

Partner, Boston

Mergers and Acquisitions



T: 617.573.4850
graham.robinson@skadden.com

Education

J.D., Harvard Law School, 1999

B.A., University of Pennsylvania, 1996

Bar Admissions

Massachusetts

New York

Experience

Law Clerk, Hon. J. Curtis Joyner,
U.S. District Court for the Eastern
District of Pennsylvania

Graham Robinson is the head of Skadden's Boston office and the Boston Mergers and Acquisitions Group. He focuses his practice on mergers, acquisitions and other transactions in the pharmaceutical, medical device and technology industries in the U.S. and internationally. Mr. Robinson regularly represents public and private companies in acquisitions and divestitures, both negotiated and contested. He has significant experience advising companies in preparing for and responding to unsolicited acquisition proposals, as well as advising companies in dealing with activist investors. Mr. Robinson also regularly advises boards of directors and special committees in addressing corporate governance matters and internal investigations. According to Deal Point Data, he is ranked first (by both deal value and number of deals) among U.S. attorneys for public biotechnology M&A transactions completed since January 1, 2016. In addition, Mr. Robinson has been named one of *MergerLinks*' Top Healthcare Lawyers in North America and Top Advisor Lawyers in North America. He is a former member of Skadden's governing body, the Policy Committee.

Mr. Robinson's representations include:

- the special committee of R1 RCM Inc. in its pending sale to investment funds affiliated with TowerBrook Capital Partners and Clayton Dubilier & Rice for an enterprise value of \$8.9 billion
- EyeBio in its sale to Merck for \$1.3 billion up front and up to \$1.7 billion in future milestone payments
- Vertex Pharmaceuticals in its \$4.9 billion acquisition of Alpine Immune Sciences
- MorphoSys in its \$2.9 billion sale to Novartis and simultaneous disposition of Monjuvi to Incyte
- Ambrx Biopharma in its \$1.9 billion sale to Johnson & Johnson
- the special committee of the board of directors of EngageSmart in its \$4 billion sale to Vista Equity Partners
- Mirati Therapeutics in its sale to Bristol Myers Squibb for up to \$5.8 billion
- POINT Biopharma in its \$1.4 billion sale to Eli Lilly
- Alnylam Pharmaceuticals, Inc. in its \$2.8 billion co-development and co-commercialization agreement with Roche Holding AG to develop and commercialize its hypertension drug Zilebesiran
- Intercept Pharmaceuticals in its \$794 million sale to Alfasigma
- CTI BioPharma in its \$1.7 billion sale to Swedish Orphan Biovitrum (SOBI)
- Iveric Bio in its \$5.9 billion sale to Astellas
- BELLUS Health in its \$2 billion sale to GSK
- Alcon in its \$753 million acquisition of Aerie Pharmaceuticals
- Antares Pharma in its sale to Halozyme for \$1 billion
- Bottomline Technologies in its acquisition by Thoma Bravo for \$2.6 billion
- Dicerna Pharmaceuticals in its sale to Novo Nordisk for \$3.3 billion
- AspenTech in its \$11 billion combination with Emerson Electric's industrial software business
- Amicus Therapeutics in ARYA Sciences Acquisition Corp IV's attempted acquisition of Amicus' gene therapy business

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- MorphoSys in its \$1.7 billion acquisition of Constellation Pharmaceuticals and its related financing from Royalty Pharma totaling over \$2 billion
 - Adverum Biotechnologies in its successful defense of a proxy contest by Sonic Capital, in which none of Sonic's nominated directors were elected to Adverum's board of directors
 - WeWork in:
 - its merger with BowX Acquisition Corp., a special purpose acquisition company, as a result of which WeWork would become a public company with an implied initial enterprise value of \$9 billion
 - an \$8 billion transaction in which SoftBank provided financing to the company and proposed to acquire a majority of its outstanding shares through a tender offer
 - its \$6 billion and \$4.4 billion investments from SoftBank, its Series F investment round with Hony Capital and Legend Holdings, and its acquisitions of Meetup, Conductor and Naked Hub
 - Pandion Therapeutics in its sale to Merck for \$1.8 billion
 - Strongbridge Biopharma in its merger with Xeris Pharmaceuticals
 - Boston Dynamics in its sale to Hyundai Motor Group for \$1.1 billion
 - Ionis Pharmaceuticals in its acquisition of the remaining outstanding stake of Akcea Therapeutics for \$500 million
 - CerSci Therapeutics in its sale to ACADIA Pharmaceuticals for up to \$939.5 million
 - Stemline Therapeutics in its sale to Menarini Group for up to \$677 million
 - Gilead Sciences in its:
 - \$4.9 billion acquisition of Forty Seven
 - \$5.1 billion investment, \$425 million equity investment and expanded collaboration with Galapagos NV
 - \$11.9 billion acquisition of Kite Pharma
 - acquisition of Cell Design Labs for up to \$567 million
 - acquisition of Nimbus Apollo for up to \$1.2 billion
 - acquisition of Phenex Pharmaceuticals for up to \$470 million
 - the special committee of the board of directors of Legg Mason in its proposed \$4.5 billion acquisition by Franklin Templeton
 - ArQule in its sale to Merck for \$2.7 billion
 - Carbonite in its sale to OpenText for \$1.42 billion
 - Achillion in its sale to Alexion for up to \$1.225 billion
 - Alder BioPharmaceuticals in its sale to Lundbeck for up to \$1.95 billion
 - Vertex Pharmaceuticals in its acquisition of Semma Therapeutics for \$950 million
 - Array BioPharma in its \$11.4 billion sale to Pfizer
 - Nightstar Therapeutics in its \$800 million sale to Biogen
 - Clementia Pharmaceuticals in its sale to Ipsen for up to \$1.31 billion
 - Carbonite in its \$618.5 million acquisition of Webroot
 - Juno Therapeutics, Inc. in its acquisition by Celgene Corporation valuing Juno at over \$11 billion
 - Strongbridge Biopharma in its sale of Macrilen to Novo Nordisk for \$145 million plus royalties, and in the related \$36.7 million equity investment by Novo Nordisk in Strongbridge
 - Unidine in its acquisition by Compass Group
 - Ultragenyx in its successful topping bid for Dimension Therapeutics
 - Cemptra in its combination with Melinta Therapeutics
 - Merrimack Pharmaceuticals in its asset sale to Ipsen for up to \$1.025 billion
 - Tobira Therapeutics in its sale to Allergan for up to \$1.7 billion
 - Qlik Technologies in its sale to Thoma Bravo for \$3 billion
 - NPS Pharmaceuticals in its \$5.2 billion sale to Shire. Mr. Robinson was named as a Dealmaker of the Week by *The American Lawyer* for his role on this transaction
 - Dendreon Corporation in its Chapter 11 filing and proposed restructuring of \$620 million of convertible notes, its sale of Provenge and other assets to Valeant for \$495 million, and in the sale of its New Jersey immunotherapy manufacturing facility to Novartis for \$43 million
- Mr. Robinson has been listed in the most recent rankings of *Chambers Global*, *Chambers USA* and *The Best Lawyers in America*, which named him its 2023 Boston Mergers and Acquisitions Law Lawyer of the Year. In addition, he has been honored as one of Lawdragon's 500 Leading Lawyers in America and 500 Leading Dealmakers in America. He also was named a 2024 *Law360* MVP in the Life Sciences category, recognized on *The Legal 500's* M&A Private Practice Powerlist in 2023 and awarded Attorney of the Year in 2021 by *LMG Life Sciences*, which lists him repeatedly among top practitioners. Mr. Robinson was named a 2018 Client Choice Award winner as an attorney who "stands apart for excellent client care." In 2013, Mr. Robinson was named by The M&A Advisor as one of the top 40 M&A professionals under the age of 40 in the United States. In 2011, he was named by the *Boston Business Journal* as one of its 40 Under 40 business and civic leaders in the city of Boston. Mr. Robinson is an overseer of the Boston Symphony Orchestra, a former member of the board of fellows of Harvard Medical School and a former member of the board of directors of the Massachusetts Chapter of the March of Dimes.

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Mr. Robinson also is a member of the board of directors of Project Step, a nonprofit organization that seeks to identify musically talented children from underrepresented Boston communities, provide them with comprehensive music and string instruction, and prepare them to compete and succeed as professionals in the world of classical music.