

ASHLEY N. ELNICKI

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EXPERIENCE

University of Colorado Law School

Adjunct Professor

Business Planning, spring semesters 2022, 2023, and 2024.

Boulder, Colorado
January 2022 - present

Cravath, Swaine & Moore LLP

Tax Associate

New York, New York
October 2012 - January 2016, October 2016 - March 2019

Advised on the tax aspects of domestic and cross-border mergers, acquisitions, divestitures, spin-offs, joint ventures, reorganizations, and debt and equity financings. Negotiated and drafted agreements and public filings for such transactions. Supervised junior tax associates and served as a mentor for summer associates. Prepared and presented various CLEs and internal trainings, including “How to be an Effective Tax Lawyer”. Researched and drafted legal memoranda and opinions addressing a variety of issues.

Notable transactions include representing:

- The Walt Disney Company in its \$85 billion acquisition of Twenty-First Century Fox, Inc.;
- Time Warner Inc. in its spin-off of Time, Inc.;
- Crown Castle International Corp. in its \$1.7 billion acquisition of LTS Group Holdings LLC, its \$600 million acquisition of Wilcon Holdings LLC, and its \$1.5 billion acquisition of FPL FiberNet Holdings, LLC;
- Cigna Corporation in its proposed \$54.2 billion merger with Anthem, Inc.;
- Northrop Grumman Corporation in its \$9.2 billion acquisition of Orbital ATK, Inc.;
- Ashland Global Holdings Inc. in its \$660 million acquisition of Pharmachem Laboratories, Inc.;
- BDT Capital Partners in connection with the structuring of BDT Capital Partners Fund II, L.P. and its related parallel funds;
- Graham Holdings Company in the spin-off of Cable One, Inc.;
- OneBeacon Insurance Group, Ltd. and White Mountains Insurance Group, Ltd. in the \$1.7 billion sale of OneBeacon Insurance Group, Ltd.;
- Martin Marietta Materials, Inc. in its \$1.625 billion acquisition of Bluegrass Materials Company;
- Casa Cuervo in an asset swap with Diageo in which Casa Cuervo exchanged Don Julio Tequila and \$408 million of cash for The Old Bushmills Distillery and the Bushmills Irish Whiskey brand; and
- Rock-Tenn Company in its \$16 billion combination with MeadWestvaco Corporation.

Just Play Sports Solutions LLC

Business Organization and Strategy

Lawrence, Kansas
February 2016 - August 2016

Advised on organizational and financial strategies. Handled all company legal matters. Negotiated agreements with customers, investors, advisors, and partners. Prepared materials for current and potential investors. Devised and implemented efficient internal processes relating to sales, employee matters, accounting, and billing.

EXPERIENCE (continued)

USC Post-Conviction Justice Project

Los Angeles, California

Law Student Legal Intern

August 2011 - May 2012

Represented an inmate before the California Board of Parole Hearings, which found the inmate suitable for parole. Drafted a petition for writ of habeas corpus challenging a denial of parole. Collaborated with a district attorney to jointly petition the California Board of Parole Hearings to recall an inmate's sentence.

Rinos & Martin, LLP

Tustin, California

Law Clerk

May 2010 - August 2010, May 2011 - July 2011

Researched and drafted legal memoranda addressing various legal issues. Prepared a motion for court order to compel the release of records. Attended depositions and managed certain aspects of the discovery process, including communicating with clients and opposing counsel and propounding and responding to discovery requests.

RESEARCH

Assisted Professor Edward D. Kleinbard with his books, *We Are Better Than This: How Government Should Spend Our Money* (Oxford Univ. Press, 2014) and *What's Luck Got to Do With It? How Smarter Government Can Rescue the American Dream* (Oxford Univ. Press, 2021).

EDUCATION

University of Southern California Law School

Los Angeles, California

Juris Doctor, *Order of the Coif*

May 2012

GPA: 3.76

Top Grade: American Jurisprudence Award: Corporate Taxation; Tax Policy Seminar; Taxation; Remedies; Criminal Procedure; Gifts, Wills, and Trusts

High Honors Grades: Business Organizations; Employment Discrimination Law; Equality and Liberty; First Amendment; Evidence

Honors Grades: Business for Lawyers; Legal Profession; Constitutional Law; Legal Research, Writing, and Advocacy I and II; Torts; Law, Language, and Values; Property

Activities: Member of the 2012 Class Gift Campaign Committee

Awards: USC Law Merit Scholarship

Pittsburg State University

Pittsburg, Kansas

Bachelor of Arts, *summa cum laude*, Spanish

May 2009

GPA: 4.0

Minors: International Business and Business Administration

Activities: Student Government Association, *Senator of the Year*, 2009

Study Abroad: Spanish Language Immersion, Costa Rica, July 2006

Spanish Business I, Costa Rica, July 2008

Honors: Member of the Honors College

Awards: Presidential Scholarship

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BAR ADMISSIONS

Admitted in New York.

MEDIA APPEARANCES

Podcast guest. Teti, J. Leonard, II, host. “Ashley Elnicki formerly of Cravath (Tax Department Alumna).” *On Tax.* Cravath, Swaine & Moore LLP. December 7, 2021.

INTERESTS

Certified yoga teacher with over 400 paid teaching hours. Other interests include skiing, sailing, traveling, and *Seinfeld*.