



Caroline Hayday

Counsel
Cleary Gottlieb

Caroline F. Hayday is counsel based in the New York office. Ms. Hayday's practice focuses on compensation and benefits matters, including executive compensation, employment law and related matters, and the benefits aspects of mergers and acquisitions, particularly relating to private equity portfolio companies and transactions. She is recognized as an Employee Benefits/ERISA "Rising Star" in Super Lawyers magazine.

Ms. Hayday has advised numerous clients on the employment and benefits aspects of major M&A transactions, including:

- TPG's acquisition of Envision Pharmaceuticals Holdings, and Envision's subsequent acquisition of Laker Software.
- ALTANA's \$635 million acquisition of the rheology additives business of Rockwood Holdings.
- ABB's \$1 billion acquisition of PowerOne.
- Surgical Care Affiliates' \$270 million IPO.
- Conversus Capital's \$1.4 billion sale of its portfolio of third party private equity fund interests.
- Danfoss' \$690 million going private transaction.
- Alpha Natural Resources' \$8.5 billion acquisition of Massey Energy.

Ms. Hayday is also currently engaged in executive compensation work for McDonalds.

Ms. Hayday joined the firm in 2003 and became counsel in 2014. She received a J.D. degree, magna cum laude, from Boston University School of Law in 2002, a Master in Public Health from Boston University School of Public Health in 2002 and an

undergraduate degree, cum laude, from Wellesley College in 1995. From 1996 to 1998, Ms. Hayday worked at Massachusetts General Hospital doing genetic research in Alzheimer's disease. From 2002 to 2003, she served as law clerk to the Honorable Joseph L. Tauro of the U.S. District Court for the District of Massachusetts. She also serves as the vicechair of the firm's Committee on Diversity and Inclusion.

Ms. Hayday is a member of the Bar in New York. Her native language is English, and she is fluent in German.