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Practices
Corporate Governance & Advisory
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Education
Siena College, B.A., 1995
Georgetown University Law
Center, J.D., 2000

Admission
New York

Stuart G. Downing is a member of Cahill Gordon & Reindel LLP's corporate practice group.

Stuart represents leading investment banks, commercial banks and corporations in financing transactions, including debt and equity offerings and bank financings, as well as tender offers and consent solicitations. His practice also includes representation of companies in connection with general corporate and securities law matters. Stu is a member of Cahill's Legal Recruiting Committee and has been recognized as a leading finance lawyer by *The Legal 500*.

SELECTED MATTERS

- Representation of the initial purchasers in connection with the Rule 144A offering of \$700,000,000 aggregate principal amount of 8.50% Senior Notes due 2025 by Brand Energy & Infrastructure Services, Inc. to partially finance the merger of the Safeway Group.
- Representation of the financing sources in connection with the \$5.6 billion bank financing that supported the joint venture between Change Healthcare Holdings, LLC (a Blackstone portfolio company) and McKesson Corporation.
- Representation of the financing sources in connection with a Rule 144A offering of \$1,100,000,000 aggregate principal amount of 5% Senior Notes due 2025 by Symantec Corporation to partially finance the acquisition of LifeLock, Inc.
- Representation of the financing sources in connection with the \$5.4 billion acquisition financing for Gates Global, LLC to fund the acquisition of Gates Global by Blackstone.
- Representation of the lead arrangers in connection with the \$2.525 billion credit facility for Ortho-Clinical Diagnostics, Inc. to fund the acquisition of Ortho-Clinical Diagnostics from Johnson & Johnson by private equity firm The Carlyle Group.
- Representation of the financing sources in connection with the \$1,450,000,000 bank financing to partially finance the acquisition of LJVH Holdings, Inc., parent of gourmet coffee manufacturer Van Houtte Group Inc., by Green Mountain Coffee Roasters, Inc.
- Representation of the initial purchasers in the \$1.15 billion Rule 144A offering to partially finance the \$5 billion acquisition of Tomkins plc by a company formed by Onex Corp. and the Canada Pension Plan Investment Board.
- Representation of the lead arrangers in the \$2.05 billion

credit facility that in part funded the acquisition of Getty Images, Inc. by The Carlyle Group.

- Representation of the initial purchasers in the \$2.2 billion Rule 144A offering by First Data Corporation of high yield notes. The proceeds from the offering were used to repay a portion of the senior unsecured interim loans that funded part of the acquisition of First Data Corporation by affiliates of Kohlberg Kravis Roberts & Co.
- Representation of the lead arrangers in connection with a \$6.5 billion senior unsecured interim loan and a \$2.5 billion senior subordinated interim loan for the acquisition of First Data Corporation by affiliates of Kohlberg Kravis Roberts & Co.