

Partner, New York

Mergers and Acquisitions



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#### **Education**

J.D., Harvard Law School, 2001

B.A., Columbia University,  
Columbia College, 1998  
(*magna cum laude*)

#### **Bar Admissions**

New York

Brandon Van Dyke focuses his practice on mergers and acquisitions and corporate and securities law matters.

Mr. Van Dyke has represented acquirers, targets and financial advisors in a number of significant U.S. and cross-border mergers, acquisitions, takeovers (both negotiated and contested), leveraged buyouts and other corporate matters. In addition, he has provided transactional advice to companies implementing corporate restructuring plans.

Industries in which Mr. Van Dyke has had substantial transactional involvement include media and entertainment, mining and metals, chemicals, pharmaceuticals, railroads and health care.

As reported in *The American Lawyer*, Mr. Van Dyke ranked first among all M&A deal leads in 2024, advising on just under \$74 billion in transactions, per *Mergerlinks*.

Mr. Van Dyke has been repeatedly selected for inclusion in *Chambers USA* and named one of *Lawdragon*'s 500 Leading Dealmakers in America and 500 Leading Lawyers in America. He has also been named one of America's Top 250 Lawyers and one of America's Top M&A Lawyers by *Forbes*, as well as a BTI Client Service All-Star by The BTI Consulting Group and a Rising Star by *New York Law Journal*. In addition, he has been recognized as a Dealmaker of the Year by *The American Lawyer*, an M&A Rising Star by *Law360* and one of the top 40 M&A professionals under age 40 by The M&A Advisor.

Representations and transactions include:

- DuPont in numerous transactions, including:
  - its \$130 billion merger of equals transaction with The Dow Chemical Company
  - its \$45.4 billion reverse Morris trust split-off and merger of its Nutrition and Biosciences business with International Flavors & Fragrances Inc.
  - its announced intention to separate — via tax-free spin-offs — into three stand-alone public companies focused on its electronics, water and diversified industrials businesses
  - its \$11 billion sale of a majority of its Mobility and Materials business to Celanese Corporation
  - responding to a proxy contest commenced by Trian Fund Management, L.P., a representation recognized in the *Financial Times*' North America Innovative Lawyers report
  - its simultaneous sale of a portion of its global crop protection business to FMC Corporation and acquisition of FMC's Health and Nutrition business
  - the tax-free spin-off of its global performance chemicals business into a separate public company
  - its \$4.9 billion sale of DuPont Performance Coatings to The Carlyle Group
  - its \$6.6 billion acquisition of Danisco A/S by tender offer, one of the largest transactions in the history of Denmark up to that time
- DowDuPont in its separation into three independent public companies, including its \$42 billion spin-off of Dow, Inc. and its \$22 billion spin-off of Corteva, Inc.
- Union Pacific Corporation in its pending \$85 billion acquisition of Norfolk Southern Corporation to create America's first transcontinental railroad, with combined enterprise value of more than \$250 billion

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- The Kraft Heinz Company in its announced plan to separate into two independent, publicly traded companies
- Twenty-First Century Fox in its:
  - \$71 billion acquisition by the Walt Disney Company and the related pre-merger spin-off of Fox Corporation and in connection with its response to an unsolicited acquisition proposal by Comcast Corporation
  - proposed (but terminated) \$80 billion acquisition of Time Warner
  - proposed (but terminated) acquisition of the remaining stake in Sky plc that it did not already own and the subsequent \$15 billion sale of its own stake in Sky plc to Comcast Corporation
- Holcim, Ltd. in its \$30 billion cross-border spin-off of Amrize Ltd.
- Red Hat, Inc. in its \$34 billion acquisition by IBM
- International Flavors & Fragrances in numerous transactions, including:
  - the \$2.9 billion sale of its pharma solutions business to Roquette Frères S.A.
  - the \$810 million sale of its cosmetics ingredients business to Clariant International AG
- Dover Corporation in the \$2 billion sale of its Environmental Solutions Group business to Terex Corporation
- the special committee of the board of directors of TKO Group in its \$3.25 billion acquisition of IMG, On Location and Professional Bull Riders from Endeavor Group
- Endo Health Solutions in its \$1.6 billion acquisition of Paladin Labs Inc. (Canada) through the formation of a new Irish holding company
- News Corporation in numerous transactions, including:
  - the \$12 billion tax-free spin-off of its newspapers, information services and certain other operations into a separate public company
  - in partnership with Permira Advisers Ltd., a private equity firm in the United Kingdom, in their \$3.7 billion going-private acquisition of NDS Group plc
  - in its \$5.6 billion acquisition of Dow Jones & Company
  - in its \$11 billion buyback of its stock from Liberty Media in exchange for cash and assets
  - in taking Fox Entertainment Group private for \$6 billion in News Corporation stock

- Gilead Sciences, Inc. in its \$11 billion acquisition of Pharmasset, Inc., a transaction that was recognized in the *Financial Times'* U.S. Innovative Lawyers report
- Endo Pharmaceuticals in its \$2.9 billion acquisition of American Medical Systems
- Endo Pharmaceuticals Holdings in its \$1.2 billion acquisition of Qualitest (a portfolio company of Apax Partners) and in its \$250 million acquisition of HealthTronics, Inc. by tender offer
- CIT Group in a cash debt tender offer in connection with its restructuring plan
- Express Scripts in its \$4.675 billion acquisition of WellPoint Inc.'s NextRx subsidiaries
- Safeco in its \$6.2 billion merger with Liberty Mutual Insurance Company
- Alcoa Inc. in its commenced (but terminated) \$27 billion hostile exchange offer for Alcan Inc.
- Serono S.A. and the Bertarelli family in the €10.6 billion acquisition of Serono by Merck KGaA
- AMC Entertainment, Inc. in its \$2 billion sale to J.P. Morgan Partners and Apollo Partners Limited

Mr. Van Dyke also has advised several of Skadden's investment banking clients as financial advisors in various public merger and acquisition transactions, including Goldman Sachs, Bank of America/Merrill Lynch and JPMorgan Chase as financial advisors to Pfizer in its \$68 billion merger with Wyeth.

In addition, Mr. Van Dyke has advised clients with respect to responding to unsolicited acquisition proposals, stockholder activist approaches and other corporate preparedness matters, SEC reporting obligations, board governance, and other corporate and securities law matters.