

Counsel, New York

Executive Compensation and Benefits



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## Education

J.D., Benjamin N. Cardozo School of Law, 2015 (*cum laude*; Senior Articles Editor, *Cardozo Law Review*)

B.S., University of Northern Colorado, 2012 (*summa cum laude*)

## Bar Admissions

New York

Matt Weston's practice focuses on a wide variety of compensation-related matters, including negotiating compensation and benefit arrangements in mergers and acquisitions and other corporate transactions. Mr. Weston regularly advises clients on the design and implementation of compensation and benefit arrangements, including executive employment and severance agreements, retention, severance and change-in-control plans, equity- and cash-based incentive programs, and nonqualified deferred compensation plans.

Mr. Weston also frequently counsels clients on tax rules relating to deferred compensation, "golden parachute" payments and limits on the deductibility of executive compensation. In addition, he advises clients on the U.S. Securities and Exchange Commission rules governing executive compensation disclosure, securities laws and relevant corporate governance matters.

Mr. Weston's representations, among others, include:

- Cannae Holdings in its agreement to wind down its external management structure
- Engelhart Commodities Trading Partners, a global commodities trading business and an affiliate of BTG Pactual, in its announced acquisition of Trailstone, a global energy and technology company, from Riverstone
- International Paper in its proposed \$9.9 billion acquisition of DS Smith
- Mars in its pending \$35.9 billion acquisition of Kellanova
- MasterBrand, Inc. in its \$520 million acquisition of Supreme Cabinetry Brands, a portfolio company of GHK Capital Partners
- Molina Healthcare, Inc. in its pending \$350 million acquisition of ConnectiCare, a leading health plan in Connecticut
- Squarespace, Inc. in a variety of matters, including its \$6.9 billion take-private acquisition by Permira
- WSP in its \$1.8 billion acquisition of Power Engineers Inc.

Prior to joining Skadden, Mr. Weston's major representations included: CVS Health in its \$69 billion acquisition of Aetna and its \$10.6 billion acquisition of Oak Street Health; Fenway Sports Group, in a variety of matters, including its purchase of a controlling interest in the Pittsburgh Penguins; B/E Aerospace in its \$6.4 billion merger with Rockwell Collins; WebMD Health Corp in its sale to KKR in a \$2.8 billion tender offer; and Salesforce.com in its \$2.8 billion public tender offer for Demandware, Inc.