Cooley

Polina A. Demina

Special Counsel



pdemina@cooley.com

+1 212 479 6457

New York

Mergers and Acquisitions

Activism Defense

Polina's practice focuses on mergers and acquisitions and other complex corporate transactions, including strategic investments, joint ventures and divestitures. Her clients include a range of public and private companies across multiple industries. She has significant experience in counseling companies and their boards of directors in connection with mergers & acquisitions, corporate governance, activism and takeover defense matters.

Polina's notable representations have included advising:

Life sciences

- **Adamas Pharmaceuticals** in its sale to Supernus for $450 million
- **Alumis** in its agreement to merge with ACELYRIN in an all stock transaction
- **Bayer** in its acquisition of Monsanto for $66 billion*
- **Erytech Pharma** in the sale of its Princeton cell therapy manufacturing facility to Catalent
- **Five Prime Therapeutics** in its sale to Amgen for $1.9 billion
- **ImmPACT Bio** in its sale to Lyell Immunopharma
- **Marker Therapeutics** in its sale of certain cell manufacturing assets to CellReady
- **M8 Pharmaceuticals** in its sale to Acino
- **Morphimmune** in its stock-for-stock merger with Immunome and concurrent $125 million private investment in public equity (PIPE)
- **Quince Therapeutics** in the sale of its legacy protease inhibitor portfolio to Lighthouse Pharmaceuticals

Technology

- **Allovue** in its sale to PowerSchool
- **Carmera** in its sale to Woven Planet, a subsidiary of Toyota Motor Corporation
- **DISH Network** in multiple acquisitions, including:
  - the purchase of the Boost Mobile business from T-Mobile and Sprint for $1.4 billion and the option to purchase Sprint's 800 MHz band spectrum licenses for $3.6 billion*
  - the purchase of certain satellite assets from EchoStar Corporation*
- **Everbridge** in its sale to an affiliate of Thoma Bravo for $1.8 billion
- **Experian** in its acquisition of Gabi Personal Insurance Agency for $320 million

- **LeagueApps** in its majority stake acquisition by an affiliate of Accel-KKR
- **Netflix** in its acquisition of Spry Fox
- **Zipwhip** in its sale to Twilio for $850 million

Consumer and retail

- **Act III Holdings** in its investments in Tatte Bakery & Cafe and BJ's Restaurant & Brewhouse*
- **Aurobindo Pharma** in the sale of its Natrol supplements business to an affiliate of New Mountain Capital to combine it with Jarrow Formulas for $550 million*
- **Kraft Foods Group** in its $55 billion merger with H.J. Heinz Company to create The Kraft Heinz Company*
- **Panera Bread** in its sale to an affiliate of JAB Holding Company for $7.5 billion*
- **Sol de Janeiro** in its sale of a majority stake to L'Occitane
- **Summer Fridays** in its sale of a majority stake to an affiliate of TSG Consumer Partners

Transportation

- **Motivate International** (owner and operator of Citi Bike and other bike-sharing programs) in its sale to Lyft*
- **Navistar** in its $3.7 billion sale to Traton and prior strategic alliance with Traton, including an equity investment, collaboration agreements and a joint venture*

Oil and gas/manufacturing/infrastructure

- **Andeavor** in its stock-for-stock merger with Marathon Petroleum Corporation valued at $23.3 billion*
- **Global Infrastructure Solutions** in its acquisition of Hill International for $250 million
- **NewPage Holdings** in its sale to Verso Corporation for $1.4 billion and related regulatory divestitures*

Financial advisory

- **Centerview** as financial adviser to:
  - Sovos Brands in its sale to Campbell Soup Company for $2.7 billion
- **Qatalyst Partners** as financial adviser to:
  - Cvent in its sale to an affiliate of Blackstone for $4.6 billion
  - iRobot in its agreement to sell to Amazon for $1.7 billion
  - Splunk in its sale to Cisco for $28 billion
- **Morgan Stanley** as financial adviser to:
  - Broadcom in its acquisition of VMware for $61 billion

Shareholder activism

- **Everbridge** in its interactions with Ancora Advisors
- **Navistar** in its interactions with Carl Icahn and Mark Rachesky*

* *Representation handled prior to joining Cooley*

Before joining Cooley, Polina was an associate at Sullivan & Cromwell LLP in New York.

While at Michigan Law, Polina was an editor for The Michigan Law Review and published her note, "Broker-Dealers and Investment Advisers: A Behavioral-Economics Analysis of Competing Suggestions for Reform," in the December 2014 edition of the journal, for which she won The Richard J. Davis Ethics, Legal, and Regulatory Insight Award from the Investments & Wealth Institute in 2015.

Education

University of Michigan Law School JD, cum laude, 2014

University of Cambridge MPhil, Linguistics, 2009

University of Kansas BA, Philosophy, 2008

Admissions & Credentials

New York

Rankings & Accolades

Super Lawyers: Rising Star (2019 – 2023)

The Investments & Wealth Institute's Richard J. Davis Ethics, Legal, Regulatory Insight Award (2015)