

## Helene R. Banks

PARTNER

212.701.3439 Phone

212.378.2164 Fax

hbanks@cahill.com

### **Cahill Gordon & Reindel LLP**

Eighty Pine Street

New York, NY 10005-1702

#### **Practices:**

Corporate

Insurance & Reinsurance

#### **Education:**

Baruch College, B.B.A., 1985, *summa cum laude*

Fordham University School of Law, J.D.,  
1988, *Fordham Law Review, Articles Editor*

#### **Bar Admission:**

New York

Helene Banks is a member of Cahill's corporate practice group.

Helene advises publicly-held and private companies in significant corporate and securities matters, with particular emphasis on mergers and acquisitions. She has represented sellers, acquirers, targets and financial institutions in M&A transactions, spin-offs, joint ventures, public offerings, private placements, bank financing and all aspects of corporate finance. Helene has extensive experience practicing in the food, beverage, entertainment, media, healthcare and insurance industries, among others. Her breadth of experience gives her a unique ability to spot and solve issues and understand all aspects of complicated transactions. Helene is recognized for her work in Mergers, Acquisitions and Buyouts by The Legal 500.

Helene has represented, or is currently representing: Coca-Cola Enterprises, Centerplate Inc., GENTIVA, The Great Atlantic and Pacific Tea Co., Olsten Corporation, Manor Care Inc., Validus Holdings, Ltd., and other publicly-held companies in significant mergers and acquisitions, spin-offs and other strategic transactions.

Helene also advises leading investment banking firms and commercial banks in public and private debt and equity offerings and bank financings. She is recommended as underwriters' counsel for debt securities offerings for Coca Cola Enterprises, Inc., Fresenius Medical Care AG and R.R. Donnelly & Sons, Inc.

#### **SELECTED MATTERS:**

##### **M&A Transactions:**

- Representing Elan Corp. plc in connection with the approximately \$960 million sale of Elan Drug Technologies to Alkermes, Inc.
- Representation of Coca-Cola Enterprises, Inc. in connection with the approximately \$13 billion sale of its North American business to The Coca-Cola Company, the spin-off of its European operation and the acquisition of the Norwegian and Swedish businesses of The Coca-Cola Company.
- Representation of Validus Holdings, Ltd. in connection with its hostile acquisition of IPC Holdings, Ltd.
- Representation of Centerplate, Inc. in its merger with affiliates of Kohlberg & Co.
- Representation of the Great Atlantic & Pacific Tea Company in its \$1.3 billion acquisition of Pathmark Stores Inc.
- Representation of Olsten Corporation in its merger with Adecco and simultaneous split off of Gentiva Health Services.

### **Capital Markets / Corporate Finance Transactions:**

- Representation of the underwriters in a public offering of \$287.5 million principal amount of mandatory convertible subordinated bonds issued by Nielsen Holdings N.V. in connection with its \$1.89 billion initial public offering.
- Representation of initial purchasers in Rule 144A/Reg S Offerings by Clearwire Communications LLC and Clearwire Finance, Inc. of their \$650,000,000 8.25% Exchangeable Notes due 2040.
- Representation of the initial purchasers in a Rule 144A/Reg S Offering of €250,000,000 5.50% Senior Notes due 2016 by FMC Finance VI S.A, a subsidiary of Fresenius Medical Care AG & Co.
- Representation of the arrangers and agents in a \$1.15 billion loan financing for the acquisition by Andrx Corporation of Watson Pharmaceuticals, Inc.

Helene was the first female partner elected in Cahill's corporate practice group, and mentors many of the female corporate associates of the firm. Helene has served on the Board of Trustees of the Tada! Youth Theater for six years and was the Board Chair at the Brooklyn Heights Montessori School for five years, where she now serves as a Trustee Emeritus.