



**Kenneth A. Lefkowitz**

Deputy Chair

New York

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**Areas of Concentration**

- Deputy Chair of Hughes Hubbard and Co-Chair of its Corporate Practice Group
- Member of firm's highest governing body, the Executive Committee
- Corporate including representation of domestic and international corporations in negotiated mergers, acquisitions and dispositions; hostile takeovers, proxy fights and takeover defenses; going private transactions; joint ventures and other business combinations
- Capital markets practice including SEC related issues and debt and equity financing transactions (public and private)
- Boards of directors and their special committees in strategic situations
- Private Equity

**Recognitions**

- Ranked by *Chambers USA* 2004–2011 as one of the leading M&A lawyers in the United States.
- Named to the *United States Lawyer Rankings* 2007–2011 List of the Nation's Top 10 Mergers & Acquisitions Lawyers.
- Identified in the 2007–2012 editions of *The Best Lawyers in America* in the specialty of Mergers & Acquisitions Law.
- Recommended worldwide for Corporate Governance by *PLC Which Lawyer? Yearbook* 2008 and 2009.
- Ranked by *Euromoney's Guide* as one of *The World's Leading M&A Lawyers* 2008–2010.
- Named to the 2008 BTI Consulting Group's Transactions All-

**Practice Groups and Other Information**

Aviation  
Securities & Capital Markets  
Corporate  
Corporate Governance  
Joint Ventures & Other Strategic  
Alliances  
Mergers & Acquisitions  
New Media, Entertainment &  
Technology  
Private Equity

**Education Information**

Tufts University, B.A., 1980, *summa cum laude*, Phi Beta Kappa  
Cornell Law School, J.D., 1983, *cum laude*

**Bar Admissions**

New York, 1984

Star Team for “delivering the absolute best client service possible.”

- Identified by *Who's Who Legal* as:
  - One of the world's leading M&A Lawyers in the 2006–2010 editions of *The International Who's Who of Merger & Acquisition Lawyers*.
  - One of the World's leading Corporate Governance Lawyers in the 2011 edition of *The International Who's Who of Corporate Governance Lawyers*.
  - One of the World's leading Business Lawyers in the 2012 edition of *The International Who's Who of Business Lawyers*.
- Selected for the 2007–2011 issues of *New York Super Lawyers* magazine as one of the top lawyers in Manhattan.
- Selected as one of *The Lawdragon 500 Leading Lawyers in America* for 2007 & 2010 and as one of *The Lawdragon 500 Dealmakers in America* in 2007.

### Highlighted Matters

- Representation of *Fortune Tobacco Corporation*, the largest tobacco company in the Philippines, in creating a joint venture with the tobacco business Phillip Morris International.
- Representation of *Cablevision Systems Corp.* in its acquisition of Newsday from the Tribune Co.
- Representation of *Burlington Coat Factory Warehouse Corp.* in its \$2 billion sale to Bain Capital.
- Representation of *Burton Capital Management* and *Goodwood Funds, Inc.* in two successful proxy fights involving Creo, Inc. and Cerveo, Inc.
- Representation of the *Government of Jamaica* in the privatization of Air Jamaica.
- Representation of *United Airlines, Inc.*, *American Airlines, Inc.*, *Delta Air Lines, Inc.*, *Northwest Airlines, Inc.* and *Continental Airlines, Inc.* in the sale of their stakes in Orbitz Inc. to Cendant Corp.
- Representation of *Knight Ridder, Inc.* in acquisition of ABC Media, Inc. from ABC, Inc. for \$1.65 billion (4 newspapers in Kansas City, Ft. Worth, Wilkes-Barre and Belleville).
- Representation of *Viacom Inc.*, *CBS Broadcasting Inc.* and *Paramount Pictures Corporation* in over 15 separate purchases and sales of television stations in Washington, D.C., Houston, San Francisco, Providence, Boston, Miami, Tampa, St. Louis, Seattle, Philadelphia, West Palm Beach,

Albany and Rochester, involving aggregate consideration in excess of \$1.5 billion.

- Representation of *Knight Ridder, Inc.* in the sale of its cable television interests to Tele-Communications, Inc.
- Representation of *MTV Networks* in the creation of numerous joint ventures including, *Gulf DTH* (a DTH programming service in the Middle East), *MTV Japan* (a music television and internet programming service in Japan), *MTVi, L.P.* (a music internet programming service) and *MTV Russia* (a music programming service).
- Representation of *Showtime Networks* in connection with the creation of a joint venture with Smithsonian Institution to create programming channels.
- Representation of *Nickelodeon* in its acquisition of Neopets, Inc.
- Representation of *Liechtenstein Global Trust, AG* in the sale of LGT Asset Management to AMVESCAP PLC for \$1.3 billion.
- Representation of *Delta Air Lines Inc., Northwest Airlines Inc.* and *American Airlines Inc.* in connection with the \$1.1 billion sale of Worldspan L.P. to Travel Transaction Processing Corporation.
- Representation of *Greenbriar Equity Group*, in connection with its investment of over \$100 million in GENCO Distribution System, Inc. the proceeds of which were used to finance GENCO's acquisition of ATC Technology Corporation.
- Representation of *Greenbriar Equity Group*, in connection with its proposed acquisition of Dynamex Inc. Representation of *Nautica Enterprises, Inc.* in its \$600 million merger with V. F. Corporation.
- Representation of *Daimler AG* in its investment in Tesla Motors, Inc.
- Representation of *Mark Cuban* in connection with the potential purchase of a major league baseball club and stadium.
- Representation of *Northwest Airlines* in its acquisition of Mesaba Airlines.
- Representation of *Honeywell International Inc.* in the sale of two of its electronic materials businesses to a Canadian purchaser.
- Representation of *ARCO Chemical Company* in its acquisition of ADI/TDI business from Olin Corporation for \$565 million.
- Representation of *Pennsylvania Enterprises (NYSE)* in its merger with Southern Union Company, a \$500 million cash and stock merger.

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- Representation of *Cenveo, Inc.* in its acquisitions of Cadmus Communications Corporation, Printegra Corporation, and RX Label.
- Representation of Special Committees of Board of Directors of *Delco Remy International, Inc.* and *Educate, Inc.* in connection with going-private merger transactions.
- Representation of the members of *The New Republic LLC* in connection with its sale to CanWest.
- Representation of *Nautica Enterprises* in connection with a proxy fight with dissident stockholders.
- Representation of *Goldman Sachs* as Global Coordinator in a \$900 million offering of Ordinary Shares of AMVESCAP PLC and ADRs with respect thereto.
- Representation of *Merrill Lynch & Co., JP Morgan Global Securities Inc., Citigroup, Deutsche Bank Securities* and *Banc of America Securities LLC*, as lead underwriters in connection with public offerings and Rule 144A private placements of over \$11.0 billion of debt of Viacom Inc.
- Representation of *UBS, JPMorgan, Bank of America* and *Citibank* as lead underwriters in connection with over \$1.5 billion public debt offerings for CBS, Inc.
- Representation of *Merrill Lynch & Co.* and *JP Morgan* as joint book running managers in a \$750 million 144A and Regulation S debt offering for Panhandle Eastern Pipe Line LLC.
- Representation of *JP Morgan* and *Merrill Lynch* as lead underwriters in Depository Preferred Stock Offering for Southern Union Company.
- Representation of *Paine Webber Incorporated* and *Alex Brown Incorporated* in a \$200 million Rule 144A preferred stock offering for Trans World Airlines Inc.
- Representation of *Salomon Smith Barney* and *Bear, Stearns & Co. Inc.* as joint book running managers in the initial public offering of Blockbuster Inc.
- Representation of *Paine Webber Incorporated, JP Morgan Securities, Salomon Brothers* and *L.H. Friend, Weinress, Frankson & Presson, Inc.*, as lead underwriters in the initial public offering of World Airways.
- Representation of principal selling shareholder in initial public offering of Xinhua Finance Media (Chinese media company).