

Associate, New York

Executive Compensation and Benefits



T: 212.735.2485
F: 917.777.2485
michael.wiesner@skadden.com

Education

LL.M., New York University School of Law, 2012

J.D., Santa Clara University School of Law, 2011 (*magna cum laude*; Order of the Coif; Editor-in-Chief, *Santa Clara Journal of International Law*)

B.S., Santa Clara University, 2005 (*magna cum laude*)

Bar Admissions

California

New York

Experience

Extern, Hon. Joyce L. Kennard, The Supreme Court of the State of California (2011)

Extern, Hon. Howard R. Lloyd, U.S. District Court for the Northern District of California (2010)

Michael J. Wiesner advises public and private companies, executive management teams and individual executives on a broad range of compensation and benefits topics in the context of mergers and acquisitions, as well as ongoing business operations.

Mr. Wiesner's practice covers executive agreements, cash and equity-based incentive programs, change-in-control and severance plans, 409A and other deferred compensation issues, 280G "golden parachute" compliance and ERISA matters. Mr. Wiesner regularly advises executive management teams on U.S. Securities and Exchange Commission rules and independent proxy advisory firm standards regarding executive compensation disclosure. Mr. Wiesner authors the chapter "Executive Compensation and Benefits Issues for Start-ups and Emerging Companies" within Bloomberg BNA's *Benefits Practice Resource Center* treatise.

His representations include handling executive compensation matters in the following transactions:

- Broadcom Corporation in its \$37 billion acquisition by Avago Technologies Limited;
- Keurig Green Mountain in its \$18.7 billion acquisition of Dr Pepper Snapple Group;
- Hospira, Inc. in its \$17 billion acquisition by Pfizer Inc.;
- XL Group Ltd in its \$15.3 billion acquisition by AXA SA;
- CF Industries Holdings, Inc. in its \$8 billion acquisition of the European, North American and global distribution businesses of OCI N.V.;
- JAB Holding Company in its \$7.5 billion acquisition of Panera Bread Company;
- AdvancePierre Foods Holdings, Inc. in its \$4.2 billion acquisition by Tyson Foods, Inc.;
- Apex Technology Co., Ltd. as a lead member of the consortium acquiring Lexmark International, Inc. in a transaction valued at \$4 billion;
- TPG Capital and its portfolio company The Warranty Group in its \$2.5 billion business combination with Assurant, Inc.;
- PMC-Sierra Inc. in its \$2.5 billion acquisition by Microsemi Corporation;
- TiVo Inc. in its \$1.1 billion sale to Rovi Corporation;
- XIO Group in its \$1.1 billion acquisition of J.D. Power and Associates, Inc. from McGraw Hill Financial, Inc.;
- Merrimack Pharmaceuticals, Inc. in a \$1 billion asset sale to Ipsen S.A.;
- Colfax Corporation in the \$860 million sale of its fluid handling business to CIRCOR International, Inc.;
- Digital River, Inc. in its \$840 million acquisition by a private equity consortium led by Siris Capital Group; and
- Lattice Semiconductor Corporation in its \$600 million acquisition of Silicon Image, Inc.

Mr. Wiesner also provides executive compensation and benefits advice to public and private companies across various sectors, including BlackBerry, Blue Shield of California, Coty, Dolby Laboratories, E*Trade Financial Corporation, J.D. Power, O'Reilly Automotive, Peet's Coffee, Rite Aid Corporation and Royal Caribbean Cruises.

From 2005 to 2010, Mr. Wiesner was a statistician with a Stanford University School of Medicine research group.