
Cahill Represents Financing Sources in Acquisition Financing for \$16 Billion Merger of Rock-Tenn and MeadWestvaco

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Cahill represented Wells Fargo Securities, BofA Merrill Lynch, Barclays, CoBank, The Bank of Tokyo-Mitsubishi, Citigroup, HSBC Securities, J.P. Morgan, PNC Capital Markets, Rabobank, Sumitomo and SunTrust as joint lead arrangers and book runners in connection with a \$4,300,000,000 credit facility for WestRock Company (NYSE:WRK), a Delaware corporation, and RockTenn Company of Canada Holdings Corp./Compagnie de Holdings RockTenn du Canada Corp., a Nova Scotia unlimited liability company, comprised of a \$400,000,000 equivalent multicurrency revolving credit facility, a \$1,600,000,000 U.S. dollar revolving credit facility, a \$1,200,000,000 term loan facility and a \$1,100,000,000 delayed draw term loan facility. The proceeds from the credit agreement were used to partially fund costs and debt refinancing in connection with the merger of Rock-Tenn Company (NYSE:RKT) and MeadWestvaco Corp. (NYSE:MWV), which resulted in the formation of the new combined WestRock Company in a deal valued at approximately \$16 billion.

The merger was approved by more than 97% and 98%, respectively, of the Rock-Tenn and MeadWestvaco shares voting on the transaction. After giving effect to the merger, MeadWestvaco shareholders will hold a 50.1% stake in the new company and Rock-Tenn's shareholders will receive the remaining holdings, while existing Rock-Tenn directors will occupy eight of the 14 board seats. The new company will have 42,000 employees in 30 countries and be the second-largest packaging company in the world. Steven Vorhees, CEO of Rock-Tenn, will assume duties as CEO of WestRock, while MeadWestvaco CEO John A. Luke Jr. will serve as Non-Executive Chairman.

Attorneys

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