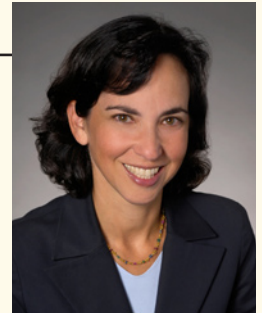


THE TALENT

Dealmaker of the Week: Skadden's Allison Schneirov

Posted by Tom Huddleston Jr.



DEALMAKER

Allison Schneirov, 45, M&A partner in the New York office of Skadden, Arps, Slate, Meagher & Flom. She was recognized earlier this year as one of The American Lawyer's "45 Under 45."

THE DEAL

NBCUniversal, Inc., announced on Monday that it would buy the 50 percent stake in Universal Orlando that it did not already own from private equity firm The Blackstone Group.

THE CLIENT

Blackstone is one of the world's largest private equity firms with investments in Allied Waste and Houghton Mifflin, as well as theme park operator Busch Entertainment Corp.

THE DETAILS

NBCUniversal will pay \$1.025 billion to consolidate its ownership in the string of theme parks, which include Universal Studios Florida, Universal's Islands of Adventure, and Universal CityWalk. The deal will be financed by a combination of cash, credit, and a one-year \$400 million loan from an affiliate of majority owner Comcast.

Blackstone offered to sell its stake to NBCUniversal in March, according to The Wall Street Journal, setting a deadline for acceptance of early June. Had NBCUniversal declined Blackstone's offer, the companies agreed that Blackstone would then have had 270 days to find a buyer for the entire company, including NBCUniversal's stake.

Davis Polk & Wardwell advised the seller on the deal, which is expected to close on July 1. Schneirov co-led Skadden's team with New York M&A partner Mark Smith.

THE BIG PICTURE

In 2000, Blackstone acquired its Universal stake from Rank Group PLC for \$275 million, meaning that this sale gives the firm a 220% return on its original investment.

Part of that return can be attributed to the fact that, in 2007,

Universal acquired the rights and licensing of characters from Harry Potter and The Simpsons to be used in theme park attractions. The Wall Street Journal reports that Universal's The Wizarding World of Harry Potter theme park attraction, which opened last June, helped boost attendance rates for Universal Orlando. The park reported \$390 million of 2010 operating income, roughly \$90 million higher than its previous high, in 2007, according to the Journal.

THE BACKSTORY

Schneirov and Smith's team advised Blackstone on both the investment firm's original acquisition of its stake in the theme parks and in the character rights acquisition by Universal. The New York-based M&A partners also represented a private equity consortium led by Blackstone that acquired Freescale Semiconductor, Inc. for \$17.6 billion in 2006.

The 2000 purchase of the 50 percent stake in Universal Orlando also marked the beginning of Blackstone's relationship with Schneirov and Smith. Blackstone--whose general counsel John Finley was a Simpson Thacher & Bartlett partner until leaving last September--often turned to Simpson Thacher on transactions prior to that deal. But, with Simpson Thacher conflicted because it was advising Universal in that deal, Blackstone ended up calling on Schneirov and Smith for the work, Schneirov says.

ON CLOSING

Schneirov told us in an e-mail statement that the deal's most interesting aspect was the fact that Blackstone had the right to force a sale of both parties' interests should NBCUniversal not accept its offer. Blackstone wielded that right because of an existing contractual stipulation, she says.

In spite of the potential for a forced sale, though, Schneirov says that negotiations never became heated.

"It was not at all contentious and the parties worked really well together, which sometimes in and of itself makes deals noteworthy," Schneirov says.