA;
- health insurer Centene Corporation in its acquisition of Health Net, Inc.;
- ONEOK, Inc. in the spin-off of its natural gas local distribution company;
- Marubeni Corporation in its \$2.7 billion acquisition of Gavilon Group LLC;
- various sovereign entities in connection with their investment in hedge funds, private equity funds and U.S. real estate;
- Goldman Sachs in connection with its sale of a 49 percent stake in the YES Network to News Corporation;
- Pfizer Inc. in its \$11.9 billion divestiture of its infant nutrition business to Nestlé S.A.; and
- Pfizer Inc. in connection with the integration of Wyeth.

# Brian Krause

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He also has represented financially troubled businesses, including:

- Atlas Resource Partners, L.P. in connection with its prepackaged plan of bankruptcy, one of the first Chapter 11 reorganizations of a master limited partnership. This matter was named as one of *Turn-arounds and Workouts*' Top 12 Most Successful Restructurings;
- Triangle USA Petroleum Corp., a leading Bakken-based E&P company, in connection with its Chapter 11 reorganization;
- Millennium Health LLC in its prepackaged Chapter 11 reorganization whereby Millennium converted in excess of \$1.1 billion first lien debt to equity; and
- CIT Group Inc. in connection with its prepackaged plan of bankruptcy.

As well, he also has advised on matters related to master limited partnerships, including:

- ONEOK, Inc. in connection with its pending acquisition of the publicly traded common units of ONEOK Partners, L.P.;
- Atlas Resource Partners, L.P. in connection with its prepackaged plan of bankruptcy;
- Fortress Transportation and Infrastructure Investors LLC, an owner and acquirer of transportation and transportation-related infrastructure assets, in its \$340 million initial public offering of common shares representing limited liability company interests; and
- Och-Ziff Capital Management Group LLC in connection with its \$1.2 billion initial public offering.

Mr. Krause has been published extensively in a variety of leading legal publications discussing IRS and tax-related issues, in addition to authoring several articles on the 2017 U.S. tax reform legislation and its effects on business entities and individuals. He is a co-author of "The Partnership Union: Opportunities for Joint Ventures and Divestitures," "Tax Consequences of Business and Investment-Driven Uses of Financial Products" and "Section 355: Tax-Free Spinoffs, Split-Offs, Split-Ups - Uses and Requirements," each of which are published in Practising Law Institute's *Tax Strategies for Corporate Acquisitions, Dispositions, Spin-Offs, Joint Ventures, Financings, Reorganizations & Restructurings*. Mr. Krause also has been named several times as the recipient of the Legal Aid Society's Pro Bono Publico award for his work with the Low Income Tax Clinic.