



Mergers and Acquisitions

We speak your language.
Everywhere.

 **SCWP**
SCHINDHELM
law. tax. clarity.

AUSTRIA BELGIUM BULGARIA CHINA CZECH REPUBLIC FRANCE
GERMANY HUNGARY ITALY POLAND ROMANIA SLOVAKIA SPAIN TURKEY

scwp.com



WE THINK FOR YOU ALWAYS TWO STEPS AHEAD

Complex transactions such as the purchase or sale of companies, mergers, takeovers or joint ventures pose major challenges for all parties involved. The crucial factor here is to understand the respective economic goals of the parties involved and to implement them in a legally and fiscally watertight manner through sustainable solutions.

Our advisory work covers the entire spectrum of possible transaction forms. We accompany all phases of the transaction, from the letter of intent, the structuring and steering of the transaction, due diligence and contract drafting to the closing and the necessary post-closing measures.

We have many years of experience and expertise in transaction advisory. Our specialists in the fields of corporate, capital markets, tax, labour, antitrust and competition law ensure holistic M&A advice. Tailor-made solutions for your company are our top priority.

In cross-border transactions, an international team works hand in hand to find the best solution for you.

A direct contact person is always available to you during the entire transaction. This makes the coordination process simple, fast and efficient for you.

Our clients are as diverse as the corporate landscape itself. Our clients include international groups, listed stock corporations, medium-sized companies and family-owned companies from the industrial, trade and service sectors, as well as associations, public corporations and other strategic investors and financial investors.

Three good reasons - that set us apart:

Your challenges are our day-to-day business. Our lawyers combine the full range of skills required to successfully implement your strategic and operational objectives.

We want to understand your business. And make every effort to really get to know you. Our goal is to build a long-term partnership and work closely with you - side by side with your management teams.

Locally rooted, nationally and internationally networked. At our locations, lawyers are at work who know the legal and economic particularities on site and are at home in the respective cultures. As a team, we develop solutions for you that take you further. No matter whether on the national or international stage.





SELECTED CONSULTATION GOALS

Mergers & acquisitions are a complex cross-sectional task that can only be solved by interdisciplinary teams from the legal fields and countries involved. In doing so, we rely on solutions that are tailor-made for you.

- Structuring of the transaction and drafting and negotiation of preliminary agreements (e.g. letter of intent, confidentiality and exclusivity agreement)
- Preparation, coordination and execution of legal due diligence reviews
- Steering of transactions and establishment of acquisition vehicles
- Drafting and negotiating the contracts and accompanying documents required for the transactions, drafting and negotiating shareholders' agreements and participation agreements
- Legal advice on the establishment of joint ventures
- Post-closing services including post-acquisition/sale restructuring, corporate services, post-merger integration, notification and publication duties
- Support in structured divestment processes (bidding procedures)
- Advice on acquisition financing, negotiation of loan and collateral agreements
- Advice on capital market law issues for listed companies involved in the transaction
- M&A transactions in crisis situations and insolvency, restructurings
- Enforcement of warranty claims and claims for damages arising from acquisitions of companies and shareholdings
- Public takeovers, advice according to WAG
- Initial public offering (IPO)
- Merger oversight



AUSTRIA

GRAZ

SCWP SCHINDHELM
Saxinger, Chalupsky & Partner
Rechtsanwälte GmbH
graz@scwp.com

LINZ

SCWP SCHINDHELM
Saxinger, Chalupsky & Partner
Rechtsanwälte GmbH
linz@scwp.com

WELS

SCWP SCHINDHELM
Saxinger, Chalupsky & Partner
Rechtsanwälte GmbH
wels@scwp.com

VIENNA

SCWP SCHINDHELM
Saxinger, Chalupsky & Partner
Rechtsanwälte GmbH
wien@scwp.com

BELGIUM

BRUSSELS

SCWP SCHINDHELM
Saxinger, Chalupsky & Partner
Rechtsanwälte GmbH
brussels@scwp.com

BULGARIA

SOFIA

SCHINDHELM
Cornelia Draganova Law Firm
sofia@schindhelm.com

CHINA

SHANGHAI

SCHINDHELM
Schindhelm Rechtsanwaltsgesellschaft mbH
shanghai@schindhelm.com

TAICANG

SCHINDHELM
Schindhelm Rechtsanwaltsgesellschaft mbH
taicang@schindhelm.com

CZECH REPUBLIC

PILSEN

SCWP SCHINDHELM
Saxinger, Chalupsky & Partner v.o.s
pilzen@schindhelm.com

PRAGUE

SCWP SCHINDHELM
Saxinger, Chalupsky & Partner v.o.s
praha@scwp.com

FRANCE

PARIS

SCHINDHELM
Schindhelm Rechtsanwaltsgesellschaft mbH
paris@schindhelm.com

GERMANY

DÜSSELDORF

SCHINDHELM
Schmidt Rogge Thoma Rechtsanwälte
Partnersgesellschaft mbH
duesseldorf@schindhelm.com

FRANKFURT

SCHINDHELM
Schindhelm Rechtsanwaltsgesellschaft mbH
frankfurt@schindhelm.com

HANOVER

SCHINDHELM
Schindhelm Rechtsanwaltsgesellschaft mbH
hannover@schindhelm.com

MUNICH

SCHINDHELM
Schindhelm Rechtsanwaltsgesellschaft mbH
muenchen@schindhelm.com

OSNABRÜCK

SCHINDHELM
Schindhelm Rechtsanwaltsgesellschaft mbH
osnabrueck@schindhelm.com

HUNGARY

BUDAPEST

SCWP SCHINDHELM
Zimány & Fakó Rechtsanwälte
budapest@scwp.hu

ITALY

BOLOGNA

DIKE SCHINDHELM
DIKE Associazione Professionale
bologna@schindhelm.com

IMOLA

DIKE SCHINDHELM
DIKE Associazione Professionale
imola@schindhelm.com

POLAND

WROCLAW

SDZLEGAL SCHINDHELM
Kancelaria Prawna
Schampera, Dubis, Zajac i Wspólnicy sp.j.
wroclaw@sdzlegal.pl

GLIWICE

SDZLEGAL SCHINDHELM
Kancelaria Prawna
Schampera, Dubis, Zajac i Wspólnicy sp.j.
gliwice@sdzlegal.pl

WARSAW

SDZLEGAL SCHINDHELM
Kancelaria Prawna
Schampera, Dubis, Zajac i Wspólnicy sp.j.
warsawa@sdzlegal.pl

ROMANIA

BUCHAREST

SCHINDHELM
Schindhelm Cabinet de Avocat
Bernhard Konrad Heringhaus
bukarest@schindhelm.com

SLOVAKIA

BRATISLAVA

SCWP SCHINDHELM
Saxinger, Chalupsky & Partner s.r.o.
bratislava@scwp.com

SPAIN

BILBAO

LOZANO SCHINDHELM
Lozano Schindhelm SLP
bilbao@schindhelm.com

DENIA

LOZANO SCHINDHELM
Lozano Schindhelm SLP
denia@schindhelm.com

MADRID

LOZANO SCHINDHELM
Lozano Schindhelm SLP
madrid@schindhelm.com

PALMA DE MALLORCA

LOZANO SCHINDHELM
Lozano Schindhelm SLP
palma@schindhelm.com

VALENCIA

LOZANO SCHINDHELM
Lozano Schindhelm SLP
valencia@schindhelm.com

TURKEY

BODRUM

GEMS SCHINDHELM
Gems Legal Schindhelm Istanbul
bodrum@schindhelm.com

ISTANBUL

GEMS SCHINDHELM
Gems Legal Schindhelm Istanbul
istanbul@schindhelm.com

Please note: The explanations above do not claim to be conclusive. They are only intended to provide initial information and orientation. They do not replace detailed legal advice. We are at your disposal for such a consultation.