

Germany - Mid-Market M&A Firm of the Year



Raupach & Wollert-Elmendorff Rechtsanwaltsgesellschaft mbH

Raupach & Wollert-Elmendorff offers comprehensive specialist advice in national and international business law. The firm ranks among the largest German law firms, with more than 90 attorneys in seven offices throughout Germany. The firm's clients comprise sole proprietors, medium-sized firms, along with listed companies, national and multinational corporations, credit institutions and financial service providers, as well as public bodies. Attorneys at the firm provide individualised business law solutions for demanding clients, overseeing complex national and cross-border transactions.

Within the M&A practice, the firm's lawyers work especially closely with other service lines in the firm. More than any other area of practice, the M&A field recognises a multidisciplinary approach to the execution of transactions through their respective stages. Members of the M&A group support companies and entrepreneurs on the sale or purchasing side through the multifaceted process of acquiring companies or of disinvestment - providing timely guidance for a successful transaction.

One of the partners working in the firm's M&A practice is Georg Lehmann. He said: "We advise clients from a wide range of industries and of varying size: medium-sized companies to DAX listed companies and worldwide group undertakings. We possess extensive expertise in the field of cross-border transactions. Here we have ready access to experienced colleagues in our international M&A/private equity service line and cooperating partner law firms in more than 50 countries worldwide."

The focus of the team's advice in the M&A/private equity field embraces: statements of intent (head of terms, letter of intent) and nondisclosure agreements; organisation and conduct of legal due diligence checks (purchase side); vendor due diligence (legal); structuring of transactions (asset or share deal, etc) and establishment of acquisition vehicles; acquisition finance; consultancy and organisation in tender procedures in the submission or assessment of offers; legal documentation - organisation and advice on agreements necessary to the transaction, resolutions etc, and representation in contractual negotiations; cartel law closing checks - informal enquiries, applications and negotiations on the national (federal cartel office) and EU levels, coordination of global cartel law applications; post closing services including restructuring after acquisition - sale, corporate services, commercial register, etc.; management buy-outs and buy-ins; disinvestment, exit consultancy and structuring.

Clients of Raupach & Wollert-Elmendorff's M&A practice include: ARRK Corporation, Autobahn Tank & Rast GmbH & Co. KG, Barilla/Kamps, Clyde Blowers, ComArch Software AG, Constantia Packaging AG, Dirk Rossmann GmbH, Geti Wilba GmbH & Co. KG, HANNOVER Finanz-group, Hertel, ii Invest Holding GmbH, Kenvelo, Kirloskar Electric Company Ltd, Kohler Co., Krone-group, KYOCERA MITA Corporation, MSOURCE Medical Development group, Noritsu Koki Co., rs Logistik AG, Sartorius AG, Stadtwerke Neuss GmbH, TAG Immobilien AG, Teekanne, UCI, ETV Holding B.V; and several others.

Over the last year the firm's practitioners from the M&A group provided their clients with legal advice on many interesting matters such as:

- KYOCERA MITA Corporation - acquisition of TA Triumph-Adler AG and squeeze-out of minority shareholders TA Triumph-Adler AG;
- TAG Immobilien AG - acquisition of a 100 mill. EUR real estate portfolio from Franconfort AG;
- TAG Immobilien AG - acquisition of a portfolio of 787 in Berlin from Luxembourgian S.A.R.L.;
- ii Invest Holding GmbH - sale of a majority share in WCF Finetrading AG to

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- EOS Finanzholding GmbH (Finanzholding of the OTTO-Group);
- Tsubakimoto Chain Co. (international electronics company) - acquisition of a company group with legal entities in eleven countries worldwide;
- Constantia Packaging AG - sale of AVI-GmbH Kunststoff Verpackungen to a group of investors. AVI GmbH is one of the biggest German manufacturers of thermo-shaped plastic containers for the food industry;
- Shareholders of magneta GmbH & Co. KG - sale of magneta GmbH & Co. KG to Kendrion-group;
- Joint Venture in the USA and Germany between Galaxy Surfactants Ltd. group (India-client) and a Spin-Off (Dahms-group) of the Sachtleben group - termination of the Joint Venture including Settlement Agreement;
- Dutch insurance/risk management company - merger of the German branch of the company with a competitor: foundation of Joint-Venture, acquisition of shares in the target, several capital increases;
- ARRK Corporation - acquisition of additional shares in ARRK R&D Group GmbH, Munich (former: PCL Group GmbH) as a last step in an acquisition of 100% of the shares over the past 5 years;
- EuroCargo - sale of the company to an international logistics group; advice regarding a conflict between the shareholders, defense against warranty claims;
- Noritsu Koki Co. (international electronics company) - structuring of a cross-border Joint Venture in six countries (six integrated Asset Deals and very complex transaction structure); etc.

"In addition to all the work we have done recently, we are the strategic partner of Deloitte, one of the leading international audit and consulting firms, which enables us to support our clients truly globally in multidisciplinary teams regarding all aspects of a transaction," added Raupach partner Dr. Harald Stang.