

Partner, Chicago

Banking



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## Education

J.D., University of Michigan  
Law School, 2008

B.M., University of Michigan, 1999

## Bar Admissions

Illinois

## Associations

Member, Board of Directors, 2nd Story  
(2016-Present)

Member, Associates Board,  
Steppenwolf Theatre (2015-Present)

## Government Service

Lieutenant, U.S. Army, 2001-04

David Wagener represents borrowers and lenders in connection with various types of sophisticated financing transactions in a variety of industries. Many of Mr. Wagener's representations involve complex, cross-border secured financing structures, including asset-based loan facilities, acquisition and other leveraged financings, vehicle floorplan financings, investment-grade lending, corporate restructurings and workouts, debtor-in-possession financings and exit financings.

Significant transactions include the representation of:

- **investors** in connection with the secured and unsecured financings for a \$15 billion take-private acquisition of STORE Capital Corporation. The financings included a \$2 billion senior secured asset-based securitization warehouse facility and a \$1.1 billion senior unsecured revolving and term loan financing;
- **Morgan Automotive Group** in its \$700 million inaugural high-yield notes offering and \$270 million add-on notes offering, along with various floorplan, real estate term loan and revolving credit facilities totaling approximately \$1.5 billion;
- **a retail dealership conglomerate** in its:
  - \$1.2 billion senior secured floorplan facility;
  - \$300 million real estate term loan facility;
  - approximately \$800 million senior secured term loan facility; and
  - \$150 million senior secured revolving credit facility;
- **Ball Corporation** in:
  - securing revolving and term loan credit facilities for more than \$3.1 billion; and
  - the financing for its acquisition of Rexam PLC, which was named Transatlantic Deal of the Year by *The American Lawyer* and was shortlisted by *IFLR* for Loan Deal of the Year;
- **Standard Chartered Bank** and **Axis Bank** in:
  - multiple secured cross-border U.S. law term loan facilities in excess of \$2 billion, each for Novelis Inc. and syndicated primarily to Asian banks; and
  - the financing for its acquisition of Aleris Corporation, which was named Loan Deal of the Year at the 2018 *IFLR* Americas Awards;
- **Wells Fargo Bank, National Association** in a \$2 billion secured asset-based cross-border revolving facility (including German, Swiss, Canadian, U.K. and U.S. borrowing bases) for Novelis Inc.;
- **Black Diamond Capital Management, L.L.C.** in the financing for its acquisition of Pangea Made, Inc. (formerly GST Autoleather, Inc.), as well as the follow-on financings for approximately \$120 million;
- **Silver Point Capital, LLC** in its secured financings for, and divestiture of, Nautic Global Group, Inc.;
- **Alpha Auto Group** in connection with U.S. law aspects of its secured term loan and floorplan financings;

# David M. Wagener

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- **Burlington Coat Factory** in a \$900 million senior secured asset-based revolving facility and a \$1.2 billion senior secured term loan facility;
  - **Citibank, N.A.** in asset-based credit facilities for Ardagh Group, S.A., Privium Package, Avaya Inc., Harland Clarke Corp., inVentiv Health, Inc. and UTi Worldwide, Inc., and in a letter of credit facility for Sears Holdings Corporation and its subsidiaries;
  - **Bank of America, N.A.** in asset-based credit facilities for Sears Holdings Corporation, Voyant Beauty, LLC, School Specialty, Inc. and Navistar, Inc.; and
  - **CF Industries, Inc.** in connection with its \$750 million senior secured revolving credit facility and \$1.25 billion Rule 144A/Regulation S high-yield offering of senior secured notes.

Mr. Wagener was named a recipient of the 2018 40 Under 40 Award from *The Commercial Finance Association*.

Prior to joining Skadden, Mr. Wagener served as an infantry officer in the U.S. Army with the 82nd Airborne Division and is a veteran of the wars in Afghanistan and Iraq.

Mr. Wagener also represents veteran clients *pro bono* in claims for service-connected disability compensation. He is a member of the board of directors of, and storyteller with, 2nd Story, an organization that builds community and promotes diversity and inclusion through the power of empathy and personal stories. His story, "Heart of Nowhere," is available as a podcast on 2nd Story's website, and tells of his unique experiences as a soldier in Afghanistan.