

Michelle A. Weinbaum

Of Counsel

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Washington, D.C.

Michelle Weinbaum is of counsel in the Washington, D.C. office of Gibson, Dunn & Crutcher LLP where she is a member of the firm's National Security and International Trade practices.

Michelle advises clients on cross-border transactions and national security compliance matters including reviews before the Committee on Foreign Investment in the United States (CFIUS), the Defense Counterintelligence and Security Agency (DCSA), and Team Telecom, as well as export controls (ITAR/EAR), sanctions, foreign direct investment, and government contracts matters. In addition to leading national security reviews of hundreds of transactions, she has significant experience negotiating complex national security agreements with CFIUS and DCSA (including Proxy Board arrangements, Special Security Agreements, Security Control Agreements, and specialized board resolutions).

Michelle has represented a variety of clients including public companies, private equity, hedge funds, venture capital, large and small defense contractors, SPAC's, and sovereign wealth funds, across a diverse array of industries including aerospace and defense; software and technology; energy and telecom; healthcare; insurance and financial services; manufacturing and logistics; consumer and luxury goods; and real estate and other sectors. In addition, Michelle has a strong background in mergers and acquisitions, securities law and corporate governance. Michelle maintains an active pro bono practice, with a focus on asylum applications.

Michelle graduated *magna cum laude* from William & Mary Law School in 2017, where she was elected to the Order of the Coif and served as the senior articles editor on the journal of Women and the Law. She is admitted to practice in the District of Columbia and in New York.

Previously, Michelle was a partner in the international trade group of Kirkland & Ellis LLP where she focused her practice on CFIUS, DCSA and international trade matters, and prior to that she worked on national security and international trade matters as an associate at Skadden, Arps, Slate, Meagher & Flom LLP. Prior to attending law school, Michelle served as a military police officer in the U.S. Army, training local police officers in Iraq and Afghanistan, and managing significant programs for force protection and disaster response. She also has experience working in local government administration including managing operations, procurement, and government ethics.

Representative Engagements Include:

Prior to joining Gibson Dunn, Michelle was involved in the following matters:

Aerospace and Defense

- The Blackstone Group, L.P. in its \$4.7 billion acquisition of Signature Aviation.



Capabilities

National Security
Government Contracts
International Trade Advisory and Enforcement
Mergers and Acquisitions
Privacy, Cybersecurity, and Data Innovation
Private Equity
Tech and Innovation

Credentials

Education

William & Mary Law School - 2017 Juris Doctor
Kansas State University - 2012 Master of Science
U.S. Military Academy - West Point - 2006 Bachelor of Science

Admissions

District of Columbia Bar
New York Bar

- Leonardo DRS in the CFIUS, DCSA and ITAR aspects of its \$3billion merger with RADA and simultaneous public listing.
- Social Capital Hedosophia Holdings Corp. in its \$1.5 billion merger with Virgin Galactic, LLC.
- Hanwha Aerospace in its acquisition of EDAC and its investment related to Karem Aerospace.
- The Jordan Company in its acquisition and of CPI International, Inc. and subsequent reorganization.
- Arlington Capital Partners in its acquisition of Stellant Technologies and in its \$185 million acquisition of L3 Electron Devices and Narda West assets from L3Harris Technologies.

Software and Technology

- Several computer and video game companies in their highly sensitive reviews before CFIUS.
- NortonLifeLock in its \$25 billion combination with Avast.
- Toshiba in connection with its \$15 billion acquisition by Japan Industrial Partners.
- Hellman & Friedman in its \$10 billion acquisition of Zendesk.
- GlobalLogic in its \$9.5 billion sale to Hitachi.
- Bain Capital in its \$5.3 billion acquisition of Guidehouse.
- Capgemini in its \$4 billion acquisition of Altran.
- Mubadala Investment Company and its affiliates in multiple transactions, including as part of the Silver-Lake led consortium of investors in its \$2.25 billion investment in Waymo LLC.
- ADTRAN in its business combination with ADVA, valued at over \$2 billion.
- Apax Funds in its acquisitions of ThoughtWorks, Infogain, and a majority stake of the Herjavec Group.
- WeWork Companies Inc. in connection with investments by Softbank Group Corp.

Energy and Telecom

- Zayo Group Holdings, Inc. in its \$14.3 billion acquisition by affiliates of Digital Colony Partners, LP and EQT Infrastructure IV.
- EQT Infrastructure in its \$5.3 billion acquisition of Covanta Holding Corporation.
- Ares Management Corp (NYSE: ARES) in its acquisition of a majority stake in Apex Clean Energy, and subsequent related investments and joint ventures.
- Ontario Power Generation in its \$298 million acquisition of Eagle Creek Renewable Energy, which owns a 230-MW portfolio of hydroelectric generating assets.
- Emera Energy in its \$223.3 million sale of its 49% interest in Northeast Wind Partners, a 419 MW portfolio of wind projects, to First Wind Holdings.
- A Chinese company in its non-notified CFIUS filing for acquisition of a U.S. solar power company, and its negotiation of a national security agreement covering its investment.

Healthcare

- Centene Corporation in its \$17.5 billion acquisition of WellCare Health Plans, Inc.
- Hellman & Friedman and Bain Capital in connection with their \$17 billion acquisition of athenahealth.

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- Verscend Technologies, Inc. (a portfolio company of Veritas Capital) in its \$4.9 billion acquisition of Cotiviti, Inc.
- Patient Square Capital in its \$1.9 billion acquisition of Summit BHC.
- A non-U.S. private equity fund in its CFIUS filings and acquisition of multiple biopharma and clinical research companies.

Insurance and Financial Services

- AXA-XL Group in its \$15.3 billion acquisition by AXA SA.
- The PURE Group of Insurance Companies in its \$3.1 billion acquisition of Privilege Underwriters, Inc. by Tokio Marine Holdings, Inc.
- Metromile (Nasdaq: MILE), a data science company focused on auto insurance, in its acquisition by Insurance Company Lemonade, valued at \$500 million.
- Altaris in its acquisition of Trean Insurance Group, valued at \$316 million.

Manufacturing and Logistics

- Panasonic in the national security considerations relating to its acquisition of two logistics-focused portfolio companies.
- DSV A/S in connection with its \$4.6 billion acquisition of The Panalpina Group.
- BC Partners in its investment in CeramTec.
- MPM Holdings Inc., a global silicones and advanced materials company, in its \$3.1 billion acquisition by SJL Partners LLC, KCC Corporation and Wonik QnC Corporation.
- KEMET Corporation in its \$1.8 billion acquisition by Yageo Corporation.
- The Jordan Company in its \$1.2 billion acquisition of AIT Worldwide Logistics, Inc.
- Trive Capital in connection with the sale of NxEdge to EnPro Industries, valued at \$850 million.
- TPG in its \$228 million investment in supply chain risk platform Sayari.

Consumer and Luxury Goods

- LVMH Moët Hennessy Louis Vuitton S.E. in its \$16.2 billion acquisition of Tiffany & Co.
- L Catterton in its \$4.8 billion acquisition of Birkenstock.
- Investindustrial in its acquisition of significant portions of the meal preparation business of TreeHouse Foods for \$950 million.
- Naver Corporation in its \$600 million acquisition of Wattpad.

Clerk & Government Experience

Captain, United States Army, 2006–2011

Pro Bono

Successfully represented a woman from Guatemala in her defensive asylum application and merits hearing.

Successfully represented a family of four from El Salvador in their defensive asylum applications.

Successfully represented a family of four from Afghanistan in their affirmative asylum and adjustment of status cases.

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Memberships & Affiliations

Vice President and Treasurer, Capital Area Muslim Bar Association, 2020–2022

D.C. Bar Early Career Lawyers Community Steering Committee, 2024-present

Select Recent Publications

[“Passive financing in the crosshairs: CFIUS intensifies focus on limited partners in covered private equity transactions”](#) in Columbia FDI Perspectives, June 10, 2024

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