



Jonathan A. Schaffzin

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Cahill Gordon & Reindel LLP

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Practice:

Corporate

Education:

Northwestern University, B.A., 1982
Columbia Law School, J.D., 1985, *Harlan Fiske Stone Scholar*

Bar Admission:

New York

Jonathan A. Schaffzin is a member of Cahill's Executive Committee and its corporate practice group.

Jonathan has a broad practice that includes transactional work and representation of public companies and their boards of directors and audit committees. In his transactional practice, he has represented clients in a broad range of financings, private equity transactions, mergers and acquisitions and out-of-court debt restructurings. He has represented leading investment and commercial banking firms, as well as borrowers and issuers, in leveraged financings, mezzanine financings and equity financings, including IPOs. He has also represented private equity firms and their portfolio companies in acquisitions of private and public companies, mezzanine investments, PIPEs and other investments. In addition, Jonathan works with financial institutions in their capacities as advisors, dealer managers and/or creditors in debt-for-debt and debt-for-equity swaps, as well as other restructuring efforts. He has notable experience with companies in many industries, including financial services, gaming, healthcare, telecommunications, technology and automotive.

Jonathan's work has been recognized by *The American Lawyer* who named him to their "45 Under 45" list of leading members of the private bar under the age of 45 in 2003, and as a "Private Equity Dealmaker of the Year" for 2001. He is consistently named among the top lawyers for capital markets transactions by *Chambers USA*, *Chambers Global*, the *International Financial Law Review* (IFLR1000) and *The Legal 500*, and is recommended by PLC as an equity lawyer in their *Capital Markets Handbook*.

Jonathan is a member of the Global Leadership Council of the Brookings Institution's Global Economy and Development Program, a member of the New York Regional Council of Northwestern University and a member of The Economic Club of New York.

He has been a partner since 1994, and served as Cahill's Co-Administrative Partner from 2009-2011.

SELECTED MATTERS:

- Representation of lead banks in debt financing for Kraft, Inc.'s acquisition of Cadbury plc.
- Representation of lead underwriters in numerous initial public offerings, including HCA, Netflix, Inc., Jamdat Mobile, Inc., Equinix, Inc., Verio, Inc., RailAmerica Inc., Dynavox and pending initial public offering for Freedom Group Inc., among others.
- Representation of lead banks in \$12 billion of commitments for

the Boston Scientific Corporation acquisition of Guidant Corporation and bank and bridge financings entered into in connection with the acquisition and representation of Merrill Lynch & Co. and Banc of America Securities in connection with a subsequent public offering of \$1.2 billion of bonds.

- Representation of Banc of America Securities, Merrill Lynch and UBS Warburg in connection with a highly structured exchange offer of approximately \$13 billion of debt securities of Qwest Communications International, Inc. and representation of banks involved in two pending restructuring efforts involving in excess of \$20 billion in aggregate.
- Representation of lenders providing financing in connection with the leveraged buyouts of Alltel (\$27.2 billion), HD Supply, Inc. (\$8.5 billion), and the terminated buyouts of BCE, Inc., Bell Canada's parent company, and Penn National Gaming, Inc.
- Representation of underwriters in bank, debt securities and equity financings of over \$10 billion for publicly traded and privately held gaming companies and Native American gaming facilities, such as MGM Mirage, Penn National Gaming, Mandalay Bay, Park Place Entertainment, Resorts International and Chukchansi Gold.
- Represented lenders and underwriters on \$3.25 billion in high yield and credit facility exit financing for Lyondell Chemical Company's recent emergence from bankruptcy. Representation of Merrill Lynch and Credit Suisse in connection with approximately \$1.2 billion of high-yield financing for the acquisition of Basell, a chemicals joint venture of Shell and BASF, by a private investor group. In addition, Jonathan represented lenders in connection with Basell's \$19 billion acquisition of Lyondell Chemical Company.
- Representation of Ares Corporate Opportunities Funds in connection with acquisitions of control and investments in companies, including Maidenform, Inc., AmeriQual, Inc. and Aspen Dental Management, Inc., and related acquisition bank, bond and equity financings.
- Representation of TriMas Corporation in connection with its divestiture from another company and high-yield, bank and asset securitization financings, as well as its IPO and related NYSE listing.
- Representation of Springs Windows Fashions, LLC and Springs Global U.S., Inc. in several separate financing transactions and other matters related to the separations of two businesses of Springs Industries, Inc. and the contribution of one of these businesses to a joint venture with a Brazilian public company.
- Representation of the lead private equity firm acquiring Metaldyne Corporation in a transaction valued at over \$2 billion, together with related assets sales, equity and debt financings, off-balance sheet securitizations and leasing transactions.
- Representation of private equity firms in their \$250 million acquisition of a US-based CRO.

