

## Patrick Flanagan

Partner



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New York

Debt Finance

Private Equity

Mergers and Acquisitions

Patrick Flanagan focuses on the representation of private equity firms, large financial institutions and corporate borrowers involved in both domestic and international leveraged finance transactions, such as acquisition financings, second lien financings, mezzanine financings, asset-based facilities, growth capital financings, pre-IPO debt financings, recapitalizations, work-outs and working capital facilities. Pat has advised on important transactions involving Advent, KKR, Rhone Capital, Goldman Sachs, Credit Suisse, Lehman Brothers, Morgan Stanley, Barclays Bank, Galen Partners, ESW Capital, Pamplona Capital, Battery Ventures and Shamrock Capital.

Pat is recognized by Chambers Global as having “a reputation as a very energetic and talented practitioner.”

### Selected Experience

- Representation of Cornerstone OnDemand in connection with a \$985 million term loan and \$150 million revolving credit facility to finance its acquisition of Saba Software
- Representation of Shake Shack in its \$50 million senior secured revolving credit facility.
- Representation of Charlotte Russe in its out of court restructuring followed by a Debtor-in-Possession facility.
- Representation of ESW Capital on the debt finance aspects of multiple investments in acquired and existing portfolio companies
- Representation of Battery Ventures on the debt finance aspects of multiple investments in acquired and existing portfolio companies
- Representation of numerous Cooley clients, including Unicorns, in pre-IPO debt financings
- Representation of Pamplona Capital on the debt finance aspects of its \$135 million investment in Logicworks Corporation
- Representation of Galen Partners on the debt finance aspects of the majority recapitalization of CDx Diagnostics, Inc., which was financed, in part, by White Oak Healthcare Finance, LLC
- Representation of Shamrock Capital on the debt finance aspects of its acquisition of Recorded Books, Inc.
- Representation of Credit Suisse, Cayman Islands Branch, as term loan agent and Bank of America, as asset-based loan agent, on an \$800 million financing for Rhone Capital's acquisition of Zodiac Pool Solutions SAS

- Representation of Consolidated Edison Company of New York, Consolidated Edison, and Orange and Rockland Utilities as borrowers on a \$2.25 billion revolving credit facility agented by Bank of America
- Representation of Morgan Stanley as agent on a \$450 million first lien financing, consisting of \$300 million USD-denominated initial term loans, €70 million EUR-denominated initial term loans and a \$75 million initial revolving facility, to finance the merger of AI Aqua (Cayman) Merger Sub Limited into Culligan NewCo by Advent
- Representation of Citibank as agent and Goldman Sachs as lead arranger on a \$950 million financing for Harsco Corporation to refinance all loans and commitments outstanding under Harsco's existing credit agreement
- Representation of Goldman Sachs Bank USA as joint lead arranger, administrative and collateral agent on a \$600 million financing for, among other borrowers, Cancer Treatment Centers of America Global
- Representation of Morgan Stanley, as administrative agent, in a \$1.1 billion term loan and a \$175 million asset-based loan agreement to finance the acquisition of Air Medical Group Holdings by KKR
- Representation of Bank of America, Citibank and JPMorgan Chase, as lead arrangers, in connection with an \$800 million investment grade financing for Kansas City Southern
- Representation of Morgan Stanley and RBC Capital Markets, as joint lead arrangers, in a \$1.035 billion credit facility financing the acquisition of Kremers Urban Pharmaceuticals by Lannett Company
- Representation of Credit Suisse Securities (USA), as administrative agent, and Credit Suisse Securities (USA), Barclays and Citigroup Global Markets Limited, as joint lead arrangers and joint bookrunners, in the \$5.88 billion and €3.55 billion 364-day senior bridge loan financing for the acquisition by GTECH of International Game Technology
- Representation of Jefferies Finance, as lead arranger, in connection with a \$535 million credit facility financing the acquisition of PHT Corporation by EResearchTechnology
- Representation of Bank of China, as lead arranger, in a \$350 million financing of the acquisition of a US microchip company by a Chinese technology company
- Representation of Con Ed in a \$1 billion investment grade acquisition financing

Prior to joining Cooley, Pat practiced at several leading NY law firms. During his time at one of them, he acted as a resident partner in Hong Kong for four years establishing the Asia-based leveraged finance group of the firm.

## Education

Fordham University School of Law  
JD,

College of the Holy Cross  
BA,

## Admissions & Credentials

New York