



William J. Miller

PARTNER

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Cahill Gordon & Reindel LLP

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Practices:

Communications
Corporate

Education:

College of the Holy Cross, B.A., 1993
Yale University, M.A., 1996
Fordham University School of Law, J.D.,
1999, Managing Editor, *Fordham Urban Law Journal*

Bar Admission:

New York

Bill represents leading investment banking firms, commercial banks and public and private corporations with a focus on leveraged finance transactions involving high-yield debt securities, syndicated institutional loans and asset based loans, and equity securities. Bill works on both the bank and high-yield bond sides of acquisition financings, as well as initial public and follow-on equity offerings. He has practiced in a variety of industries such as media and telecom, gaming, chemicals, healthcare, technology and publishing. In 2010, Bill was recognized as one of *Law360's* "Rising Legal Stars Under 40" in the area of corporate finance and is recommended as a leading finance lawyer by *The Legal 500*.

Bill has represented the financing sources in a number of recent acquisitions and spin-offs, including the successful spin-off of The Home Shopping Network and Verizon's Northern New England Telecommunication business, and the completed leveraged buyouts of ClearChannel, HCA, Harrah's, The Tribune Company, Warner Music Group, Hard Rock Entertainment, Intelsat, New Skies, PanAmSat, VWR, Home Depot Supply, Ryerson and Houghton Mifflin. Bill has represented Elan Corporation plc (NYSE: ELN) and Icon plc (Nasdaq: ICLR) in acquisitions and equity offerings and Ares Corporate Opportunities Fund in acquisitions and financings.

SELECTED MATTERS:

- Representation of lead underwriters in initial public offerings for HCA, Nielsen Holdings, N.V., and pending initial public offerings for Toys R Us and Freedom Group Inc., among others.
- Representation of Banc of America Securities, Deutsche Bank Securities and other investment banks in connection with multiple high-yield note offerings by Freedom Group Inc.
- Representation of Citigroup and Banc of America Securities as dealer managers in connection with a private exchange offer by Harrah's Operating Company, Inc. of senior secured notes for outstanding notes of Harrah's Operating Company, Inc. and Harrah's Entertainment, Inc.
- Representation of Citi, Deutsche Bank Securities Inc. and other investment banks in connection with the issuance of over \$2 billion of high-yield notes to finance the acquisition of ClearChannel Communications by Bain and THLee
- Representation of Credit Suisse Securities, Banc of America and Morgan Stanley in connection with amendments to senior secured credit facilities and the issuance of over \$5 billion of high yield notes and related backstop facilities to finance the acquisition of

Intelsat Ltd. by BCP Partners

- Representation of Ares Corporate Opportunities Funds in connection with acquisitions of control and investments in AmeriQual LLC and related acquisition bank, bond and equity financings
- Representation of Merrill Lynch, JPMorgan, Bank of America and Citi in connection with the \$13 billion privatization of The Tribune Company
- Representation of Deutsche Bank Securities Inc. and other investment banks in connection with the sale of \$500 million of notes to finance the acquisition of Warner Music Group by THLee, Edgar Bronfman, Jr., Bain and Providence, and the subsequent IPO which generated gross proceeds in excess of \$550 million

Bill has practiced at Cahill since graduation from Fordham Law School in 1999, where he served as Managing Editor of the Urban Law Journal (1998-99). He holds an M.A. from Yale University and a B.A. from College of the Holy Cross. Bill is admitted to practice in New York.