

### Practice Contacts

- Wayne B. Heicklen
- William M. Levine

### Attorneys

#### Partner

- Ronald S. Beacher
- Samson R. Bechhofer
- Joseph L. Brasile
- Elizabeth Fei Chen
- Wayne B. Heicklen
- Jeffrey C. Johnson
- Bradley A. Kaufman
- Ronald B. Kremnitzer
- William M. Levine
- Thomas J. Malmud
- Christopher Mellevold
- Lawrence Remmel
- Karen M. Robson
- Selig D. Sacks
- Lawrence A. Spector

#### Of Counsel

- Louis M. Ciccone
- Barry C. Landsman
- Jeanne C. Matase

#### Senior Counsel

- David L. Auerbach
- Ira J. Goldstein

#### Associate

- Benjamin J. Teig

## Acquisition Financings

Pryor Cashman's Banking and Finance Group has extensive transactional experience along with the ability to offer a balanced view of how transactions work for parties on *both* sides of the table. Because our clients include both lenders and borrowers, we often break through to the most practical solution with a minimum of time expended.

We participate in and advise clients on all aspects of financing relating to:

- ESOP transactions
- Factoring
- Highly leveraged buyouts
- Management buyouts
- Mergers and acquisitions
- Private placements of debt
- Public offerings
- Restructurings
- Working capital and growth needs

The Banking and Finance Group is also skilled in the creation and perfection of security interests in a wide variety of tangible and intangible collateral located in multiple jurisdictions. We also provide valuable advice about how a deal should be structured, informing clients of financing alternatives, such as senior debt, mezzanine debt, junior subordinated debt and preferred equity interests.

In addition to transactional work, the Banking and Finance Group provides advice and counseling to clients on matters ranging from corporate governance and Uniform Commercial Code issues to the development of forms for use in businesses.

Examples of acquisition financings in which our Banking and Finance Group has played a critical role include representing:

- A public real estate investment trust (REIT) in public offerings off a shelf registration statement aggregating over \$2 billion, including 13 separate public debt offerings pursuant to an indenture and a \$25 million preferred equity offering of depositary shares
- The owner of a family restaurant franchisee in a \$155 million merger and acquisition of the largest public franchisee in the chain
- A public REIT in obtaining an \$800 million unsecured credit facility from a syndicate of 23 banks
- A management team in the \$33 million buyout of a large multistate health care provider

- Two restaurant franchisees in the consolidation and refinancing of \$237 million in debt
- An agent bank in a syndicated \$48.5 million ESOP financing of a term loan, same day loan and revolving credit facility
- A not-for-profit charitable/cultural corporation in obtaining secured financing from a commercial lender