

# Kenneth M. Wolff

Skadden

Partner, New York

Mergers and Acquisitions



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## Education

J.D., Fordham University  
School of Law, 1999

B.A., Ohio Wesleyan University, 1994

## Bar Admissions

New York

Kenneth Wolff concentrates in mergers, acquisitions and private equity transactions and has a diverse corporate practice, with a focus on securities and corporate governance matters. He serves as co-head of Skadden's Private Equity Group.

Mr. Wolff has advised public and private companies, private equity firms and REITs in connection with a wide variety of U.S. and cross-border corporate transactions, including negotiated and contested acquisitions, leveraged buyouts, strategic investments and joint ventures, tender offers, spin-offs, and corporate reorganizations. He also has counseled several of the firm's investment banking clients in transactional work and has represented clients in equity and debt offerings.

In recognition of his work, Mr. Wolff has been repeatedly selected for inclusion in *Chambers USA* and named one of Lawdragon's 500 Leading Dealmakers in America. He also was previously named a Rising Star by *Law360* and recognized by *Crain's New York Business* as part of its 40 Under Forty list. Earlier in his career, Mr. Wolff was noted by *The New York Times* as one of the "next generation of deal makers" under the age of 40.

Mr. Wolff's representations and transactions include:

- Express Scripts, Inc. in its:
  - \$67 billion acquisition of Cigna Corporation
  - \$29.1 billion acquisition of Medco Health Solutions, Inc.
  - \$4.675 billion acquisition of WellPoint Inc.'s NextRx subsidiaries
  - \$3.6 billion acquisition of EviCore Healthcare, Inc.
- Veritas Capital in:
  - its \$2.1 billion acquisition of Standard Aero Holdings, Inc., from Dubai Aerospace Enterprise (DAE) Ltd.
  - the \$820 million acquisition by its affiliate of Verisk Health, Inc. from Verisk Analytics, Inc.
  - its \$700 million acquisition of the capital services business of Chicago Bridge & Iron Company N.V.
  - its \$525 million acquisition of CPI International, Inc.
  - its acquisition of GE Intelligent Platforms Embedded Systems Inc. from General Electric Company
- Veritas Capital and its portfolio company Verscend Technologies, Inc. in Verscend's \$4.9 billion acquisition of Cotiviti Holdings, Inc.
- Vencore Holding Corp. (and its controlling shareholder Veritas Capital) in its merger via a reverse Morris trust transaction with KeyPoint Government Solutions, Inc. and the U.S. public sector business of DXC Technology Company to form a separate, publicly trade company
- Anaren, Inc. in its \$775 million acquisition by TTM Technologies, Inc. from affiliates of Veritas Capital

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- Excelitas Technologies Corp., a portfolio company of Veritas Capital, in its:
    - acquisition by AEA Investors LP
    - acquisition of Qioptiq S.a.r.l.
  - StandardAero, Inc., a portfolio company of Veritas Capital, in its acquisition of Vector Aerospace Holding SAS from Airbus SE
  - Pamplona Capital Management LLC in its:
    - carveout sale of nThrive's technology business to Clearlake Capital
    - acquisition of VText Holdings, Inc.
    - \$150 million strategic PIPE investment in optic network fiber provider Lumos Networks Corp.
  - Pamplona Capital Management, and its portfolio company Veritext Legal Solutions, in Veritext's acquisition by Leonard Green Capital
  - Quadion LLC (d.b.a. Minnesota Rubber and Plastics), a portfolio company of Norwest Equity Partners, in its acquisition by KKR
  - Pfizer Inc. in:
    - its \$1 billion sale of Hospira infusion Systems to ICU Medical, Inc.
    - the \$11.9 billion divestiture of its infant nutrition business to Nestle S.A.
    - its acquisition of a 40% stake (including an option to acquire the remaining 60% stake beginning in 2014) in Laboratório Teuto Brasileiro S.A.
  - The Scotts Miracle-Gro Company in its joint venture with TruGreen Holdings to combine their lawn service businesses into a new company
  - Emergency Communications Network, LLC, a portfolio company of Veritas Capital, in its acquisition of MIR3, Inc.
  - CPI International Holding Corp. in its acquisition by Odyssey Investment Partners, LLC from affiliates of Veritas Capital Fund Management, LLC
  - German American Capital Corporation, an affiliate of Deutsche Bank AG, in connection with the \$460 million acquisition by Red Rock Resorts, Inc. of Fertitta Entertainment LLC
  - DigitalBridge, Inc. in the \$660 million acquisition by Colony Financial, Inc. of substantially all of DigitalBridge's real estate and investment management businesses and operations
  - Arbor Realty Trust, Inc. in its \$250 million acquisition of the of the agency platform of Arbor Commercial Management LLC
  - Colony American Homes, Inc. in its merger with Starwood Waypoint Residential Trust
  - National Financial Partners in its take-private buyout by an affiliate of Madison Dearborn Partners, LLC
  - Centennial Communications Corp. in its \$944 million acquisition by AT&T Inc.
  - NFP Corp. its in acquisition of BWD Group LLC
  - Bluestem Brands, Inc., an online retail company, in its \$565 million acquisition by Capmark Financial Group Inc.
  - HCP, Inc., a REIT, in its \$6.1 billion acquisition of the real estate assets of HCR ManorCare, Inc.
  - Becker Underwood, Inc., a producer of nonpesticide agricultural products, in its \$1 billion acquisition by BASF
  - Apax Partners LLP in its acquisition of a majority stake in Brazilian IT and business process outsourcing company TIVIT Terceirização de Tecnologia e Serviços SA
  - XTO Energy Inc., an oil and gas explorer and producer, in its \$41 billion acquisition by Exxon Mobil Corporation
  - PBM Holdings, Inc. and PBM Nutritionals, LLC, a manufacturer and marketer of store brand infant formulas and nutritional products, in its \$808 million acquisition by Perrigo Company
  - Pátria Investimentos, an alternative asset management and corporate advisory firm based in Brazil, in its sale of a 40% interest to Blackstone Group LP
  - Landmark Communications, Inc. in its sale of The Weather Channel to a consortium consisting of NBC Universal Inc., Blackstone Group LP and Bain Capital LLC
  - the board of directors of Avaya Inc. in its \$8.2 billion sale to a private equity consortium
  - Cendant Corporation (now Avis Budget Group, Inc.) in its separation into four companies through the spin-off of its Realogy and Wyndham Worldwide divisions and the sale of its Travelport division to the Blackstone Group
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