

M&A, private equity, and corporate defense

In the areas of **M&A, Private Equity**, and **Corporate Defense**, Dr. Mayr has acted as lead partner in recent years on the following published transactions, among others:

- Advising **S IMMO AG** in connection with the complete takeover and squeeze-out by **CPI Immo AG** (formerly **Immofinanz AG**) and the subsequent delisting of S IMMO AG shares from the Vienna Stock Exchange.
- Advising **Thermo Fisher Scientific Inc** on the acquisition of the Purification & Filtration business of **Solventum** for approximately \$4.0 billion.
- Advising **Repligen**, a US-listed life sciences company focused on bioprocesses, on its investment into **Novasgin**, an Austrian company focused on accelerating bioprocess development with hybrid modeling solutions and software.
- Advising **DigitalBridge** and **Brookfield** on the acquisition and financing of **Deutsche Telekom's** tower division (**GD Towers**) (7,000 locations in Austria, 33,000 in Germany) with a total transaction volume of EUR 17.5 billion.
- Advising **Merz Pharma Group** on the legal separation of its aesthetics and therapeutics business.
- Advising the seller of the **ZKW Group**, a global manufacturer of headlights, on the EUR 1.1 billion sale to **LG Corporation** and **LG Electronics**.
- Advising **Volkswagen** on defending against investor lawsuits in Austria in connection with the diesel issue. Successful defense against investor lawsuits by winning several cases decided by the highest court in Austria.
- Advising **Scantox Denmark** on the acquisition of the contract research institute for drug research **QPS Austria**.
- Advising **PTT Global Chemical Public Company** on the EUR 4 billion acquisition of **Allnex Holding** from **Advent International**.
- Advised **Digital Systems** on the acquisition of shares in the Austrian company **Management Solutions Information Technology**.
- Advising **synlab Holding Austria** on the acquisition of 100% of the shares in **Zoepnek-Twardowski**.
- Advising **Nijhof-Wassink Beleggingsmaatschappij** on the purchase of the **Wemmers Group**.
- Advising **Axel Johnson International** on the acquisition of **Tuma Pumpen**.
- Advising **Castlelake** on four real estate investments in Austria and the termination of a joint venture in connection with these investments.

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- Advising **UBS** and **HSBC** on the financing of the acquisition of **Osram AG** by **ams AG**. The financing of this M&A transaction included, among other things, a EUR 1.65 billion capital increase for **ams AG**, for which DORDA advised the underwriters.
- Advising **Vector Capital** on the sale of its shares in **Emarsys AG** to the German company **SAP SE**.
- Advising **Synlab Group** on the sale of its Austrian laboratory division in the environmental and hygiene sector to the **Eurofins Group**.
- Advising the **HNA Group** on the acquisition of a majority stake in **Cubic (London) Limited** which held a stake in **C-Quadrat Investment AG** and, through this, an indirect 9.9 percent shareholding in Deutsche Bank.
- Advising **BWT Aktiengesellschaft** on its delisting from the Vienna Stock Exchange.
- Advising **O1 Group Limited** as the successful bidder in the purchase of a stake in **CA Immobilien Anlagen AG**, which was offered by UniCredit Bank Austria AG as part of a structured sale process. Subsequently also advising O1 Group on a voluntary public takeover bid to the free float shareholders of CA Immo, in which O1 Group's stake in CA Immo was increased to a total of approximately 26%. Total volume of the transaction approximately EUR 470 million.
- Advising **CROMA-PHARMA GmbH** on the sale of its ophthalmology and orthopedics divisions in Western Europe, Asia, and North America to **Valeant Pharmaceuticals International**.
- Advising **Frauenthal Holding** on the sale of a large part of its springs and stabilizers division to **TBC Netherlands**, a subsidiary of **HENDRICKSON VENTURES CORPORATION**, which belongs to the US-based **Boler Group**.
- Advised **Frauenthal Holding** on the purchase of all shares in **ÖAG AG**, a leading wholesaler of sanitary and heating products in Austria.
- Advising the Chinese group **SANY Heavy Industries**, listed on the Shanghai Stock Exchange, on a reciprocal shareholding transaction with **PALFINGER AG**. The transaction volume amounted to approximately EUR 220 million.
- Advising **Frauenthal Holding** on the sale of its catalyst division to the Japanese **Ibiden Group** as part of a structured sale process.
- Advising the **WAB Group** as bidder in the public takeover bid for shares in the listed company **BWT AG**. The transaction was approved by the Austrian Takeover Commission. The total transaction volume amounted to EUR 187 million.
- Advising **Laakman Holding**, owner of the UK and Luxembourg-based BCM Group, on the sale of its entire shareholding to **C QUADRAT**, a company listed on the Vienna Stock Exchange.

- Advising **Frauenthal Holding** on the purchase of its own shares by way of a voluntary public offer.
- Advising **Frauenthal Holding** on the purchase of the Czech compressed air tank manufacturer **Worthington Cylinders**.
- Advising the **DENZEL Group** and the Swiss Mobility Cooperative on the sale of **Denzel Mobility CarSharing** to **Zipcar**.
- Advising **conwert Immobilien Invest SE**, listed on the Vienna Stock Exchange, and its management in connection with the acquisition of a qualifying shareholding in conwert by a UK private equity consortium.
- Advising **KNAPP AG** and its management on the sale of a qualifying shareholding to the Japanese **Daifuku Group** and on a cooperation agreement with Daifuku.
- Advising **conwert Immobilien Invest** on a public takeover bid for shares in the listed **ECO Business-Immobilien** and on the approval of this transaction by the Austrian Takeover Commission with a total volume of EUR 400 million.
- Advising **CHRIST WATER TECHNOLOGY AG** as the target company in the course of the public takeover by the Canadian company **GLV Inc.**
- Advising **TMB Tourismus- und Medien Beteiligungs GmbH** on the acquisition of a stake exceeding 90% in **Feratel Media Technologies AG** and the subsequent delisting of Feratel shares from the Vienna Stock Exchange and the squeeze-out of Feratel's minority shareholders.

Equity Capital Markets and Debt Capital Markets

In the areas of **equity capital markets** and **debt capital markets**, Dr. Mayr has acted as lead partner in recent years, among others, on the following published transactions:

- Advising **S IMMO AG** in connection with the complete takeover and squeeze-out by **CPI Immo AG** (formerly **Immofinanz AG**) and the subsequent delisting of S IMMO AG shares from the Vienna Stock Exchange.
- **Petrus Advisers** on the block sale of shares in **Immofinanz AG** (now **CPI Immo AG**) to **CPI Property Group** in parallel with CPI's public takeover bid.
- Advising **UBS** and **HSBC** as joint global coordinators and six other syndicate banks on the EUR 1.65 billion capital increase of **ams AG** to partially refinance the acquisition of **Osram AG**.
- Advising **UBS** and **HSBC** on the successful EUR 148 million private placement of approximately 3.35 million shares of **ams AG** in preparation for its 2020 capital increase to finance the acquisition of **Osram AG**.
- Advising **J.P. Morgan** and **Morgan Stanley** as joint global coordinators on **Erste Group's** EUR 660 million capital increase.
- Advised joint global coordinators **BoA Merrill Lynch**, **Mediobanca**, and **UniCredit** as Austrian counsel on **UniCredit S.p.A.'s** EUR 7.5 billion capital increase.
- Advised **Frauenthal Holding** on the successful repurchase of its own shares by way of a public takeover bid.
- Advised **Österreichische Staatsdruckerei Holding** on its initial public offering on the Vienna Stock Exchange.
- Advising the joint global coordinators **BoA Merrill Lynch**, **Barclays Capital**, **Deutsche Bank**, **J.P. Morgan**, and **UniCredit** on the EUR 750 million capital increase of **OMV AG**.
- Advising **Intercell AG** on the conclusion of a strategic cooperation with **GlaxoSmithKline**, including an equity investment in Intercell as part of a capital increase with a total transaction volume of EUR 117.6 million.
- Advising the joint bookrunners **Goldman Sachs** and **JP Morgan** as well as the other underwriting banks on the EUR 1.74 billion capital increase of **Erste Group**.
- Advising **Goldman Sachs** and **Deutsche Bank** and the other underwriting banks on the IPO of **Strabag SE** with a volume of EUR 1.3 billion.
- Advised the underwriters **Raiffeisen Centrobank** and **Deutsche Bank** on the capital increase of **Raiffeisen International Bank-Holding AG** with a volume of EUR 1.2 billion.

Equity Capital Markets and Debt Capital Markets

- Advised **conwert Immobilien Invest** on its largest capital increase in the amount of EUR 410 million and on eight other capital increases. Total volume of all capital increases: more than EUR 1.1 billion.
- Advised the underwriters **Morgan Stanley** and **UniCredit** on the EUR 440 million capital increase of **Wienerberger AG**.
- Advised **ECO Business-Immobilien AG** on the public offering of 9.1 million shares of **ECO Business-Immobilien AG**. The transaction volume amounted to EUR 100 million.
- Advised **Kapsch TrafficCom AG** on its IPO with a volume of EUR 118 million and the admission of **Kapsch** shares to trading on the Vienna Stock Exchange.
- Advising the underwriters **Goldman Sachs**, **JP Morgan**, and **Erste Bank** on **Erste Bank's** capital increase of EUR 2.9 billion.
- Advising **Zumtobel AG** on its initial public offering with a volume of EUR 603 million.
- Advising the underwriters **Merrill Lynch International**, **Erste Bank**, and **Sal. Oppenheim** on the EUR 96 million capital increase of **Intercell AG**.
- Advised the underwriters **Bank Austria Creditanstalt**, **Sal. Oppenheim**, **Raiffeisenlandesbank Oberösterreich** and **Lehman Brothers** on the EUR 173 million IPO of **Polytec Holding AG**.
- Advised **Century Casinos** on its IPO in Austria through a capital increase and listing of Austrian Depositary Certificates ("ADCs") on the Vienna Stock Exchange (in addition to the existing listing of its shares on NASDAQ).
- Advising **conwert Immobilien Invest** on the issuance of a EUR 65 million corporate bond.
- Advised **Intercell AG** in connection with a EUR 33 million 6% convertible bond with two increase options of EUR 33 million and EUR 16.5 million, respectively.
- Advising **conwert Immobilien Invest** on the issue of convertible bonds totaling EUR 135 million and on a further issue of convertible bonds totaling EUR 196.4 million.