

Partner, Boston

Mergers and Acquisitions



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Education

J.D., Harvard Law School, 1999
B.A., University of Pennsylvania, 1996

Bar Admissions

Massachusetts
New York

Experience

Law Clerk, Hon. J. Curtis Joyner,
U.S. District Court for the Eastern
District of Pennsylvania

Publications

"Insights Conversations: Life
Sciences," *Skadden's 2015 Insights*,
January 2015

"Health Care and Life Sciences:
Affordable Care Act Rollout to Impact
M&A and Enforcement Activity,"
Skadden's 2014 Insights - Regulatory,
January 16, 2014

"A Look At The Health Care M&A
Horizon," *Law360*, March 6, 2013

"Health Care and Life Sciences:
Affordable Care Act Upheld, but M&A
and Enforcement Trends Reflect
Uncertainty," *Skadden's 2013 Insights*,
January 2013

Graham Robinson is the head of Skadden's Boston office and the Boston Mergers and Acquisitions Group. He focuses his practice on mergers, acquisitions and other transactions in the pharmaceutical, medical device and technology industries in the U.S. and internationally. Mr. Robinson regularly represents public and private companies in acquisitions and divestitures, both negotiated and contested. He has significant experience advising companies in preparing for and responding to unsolicited acquisition proposals, as well as advising companies in dealing with activist investors. Mr. Robinson also regularly advises boards of directors and special committees in addressing corporate governance matters and internal investigations. He is a former member of Skadden's governing body, the Policy Committee.

Mr. Robinson's representations include:

- WeWork in its pending merger with BowX Acquisition Corp., a special purpose acquisition company, as a result of which WeWork would become a public company with an implied initial enterprise value of \$9 billion;
- Pandion Therapeutics in its sale to Merck for \$1.8 billion;
- Centerview Partners and Goldman Sachs as financial advisors to GW Pharmaceuticals in its pending sale to Jazz Pharmaceuticals for \$7.2 billion;
- Boston Dynamics in its sale to Hyundai Motor Group for \$1.1 billion;
- Ionis Pharmaceuticals in its acquisition of the remaining outstanding stake of Akcea Therapeutics for \$500 million;
- CerSci Therapeutics in its sale to ACADIA Pharmaceuticals for up to \$939.5 million;
- Centerview Partners and Goldman Sachs as financial advisors to Momenta Pharmaceuticals in its pending sale to Johnson & Johnson for \$6.5 billion;
- Centerview Partners as financial advisor to Portola Pharmaceuticals in its sale to Alexion for \$1.41 billion;
- Stemline Therapeutics in its sale to Menarini Group for up to \$677 million;
- Gilead Sciences in its \$4.9 billion acquisition of Forty Seven;
- the special committee of the board of directors of Legg Mason in its proposed \$4.5 billion acquisition by Franklin Templeton;
- ArQule in its sale to Merck for \$2.7 billion;
- Carbonite in its sale to OpenText for \$1.42 billion;
- WeWork in an \$8 billion transaction in which SoftBank provided financing to the company and proposed to acquire a majority of its outstanding shares through a tender offer;
- Achillion in its sale to Alexion for up to \$1.225 billion;
- Alder BioPharmaceuticals in its sale to Lundbeck for up to \$1.95 billion;
- Vertex Pharmaceuticals in its acquisition of Semma Therapeutics for \$950 million;
- Gilead Sciences in its \$5.1 billion investment in, and expanded collaboration with, Galapagos NV;
- Array BioPharma in its \$11.4 billion sale to Pfizer;
- Nightstar Therapeutics in its \$800 million sale to Biogen;
- Clementia Pharmaceuticals in its sale to Ipsen for up to \$1.31 billion;

Graham Robinson

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- WeWork in connection with its \$6 billion investment from SoftBank;
 - Carbonite in its \$618.5 million acquisition of Webroot;
 - Juno Therapeutics, Inc. in its acquisition by Celgene Corporation valuing Juno at over \$11 billion;
 - Gilead Sciences in its \$11.9 billion acquisition of Kite Pharma;
 - Synergy Pharmaceuticals in its Chapter 11 filing and proposed sale of assets to Bausch Health for \$200 million;
 - Strongbridge Biopharma in its sale of Macrilen to Novo Nordisk for \$145 million plus royalties, and in the related \$36.7 million equity investment by Novo Nordisk in Strongbridge;
 - Unidine in its acquisition by Compass Group;
 - Gilead Sciences in its acquisition of Cell Design Labs for up to \$567 million;
 - WeWork in its acquisitions of Meetup, Conductor and Naked Hub;
 - WeWork in its \$4.4 billion investment from SoftBank Group and SoftBank Vision Fund;
 - Ultragenyx in its successful topping bid for Dimension Therapeutics;
 - BlueFocus International in its attempted combination with Cogint;
 - Cempra in its combination with Melinta Therapeutics;
 - Merrimack Pharmaceuticals in its asset sale to Ipsen for up to \$1.025 billion;
 - Tobira Therapeutics in its sale to Allergan for up to \$1.7 billion;
 - Qlik Technologies in its sale to Thoma Bravo for \$3 billion;
 - Gilead Sciences in its acquisition of Nimbus Apollo for up to \$1.2 billion;
 - Almirall, S.A. in its acquisition of an option to acquire ThermiGen LLC, and later exercise of that option;
 - Annapurna Therapeutics in its combination with Avalanche Biotechnologies;
 - WeWork Cos. in its sale of series F preferred stock to Hony Capital, Legend Holdings and other investors;
 - Gilead Sciences in its collaboration with, and \$425 million equity investment in, Galapagos NV;
 - NPS Pharmaceuticals in its \$5.2 billion sale to Shire. Mr. Robinson was named as a Dealmaker of the Week by The American Lawyer for his role on this transaction (January 16, 2015);
 - Strongbridge Biopharma in its redomiciliation from Sweden to Ireland by means of an exchange offer in connection with its U.S. initial public offering;
 - Almirall, S.A. in its strategic investment in Suneva Medical;
 - Dendreon Corporation in its Chapter 11 filing and proposed restructuring of \$620 million of convertible notes, its sale of Provenge and other assets to Valeant for \$495 million, and in the sale of its New Jersey immunotherapy manufacturing facility to Novartis for \$43 million;
 - Gilead Sciences in its acquisition of Phenex Pharmaceuticals for up to \$470 million;
 - Veloxis Pharmaceuticals in connection with its lawsuit against the FDA relating to the approval of the drug Envarsus XR;
 - J.P. Morgan and Citigroup as lead underwriters in the \$78 million initial public offering of Prosensa Holding B.V.;
 - Covidien Ltd. in its investment in and acquisition of an option to acquire privately held medical device company FIRE1;
 - Covidien Ventures in numerous investments in private medical device companies;
 - Tranzyme Pharma in its merger with Ocera Therapeutics and related financing transaction;
 - Celltrion GSC Co., Ltd. and Celltrion Holdings Co., Ltd. in their sale of 4.42 million shares of Celltrion, Inc. to an affiliate of Temasek Holdings for \$129 million;
 - Savient Pharmaceuticals in its \$120 million sale to Crealta Pharmaceuticals;
 - Rhythmia Medical in its sale to Boston Scientific for up to \$265 million;
 - Skyworks Solutions in its acquisition of SiGe Semiconductor for up to \$275 million;
 - Prism Pharmaceuticals in its sale to Baxter International for up to \$338 million;
 - Arbor Networks in its sale to Danaher Corporation;
 - Sapphire Therapeutics in its sale to Helsinn Healthcare;
 - Progress Software in its \$162 million acquisition of IONA Technologies PLC;
 - PerkinElmer, Inc. in its \$600 million acquisition of Caliper Life Sciences, its \$300 million acquisition of ViaCell, its acquisition of the metabolic screening business of Pediatrix Medical Group and its \$650 million acquisition of Packard Bioscience;
 - Arlington Tankers Ltd. in its \$2 billion merger with General Maritime; and
 - Savient Pharmaceuticals in its defense against activist shareholder Tang Capital and in the \$176 million sale of its Rosemont Pharmaceuticals subsidiary to Close Brothers Private Equity.
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Graham Robinson

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Mr. Robinson has been listed in the most recent rankings of *Chambers Global*, *Chambers USA* and *The Best Lawyers in America*. He is the only corporate lawyer based in New England listed in Lawdragon 500 Leading Lawyers in America. He also was named a Financial & Corporate Star by *LMG Life Sciences* in 2019. Mr. Robinson was named a 2018 Client Choice Award winner as an attorney who “stands apart for excellent client care.” In 2013, Mr. Robinson was named by *The M&A Advisor* as one of the top 40 M&A professionals under the age of 40 in the United States. In 2011, he was named by the *Boston Business Journal* as one of its 40 Under 40 business and civic leaders in the city of Boston. Mr. Robinson is a member of the board of fellows of Harvard Medical School, an overseer of the Boston Symphony Orchestra and a former member of the board of directors of the Massachusetts Chapter of the March of Dimes.

Mr. Robinson also is a member of the board of directors of Project Step, a nonprofit organization that seeks to identify musically talented children from underrepresented Boston communities, provide them with comprehensive music and string instruction, and prepare them to compete and succeed as professionals in the world of classical music.