

## Benjamin F. Ridders

### Partner

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Benjamin F. Ridders is a partner and business lawyer with Foley & Lardner LLP. Benjamin's practice covers a broad range of business matters, including mergers and acquisitions, securities law, general corporate business law, investment of private equity and venture capital funds, and aviation-related matters. He is a member of the firm's Transactions Practice.

Benjamin regularly represents buyers and sellers in public and private mergers, acquisitions, joint ventures, and other strategic alliances. He also represents issuers and investment banks in public and private equity and debt securities offerings. He provides continuing advice to public companies regarding their federal securities law compliance, disclosure, and reporting obligations.

Benjamin is the chair of the Aviation and Aircraft Transaction Services team where he represents Fortune 500 companies and individuals in the sale, purchase, financing, and leasing of new and used aircraft. He also frequently provides advice with respect to aircraft operations and compliance with FAA regulations.

Prior to joining Foley, Benjamin was a financial analyst for Goldman Sachs & Co., where he worked in the investment banking division. Additionally, he was one of the initial employees and a senior analyst at Steamboat Ventures, LLC, initially the venture capital arm of the Walt Disney Company.

### Representative Experience

Benjamin's notable engagements include:

#### Mergers & Acquisitions

- Represented Delta Air Lines Inc. (NYSE: DAL) in its acquisition of a minority equity interest in Canadian airline WestJet Airlines Ltd. from Onex Partners and affiliated funds.
- Represented Plantronics, Inc. (NYSE: PLT) in its acquisition of Polycom Inc.

- Represented Novacap, a large Canadian-based private equity fund, on various acquisitions and dispositions, including its acquisition of Kingsdown Inc., a well-known mattress manufacturer in America, its acquisition of Mailhot Industries, a manufacturer of hydraulic cylinders, its acquisition of Joseph Ribkoff, one of Canada's leading fashion designers, its acquisition and disposition of Laces Company, a major distributor and manufacturer of home fashion products in North America, its acquisition of Hallcon Corporation, a North American provider of outsourced transportation services, and its acquisition of Pipp Mobile Storage Systems, Inc., a U.S. mobile storage solutions company, among other platform and bolt-on acquisitions
- Represented an affiliate of Sherman Financial Group LLC, a privately held global investment company, in its acquisition of substantially all of SquareTwo Financials' portfolio of assets through a court-supervised business restructuring
- Represented Hudson Global Inc. (NASDAQ: HSON) in its sale of its recruitment and talent management businesses in Belgium, Europe (excluding Belgium) and Asia Pacific ("APAC") in separate transactions
- Represented A. O. Smith Corporation (NYSE: AOS) on various acquisitions, including its acquisition of Aquasana Inc., a residential water treatment products company, and its acquisition of William R. Hague, Inc., a water softener company
- Represented Stago Group, a leading player in the in-vitro diagnostics industry headquartered in Asnières, France, in its acquisition of HemoSoncis LLC, a company specialized in the development of innovative Point-of-Care testing solutions
- Represented Extendicare Inc. (TSE: EXE) in the sale of its U.S. senior care portfolio to Formation Capital, a healthcare-focused private investment firm
- Represented Whiting Petroleum Corporation (NYSE: WLL) in its acquisition of Kodiak Oil & Gas Corp. (NYSE: KOG), a transaction that at the time created the largest producer in the Bakken shale play in Eastern Montana and Western North Dakota
- Represented Steven Madden, Ltd. (NYSE: SHOO) in its acquisition of its Mexican licensee which marketed Steve Madden products in Mexico in the wholesale channel as well as in Steve Madden-branded retail stores
- Represented Badger Meter Inc. (NYSE: BMI) in its acquisition of National Meter and Automation, Inc., a major distributor of Badger Meter products for the municipal water utility market
- Represented major Japanese pharmaceutical company in its joint drug development agreement with, and preferred stock investment in, a California pharmaceutical company
- Represented Pentair Ltd. (NYSE: PNR) in its buy-out of a joint venture partner, a unit of General Electric Company (NYSE: GE)
- Represented TD Ameritrade Holding Corporation (NYSE: AMTD) in its acquisition of convertible preferred stock of Knight Capital Group, Inc. (NYSE: KCG)
- Represented Regal Beloit Corporation (NYSE: RBC) in its acquisition of Milwaukee Gear, an M&A Advisor's Industrial Manufacturing/Distribution Deal of the Year, and in its acquisition of Electrical Products Company (EPC) from A.O. Smith Corporation (NYSE: AOS)

- Represented Quad/Graphics, Inc. (NYSE: QUAD) in its acquisition of Mexican printing assets from, and sale of Canadian assets to, Transcontinental Inc. (TSE: TCL.A), and in its acquisition of World Color Press Inc. and its listing of shares of common stock on the NYSE
- Represented Appleton Papers Inc. in its disposition of American Plastics Company, Inc. and New England Extrusion Inc. to an entity affiliated with Mason Wells Buyout Fund II, Limited Partnership and its disposition of C&H Packaging to InterFlex Group, Inc.
- Represented TierOne Corporation in its agreement to sale to CapitalSource Inc. (NYSE: CSE), as well as the later termination of the merger agreement, including the related securities filings
- Represented MGIC Investment Corporation (NYSE: MTG) in its agreement to a \$5 billion merger of equals with Radian Group Inc. (NYSE: RDN), as well as the later termination of the merger agreement, including the related securities filings

## **Securities Offerings**

- Represented nVent Electric plc (NYSE: NVT) in its private offering of \$800 million of senior notes
- Represented Pentair plc (NYSE: PNR) in its tender offer of Euro-dominated senior notes
- Represented Whiting Petroleum Corporation (NYSE: WLL) in various offerings totaling over \$4.0 billion of senior notes, \$1.3 billion of senior convertible notes, \$350 million of senior subordinated notes, \$345 million of convertible preferred stock, and \$1.6 billion of common stock
- Represented Pentair plc (NYSE: PNR) in its \$1.75 billion senior note tender offer and consent solicitation
- Represented Whiting Petroleum Corporation (NYSE: WLL) in various exchange offers that totaled \$1.1 billion of its senior notes, convertible senior notes, and senior subordinated notes for the same aggregate principal amount of mandatory convertible notes
- Represented Pentair plc (NYSE: PNR) in its offering of over \$1.1 billion of senior notes and €500.0 million of senior notes
- Represented Bemis Company Inc. (NYSE: BMS) in its \$300 million senior note offering
- Represented Whiting Petroleum Corporation (NYSE: WLL) in its initial public offering of \$370 million of units of beneficial interest in Whiting USA Trust II (NYSE: WHZ) and initial public offering of \$235 million of units of beneficial interest in Whiting USA Trust I (NYSE: WHX)
- Represented MGIC Investment Corporation (NYSE: MTG) in three public offerings that raised over \$1.7 billion through issuances of common stock and \$1.2 billion through issuances of convertible notes
- Represented Regal Beloit Corporation (NYSE: RBC) in its \$210 million public offering of common stock
- Represented Pentair Ltd. (NYSE: PNR) in its Rule 144A exchange offer for outstanding senior notes of its Pentair, Inc. subsidiary and subsequent registered exchange offer
- Represented Johnson Controls, Inc. (NYSE: JCI) in its public offerings of \$500 million of senior notes, \$400 million of equity units, and \$350 million of convertible notes and subsequent exchange offer
- Represented Oshkosh Corporation (NYSE: OSK) in its \$375 million public offering of common stock
- Represented Hanger Inc. (NYSE: HGR) in its sale of \$200 million of senior notes pursuant to Rule 144A and Regulation S, related exchange offer and tender offer

- Represented Orion Energy Systems, Inc. (N: OESX) in its initial public offering

## **Aviation Matters**

- Advised domestic and foreign clients on aircraft acquisitions ranging from complete purchases of single propeller seaplanes to long-range wide-body jetliners and purchases of fractional interests from all major program operators
- Advised multiple clients on foreign and domestic civil aviation registration matters and regulatory issues involved with conducting operations for employees, affiliates, guests, and clients under Parts 91, 119, 121, 125, and 135 of the Federal Aviation Regulations
- Represented clients in the drafting and negotiations of documentation for various aircraft financing structures
- Advised various Fortune 500 corporations and privately held companies on structuring aircraft acquisitions and ownership, including issues related to creating a flight department, preparing leases between corporate entities, use of aircraft by corporate executives, and completing 1031 Exchanges
- Advised publicly held corporations on a proxy statement and other required disclosure and tax issues applicable to use of aircraft by executives
- Represented clients in the drafting and negotiation of leases and management agreements with charter management companies
- Advised multiple privately held corporations on acquisition of and joint ownership structure for aircraft

## **Awards and Recognition**

- 2013 – 2016 *Wisconsin Super Lawyers – Rising Stars®* lists for his work in Mergers and Acquisitions, Securities & Corporate Finance and Aviation law.

## **Community Involvement**

- Board member of the Friends of the Schlitz Audubon Nature Center

## **Presentations and Publications**

- Lecturer at the Japanese Institute of International Business Law, Inc. on completing mergers and acquisitions in the United States
- Frequently a panelist on matters relating to mergers, acquisitions, and private equity matters

## **Sectors**

- [Aviation & Aircraft Transaction Services](#)
- [Health Care & Life Sciences](#)
- [Medical Devices](#)

## **Practice Areas**

- [Capital Markets & Public Company Advisory](#)
- [Corporate](#)

- [Mergers & Acquisitions](#)
- [Private Equity](#)
- [Transactions](#)

## **Education**

- Northwestern School of Law (J.D., cum laude)
- Kellogg School of Management (MBA, with distinction)
- University of Wisconsin – Madison (B.B.A., with honors and distinction, 1998)

## **Admissions**

- Wisconsin