

Partner, Wilmington

Mergers and Acquisitions



T: 302.651.3180
allison.land@skadden.com

Education

J.D., Ohio State University College of Law, 1992 (*summa cum laude*; Managing Editor, *Ohio State Law Journal*)

B.S., Lehigh University, 1988

Bar Admissions

Delaware
Pennsylvania

Allison Land is head of the M&A/Corporate Group in Skadden's Wilmington, Delaware, office. She has a diverse corporate practice with a focus on joint ventures, mergers and acquisitions, renewable energy transactions, REIT transactions, and Delaware corporate and alternative entity advice.

Ms. Land has substantial experience advising clients in the renewable energy industry, including in connection with joint ventures, acquisitions and complex financing and restructuring transactions. In recognition of her work in the renewable energy field, she was named to the 2022 Top 100 Legal Power List published by A Word About Wind. She also was named *Best Lawyers'* 2022 Delaware Lawyer of the Year for Corporate Law and has been recognized repeatedly as a leading lawyer by *Best Lawyers* and *IFLR1000*. In addition, Ms. Land regularly advises equity sponsors, asset management firms and other financial services clients on a wide variety of matters, including equity investments, corporate governance matters, acquisitions, and debt and equity offerings.

Ms. Land counsels clients in all areas of Delaware law governing corporations, limited liability companies and limited partnerships. As the immediate past chair of Delaware's Corporation Law Council and a long-standing member of both the Council and its Alternative Entity Subcommittee, she provides clients with in-depth insight into Delaware's business entity laws and the manner in which they have been interpreted by courts. She regularly advises clients on the use of Delaware alternative entities in connection with a broad array of complex transactions, including joint ventures, equity investments, securities offerings, spin-offs, acquisitions and restructurings in a wide variety of industries, including for REITs. Ms. Land has been selected for inclusion repeatedly in *Chambers USA: America's Leading Lawyers for Business*, in which clients have praised her for "a mastery of Delaware corporate law that many strive to have."

In renewable energy M&A and joint ventures, Ms. Land recently has represented:

- NextEra Energy Partners in connection with:

- its acquisition of a 49% stake in a 1.5 GW renewables portfolio and 100% of the indirect membership interests in a 345 MW portfolio of operating wind assets, and a related \$805 million convertible equity portfolio financing with the Ontario Teachers' Pension Plan Board (Canada)
- its \$849 million acquisition of a 50% stake in a 2,520 MW renewables portfolio and a related \$824 million equity financing by Apollo Global Management, Inc.
- equity investments by funds managed by KKR, including in a transaction named Renewable Energy Deal of the Year at the 2020 *Power Finance & Risk Awards*
- equity investments by funds affiliated with BlackRock Global Energy & Power Infrastructure to finance a \$1.28 billion acquisition of renewable energy projects

- NextEra Energy Resources, LLC in connection with:

- its \$849 million sale of a 50% interest in a 2,520 MW renewables portfolio to an affiliate of the Ontario Teachers' Pension Plan Board (Canada) and a related joint venture arrangement
- the formation of a partnership with KKR's third Global Infrastructure Investors Fund to own an interest in a portfolio of renewable energy projects
- corporate governance changes and restructuring transactions

Allison L. Land

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Ms. Land's M&A representations have included:

- Builders FirstSource, Inc. in its all-stock merger transaction with BMC Stock Holdings, Inc. to create a combined company with an equity value of \$5.5 billion
- CrossAmerica Partners LP in connection with its \$263 million acquisition of 106 convenience stores from 7-Eleven, Inc. and in its asset exchange with Circle K Stores
- Sealed Air Corporation in its \$3.2 billion carve-out sale of its Diversey Care division and the food hygiene and cleaning business within its Food Care division to Bain Capital
- CF Industries Holdings, Inc. in connection with its strategic venture with CHS Inc., including on a \$2.8 billion investment and other matters

In REIT transactions, Ms. Land has represented:

- Suntex Marinas Investors, LLC in connection with its recapitalization and equity issuance to Centerbridge Partners, L.P. and Resilient Capital Partners, LLC, and its REIT serialization
- Alexander & Baldwin, Inc. in its conversion to a REIT serialization and other matters
- Darden Restaurants, Inc. in its spin-off of Four Corners Property Trust, Inc., a separately traded, public company that is treated as a REIT
- Ladder Capital Corp in connection with its REIT conversion and serialization

Publications

"Proposed DGCL Amendments Would Expressly Authorize Stockholders' Agreements and Align DGCL Provisions With Current M&A Practices," *The CLS Blue Sky Blog*, April 24, 2024, and *Skadden Publication*, April 4, 2024

"Proposed Changes to Delaware Law Would Facilitate Ratification of Defective Corporate Acts, Disposition of Pledged Assets, Stock Splits and Changes to the Number of Authorized Shares," *Wall Street Lawyer*, June 2023

"Officer Exculpation Under Delaware Law—Encouraging Results in Year One," *Harvard Law School Forum on Corporate Governance*, June 1, 2023

"Skadden Discusses Proposed Changes to Delaware Corporation Law," *The CLS Blue Sky Blog*, May 30, 2023

"Proposed Changes to Delaware Law Would Facilitate Ratification of Defective Corporate Acts, Disposition of Pledged Assets, Stock Splits and Changes to the Number of Authorized Shares," *Thomson Reuters' Wall Street Lawyer*, June 2023, and *Skadden Publication*, May 25, 2023

"Officer Exculpation Under Delaware Law—Encouraging Results in Year One," *Harvard Law School Forum On Corporate Governance*, June 1, 2023

"Skadden Discusses Proposed Changes to Delaware Corporation Law," *The CLS Blue Sky Blog*, May 30, 2023

"100 Years of Commitment to the Development of Delaware Corporate Law," *The Journal of the Delaware State Bar Association*, April 2023

"Exculpation of Personal Liability Expanded to Include Certain Corporate Officers," *Harvard Law School Forum On Corporate Governance*, December 20, 2022

"How Directors Can Manage the UK Supreme Court's 'Balancing Exercise' in Difficult Times," *Skadden's 2023 Insights*, December 13, 2022

"Discusses Proposed 2022 Amendments to Delaware Corporation Law," *The CLS Blue Sky Blog*, April 20, 2022

"Proposed 2022 DGCL Amendments Include Significant Changes Addressing Exculpation of Officers, Appraisal Rights and Domestication-Related Transactions," *Skadden Publication*, April 18, 2022

Co-Author, *Folk on the Delaware General Corporation Law; Folk on the Delaware General Corporation Law, Fundamentals* (published annually)

"Skadden Discusses Delaware Law Authorizing Captive Insurance for D&O Coverage," *The CLS Blue Sky Blog*, February 18, 2022

Professional Memberships

Immediate Past Chair, Council of the Corporation Law Section of the Delaware State Bar Association

Former Chair and Emeritus Member, Alternative Entity Subcommittee of the Corporation Law Council of the Delaware State Bar Association