

ALLEN & OVERY



Why choose us?

Germany

Allen & Overy stands for quality and innovation. In addition to our all-round expertise, transparency and building long-term relationships with our clients founded on mutual trust are the keys to our success.

Our approach: Client-oriented service based on uncompromisingly high quality standards, availability, business focus and flexibility.

At the cutting edge

We advise companies, banks and public institutions on all issues relating to commercial and capital markets law.

With more than 2,300 lawyers and over 40 offices around the world, Allen & Overy ranks among the leading law firms worldwide with the broadest geographical reach.

With four offices in Germany, we are never far away, and offer professional, efficient legal advice that is individually tailored to your needs.

QUICK FACTS

1994

Opening of our first office in Germany

220

Lawyers in Germany

4

German offices

>40

Over 40 offices worldwide

1930

Founded in London

100+

Network of relationship law firms in more than 100 countries

Why Allen & Overy?



Our global network offers competitive edge

International companies need an international corporate law firm. This reduces their administrative workload and ensures a uniform quality standard. Among global market law firm participants, Allen & Overy has the broadest geographical reach: present in over 40 offices worldwide. In addition, we have a network of partner law firms in approximately 118 jurisdictions. You can be confident that we are able to support you at the highest level on the ground in virtually every country in the world, taking responsibility for the project management and coordination for your (cross-border) transactions, saving time and money.



Cross-practice expertise

Many transactions concern more than one jurisdiction. To ensure effective handling and to work in a cost-efficient manner, the comprehensive legal advice offered by our cross-practice teams is decisive, as isolated (ie partial) assessment can prove to be expensive. As a full-service law firm for all matters of German, English and U.S. corporate and capital markets law, we always keep the bigger picture in mind. Whatever direction the scope of advice may take, we respond in a fast, constructive manner, with the close cooperation of our various practice areas.





Solutions off the beaten track

Allen & Overy is known for innovation in the market. We structured the first Eurobond deal in 1963 and the first PPP transactions in the 1990s. We have won the FT Innovative Lawyers Award six times. For you this means that together we look for new solutions and also take unusual paths to achieve the best result for you.

Digineering the Law

Innovative technology and resourcing capabilities

Fuse

A tech innovation space where A&O lawyers and technologists work with clients and start-ups to bring cutting-edge technology solutions to life.

Our Legal Technology Group

We meanwhile have more than 40 experts in our team working on legal tech, among them legal practitioners, computer scientists, and innovation specialists.

Alongside A&O lawyers and clients, the Legal Tech team creates and uses advanced technology solutions to legal, regulatory and deal-related challenges and to help uncover the facts hidden in data.

Transaction Support Unit (TSU)

The members of our Transaction Support Unit offer you profound know-how of the German law regime, legal project management and legal tech solutions. Whilst working in integrated teams, close to our lawyers and our clients, conversant with relevant workflows, the Transaction Support Unit is able to provide customised working results with a particular focus on process optimization. For your projects the Transaction Support Unit can ease time constraints, save valuable costs and minimise the transaction process risk.

**Law Firm
of the Year –
Corporate/M&A**

JUVE Awards 2019

**Law Firm
of the Year –
Finance Law**

Best Lawyers in
Germany/Handelsblatt
2018

**International
Law Firm
of the Year**

IFLR Europe
Awards 2017

**Most
Innovative Law
Firm in Europe**

Winner of the Financial Times
Innovative Lawyers Awards
2007, 2011, 2012, 2014,
2017, 2018

How we can support you

Our lawyers are top qualified experts in their respective fields boasting many years of experience in all major areas of commercial and finance law. Their legal expertise and industry knowledge offers you a valuable competitive advantage. Our services always follow the key principle of responding flexibly to your needs while keeping an eye on economic aspects at all times. We have thus geared our products towards your business operations and divided them into four key areas of advice.



Financing business operations

- Corporate financing
- Investment financing
- Refinancing
- Restructuring
- Structured financing, including:
 - Project financing
 - Asset financing and leasing
 - Securitisations
 - Derivatives

With equity or debt and taking into account all regulatory and banking regulatory aspects.



Securing and (further) developing business procedures

Ongoing legal advice in all areas of commercial and contract law, including:

- Corporate, stock corporation and corporate group law
- Remuneration systems, incentive plans
- Company pension schemes including contractual trust agreements (CTAs)
- Public law
- Real estate law
- Investment law
- Asset management
- Trademark law, licences and data protection
- M&A transactions, public takeovers, MBOs, LBOs
- Joint ventures and cooperations
- Merger control
- Employment law issues arising in the course of business transactions
- Complex group restructurings
- Tax structuring



Avoiding risks and protecting reputation

- Corporate Governance
- Compliance in all key areas of legal advice
- Structuring/auditing of compliance management systems (CMS) and guidelines
- Ombudsman and whistleblowing systems
- Professional indemnity
- IP/brand protection
- Banking regulatory law
- Data protection/cybersecurity
- Corporate social responsibility (CSR)



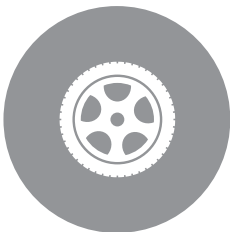
Resolving conflicts and defending values

- National, cross-border and multinational disputes and proceedings
- Class action lawsuits
- Arbitration
- Internal investigations, workforce investigations, compliance due diligence
- Cartel and abuse proceedings
- Damages and liability, D&O issues
- Collective bargaining and industrial disputes law
- Restructuring/streamlining, negotiations on reconciling interests and social plans
- Tax investigations and tax disputes

Sector expertise – when professional expertise is the decisive advantage

Each economic sector requires its own legal expertise. Only those who have in-depth, up-to-date market knowledge can offer the best practical legal advice at the crucial moment. Our partners and lawyers are members of important industry associations; we attach great importance to professional expertise in our teams.

Many of our lawyers are leading figures in their field of expertise and, in addition, have completed studies in management, medicine, engineering or natural sciences. We keep our finger on the pulse of the market and apply the expertise of numerous legal precedents from the relevant sector. Thus you always benefit from the expertise that is required to provide the best advice on your transaction.



AUTOMOTIVE



ENERGY



**FINANCIAL
INSTITUTIONS**



REAL ESTATE



**INFRASTRUCTURE
AND TRANSPORT**



**LIFE SCIENCES
& HEALTHCARE**



PRIVATE EQUITY



**TELECOMS, MEDIA
AND TECHNOLOGY**

Highlights from previous transactions

Fresenius

on the USD4.8bn merger agreement with Akorn, Inc., on the termination of said merger agreement and the ensuing legal issues.

Scout24 AG

on a voluntary public takeover offer by Hellman & Friedman and Blackstone amounting EUR5.7bn as well as on an investment agreement.

GERRY WEBER International AG

a fashion and lifestyle group, in connection with its extensive financial and corporate restructuring process. As part of the restructuring, an investment agreement was signed with Robus Capital Management and Whitebox Advisors and the subsidiary HALLHUBER was successfully sold.

Viridium Group

on the EUR2.5bn sale of the so-called "Millennium Portfolio" of Generali Lebensversicherung AG to Commerz Real. It has been the largest real estate transaction in Germany for the last ten years.

IONITY

a joint venture between Daimler, Ford, BMW and the Volkswagen Group with Audi and Porsche – on the framework agreement to install high power-chargers for electric cars at Eni service stations.

Cerberus Capital Management

on the acquisition of HSH Nordbank by independent investors. This transaction marks the first successful privatization of a German state bank.



Tokai Carbon

on the acquisition of COBEX, a leading global manufacturer of carbon and graphite products for the primary aluminium and iron industries and other metallurgical melting processes, for an Enterprise Value of EUR825m.



PAI Partners

on its acquisition of the Armacell Group, a leading global manufacturer of flexible foam products for equipment insulation and technical applications, from Blackstone. According to public sources, the transaction has a value of about EUR1.4bn.



Friede Springer and Mathias Döpfner

on the public takeover of around 45% of the shares of Axel Springer SE by KKR with a value of EUR6.8bn. Axel Springer SE is the second largest German media company both by revenue and number of customers.



MIRA

A consortium of investors managed by Macquarie Infrastructure and Real Assets (Europe) Limited (MIRA) on its EUR1.8bn acquisition of a 50.04% stake in the primary Czech gas distribution system operator innogy Grid Holding (IGH) from RWE, making the consortium the sole owner of IGH.



BNP Paribas

comprehensively on all employment law and occupational pension issues in connection with the outsourcing of DWS funds.
(value: EUR 240bn in assets)



Engie

on an agreement to acquire the public transport system electrification specialist Powerlines Group via Engie Ineo, its electrical engineering, information and communications systems services subsidiary.

Eleven leading global financial institutions and investment banks

Providing comprehensive advice on and conducting internal investigations relating to tax-motivated transactions such as cum/ex and cum/cum deals as well as advising on an approach to tax and criminal authorities.

Landesbank Hessen-Thüringen (Helaba)

on the acquisition and the financing of the acquisition of Dexia Kommunalbank Deutschland GmbH (DKD).

Société Générale

on the acquisition of Commerzbank's Equities, Markets and Commodities (EMC) business. The transaction ranks among the most complex M&A transactions in 2018 and essentially involved transferring structured products and the corresponding hedging transactions in the form of derivatives.

A syndicate of banks

on the financing in connection with the EUR6.45bn merger of Wintershall and DEA.

Volkswagen AG

on a EUR400m convertible loan agreement to Northvolt AB, a Swedish lithium ion battery manufacturer.

Various banks, financial services institutions and payment institutions

with respect to their Brexit related "relocation" decisions and their licensing applications (including General Terms and Conditions and MiFiD issues).

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GLOBAL PRESENCE

Allen & Overy is an international legal practice with approximately 5,400 people, including some 550 partners, working in over 40 offices worldwide. Allen & Overy LLP or an affiliated undertaking has an office in each of:

Abu Dhabi	Bucharest (associated office)	Hong Kong	Munich	Singapore
Amsterdam	Budapest	Istanbul	New York	Sydney
Antwerp	Casablanca	Jakarta (associated office)	Paris	Tokyo
Bangkok	Dubai	Johannesburg	Perth	Warsaw
Barcelona	Düsseldorf	London	Prague	Washington, D.C.
Beijing	Frankfurt	Luxembourg	Rome	Yangon
Belfast	Hamburg	Madrid	São Paulo	
Bratislava	Hanoi	Milan	Seoul	
Brussels	Ho Chi Minh City	Moscow	Shanghai	

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