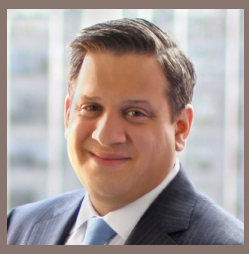
Peter D. Serating

Skadden

Partner, New York

Mergers and Acquisitions; Asset Management Mergers and Acquisitions; Private Equity; Real Estate Investment Trusts



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Education

J.D., Fordham University School of Law, 2002 (*magna cum laude*; *Fordham Law Review*; Order of the Coif)

B.A., New York University, 1999 (*cum laude*)

Bar Admissions

New York

Associations

Board of Directors, Children's Rights

Peter D. Serating is co-head of Skadden's New York M&A Group and co-head of the firm's Asset Management M&A team. He has represented public and private clients on a variety of U.S. and cross-border transactions, including mergers, acquisitions, takeovers (negotiated and contested), dispositions, auctions and joint ventures. Mr. Serating regularly advises clients on shareholder activism, takeover preparedness, corporate governance, securities law, SEC disclosure and general corporate matters. In addition, he has represented investment banks as financial advisors in M&A transactions.

In recognition of his work, Mr. Serating has been ranked Band 1 in *Chambers USA*'s Asset Management M&A category and honored as one of *Lawdragon*'s 500 Leading Lawyers in America, 500 Leading Dealmakers in America and 500 Leading Real Estate Lawyers. Additionally, he was previously named one of *Law360*'s Rising Stars of M&A and one of the top 40 M&A professionals under the age of 40 in the United States by *The M&A Advisor*.

Mr. Serating has advised various clients on significant transactions, including:

Asset Management / Financial Institutions / Financial Sponsors

- BlackRock, Inc. in its:
  - $12 billion acquisition of HPS Investment Partners
  - $12.5 billion acquisition of Global Infrastructure Partners
  - acquisition of ElmTree Funds
- Janus Henderson Group plc in its:
  - acquisition of Rantum Capital
  - $7.9 billion acquisition by Trian Fund Management and General Catalyst
- Neuberger Berman Group in the $12.5 billion combination of its Dyal Capital Partners division and Owl Rock Capital Group to form Blue Owl Capital
- Rithm Capital Corp. in its:
  - acquisition of Crestline Management, L.P.
  - acquisition of Sculptor Capital Management, Inc.
  - acquisition of Genesis Capital LLC, along with a related portfolio of loans, from affiliates of the Goldman Sachs Group
  - $1.675 billion acquisition of Caliber Home Loans, Inc.
  - $1.4 billion acquisition of all of the assets of Home Loan Servicing Solutions, Ltd. (Cayman Islands corporation)
  - $212 million acquisition of Shellpoint Partners LLC
- Fortress Investment Group LLC in:
  - its $3.3 billion acquisition by SoftBank Group Corp.
  - the sale of TRAC Intermodal to Stonepeak Infrastructure Partners
  - the sale of its majority stake in its portfolio company Abercrombie & Kent Group of Companies, S.A. to Zhonghong Group

  - the $250 million sale of Logan Circle Partners, L.P., Fortress' traditional fixed-income asset management business, to MetLife, Inc.
  - FTAI Aviation Ltd.'s internalization of management
  - the internalization of management of Rithm Capital Corp. (formerly New Residential Investment Corp.)
- Computershare Limited in the $720 million sale of its U.S. mortgage services business
- Ancient Management in the acquisition of Clay Lacy's private aviation management business
- MacAndrews & Forbes Incorporated in various acquisitions, financing transactions and corporate matters, including the:
  - acquisition of the Deluxe film processing and creative services business from The Rank Group Plc
  - acquisition of Faneuil, Inc., a privately held government services provider
  - acquisition of the Allied Security business from an investor group and subsequent acquisitions by Allied Security of Barton Protective Services and the U.S. security services business of Initial Security
  - the sale of Faneuil, Inc. to ALJ Regional Holdings, Inc.
- Sculptor Capital Management, Inc. (formerly Och-Ziff Capital Management Group LLC) in various matters, including its strategic recapitalization plan
- York Capital Management in its sale of The Bay Club Company to KKR
- Affiliates of MSX International, Inc. in connection with its sale to Bain Capital Private Equity
- OneMain Holdings, Inc. in the $1.5 billion acquisition of a 40% stake in the company by an investor group led by Apollo Global Management, LLC and Värde Partners, Inc.
- TPG Capital, L.P. in its $450 million acquisition of Assisted Living Concepts, Inc., an operator of assisted living residences
- Citigroup Inc. in a number of transactions, including the sale of Citigroup's 80% owned subsidiary, The Student Loan Corporation, which included the sale of $32 billion of assets to Discover Financial Services and Sallie Mae
- Deutsche Bank AG in a number of transactions, including its:
  - acquisition of Dresdner Bank AG's global agency securities lending business
  - acquisition of Hedgeworks LLC, a hedge fund administrator

Real Estate / REIT Transactions

- ECHO Realty in its $2 billion acquisition by TPG Real Estate
- Rithm Capital Corp. in its $1.6 billion acquisition of Paramount Group Inc.
- Healthpeak Properties, Inc. (formerly HCP, Inc.) (a REIT) in the spin-off of its HCR ManorCare portfolio of skilled nursing and assisted living assets, as well as other skilled nursing assets, into an independent, publicly traded REIT
- Brookdale Senior Living Inc. in its:
  - $2.8 billion merger with Emeritus Corporation
  - $1.2 billion joint venture with HCP, Inc., a REIT
  - receipt of a notice of nomination of three director candidates for election to the Brookdale board of directors at the company's 2015 annual meeting of stockholders from Sandell Asset Management Corp.
- Darden Restaurants, Inc. in the separation of a portion of its real estate assets into a separate, publicly traded REIT
- Emeritus Corporation in the sale by its joint venture with Blackstone Real Estate Partners of $1.8 billion of senior housing communities to HCP, Inc.
- New Senior Investment Group Inc. in connection with its publicly announced exploration of strategic alternatives and subsequent internalization of management

Additional Public Company Transactions

- American Express Global Business Travel in its:
  - $6.3 billion going-private acquisition by Long Lake Management
  - $5.3 billion de-SPAC business combination with Apollo Strategic Growth Capital
- Investindustrial in its $2.9 billion acquisition of TreeHouse Foods
- Chardan NexTech Acquisition 2 Corp. in its de-SPAC business combination with Dragonfly Energy
- Boral Limited in its $2.6 billion acquisition of U.S.-based Headwaters Incorporated
- MacAndrews & Forbes Incorporated in Panavision Inc.'s going-private transaction
- vTv Therapeutics in:
  - an investment into the company by, and Collaboration and License Agreement with, affiliates of G42 Healthcare
  - an investment into the company by affiliates of CinRx Pharma, LLC, and related agreements

- Life Time Fitness, Inc. in its $4 billion acquisition by affiliates of private equity firms Leonard Green & Partners, L.P. and TPG Capital, L.P.
- The Coca-Cola Company in its:
  - $2.15 billion investment and partnership with Monster Beverage Corporation
  - $1.25 billion investment in, and Keurig Cold at-home beverage system partnership with, Green Mountain Coffee Roasters, Inc.
  - $13 billion acquisition of the North American business of its largest bottler, Coca-Cola Enterprises
- Vanguard Health Systems Inc. in its $4.3 billion acquisition by Tenet Healthcare Corp.
- The Warnaco Group, Inc. in its $2.9 billion acquisition by PVH Corp.
- Newcastle Investment Corp. in its agreement with BLR Partners to appoint a director to Newcastle's board of directors
- L-1 Identity Solutions, Inc. in its sale to Safran SA in a merger transaction valued at $1.6 billion, including the parallel sale of L-1's Intelligence Services unit to BAE Systems, Inc. for $303 million

Other M&A and Corporate Transactions

- Prada S.p.A. in its €1.25 billion acquisition of Gianni Versace S.r.l. from Capri Holdings Limited
- American Express Global Business Travel in its acquisitions of (i) the Egencia corporate travel business from Expedia Group and (ii) Ovation Travel Group
- Revlon, Inc. in its $665 million acquisition of The Colomer Group Participations, S.L.
- Deluxe Entertainment Services Group Inc., a subsidiary of MacAndrews & Forbes Incorporated, in its digital cinema joint venture with Technicolor S.A.