



Eric M. Swedenburg

Partner

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Eric Swedenburg is a Partner at Simpson Thacher & Bartlett LLP, where he is Head of the Firm's Mergers and Acquisitions Practice and a member of the Executive Committee. Eric focuses on representing companies in a wide range of mergers, acquisitions and divestitures, spin-offs, joint ventures and other significant corporate transactions. He also regularly counsels clients on shareholder activism, corporate governance and general corporate and securities law matters. In addition to his work with public companies and special committees of boards of directors, Eric has extensive experience in advising non-public corporations, private equity firms and financial advisors in both U.S. domestic and cross-border M&A transactions across a number of industry verticals.

Some of his recent transactions have included representing Paramount, Change Healthcare, Karuna Therapeutics, SiriusXM, Mars, Ingersoll Rand, AGCO, Snap One, La Quinta, McKesson, Wendy's and BellRing Brands.

Eric has published various articles on M&A subjects and frequently speaks on M&A, shareholder activism and corporate matters, including as a regular panel participant in the annual Tulane Corporate Law Institute, which is recognized as one of the premier M&A, corporate and securities law conferences in the country.

The American Lawyer named Eric a "Dealmaker of the Year" in 2009 for his role representing Wyeth in its \$68 billion sale to Pfizer, and Eric has been recognized by a number of other publications, including *Chambers USA*, quoting a client who commented that Eric is "practical and results oriented" with a "no-nonsense approach to the transaction."

Selected notable M&A transactions on which Eric has advised include representing:

- Change Healthcare in its \$13.8 billion sale to UnitedHealth Group

Practice Focus:

- Mergers and Acquisitions
- Corporate Governance
- Corporate - M&A
- Corporate
- Shareholder Activism

Industries:

- Healthcare and Life Sciences

- Genesee & Wyoming in its \$8.4 billion sale to affiliates of Brookfield Infrastructure and GIC
- Special Committee of Speedway Motorsports, Inc. in its acquisition by Sonic Financial Corporation
- Melrose Industries PLC in its 2021 sale of the Nortek Air Management business to Madison Industries for \$3.625 billion and its 2022 sale of Ergotron, Inc. to the Sterling Group
- CorePoint Lodging in its \$1.5 billion sale to affiliates of Highgate and Cerberus Capital Management
- TransUnion in its \$3.1 billion acquisition of Neustar and its \$515 million acquisition of Verisk Financial Services
- SiriusXM in its \$3.5 billion acquisition of Pandora, and in its separation transaction with Liberty Media Corporation pursuant to which “new” SiriusXM became an independent and more widely held public company with the shares of SiriusXM previously held by Liberty Media being “split-off” to holders of Liberty Media’s SiriusXM tracking stock
- K2M in its sale to Stryker Corporation for \$1.4 billion
- Mars in its strategic partnership with KIND, acquisition of KIND North America and investment in Vetsource
- Ingersoll Rand in the \$1.68 billion sale of its Specialty Vehicle Technologies Segment to Platinum Equity
- La Quinta in the \$1.95 billion sale of its hotel franchise and hotel management businesses to Wyndham
- The Mosaic Company in its 2017 acquisition of Vale Fertilizantes from Vale S.A. for approximately \$2.5 billion
- McKesson in the acquisition of CoverMyMeds for approximately \$1.1 billion, as well as in its earlier \$2.1 billion acquisition of PSS World Medical, Inc. and \$1.8 billion acquisition of Per-Se Technologies
- TE Connectivity in the sale of its Broadband Network Solutions Business to CommScope for approximately \$3 billion
- Lorillard, Inc. in its \$29 billion sale to Reynolds American Inc.
- Vodafone Group Plc in the \$130 billion sale of its U.S. group to Verizon Communications Inc.
- Office Depot, Inc. in its \$1.2 billion merger of equals transaction with OfficeMax Incorporated
- Petrohawk Energy Corporation in connection with its \$15.1 billion sale to BHP Billiton
- The Blackstone Group in its acquisition of Equity Office Properties Trust for \$39 billion (prevailing against a deal jump by Vornado Realty)

Eric has also advised on a number of spin-offs and other significant strategic transactions, including:

- Dover in the spin-off of Apergy, its upstream energy business
- La Quinta’s spin-off of its real estate business into a publicly traded REIT (executed in connection with the sale of La Quinta’s remaining business to Wyndham)
- Hilton Worldwide Holdings Inc. in the spin-off of the bulk of its real estate business, Park Hotels & Resorts Inc., as a publicly traded real estate investment trust (REIT), and the spin-off of its timeshare business, Hilton Grand Vacations Inc., as a separate publicly traded company
- The Blackstone Group in the spin-off of its financial advisory

businesses, which was combined with PJT Partners, an independent financial advisory firm founded by Paul J. Taubman

- The Special Committee of the Board of Directors of Mosaic in the split-off and distribution of Cargill's 64% stake in Mosaic
- Nets Sports and Entertainment and Forest City Ratner Companies in their strategic partnership with Mikhail Prokhorov for the sale of control of the Brooklyn Nets and development of the Atlantic Yards project in Brooklyn, New York, as well as the group led by Forest City Ratner Companies in its initial acquisition of the Nets in 2004
- Mosaic investment in an estimated \$7 billion joint venture transaction with Ma'aden to produce phosphate in Saudi Arabia and representation of The Special Committee of the Board of Directors of Mosaic in the split-off and distribution of Cargill's 64% stake in Mosaic

Notable transactions have included representing Paramount in its proposed merger with Skydance Media, Karuna Therapeutics in its \$14 billion sale to Bristol-Myers Squibb, Change Healthcare in its \$13.8 billion combination with the Optum business unit of UnitedHealth Group, as well as Vodafone in the \$130 billion sale of its U.S. group to Verizon, the independent directors of Anheuser-Busch in the \$52 billion sale of Anheuser-Busch to InBev, Seagram in its \$52 billion business combination with Vivendi and Canal Plus, and America Online in its \$165 billion merger with Time Warner.

Eric received his J.D. in 1999 from Cornell Law School, where he was a member of Order of the Coif and a Member and Managing Editor of the Cornell Law Review, and his B.S. in 1993 from the University of Virginia. He is a member of the American Bar Association and the New York State Bar Association.