



## Mergers and Acquisitions

Our clients benefit from a leading global M&A practice that has, for the twelfth consecutive year, acted on more M&A transactions than any other law firm. Our experience allows us to execute cross border global deals seamlessly while supporting you across all stages of the transaction and offering you cost-effective, pragmatic business solutions.

### Global leader in M&A

- For the twelfth consecutive year, DLA Piper earned the top legal advisor ranking globally for overall M&A deal volume according to the 2021 *Mergermarket* league tables. Over the last decade, we have handled more than 5,000 reported M&A transactions globally, valued at a total of more than US\$1 trillion. These results consolidate DLA Piper's position as a leading global legal advisor.
- Our clients benefit from timely, pragmatic and commercial approach to problem solving that adds value to their business and enables transactions to come to a successful conclusion for all parties.

### Global reach

- Supported by over 1,000 corporate lawyers globally, we carefully select teams for each specific transaction. This allows us to handle all aspects of complex domestic and cross-border corporate transactions.
- With local lawyers on the ground, we have the ability to flag potential pitfalls in each country, advise on cultural differences and nuances, offer vital auxiliary advice in such areas as employment and competition law and manage even the most demanding due diligence exercise.

### Supporting your needs

- All our lawyers are aligned to industry sectors. We understand the internal and external pressures that our clients face throughout a transaction and the industry-specific issues critical to the success of a deal. We guide our clients through every stage of a deal-from due diligence and structuring, to negotiation and preparation of deal documents, to post-transaction transition and post-merger integration.
- M&A activities unavoidably affect other areas of company law, such as employment, pensions, tax, financial services regulation and corporate governance. Our deal teams include practitioners from these and other areas of law to address all aspects of a deal.

## CAPABILITES

### KEY CONTACTS

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- Merger Control
- Corporate Disputes

We help our clients with:

- public and private M&A;
- divisional or asset sales;
- distressed company deals through bankruptcy or other structures;
- cross-border transactions;
- various joint ventures and strategic alliances;
- post-merger integration.

## EXPERIENCE

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- Advising Accel-KKR on all aspects relating to its NZD\$140 million acquisition of the Seequent Group.
- Advising BASF in the context of the acquisition of Solvay's polyamide business.
- Advising HCL Technologies on its USD1.8 billion acquisition of a software portfolio from IBM.
- Advising a consortium comprising Link Group, Commonwealth Bank of Australia and Morgan Stanley Infrastructure on its USD1.6 billion acquisition of digital property conveyancing company PEXA.
- Advising NEC Corporation on the acquisition of KMD A/S from Advent International Corporation and Sampension KP Livsforsikring A/S.
- Advising Reece Limited on its USD1.44 billion acquisition of Morsco Inc., a US distributor of commercial and residential plumbing, waterworks and HVAC supplies.
- Advising Ineos Enterprises on its USD1.1 billion acquisition of Ashland Global Holdings' composites business.
- Advising BTIG as financial advisor to PAO TMK, a Russian manufacturer of steel pipe, on its USD1.2 billion sale of IPSCO Tubulars Inc. to Tenaris S.A.
- Advising CIE Automotive on its USD755 million acquisition of Inteva Roof Systems, a US-based designer and manufacturer of car sunroofs.
- Advising Haymaker Acquisition Corp., a publicly traded special purpose acquisition company (SPAC), on its USD850 million business combination with OneSpaWorld.
- Advising a consortium comprising Qumei Home Furnishing Group and Huatai Zijin Investment on the USD631 million public tender offer on Ekornes, the largest furniture manufacturer in the Nordic Region.
- Advising John Swire & Sons and its wholly-owned subsidiary, Argent Energy, on the acquisition of Biodiesel Amsterdam, Tankstorage Amsterdam and Tank & truck cleaning Amsterdam from the Amsterdam-based Simadan Group.
- Advising The China Navigation Company on its acquisition of Hamburg Süd's bulk shipping business.
- Advising TA Associates on its joint investment in Aptean, a provider of enterprise resource planning software, with Vista Equity Partners.
- Advising Webjet on its USD173 million acquisition of UAE based Destinations of the World and related fully underwritten entitlement offer.
- Advising Vodafone on its EUR7.2 billion acquisition of Ono, Spain's largest cable operator.
- Advising SolarWinds, a leading provider of powerful and affordable IT management software, on its USD4.6 billion acquisition by Silver Lake Partners and Thoma Bravo, LLC.
- Advising Fosun International and subsidiaries in numerous transactions totalling over USD2 billion.
- Advising Harrison Street Real Estate Capital, LLC on its USD1.9 billion acquisition of Campus Crest Communities, Inc.
- Advising Discovery Communications on its USD1.7 billion acquisition of the SBS broadcasting business in Scandinavia from ProSieben.
- Advising Abengoa on the 100 percent sale of its subsidiary Befesa Medio Ambiente S.A for EUR1.075 billion.
- Advising Arsenal Capital Partners in numerous transactions totalling USD1.5 billion.
- Advising CyrusOne LLC, a developer of enterprise-class, carrier-neutral data centers, on its USD400 million acquisition of Cervalis

Holdings LLC.

- Advising Fortescue Metals Group Limited on the sale of a 31 percent interest in the Iron Bridge and Glacier Valley magnetite deposits (equity value of USD1.15 billion).
- Advising Moss Creek Resources, LLC on its USD803 million acquisition of oil and gas assets from Tall City Exploration LLC and Plymouth Petroleum, LLC.
- Advising W. P. Carey Inc. on its merger with Corporate Property Associates 16 for USD4 billion.
- Advising Etihad Airways on its USD600 million strategic partnership with Indian airline Jet Airways, the first Foreign Direct Investment by an overseas airline.

## INSIGHTS

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### Publications

#### Global M&A Intelligence Report 2022

27 September 2022

This report provides an insight into Industrials sector M&A deal activity between the period 2019 to 2021.

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#### Brazil: Transfer of a going concern – what you need to know

### CROSSROADS – ICR INSIGHTS

A transfer of a going concern (TOGC), commonly used in Brazilian asset deals and internal reorganizations such as carveouts, requires thoughtful planning. Learn what important aspects to consider with TOGCs.

By: [Alex Jorge](#) | [Rafaella Chiachio](#)

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#### Canada: Choosing to incorporate your subsidiary in British Columbia

### CROSSROADS – ICR INSIGHTS

Looking to incorporate in Canada? British Columbia is consistently at the forefront of user-friendly, modern Canadian corporate law.

By: [Benjamin Bluman](#)

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#### Cayman Islands: Benefitting from its flexibility and tax-neutral status

### CROSSROADS – ICR INSIGHTS

Migrating to the Cayman Islands offers benefits such as flexibility and tax neutral status. What to keep in mind?

By: [Sam Francis](#)

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## Hong Kong: Should you deregister or liquidate that subsidiary?

### CROSSROADS – ICR INSIGHTS

Learn the nuances between deregistering an entity and liquidating an entity when it's time to eliminate that subsidiary in Hong Kong.

By: [Heng Loong Cheong](#) | [Tommy Lam](#)

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## Japan: Navigating foreign direct investment rules when you are contemplating a corporate reorganization

### CROSSROADS – ICR INSIGHTS

When in Japan, if you are acquiring equity, changing a shareholder as part of a reorganization or taking certain other corporate actions, you need to beware of the new foreign investment rules.

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## Switzerland: Employee transfers in an asset deal

### CROSSROADS – ICR INSIGHTS

Learn the Swiss law exception to automatic transfers of existing employment relationships in an asset deal.

By: [Dominik Hohler](#)

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## Switzerland: Grappling with the financial assistance rules

### CROSSROADS – ICR INSIGHTS

Upstream or cross-stream financial assistance within a group of companies is a controversial topic in Switzerland. Dominik Hohler, Partner at Walder Wyss Ltd., provides a view of the current legal landscape.

By: [Dominik Hohler](#)

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## US: Tips on converting a corporate entity

### CROSSROADS – ICR INSIGHTS

What to do when one US state won't allow you to readily convert from one entity type to another.

By: [Benjamin Guez](#)

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## M&A and private equity in LatAm in 2022: Driven by digitalization

21 July 2022

## [PANORAMA](#)

In the last two years, tech sector mergers and acquisitions (M&A) and private equity (PE) have seen continuous growth and show no signs of slowing down.

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### Launch of the 2022 M&A Intelligence Report

30 June 2022

Our 2022 Global M&A Intelligence Report is now live. The annual report is based on our analysis of key global deal terms of almost 5,000 M&A transactions on which DLA Piper has advised since 2015.

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### Coming soon: a national security screening mechanism for outbound investments

28 June 2022

The US would not be alone in regulating outbound investment.

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### Global M&A Intelligence Report 2022

Updated: 29 June 2022

Our annual Global M&A Intelligence Report is based on an analysis of key deal terms in almost 5,000 private M&A transactions on which we have advised since 2015.

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### Focus on the public sector

22 February 2022

#### [UNDERSTANDING THE UK NATIONAL SECURITY & INVESTMENT REGIME PODCAST](#)

What is the impact on the public sector? Sarah Smith talks to Richard Bonnar, a partner in the Intellectual Property and Technology team, and Martin Strom, a senior associate in the competition team to discuss the impact on the sector, including the "Critical Suppliers to Government" and "Suppliers to the Emergency Services" sectors.

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### Focus on the transport sector

8 February 2022

#### [UNDERSTANDING THE UK NATIONAL SECURITY & INVESTMENT REGIME PODCAST](#)

In this episode, Sarah Smith is joined by Richard Jenkinson and global chair of DLA Piper's Infrastructure, Construction and Transport sector, Martin Nelson-Jones. They discuss the impact of the regime on the transport sector in relation to ports and harbours, as well as airports and air traffic control.

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### Focus on the technology sector

25 January 2022

## UNDERSTANDING THE UK NATIONAL SECURITY & INVESTMENT REGIME PODCAST

What is the impact of the regime on the technology sector? Sarah Smith is joined by competition partner, Alexandra Kamerling, and DLA Piper's tech sector specialist, Kit Burden, to analyse which activities are likely to be caught with a focus on AI and computer hardware.

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### A legal overview

4 January 2022

## UNDERSTANDING THE UK NATIONAL SECURITY & INVESTMENT REGIME PODCAST

In episode 2 of our podcast series we discuss the legal context of the regime: how it will operate and the implications for businesses. In particular, the legislation - which comes into force today, 4 January - has wide reaching implications for M&A involving businesses or assets connected with the UK.

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### Supporting the health of your health system: 2022

3 January 2022

Helping you tend to healthcare system wellness throughout the business life cycle.

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### What's driving the new National Security and Investment Regime

12 December 2021

## UNDERSTANDING THE UK NATIONAL SECURITY & INVESTMENT REGIME PODCAST

Episode 1 of our new Podcast series discusses what is driving the new National Security and Investment Regime. What is the political context for the new regime? Who and what is driving the pressure to strengthen investment screening both in the UK and internationally? Sarah Smith, Partner in DLA Piper's Competition practice is joined by Lord Gavin Barwell, Strategic Advisor and former Chief of Staff to Teresa May and Paul Hardy, Head of UK Government Affairs at DLA Piper to discuss the context of the new regime.

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### Issue 1: Enforcement of a share pledge vs shareholders' preemption right under Russian law

7 October 2021

## SURVIVAL GUIDELINES FOR TRANSACTION PRACTITIONERS

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### Collaboration and corporate venturing in the financial services industry

29 March 2021

In the past ten years, the financial services industry has experienced significant change. Customer behaviours have developed significantly. In this report, we look at the changing nature of the Financial Services sector and how collaboration (including through M&A) is increasing between established financial institutions and FinTechs.

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### SEC interim final amendments signal stricter regulation on Chinese and other emerging market companies

29 March 2021

Under the new requirements, certain companies must establish that they are not owned or controlled by a foreign government entity and must disclose any foreign government influence.

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### **Episode 3: Collaboration and corporate venturing in the financial services industry**

24 March 2021

#### **[THE DLA PIPER FINANCIAL SERVICES PODCAST](#)**

In this episode, partners Anthony Day, Chris Arnold and Michaël Heene discuss the transformation of the traditional model of retail banks and how the pandemic has expedited this change. The evolution of the banking and fintech ecosystems through investment, collaboration and other partnerships, is also examined.

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### **Franchisor consolidations after COVID-19**

22 December 2020

Consolidations will continue in an opportunistic way, but will be moderated by a recognition that consolidation can be risky.

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### **Global M&A in 2020: Impact of COVID-19 Report**

30 November 2020

When we published our annual Global M&A Intelligence report in Spring of this year, Asia was in the midst of dealing with COVID-19, Europe was just starting to really feel the impact and for the US, COVID-19 was widely expected to have an impact but the scale and timing was unclear.

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### **Contracting for the climate: The Climate Contract Playbook is a trove of climate clauses**

11 November 2020

Contracts have become an essential vehicle for companies seek to mitigate their environmental risks and limit their carbon footprints.

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### **New York Department of Financial Services calls on financial institutions to consider climate change risk**

9 November 2020

Investors increasingly view climate as an area of business risk, and regulators are viewing it as a supervisory risk as well.

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### **Assessing ESG factors in the energy sector**

27 October 2020

#### **[ESG HANDBOOKS AND GUIDES](#)**

A reference tool for energy companies as they discuss and refine their ESG programs.

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### **New CFIUS regulations change mandatory filing requirements and increase the importance of US export controls**

30 September 2020

The new rule modifies the criteria that trigger a mandatory filing with CFIUS, potentially subjecting more transactions to mandatory CFIUS review.

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## Events

### Previous

#### Liquidation, acquisition and restructuring of China operations (Session 7)

June 22, 2022 | 12:00 - 1:00 pm ET

Webinar

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#### European Dinner

10 May 2022

Webinar

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#### Virtual M&A Academy 2021

27 - 30 September 2021

Webinar

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#### Planning for an Uncertain World

16 November 2020

TechLaw Event Series

Webinar

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## NEWS

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#### DLA Piper Global M&A Intelligence Report 2022

8 July 2022

DLA Piper has published its 2022 Global M&A Intelligence Report which details the most recent trends observed by its lawyers and from the DLA Piper database of over 4,700 private M&A deals.

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#### DLA Piper represents Eneva S.A. in its acquisition of Porto de Sergipe Power Plant

8 June 2022

Campos Mello Advogados, in cooperation with DLA Piper, represented Brazilian power company Eneva S.A. in its acquisition of Porto



de Sergipe Power Plant – one of the largest gas-fired thermoelectric plants in operation in Latin America – from New Fortress Energy Inc. (NASDAQ: NFE) and its joint venture partner Ebrasil Energia Ltda.

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### **DLA Piper advises John Menzies on its recommended cash offer**

30 March 2022

DLA Piper has advised aviation services business John Menzies plc (Menzies) in respect of the recommended cash offer by Gil International Holdings V Limited a wholly owned subsidiary of Agility Public Warehousing Company K.S.C.P. (Agility), a provider of supply chain services, innovation and investment for Menzies.

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### **DLA Piper tops list for global M&A for 12th straight year**

21 January 2022

For the 12th consecutive year, DLA Piper was the highest-ranked legal advisor in the world for M&A deal volume, according to *Mergermarket's* league tables. The firm was involved in 1,104 transactions worldwide in 2021, valued at approximately US\$242 billion.

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### **DLA Piper advises insightsoftware on its acquisition of Australia-Based Bi and CPM platform Calumo**

23 July 2021

Global law firm DLA Piper has advised insightsoftware, a global provider of financial reporting and performance management solutions for the Office of the CFO on the acquisition of Australia-based business intelligence and corporate performance management (CPM) platform CALUMO.

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### **DLA Piper advises Zip Co Ltd on acquisitions of UAE's Spotii and Czech-based Twisto**

26 May 2021

DLA Piper has advised leading digital retail finance and payments company Zip Co Ltd on the conditional acquisition of the remaining ~78% of Spotii, and ~90% of Twisto, two buy now, pay later (BNPL) payments platforms.

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### **DLA Piper advises Wipro Limited on USD1.45 billion acquisition of Capco**

29 March 2021

DLA Piper has advised Wipro Limited, a leading global information technology, consulting and business process services company, on all non-US and non-India aspects of the USD1.45 billion acquisition of Capco.

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### **DLA Piper advises Manulife on its acquisition of 39 Martin Place**

29 January 2021

DLA Piper has advised international financial services group Manulife Financial Corporation on its 50/50 joint venture with Investa Commercial Property Fund ("ICPF") to acquire the right to a 100% interest in 39 Martin Place, Sydney from Macquarie Group Limited (ASX: MQG).

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### **DLA Piper advises Elisa on the acquisition of camLine Group**

18 January 2021

DLA Piper has advised the Finnish telecommunications and digital services company Elisa on the acquisition of German-based industrial software provider camLine Group.

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### **DLA Piper tops list for global M&A deal volume for 11th straight year**

7 January 2021

For the 11th consecutive year, DLA Piper was the highest-ranked legal advisor in the world for M&A deal volume, according to *Mergermarket's* league tables.

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### **DLA Piper advises Zip Co on its investment in UAE's buy now, pay later FinTech Spotii**

18 December 2020

DLA Piper has advised digital retail finance and payments company Zip Co on its strategic investment in Spotii, a buy now, pay later (BNPL) interest-free payments platform.

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### **DLA Piper wins TMT Finance M&A Global Telecom Deal of the Year**

8 December 2020

DLA Piper is pleased to announce that they have received the TMT Finance M&A Global Telecom Deal of the Year for their representation of T-Mobile and Deutsche Telekom in the T-Mobile-Sprint merger.

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### **DLA Piper advises Poland's Copernicus on its sale to Nemera**

29 October 2020

DLA Piper has advised Copernicus, regarded as one of the most valued innovative companies in the Polish health sector, and its founders on its sale to Nemera, a world leader in the design, development and manufacturing of drug delivery devices for the pharmaceutical, biotechnology and generics industries.

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### **DLA Piper advises Space Capital on investment in technology start-up bliq**

27 October 2020

DLA Piper has advised US venture capital investor Space Capital on its investments in German technology start-up, bliq. The investment was part of bliq's Series Seed 2 financing round.

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### **DLA Piper advises Inven Capital on investment into Eliq AB**

9 October 2020

DLA Piper Prague has successfully represented Inven Capital, in their investment into Swedish company Eliq AB. With its stake in Eliq AB, Inven Capital is expanding its portfolio of companies with an important customer engagement platform in the utility space.

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