

## M&A AND CORPORATE FINANCE

### OVERVIEW

With lawyers across Europe, Asia, the Middle East and the U.S., our M&A and Corporate Finance team has the international presence to support our clients' business needs globally.

Whether their aim is growth through acquisitions or fundraisings, or the realization of value through a sale or restructuring, our clients want advisers that can help make deals happen. Established public and private companies, start-up ventures, as well as private equity, venture capital and other financial sponsors active in a wide variety of sectors rely on us as their partner in executing strategic transactions, ranging in value from a few million euros to several billion dollars.

Our M&A and Corporate Finance team is best known for advising on cross-border and domestic mergers and acquisitions, and disposals, as well as equity capital markets transactions, joint ventures, private equity backed acquisitions, spin-offs, split-offs, carve-outs and other strategic alternatives and corporate reorganizations. We also advise clients on corporate governance and approaches relating to tender offers, proxy contests and antitakeover planning.

We are frequently recognized for our market-leading position in U.S. M&A for annual completed transactions by deal count, as well as for mid-market transactions by deal count (Refinitiv, f.k.a. Thomson Reuters) and for our particular skill with middle market M&A in both the U.S. and UK (Legal 500, Chambers).

### INSIGHTS & PROJECTIONS

#### Mid-Market M&A Barometer

Our Mid-Market M&A Barometer reflects on the movement of deals annually and by quarter. We share insights and projections for the market utilizing data from S&P Global Intelligence and insights from our M&A and Corporate Finance team, coupled with case studies of move...

Our regular involvement in competitive auctions and our experience in acting on both sell-side and buy-side deals gives us a well-rounded, commercial perspective. Most of our client work is broader than any one jurisdiction, and our attorneys leverage the firm's international platform to scale our services to our clients' needs. Our multidisciplinary transaction teams draw on our firm's deep

strength across relevant disciplines - such as tax, human resources, employee benefits, intellectual property, regulatory, antitrust, trade compliance, real estate and environmental - to ensure key risks and requirements are appropriately addressed in every transaction, whether the target is located in a single country or in dozens of countries across the globe.

## AWARDS

- Routinely ranked for Mid-Market M&A (Refinitiv)
- Named as one of the 'Law Firms Clients Trust Most for M&A' (BTI)
- Ranked for Corporate M&A in numerous states and countries across the U.S., UK and Asia (Chambers & Partners)
- Ranked Tier 1 for U.S. corporate law and M&A law (Best Law Firms)
- Recognized for excellence in middle-market M&A in both the U.S. and UK (Chambers and Partners 2020)
- Routinely recognized for Corporate law and M&A law in the U.S., UK, France, and Latin America (Legal 500)

## MEET THE TEAM



### **Benjamin Lee**

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## RELATED PRACTICE AREAS

- Corporate
- Private Equity
- Debt Capital Markets
- Strategic Alternatives & Corporate Reorganization
- Securities & Corporate Governance

## EXPERIENCE

- Manzanita US Investments, along with Ben Gorham (founder) and another minority shareholder, on the sale of a majority stake in Byredo AB to Spanish conglomerate Puig.
- Farfetch on its investment of up to \$200m in Neiman Marcus Group and strategic partnership which includes expanding Bergdorf Goodman's E-Commerce capabilities and reach.
- Playtech plc on its sale of its financial trading division, Finalto, to Gopher Investments for US\$250 million. We are also advising Playtech on its agreed takeover by ASX-listed Aristocrat Leisure for £2.1 billion. Playtech, listed on the London Stock Exchange, is a leading technology company in the gambling industry located in 24 countries.
- Kape Technologies plc on its US\$936 million agreement to acquire premium consumer VPN business ExpressVPN and on Kape's associated US\$354 million underwritten equity offering and US\$475 million loan facilities. Kape is an AIM-traded digital privacy and security software business.
- African Capital Alliance, an investment firm focusing on investments in sub-Saharan Africa and its Capital Alliance Private Equity Fund IV on the acquisition of a significant stake in Food Concepts PLC, the leading Quick Service Restaurant in West Africa from the ADP I Fund, managed by Development Partners International.
- Pyatt Broadmark Management, LLC and the related Broadmark real estate lending companies in connection with a series of mergers in which the Broadmark companies merged into subsidiaries of Trinity Merger Corp., a publicly traded special purpose acquisition company, to form Broadmark Realty Capital Inc., a \$1.5 billion publicly traded Maryland mortgage REIT.
- XBiotech Inc. in the sale to Janssen Biotech, Inc., a subsidiary of Johnson & Johnson, of XBiotech's True Human Antibody known as bermekimab.
- BCA Marketplace plc, a European used vehicle exchange owner and operator, in its sale to private equity firm TDR Capital LLP for £1.9bn.

- AEP Clean Energy Resources LLC in its purchase of Sempra Renewables LLC and its interests in 30 subsidiaries, 724 MW of wind generation and battery storage assets for \$1.1 billion.
- ESCO Technologies Inc. in the sale of its Technical Packaging business segment, consisting of Thermoform Engineered Quality LLC, Plastique Ltd. and Plastique sp. z o.o., to Sonoco Plastics, Inc. and Sonoco Holdings, Inc., subsidiaries of Sonoco Products Company.
- Greencore Group plc, an Irish publicly traded international convenience food business, in the company's \$747.5 million acquisition of American privately held convenience food manufacturer Peacock Foods, and the subsequent sale of the unit for \$1.087 billion.
- Secure Income REIT plc on the acquisition of two substantial portfolios of assets at a total cost of £436 million.
- Ixia, a publicly traded provider of network testing, visibility and security solutions, in the company's \$1.6 billion sale to publicly traded Keysight Technologies. We served as Ixia's primary outside counsel for 20 years, from inception through growth to exit.
- Ancala Partners on two purchases of assets from the Kelda Water group. The first transaction involved the acquisition of a 1.5MW operational anaerobic digestion facility located in Millerhill, Edinburgh.
- Berry Global, Inc., a publicly traded manufacturer of value-added plastic consumer packaging, in the company's \$2.45 billion acquisition of Avintiv Inc., a specialty healthcare materials manufacturer, from a multinational private equity firm.

## RELATED INSIGHTS

Insights

Apr 30, 2024

### **Faster, Stronger, and Simpler? Australia's New Merger Control Regime**

On 10 April 2024, Australia's Federal Government announced far-reaching reforms to its merger control regime, most notably the introduction of a new single, mandatory and suspensory, merger control system. The reform package is due to come into effect from 1 January 2026 and will align Australia's regime for reviewing M&A transactions from a competition perspective with the majority of other merger control regimes globally.

Insights

29 April 2024

### **FCA publishes final Listing Rules on sponsor competency**

Following on from the consultation at the end of 2023, the FCA has published its changes to the Listing Rules sourcebook, chapter 8 (sponsors), which take effect immediately. The changes focus on how a sponsor or a person applying for approval as a sponsor is required to demonstrate their competence. The FCA has largely

adopted the rules and amendments to the three Technical Notes on sponsor competency proposed in CP23/31 but with some minor amendments to reflect feedback received. The FCA has also published Primary Market Bulletin No.48 which is focussed on consulting on changes to existing technical notes that the FCA consider are the most essential in supporting the understanding of the new UK Listing Rules or most frequently used. Notably, the FCA states that it expects to: send notifications to issuers mid-May explaining where they expect to be mapped to should the proposals be imp...

Insights

Apr 26, 2024

## **Takeover Panel consultation on the application of the Takeover Code**

A new Takeover Panel consultation proposes to narrow the scope of the companies subject to the Takeover Code (the "Code"). Under the proposals, the Code would only apply to a company which has its registered office in the UK, the Channel Islands or the Isle of Man ("UK registered") and either: any of the company's securities are admitted to trading on a UK regulated market ie. the Main Market, a UK multilateral trading facility ie. AIM, or a stock exchange in the Channel Islands or the Isle of Man ("UK listed"); or the company was UK listed at any time during the three years prior to the relevant date. Subject to transitional provisions, the Code would no longer apply to a public or private company which is neither UK listed nor UK listed during the three years prior to the relevant date.

News

Apr 15, 2024

## **BCLP advises Investec Bank plc on its inaugural real estate fund and underlying joint venture**

News

Apr 02, 2024

## **BCLP expands Global Tax Practice with latest partner addition**

Insights

Mar 27, 2024

## **Unpacking The Law Commission's Digital Assets Consultation**

News

25 March 2024

## **BCLP advises Huuuge, Inc. on its minority investment in an Israeli Gaming company**

International law firm has BCLP advised Huuuge Inc ("Huuuge"), on its minority investment in an Israeli Gaming company. The company will use the investment to grow its team, invest in user acquisition and execute the roadmap for its core game.

News

Mar 20, 2024

## **Chambers Europe 2024**

Insights

Mar 08, 2024

## **What is FemTech and how can it meet the privacy needs of its users?**

In part one of our series "FemTech: how this growing industry can build trust, protect privacy and redress healthcare inequity... one app at a time", we take an introductory look at the industry, and offer some commercially-minded approaches to address users' privacy needs.