



Martin Wiseman

Associé

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Martin is a senior corporate partner with more than 30 years' experience in corporate, commercial and insolvency law. He has advised some of New Zealand's largest and best-known businesses on complex transactions and on their day-to-day legal needs.

Martin held the role of Country Managing Partner of DLA Piper New Zealand for over a decade. He was at the forefront of the integration of the Australian and New Zealand businesses with DLA Piper.

Martin is also Chairman of Starship Foundation, which fund raises for the national children's hospital Starship, and a committee member (and secretary of) the Lake Tarawera Ratepayers' Association, which aims to preserve for all the unique environment and water quality of Lake Tarawera in the Bay of Plenty.

LANGUES PARLÉES

- English

- Droit des sociétés
- Restructuration

- Insurance
- Consumer Goods, Food and Retail
- Life Sciences
- Government Contracting

English

- Advised US tech entrepreneur and philanthropist, Sean Parker, in relation to his strategic equity investment in Weta Digital Limited.
- Acted for Panuku Development Auckland Limited (Panuku) (an Auckland Council controlled organisation (CCO)) on the transfer of its substantial and complex Auckland waterfront asset portfolio to Auckland Council. The purchase price of approx. \$780 million was returned to Auckland Council by way of a dividend declared by Panuku to Auckland Council and share buy-back by Panuku.
- Regularly act for and advise Pfizer including on various acquisitions, dispositions and internal reorganisations, and day-to-day business as usual advice including contractual arrangements including with PHARMAC. Most notably:
 - The global sale of its nutrition business to Nestle.
 - The New Zealand aspects of its global acquisition of Hospira, Inc. for approximately US\$16 billion, including the transfer of

Hospira's pharmaceutical business and New Zealand legal entity alignment.

- The New Zealand aspects of its global sale to ICU Medical, Inc. of Pfizer's Hospira infusion pump business for approximately US\$900 million.
- The New Zealand aspects of its reorganisation of its consumer healthcare business (valued at up to US\$20 billion) and JV with GSK.
- The New Zealand aspects of the JV between Pfizer and Mylan relating to established medicines.
- Acted as external General Counsel to Foodstuffs North Island for many years and has provided advice and representation on numerous matters including on Foodstuffs' investment in The Warehouse Group Limited (including competition law issues), its acquisition of Liquorland and on retail financial services, procurement, pharmacy and fuel joint ventures. Foodstuffs North Island and Foodstuffs South Island together control around 53% of the New Zealand grocery market. Martin is also a trustee of the Foodstuffs North Island Perpetuation and Protection Trusts.
- Acted as lead adviser to the merger parties in the Court approved merger under Part 15 of the Companies Act of Foodstuffs (Wellington) Co-operative Society Limited (an industrial and provident society) and Foodstuffs (Auckland) Limited (a company) to become Foodstuffs North Island Limited in 2012 and 2013. The merged co-operative had whole of business annual revenue of NZD\$7.7 billion in 2018 and is franchisor (and in many cases landlord and financier) to about 383 retail and wholesale owner operated grocery outlets in the North Island under the PAK'nSAVE, New World, Four Square and Gilmours banners. The merger involved consultation with the Financial Markets Authority, Commerce Commission, Takeovers Panel and Reserve Bank and also involved restructuring a funding package in the vicinity of 992 million. That funding package was refinanced in March 2014 under a 1,050 million multi option facility provided to Foodstuffs North Island Limited by a syndicate of banks.
- Acted for the purchaser from interests associated with Waterman private equity of the business of retailer Guthrie Bowron, which grants franchises throughout New Zealand to market and sell home decorating products under the trade name Guthrie Bowron, in 2014. In 2015 Martin acted for Guthrie Bowron on its purchase of the Colourplus network of franchised stores, with the intention of converting them to Guthrie Bowron franchised stores, and the on-sale to Dulux of intellectual property and paint formulations.
- Advising Visa on the New Zealand aspects of its proposed acquisition of Fraedom (being an SaaS technology firm that provides payments and transaction management tools to banks and their corporate customers).
- Advised HomeAway Netherlands Holding B.V (ultimately owned by Expedia Group, Inc.) on its acquisition of 100% of shares in Bookabach Limited, a New Zealand incorporated company. Contemporaneous to the share acquisition, Bookabach acquired certain of the assets of Bookastay.com.au Pty Ltd, an Australian incorporated company.
- Advised on the spin off by Ingersoll-Rand plc, a US listed entity, of its commercial and residential security businesses. The spin-off resulted in two stand-alone and independently listed companies, Ingersoll-Rand plc and Allegion plc. The Ingersoll-Rand group is undertook an internal re-organisation which culminated in the transfer of the group's commercial and residential security businesses to Allegion (a newly listed entity). Following this transfer, shares in Allegion were issued to the shareholders of Ingersoll-Rand on a pro-rata basis and the shares in Allegion issued on incorporation cancelled.
- Acted for Newell New Zealand on the New Zealand aspects of the US\$1.95 billion global sale of Newell's tools business (including the Irwin®, Lenox®, and Hilmor® brands) to Stanley Black & Decker, Inc. in 2016-17.
- Acted for Newell Rubbermaid in the New Zealand business consolidation, being the acquisition by the New Zealand subsidiary of the commercial and consumer products business formerly carried on in New Zealand by a branch of the Australian subsidiary, in 2013.
- Regularly acts for and advises Pfizer including on various acquisitions, dispositions and internal reorganisations, and day-to-day business as usual advice including contractual arrangements including with PHARMAC. Notably, Martin has acted for Pfizer on:
 - The global sale of its nutrition business to Nestle.
 - The New Zealand aspects of its global acquisition of Hospira, Inc. for approximately US\$16 billion, including the transfer of Hospira's pharmaceutical business and New Zealand legal entity alignment. – The New Zealand aspects of its global sale to ICU Medical, Inc. of Pfizer's Hospira infusion pump business for approximately US\$900 million.
 - Restructure of Pfizer's consumer healthcare business (valued at up to US\$20 billion).
 - 'Organise for Future Growth' restructuring of Pfizer into three global business units, including the separation of its established medicines business by way of asset and share transfers.
- Acted for Rothbury Insurance Brokers in its capacity as a shareholder of then code company Lifetime Group Limited. The advice was complex and involved the 'decoding' of Lifetime, the acquisition by Rothbury of additional shares following such decoding, and the merger of Lifetime and Camelot NZ Limited. Rothbury is now a cornerstone shareholder in the merged entity, with board representation. The merged entity is one of New Zealand's largest independent financial services practices.

- Acting for GE (General Electric) on various matters. Currently, Martin is New Zealand project lead for GE's global reorganisation. In tandem with DLA Piper UK, Martin's team project manages the formation workstreams for the reorganisation in Asia-Pacific.
- Acting for Barclays Bank PLC and Syndicate on the New Zealand law aspects of the €325 million secured financing of Swissport International AG's acquisition of the shares in Air Services ANZ Pty Limited (trading as 'Aerocare').
- Advised LocalCover on the investment by Bermudan investment holding company Primary Group Limited into LocalCover Group Holdings Limited, being the ultimate parent company of the LocalCover Group. LocalCover is a cross-border warranty against product defects in the customer's own country providing repair, replacement, or a refund of the purchase price, for products the customer purchases from overseas web retailers.
- Advised TOWER on:
 - Its 2011 bid for the business as usual insurance business of AMI Insurance (ultimately acquired by IAG).
 - The sale of its health business to nib holdings of Australia in 2012.
 - The sale of its investments business to Fisher Funds Management in 2012 and 2013.
 - The sale of its non-participating life insurance book to Fidelity Life Assurance, a transaction under which TOWER derived value of \$189 million, in 2013.
 - The sale of its remaining life business TOWER Life (N.Z.) Limited to Foundation Life for an aggregate value of \$36 million in 2014.
- Provided advice for WEL Networks Limited on its participation as a commercial partner in the Crown's ultrafast broadband initiative.
- Advice to Fonterra Co-operative Group Limited Shareholders' Council since its inception in 2001, including on Trading Among Farmers capital restructure proposal.

DIPLÔMES

Reconnaissance

Martin is ranked as a leading Corporate/Commercial lawyer in Chambers Asia-Pacific 2019, with Chambers noting that he *'maintains an excellent reputation for his skills in handling M&A, stock exchange listings and corporate governance matters and clients highlight him as "sensible and commercial"'* and is described by a notable client as *'one of the elder statesmen of the New Zealand corporate/commercial scene, with a long history of working on large, complicated transactions'*.

Martin is also ranked in the 2019 Legal 500 Asia-Pacific rankings as a leading individual in Corporate law/M&A. Legal 500 describes Martin as an *'excellent corporate lawyer' who is 'very committed to client service'*.

Éducation

- University of Auckland, LLB, 1983

Adhésions

- New Zealand Law Society
- Institute of Directors (full director accreditation)