

Associate, Palo Alto

Executive Compensation and Benefits



T: 650.470.3148  
allison.rosensteel@skadden.com

## Education

LL.M., New York University  
School of Law, 2016

J.D., Santa Clara University  
School of Law, 2015 (Dean's List;  
Emery Law Scholarship)

B.A., University of California, Santa Cruz,  
2012 (*summa cum laude*)

## Bar Admissions

California  
New York

Allison Rosensteel represents employers, compensation committees and executives in the negotiation and drafting of compensation and benefits arrangements. She also advises public and private companies on the tax, securities and corporate governance issues that can arise in connection with these arrangements during mergers, acquisitions and other corporate transactions.

Ms. Rosensteel's deep background in tax law allows her to provide her clients with sophisticated legal solutions that emphasize tax efficiencies. She also assists nonprofit organizations with their entity formations, tax exemption applications, compensation strategies and other best practices regarding corporate governance.

Her recent representative matters include advising:

- ArchKey Holdings, Inc., a portfolio company of the GFI Energy Group of Oaktree Capital Management, in its acquisition of Sprig Electric Co.;
- Caesars Entertainment Corporation, along with VICI Properties Inc., in the \$25 million sale of Bally's Atlantic City Hotel & Casino to Twin River Worldwide Holdings Inc.;
- CarMax, Inc. in its \$50 million acquisition of a minority stake in Edmunds.com, Inc.;
- Intel Corporation in its pending \$5.4 billion acquisition of Tower Semiconductor; and
- Tulco, LLC in the \$400 million sale of its artificial intelligence insurance business to Acrisure, LLC.

Ms. Rosensteel is the author of the chapter on "Starting a New Business" in the book *Emerging Companies Guide: A Resource for Professionals and Entrepreneurs, Third Edition*. In addition, she has contributed to the firm's annual *Compensation Committee Handbook* and other publications.

Prior to joining Skadden, Ms. Rosensteel was an associate at another law firm, where she primarily advised Silicon Valley startups on general corporate, tax and securities law matters during Series Seed and Series A financings, mergers and acquisitions, fund formations, reorganizations and other tax-sensitive transactions.

Her representative matters prior to joining Skadden include:

- a Silicon Valley-based digital services and solutions company in the \$20 million sale of its business to a global IT service management firm;
- a national recruitment process outsourcing company in its \$2.5 million asset sale to an international talent acquisition firm;
- a Silicon Valley-based medical technology company in its \$2 million Series A equity financing; and
- a Silicon Valley-based computer hardware manufacturing company in the spin-off of its wholly-owned subsidiary company in an IRC Section 355 transaction.