



JAMES C. WOOLERY

James C. Woolery is a partner in the Cravath, Swaine & Moore LLP Corporate Department. Jim's corporate experience includes mergers and acquisitions and general corporate matters. His clients have included Air Products & Chemicals, Crown Castle, IBM, National City and PwC, as well as several of the principal U.S. investment banking firms. Jim was cited as being one of the country's leading M&A practitioners in *Chambers USA: America's Leading Lawyers for Business* in 2008 and 2009. He was also recently recognized by *The Legal 500* for his skill in mega-deals, was included in the 2009 BTI Consulting Group Client Service All-Star Team for Corporate Transactions and was named by *The New York Times* as one of the 30 lawyers who will be in the next generation of great dealmakers.

Recent transactions include representing:

- Goldman Sachs as financial advisor to the Special Committee of Genentech, Inc., in connection with Roche Holding AG's acquisition of the shares of Genentech not owned by Roche for approximately US\$41.3 billion.
- Board of Directors of National City Corporation in connection with their \$5.2 billion acquisition by PNC Financial Services Group, Inc.
- Lazard as financial advisor to Bear Stearns in its acquisition by JPMorgan Chase
- The Strategic Transactions Committee of TXU in its \$45 billion acquisition by KKR and TPG
- Manor Care, Inc. in its acquisition by The Carlyle Group for approximately \$6.3 billion
- The Container Store in its exploration of strategic alternatives and resulting financial partnership with private investment firm Leonard Green & Partners, L.P.
- Darwin Deason in the \$8.5 billion offer with Cerberus to take Affiliated Computer Services private

- Michaels Stores in its acquisition by an investor group for approximately \$6 billion
- Crown Castle in its announced \$5.8 billion merger with Global Signal
- J.P. Morgan and Bank of America as financial advisors to Caremark in the \$21.7 billion takeover battle between CVS and Express Scripts
- J.P. Morgan as financial advisor to Ingersoll-Rand Company Limited in its \$10.1 acquisition of Trane Inc.
- Goldman, Sachs & Co. as financial advisor to the Special Committee of the Guitar Center Board of Directors in Guitar Center, Inc.'s acquisition by Bain Capital Partners LLC for approximately \$2.1 billion
- IBM in the sale of its PC business to Lenovo
- Ashland in the sale of its MAP JV interest to Marathon Oil
- Crown Castle in the sale of its UK business to The Grid plc
- PricewaterhouseCoopers in the sale of its consulting business to IBM
- IBM in its acquisition of Informix
- Sumitomo and the Bishop Estate in the IPO of Goldman Sachs
- CBS in its merger with Viacom
- UNUM in its merger with Provident
- Lucent in its acquisition of Octel
- Caliber in its merger with Fed Ex

Jim was born in Louisville, Kentucky. He received a B.A., *cum laude*, from Wake Forest University in 1991, and a J.D. from University of Kentucky in 1994, where he was a member of the Order of the Coif and an editor of the Law Journal. He joined Cravath in 1994. From October 1995 through August 1997, Jim was based in Cravath's London office. He was elected a partner in 2002.

Jim may be reached by phone at 212-474-1912 or by email at jwoolery@cravath.com.