

Associate, Washington, D.C.

Mergers and Acquisitions



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#### Education

J.D., Georgetown University Law Center, 2015 (*cum laude*; Editor, *Georgetown Law Journal*)

B.A., University of Michigan, 2012

#### Bar Admissions

District of Columbia

Drew L. Pollekoff concentrates his practice in the areas of mergers and acquisitions, corporate governance, securities law and general corporate matters.

Mr. Pollekoff has represented acquirers, targets, private equity funds and financial advisors in significant transactions, including public and private acquisitions and divestitures, mergers, cross-border transactions, auctions, going-private transactions, internal reorganizations, public and private company tender offers, joint ventures and other strategic alliances. He also advises companies on a range of corporate governance and securities law matters.

Significant representations include, among others:

- The AES Corporation and Alberta Investment Management Corporation (AIMCo) in their joint venture acquisition of sPower from Fir Tree Partners and its minority owners for \$1.6 billion (enterprise value). This transaction was named North America M&A Deal of the Year for 2017 by *Power Finance & Risk*;
- Aflac Incorporated in its \$2.4 billion sale of an approximately 7% stake to Japan Post Holdings Co., Ltd.;
- Centene Corporation in its \$17.3 billion merger with WellCare Health Plans, Inc. and investment in RxAdvance Corporation, a cloud-based pharmacy benefit manager, via a tender offer;
- Dynegy Inc. in 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;
- Duke Energy Corporation in two transactions totaling \$2.4 billion: the \$1.2 billion sale of its Brazilian business to China Three Gorges Corporation and the \$1.2 billion sale of its international businesses in Peru, Chile, Ecuador, Guatemala, El Salvador and Argentina to I Squared Capital Advisors, LLC. This transaction was named Latin America Power M&A Deal of 2016 by *Power Finance & Risk* and Cross-Border M&A Deal of the Year by *LatinFinance*;
- Gannett Co., Inc. in its receipt of an unsolicited proposal from MNG Enterprises, Inc. and the subsequent successful proxy contest against MNG;
- Highmark Inc. in its sale of Davis Vision, Inc. and a minority interest in Visionworks of America, Inc. to Centerbridge Partners, L.P., and the subsequent sale of Visionworks of America, Inc. to Vision Services Plan;
- Moelis & Company LLC as financial advisor to The Empire District Electric Company in its \$2.4 billion acquisition by Algonquin Power & Utilities Corp.;
- an investor in Seattle-based Puget Energy in connection with an increase in its equity ownership thereof;
- the private equity arm of a pension fund in various transactions;
- a real estate investment and private equity firm in connection with its internal restructuring as a Delaware LLC via an exchange offer, subsequent share repurchase via a tender offer and ongoing corporate governance matters;
- Aquarian Investors Heritage Holdings LLC in its acquisition of Investors Heritage Capital Corporation; and
- Helmerich & Payne, Inc., an international drilling contractor, in its sale of TerraVici Drilling Solutions, L.P.