

# SULLIVAN & CROMWELL LLP

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## Lawyers



### Roderick M. Gilman Jr.

Special Counsel

#### New York

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Roderick Gilman is a special counsel in the Firm's Insurance Group concentrating on transactional work for leading insurance companies and other financial institutions in a wide range of corporate transactions in the insurance industry, including mergers and acquisitions, capital markets, financial distress workouts, reinsurance, and structured finance solutions. Mr. Gilman has represented both U.S. and non-U.S., and public and private, companies within the industry, as well as financial advisers and private equity firms, in connection with various transactions and advice concerning insurance regulatory and securities law compliance.

Mr. Gilman has been directly involved in many transactions handled by the Firm's Insurance Group, including China Oceanwide's pending acquisition of Genworth Financial, American International Group's purchase of Hamilton Insurance Company, Tokio Marine's purchase of HCC Insurance Holdings; Swiss Re's sale of Aurora National Life Assurance to RGA Reinsurance; Allianz's sale of the personal lines business of Fireman's Fund to ACE; Swiss Re's sale of its US Admin Re business to Jackson National Life; Pacific Life's purchase of the life retrocession business of ManuLife; and Lightyear Capital's acquisition of Southwest Insurance Partners. Mr. Gilman also has broad experience in capital markets transactions, including representing underwriters for issuances of surplus notes by Mutual of Omaha, a consortium of banks with respect to capital raising efforts of Ambac Financial Group in 2008, as well as a number of major insurance companies in regard to Exchange Act reporting disclosure advice. Mr. Gilman represented a large life insurer in a XXX structured financing transaction and has represented multiple financial institutions in regard to the restructuring or potential resolution of several financial guarantee insurers, including the successful restructuring of CIFG. He has been directly involved in the preparation of Prudential Financial's resolution plans and various submissions relating to Prudential's designation as a systemically important financial institution under Dodd-Frank.

Prior to joining S&C, Mr. Gilman was a commercial lines independent insurance agent for more than 10 years in both New York and Seattle.

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#### PRACTICES & CAPABILITIES

**General Practice**

**Capital Markets**

**Financial Services**

**Financial Services Mergers & Acquisitions**

**Insurance**

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#### EDUCATION

**2007, University of Michigan Law School, J.D.**

**1993, St. John's College, B.A.**

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#### BAR ADMISSIONS

**New York**