Gavin A. White

Partner, New York

Tax



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Education

J.D., University of Virginia School of Law, 2004 (Editorial Board, *Virginia Law Review*; Order of the Coif)

A.B., Princeton University, 2001

Bar Admissions

New York

Gavin A. White advises clients on a wide variety of U.S. and international tax matters, including public and private acquisitions, divestitures, bankruptcy reorganizations, equity and debt offerings, and joint ventures. He has extensive experience advising private equity firms and their portfolio companies on a variety of transactions.

Mr. White has been recognized repeatedly in *Chambers USA* and *The Legal 500,* and was included in *Crain's* inaugural Notable LGBTQ Leaders & Executives list, which honored 70 LGBTQ professionals in a variety of industries. He has also been honored as one of Lawdragon's 500 Leading Global Tax Lawyers and 500 Leading Lawyers in America, and recognized as Highly Regarded by *ITR World Tax*, in addition to being previously named one of *Law360*'s Rising Stars in Tax.

Mr. White's notable representations of corporate clients include:

- **Air Lease Corporation** in its pending $28.2 billion acquisition by investors including Sumitomo Corporation, SMBC Aviation Capital, Apollo and Brookfield
- **Capgemini SE** in its:
  - acquisition of WNS Limited
  - acquisition of Syniti from Bridge Growth Partners, LLC
- **Casago** in its acquisition of Vacasa, Inc.
- **Lachlan Murdoch**, **Grace Murdoch** and **Chloe Murdoch** and certain trusts for their benefit in the resolution of all disputes with respect to the Murdoch Family Trust
- The **special committee of the board of directors of TKO Group Holdings, Inc.** in its $3.25 billion acquisition of certain sports-related businesses from Endeavor Group Holdings, Inc.
- **Union Pacific Corporation** in its pending $85 billion acquisition of Norfolk Southern Corporation to create America's first transcontinental railroad
- **WSP Global** in its:
  - pending $3.3 billion acquisition of TRC Companies
  - $1.8 billion acquisition of POWER Engineers, Inc.
- **Twenty-First Century Fox, Inc.** in its $71.3 billion acquisition by the Walt Disney Company and the related premerger spin-off of certain news, sports and broadcast businesses
- **Express Scripts** in its $67 billion acquisition by Cigna Corporation and its $3.6 billion acquisition of EviCore Healthcare, LLC
- **Centene Corporation** in its:
  - $17.3 billion merger with WellCare Health Plans, Inc.
  - $2.2 billion acquisition of Magellan Health
  - $750 million sale of Magellan Specialty Health, Inc. to Elovent Health, Inc.
  - sale of a majority stake in U.S. Medical Management, LLC to Rubicon Founders, Valtruis, Oak HC/FT and HLM Venture Partners
  - acquisition of PANTHERx Rare, LLC
  - acquisition of Apixio, Inc.
  - sale of Casenet, LLC to Zyter, Inc.

- **LVMH Moët Hennessy Louis Vuitton S.E.** in its $15.9 billion acquisition of Tiffany & Co.
- **Dell Technologies Inc.** in its $4 billion sale of Boomi, Inc. to Francisco Partners and TPG Capital
- **Fortive Corporation** in its $3 billion tax-free spin-off via a Reverse Morris Trust of four operating companies from its Automation & Specialty platform to Altra Industrial Motion Corp. and its tax-free spin-off of Vontier
- **Squarespace, Inc.** in its $6.9 billion going-private acquisition by Permira Advisers
- **Sealed Air Corporation** on its $3.2 billion sale of Diversey Care to Bain Capital
- **Dentsply Sirona** in its $1 billion acquisition of Byte
- **News Corporation** in its $950 million acquisition of Move, Inc.
- **Mayne Pharma Group Limited** in its $475 million sale of Metrics Contract Services to Catalent, Inc.
- **Joh. A. Benckiser GmbH**, a holding company based in Germany, as the lead investor in its $9.8 billion acquisition of D.E. Master Blenders 1753 N.V. (the Netherlands), a coffee and tea producer. Skadden also advised on the related €3.3 billion acquisition financing, which won *International Financial Review*'s EMEA Leveraged Loan of the Year award for 2013
- **Reliance Industries Limited** in its $8.5 billion joint venture with Viacom18 Media Private Limited and The Walt Disney Company to combine Viacom18 and Star India Private Limited
- **Jabil Inc.** in its:
  - $2.2 billion sale of its mobility business to BYD
  - $725 million acquisition of Hanley Energy Group
- **Activision Blizzard, Inc.** in its acquisition of Proletariat Inc.
- **D.S. & Durga, LLC** in its sale of a majority stake to Manzanita Capital UK LLP
- **Danaher Corporation** in:
  - its $13.8 billion acquisition of Pall Corporation, its $5.7 billion acquisition of Abcam plc and its acquisition of Intabio LLC
  - the $2.6 billion merger of its communications business with NetScout Systems, Inc.
  - its $3.3 billion divestiture of its remaining interest in Envista Holdings Corporation through a split-off exchange offer
  - its tax-free spin-off of its specialty industrials business into a separate, publicly traded company called Fortive Corp.
- **Aircastle Limited** in its:
  - $33 million secondary offering of common stock
  - $7.4 billion acquisition by an entity controlled by affiliates of Marubeni Corporation and Mizuho Leasing Company, and in its secondary offering of common stock
- **Lynx Software Technologies** in its acquisition of Thompson Software Solutions, LLC
- **Fortress Transportation and Infrastructure Investors LLC**, an owner and acquirer of transportation and transportation-related infrastructure assets, in its $340 million initial public offering of common shares representing limited liability company interests
- **Freescale Semiconductor, Ltd.** and a private equity consortium, including **The Blackstone Group L.P.**, **The Carlyle Group LP**, **Permira Funds** (United Kingdom) and **TPG Capital, L.P.**, in Freescale's $11.8 billion acquisition by NXP Semiconductors NV (the Netherlands)
- **NASDAQ OMX Group, Inc.** in several transactions, including its acquisitions of the eSpeed platform for electronic trading in U.S. Treasury securities, Instinet Group, Inc. and Direct Reporting Corporation; its repurchase of $500 million of common stock from Borse Dubai Limited; its sale of International Derivatives Clearing Group; and numerous debt and equity offerings
- **Bai Brands, LLC** in its $1.7 billion acquisition by Dr Pepper Snapple Group, Inc.
- **NXP Semiconductors N.V.** in its:
  - wholly-owned subsidiary's $1.76 billion acquisition of Marvell Technology Group Ltd.'s (Bermuda) wireless connectivity portfolio
  - proposed (but terminated) acquisition by Qualcomm Inc.

Mr. White's notable representations of private equity sponsors and their portfolio companies include:

- **Permira Funds** in a number of matters, including the acquisition of DiversiTech Corporation from the Jordan Company and the $2.2 billion sale of DiversiTech to Partners Group; the acquisition of LSNE, Inc. and its sale to PCI Pharma Services; the $1.75 billion acquisition of Duff & Phelps from equity investors led by Carlyle and the $4.2 billion sale of a majority stake in Duff & Phelps to Stone Point Capital; the $2.4 billion acquisition of Cambrex Corporation; the acquisition of a majority stake in Axiom; the acquisition of a majority equity stake in Cielo; the $2.3 billion sale of its portfolio company Atrium Innovations to Nestlé S.A.; the $1.9 billion sale of an 80% stake in its portfolio company Netafim Ltd. to Mexichem, S.A.B. de C.V.; the acquisition of Intelligrated, Inc. from Gryphon Partners and $1.5 billion sale of Intelligrated

Inc. to Honeywell; the $2.8 billion sale of its portfolio company Iglo Foods to Nomad Holdings Limited; the $3.5 billion sale of its portfolio company Arysta LifeScience to Platform Specialty Products; the $1.1 billion acquisition of Atrium Innovations

- **Axiom Global Inc.** as borrower of a $210 million term loan to finance its acquisition by Permira Funds
- **NFP** in its $13.4 billion sale to Aon plc
- **Aon plc** in the nearly $2.7 billion sale of its NFP wealth business
- **Dai-ichi** in its acquisition of a 19.9% strategic minority stake in Canyon Partners
- **OceanSound Partners** in:
  - its acquisition of a majority stake in Netrix, LLC
  - its acquisition (along with Energy Impact Partners) of Message Broadcast, LLC
  - its strategic investments in Gannett Fleming, Inc., Lynx Software Technologies and CFM
  - its portfolio company RMA Group of Companies in its merger with Western Technologies, Inc. and Enviro-Drill, Inc.
  - its acquisition of BTB Security
  - its portfolio company Netrix, LLC's acquisitions of Edrans, Distributed Systems Services, Inc. and the managed IT services business unit of Contegix, LLC
  - its strategic investment in RMA Group of Companies alongside an affiliate of OceanSound Partners
- **Wendel SE** in several transactions, including the:
  - $910 million acquisition of Crisis Prevention Institute from FFL Partners
  - merger of its portfolio company AlliedBarton Security Services LLC with Warburg Pincus-backed Universal Services of America, Inc.
  - sale to Caisse de dépôt et placement du Québec of a significant stake in Allied Universal
- **Pamplona Capital Management LLC** in its acquisition of VText Holdings, Inc.; its $150 million PIPEs investment in Lumos Networks Corp.; its portfolio company CSC ServiceWorks in a $2 billion seven-year first lien term loan B; and its portfolio company Latham Pool Products, Inc. in a credit agreement which provided for $325 million in term loans and a $75 million revolving credit facility
- **Affiliated Managers Group, Inc.** in its acquisition of a minority stake in Ara Partners Group, LLC from Capital Constellation
- **Genesys**, a portfolio company of Hellman & Friedman and Permira, in:
  - a pending $1.5 billion investment by Salesforce, Inc. and ServiceNow, Inc.
  - a $580 million financing round at a $21 billion valuation
- **Norwest Equity Partners**, along with the management of Clover Imaging Group, in their carve-out acquisition of Clover Imaging from 4L Holdings Group
- **Amulet Capital Partners LP** in its formation of US Digestive Health; a $70 million credit facility to support its acquisition of a management services organization; the sale of its portfolio company Synteract to Syneos Health, as well as its $50 million senior secured credit facility in connection with its acquisition of SynteractHCR Holdings Corporation and the refinancing of Synteract's first-lien credit facilities and repayment in full of second-lien term loans