

Partner, New York

Capital Markets; Financial Institutions



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#### Education

J.D., The University of Chicago  
Law School, 2000

B.A., Yale University, 1995

#### Bar Admissions

New York

Dwight Yoo's practice focuses on capital markets and other corporate transactions. Mr. Yoo represents issuers, investment banks and private equity firms in public offerings and private placements of equity, debt and hybrid securities, exchange offers and consent solicitations, restructurings, mergers and acquisitions, joint ventures and separation transactions. He also counsels clients on corporate governance and securities laws matters.

Selected representations include:

- Pfizer in the \$2.6 billion carve-out IPO of its animal health business (Zoetis Inc.) and related separation transactions;
- Enact Holdings, Inc.'s parent in the subsidiary IPO;
- Kinsale Capital Group, Inc. in its IPO, follow-on common stock offerings and general corporate matters;
- BankUnited, Inc. in its sponsor-backed IPO, which was recognized by the *Financial Times* in its U.S. Innovative Lawyers report, follow-on common stock offerings and senior notes offering;
- Tumi Holdings, Inc. in its sponsor-backed IPO, follow-on common stock offerings and general corporate matters;
- KAR Auction Services, Inc. in its sponsor-backed IPO; follow-on common stock offerings and block trades; high-yield notes issuances; tender offers and notes redemptions; and general corporate matters;
- Trean Insurance Group, Inc. in its sponsor-backed IPO and follow-on common stock offering;
- National Financial Partners Corp. in its sponsor-backed IPO, follow-on common stock offerings, convertible notes offerings, exchange offers and the company's acquisition by an affiliate of Madison Dearborn Partners;
- Cowen Group, Inc. in its carve-out IPO;
- the selling stockholders in the sponsor-backed IPOs of Amalgamated Bank and Origin Bancorp, Inc.;
- the underwriters in numerous IPOs, including the carve-out IPO of Assurant, Inc., the "up-C" IPO of BRP Group, Inc. and the sponsor-backed IPO of Essent Group Ltd;
- The Coca-Cola Company in its bond issuances worldwide, including, as reported by *The Wall Street Journal*, the then-largest issuance of Euro-denominated bonds (€8.5 billion) by a U.S. company on record, as well as in tender offers and consent solicitations;
- Sea Limited in multiple offerings, including its recent \$7 billion concurrent offerings of convertible notes and American depositary shares, and general corporate matters;
- Citigroup Inc. in over \$40 billion of preferred stock offerings, \$6 billion of FDIC-guaranteed notes offerings, \$12 billion of trust preferred securities offerings, a \$5 billion common stock offering and a \$25 billion TARP preferred stock issuance to the U.S. Department of the Treasury; and
- the underwriters in numerous transactions, including offerings by American Express Company and MetLife, Inc.

Mr. Yoo also is committed to *pro bono* service and twice received the Legal Aid Society Pro Bono Award for Outstanding Service for his representation of low-income tenants in New York City Housing Authority matters.

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## Publications

Capital Markets Alert: “SEC Proposes Amendments to Rule 144 and Form 144,” *Skadden, Arps, Slate, Meagher & Flom LLP*, January 7, 2021

Capital Markets Alert: “NYSE Direct Listing Rules Approved; Nasdaq Proposes Substantially Similar Rules,” *Skadden, Arps, Slate, Meagher & Flom LLP*, January 6, 2021

Capital Markets Alert: “SEC Staff Issues CF Disclosure Guidance on Conflicts of Interest and Special Purpose Acquisition Companies,” *Skadden, Arps, Slate, Meagher & Flom LLP*, December 29, 2020

Capital Markets Alert: “2021 SEC Filing and Staleness Calendars and Annual Regulatory Review,” *Skadden, Arps, Slate, Meagher & Flom LLP*, December 10, 2020

Capital Markets Alert: “Holding Foreign Companies Accountable Act Poised To Be Signed Into Law,” *Skadden, Arps, Slate, Meagher & Flom LLP*, December 3, 2020

Capital Markets Alert: “SEC Adopts Amendments To Exempt Offering Framework,” *Skadden, Arps, Slate, Meagher & Flom LLP*, November 13, 2020

Capital Markets Alert: “SEC Stays NYSE Rules on Primary Direct Listings,” *Skadden, Arps, Slate, Meagher & Flom LLP*, September 4, 2020

Capital Markets Alert: “SEC Modernizes Business Description, Legal Proceedings and Risk Factors Disclosure Requirements,” *Skadden, Arps, Slate, Meagher & Flom LLP*, August 31, 2020

Capital Markets Alert: “SEC Expands Accredited Investor Definition To Allow More Participation in Private Offerings,” *Skadden, Arps, Slate, Meagher & Flom LLP*, August 28, 2020

Capital Markets Alert: “Key Considerations for Non-US Companies Listing in the US,” *Skadden, Arps, Slate, Meagher & Flom LLP*, June 17, 2020

Capital Markets Alert: “SEC Adopts Changes to Financial Disclosure Requirements for Acquisitions and Dispositions,” *Skadden, Arps, Slate, Meagher & Flom LLP*, May 28, 2020

Capital Markets Alert: “Debt Repurchasing Considerations in an Uncertain Market,” *Skadden, Arps, Slate, Meagher & Flom LLP*, April 8, 2020

Capital Markets Alert: “SEC Adopts Amendments to the Accelerated Filer and Large Accelerated Filer Definitions,” *Skadden, Arps, Slate, Meagher & Flom LLP*, March 31, 2020

Capital Markets Alert: “Exempt Offerings Move Towards Expanding Capital Access and Investment Opportunities,” *Skadden, Arps, Slate, Meagher & Flom LLP*, March 16, 2020

Capital Markets Alert: “Share Repurchases,” *Skadden, Arps, Slate, Meagher & Flom LLP*, March 16, 2020

Capital Markets Alert: “SEC Adopts Amendments to Rules 3-10 and 3-16 of Regulation S-X in Certain Registered Debt Offerings,” *Skadden, Arps, Slate, Meagher & Flom LLP*, March 9, 2020

Capital Markets Alert: “SEC Proposes Amendments To Expand Accredited Investor Definition,” *Skadden, Arps, Slate, Meagher & Flom LLP*, December 23, 2019

Capital Markets Alert: “SEC Rejects NYSE’s Proposed Rules on Direct Listings,” *Skadden, Arps, Slate, Meagher & Flom LLP*, December 9, 2019