

Prominent Matters

Recognized by clients, the media, and professional commentators as best in class, Weil's lawyers are known for the clarity, timeliness, and effectiveness of their counsel, and as a result, have become their clients' call of first resort for solutions to their toughest legal challenges. Weil's one-firm approach ensures that the Firm works seamlessly to handle the most complex Corporate, Litigation, Regulatory, Tax, and Restructuring challenges.

Corporate

"The partners and associates have their finger on the pulse on the market, the law and legal developments."

— *Chambers USA*

"Unlike other firms, their lawyers are always looking to find solutions rather than just identifying problems in a transaction."

— *Chambers Asia-Pacific*

Recent experience includes advising:

Dow Chemical in its \$130 billion merger with DuPont

Verizon in its \$4.4 billion acquisition of AOL

Advent International and Bain Capital on a dual track process leading to the IPO of Worldpay

Willis Holdings Group in its \$18 billion merger with Towers Watson

GE and Synchrony Financial in Synchrony's \$2.95 billion initial public offering – the largest U.S. consumer finance IPO since the financial crisis

Quantum Energy Partners on the formation of its sixth private equity fund with \$4.45 billion of equity capital commitments

Facebook in its \$16 billion acquisition of WhatsApp

Baring Private Equity Asia in its \$3 billion take-private acquisition of Giant Interactive Group

The underwriters in the IPO of CBS Outdoor Americas

Intel in its \$16.7 billion acquisition of Altera Corporation

Principal shareholders of Spanish cable company Grupo Corporativo Ono on the €7.2 billion sale of Ono to Vodafone Group

Avolon in its \$7.6 billion sale to Bohai Leasing

Kinder Morgan in its \$76 billion acquisition of KMP, KMR and EPB

Hahn & Co. in, together with Hankook Tire Co. Ltd. (South Korea), the \$3.6 billion acquisition of an approximately 70% equity stake in Halla Visteon Climate Control Corp. (South Korea)

DIRECTV in its \$67.1 billion sale to AT&T

General Electric in its strategic plan to sell most of GE Capital's assets

Oracle in its \$5.3 billion acquisition of MICROS Systems

Apollo Global Management on largest U.S. CLO transaction since 2007 and on European CLOs

WPX Energy in its \$2.75 billion acquisition of RKI Exploration & Production, LLC

Providence Equity Partners on its first African Investment (Helios Towers Africa, leading telecoms tower operator in Africa)

Business Finance & Restructuring

"The preeminent bankruptcy firm in the USA with a full complement of expertise and an understanding of the pragmatics and dynamics of how cases work."

— *Chambers USA*

"They have the ability to put up a formidable team on large and wide-ranging cases."

— *Chambers Europe*

Recent experience includes advising:

Ad Hoc Creditors' Committee in negotiations with Ukraine for the restructuring of 14 sovereign and sovereign-guaranteed Eurobonds

The Great Atlantic & Pacific Tea Company, Inc. (A&P) in its chapter 11 case

Significant creditor interests in connection with the debt issued by Puerto Rico and its public corporations

Endeavour International and its subsidiaries in its chapter 11 cases

Barclays Bank on the £1.5 billion restructuring of the General Healthcare Group

Chassix Holdings and its subsidiaries in their \$700 million capital restructuring

National Public Finance Guaranty Corporation in the City of Stockton, California's and City of San Bernardino, California's chapter 9 bankruptcy cases

Lehman Brothers in its chapter 11 bankruptcy

The KPMG Administrators of MF Global UK in a landmark settlement of the MF Global group's pension liabilities

The Financial Guaranty Insurance Company in connection with the chapter 9 bankruptcy case filed by the City of Detroit, Michigan

AMR Corporation, parent company of American Airlines, in its chapter 11 process and emergence from bankruptcy, as well as its subsequent merger with US Airways

Litigation

"Excellent work product, very responsive, very professional and great partners — they work with us to help us achieve our business objectives."

— *Chambers USA*

"They have the depth to provide the high-level antitrust advice we need."

— *Chambers USA*

"Our go-to for bet-the-company cases."

— *Chambers USA*

"The practice is impressive in litigation and international arbitration."

— *Chambers Europe*

Recent experience includes advising:

Schindler Elevator Corp. when the U.S. District Court for the Southern District of New York granted Schindler's motion for summary judgment in a qui tam False Claims Act case closing a 10-year-old litigation that had twice been appealed up to the Second Circuit and once to the U.S. Supreme Court

Vivendi in defeating a \$57 million suit brought by **Southeastern Asset Management** in which the judge granted Vivendi's motion for summary judgement, this was the largest shareholder-claimant in one of the few securities fraud class actions to be tried to judgment

Affiliates of **Farmers Insurance** when a Florida federal court dismissed the lead complaint, with prejudice, brought against Farmers and more than two dozen other insurance companies. This decision dismissed claims based on allegations similar to those contained in approximately 20 other cases in a consolidated multi-district litigation in Florida accusing insurers of conspiring to manipulate car repair costs

Michael Foods, Inc., in a federal multidistrict antitrust litigation encompassing two nationwide class actions and more than ten individual lawsuits, obtaining a victory when the Court denied plaintiffs' motion to certify a massive class of consumers that purchased eggs – seeking more than \$7 billion in damages

lululemon athletica in the Court of Appeals for the Second Circuit affirming the dismissal of all claims in securities class action litigation brought against the company after it pulled certain merchandise from stores due to an unacceptable level of sheerness

Elite Model Management in a nationwide collective and New York class action involving whether unpaid interns are "non-employees" exempt from the minimum wage

Simon & Schuster in securing the dismissal in a putative antitrust class action filed by a group of independent bricks-and-mortar bookstores against S&S, other major e-book publishers, and **Amazon.com**, alleging claims of unlawful agreements and monopolization in violation of the Sherman Antitrust Act

Littlewoods group in a landmark victory in its long-running dispute with **HMRC** concerning interest on overpaid VAT. The High Court judgment held that **Littlewoods'** claims, worth approximately £1.25 billion, succeed in full and remains one of the largest money judgments ever handed down by the English courts

Procter & Gamble in a Florida Federal Court dismissing the claims of 62 plaintiffs, after six years of litigation, in a products liability multi-district litigation in which hundreds of plaintiffs alleged that their use of Fixodent denture cream caused neurologic injury

CBS Broadcasting Inc. in a definitive landmark victory when the U.S. District Court for the Middle District of Tennessee granted the dismissal with prejudice of a putative class action relating to the broadcast of college sports games

Marsh & McLennan in a summary judgment victory in a dispute with two former executives that provides guidance for companies as to how they may conduct internal investigations against a backdrop of government regulatory and criminal investigations

Tax, Executive Compensation & Benefits

"A very knowledgeable tax group that represents very significant clients."

— *Chambers USA*

"They are very sharp, knowledgeable about tax arcana, extremely professional, smart and forward-thinking."

— *Chambers USA*

"The service is top-quality. The lawyers are insightful and diligent, and analyse matters thoroughly."

— *Chambers Europe*

Our Tax, Executive Compensation & Benefits Department is fully integrated with the Firm's other practices. Lawyers in this department provide intelligent and innovative advice on the most complex deals, as well as on high-profile restructurings and workouts, financing arrangements, capital markets transactions and other matters. Recent experience in this area includes providing tax, benefits and executive compensation advice to:

Two portfolio companies of **CCMP Capital Advisors** on their \$164 million and \$286 million IPOs

Verizon in its \$4.4 billion acquisition of **AOL**

Quantum Energy Partners on the formation of its sixth private equity fund with \$4.45 billion of equity capital commitments

The Great Atlantic & Pacific Tea Company in its chapter 11 case

weil.com

BEIJING BOSTON BUDAPEST DALLAS DUBAI				
FRANKFURT HONG KONG HOUSTON LONDON MIAMI MUNICH				
NEW YORK PARIS PRAGUE PRINCETON SHANGHAI SILICON VALLEY				
WARSAW WASHINGTON, DC				
Weil, Gotshal & Manges LLP				
<p>Copyright © 2016 by Weil, Gotshal & Manges LLP <i>These materials may contain attorney advertising. Prior results do not guarantee a similar outcome.</i></p>				