

Contact

## Ellen Wheeler

**Partner**

New York +1.212.969.3345

ewheeler@proskauer.com

Ellen Wheeler is a partner in Proskauer's Corporate Department and a member of the Mergers & Acquisitions Group.

Ellen's practice focuses on advising public and private investors, corporations and financial institutions on mergers and acquisitions, leveraged buyouts, control and minority equity investments and corporate governance. She also specializes in general corporate matters involving companies with respect to distressed M&A and special situations, including credit bids and foreclosures.

Additionally, Ellen's experience includes debt recapitalizations and restructurings, navigating in and out-of-court recapitalizations and exchange transactions. Her work often involves high-stake and large-scale investments across a broad range of industries including, healthcare, real assets, hospitality and consumer goods.

With substantial experience in all facets of private equity, M&A and special situations, Ellen brings a deep understanding and commercial approach to her practice and seamlessly leads her clients through their most complex transactions.

Ellen serves as an adjunct professor at New York University School of Law, where she teaches a course on special situations.

## Matters

### Recent Representative Matters:

- Represented the Statutory Unsecured Claimholders' Committee of **Genesis Healthcare, Inc.** in defeating the sale of assets and release of causes of action to an insider, resulting in the Court granting the Committee control over a reset auction, ultimately resulting in a third party sale that generated over $250 million more than the stalking horse bid.
- Represented **TGI Friday's Inc.** and its affiliated debtors in their chapter 11 cases, including the sale of substantially all of their assets pursuant to section 363. TGI Friday's and its affiliates own and operate a chain of casual dining restaurants throughout the country, offering classic American food and beverages. *
- Represented **Davidson Kempner Capital Management** and **Highbridge Capital Management** in a section 363 acquisition of Biora Therapeutics Inc., a biotech company. *
- Represented **Hardinge**, a precision machining and tooling manufacturer, in connection with refinancing efforts and ultimately, their chapter 11 cases to address over $100 million in secured debt and facilitate two going-concern 363 sale transactions for substantially all assets. *
- Represented **Vobev** LLC, a leading beverage manufacturer with a state-of-the-art canning, filling and warehousing facility, in its chapter 11 case and sale to its DIP lenders for $150 million. *
- Represented **Shoes For Crews**, a leading producer of non-slip shoes, in a sale to a group of its secured lenders through voluntary chapter 11 proceedings and in obtaining approximately $30 million in DIP financing from the secured lenders acquiring the business. *
- Represented **Reef Lifestyle**, LLC, in the bankruptcy of the Rockport Group. *
- Represented **Aretex Capital Partners** in its sale of U.S. ETF index provider VettaFi to the Toronto Stock Exchange. *

- Represented an ad hoc group of first lien lenders to**Instant Brands Holdings** in connection with their $390 million prepetition term loans, the provision of a $132.5 million debtor-in-possession financing and the sale of substantially all of the assets of Instant Brands. *
- Advised a leading global asset manager in its investment in **CoreWeave**, a specialized cloud services provider. *
- Advised a leading global asset manager in the recapitalization of **Windstream Holdings II, LLC** and its pending merger with Uniti Group Inc. *
- Represented an ad hoc group of second lien lenders of **Yak Access, LLC**, a provider of temporary roadways to remote construction sites, in connection with its out-of-court recapitalization and exchange transaction, which eliminated over $500 million of debt. *
- Representing FB Debt Financing Guarantor, LLC and certain of its subsidiaries (**Forma Brands**), a builder of top beauty brands including Morphe®, Morphe 2®, Jaclyn Cosmetics®, and Born Dreamer®, in their Chapter 11 cases to address approximately $870 million of funded indebtedness and facilitate a going-concern 363 sale transaction for substantially all assets. *
- Advised a leading global asset manager in a $6.7 billion Chapter 11 bankruptcy of an **international satellite company**. *
- Counseled a leading global asset manager in an out-of-court debt exchange and subsequent global refinancing involving a leading **national medical group**. *
- Advised a leading global asset manager in an out-of-court debt exchange involving an independent distributor and global provider of **supply chain solutions for the commercial aerospace industry**. *
- Represented **Blackstone** and **Change Healthcare Holdings, Inc**. in the creation with McKesson Corporation of a new healthcare health care information technology company, combining substantially all of Change Healthcare's business and the majority of McKesson Technology Solutions business. *

- Represented **Welsh, Carson, Anderson & Stowe** in connection with $600 million joint venture with Humana, Inc. to develop in primary care centers. *
- Represented **Advent International** in its acquisition of Aimbridge Hospitality and the follow-on merger of Aimbridge Hospitality and Interstate Hotels & Resorts, both independent third-party hotel operators. *
- Advised **Elliott Management Corporation** in respect of its investments in EFH/EFIH (TXU) and its consortium bid for the majority interest in Oncor, the Dallas-area regulated electric utility. *
- Advised **Sixth Street Partners** in connection with the bankruptcy restructuring of Neiman Marcus Group. *
- Represented **Sixth Street Partners** in its approximately $1.27 billion purchase of Credit Suisse's distressed credit portfolio consisting of over 270 instruments across asset types and geographies relating to approximately 170 companies. *
- Represented **New Mountain Capital** in its acquisition of Aceto's chemicals business in a sale pursuant to Section 363 of the Bankruptcy Code.*

*Prior firm experience.

## Practices

Mergers & Acquisitions, Hybrid Capital, Private Equity Transactions, Restructuring, Special Situations

## Market Solutions

Corporate Governance

## Education

Harvard Law School, J.D.
Dartmouth College, B.A.

## Admissions & Qualifications

New York