



Adam M. Dworkin

PARTNER

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Adam Dworkin is a member of Cahill's Executive Committee and Co-Chair of the firm's Corporate Department. He focuses his practice in leveraged finance, representing arrangers and other lenders in bank financings and high-yield offerings in the context of acquisitions, recapitalizations, refinancings and restructurings.

Adam has over 20 years of experience advising commercial and investment banks and private credit lenders in leveraged finance, including in connection with acquisition financings, leveraged buyouts, going-private transactions, recapitalizations, bridge lending and loan commitments, out-of-court debt restructurings and other secured and unsecured lending transactions. He has worked on some of the largest and most complex leveraged finance transactions, including Dell's acquisition of EMC and the LBO of HCA.

Adam also represents several companies as borrowers under secured credit facilities and as issuers of high-yield bonds. He practices in a variety of industries including technology, communications, pharmaceuticals, manufacturing, media, retail, financial institutions and transportation.

"Adam is fantastic, he is very knowledgeable with regards to leveraged finance." – *Chambers USA*

Adam is recommended as a top lawyer for NY Banking & Finance by *Chambers USA*, with clients noting that he is, "highly constructive and efficient." Adam is also recognized as a leading banking and finance lawyer by *Chambers Global*, *The Legal 500*, *IFLR1000* and is recognized in *Lawdragon's* 500 Leading Dealmakers in America guide.

SELECTED MATTERS

- Representation of the lead arrangers in connection with \$23.775 billion of bank financing that backed the landmark acquisition of EMC Corporation by Dell Inc.
- Representation of the debt financing sources in \$5 billion of debt financings, consisting of a \$750 million notes offering and \$4.3 billion in credit facilities for Central Parent and Central Merger Sub Inc., and CDK Global, Inc., for the acquisition of CDK Global.
- Representation of the lead arrangers in connection with a \$1.06 million US dollar denominated term B credit facility and a €982 million Euro denominated term B credit facility for DexKo Global Inc. for the leveraged buyout of DexKo Global Holdings Inc. by Brookfield Capital Partners LLC.
- Representation of the debt financing sources in \$6.7 billion of credit facilities and senior secured notes offerings for DIRECTV Financing, LLC for the repayment of intercompany debt and the payment of transaction expenses in connection with the separation of DIRECTV from AT&T Inc.
- Representation of the initial purchasers in connection with a Rule 144A offering of \$300 million sustainability-linked senior notes by Covert Mergeco, Inc., that was merged with and into Covanta Holding Corporation, to fund the acquisition by EQT Infrastructure V fund of Covanta Holding Corporation.

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- Representation of ICON in approximately \$6.3 billion of debt financings for the acquisition of PRA Health Sciences, Inc.
 - Representation of Credit Suisse and the other lead arrangers in connection with the \$4.25 billion multicurrency credit facility for the buyout of BMC Software by a private investor group led by Bain Capital and Golden Gate Capital.
 - Representation of the lead joint book-running managers and the co-managers in connection with the \$1.5 billion first lien notes offering by Dell, Inc. to partially fund the buyout of Dell by Michael Dell and Silver Lake Management LLC.
 - Representation of the lead arrangers in the \$1.349 billion credit facility to partially finance the acquisition of Emdeon Inc. by The Blackstone Group.
 - Representation of JPMorgan and the other lead arrangers in the \$2.7 billion of secured credit facilities to partially finance the acquisition of Del Monte Foods Company by a group of private equity firms led by Kohlberg Kravis Roberts & Co.
 - Representation of the lead arranger in the \$1.49 billion bank financing for the acquisition of Interactive Data Corporation by affiliates of Silver Lake Partners and Warburg Pincus LLC.
 - Representation of Citigroup, Credit Suisse, Deutsche Bank and the other lead arrangers in the \$600 million bank financing for the acquisition of inVentiv Health, Inc. by an affiliate of Thomas H. Lee Partners.
 - Representation of J.P. Morgan, Citi and Morgan Stanley as joint book-running managers in the Rule 144A/Reg S offering of \$550 million aggregate principal amount of 8.25% senior notes due 2019 by Kindred Healthcare, Inc. to partially fund the acquisition of RehabCare Group, Inc. by Kindred Healthcare, Inc.
 - Representation of Deutsche Bank as lead arranger for a \$1.2 billion bank financing for the acquisition of The Weather Channel by affiliates of Bain, Blackstone and NBC Universal.
 - Representation of JPMorgan, Citigroup and other commercial banks in connection with over \$13.5 billion bank financing for the acquisition of HCA, Inc. by affiliates KKR and Bain.

Education

George Washington University Law School, J.D., 1995

Binghamton University, B.A., 1992

Practices

Banking & Finance

Capital Markets

M&A and Corporate Advisory

Admission

New York