

Charles W. Mulaney, Jr.

Skadden

Of Counsel, Chicago

Mergers and Acquisitions



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Education

J.D., Yale Law School, 1974
(Editor, *Yale Law Journal*)

A.B., Georgetown University, 1971
(*summa cum laude*)

Bar Admissions

Illinois

Experience

Law Clerk, Hon. Edward Weinfeld,
U.S. District Court, Southern District
of New York (1974-75)

Charles W. Mulaney, Jr. focuses on mergers and acquisitions (friendly and hostile), corporate governance and corporate financings. He counsels clients on a broad range of securities and corporate matters, including disclosure issues, the duties of directors and shareholder activism. Mr. Mulaney represents special committees of directors in transactions and internal investigations. He also advises major investment banks on acquisition and financing matters and has represented issuers and underwriters in numerous public and private securities offerings.

Among the many public and private transactions he has been involved in are the representation of:

- Rockwell Collins, Inc. in its:
 - \$30 billion acquisition by United Technologies Corporation
 - \$8.6 billion acquisition of B/E Aerospace
- Baxter International Inc. in its disposition of its 19 percent retained ownership in recently spun-off Baxalta, concurrent with Shire Plc's \$32 billion acquisition of Baxalta
- Ecolab in the proposed spin-off of its \$4.4 billion upstream energy business and immediate merger with Apergy Corporation
- Hospira, Inc. in its \$17 billion acquisition by Pfizer Inc.
- Ball Corporation in its \$6.9 billion acquisition of Rexam PLC
- Ameritech Corporation in its \$60 billion merger with SBC Communications, Inc.
- Exact Sciences Corporation in its \$2.8 billion acquisition of Genomic Health, Inc.
- Chevron Corporation in its \$4.3 billion acquisition of Atlas Energy, Inc.
- Exelon Corporation in its \$7.9 billion stock-for-stock merger with Constellation Energy Group, Inc.
- Guidant Corporation in its acquisition by Boston Scientific Corporation for \$27 billion, after an extended bidding contest with Johnson & Johnson
- Kinetic Concepts, Inc. in its \$6.3 billion acquisition by a consortium of funds advised by Apax Partners, together with controlled affiliates of Canada Pension Plan Investment Board and the Public Sector Pension Investment Board
- Pactiv Corporation in its \$6 billion acquisition by Reynolds Group Holdings Limited
- Qwest Communications International Inc. in its \$22.4 billion merger with CenturyTel, Inc. Mr. Mulaney was named Dealmaker of the Week by *The Am Law Daily* for his work on this transaction
- Ryerson Inc. in its successful proxy contest with Harbinger Fund and later sale to Platinum Equity for \$2 billion
- Scientific-Atlanta Corporation in its \$7 billion acquisition by Cisco Systems, Inc.
- Stryker Corp. in its \$1.65 billion acquisition of MAKO Surgical Corp.
- the special committee of the board of directors of Tribune Company in its \$13 billion going-private transaction involving an employee stock ownership plan and equity infusion from Sam Zell
- Waste Management, Inc. in its \$14 billion merger with USA Waste Services Inc.

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Mr. Mulaney has provided corporate and transactional advice to a number of companies, including Ball Corporation; Baxter International Inc.; Ecolab Inc.; J.C. Penney Company; Navistar International Corporation; Northern Trust Corporation; Stryker Corporation; and various private corporations.

He is a member of the Corporate and Securities Law Institute of Northwestern University School of Law and has lectured at institutes for public company directors at the business schools of the University of Chicago, Duke University and Northwestern University. He speaks frequently on mergers, acquisitions and corporate governance.

Mr. Mulaney has been named a Midwest Trailblazer by *The American Lawyer* and was previously named one of *The National Law Journal's* Trailblazers, which honors lawyers who have advanced their legal practice areas through the use of innovative strategies. He also has been named *Best Lawyers' Chicago Corporate Governance Lawyer of the Year* and *Chicago Mergers & Acquisitions Lawyer of the Year*. He has been listed repeatedly in *Chambers Global*, *Chambers USA*, *The Best Lawyers in America*, *The International Who's Who of Corporate Governance Lawyers*, *Crain's Chicago's Who's Who* list and *AmLaw's Dealmakers of the Week* feature. Additionally, he has been recognized by Lawdragon as part of its Hall of Fame and as one of its 500 Leading Dealmakers in America. Mr. Mulaney also has been repeatedly named a Client Service All-Star by The BTI Consulting Group.