

Derek M. Winokur

Partner

— VCARD

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Derek Winokur is a partner and a member of the firm's Global Corporate Group.

Primary Focus & Experience

Mr. Winokur focuses his practice on structuring, negotiating, and executing transactions on behalf of private equity sponsors and their portfolio companies. Mr. Winokur also represents strategic buyers, sellers, special committees, management and investors in public and private mergers and acquisitions.

In addition, Mr. Winokur represents companies in connection with more general corporate matters, including public reporting obligations, recapitalizations, buybacks, reforming corporate governance, and contests for corporate control. Mr. Winokur's experience spans a wide range of industries, including technology, telecom, manufacturing and healthcare.

His representations and transactions include:

- H&E Equipment Services Inc. (NASDAQ: HEES), one of the largest equipment rental companies in the nation, in its pending \$5 billion dollar sale to Herc Holdings, Inc. (NYSE: HERC).
- One Equity Partners in the sale of W.W. Williams, a leader in truck and diesel repair.
- One Equity Partners in the sale of Computer Design and Integration LLC, an IT services firm, to AHEAD, a leading authority in data, developer and infrastructure platforms.
- One Equity Partners in its carveout and acquisition of TechnipFMC's (NYSE: FTI) measurement solutions business, rebranded as Guidant, a leading provider of integrated measurement systems deployed across the energy value chain.
- One Equity Partners in the sale of Dragonfly Financial Technologies, a digital banking and cash management solutions provider, to Fidelity Information Services.
- One Equity Partners in the acquisition of cloud services provider Liquid Web.*
- One Equity Partners in the acquisition of Mythics Emergent Group, a leading technology solutions partners to the public sector.*
- One Equity Partners in the acquisition of the online banking solution business from ACI Worldwide (NASDAQ: ACIW), a global leader in mission-critical, real-time payments

software.*

- One Equity Partners in the acquisitions of Boral Resources, Boral Limited's (ASX: BLD) North American fly ash business, and Green Cement Inc., a manufacturer of near-zero carbon cement alternatives, to create Eco Material, a company dedicated to decarbonizing the materials industry through scalable and proven technological solutions.*
- One Equity Partners in the acquisition of Purity Oilfield Services by its portfolio company Omni Environmental Solutions, a provider of diverse drilling, completion and production-related environmental solutions to oil and gas operators in US oil and gas plays.*
- One Equity Partners in the acquisition of Rosboro, a leading manufacturer of sustainable engineered wood products.*
- One Equity Partners in the sale of Rizing LLC, a leading SAP-focused provider of IT systems integration and implementation services, to Wipro Limited (NYSE: WIT), a multinational IT services and consulting company.*
- One Equity Partners on its sale of PeroxyChem to Evonik Industries AG (FRA: EVK), a German-based publicly traded global specialty chemicals company, for US\$640 million.*
- One Equity Partners in its acquisition of Ernest Health Holdings from Guiding Health Management Group and Medical Properties Trust, and the related acquisition of several additional rehabilitation hospitals and/or greenfield hospitals under development from Vibra HealthCare on behalf of Ernest Health.*
- Court Square in the sale of DISA Global Solutions, Inc., a leading tech-enabled provider of employee testing, screening, compliance management and workplace health and safety solutions, to Audax Private Equity.*
- Court Square Capital Partners in the acquisition of Power Digital, a digital performance marketing agency.*
- Court Square Capital Partners in the acquisition of The Evans Network of Companies, a logistics platform that provides intermodal drayage, truckload, and freight brokerage services through its network of agents.*
- Court Square Capital Partners in the acquisition of a majority of Connatix, a leading video technology company for premium publishers and advertisers.*
- Bruckmann, Rosser, Sherrill & Co. in its acquisition of Eos Fitness Holdings, LLC, a fitness club chain operating locations in Phoenix, Las Vegas and Southern California.*
- Bruckmann, Rosser, Sherrill & Co. in the sale of its portfolio company DTLR Villa, LLC, an athletic footwear and streetwear retailer, to JD Sports Fashion Plc*
- Clarion Capital Partners in the sale of Lennox Corporation, manufacturing company that sells tableware, giftware, and collectible products.*
- Sterling Investment Partners in its acquisition of Power Stop, LLC, an auto parts and equipment company, and its subsequent sale of Power Stop to TSG Consumer Partners.*
- Sterling Investment Partners in its sale of Lazer Spot Inc., a provider of third-party yard management services, to Greenbriar Equity Group LLC.*
- Carrols Restaurant Group, Inc. (NASDAQ: TAST), the largest Burger King franchisee in the United States, and a special committee of independent directors responsible for negotiating and executing its \$1 billion acquisition by Restaurant Brands International, a significant stockholder of Carrols and the parent company of Burger King.
- Sterling Investment Partners in the sale of Service Logic, the largest provider of aftermarket maintenance, repair and replacement services for commercial HVAC equipment, to affiliates of private equity firm Warburg Pincus.*
- H&E Equipment Services, Inc. (NASDAQ: HEES), a heavy construction and industrial equipment services company in the sale of its crane business to The Manitowoc

Company, Inc. (NYSE: MTW), as well as in various private strategic acquisitions *

- Griffon Corporation, a diversified holding company (NYSE: GFF) in the sale of Telephonics Corporation, leading provider of intelligence, surveillance and communications solutions that are deployed across a wide range of land, sea and air applications, to TTM Technologies, Inc. (NASDAQ:TTMI)
- ECN Capital Corp. (TSX: ECN), in the sale of its US based commercial and vendor finance business to PNC Bank for approximately US\$1.25 billion in cash.*
- Monster Worldwide Inc., a publicly traded global online employment solution company, in its US\$429 million sale to an affiliate of Randstad Holding N.V.*
- EGS Holdings, Inc., a global customer service organization, in its business combination with Alorica Inc., creating a US\$2.4 billion customer experience business process outsourcer servicing the US*
- CIFC LLC, a publicly traded US debt investment manager, in its US\$333 million going private sale to an affiliate of F.A.B. Partners.*

*Matter completed prior to joining Milbank.

Recognition & Accomplishments

Mr. Winokur is listed as a recommended lawyer for M&A and private equity buyouts by *The Legal 500* (US, a legal directory that recognized him as “super smart, super hardworking,” who “presents savvy negotiating tactics and superior M&A technical advice’ and ‘knows how to manage a relationship to ensure win-win outcomes,’” and for being “an outstanding attorney who possesses the ability to understand complex business issues and successfully negotiate resolutions in a timely manner.” He has also been recognized as a leading lawyer for Corporate/M&A in New York by legal directory *Chambers USA*, where he has been cited as “responsive, quick, balanced and easy to deal with” and adept at “weighing up business and legal risks.” In addition, Mr. Winokur has been named as a “Notable Practitioner” by *IFLR1000* for M&A and private equity in the United States.

Mr. Winokur received his J.D., *magna cum laude*, from University of Pennsylvania and was a member of Order of the Coif.

ADDITIONAL DETAILS

EDUCATION

University of Pennsylvania Carey Law School, J.D.

Cornell University, B.A.

ADMISSIONS

New York

EXPERIENCE

Corporate	Mergers and Acquisitions	Private Equity	United States
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FEATURED NEWS

Milbank Advises H&E on Successful \$5.3B Acquisition by Herc Holdings

Milbank Advises H&E on \$5.3B Acquisition by Herc Holdings

Milbank Advises OEP on Sale of W.W. Williams

Milbank Advises H&E Equipment Services in Its \$4.8B Acquisition by United Rentals

Milbank Advises One Equity Partners on Sale of Computer Design & Integration to
AHEAD

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