



## JOHAN AALTO

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JOHAN AALTO  
SENIOR PARTNER  
HANNES SNELLMAN

HELSINKI

### Practice and Experience

Johan Aalto is Hannes Snellman's senior partner. He specialises in mergers and acquisitions, corporate finance and capital markets, with an emphasis on public takeovers. During the last few years, Johan has been involved in some of the largest and most complex transactions in Finland. He also focuses on corporate governance issues and acts as the chairman of general meetings of several listed companies in Finland.

### Recent References

- Counsel to Ahlstrom Corporation in the sale of its building & wind business unit to Owens Corning.
- Counsel to EQT Infrastructure Limited in its sale of Adven Group to a consortium comprising of AMP Capital Investors and Infracapital Partners II.
- Acted as a counsel to Vossloh Nordic Switch Systems AB in Vossloh Nordic Switch Systems AB's and VR Track Oy's turn-out and installation of service businesses in Finland into a joint venture structure.
- Acted as a counsel to Vossloh Rail Services International GmbH in the establishment of a joint venture structure for rail welding business operations in Finland.
- Counsel to Valmet Corporation on its 340 MEUR acquisition of the process automation systems business from Metso Corporation.
- Counsel to Heineken on its sale of the Finnish brewery Hartwall to Royal Unibrew (deal value EUR 470 million).
- Counsel to Siemens AG on its EUR 1.7 billion divestiture of 50 % in Nokia Siemens Networks a joint venture established in 2007 between Siemens and Nokia Corporation.
- Counsel to Ahlstrom Corporation on the combination of its LP business with Munksjö, creating Munksjö Oyj, a company to be listed on Nasdaq OMX Helsinki with approx. EUR 1.3 billion in turnover and more than 3,300 employees.
- Counsel to ThyssenKrupp on the EUR 2.7 billion combination of ThyssenKrupp's stainless steel unit Inoxum with Outokumpu (2012) and the subsequent transactions



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between ThyssenKrupp and Outokumpu as well as the divestiture by ThyssenKrupp of its 29.9 % shareholding in Outokumpu (2013-2014).

### Rankings

- Leading lawyer, Capital Markets, Corporate and M&A, IFLR1000, 2016 edition
- Ranked as “Lawyer of the Year” in Mergers and Acquisitions Law (Helsinki, 2016) by Best Lawyers®
- Ranked among the leading lawyers (Corporate and M&A, Finland) in Legal 500, 2015
- “Commentators agree that Johan Aalto ‘is one of the best M&A lawyers in Finland. He is smart, excellent in negotiations and offers great depth of legal expertise’ “, Corporate/M&A, Chambers Global 2015 and Chambers Europe 2015
- Ranked as “Lawyer of the Year” in Corporate Law (Helsinki, 2015) by Best Lawyers®
- “Sources deem him a ‘very talented’ lawyer who exercises ‘superb judgement’ in major cases.”, Corporate/M&A, Chambers Global 2014
- Leading practitioner, Who’s Who Legal, Corporate Governance, 2014
- Ranked among the best lawyers in the 2012, 2013, 2014, 2015 and 2016 editions (Helsinki: Corporate Governance & Compliance Practice, Corporate Law, Mergers and Acquisitions and Private Equity) of Best Lawyers®
- ‘Senior partner Johan Aalto is one of Finland’s leading transactional lawyers...’, Legal 500, 2013
- ‘Johan Aalto is a noted force in major Finnish transactions...’, Corporate/M&A, Chambers Global 2013 and Chambers Europe 2013
- Winner of the Mergers & Acquisitions category for Finland in the Client Choice Awards - International 2013
- Ranked as “Lawyer of the Year” in Private Equity (Helsinki, 2013) by Best Lawyers®
- Leading lawyer, Corporate/M&A, Chambers Europe 2011
- Ranked as “Lawyer of the Year” in Corporate (Helsinki, 2010) by Best Lawyers®



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- Leading lawyer, Capital Markets and M&A, IFLR1000, 2015 edition
- Leading lawyer, Corporate/M&A, Chambers Global and Chambers Europe 2010
- Leading practitioner, The International Who's Who of Business Lawyers, Banking, 2010
- Leading practitioner, The International Who's Who of Business Lawyers, Capital Markets, 2010
- Leading lawyer in Banking and finance, Corporate and M&A as well as in EU and Competition in the Guide to European Legal Experts 2010
- Endorsed in Corporate/M&A, Directors duties and liabilities, Private Equity/venture capital, Finland, PLC Which Lawyer? 2010

#### **Memberships and Positions Of Trust**

- Member of the committee preparing the first Finnish guidelines on takeovers (the Helsinki Takeover Code), 2007
- Board memberships in several companies
- Member of the Finnish Bar Association, 1991

#### **Education and Professional Background**

- Senior Partner, 2009–
- Managing Partner, Hannes Snellman, 2005–2009
- Partner, Hannes Snellman, 1994
- Master of Laws, University of Helsinki, 1987



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## DIMITRY AFANASIEV

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DIMITRY AFANASIEV  
CHAIRMAN  
EGOROV PUGINSKY  
AFANASIEV AND PARTNERS

MOSCOW

Dimitry Afanasiev is Chairman and co-founding partner of Egorov Puginsky Afanasiev & Partners, the largest law firm in Russia and the CIS.

Mr. Afanasiev specializes in international corporate transactions, dispute resolution and public policy issues. He has represented the interests of the Russian Federation and leading multinational and Russian corporations. He is a board member of UC RUSAL, the world's largest aluminium company.

Dimitry was named European Managing Partner of the Year at The Lawyer European Awards 2015. In 2010, Financial Times listed Dimitry among the 10 most innovative lawyers in the world. In 2011, the "Russian Reporter" listed Dimitry in the top 10 of the most respected lawyers in Russia. He is recommended by Chambers Global, Chambers Europe, Legal 500 EMEA, IFLR 1000, Best Lawyers, Who's Who Legal: CIS and other leading legal guides as a leading practitioner in the areas of M&A and corporate law, dispute resolution, antitrust, banking and finance, investment, and restructuring/insolvency.

Dimitry was awarded the Medal for Professional Excellence (2004) and the Medal for Distinguished Service in Defence of Human Rights and Freedoms (2015) by the Federal Chamber of Lawyers. He received commendations from the President of the Russian Federation for achievements in defending human rights (2015) and for active work on protecting the interests of the Russian Federation (2011). He also holds a state award as an Honoured Lawyer of the Russian Federation (2015).

Dimitry studied law at the University of Leningrad, University of Pennsylvania and St. Petersburg Institute of Law. He is a member of the St. Petersburg Bar Association.



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## KARIM S. ANJARWALLA

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KARIM S. ANJARWALLA  
MANAGING PARTNER  
ANJARWALLA & KHANNA

NAIROBI

Karim Anjarwalla is the Managing Partner of Anjarwalla & Khanna (A&K) and heads the firm's Corporate Department. A&K is considered the leading full-service corporate law firm in Kenya and is the largest firm in Eastern Africa. Under his leadership, A&K founded ALN, the first and most integrated alliance of leading independent law firms in Africa. Since its inception in 2004, ALN has expanded into thirteen jurisdictions, with an affiliate office in Dubai.

Karim is consistently involved in the most prominent transactions in the region. He recently advised the Kenyan Government on its USD 2 billion sovereign Eurobond issuance – the largest sovereign debut debt issue in Sub-Saharan Africa to date – as well as the subsequent USD 750 million tap. He also acted on the largest private equity investment in Kenya, representing Equity Bank on its sale of a 24.99% stake to Helios Investment Partners as well as representing Helios on its recent exit to Norfund and other institutional investors. Karim also represented Essar Telecom Kenya on its entry into and subsequent divesture from the Kenyan mobile phone market, which resulted in the consolidation of the market from four to three providers.

He is rated as a Leading Lawyer by Chambers Global, IFLR1000 and Legal 500 and is featured in Who's Who Legal.



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## YANIV ARONOWICH

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YANIV ARONOWICH  
PARTNER  
TADMOR & CO. YUVAL  
LEVY & CO.

TEL AVIV

Yaniv Aronowich co-heads the firm's Cross Border and Domestic M&A practice group.

Yaniv has a diverse practice, which covers wide areas of corporate, commercial, and administrative law.

In the fields of corporate law, mergers and acquisitions, and securities law, Yaniv has lead and taken part in complex cross border transactions involving private and public companies. In many of these transactions Yaniv has represented foreign and multinational companies investing and acquiring Israeli companies in the fields of hi-tech, medical devices, media and traditional industries. Yaniv advises a multitude of Israeli and foreign companies with their daily legal requirements.

Earlier in his legal career, Yaniv practiced corporate litigation at the boutique litigation firm of Dr. J Weinroth & Co., where he also articulated.

Before embarking on this legal career, Yaniv served as a parliamentary aide to members of Israel's parliament (the Knesset) and worked as an emissary for the Jewish Agency in the UK.

Yaniv is a graduate of The Hebrew University of Jerusalem Law School (*magna cum laude*) and Tel Aviv University Law School (*magna cum laude*).



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## TIM BEDNALL

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TIM BEDNALL  
PARTNER  
KING & WOOD  
MALLESONS

LONDON, SYDNEY

Tim is a Corporate partner based in our London office. He is the Joint Global Co-ordinator of the King & Wood Mallesons Corporate, M&A and Securities practice, and he also practices in mergers and acquisitions, corporate advisory and capital markets. Tim has advised a number of leading companies in major M&A transactions (including Medibank Private, Brambles, BG Group, Telstra, Alinta Energy, Challenger, ING Real Estate, Glencore / Xstrata, ASX, Stockland and Westpac).

Tim is named as an “Eminent Practitioner” in Corporate / M&A by Chambers Global Guide 2014, after being recommended by Chambers as a Leading Individual, Band 1, for many years. He is also recommended as a "leading individual" by Asia Pacific Legal 500.

Chambers Global Guide 2011 described Tim as "unshakable under pressure, sought out for his counsel on complicated and time-sensitive transactions".

Tim was the Chairman of the Australian partnership of King & Wood Mallesons from January 2010 to December 2012, during which time the combination between King & Wood and Mallesons Stephen Jaques was negotiated and implemented. He was also Managing Partner of M&A and Tax for King & Wood Mallesons Australia from 2013 to 2014.

The King & Wood Mallesons M&A practice lead the Australian M&A league tables for both deal value and deal numbers in FY2014. The King & Wood Mallesons Tax practice is the largest law firm tax practice in Australia.



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## BI MING QIANG

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BI MING QIANG  
CHAIRMAN  
ICBC STANDARD BANK PLC

LONDON

Mr. Ming Qiang Bi is now Chairman of ICBC Standard Bank Plc.

Prior to the current position, Mr. Bi was Head of Credit and Investment Management Dept. of ICBC Group based in Beijing, China. He was also a member of the committees of ICBC, including Credit Risk Management Committee, ALM Committee, IT Committee, Financial Service Management Committee, etc.

Before that, Mr. Bi worked in North America for more than 6 years by assuming a number of key positions, including General Manager of ICBC New York Branch, President and CEO, then Chairman of ICBC (USA), Chairman of ICBC Financial Services LLC., CEO of ICBC (Canada), and Chairman of ICBC USA Management Committee, etc.

Prior to working in North America, Mr. Bi worked with ICBC in domestic China for about 10 years since he joined ICBC in 1997, as Division Head engaged in corporate banking in ICBC headquarters from August 2004 to 2008, and Deputy Division Head from 2001 to 2004.

Mr. Bi has been a speaker or panelist in various events.

From 1990 to 1997, Mr. Bi studied in Tsinghua University, and received his B.S. in Management Information System and B.S. in Automation Engineering in 1995, as well as his M.A. in Economics in 1997. He received his Ph.D. in Finance in 2004 from China Remin University.



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## SIR WINFRIED BISCHOFF

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SIR WINFRIED BISCHOFF  
CHAIRMAN  
THE FINANCIAL REPORTING  
COUNCIL

LONDON

Sir Win Bischoff is Chairman of the Financial Reporting Council in the United Kingdom and Chairman of JP Morgan Securities plc. He is a Director of McGraw Hill Financial Inc, and is a member of the International Advisory Board of Akbank TAS, Turkey.

He was previously Chairman of Lloyds Banking Group plc (2009 - 2014). Sir Win has substantial experience of leading complex international committees and boards. His background spans a range of sectors, including banking and capital markets, finance and government regulation and public policy. He was CEO and then Chairman of Schroders plc (1984 - 2000), Chairman of Citigroup Europe (2000 - 2009) and interim CEO and then Chairman of Citigroup Inc (2007 - 2009). Since 1983 he has served on the boards of 10 major public companies (5 in the UK, 3 in the US, 2 in Europe).

Sir Win was awarded a Knighthood in the New Year Honours List in 2000 for services to the banking industry, and an Honorary Doctorate in Science by City University, London in the same year.

In the United States, Sir Win was a Non-Executive Director of Eli Lilly & Company, (Chairman Audit Committee 2002 - 2006, Chairman Finance Committee 2006 - ) until May 2014 and is a Non-Executive Director of The McGraw-Hill Companies Inc. (1999 - , Chairman Financial Policy Committee 2005 - ).

He was a member of Institut International d'Etudes Bancaires from 1987 - 2000 (President 1995), Chairman of the National Advisory Board of UK Career Academy Foundation from April 2002 - October 2010 and is a member of the International Advisory Board of Akbank TAS, Turkey since 2009.

He joined Schroders in January 1966 and was appointed Group Chief Executive of Schroders plc in December 1984 and Chairman in May 1995. Following the acquisition of Schroders' investment banking business by Citigroup in April 2000, Sir Win retired from Schroders and became Chairman of Citigroup Europe. He retired from Citigroup in September 2009. His



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## SIR WINFRIED BISCHOFF

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previous directorships include Cable & Wireless plc (1991 - 2003, Deputy Chairman 1995 - 2003), IFIL - Finanziaria di Partecipazione SpA (1999 - 2004), Siemens Holdings Plc (2001 - 2003), Akbank TAS, Turkey (2007 - 2009), Land Securities plc (1999 - 2008) and Prudential plc (2007 - 2009).

Sir Win was co-Chairman with the Chancellor of the Exchequer, Alistair Darling MP, of a report on UK International Financial Services - the future. He was Chairman of the Advisory Council of The CityUK from 2010 - 2014, the body set up to promote the financial and associated professional services industry of the UK following that report.



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## NIGEL P.G. BOARDMAN

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NIGEL P.G. BOARDMAN  
PARTNER  
SLAUGHTER AND MAY

LONDON

Nigel's broad practice includes domestic and international corporate finance, mergers and acquisitions, joint ventures, IPOs, demergers, private acquisitions and disposals, private equity, public takeovers, issues of compliance and corporate governance, investigations and insolvency, restructurings, investigations and sports law.

Nigel has received a number of accolades including:

- the *Financial Times*' Special Achievement Award
- *Chambers Directories* Lifetime Achievement award
- Lawyer of the Decade award from *Financial News* (2015)
- included in *Debrett's* 'Who's Who'
- ranked as a 'star performer' for Corporate and M&A work by *Chambers* in its UK, Europe and Global directories

Nigel is a consulting editor of the *Oxford University Press*' 'Annotated Companies Acts'. He is a Trustee of the British Museum and a Vice President of Save the Children UK.



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## BENJAMIN S.J. BURMAN

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BENJAMIN S.J. BURMAN  
PARTNER  
DARROIS VILLEY MAILLOT  
BROCHIER

PARIS

Ben Burman has been a partner of Darrois Villey Maillot Brochier since 2008, where he practices in the corporate law department focusing on cross-border mergers & acquisitions. He has advised clients from developed and emerging markets making inbound acquisitions in France, as well as French clients on their outbound transactions, including in the United States, Brazil, Russia, Ukraine, Thailand and Vietnam.

Recently, he advised Groupe Casino on the sale of its entire stake in Big C Supercenter plc, and is advising on the sale of Casino's Vietnamese business (2016), having previously advised Casino on the acquisition of Carrefour's Thai assets (2010/11). He advised Alliance Boots and its holding company in connection with the two-step sale of Alliance Boots to Walgreen Co. (2012 - 2015) and Alliance Boots in connection with the three-way transaction between Walgreen, Alliance Boots and AmerisourceBergen (2013). Previously, he acted for Stefano Pessina in connection with his joint offer with KKR for Alliance Boots plc, the first take-private of a FTSE 100 company and Europe's largest LBO (2007).

Prior to joining Darrois Villey, he was an associate with Wachtell, Lipton, Rosen & Katz from 2000 to 2006. From 1990 to 1996 he worked for Bain & Company in London and San Francisco and for three years in Moscow. He graduated with first class honors from Oxford University (1989), where he was a scholar at Christ Church; attended Yale University Graduate School on a Henry Fellowship (1989-90); and holds a J.D. from Yale Law School (1999). After graduating from law school, he served as a law clerk to Judge Pierre N. Leval of the U.S. Court of Appeals for the Second Circuit. He is admitted to both the New York and Paris bars.



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## DEAN CAI HONGBIN

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DEAN CAI HONGBIN  
DEAN  
PEKING UNIVERSITY  
GUANGHUA SCHOOL OF  
MANAGEMENT

BEIJING

Hongbin Cai received his BA in Mathematics at Wuhan University in 1988, his M.A. in Economics at Peking University in 1991, and his Ph.D. in Economics at Stanford University in 1997. He is currently Professor in Economics and Dean of Guanghua School of Management, Peking University. He taught at University of California, Los Angeles before moving back to Peking University. He is a National Chang Jiang Scholar (awarded by Ministry of Education of China) and a National Outstanding Young Researcher (awarded by National Science Foundation of China). Professor Cai has published many academic papers in top international journals in economics and finance, in a wide range of areas including game theory, Chinese economy, industrial organization and corporate finance. He is elected as a Fellow and a Council member of the Econometric Society. Professor Cai is a member of the National People's Congress, and a member of the Central Committee of China Democratic League and Vice Chairman of its Committee of Economic Affairs. He was the founding president of The Chinese Finance Association (TCFA, overseas).

### Professional Experiences

- 2010 - present Dean, Guanghua School of Management, Peking University
- 2005 - present Professor, Guanghua School of Management, Peking University
- 2000 - 2001 Visiting Assistant Professor of Economics, Yale University
- 1997 - 2005 Assistant Professor of Economics, UCLA

### Research Interests

Microeconomics  
Industrial Organization  
Corporate Finance  
Chinese Economy



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## PETER CALLENS

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PETER CALLENS  
PARTNER  
LOYENS & LOEFF N.V.

BRUSSELS

Peter is a member of Loyens & Loeff's Corporate and M&A Practice Group and of its Dispute Resolution Team in Belgium.

Peter has extensive experience in national and international corporate transactions. His focus is on mergers and acquisitions and private equity investments in a wide variety of economic sectors including insurance, manufacturing, healthcare, traditional and renewable energy providers and the contracting industry.

He also represents clients in litigation and arbitration proceedings often in post-M&A, investment or shareholder disputes, and he is regularly appointed as an arbitrator in ad hoc or institutional arbitration proceedings.

Peter is a former Secretary of the Brussels Bar and currently sits as an assessor in the Appellate Disciplinary Council of the Belgian Bar. He is a former co-Chair of the International Sales Committee of the International Bar Association. He is the Chairman of the Belgian-Dutch Society (BENEV) in Brussels and sits on the boards of several non-profit organisations.

He has published articles on corporate law related subjects, such as takeover bids and corporate governance in the energy sector, and on arbitration related subjects. Peter has been a member of the Brussels Bar since 1986.

### **Career**

2006: Partner, Loyens & Loeff

Prior to joining Loyens & Loeff, Peter was an associate and a partner with several other prominent firms in Brussels.

### **Education**

Peter holds a Bachelor's degree from *Université de Namur*, Belgium, (1978), a Master's degree in Law from *KU Leuven* (Belgium, 1981) and a degree from *Università degli Studi di Siena* (Italy, 1982) in banking law.

### **Languages**

Peter works in Dutch, French and English and has a good knowledge of Italian, German, Spanish and Afrikaans.



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## BERTRAND CARDI

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BERTRAND CARDI  
PARTNER  
DARROIS VILLEY MAILLOT  
BROCHIER

PARIS

Bertrand Cardi is a partner at Darrois Villey Maillot Brochier in Paris. He joined the firm early 2010, after having been a partner at Linklaters since 2004.

He has a strong expertise in mergers and acquisitions, in securities and in capital market laws (as well as experience in related litigation, arbitration and regulatory investigations). He has acted for industrial clients or investment funds in numerous major transactions, such as, for XPO in the acquisition of ND, for Faiveley in its combination with Wabtech, for Holcim in its combination with Lafarge, for Airbus Group in connection with the Dassault situation, for Casino in the recent reorganization of the group in South America and the listing of its e-commerce activities (Cnova), for Nestlé in the L'Oréal matter (and the acquisition of Galderma), for KMW in its combination with Nexter, for the supervisory board of Peugeot, for EADS in the reorganization of its share capital (following the attempt of merger with BAE Systems) and the negotiations with the three States, for Hermès against LVMH, for Sodial in its joint venture with General Mills (Yoplait), for Carlyle in the acquisition of Numericable as well as the recent purchase of Saverglass, for Unibail in its merger with Rodamco, for Deutsche Börse in the attempt of merger with Euronext, for Arcelor in its defense against Mittal, for Metrovacesa in its offer on Gecina, for the Meyer family in its exit from Galeries Lafayette and for Sanofi in its offer on Aventis.

He also advises listed companies in financial difficulties (e.g., recent Colonial/SFL situation, and, previously, Dexia and Carrère).

Bertrand Cardi acts regularly on public law matters, in particular for the French State (e.g., recent Renault-Nissan situation) and the French Caisse des dépôts et consignations (CDC) in a number of matters over the last years (e.g., Veolia-Transdev, La Poste, SacyrEiffage and various investments in the infrastructure and energy sectors).

Finally, Bertrand Cardi advises a number of listed companies on their governance and their strategic developments abroad. In



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## BERTRAND CARDI

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this respect, he advised Casino on taking control of the main retailer in Brazil (as well as the related litigations and arbitrations), in becoming the leader in Thailand, in Colombia as well as on the Monoprix and Mercialis situations in France.

Bertrand Cardi, in addition to his Assas University law diploma, is a graduate of *Ecole des Hautes Etudes Commerciales* (“HEC”) and a member of the board of the HEC Foundation. He is ranked in the top tier in various legal guides (including Chambers and Legal 500), regularly speaks at legal conferences on governance as well as M&A and Capital Market issues and is a member of the M&A committee of the International Bar Association.



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## SANTIAGO CARREGAL

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SANTIAGO CARREGAL  
PARTNER  
MARVAL, O'FARRELL &  
MAIRAL

BUENOS AIRES

Santiago Carregal is a partner of Marval, O' Farrell & Mairal's Banking & Finance Department. He specializes in corporate finance and has represented companies and investments banks in a variety of complex transactions, including public offerings, private placements and tender and exchange offers, structured and project financings, mortgage securitization and financial debt restructuring. During the 2001/02 Argentine financial crisis he represented bank steering committees and debtors in workouts totaling US\$ 7 billion, which included representing the Telecom Argentina group, comprising 4 companies in 2 countries, in its US\$ 4 billion debt restructuring, the largest cross border insolvency case in Argentina's history (2002/2006).

Santiago has also extensive experience in M&As, handling recently a number of notable transactions, including the sale of GE Money Argentina to Banco Supervielle, the sale of GE Money's branches to Banco Columbia, the purchase of two of Argentina's largest call center operators by the Indian Group Aegis, the acquisition by Dufry of the leading airport retailer in Argentina Interbaires, as well as airport retail operations in Uruguay, Ecuador and Armenia, and a wholesale platform in Panama, in a combined transaction of US\$ 950 million, and the sale of the controlling stake in chemical company Indupa by Belgian giant Solvay.

The list of his most recent accomplishments includes leading the team of lawyers that represented Repsol and Repsol Butano in all matters relating to the expropriation of Repsol's participation in YPF, including representation in arbitral and judicial proceedings, and in the expropriation agreement signed with the Argentine Government, which constitutes Argentina's first-ever expropriation deal.

*Chambers Latin America* describes Santiago as "a brilliant lawyer and among the best in the country." He is also recognized as a leading specialist in banking and finance, capital markets, corporate/M&A and project finance in several other

legal publications including Who's Who Legal, PLC, The Legal 500, Which Lawyer and IFLR 1000.



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## SANTIAGO CARREGAL

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He worked as a foreign attorney for Shearman & Sterling in New York, is a former Vice-President and Assistant General Counsel of JP Morgan's Buenos Aires Branch, and was a partner of law firm Carregal & Funes de Rioja. Mr. Carregal graduated as a lawyer at the University of Buenos Aires and went on to earn a Masters in Law from the University of Illinois.

Santiago is currently a member of the Board of the Argentine Bank's Lawyers Committee (Comité de Abogados de la República Argentina) and a professor of post-graduate studies in banking and finance at the Universidad de Buenos Aires, Universidad Austral and Universidad Católica Argentina.



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## JUAN LUIS CEBRIÁN ECHÁRRI

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JUAN LUIS CEBRIÁN  
ECHÁRRI  
EXECUTIVE CHAIRMAN  
GRUPO PRISA

MADRID

Juan Luis Cebrián (1944) is a Spanish writer and journalist. He serves as the Executive Chairman of PRISA, the world's leading news, education and entertainment group in Spanish and Portuguese. He is also chairman and publisher of *El País* (the global Spanish-language newspaper) and a member of the board of Paris newspaper *Le Monde*. Author of a number of books, he is since 1996 a member of the Royal Spanish Academy. He studied Philosophy at the Universidad Complutense in Madrid and graduated in Communication.

Juan Luis Cebrián was the founding Editor of *El País* in 1976, before that he was a founding member of the journal *Cuadernos para el diálogo* (1963) and from 1963-75 he worked as Chief Reporter and Deputy Editor of the Madrid newspapers *Pueblo* and *Informaciones de Madrid*. He was also Director of news services at state television broadcaster *Televisión Española*.

From 1986 to 1988 he also served as President of the International Press Institute (IPI). In 2004 he became President of the Association of Spanish Newspaper Publishers (AEDE), a position he held for a year.

While at the helm of the newspaper *El País*, Cebrián played a crucial role in the Spanish political transition from dictatorship to democracy. After more than 50 years in his profession, he achieves many prizes in journalism. He has distinguished in many Latin American Universities and named Doctor Honoris Causa at the University Rey Juan Carlos I of Madrid.

Juan Luis Cebrián is the author of numerous books in the fields of journalism and political sociology, including: *La prensa y la calle*, *La España que bosteza*, *El tamaño del elefante*, *El siglo de las sombras*, *Cartas a un joven periodista*, *La Red*, *El futuro no es lo que era* – written with the former Spanish Prime Minister Felipe González – *El fundamentalismo democrático* and “*El pianista en el burdel*.” His novels include *La Rusa*, *La Isla del Viento*, *La Agonía del Dragón* and *Francomoribundia*.

Juan Luis Cebrián is also Officer of the *Ordre des Arts et des Lettres* of France. In January 2014, he was awarded the Order



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## JUAN LUIS CEBRIÁN ECHÁRRI

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of Bernardo O'Higgins, with the rank of Grand Officer, the highest honor that the government of Chile awards. He joined the Chilean Academy of Language and received in Washington, the First Amendment Award, awarded by the Spanish Association of Eisenhower Fellows, for his work in favor of press freedom.



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## PETER COOK

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PETER COOK  
PARTNER  
CORPORATE ADVISORY  
GILBERT & TOBIN

SYDNEY

Peter has more than 25 years' experience in the industry and is regularly ranked as one of Australia's leading mergers & acquisitions, capital markets and private equity lawyers in national and international surveys such as Chambers Global, Best Lawyers, Who's Who, Asia Pacific 500, IFLR and Euromoney's Guides. He was recently ranked by Chambers Global 2015 as Band 1 in Mergers & Acquisitions, Equity Capital Markets and Private Equity, the only Australian lawyer to achieve that status. He was awarded Best Lawyers' Sydney Equity Capital Markets "Lawyer of the Year" (2013) and Sydney Private Equity "Lawyer of the Year" (2012).

### Recent Experience

#### Major M&A transactions

- Westpac on the proposed sale of its infrastructure group Hastings Funds Management.
- Scepter Group on its \$7 billion proposal to acquire Santos Limited.
- Carlyle and TPG on their proposed \$700 million joint acquisition of Greencross Limited.
- Wilmar International Limited and First Pacific Company Limited on the \$1.9 billion acquisition of Goodman Fielder.
- Quadrant Private Equity on its investment in VIP Petfoods.
- ACFS Port Logistics on its joint venture with Patrick Port Logistics.
- CHAMP and Headland Capital on the \$620 million takeover of Miclyn Express.
- Westpac on its \$8 billion enterprise value acquisition of Lloyds Banking Australian businesses.
- Advising GrainCorp on the \$3.4 billion takeover from Archer Daniels Midland.
- The consortium comprising Noble Group, Posco Australia, National Pension Service of Korea, Korea Investment Corporation and Korean Finance Corporation on the proposed acquisition of ASX listed company Arrium Limited (approx \$3 billion).
- Quadrant on the acquisition and divestment of City Farmers and the acquisition of Zip Industries.



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- Pepper Australia Pty Limited on its proposal to acquire RHG Limited.
- CHAMP on the acquisition of Accolade Wines from Constellation.
- Rockwood Holdings Inc on the proposed takeover of an Australian public company with TSX-listing, Talison Lithium Limited (\$750 million).
- CHAMP Private Equity on its public-to-private of ASX listed company Gerard Lighting Group Limited (\$186 million).
- Advising ASX listed company Ludowici Limited in relation to competing proposals from FLSmidth and The Weir Group PLC to acquire all of the issued capital of Ludowici (\$388 million).
- Pacific Equity Partners on its public-to-private of ASX listed Spotless Group (\$1.1 billion).
- Blackstone on its takeover of ASX listed Valad Property Group (\$700 million).
- Blackstone's acquisition of ASX listed Centro's US property asset portfolio (\$9.4 billion).
- Carlyle and TPG's takeover of ASX listed company Healthscope (\$2.7 billion).
- Chinalco on its proposed equity and asset investment in ASX and LSE dual-listed Rio Tinto (US\$19.5 billion).
- Chinalco on its acquisition of 12% of Rio Tinto Plc (US\$14 billion).
- CVC Asia Pacific's acquisition of Nine Entertainment Co and debt to equity restructure (\$5.5 billion).

### Capital Markets

- JP Morgan and Bell Potter as joint lead managers and underwriters of the McGrath IPO, with a market capitalisation of \$282 million (2015).
- Goldman Sachs and Macquarie as joint lead managers and underwriters of the IDP Education IPO, with a market capitalisation of \$663 million (2015).
- Bell Potter and Evans and Partners as joint lead managers and underwriters of the IVE Group IPO, with a market capitalisation of \$178 million (2015).



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- RBC Capital Markets and Bell Potter as joint lead managers and underwriters of the \$40 million capital raising of FAR Limited (2015).
- Morgan Stanley and UBS as joint lead managers and underwriters on the \$275.3 million IPO of Integral Diagnostics Limited (2015).
- Goldman Sachs and Macquarie Bank as underwriters of the Pepper Group IPO (\$348 million) (2015).
- Greenstone on its \$1 billion initial public offering (2015).
- Credit Suisse as the underwriter on the \$248 million capital raising of Evolution Mining Limited to fund its acquisition of the Cowal gold mine from Barrick Gold Corporation (2015).
- Credit Suisse as the underwriter on the sale of a 30.8% stake in APN News & Media Limited by Independent News & Media and Denis O'Brien (2015).
- Morgan Stanley as the underwriter on the sale of Hancock Prospecting's 15% stake in Fairfax Media Limited (2015).
- RBC Capital Markets and Euroz as joint lead managers on the \$80 million placement by Sino Gas & Energy Holdings Limited (2015).
- Macquarie and Citi as joint lead managers on Slater & Gordon's \$890 million capital raising (2015).
- Macquarie Capital, Deutsche Bank and Morgan Stanley as joint lead managers of APA Group's \$1.835 billion accelerated entitlement offer to part fund its acquisition of BG Group's QCLNG Pipeline (2014).
- Goldman Sachs and Morgan Stanley as joint lead managers of Transurban Group's \$2.34 billion accelerated entitlement offer to fund its acquisition of Queensland Motorways (2014).
- APN Outdoor on its \$425 million initial public offering (2014).
- Mantra Group Limited on its \$449 million initial public offering (2014).
- Burson Group Limited on its \$298 million initial public offering (2014).
- Macquarie Capital, UBS, CIMB, Credit Suisse, Goldman Sachs and Merrill Lynch as joint lead managers on



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Healthscope's \$3.6 billion initial public offering and listing on ASX (2014).

- Goldman Sachs and Morgan Stanley as underwriters on the \$449 million IPO of SG Fleet (2014).
- Nine Entertainment Co. on its \$2.5 billion initial public offer and ASX listing (2013).
- Redcape Hotel Group, advising the Independent Directors of Hotel Property Investments on the \$286 million IPO.
- Advising Goldman Sachs and Macquarie Capital, the underwriters of Dick Smith's \$520 million initial public offering and ASX listing (2013).
- Goldman Sachs on its underwriting of IRESS' \$206 million renounceable entitlement offer to fund the acquisition of Avelo Financial Services in the UK.
- iSelect on its IPO and ASX listing valuing the company at \$480 million.
- Credit Suisse and Baillieu Holst as joint lead managers on NewSat Limited's \$105 million placement, which formed part of its US\$138 million capital raising.
- Goldman Sachs and UBS as the underwriters of the Calibre Group's IPO.
- Advising on the demerger of Arrium Limited and Bluescope Steel Limited from BHP Billiton and Rinker Group from CSR.
- Advising GKN Plc on its DLC with Brambles.

#### **Professional recognition and memberships**

- Best Lawyers Australia 2013 awarded Peter 'Lawyer of the Year – Capital Markets: Equity, Sydney' and in 2012 was awarded 'Lawyer of the Year – Private Equity, Sydney'.
- Chambers Asia Pacific 2015: (Tier 1 ranking Equity Capital Markets, Mergers and Acquisitions and Private Equity).
- Chambers Global 2015 (Tier 1 ranking Equity Capital Markets and Mergers & Acquisitions).
- Ranked as one of the world's leading Mergers & Acquisitions and Capital Markets lawyers – Who's Who Legal 2012, 2013, 2014 and 2015.
- IFLR 2015 Leading Lawyer for Mergers & Acquisitions and Equity Capital Markets.



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- Legal 500 Asia Pacific, leading individual Capital Markets 2009-2014 and leading individual Corporate Mergers & Acquisitions 2009-2014.
- Who's Who Legal 2015: Leading lawyer for Capital Markets – Debt and Equity and Mergers & Acquisitions.
- Euromoney Experts Guides, Capital Markets 2009 and “Best of the Best” 2008 in Euromoney's Guide to the World's Leading Private Equity Lawyers.
- Euromoney Experts Guide to the world's leading Private Equity Lawyers (2010) – placed in world's top 5 nominations.
- Leading Equity Capital Markets lawyer in Global Counsel 3000, IFLR 2006; Practical Law Company 2006/07 guide; Asia Pacific Legal 500 2006/07.



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## CARLOS CORDERO

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CARLOS CORDERO  
PARTNER  
ALEMÁN, CORDERO,  
GALINDO & LEE

PANAMA CITY

### Practice Areas

Telecommunications, mergers & acquisitions, projects, public bids, banking, general corporate and dispute resolution. Has represented telecommunication companies in all aspects of their operations, including dealings with regulatory entities. Has represented local and international clients in M&A transactions. Has led teams involved in special projects in the energy, infrastructure, real estate, and telecom industries. Has advised many banks on the structuring of complex loan operations and securities issues. Has advised major clients in commercial litigation as well as local and international arbitration. Has negotiated several Treaties for the Avoidance of Double Taxation and the Prevention of Fiscal Evasion on behalf of the Republic of Panama. Has served as a director of several multinational corporations.

### Professional Memberships

Panama Bar Association. International Lawyer's Association.

### Career

Associate, Icaza, González-Ruiz & Alemán, 1975-85. Vice Minister, foreign affairs, 1993-94. National Council of Foreign Affairs (1999-2004). Ambassador in Special Missions for the Defense of the International Services (1999-2004); Ambassador at Large (2009 - Present). Founding Partner, Alemán, Cordero, Galindo & Lee, 1985.



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## PAUL CRONHEIM

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PAUL CRONHEIM  
PARTNER  
DE BRAUW BLACKSTONE  
WESTBROEK N.V.

AMSTERDAM

Paul focuses on corporate law and mergers and acquisitions, including corporate governance, and shareholder matters. Paul has handled a wide range of Dutch and cross-border public takeovers, private acquisitions and disposals, auctions and joint ventures. He has also acted as counsel or arbitrator in numerous ICC, AAA and NAI arbitrations.

Besides being a member of the Dutch Bar, Paul has been admitted to the New York Bar and is an inactive member of the California Bar. He is a former resident partner of De Brauw New York. Paul is a member of the faculty of the Amsterdam Institute of Finance, and a former member of the Steering Committee of EALIC, one of the predecessors of European Issuers. He also serves on the Legal Committee of the American Chamber of Commerce in the Netherlands and is included on the list of arbitrators of the Netherlands Arbitration Institute and the International Panel of Arbitrators of the American Arbitration Association.

Paul has been nominated for ‘Best M&A lawyer of the Netherlands’ several times and had the highest deal value in 2013 (M&A Community). Clients say he is “*highly skilled in corporate governance and private equity work*” (Chambers Europe 2013), and “*valued for his negotiation abilities, he really bridged the gap between the parties*” (Chambers Global 2014).

### **Paul’s recent work includes advising**

- **Teva** on its unsolicited USD 40 billion pursuit of Mylan
- **Temasek** on its pre-IPO cornerstone investment in NN Group
- **Alliance Data Systems** on its acquisition of the Brand Loyalty Group
- **Telefonica** on its acquisition of E-Plus from KPN
- **Omnicom** on its proposed USD 35 billion merger of equals with Publicis



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## CATHERINE DAY

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CATHERINE DAY  
 SPECIAL ADVISER TO  
 PRESIDENT JEAN-CLAUDE  
 JUNCKER; FORMER  
 SECRETARY GENERAL  
 EUROPEAN COMMISSION  
 BRUSSELS

### Current Activities

Special adviser to President Jean-Claude Juncker, European Commission

Chair of the Governing Body, University College Cork

Member of the Board of Trustees of the Chester Beatty Library, Dublin

### Career

- 2015 - 2005 Secretary General European Commission Brussels
- 2005 - 2002 Director General DG Environment
- 2002 - 2000 Deputy Director General DG External Relations
- 2000 - 1997 Director for Enlargement DG External Relations/Enlargement
- 1997 - 1996 Director DG External Relations
- 1996 - 1995 Deputy Head of Cabinet to Sir Leon Brittan
- 1995 - 1989 Member of Cabinet of Sir Leon Brittan
- 1989 - 1985 Member of Cabinet of Peter Sutherland
- 1984 - 1982 Member of Cabinet of Richard Burke
- 1982 - 1979 Administrator DG Internal Market and Industrial Affairs
- 1979 - 1975 EC Information Officer Confederation of Irish Industry
- 1975 - 1974 Loan Officer Investment Bank of Ireland

### Education

- 1974 Masters in International Economic and Trade,



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## CATHERINE DAY

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University College Dublin

1971 - 1974 B.A. in Economics and Politics, University  
College Dublin

### **Honours**

Honorary Doctorates from University College Dublin, University  
of Limerick and Griffith College Dublin

President of Ireland Distinguished Service Award

Garrett Fitzgerald Gold Medal for International Relations



NYU STERN  
NEW YORK UNIVERSITY · LEONARD N. STERN SCHOOL OF BUSINESS



光华管理学院  
PEKING UNIVERSITY  
Guanghua School of Management



CAMBRIDGE  
Judge Business School

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## BARON DAVID DE ROTHSCHILD

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BARON DAVID DE  
ROTHSCHILD  
EXECUTIVE CHAIRMAN  
ROTHSCHILD INC.

LONDON, PARIS

Executive Chairman of the Rothschild Group.

Graduated from Institut d'études Politiques (1966).

Was Mayor of the City of Pont l'Evêque (Normandy, France) from 1977 to 1995.

Chairman of the Fondation pour la Mémoire de la Shoah.

Chairman of the Fondation fondaMental (Paris).

Commander of The Legion of Honour.



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## ADAM O. EMMERICH

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ADAM O. EMMERICH  
PARTNER, CORPORATE  
WACHTELL, LIPTON,  
ROSEN & KATZ

NEW YORK

Adam O. Emmerich practices in Wachtell Lipton's corporate department, focusing primarily on mergers and acquisitions, corporate governance and securities law matters. His practice has included a broad and varied representation of public and private corporations and other entities in a variety of industries throughout the United States and globally, in connection with mergers and acquisitions, divestitures, spin-offs, joint ventures and financing transactions. He also has extensive experience in takeover defense.

Adam led the Wachtell Lipton teams for Tim Hortons in its \$12.2 billion combination with Burger King Worldwide and Covidien plc in its \$49.9 billion acquisition by Medtronic, which were named by *The American Lawyer* as 2015 Global M&A Deal of the Year: Canada and Global M&A Deal of the Year: Ireland.

Adam is recognized as one of the 500 leading lawyers in America by *Lawdragon*, one of the world's leading lawyers in the field of Mergers and Acquisitions in the *Chambers Guide to the World's Leading Lawyers*, an expert in each of M&A, Corporate Governance and M&A in the real estate field by *Who's Who Legal*, and as an expert both in M&A and in Corporate Governance by *Euromoney Institutional Investor's Expert Guides*.

Among the other transactions in which he has taken a leading role are: Deutsche Telekom in its agreed \$39 billion sale of T-Mobile to AT&T and Deutsche Telekom and T-Mobile USA in the combination of T-Mobile USA and MetroPCS Communications at a \$30 billion enterprise valuation; Iscar / IMC International Metalworking Companies B.V. and the Wertheimer family in the acquisition by Berkshire Hathaway of an 80% interest in Iscar at a \$5 billion enterprise value, and in Berkshire Hathaway's subsequent \$2.05 billion purchase of the remaining 20% interest; Iscar in its \$1 billion acquisition of Tungaloy of Japan; Acciona in its €43.7 billion acquisition with Enel of Endesa and in relation to E.ON's offer for Endesa; Faiveley Transport in its €1.7 billion sale to Wabtec Corp.; XPO Logistics in its acquisition of Norbert Dentressangle S.A. for €3.24 billion, New Breed for \$615 million, and Pacer International for \$335 million, and in



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connection with equity investments in XPO by Ontario Teachers' Pension Plan, GIC – Singapore's sovereign wealth fund, PSP Investments and others; Publicis Groupe S.A. in its \$3.7 billion acquisition of Sapient Corporation; Creative Artists Agency in the investment by TPG Capital to acquire a controlling interest; Washington Prime Group in its \$4.3 billion acquisition of Glimcher Realty; Doosan Corporation in its acquisition of the assets of ClearEdge Power in a Section 363 bankruptcy sale; Mallinckrodt plc in its \$5.6 billion acquisition of Questcor Pharmaceuticals, its \$1.4 billion acquisition of Cadence Pharmaceuticals, its \$2.3 billion acquisition of Ikaria, and its \$1.325 billion acquisition of Therakos, Inc.; Harland Clarke, a subsidiary of MacAndrews & Forbes, in its \$1.8 billion acquisition of Valassis Communications; Simon Property Group in its \$4.15 billion spin-off of Washington Prime Group; Publicis Groupe SA in its later-abandoned \$35.1 billion merger with Omnicom; the Special Committee of the board of Activision Blizzard in an \$8.2 billion purchase of shares of Activision from Vivendi, S.A., its controlling stockholder, by Activision and an investment vehicle formed by Activision's CEO Bobby Kotick and Co-Chairman Brian Kelly; Casino Guichard Perrachon SA in connection with its acquisition of control of Grupo Pão de Açúcar, the IPO of Cnova NV and its €1.7 billion sale to Grupo Éxito of an 18.8% interest in GPA and 100% of Casino's Argentinian subsidiary, Libertad; América Móvil, S.A.B. de C.V. in its acquisition of 21% of Telekom Austria AG; GlaxoSmithKline in its unsolicited offer and acquisition of Human Genome Sciences for \$3.6 billion; Sunrise Senior Living in connection with its sale to Health Care REIT, in transactions involving total investment by Health Care REIT of \$4.3 billion; AMB Property Corporation in its \$15 billion merger with ProLogis, to create a REIT with assets owned and managed of \$46 billion; Google in its participation in the Nortel patent auction; Grupo Prisa in its \$1.5 billion transaction with Liberty Acquisition; the board of Wyeth in its \$68 billion acquisition by Pfizer; Simon Property Group in connection with its offer to acquire General Growth Properties for \$31 billion; Swarth Investments in the sale of its controlling interest in GVT (Holding) SA, Brazil to Vivendi in a transaction valuing GVT at \$4.2 billion; Alcoa in the \$14 billion investment in Rio Tinto by



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Chinalco and Alcoa; the \$4.7 billion acquisition of Constellation Energy by MidAmerican Energy; Tishman-Speyer and Lehman Brothers in their \$22.2 billion acquisition of Archstone-Smith; Vornado, Starwood Capital and Walton Street in their \$39 billion bid to buy Equity Office Properties; Man Group's purchase of Refco's regulated futures business in Refco's bankruptcy proceeding; Taubman Centers', Dana's and Circuit City's successful defenses of hostile takeover attempts by Simon Property Group, ArvinMeritor and Highfields Capital, respectively; the acquisition by Wal-Mart of an interest in Seiyu in Japan and in transactions in Brazil, China, Puerto Rico and the UK; MacAndrews & Forbes in its recapitalization of Revlon; Cable & Wireless in its exit from its U.S. activities; the successful \$6 billion unsolicited offer by Public Storage for Shurgard; The Mills Corporation in its \$7.8 billion sale to a partnership of Simon Property Group and Farallon; the acquisition by Morgan Stanley and Onex of Town & Country; Lend Lease in the sale of its U.S. businesses; MetLife in a variety of transactions; the acquisition by Raytheon of the defense business of Hughes Electronics from GM, and Raytheon's acquisition of Texas Instruments defense business and sale of its Amana appliance unit; the Cisneros family of Venezuela in transactions with Coca-Cola and Bell South; Seagram/Universal's acquisition of Viacom's interest in USA Network; and MCA's sale to Matsushita.

After serving as a law clerk to Judge Abner J. Mikva, of the United States Court of Appeals for the District of Columbia Circuit, Adam joined the firm in 1986 and was named partner in 1991. He attended Swarthmore College and The University of Chicago, from which he received his J.D. with honors. While at the University of Chicago, Adam served as topics and comments editor of *The University of Chicago Law Review*, was elected to the Order of the Coif, and was the recipient of an Olin Fellowship in law and economics. He is a frequent author and speaker on topics relating to mergers and acquisitions and corporate governance, including at MIT's [Sloan Convocation](#) and on India's [CNBC-TV18](#).

Adam is co-chair of the International Institute for the Study of



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## ADAM O. EMMERICH

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Cross-Border M&A, co-chair of the advisory board of New York University's REIT Center for the Study of Public Real Estate Companies, and a member of the American Law Institute. He has served as co-chair of the NYU Real Estate Institute's Annual Symposium on REITs since its inception. He is a member of the Corporate Academic Bridge Group of the NYU Pollack Center for Law & Business, and a frequent contributor to the Harvard Law School Forum on Corporate Governance and Financial Regulation. Adam serves on the board of the American Friends of the Israel Museum, and as president of the Friends of the Israel Antiquities Authority and also of the Friends of Rambam Medical Center. He was previously a member of the board of the Lawyers Alliance for New York, the Visiting Committee of the University of Chicago Law School, The Ramaz School and co-chair of the Young Lawyers Division of the UJA-Federation in New York.

Adam lives in Manhattan with his wife, two daughters and son.



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## MANUEL GALICIA ROMERO

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MANUEL GALICIA ROMERO  
PARTNER  
GALICIA ABOGADOS

MÉXICO CITY

### **Experience**

Manuel Galicia Romero is founding partner of the Mexican firm Galicia Abogados, S.C. He is an attorney specialized in national and international business transactions and his practice areas include corporate finance, mergers and acquisitions, capital markets and private equity.

Mr. Galicia has broad experience in transactions with respect to credit facilities, private and public offerings, co-investments, privatizations, as well as advising corporations with respect to joint ventures in Mexico, mergers and acquisitions, and corporate restructurings. He has advised local, state and federal governments, as well as other governmental entities in diverse commercial transactions.

Mr. Galicia participated as legal advisor to the Coordinating Office of Foreign Trade Organizations in the negotiation of NAFTA and the Free Trade Agreement with the European Union (FTA EU-MX) and has served as advisor for national and international organizations.

Mr. Galicia serves as a member of the Board of Directors of different corporations. He has been recognized in national and international publications as one of the most important transactional lawyers in Mexico.

### **Education**

Universidad Iberoamericana (Federal District, Mexico)

- Law Degree

Southern Methodist University School of Law (Dallas, Texas, United States of America)

- Master in Comparative and International Law

### **International Experience**

Baker & Botts

- Foreign Associate

### **Languages**



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MANUEL GALICIA ROMERO

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English, German, Spanish

### **Recognitions**

- Decoration of Honor of Merit of the Federal Republic of Germany, in the Grade of Knight's Cross (2007).
- Golden Decoration of Honor for the Services Rendered, in the Grade of First Class Knight's Cross of the Republic of Austria (2011).
- Recognized as Tier 1 Lawyer in Corporate, M&A and Banking and Finance by the publication Chambers & Partners (2015).
- Recognized as Tier 1 Lawyer in M&A and Banking and Finance by the publication IFLR 1000 (2015).
- Recognized as Tier 1 Lawyer in Corporate/M&A by the publication The Legal 500 (2014).

### **Practice Areas**

Banking and Finance, Mergers and Acquisitions, Capital Markets, Private Equity.

### **Relevant Transactions**

- Advisor to AT&T in the acquisition of the capital stock of Iusacell.
- Advisor to Organización Soriana, S.A.B. de C.V. in the acquisition of Controladora Comercial Mexicana, S.A.B. de C.V. for MXN\$39,194 million.
- Advisor to Valores Integrales Inmobiliarios, S.A. de C.V. (holding of Grupo Acosta Verde) in the acquisition by Equity International of 49% of participation in VIISA and all its subsidiaries.
- Advisor of the Mexican Government in the merger of several banks of the Banrural System.
- Advisor in the acquisition of 100% of Banco Nacional de México by Citi.
- Advisor to Grupo Nacional de Chocolates, S.A. in the acquisition of 100% of the capital stock of Nutresa, S.A. de C.V., a producer of chocolate in Mexico.
- Advisor to ING Group in the acquisition of Seguros Comercial América, Seguros Bitol and Aetna Intl. Health



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## MANUEL GALICIA ROMERO

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Insurance Mexico.

- Advisor to ING Group in the sale of its annuities company to Grupo Sura.
- Advisor to Seguros Comercial América in the acquisition of MXN\$120 million life insurance portfolio from Seguros Bitel.
- Advisor in the issuance of MXN\$20,000 million banking bonds (*Bonos Bancarios Estructurados*) by HSBC México.
- Advisor in the public offering of notes (*Certificados bursátiles fiduciarios inmobiliarios*) of Fibra Uno.
- Advisor to Banco Popular Español in the direct acquisition of 24.99% of the capital stock of Grupo Financiero Ve por Más, S.A. de C.V. (“GFBx+”), and in the indirect participation in GFBx+’s subsidiaries, including Banco Ve por Más, S.A., Institución de Banca Múltiple, Grupo Financiero Ve por Más; Casa de Bolsa Ve por Más, S.A. de C.V., Grupo Financiero Ve por Más and Operadora de Fondos de Inversión Ve por Más, S.A. de C.V., Sociedad Operadora de Sociedades de Inversión and Grupo Financiero Ve por Más.



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## GRAHAM GIBB

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GRAHAM GIBB  
PARTNER  
MACFARLANES LLP

LONDON

Graham is active in all fields of company and corporate law, including private acquisitions and disposals, public takeovers, joint ventures and public equity offerings.

Graham also chairs the firm's international committee.

Highlights include advising:

- Altria, the largest shareholder in SABMiller (holding 27 per cent) on AB Inbev's £68bn offer for SABMiller and Altria's investment in the new parent of both companies;
- Visa Inc. on its acquisition of Visa Europe for a total value of up to €1.2bn;
- VTB Capital on Sacturino's \$9bn offer for Polyus Gold;
- Verizon Communications on its acquisition of Vodafone's interest in Verizon Wireless for \$130bn;
- Intu on the acquisition of three shopping centres from Westfield for consideration of £867.8m;
- Brookfield on its sale of 125 Old Broad Street (formerly the Stock Exchange Tower) to Blackstone;
- Brit Insurance N.V. on a recommended \$1.3bn cash offer by Achilles Netherlands Holdings B.V., a company formed for the purpose of implementing the acquisition at the direction of, and jointly owned by, a consortium comprising Apollo Management VII, L.P. and CVC Capital Partners Limited;
- Alcoa on its €1.2bn investment in a joint venture vehicle with Chinalco and the joint venture's acquisition of a \$14bn stake in Rio Tinto;
- HeidelbergCement on its £8bn acquisition of Hanson plc by way of scheme of arrangement;
- Companhia Siderurgica Nacional on its £6.1bn competitive bid for Corus Group by way of a pre-conditional scheme of arrangement – the only time such a structure has been used;
- Stefano Pessina on his £11bn joint bid with KKR for Alliance Boots; and
- Pernod Ricard on its €4.2bn takeover by way of scheme of arrangement of Allied Domecq and related "back to back" agreement for the sale of €1.1bn of assets to Fortune Brands.



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## VLADIMÍRA GLATZOVÁ

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VLADIMÍRA GLATZOVÁ  
PARTNER  
GLATZOVÁ & CO.  
  
PRAGUE

### **Partner**

### **Specialisation**

Mergers & Acquisitions, Competition & Antitrust

### **Prominent Clients**

Arcelor Mittal, Conoco-Phillips, Česká pošta, RWE, sanofi-aventis, Warburg Pincus

### **Education**

Law Faculty of Charles University in Prague (graduated 1988),  
University of London – Queen Mary and Westfield College,  
post-graduate studies LLM (1992)

### **Secondment**

Freshfields Bruckhaus Deringer, London and Paris; Hengeler  
Mueller, Frankfurt am Main (1992–1994)

### **Associate since**

1991

### **Partner since**

1994 (founding partner)

### **Previous working experience**

Independent solicitor in the area of privatisation, joint  
consultancy with consultant firm EEIP, a.s. (1990–1992)

### **Membership**

Czech Bar Association, Slovak Bar Association, International  
Bar Association

### **Awards**

Named the third most influential women in Czech business  
(Hospodářské noviny 2005-2012); leading lawyer 2013 in  
Chambers Global and Chambers Europe – M&A category;  
Experts Based Abroad 2015 in Chambers Global – Corporate



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VLADIMÍRA GLATZOVÁ

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M&A category in Slovakia, leading lawyer 2015 in IFLR 1000 –  
M&A category; recommended lawyer 2015 in The Legal 500 –  
M&A category.

**Languages**

Czech, English, German, partly French and Russian



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## JUAN MIGUEL GOENECHEA

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JUAN MIGUEL GOENECHEA  
PARTNER  
URÍA MENÉNDEZ

MADRID

Juan Miguel Goenechea is a partner located in the Madrid office of Uría Menéndez. He joined the firm in 1982 and became a partner in 1990. He headed the Latin America Practice Group from 1996 to 2000 and 2004 to 2007.

Juan Miguel has been named as a recognized lawyer by Chambers Global, IFLR, Legal 500 and other major legal directories. His practice focuses on M&A, corporate restructurings and financing. He has extensive experience in public and private transactions, both domestic and international.

### **Education**

- Law Degree, Universidad Pontificia Comillas, Madrid, 1982
- Business Administration Degree, Universidad Pontificia Comillas, Madrid, 1983

### **Membership of Professional Associations**

- Madrid Bar Association
- International Bar Association

### **Legal Teaching**

From 1985 through 2009, Juan Miguel has been a Professor of Commercial Law at the Universidad Pontificia de Comillas ('ICADE'). He frequently participates as a speaker and commentator at seminars and conferences pertaining to his areas of expertise.



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## ANDREY GOLTSBLAT

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ANDREY GOLTSBLAT  
MANAGING PARTNER  
GOLTSBLAT BLP

MOSCOW

Andrey Goltsblat is the Managing Partner of Goltsblat BLP; admitted, 1987, Russia. He concentrates primarily on mergers and acquisitions, restructuring, joint ventures and different types of investment projects, as well as counselling directors and senior management of domestic and overseas companies on investment and deal structuring in Russia and the CIS.

He represents clients in major complex litigation and has acted in a number of high profile cases, developing the case strategy and leading the team.

His previous roles include Chief of Staff for the Constitutional Commission of the Russian Parliament.

### **Track record:**

Andrey Goltsblat and his team of partners and associates have experience of M&A work that includes advising the following companies: Rolf Group, the largest Russian auto dealer in relation to the transaction contemplating consolidation with Pelican-Auto group; New Idea Investment Group on a number of its joint ventures, such as Modis, OBI and others; representing FES Group, a crop protection product distributor, on sale of the majority shareholding in it to Arysta LifeScience; RusHydro on establishment of a strategic alliance and joint venture with Voith; Operating Division of OMS on acquisition of Forum Facility Management, which operates the Aurora Business Park in Moscow, with a total area of over 150 thousand sq.m.; Mars on the Wrigley acquisition for \$23 bn; Sberbank of Russia in relation to Sportlotto, its joint project with the Russian Lotto Group; Sberbank of Russia in connection with the RUB 3.4 bn acquisition of 25%+1 share in Detskiy mir-Centre, a major Russian children's goods retailer; the Russian Corporation of Nanotechnologies (RUSNANO) on a number of equity investments in Russian companies; EBRD and UFG Private Equity in relation to investments in Russian Towers, a Russian telecommunication services company; a major Russian state bank on the proposed acquisition of a software developer; RP Capital on acquisition of the Silver City office complex in Moscow; Danone on sale of its St Petersburg subsidiary and LG International on its investments in the



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## ANDREY GOLTSBLAT

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Russian coal mining sector, NALCO/An Ecolab Company on negotiating, structuring and executing a joint venture for setting up a distribution network in Russia, the Federal Property Management Agency (“Rosimuschestvo”) within the scope of a transaction for signing a shareholders’ agreement with the Republic of Bashkortostan on managing and disposing of shares in PJSC Joint Stock Oil Company Bashneft.

Other major projects led by Andrey Goltsblat include: advising Rosatom/Akkuyu on construction of a nuclear power station in Turkey, including drafting of the EPC contract, project finance, etc. (in cooperation with the US law firm Pillsbury); advising Oriflame on sale of 21,000 sq.m. of retail and warehouse premises, together with a site of 11.6 ha in Krasnogorsk, Moscow Region, to X5 Retail Group; advising VEB (Vnesheconombank) in connection with the PPP legislative reform and project finance; representing the International Federation of the Phonographic Industry (IFPI) on behalf of three leading global record companies – Sony Music Russia, Universal Music Russia and Warner Music UK – in lawsuits to protect related rights to phonograms against the VKontakte social network; representing IKEA in helping to protect its investments in a series of court cases against claimants challenging IKEA’s title to a land plot that was part of so-called “former collective farm lands”.

Andrey Goltsblat has also overseen legal advice to more than 600 real estate and construction projects pursued in different regions of Russia, predominately by major multinational investors such as Mars, Coca-Cola, Danone, Kimberly-Clark, Kingfisher/Castorama, Guardian Industries, Kronospan, Saint-Gobain, Lafarge, as well as a number of Japanese and European car manufacturers, including Mitsubishi Motors Corporation, Nissan/Russia, Volkswagen Group, Komatsu, etc.

Andrey Goltsblat fulfils an active role in the work of the Russo-British Chamber of Commerce (RBCC) Advisory Council.

He is a member of the IBA (International Bar Association) and



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## ANDREY GOLTSBLAT

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the ABA (American Bar Association).

Andrey Goltsblat has been awarded the medal of the Federal Chamber of Advocates of the Russian Federation “For services in support of human rights and liberties”.

For several years running, he has been mentioned by The European Legal 500, Chambers & Partners and Who’s Who Legal as a recommended individual in the Corporate/M&A and Construction/Real estate areas. Andrey was also named Eminent Practitioner in Corporate/M&A by Chambers & Partners 2015, a Leading Lawyer in Corporate/M&A by Legal 500 2015 and in Financial & Corporate by IFLR1000 2015, the Lawyer of the Year in Corporate Law by Best Lawyers 2013 and recommended for government-led & internal investigations by the Global Investigation Review 100, 2015.



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## ADAM GREEN

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Adam Green heads Mannheimer Swartling's Mergers & Acquisitions practice and also chairs the firm's Corporate & Transactions group. Adam holds law degrees from Oxford University and Columbia University, and is a regular lecturer at the Stockholm University law faculty, the Stockholm School of Economics and the Academy of Swedish Judges. Adam is ranked as a leading Swedish M&A lawyer in Who's Who Legal, Chambers, Legal 500, and Expert Guide's World's Leading M&A Lawyers.

ADAM GREEN  
PARTNER  
MANNHEIMER SWARTLING

STOCKHOLM



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## LEO GROOTHUIS

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LEO GROOTHUIS  
PARTNER  
NAUTA DUTILH  
AMSTERDAM

Leo Groothuis focuses his practice on public and private M&A work. Most of his current clients are domestic or international financial institutions and corporations. He has been involved in a wide variety of corporate transactions including public offers, share and asset transactions, LBOs, auction sales, joint ventures and corporate restructurings.

Recent transactions in which Leo was involved include:

- the 50/50 joint venture between Vodafone and Liberty Global combining their Dutch video, broadband, mobile and B2B businesses (pending)
- the US\$ 7.2bn take-over offer for Meda by Mylan (pending)
- the US\$ 5bn take-over offer for TNT by Fedex (pending)
- the IPO of Dutch insurance company ASR (pending)
- the privatization of the Dutch “bad bank” Propertize (pending)
- the sale by Dutch listed logistic services company DocData of all of its activities (2015)
- public offer for Dutch listed IT company Simac (2014)
- the acquisition of the German private banking activities of Credit Suisse by ABN AMRO (2014)
- the aborted Omnicom – Publicis merger (2013-2014)
- the acquisition by Randstad of staffing activities of USG in 6 European countries (2013)
- the EUR 3.3 billion equity and R&D investment by Intel in ASML (2012)
- multiple acquisitions by funds managed by Apollo
- multiple acquisitions and divestments by ABN AMRO, ASR, Deutsche Bank and other financial institutions.

Leo has spent more than three years in NautaDutilh’s New York office. He graduated from Utrecht University in 1995 and obtained an LL.M. from the University College London in 1996.



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## JEAN-FRANÇOIS GUILLEMIN

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JEAN-FRANÇOIS  
GUILLEMIN  
CORPORATE SECRETARY  
BOUYGUES S.A.

PARIS

Jean-François Guillemin, Doctor of Law, started his career as a lecturer of law of contract and tort and commercial law at Paris II University (Assas). He joined the Bouygues group in July 1986 as senior manager of the Group legal department, which he went on to head in 1988. He has been handling the Group's major legal issues since then. He has been General Counsel since March 1998.

His principal areas of activity are acquisitions, financial operations, major projects, arbitration and litigation, construction, telecoms and TV.

Other positions and functions in the Bouygues Group: Director of Colas, Bouygues Immobilier and Bouygues Construction. He is also a standing representative of Bouygues on the Bouygues Telecom Board of Directors.



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## FANG HE

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FANG HE  
PARTNER  
JUN HE LAW OFFICES

BEIJING

Ms. He is a partner of Jun He Law Offices and currently practices at our Beijing office.

### **Practice Areas**

Ms. He practices in the areas of mergers and acquisitions, outbound investment, foreign direct investment, private equity, trust and assets management.

### **Professional Experience**

Ms. He's legal experience includes: over two years work in the Trademark Bureau of the Chinese State Administration for Industry and Commerce where she reviewed trademark applications and adjudicated trademark disputes, one year of practice in the legal department of Itochu Corporation in Tokyo where she advised ITOCHU on Chinese-related transactions, and one year practice in the Chicago office of Baker & McKenzie LLP where she advised U.S. clients on investment and trade in China. Ms. He has practiced in China since March 2001 with Jun He Law Offices.

Ms. He has represented many multi-national companies, State-owned companies and private companies to make investments and M&A in China, involving businesses such as real estate, automobile, media, mining, telecommunications, agriculture, pharmaceutical, medical equipment, food and drinks, and logistics, and provided legal services throughout the process.

Ms. He has assisted Chinese companies in investing in the United States, Canada, Japan, Australia, Sweden, New Zealand, Italy, Portugal, Russia, Norway, India, Indonesia, Kyrgyzstan, and Laos concerning businesses such as mining, real estate, media, automobile, banking, oil and gas, solar energy, forestry, fishery and waste treatment. Ms. He is also experienced in the establishment of and investment by trust, and assets management.

Ms. He is a visiting professor at the Lawyers College of Renmin University of China and National Lawyers Institute teaching



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FANG HE

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M&A courses.

### **Education**

L.L.M., University of Virginia School of Law, 2008

LL.B., Southwest University of Political Science and Law, 1998

### **Professional Associations**

Ms. He is a member of All-China Bar Association. She is also a member of the State Bar of New York.

### **Professional Awards**

Ms. He was awarded “Outstanding Woman Lawyer” of Beijing for 2009 - 2011 by Beijing Lawyers Association.



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## ANNE-GABRIELLE HEILBRONNER

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ANNE-GABRIELLE  
HEILBRONNER  
SECRETARY GENERAL  
PUBLICIS GROUPE

PARIS

Anne-Gabrielle Heilbronner is a Member of the Directoire (Management Board) and Secretary General of Publicis Groupe. She oversees Legal affairs, Human Resources, Procurement, Governance, Compliance, Internal Audit and risk management. A former member of the Inspection Générale des Finances and an alumna of the Ecole Nationale d'Administration (ENA), she is also a graduate of Paris business school ESCP and of Sciences Po and holds a postgraduate degree in Law. After holding positions at the French Treasury and in a number of ministerial cabinets, including at the French Ministry of Foreign Affairs, she worked at Euris/Rallye, at the SNCF and as a Senior Banker at Société Générale Corporate & Investment Banking.



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## CHRISTIAN HERBST

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CHRISTIAN HERBST  
PARTNER  
SCHÖNHERR  
RECHTSANWÄLTE GMBH

VIENNA

Christian Herbst has been a partner with Schöenherr since 1990. Christian's main areas of practice are M&A, public takeovers, private equity and corporate finance transactions. Christian enjoys an excellent reputation in representing international and Austrian blue chip corporations in (cross-border) transactional work. In over 20 years of transactional experience, Christian has covered a wide range of economic sectors and industries, including financial services, energy and telecoms.

Christian is regularly ranked in the top tier of Austria's leading M&A practitioners by Chambers, Legal 500 and IFLR. Christian, a member of the Vienna Bar, graduated from Salzburg University (Dr. iur. 1982), the School of Advanced International Studies, JHU-Bologna (Diploma 1983) and Harvard Law School (LL.M. 1984). Before joining Schöenherr Vienna, he practiced with a New York City firm as a foreign associate. Christian has been a lecturer on international business transactions at the University for Economics and Business in Vienna since 2004 and has published on issues relating to M&A, takeovers and merger control. He is a regular speaker at seminars and conferences and currently is Co-Chair of the Corporate & M&A Law Committee of the International Bar Association (2015-2016).

### Personal References

Work experience includes advising

- DPx Fine Chemicals (US/Austria) on the sale of its ES and IM divisions to French Ardian Capital SA (2015)
- America Movil (MEX) in Public Takeover of VSE listed Telekom Austria (EUR 1.4 billion) and subsequent recapitalization (EUR 1 billion) (2014)
- General Electric (US/Austria) on the acquisition of Francesconi Technology (2014)
- B+C partners (UK) on the acquisition of a participation in VSE listed C-Quadrat
- Seven Mile Capital (US) on the acquisition of MP Separatoren from Polypore (EUR 120 million)



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CHRISTIAN HERBST

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- Intel Corporation (US) on the acquisition of the Wireless Solutions (WLS) business of Infinion AG (USD 1.3 billion, Austrian counsel)
- Rasperia/Basic Element (Russia) on the acquisition of 30% and subsequent re-acquisition of 25% stake in Vienna-listed STRABAG SE, Austria's biggest builder (total EUR 1.8 billion)
- Gaz de France (France), RWE (Germany), IFC (US) on the sale of a 50% participation of KMG (Kazakhstan) (USD 1 billion)



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## SCOTT D. HOFFMAN

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SCOTT D. HOFFMAN  
GENERAL COUNSEL  
LAZARD

NEW YORK

Scott D. Hoffman has served as General Counsel of Lazard Ltd since its formation in 2005, and its predecessor, Lazard Group, since 2001. Mr. Hoffman has served as a Managing Director of Lazard Group since January 1999, having served as a Director from January 1998 to December 1998. Mr. Hoffman was Assistant General Counsel from February 1994 until 2001. Prior to joining Lazard in 1994, Mr. Hoffman was an attorney at Cravath, Swaine & Moore LLP.

He received an A.B. degree cum laude from Dartmouth College, where he majored in Government, and a J.D. degree from the New York University School of Law, where he was a staff member of the Journal of International Law and Politics and a teaching assistant to John Sexton, the President Emeritus of NYU.

Mr. Hoffman is a member of the Board of Directors of a number of Lazard subsidiaries, a Charter Trustee of The Ramaz School, and a Member of the Board of Trustees of the New York University School of Law.



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## R. HEIN HOOGHOUDT

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R. HEIN HOOGHOUDT  
PARTNER  
NAUTADUTILH

AMSTERDAM

Hein Hooghoudt is a corporate and M&A partner who has served as a member of the Peters Committee on Corporate Governance. He regularly advises on corporate governance issues and shareholders activism and assisted the Amsterdam Stock Exchange in its negotiations with the VEVO (the Association of listed companies) regarding the regulation of protective devices implemented by Dutch companies listed in Amsterdam.

Hein is furthermore active in the field of mergers and acquisitions (both domestic and cross border) of listed and private corporations (including public offers, public to private transactions, assets transactions, share transactions, spin offs, legal mergers, auction sales, private equity, buy-in and buy-out transactions, minority interests), joint ventures, equity offerings (including IPOs), corporate finance, securities and general corporate advice.

Many of his transactions were in the financial services sector, such as acting for ABN in its merger with AMRO Bank, for those two banks in their subsequent legal integration, for ABN AMRO in the competing bids by Barclays and the Consortium, the divestment of LaSalle Bank and the disputes with certain of its shareholders, for the National Investment Bank (presently NIBC) in the public offer for its shares by ABP and PGGM and the sale of their shares to a consortium of investors led by J.C. Flowers, for ABN AMRO Bank in the auction sale of MeesPierson and for insurance company ASR in the public offer for its shares by Fortis and in the current privatization process.

He represented the Dutch Government in various transactions, including privatisations of Fokker, DSM, KLM and Sdu and the failed merger attempt of KLM and British Airways. He was also active in other sectors such as the public offers for Van Leer (on behalf of Huhtamaki), Benckiser (on behalf of Reckitt), Alpinvest (twice on behalf of Alpinvest) and HBG (for Dragados) and the auction sales of the cable television networks of Amsterdam and The Hague (for those municipalities), the Tobacco Business of SaraLee (for



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R. HEIN HOOGHOUTD

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purchaser Imperial Tobacco), the industrial division of Huhtamaki Van Leer (for the seller Huhtamaki Van Leer), the consumer information division (including the magazines) of VNU (for purchaser Sanoma), the sale of HBG by Dragados to BAM NBM (on behalf of Dragados), the Euro 3.5 billion secondary placement of Aegon shares by the Association Aegon (on behalf of Aegon), the purchase of all assets of Equant N.V. (listed in Paris and New York) and the sale of the Dutch operations of Orange by France Telecom (both for France Telecom) and the first ever public tender offer in the Netherlands by Bergson for shares in Hunter Douglas (for Hunter Douglas).

Other transactions concern among others, the first ever public repurchase offer by a company for its own shares under the Dutch rules (for Hunter Douglas) and the EUR 11 billion public offer by Unibail for Rodamco Europe (for Unibail). In 2007 Hein headed the team acting for ABN AMRO in connection with the EUR 66 billion and EUR 71 billion public offers of Barclays and the Consortium consisting of the Royal Bank of Scotland, Fortis and Banco Santander and the divestment of LaSalle Bank, and he acted for NIBC in connection with the intended acquisition by Kaupthing. He also represented the supervisory board of Stork N.V. in relation to shareholder activism and public offer by Candover and majority shareholder Casino in the sale of the entire business of Super de Boer to Jumbo. He advised major shareholder Flint in relation to the competing public offers for Draka, EADS (Airbus) on its aborted merger plans with BAE Systems and subsequently on the overhaul of its corporate governance and shareholder base and Publicis on its aborted US \$ 35 billion merger with Omnicom.

In 2014 and 2015 he advised Casino on the combination of various international e-Commerce businesses into a new Dutch holding company CNova and its listing on NASDAQ and Euronext Paris, insurance company ASR on attracting investors and its intended acquisition of insurance company Vivat, Airbus on its conversion from an NV into an SE and the two defence companies Krauss-Maffei Wegmann and Nexter



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R. HEIN HOOGHOUDT

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on their business combination under a Dutch top holding company.

He graduated from Leiden University in 1973 and from Cambridge University in 1974. He became partner of NautaDutilh in 1983.



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## MIN HUANG

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MIN HUANG  
DEPUTY GENERAL MANAGER  
GUOTAI JUNAN SECURITIES

SHANGHAI

Mr. Huang oversees overall mergers and acquisitions activity at Guotai Junan Securities. Mr. Huang started his investment banking career with Guotai Junan Securities in 2003 and since then has led a variety of equity financing projects (including the IPOs of LIFAN, Dazhahui, Great Wall Motor, the convertible bond of China Shipping Development, the private placements of Jinxi Axle, Changjiang Media, Emei Shan Tourism and others) and corporate bond financing projects (including SDIC, China Shipping Group, China Shipping, Shanghai Power and LIFAN). Mr. Huang led the product design and issue of SDIC ABS I, the first ABS project in China, and other ABS projects (including SPD Bank, Industrial Bank, China Zheshang Bank, Pudong Road & Bridge Construction, etc.). Mr. Huang holds a Ph.D. from the University of Science and Technology of China and is fluent in English and Mandarin.



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## SAMEER HUDA

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Sameer heads our Corporate, M&A and Private Equity teams in Dubai. He advises clients on all aspects of M&A, private equity and general corporate and commercial work.

Known for his strong problem solving skills, Sameer works directly with clients to ensure that transactions are well structured at the outset from both a strategic and commercial perspective to achieve their commercial objectives. Sameer has played a major role in many of the UAE's innovative and challenging transactions and is noted in directories as a market leader.

SAMEER HUDA  
PARTNER,  
HEAD OF CORPORATE  
HADEF & PARTNERS

DUBAI

Sameer trained with Denton Wilde Sapte and was previously within the corporate department of Eversheds LLP in London. He holds a BSc (Hons) Mathematics with Management from Imperial College, United Kingdom, a Common Professional Examination has completed the Legal Practice Course, both from the College of Law, United Kingdom, and has been admitted as a Solicitor of the Senior Courts of England and Wales since 1998. Sameer is an Officer of the Corporate Law Section of the International Bar Association.



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## JAVIER ILLESCAS

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JAVIER ILLESCAS  
HEAD OF BUSINESS LEGAL AREA  
BANCO SANTANDER, S.A.

MADRID

Javier Illescas is Head of the Business Legal Area at Banco Santander. In that capacity he reports to the General Secretary/General Counsel and has direct responsibility for the in-house legal services of Banco Santander at Group level insofar as they relate to the Bank's businesses and corporate/M&A transactions.

From 1999 to the summer of 2012, Javier practiced corporate law at Uría Menéndez, where he was named a partner in 2010. Javier was then based in the Madrid office with a stint in the firm's Buenos Aires office from 2001 to 2002 and a secondment with the New York office of Davis Polk in 2006. Whilst with Uría Menéndez his practice focused on mergers and acquisitions, banking and finance and capital markets, all with a special emphasis on cross-border work.

Javier is a Spanish national, admitted to practice in Spain and holds a double degree in Law and Business Administration.



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## KLAUS ILMONEN

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KLAUS ILMONEN  
PARTNER  
HANNES SNELLMAN

HELSINKI

### Practice and Experience

Klaus Ilmonen heads our Capital Markets practice in Helsinki. His practice includes equity capital markets transactions and other corporate transactions involving public corporations. He has considerable experience from public takeovers, as well as from cross-border transactions. Klaus also works with governance of public corporations.

Klaus serves as an adviser to ESMA on developing EU corporate finance regulation and has participated in drafting Finnish takeover regulation. Klaus also teaches securities regulation at the University of Helsinki.

Klaus has qualified as an attorney in the State of New York, and practised U.S. securities law in the London office of Cleary, Gottlieb, Steen & Hamilton, where he represented European issuers and underwriters in international securities offerings. He also worked on international M&A transactions.

Klaus has been a visiting researcher at Harvard Law School and holds a LL.M. degree from Columbia Law School in New York. Klaus has served as an officer with Finnish forces in Kosovo and Afghanistan. He has lectured on operational law in Finland and abroad.

### Recent References

- Counsel to Biotie Therapies Corp., listed in Finland and on Nasdaq, in the public tender offer of the shares and other securities in Biotie Therapies by Acorda Therapeutics, 2016.
- Counsel to Alma Media Corporation on its exchange offer for the shares and options in Talentum Oyj.
- IPO of Asiakastieto Group Oyj - Counsel to the issuer, 2015.
- Rights offering of Oriola-KD Oyj - Counsel to the issuer, 2015.
- OP-Pohjola Group EUR 3,3 billion tender for Pohjola Bank - Counsel to Pohjola Bank, 2014.
- Counsel to Microsoft Corporation on its Acquisition of



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KLAUS ILMONEN

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Nokia Devices & Services from Nokia Corporation for EUR 5,44 billion, 2013.

- Talvivaara Oyj EUR 260 million rights offering - Counsel to managers, 2013.

### **Education and Professional Background**

- Harvard Law School, Visiting Researcher, 2011 - 2012 (Jan.)
- Partner, Hannes Snellman, 2007
- Licentiate of Laws, University of Helsinki, 2002
- Associate, Cleary, Gottlieb, Steen & Hamilton, London, 1999 - 2002
- LL.M. (Stone Scholar), Columbia University, 1999



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## FULVIO ITALIANI

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FULVIO ITALIANI  
PARTNER  
D'EMPAIRE REYNA  
ABOGADOS

CARACAS

Fulvio Italiani is considered one of the leading M&A and corporate lawyers in Venezuela. He has participated in most of the significant acquisition, financing and oil and gas transactions taking place in Venezuela in the last years. Fulvio Italiani has been consistently ranked as a star individual for M&A/Corporate by *Chambers Latin America*.

Fulvio was honored with an award for “Outstanding Contribution to the Legal Profession” at the 2013 *Chambers Latin America Awards for Excellence*. According to *Chambers & Partners*, Fulvio Italiani was selected for the prestigious award in recognition of “his business skills and legal expertise which have been of great benefit to national and multinational companies investing in the challenging economic climate of Venezuela.” *Chambers & Partners* also mentioned that Fulvio “handles some of the largest financing and M&A deals in the country” and “is particularly celebrated for his dedication to his clients and his ability to find creative solutions to the most challenging problems”. Fulvio has also been named one of “Latin America’s Top 50 Legal Stars” by *Latin Business Chronicle*.

As part of his vast experience, Fulvio has represented:

- Rosneft as Venezuelan counsel in its acquisition of TNK BP
- The Carlyle Group as Venezuelan counsel in its acquisition of DuPont Performance Coatings
- The Industrial and Commercial Bank of China (ICBC) in a US\$1.5 billion Pre-Paid Export Finance Facility to Petróleos de Venezuela, S.A.
- AEI and The Williams Companies Inc. in the sale of Accroven to PDVSA Gas for US\$214 million
- Banco Santander in the sale of Banco de Venezuela to the Venezuelan government for US\$1.05 billion
- Ternium in the sale of Sidor to the Venezuelan government for US\$1.97 billion
- CNPC Services in connection with an oil and gas services joint venture with PDVSA Servicios



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- DaimlerChrysler as Venezuelan counsel in connection with the transfer of its majority interest in the Chrysler Group to a subsidiary of Cerberus Capital Management, L.P., a private-equity company based in New York for US\$7.4 billion
- McDonald's Corp. as Venezuelan counsel in the US\$700 million sale of approximately 1,600 restaurants in Latin America and the Caribbean to a franchisee organization led by Wood Staton
- Ashmore Energy International (AEI) in the sale of Vengas, C.A., the leading Venezuelan domestic gas distributor, to PDVSA Gas
- ABN Amro and Econoinvest Casa de Bolsa in the tender offer for Compañía Anónima Nacional Teléfonos de Venezuela (CANTV) made by the Bolivarian Republic of Venezuela for US\$1.7 billion
- The Board of Directors of C.A. La Electricidad de Caracas (EDC) in the tender offer for EDC made by Petróleos de Venezuela, S.A. (PDVSA) for US\$900 million
- Teléfonos de México, S.A. de C.V. (Telmex) and América Móvil, S.A. de C.V. in their agreement with Verizon Communications, Inc. to acquire Verizon's equity interest in Compañía Anónima Nacional Teléfonos de Venezuela (CANTV), for US\$676.6 million
- The AES Corporation in its US\$1.8 billion unsolicited tender offer for C.A. La Electricidad de Caracas
- Sidor Ternium in its US\$1 billion and US\$1.8 billion financial restructurings
- Empresas Polar in its US\$501 million negotiated tender offer for Mavesa S.A.
- The AES Corporation and C.A. La Electricidad de Caracas in their joint US\$1.4 billion unsolicited tender offer for Compañía Anónima Nacional Teléfonos de Venezuela (CANTV)



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## FULVIO ITALIANI

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- Empresas Polar in the US\$568 million sale of its shareholding in Unión de Cervecerías Peruanas Backus & Johnston S.A.A. (Backus), to Grupo Empresarial Bavaria

He has also represented international and Venezuelan clients in arbitrations under several rules systems, including the ICC rules, and acted as the chairman of an arbitration panel in connection with a dispute involving a joint venture agreement between a Venezuelan company and a U.S. company.

Fulvio Italiani has been considered over the years one of the best corporate/M&A and finance lawyers in Venezuela by *Chambers Global*, *Chambers Latin America*, *The Legal 500* and *Latin Lawyer 250* and was included in the list of top Venezuelan lawyers under 40 by *Latin Lawyer* (2003). He has also been ranked as a Venezuelan leading lawyer by *PLC Which Lawyer* and *IFLR 1000*.

Fulvio Italiani is a partner in D'Empaire Reyna Abogados. Before becoming a partner at D'Empaire, Fulvio Italiani worked as an associate at the New York office of Skadden, Arps, Slate, Meagher & Flom LLP from 1993 to 1996. He studied law at Universidad Católica Andrés Bello, Caracas (J.D. *summa cum laude*, 1990). He is fluent in Spanish, English and Italian.



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## MASAKAZU IWAKURA

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MASAKAZU IWAKURA  
PARTNER  
NISHIMURA & ASAHI

TOKYO

Mr. Iwakura has handled a variety of large-scale and unprecedented mergers and acquisitions, intellectual property, tax and insurance matters and litigations. He handled, among others, the integration of UFJ Bank Group and Mitsubishi Tokyo Financial Group (“MUFG”), the acquisition of AIG Edison Life and AIG Star Life by Prudential Financial, the acquisition of VeriSign’s identity and authentication business by Symantec, the demutualization and GPO of the Daiichi Mutual Life Insurance Company, the integration of Mitsubishi UFJ Securities (and MUFG) and Morgan Stanley Japan Securities, the merger between DWANGO Co. and KADOKAWA Corporation, the hostile takeover defense by Bull-Dog Source against a U.S. activist fund, the patent infringement litigation regarding Canon’s ink cartridge, the litigation regarding the bank tax of the Tokyo and Osaka Metropolitan governments and the patent-related litigation brought by Texas University against NTT regarding the lithium-ion secondary battery. In addition, he recently advised the acquisition of Toll Holdings Limited by JAPAN POST and the acquisition of Showa Shell Sekiyu shares from Royal Dutch Shell by Idemitsu Kosan.

He has lectured on corporate law, mergers and acquisitions law, intellectual property law and tax law at various law schools and universities for more than 20 years. He was a Visiting Professor of Law at Harvard Law School in the 2007 - 2008 and 2013 - 2014 academic years, and a Lecturer at Kyoto University Law School from 2005 to 2007, and has been a Professor of Law at Hitotsubashi University Graduate School of International Corporate Strategy since 2006. He also serves as an outside (independent) director (board member) of COOKPAD Inc. (listed on the Tokyo Stock Exchange) and GMO Internet (listed on the Tokyo Stock Exchange) and a statutory auditor of Imperial Hotel (listed on the Tokyo Stock Exchange).

He has authored various textbooks and articles including “Casebook Mergers & Acquisitions” published together with Professor J. Mark Ramseyer of Harvard Law School in 2015, “Japan Chapter - The International Comparative Legal Guide to: Mergers & Acquisitions 2015” published in 2015, “Overview of recent trends in M&A activity and relevant legal



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## MASAKAZU IWAKURA

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developments in Japan” published by Euromoney Trading in 2014, “Japan Chapter - The Public Mergers and Acquisitions multi-jurisdictional guide 2014/15” published in 2014, “Intellectual Property Laws” published in 2013, “The Leading Edge of M&A Legal Work” published in 2010, “Practical Consultation of the New Corporate Law” published in 2006, etc.

Mr. Iwakura obtained a LL.B. from the University of Tokyo in 1985 and a LL.M. from Harvard Law School in 1993, and is admitted to practice law in Japan and the State of New York. He has worked at Nishimura & Asahi from 1987 to present (Senior Partner & Executive Management Committee Member). Previously he worked at Debevoise & Plimpton (New York) from 1993 to 1994 and Arnold & Porter (Washington, D.C.) from 1994 to 1995.



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## CHRISTOF JÄCKLE

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CHRISTOF JÄCKLE  
PARTNER  
HENGELER MUELLER

FRANKFURT

Partner  
Admitted to bar 1990

**Education:**

University of Freiburg (Dr. jur.)  
University of Geneva, Switzerland  
University of Michigan Law School (LL.M.)

**Career:**

Associate, McKinsey & Company, Inc., 1989-1990

**Practice Areas:**

Mergers & Acquisitions  
Corporate, Restructurings  
Private Equity, Venture Capital



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## CHRISTOPHER JILLINGS

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Chris Jillings has been a Deputy Director General of the Takeover Panel since 2008. The Panel is the designated supervisory body in the UK that issues and administers the Takeover Code and regulates takeovers and other matters to which the Code applies. From 1989 to 2008 he was a corporate finance practitioner in the investment banking division in London of Schroders, and then Citigroup, moving from generalist M&A to a focus on financial institutions clients. Prior to that, he read Modern History at Oxford and qualified as a chartered accountant with KPMG.

CHRISTOPHER JILLINGS  
DEPUTY DIRECTOR  
GENERAL  
THE TAKEOVER PANEL

LONDON



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ABHIJIT JOSHI

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ABHIJIT JOSHI  
MANAGING PARTNER  
VERITAS LEGAL

MUMBAI

### **Memberships And Affiliations**

- Bar Council of Maharashtra & Goa, India
- Bombay Incorporated Law Society
- Law Society (England & Wales)
- Entrepreneurs Organisation
- Young Presidents' Organization
- Advisory board of the Oberoi International School

### **Experience**

Abhijit has been practicing law since 1993. He started his career with Amarchand & Mangaldas & Suresh A. Shroff & Co. and then went on to practice with Dua Associates in Mumbai, before joining AZB & Partners, as one of their first partners, in 2001 and went on to become the CEO. He is a qualified Solicitor in India and England.

### **Practice Areas**

#### **Mergers & Acquisitions, Joint Ventures and Corporate Advisory**

- Abhijit specializes in mergers and acquisitions, joint ventures, cross border investments (inbound & outbound), private equity investments and corporate restructuring (mergers, demergers and spin offs).
- Abhijit has advised various multi-national companies in their endeavours over the last two decades and as such, has been involved at the forefront of transactions which have been seminal to the economic progress of India. He has also advised various large Indian corporates in their endeavours in outbound investments throughout the globe, including North America.
- Abhijit has advised various companies in multiple sectors for over two decades and has been at the forefront of transactions, including leading some large telecom and pharma transactions.

#### **Franchising & Private Client**

- Abhijit has advised various business houses and promoter



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ABHIJIT JOSHI

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families on wealth management for over 15 years. His private client practice includes formation and operations of trusts, moving assets into trust in the most efficient manner, advising on and applying for regulatory approvals in this regard for listed and unlisted companies, and also includes estate and succession planning, and testamentary dispositions, and advice from a foreign exchange law perspective.

- Abhijit has advised various hotel operators and owners throughout his career.

#### **Accolades**

- Corporate Livewire Legal Awards 2015 – M&A Law, India – Ones to Watch in 2016.
- Ranking in the forthcoming Chambers Asia 2016 guide for M&A.
- ACQ Global Awards 2015 – India – Leading lawyer of the year.
- International Who's Who Legal Leading Corporate Governance Lawyer – 2015.
- Ranked in the forthcoming Chambers Asia 2016 guide for M&A.
- Awarded Financial Times Innovation Awards (Asia Pacific) for his transaction of the merger of Satyam Computers into Tech Mahindra.
- M&A Lawyer of the year, India, 2014 by Finance Monthly.
- International Who's Who Legal – Leading Lawyer for Mergers & Acquisitions 2014 & 2013, Leading Lawyer for Corporate Governance 2014 and Prominent Lawyer in the Franchise Sector 2013.
- Chambers Asia Pacific 2014 has stated that Abhijit has an "...exceedingly fast and quick mind," and also states that they have found him "extremely accessible".
- RSG India Report, 2013, has stated that, "Joshi's 'in-depth knowledge' and understanding of clients' needs were highlighted".
- IFLR1000 – Leading Lawyer for Mergers & Acquisitions Leading and Private Equity 2012 & 2013.
- AsiaLaw Profile – Leading Lawyers for Mergers & Acquisitions, TMT 2013 and 2012.



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## MICHAEL MERVYN KATZ

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MICHAEL MERVYN KATZ  
CHAIRMAN  
ENSAFRICA

JOHANNESBURG

### Practical Experience

Professor Michael Katz is the chairman of ENSAfrica specialising in corporate and commercial law, including advising on mergers and acquisitions, competition law, tax, privatisation and deregulation, project finance and non-recourse financing, public private partnerships, empowerment ventures and banking and financial markets.

Michael is regularly quoted in the media and speaks at a number of international and domestic conferences and high profile events. Michael publishes numerous articles, chapters and papers on legal and fiscal topics, including co-authoring the Butterworths Company Law Precedents (4 Volumes) and South Africa's contribution to the United Nation's and Harvard University Corporate Law Tools Project.

### Appointments/Professional Affiliations

- South African Institute of Tax Practitioners (SAIT) – Tax Honorary Fellowship Award 2013
- Chairperson of the Specialist Committee on Company Law (established in terms of section 191 of the Companies Act, 2008)
- Chaired the Tax Advisory Committee to the Minister of Finance
- Chaired the Commission of Inquiry to Investigate the Taxation System of South Africa (Appointed by Government)
- Member of the King Committee on Corporate Governance
- Member of a number of company boards
- Trustee of numerous trusts, including: The Nelson Mandela Children's Fund; Constitution Hill Trust; Legal Resources Trust; Constitutional Court Trust; The Donald Gordon Foundation; and The South African Holocaust and Genocide Foundation
- Chaired the Commission of Enquiry for the Johannesburg Stock Exchange to review the structure and operations of



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## MICHAEL MERVYN KATZ

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- the Stock Exchange
- Board of Directors, South Africa 2010 FIFA World Cup LOC
- Trustee, 2010 FIFA World Cup Legacy Trust
- Chairman of the Board of Directors, National Housing Finance Corp Ltd
- Member of the FSB Legislative Committee

### Academic Appointments

- Honorary Degree: Doctorate of Laws (University of the Witwatersrand)
- Course director, Advanced Company Law (University of the Witwatersrand)
- Extraordinary Professor – Free State University
- Extraordinary Professor – Pretoria University
- Honorary Professor – University of the Witwatersrand
- Member of Board of Governors – Hebrew University of Jerusalem

### Awards/Accolades

- IFLR1000 Financial and Corporate Guide: Leading Lawyer 2016, 2015, 2014 – (South Africa)
- Best Lawyers® 2016, 2014, 2013 – Corporate Law Lawyer of the Year (South Africa)
- Chambers and Partners Global Guide to the World's Leading Lawyers 2015, 2014 – “Star individual” for Corporate: Mergers and Acquisitions, Tax; 2013 – Banking and Finance; Tax (South Africa)
- The Legal 500 Guide To Outstanding Lawyers 2015, 2014, 2013 – Corporate Commercial: Mergers and Acquisitions (South Africa)
- The International Who's Who of Merger and Acquisition Lawyers 2014, 2013 – Mergers and Acquisitions; 2014 – Corporate Governance; Corporate Tax (South Africa)
- Corporate lawyer of the year in the ACQ Global Awards 2014
- Best Lawyers® 2013 – Banking; Corporate, Finance, Mergers and Acquisitions, Private Equity, Regulatory, Tax



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**MICHAEL MERVYN KATZ**

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(South Africa)

- Who's Who Legal 2013 – Corporate Governance; Corporate Tax and Mergers & Acquisitions (South Africa)

**Qualifications**

- BCom (University of the Witwatersrand)
- LLB (University of the Witwatersrand)
- LLM (Harvard Law School, USA)
- LLD (honoris causa) (University of the Witwatersrand)
- Admitted as an attorney of the High Court of South Africa



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## LORD JONATHAN KESTENBAUM

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LORD JONATHAN  
KESTENBAUM  
CHIEF OPERATING OFFICER  
RIT CAPITAL PARTNERS, PLC

LONDON

Jonathan is Chief Operating Officer at RIT Capital Partners plc and a member of the RIT Executive Committee. He is also a Director of RIT's operating company J Rothschild Management Limited.

Until 2011 he was Chief Executive of Five Arrows Limited, the investment company controlled by the Rothschild family. He was previously Chief Executive of NESTA (the National Endowment for Science, Technology and the Arts), the UK's largest source of seed finance for technology start-ups. Prior to that he was Chief of Staff to the Chairman of Apax Partners, Sir Ronald Cohen.

Jonathan served until 2011 as Chairman of the Manchester Science panel which examined ways to develop the city's technology base to foster economic growth.

Jonathan studied at the London School of Economics and Cambridge University. He also has an MBA with distinction from the Cass Business School in London. He is a graduate of the Cabinet Office Top Management programme and the Strategic Agility programme at Harvard Business School.

In January 2011 Jonathan Kestenbaum was appointed to The House of Lords and became Lord Kestenbaum of Foxcote.



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## JOON B. KIM

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JOON B. KIM  
PARTNER  
KIM & CHANG

SEOUL

As a member of the firm's Corporate M&A Practice Group, Joon Kim extensively advises foreign corporations and large domestic conglomerates on a range of issues in connection with mergers and acquisitions, real estate transactions, fair trade law and cross-border corporate transactions.

Mr. Kim's primary areas of expertise include both inbound and outbound mergers and acquisitions of public and private companies as well as disputes and investigations relating to foreign direct investment and antitrust issues involving multinational corporations.

Mr. Kim received his J.D. from Vanderbilt University Law School in 2002, an M.B.A. from Seoul National University in 1999 and a B.A. in economics from Seoul National University in 1993. Before joining the firm in 2006, Mr. Kim was associated with the New York and Hong Kong offices of Milbank, Tweed, Hadley & McCloy LLP.

Mr. Kim is fluent in English and Korean.



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## CARY A. KOCHMAN

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CARY A. KOCHMAN  
MANAGING DIRECTOR AND  
HEAD OF NORTH AMERICAN  
MERGERS & ACQUISITIONS  
GROUP  
CITIGROUP  
  
CHICAGO

Cary A. Kochman is the Head of the North American Mergers and Acquisitions Group at Citigroup. Cary Kochman also serves as the Co-Head of the Chicago office for Citigroup. He has over 25 years of investment banking experience. Prior to joining Citigroup in 2011, Cary Kochman was Global Head of M&A for UBS and Co-Head of the Midwest Region. Prior to joining UBS in 2004, Cary Kochman served as the Head of the U.S. M&A Department for Credit Suisse. He worked at Credit Suisse for over 14 years. He holds both his J.D. and M.B.A. from the University of Chicago. While at the University of Chicago, he attended the London Business School and earned a Nikko Fellowship for study in Tokyo. He is also a graduate of the Honors College at the University of Illinois at Chicago where he earned a B.S. in Accounting. He is honored as a distinguished alum of UIC. Mr. Kochman is a member of the Illinois Bar and has completed both the C.P.A. and C.M.A. examinations. Mr. Kochman serves as a Trustee of the Shedd Aquarium. He is also a member of The Economic Club of Chicago, The Commercial Club of Chicago, The Executive's Club of Chicago, and lectures at Northwestern University's MergerWeek. He is an advisory board member (Chicago Booth Council) at the University of Chicago Booth School. He has recently served as an advisory board member to the University of Chicago Law School. He is also a member of the Board of Trustees of CENSA (Council for Emerging National Security Affairs).

Cary Kochman specializes in mergers, acquisitions, divestitures, corporate takeovers and hostile defense. He has completed transactions with an aggregate value in excess of \$300 billion.

### **Selected M&A Transaction Experience**

- ADESA's LBO by Kelso
- Allscript's acquisition of Eclipsys and simultaneous separation from Misys
- Banta Corporation's White Knight sale to R.R. Donnelley & Sons
- Baxalta's pending sale to Shire
- Baxalta spin-off from Baxter International
- Bucyrus International's sale to Caterpillar



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CARY A. KOCHMAN

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- Cargill Foundation's financial advisor with regard to Cargill's split-off of Mosaic & subsequent monetizations
- Case Equipment Company merger with New Holland N.V.
- Cooper Industries defense from Danaher
- Con-Way's sale to XPO Logistics
- Eaton/Cooper Merger
- Flowserve's acquisition of IDP
- Giddings & Lewis' cross-border white knight sale to Thyssen AG
- Goodyear's acquisition of Debica
- Horizon Pharma's acquisition of Vidara Therapeutics
- Horizon Pharma's acquisition of Hyperion Therapeutics
- Hussmann's sale to Ingersoll-Rand
- ISCAR's sale to Berkshire Hathaway
- JLG's sale to Oshkosh Truck
- Jostens LBO by Investcorp
- Lear Corporation's acquisition of Eagle Ottawa
- Massey Energy's sale to Alpha Natural Resources
- Robbins & Myers' sale to National Oilwell Varco
- S.C. Johnson's acquisitions of DowBrands & Drackett
- Specialty Equipment's sale to United Technologies
- Terex's acquisition of Powerscreen Plc
- Tim Horton's sale to Burger King / 3G
- URS sale to AECOM
- Verint's Merger with Comverse Technology
- Whitman's realignment with PepsiCo & subsequent acquisition of Pepsi Americas
- Zimmer Holdings' cross-border hostile takeover of Centerpulse AG



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## JONATHAN KOTLER

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JONATHAN KOTLER  
MANAGING DIRECTOR  
GUOTAI JUNAN SECURITIES

SHANGHAI

Mr. Kotler is responsible for developing the cross-border mergers and acquisitions practice at Guotai Junan Securities. Prior to joining Guotai Junan Securities in 2014, Mr. Kotler built and ran Huisheng Consulting, a boutique advisory firm focused on private equity fund formation, advising international private equity and hedge funds on investments into China and Asia, and supporting Chinese corporates with outbound M&A activity. From 2000 to 2009, Mr. Kotler was Principal at CCMP Capital Asia, a buyout fund with \$3.8 billion of equity capital under management, where he led late-stage buyout transactions primarily in the automotive, manufacturing, and food and consumer sectors across Asia Pacific. From 1997 to 2000, Mr. Kotler was an Associate at Wasserstein Perella, where he was responsible for supporting M&A transactions in the North America insurance and healthcare service sectors. Mr. Kotler holds a B.A. in Ethics, Politics, and Economics from Yale University and is fluent in English and Mandarin.



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## HANDEL LEE

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HANDEL LEE  
PARTNER  
KING & WOOD MALLESONS

BEIJING

Mr. Handel Lee specializes in mergers & acquisition, energy projects, and is King & Wood Mallesons Global Coordinator for the Energy, Infrastructure, and Projects practice group. Mr. Lee represents PRC, U.S., and European clients on acquisition and private equity transactions in such industries as energy, infrastructure, real estate, and also project financing. A practice area focus of Mr. Lee's is representing PRC clients in offshore acquisitions in the energy and other industries.

The professional acknowledgements Mr. Lee has received include: in 2015, Mr. Handel Lee was named as one of the Highly Recommended Lawyers in the field of projects and energy in China by Legal 500 in its 2016 Asia Pacific rankings; Who's Who Legal 2015, 2013, 2012, 2011 and 2010 as a leading M&A lawyer in China; Asian Legal Business 2008, 2007 and 2006 as one of China's Top 30 Lawyers; and Euromoney's 2003, 2001 and 1999 Expert's Guide to the World's Leading Energy and Natural Resources Lawyers, as the leading lawyer in China in three categories: Project Finance; Power; and Oil & Gas.

Mr. Lee is a member of King & Wood Mallesons International Management Committee as well as its China Management Committee. Prior to joining King & Wood Mallesons, Mr. Lee was the Managing Partner of Vinson & Elkins' China Practice and Chief Representative of Skadden Arps' Beijing office. Mr. Lee obtained his BA (with distinction) from the University of Virginia and his JD from Georgetown Law, where he was the founding Editor-in-Chief of the Georgetown International Environmental Law Review. He was admitted to the New York State Bar in 1989.

Mr. Lee is a member of Board of Visitors of Georgetown University Law Center, member of Lincoln Center China Advisory Council, and on the Board of Directors of Soong Ching Ling Foundation/Pearl S. Buck Charitable Foundation China. Mr. Lee was granted the Montblanc de la Culture Arts Patronage Award by the Mont Blanc Foundation Patron in 2006, and is also a member of the Committee of 100.



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## CINDY LEGGETT-FLYNN

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CINDY LEGGETT-FLYNN  
MANAGING PARTNER,  
GREATER CHINA, HONG  
KONG  
BRUNSWICK GROUP LLC  
  
HONG KONG

Cindy leads the US-China practice based in the New York office of Brunswick Group, a global advisory firm specializing in critical issues and corporate relations. In this role, she supports multinational companies with operations or interests in China, as well as Chinese companies making investments and building their reputations in the US. She also helps to seamlessly bridge the firm's 100+ people based in Greater China with colleagues in New York, Washington DC, Dallas and San Francisco to better serve clients across these critical markets. She previously served as Managing Partner, Greater China, working across Brunswick's offices in Hong Kong, Beijing and Shanghai.

Cindy advises on a broad range of critical projects, including mergers & acquisitions and crisis. Projects in China included BGI Shenzhen's acquisition of Complete Genomics, the first successful acquisition of a US-listed company by a Chinese company; and Whirlpool's acquisition of Hefei Rongshida Sanyo Electric Co., the first acquisition of a majority stake of an A share listed company by a U.S. company, as well as Alibaba's US\$25 billion IPO and the restructuring of Chinese sportswear maker Li Ning Company.

Other cross-border work includes advising on the proposed merger of Ahold and Delhaize Group, Diebold's proposed acquisition of Wincorp Nixdorf of Germany, and the successful merger of Globe Specialty Metals with FerroAtlantica of Spain.

While in Hong Kong, Cindy was a guest lecturer on crisis management for the Executive MBA program at Hong Kong University of Science & Technology, and she continues to speak at events with Baylor University's Graduate Business Program and Sotheby's Institute of Art. She started her career in London and is a graduate of Cambridge University.



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## GREGG R. LEMKAU

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GREGG R. LEMKAU  
CO-HEAD OF GLOBAL  
MERGERS & ACQUISITIONS  
GOLDMAN SACHS

LONDON, NEW YORK

Gregg is co-head of Global Mergers & Acquisitions. He is a member of the Management Committee, the Investment Banking Division Executive Committee and the Investment Banking Division Operating Committee. Prior to assuming his current role, Gregg was head of Mergers & Acquisitions for EMEA and Asia Pacific from 2011 to early 2013. Previously, he was global co-head of the Technology, Media and Telecom Group and served as chief operating officer for the Investment Banking Division.

Before that, Gregg was co-head of Global Healthcare Investment Banking and co-head of High Technology Mergers & Acquisitions. He served as chairman of the Firmwide Commitments Committee from 2011 to 2015. He joined Goldman Sachs as an analyst in Mergers & Acquisitions in 1992. Gregg was named managing director in 2001 and partner in 2002. Gregg has advised on more than 100 transactions during his career at Goldman Sachs and has spent significant time with clients in healthcare, technology, media and telecom globally while working in offices in Europe and the United States.

Gregg serves on the Board of Directors for Grassroot Soccer, a nonprofit organization using the power of soccer to fight against HIV and AIDS in Africa. He is a member of the Dartmouth Athletics Advisory Board and chairman of Friends of Dartmouth Soccer. Gregg also serves on the Board of Trustees of St. Luke's School in New Canaan, Connecticut.

Gregg earned a BA in Government and Economics from Dartmouth College in 1991.



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ADAM LI

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ADAM LI  
PARTNER  
JUN HE

SHANGHAI

### Professional Experience

Mr. Li has practiced for more than 25 years with premier corporate law firms in China and the US, focusing on China corporate and commercial law. His recent representations include advising on complex joint ventures in China, purchase and sales of China businesses by US corporations, distribution and licensing arrangements between US corporations and their Chinese counterparts, as well as advising restructuring of US operations in China for tax and compliance purposes.

Graduated from top law schools in both countries, Mr. Li has deep understanding of both cultures and legal systems, and is well-respected for his ability to connect all sides with different backgrounds in complex cross-border transactions. He is practical, proactive and hands-on.

Mr. Li has advised public and private companies of different industries, state owned enterprises, funds and financial institutions, private equity and venture capitalists, governments and NGOs from around the world for their M&A transactions, IPOs, bond offerings, other equity and debt financing, foreign direct investments, joint ventures, general corporate and compliance matters. Mr. Li regularly counsels several Fortune 500 companies on China corporate, commercial and compliance matters in automobile, bioscience, consumer products, information technology, manufacturing, service, wholesale and retail industries. As a rare PRC lawyer regularly present in the US, Mr. Li also gives expert opinion on PRC law in both contentious and non-contentious matters.

Since the 1990's, Mr. Li has been consistently named as a leading/ranked lawyer in M&A, general corporate, capital market, and private equity by *Chambers Global*, *International Financial Law Review*, *Legal 500-Asia Pacific*, *Who's Who of International Merger & Acquisitions Lawyers* and etc. He was also honored by the Ministry of Justice of the PRC as one of China's Ten Best Lawyers.

### Education

J.D., LL.M., Columbia Law School



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ADAM LI

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LL.M., LL.B., Fudan University

**Bar Admissions**

China and New York State, USA



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## MARTIN LIPTON

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MARTIN LIPTON  
PARTNER  
WACHTELL, LIPTON,  
ROSEN & KATZ

NEW YORK

Martin Lipton, a founding partner of Wachtell, Lipton, Rosen & Katz, specializes in advising major corporations on mergers and acquisitions and matters affecting corporate policy and strategy. Lipton is a Trustee of New York University (Chairman 1998-2015), a Trustee of the New York University School of Law (Chairman 1988-1998), an emeritus member of the Council of the American Law Institute, a director of the Institute of Judicial Administration and an Honorary Chair of The American College of Governance Counsel. Lipton is a member of the Executive Committee of the Partnership for New York City and served as its Co-Chair (2004-2006). Lipton has a B.S. in Economics from the Wharton School of the University of Pennsylvania and an LL.B. from the New York University School of Law. He is a member of the American Academy of Arts & Sciences, a member of the International Advisory Council of Guanghua School of Management of Peking University, and a Chevalier de la Légion d'Honneur. Mr. Lipton is an Emeritus Chairman of Prep for Prep, having served as Chairman from 1990 to 2002.



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## ALAIN MAILLOT

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ALAIN MAILLOT  
PARTNER  
DARROIS VILLEY MAILLOT  
BROCHIER  
  
PARIS

Alain Maillot is a partner at Darrois Villey Maillot Brochier.

He specializes in mergers & acquisitions, including stock exchange regulation.

He also advises on tax aspects of mergers and corporate reorganization.

He has been teaching mergers & acquisitions at Sciences Po and cross-border mergers at NYU in New York, at NUS in Singapore and at Sciences Po Paris under a NYU/Sciences Po program.

### Education

- Doctorat Paris Law School
- Institut d'Administration des Entreprises – Paris
- Institut de Droit Comparé – Paris
- MCL Chicago Law School

### Languages

French  
English



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## PATRIK MARCELIUS

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PATRIK MARCELIUS  
PARTNER  
MANNHEIMER SWARTLING

STOCKHOLM

### Education

LL.M., Stockholm university (1998)  
LL.M., University of Cambridge (2000)

### Career

Partner, Mannheimer Swartling, 2008-  
Associate, Mannheimer Swartling, 2000-2007

### Experience

Patrik's principal areas of practice include public takeovers and mergers, equity offerings and IPOs. Patrik also advises listed companies on corporate governance and disclosure matters.

### Transactions

- Advised *Meda* on the recommended bid by Mylan (2016).
- Advised *Hemtex* on the recommended bid by ICA Gruppen (2015).
- Advised *Aerocrine* on the recommended bid by *Circassia* (2015).
- Advised *Altor Fund IV* on its acquisition of a 24.5% stake in Transcom (2015).
- Advised *Canon Inc.* on its recommended bid for Axis (2015).
- Advised *Nordic Capital* and *Thule Group* on the listing of Thule Group at Nasdaq Stockholm (2014).
- Advised *J.P. Morgan* as financial adviser and debt finance provider on Geberit's bid for Sanitec (2014).
- Advised the Joint Global Coordinators and Joint Bookrunners, *J.P. Morgan*, *Morgan Stanley* and *Nordea*, on the listing of Com Hem (2014).
- Advised the *Independent Committee of Scania* on the unsolicited bid by Volkswagen AG (2014).
- Advised *Industrivärden* on its SEK 4.4 billion issuance of exchangeable bonds (2014).
- Advised *Altor* on its financing of Meltwater's bid for Cision (2014).
- Advised *Svenska Handelsbanken* on its employee



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- convertible bond (2014).
- Advised **Höganäs** on the bid by H Intressenter (jointly owned by Lindéngruppen and FAM) (2013).
- Advised **ÅF** on its merger with Epsilon (2012).
- Advised **Aspiro** on its rights issue (2012).
- Advised **Aspiro** on the recommended bid by Schibsted (2012).
- Advised **Carlyle Group, Providence Equity Partners and Com Hem** on the dual track structured exit of Com Hem (2011).
- Advised **Waldir** on its mandatory bid for NetOnNet (2011).
- Advised **Q-Med** on the recommended bid by Galderma (2010).
- Advised **Cardo** on mandatory bid by ASSA ABLOY (2010).
- Advised **Ratos** on its recommended bid for Biolin Scientific (2010).
- Advised **Munters** on the competing bids by Alfa Laval and Nordic Capital/Cidron Intressenter (2010).
- Advised **EIAB** on its merger with Goodtech (2010).
- Advised **Tricorona** on the recommended bid by Barclays (2010).
- Advised **Ratos** on its mandatory bid for HL Display (2010).
- Advised **Anoto** on the partial bid by Aurora Investments Ltd, a wholly owned subsidiary of KDB-TStone Fund (2010).
- Advised **Tricorona** on the hostile bid by Opcon (2010).
- Advised **ScandBook** on its listing on NASDAQ OMX First North (2010).
- Advised **Industrivärden** on its convertible bond issue of EUR 500 million (2010).
- Advised **Braganza** on its mandatory bid for Ticket Travel Group (2010).
- Advised **Investor** on SEB's rights issue (2009).
- Advised the **Swedish Government** on Nordea's rights issue (2009).
- Advised **Morgan Stanley**, financial adviser of Q-Med, in connection with the hostile bid by EQT and Bengt Ågerup (2008).
- Advised **Sinopec** on its bid for Tanganyika Oil (2008).



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PATRIK MARCELIUS

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- Advised *Broström* on the recommended bid by A.P. Møller–Mærsk (2008).
- Advised *Symphony Technology Group* on its mandatory bid for Teleca (2008).

### **Publications**

- Dossier Transposition de la Directive OPA, Swedish chapter, *Journal des Sociétés*, 2008
- The International Comparative Legal Guide to Corporate Governance, Swedish chapter, *Global Legal Group* 2008
- Guide to Public Takeovers in Sweden, *Jure*, 2005
- European Takeovers: The Art of Acquisition, Swedish chapter, *Euromoney Books*, 2005

### **Rankings**

Patrik's rankings include Chambers Global, Chambers Europe and Who's Who Legal.



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## OENE J. MARSEILLE

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OENE J. MARSEILLE  
FOREIGN COUNSEL  
ALI BUDIARDJO, NUGROHO,  
REKSODIPUTRO

JAKARTA

Mr. Oene J. Marseille graduated from the Faculty of Law, University of Amsterdam, the Netherlands, in 1995 and did a Masters of Law at Duke University, School of Law, Durham, North Carolina. He worked for almost six years with Nauta Dutilh in their offices in Rotterdam and New York and their associated Jakarta office, and also with White & Case in Jakarta and Singapore office from August 2001 until April 2005. He is involved in the following practices: corporate, foreign investment, capital markets, corporate and financial restructurings, project finance, energy & resources, aircraft financing, leasing and mergers & acquisitions.

He is selected by Chambers Asia 2008 as an up-and-comer, who impressed both his clients and peers and attracts praise for his energetic and amicable character and recommended by Practical Law.



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## CHARLES MARTIN

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CHARLES MARTIN  
SENIOR PARTNER  
MACFARLANES LLP

LONDON

Charles joined the firm in 1983, became a partner in 1990 and Senior Partner in 2008. Charles works principally in M&A and private equity, acting for sponsors and corporates. Much of his work is cross-border in nature.

He is rated in the top tiers of the most highly recommended M&A and private equity lawyers in the UK by the leading directories including Chambers.

Clients look to him particularly for strategic counsel and tactical input on a wide variety of legal matters including M&A negotiations and litigation.

He was named Law Firm Leader of the Year at Legal Week's British Legal Awards 2013 and Partner of the Year 2014 by Financial News.



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## PAVLOS MASOUROS

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PAVLOS MASOUROS  
MANAGING PARTNER,  
MASOUROS LAW FIRM AND  
ASSISTANT PROFESSOR OF  
CORPORATE LAW, LEIDEN  
UNIVERSITY

ATHENS, LEIDEN

Pavlos Masouros is the Managing Partner of the Athens-based *Masouros Law Firm* and Assistant Professor of Corporate Law at Leiden Law School in the Netherlands. He specializes in corporate law, cross-border M&A and transnational bankruptcy and advises international financial institutions and industrial corporations doing business in Greece. Pavlos is particularly active in representing clients operating or investing in the hotel and tourism industry, having advised in the framework of some of the largest recent tourism deals in Greece.

Apart from his academic appointment at Leiden, Pavlos is Adjunct Professor of Law at LUISS Guido Carli in Rome, Italy and at the International Hellenic University in Thessaloniki, Greece. He is also the Co-Managing Director of the Centre for European Company Law, an EU-wide business law think-tank. Pavlos has been named a Fellow of the '40 under 40' European Young Leaders, has advised the ELI/UNIDROIT on the project on the European Rules of Civil Procedure, while he publishes widely in the field of corporate law and law & economics. He is also a sought-after commentator on current developments and his opinions have appeared in high-profile publications, such as the *The Washington Post*, *ReutersOpinion*, *Slate*, etc.

Pavlos holds an LL.B. from the Athens Law School (1st in class), an LL.M. in Corporate Law & Governance from the Harvard Law School (Fulbright Scholar) and a Ph.D. in Law & Economics from Leiden University.



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## EUGENE MCCAGUE

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EUGENE MCCAGUE  
PARTNER  
ARTHUR COX

DUBLIN

Eugene has been a Partner in the Corporate Department of Arthur Cox for nearly 30 years. He has served as both Managing Partner and Chairman of the firm. He specialises in corporate law with a particular emphasis on corporate governance, company re-organisations and joint ventures.

He was President of Dublin Chamber of Commerce in 2006 (the first practising lawyer in its history to become president) and is currently Chair of the Governing Authority of University College Dublin, the largest university in Ireland.



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## GREGORY E. MCGOWAN

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GREGORY E. MCGOWAN  
EXECUTIVE VICE PRESIDENT,  
GENERAL COUNSEL  
TEMPLETON  
INTERNATIONAL, INC.

FORT LAUDERDALE

Gregory E. McGowan is executive vice president, director and general counsel of Templeton International, Inc., the organization responsible for the development and operation of Franklin Templeton businesses outside of North America, and for Templeton Worldwide, Inc., the holding company of all the Templeton subsidiaries. Mr. McGowan joined the Franklin Templeton organization in 1986, and also serves as executive vice president of Templeton Investment Counsel, LLC, a U.S. corporation, and executive vice president, secretary, and director of Templeton Global Advisors Limited, a Bahamian corporation.

Mr. McGowan serves on various Franklin Templeton boards of directors, including, among others: Franklin Templeton Management Luxembourg S.A., a Luxembourg corporation; Franklin Templeton Investments (Asia) Limited, a Hong Kong corporation; Templeton Asset Management Ltd., a Singapore corporation; Franklin Floating Rate Fund, an Irish corporation; Franklin Templeton Services Limited, an Irish corporation; and Franklin Templeton Sealand Fund Management Co., Ltd., a U.S./China Joint Venture, as Chairman and Shareholder Representative on behalf of Franklin Resources, Inc.

Prior to joining Franklin Templeton Investments, Mr. McGowan was a senior attorney for the United States Securities and Exchange Commission.

Mr. McGowan earned his B.A. in economics and international affairs from the University of Pennsylvania, an M.A. from the University of Paris and a J.D. from Georgetown University Law Center.



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## AVINASH MEHROTRA

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AVINASH MEHROTRA  
CO-HEAD OF M&A  
SHAREHOLDER ADVISORY  
GOLDMAN SACHS

NEW YORK

Avi is co-head of the Mergers & Acquisitions Shareholder Advisory practice and leads the firm's activism defense business. Previously, he was head of Real Estate Mergers & Acquisitions from 2012 to 2015. Avi joined Goldman Sachs in 1996 as an associate in Mergers & Acquisitions where he advised clients in the consumer, industrials and healthcare industries. He subsequently transferred to the Technology, Media and Telecommunications Group in 2002, continuing to focus on mergers and acquisitions, and co-headed the Technology Mergers & Acquisitions business from 2006 to 2010. From 2010 to 2011, Avi led the firm's Investment Banking business for the Middle East and North Africa, based in Dubai. Avi was named managing director in 2004 and partner in 2010.

Prior to joining the firm, Avi held various positions at Intel, Morgan Stanley and McKinsey & Company.

Avi has served on the Hunter College Foundation Board of Trustees since 2004 and is vice chair of the Finance Committee.

Avi earned a BS, with distinction, in Electrical Engineering from Cornell University in 1991 and an MBA from Stanford University's Graduate School of Business in 1996.



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## ANTONIO CORRÊA MEYER

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ANTONIO CORRÊA MEYER  
PARTNER  
MACHADO, MEYER, SENDACZ  
E OPICE

SÃO PAULO

Name partner at Machado Meyer in corporate, tax, as well as infrastructure law and regulation, Mr. Meyer is a pioneer in the Brazilian legal landscape, taking part in several major infrastructure projects in the country.

Obtained his Bachelor of Laws from Universidade de São Paulo.

Arbitrator of the Arbitration Center at the American Chamber of Commerce in Brazil (Amcham), FIESP and CCBC. Trustee and Advisory Board Member of the São Paulo Medical School Foundation (Fundação Faculdade de Medicina de São Paulo). Advisory Board Member of the São Paulo Cancer Hospital (Hospital do Câncer de São Paulo). Executive Board Member of Suzano Papel e Celulose S.A., Suzano Holdings S. A., and IPLF Holdings S.A. Member of ICC Brasil – International Chamber of Commerce.

Served as President of the Brazilian Center of Studies of Law Firms (CESA), of the executive board of CESA, and of the São Paulo Lawyers Association (AASP). Also served as Arbitrator of the Conciliation and Arbitration Chamber at Fundação Getúlio Vargas (FGV) and as Executive Board Member of the Brazilian Bar in São Paulo (OAB-SP).

Received the Brigadeiro Tobias de Aguiar Medal of Merit, awarded by the Police of the State of São Paulo in 1994, and the Medal of Merit by the Superior Court of the State of São Paulo, the utmost judicial merit, in 2002.

Admitted to the Brazilian Bar (OAB). Member of the International Bar Association (IBA).



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## STEPHEN F. MITCHELL

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Stephen Mitchell has practiced as a lawyer for over 30 years. Prior to joining the Company he was Vice President – Group Legal with BHP Billiton plc and prior to that he was Group General Counsel and Head of Risk Management at Reuters Group plc, in which he advised on a broad range of matters including mergers and acquisitions, joint ventures, corporate governance and compliance. Stephen was a partner in Freehills in Australia for six years prior to joining Reuters and holds a BEc and LLB from Monash University in Australia.

STEPHEN F. MITCHELL  
GENERAL COUNSEL  
GENEL ENERGY PLC

LONDON



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## ZIA MODY

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ZIA MODY  
FOUNDER AND SENIOR PARTNER  
AZB & PARTNERS

MUMBAI

The Founder and Senior Partner of AZB & Partners, Zia is one of India's foremost corporate attorneys. She has a B.A. (Law) from Cambridge, an LLM from Harvard, and is a member of the New York State Bar.

She began her career as a corporate associate at Baker & McKenzie, New York, where she worked for 5 years, from 1979-83. She then moved to India to set up practice, establishing the Chambers of Zia Mody, 1984-2001. In 2002 and 2004, she formed partnerships which led to the formation of AZB & Partners in 2004. The Firm has offices in Mumbai, Delhi, Bangalore and Pune.

Zia has been ranked amongst the Top 5 Most Powerful Business Women in India by Fortune India 2015 & 2014. Listed by Forbes Asia as one of 'Asia's 50 Power Businesswomen' (2015), it has been said that few of Zia's peers can match her skills or take her on when it comes to acquisitions, joint ventures, company restructuring, foreign inward investment related practice and corporate law. She has also been named one of India's top ten most powerful women in business by Fortune Magazine in 2014. Forbes India (2014) has listed Zia as one of 'India's 10 Most Powerful Women'. She was felicitated by The Society of Indian Law Firms (SILF) as she has also been voted by the Economic Times as one of the country's most powerful CEOs (2004 to 2014), and as one of the 15 most powerful Indian women leaders from 2010 to 2014. She has been selected as one of the 25 most powerful women in business by Business Today from 2004 to 2014. Zia was nominated to be part of the "Committee on Rationalisation of Investment Routes and Monitoring of Foreign Portfolio Investments" formed by the Securities and Exchange Board of India under the chairmanship of Shri K.M. Chandrashekar (2013). She was appointed by the Reserve Bank of India ("RBI") as a member of Committee on Comprehensive Financial Services for Small Businesses and Low-Income Households which was chaired by Dr Nachiket Mor (2013). She also has been voted as "Business Woman of the Year, 2010" by the Economic Times.

### **Professional Qualifications**



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- Member, New York State Bar Association : 1980
- LLM, Harvard University, Massachusetts, USA : 1979
- Advocate, Bar Council of Maharashtra & Goa : 1978
- Bachelor of Arts (Law), Selwyn College, Cambridge University, UK : 1978

### **Experience**

- Founder and Senior Partner, AZB & Partners April 2004 onwards
- Founder and Senior Partner, CZB & Partners 2002 to 2004
- Proprietor, Chambers of Zia Mody 1984 to 2001
- Corporate Associate, Baker & McKenzie, New York 1979 to 1983

### **Key Practice Areas**

#### **Acquisitions, Joint Ventures, Restructuring of Companies, Foreign Inward Investment Related Practice and Corporate Law**

- Acted and advised on major corporate acquisitions in India and resultant restructuring
- Advised on foreign investment into India - regulatory approvals and documentation
- Advised on issues relating to the Companies Act, 1956, and other statutes

#### **Securities Law and Capital Markets**

- Advised major international financial intermediaries in relation to securities regulations and securities litigation before the Securities and Exchange Board of India (SEBI) and the SEBI Appellate Tribunal
- Acted as legal advisor to issuers and underwriters in several foreign currency convertible bonds and global depository receipts / American depository receipts transactions

#### **Project and Other Financing**

- Advised on various oil and gas, power and telecommunication projects and other lender financing issues

#### **Litigation and Arbitration**

- Appeared before various courts and forums in India as



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Counsel and appearing in international and domestic arbitration. Matters handled include commercial/company law and constitution law

- Advised multinationals in relation to anti-corruption laws and its foreign counterparts. Worked with independent counsel and forensic advisors to advice on issues related to the Foreign Corrupt Practices Act and the Prevention of Corruption Act, 1988. Conducted training sessions for corporate organizations to help and integrate local and foreign anti-corruption principles in such the organisations

### **Offshore Funds, Venture Capital and Private Equity Funds**

- Advised and structured various offshore equity funds as well as venture capital companies and private equity funds

### **Mutual Funds**

- Advised various mutual funds and asset management companies

### **Memberships and Affiliations**

- Director, Hong Kong & Shanghai Banking Corporation, Hong Kong
- Member, CII National Council
- Member, Godrej Committee on Corporate Governance set up by the Ministry of Corporate Affairs (2012)
- Member, Reserve Bank of India Committee on Comprehensive Financial Services for Small Businesses and Low-Income Households (chaired by Dr. Nachiket Mor – 2013)
- Member, World Bank Administrative Tribunal, Washington D.C. (2007-2012)
- Vice President and Member of the London Court of International Arbitration (LCIA) (2010 -2013)

### **Accolades**

- Leading Individual for Banking, Finance, Corporate and M&A and Investment Funds in The Legal 500 Asia-Pacific 2016
- Recommended Who's Who Legal: Arbitration 2016
- Recommended Who's Who Legal: TMT 2016 India specialist



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- Leading Lawyer for Mergers & Acquisitions by IFLR1000 Financial & Corporate Guide 2016 & 2015
- Recommended by International Who's Who Legal for Commercial Arbitration from 2016 to 2012, Private Funds Lawyers from 2016 to 2008, Merger & Acquisitions from 2015 to 2008, Corporate Governance Lawyers from 2015 to 2012, Franchise (2015), Professionals for Outstanding Business Professional in India (2014) and Business Lawyers (2013)
- Star Individual for Corporate / M&A; Band 1 lawyer for Banking & Finance 2016 to 2012; Band 1 lawyer for Private Equity 2015 to 2012 by Chambers Global
- Euromoney Asia Women in Business Law Awards 2015: Lifetime Achievement Winner
- Leading Individual for Banking, Finance & Capital Markets, Corporate and M&A and Investment Funds in The Legal 500 Asia-Pacific 2015, 2014 & 2013
- Leading Lawyer for Corporate/M&A and Private Equity by Asialaw Leading Lawyers 2015 & 2014
- Leading Lawyer in India for Mergers & Acquisitions, General Corporate Practice, Dispute Resolution, Corporate Governance, Capital Markets and Corporate Finance by Asialaw Profiles 2015 to 2012
- Highly Recommended for Mergers and Acquisitions in Legal Media Group's Women in Business Law Expert Guide 2014
- Winner of Corporate Lawyer of the Year – 2014; Legal Icon of the Decade – 2013; and Best M&A Lawyer of the Year – 2012 at the LegalEra Awards



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PEKING UNIVERSITY  
Guanghua School of Management



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Judge Business School

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## SIOBHÁN MORIARTY

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Siobhan Moriarty was appointed General Counsel in July 2013.

### **Previous Diageo roles**

- General Counsel Designate
- Corporate M&A Counsel
- Regional Counsel Ireland
- General Counsel Europe

### **Previous relevant experience**

- Various positions in law firm private practice - Dublin and London

SIOBHÁN MORIARTY  
GENERAL COUNSEL  
DIAGEO PLC

LONDON



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## CHRISTOPHER MURRAY

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CHRISTOPHER MURRAY  
PARTNER

OSLER, HOSKIN &  
HARCOURT LLP

TORONTO

### Bar Admission

- Ontario, 1985

### Education

- University of Toronto, LL.B.
- Queen's University, B.A.

### Language(S)

English

Chris leads Osler's Asia-Pacific initiative, having advised a number of Chinese, Korean, Australian and South Eastern Asian based enterprises principally on their investments in Canadian energy and mining businesses. Chris also Co-Heads Osler's Pension and Private Equity Investor group.

Chris' practice focuses on mergers and investments for REITs, public corporations, private equity sponsors and pension funds. He has been fortunate to have been involved in a wide range of deal sizes and degrees of complexities from expert deals of the year to smaller yet still business critical transactions for mid-cap companies.

Chris has a wealth of experience in corporate finance having advised on over 100 public offerings and dozens of IPOs in his career, particularly in the REIT sector where he advises several issuers and has acted on innumerable REIT offerings. He advises a number of public reporting issuers and their boards as well as Canadian pension plans as their principal trusted legal adviser on a range of matters.

Chris also practised in Australia early in his career while on a two-year secondment from Osler.

### Recognition:

- The Canadian Legal Lexpert Directory 2014: Corporate Finance & Securities; Private Equity
- Who's Who of Business Lawyers in Canada 2012: Capital Markets
- Practical Law Company (PLC), Which Lawyer, Cross Border Capital Markets Handbook 2010
- Expert Guides: Leading Practitioners in China 2011:



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International Energy

- *Martindale-Hubbell*, BV Distinguished Rating

#### **Qualifications and memberships:**

- Canadian Bar Association
- American Bar Association
- Law Society of Upper Canada
- Inter Pacific Bar Association
- International Bar Association

#### **M&A Experience**

- Fording Canadian Coal Trust in its \$14.1 billion sale of assets to Teck Cominco Ltd.
- China Investment Corporation and China National Petroleum Corporation in connection with Canadian investments as well as several other Chinese SOEs in considering acquisitions of Canada listed entities.
- Ventas, Inc. in its successfully litigated cash acquisition of the assets of Sunrise Senior Living REIT having an enterprise value of \$2.2 billion.
- Ventas, Inc. on its proposed \$980 million acquisition of 29 independent living seniors housing communities across Canada from Holiday Retirement Corp.
- Sterling Partners and Canada Pension Plan Investment Board on their acquisition of the assets of Livingston International Income Fund.
- Billabong International Ltd. on its acquisition of West49 Inc.
- Globestar Mining in its sale to Perilya, an ASX listed companies with a Chinese majority shareholder.



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## FRANCISCO ANTUNES MACIEL MÜSSNICH

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FRANCISCO ANTUNES  
MACIEL MÜSSNICH  
SENIOR PARTNER  
BARBOSA, MÜSSNICH &  
ARAGÃO

RIO DE JANEIRO

Francisco Müssnich, or Chico as he likes to be called, is one of BMA's founders. He has unparalleled experience in a wide range of corporate matters and in highly complex M&A transactions. He acts in both national and international arbitrations, and provides strategic advice in hostile takeovers and corporate disputes.

He has represented clients, all leaders in their sectors, in historic transactions in Brazil over the last two decades. In 2014, Chico was named one of the 15 most powerful lawyers in Brazil.

### Memberships

Francisco Müssnich lectures in Corporate Law at the law school of the Pontifícia Universidade Católica do Rio de Janeiro – PUC/RJ since 1981, and at the law school of the Fundação Getúlio Vargas – FGV since 2005. He is one of the faculty in the *International Mergers and Acquisitions* course at Vanderbilt Law School since 2010, and a member of the Editorial Board of *The M&A Lawyer*. Chico is also a member of the Board of the WWF and of the Brazilian Symphonic Orchestra – OSB. He acts as arbitrator on the Court of Arbitration for Sport – CAS and is the lead attorney for the Local Organizing Committee for the 2014 FIFA World Cup Brazil.

He is a member of the Brazilian Bar Association in the Rio de Janeiro, São Paulo and Federal District sections (OAB/RJ, OAB/SP and OAB/DF). He was invited to represent the “*Foundation pour le Droit Continental*” in Brazil.

### Recognition

Chico is frequently recognized as a leading lawyer in his area by *Chambers Latin America*, *Chambers Global*, *Latin Lawyer*, *Who's Who Legal*, *The Legal 500* and *International Financial Law Review – IFLR*.

“Francisco Müssnich is a highly regarded corporate lawyer and is increasingly active in the field of arbitration. He is



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renowned for his combative style and sources say he is ‘*one of Brazil’s most brilliant lawyers*’”. ***Chambers Latin America***

“Francisco Antunes Maciel Müssnich is singled out for his corporate and arbitration expertise. Sources laud him as an ‘*exceptional strategist with a firm yet sensitive approach to negotiations*’”. ***Chambers Global***

“Corporate and M&A expert Francisco Müssnich is commended for his determination in pursuing clients’ interests, with one interviewee saying: ‘*He is highly effective in negotiations – his performance impressed me greatly*’”. ***Chambers Latin America***

### **Education**

LL.M., Harvard Law School (1979)

LL.B., Pontifícia Universidade Católica do Rio de Janeiro – PUC/RJ (1976)

### **Bar Admission**

OAB/RJ n°28.717 - 26/09/1977

### **Languages**

Portuguese, English, French and German



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## I. BERL NADLER

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I. BERL NADLER  
PARTNER  
DAVIES WARD PHILLIPS &  
VINEBERG LLP

TORONTO

Berl Nadler is a partner of the law firm of Davies Ward Phillips & Vineberg LLP, where he conducts a wide-ranging business law practice in its Toronto office and where he has practiced law since November 1980. Berl was a member of the firm's Management Committee from 2001 - 2007 and was the Administrative Partner of its New York office from 2008 - 2011. Prior to joining Davies, Berl worked as a Legal Advisor in the Constitutional, Administrative and International Section of the Canadian Department of Justice in Ottawa from 1977-1978 and as a foreign associate at Shearman & Sterling in New York City from 1979 - 1980.

Over his many years of practice at Davies, Berl has represented a host of Canadian and international businesses and financial institutions in M&A transactions around the globe, domestic and international debt and equity financings, derivatives transactions and restructurings and insolvencies, and has advised public companies and their stakeholders on corporate governance matters, including representing both companies and shareholders in the context of contested proxy fights. His client roster over the years has included major Canadian and international businesses such as Olympia & York, Onex, Celestica, Ontario Hydro, Hydro One, Ivaco, JP Morgan, Citibank, Ontario Teacher's Pension Plan and US funds such as GSO Capital Partners, Ramius LLC, Apollo Management, Fortress Investment Group and JANA Partners.

In addition to his law practice, Berl is an Adjunct Professor at Osgoode Hall Law School where he currently teaches an upper year seminar on corporate governance. Berl has published numerous papers, articles and book chapters on various legal subjects and is also a frequent speaker on a wide range of business law topics at professional and academic conferences and seminars. He also sits as the only Canadian member of the Thomson Reuters Partner Advisory Board based in New York City.

Berl has served on the boards of three Canadian public companies: Canron Inc., Microcell Inc., where he was a member of the Governance Committee, and AnorMED Inc., where he was a member of the Audit Committee.



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Berl is also an active member of the Canadian and Toronto Jewish communities, currently serving on the national executive and Board of Directors of the Centre for Israel and Jewish Affairs (CIJA), Canada's leading Jewish advocacy agency, Chair of the Board's Governance Committee and Co-chair of CIJA's Greater Toronto Council. Berl served on the national boards of CIJA's predecessors, the Canada-Israel Committee, where he was a member of its Executive Committee; and the Canadian Jewish Congress, where he was a Vice Chair of the Ontario Region. He has also served as: a member of the Board of UJA Federation of Toronto and a number of its Committees, including its strategy committee; the President of the B'nei Akiva Schools of Toronto; and the Chairman of the Board of the Shaarei Shomayim Congregation in Toronto.

Berl is a graduate of the Faculty of Law, McGill University (B.C.L., LL.B.) and the Harvard Law School (LL.M.).



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## OPHIR NAVE

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OPHIR NAVE  
PARTNER  
TADMOR & CO. YUVAL LEVY  
& CO.

TEL AVIV

Dr. Ophir Nave is the co-head of Tadmor & Co. Yuval Levy & Co.'s Cross Border and Domestic M&A practice group. Ophir is constantly recognized by the leading international ranking agencies and was recently described by The Legal 500 as “*hugely respected*” in the Israeli market.

Ophir represents some of Israel’s largest companies in their most significant M&A transactions. Ophir also provides many of his clients with legal advice in connection with their on-going corporate and commercial matters.

Earlier in his career, Ophir was a corporate partner at another leading Israeli law firm and a corporate attorney for five years at Wachtell, Lipton, Rosen & Katz in New York.

Ophir is a graduate of Harvard Law School (Doctor of Juridical Science), Tel Aviv University (LL.B., First in Class) and the Technion (B.Sc. in Computer Engineering, First in Class). Ophir served as the Editor of the Tel Aviv University Law Review, lectured at Harvard Law School on corporate law matters, published articles on corporate matters in the leading legal journals in the United States and is currently an adjunct professor at Tel Aviv University (corporate finance).

Ophir is admitted to practice law in Israel and New York.



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## LIBOR NĚMEC

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LIBOR NĚMEC  
PARTNER  
GLATZOVA & CO.

PRAGUE

Libor Němec, is partner at Glatzova & Co.

Libor graduated at the Law faculty of the Charles University in Prague in 2003 (*summa cum laude*), in 2005 he passed the doctoral exam and in 2012 he finished the Ph.D. study programme.

Libor has worked for Glatzova & Co. since 2010. Before he joined Glatzova & Co. he had worked at Clifford Chance LLP, the Czech National Bank and the Czech Securities Commission. He had also functioned as a vice-chairman of the Czech Investor Compensation Scheme Fund and a secretary of the presidium of the Czech Securities Commission. Libor is a member of the Czech Bar Association and the Appellate Committee of the Czech National Bank.

In his more than 10 year practise Libor specializes in banking and finance, capital markets and securities, financial market regulation, restructuring and insolvency and dispute resolution. He is a co-author of the commentaries to the Czech Takeover Bid Act (Wolters Kluwer 2012) Act on Business Corporations (Wolters Kluwer 2014) and has been working on the commentary to the Act on Bonds (to be published in 2016). Libor regularly publishes articles in legal journals dealing namely with financial services regulation and securities.

According to Legal 500 Libor is a leading lawyer in banking and finance and a recommended lawyer in dispute resolution for 2015.



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ALBERT NG

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ALBERT NG  
CHAIRMAN, CHINA  
MANAGING PARTNER,  
GREATER CHINA  
ERNST & YOUNG

SHANGHAI

## Experience

- Albert oversees all business functions of EY in Greater China and Mongolia, managing 25 offices and 14,000 employees in the region.
- He represents the emerging markets on EY Global Executive as Emerging Markets Committee Global sponsor.
- Albert has over 30 years of professional experience in the accounting industry in Hong Kong and China.
- He is a pioneer in China investment advisory and has been actively involved in providing business consultation to many multinational companies investing in the PRC, as well as to numerous Chinese companies on their domestic and overseas listing processes.
- Before joining EY, Albert was Managing Director - China Investment Banking for Citigroup and Managing Partner for Arthur Andersen Greater China. He became Managing Partner of Markets for EY Far East Area in 2008 and Greater China Managing Partner in 2009.
- Albert holds various positions in government and professional bodies.
- He has been Advisor to the International Business Leader's Advisory Council for the Mayor of Shanghai (上海市市長國際企業家諮詢會議顧問) since 1995.
- The Shanghai Government presented him with the "Magnolia Gold Award" (白玉蘭榮譽獎) for his contribution to the development of the city.
- Albert is also Chairman of Supervisory Committee, Shanghai Senior Citizens Foundation (上海市老年基金會監事長).
- Albert is also a member of the Shenzhen Committee of The Chinese People's Political Consultative Conference (CPPCC).
- He has served as an advisor to various government and industry bodies in Wuxi, Tianjin, Qingdao, Yunnan and Nanjing.
- He is a board director of Junior Achievement China (中國



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青年成就計劃) and the National Fund for Technology Transfer and Commercialization.

- In Hong Kong, he is a senior professional advisor of the Hong Kong China Chamber of Commerce.
- He is a member of the Audit Profession Reform Committee of the Hong Kong Institute of Certified Public Accountants (HKICPA).
- He is an honorary advisor of the Hong Kong Business Accountants Association.
- He is also a member of the Advisory Board for the School of Accountancy, The Chinese University of Hong Kong.
- In 2013 and 2014, Albert was ranked among Global Accountancy Power 50 by International Accounting Bulletin.

#### **Academic and professional qualifications**

- Albert obtained his Bachelor of Business Administration degree with First Class Honors from The Chinese University of Hong Kong in 1981 and his Master of Business Administration degree in 1988.
- He is a Fellow Member of HKICPA, the Institute of Chartered Accountants in Australia and the Association of Chartered Certified Accountants (ACCA).



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## NG WAI KING

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NG WAI KING  
JOINT MANAGING PARTNER  
WONGPARTNERSHIP LLP

SINGAPORE

NG Wai King is the Joint Managing Partner of WongPartnership and, concurrently, heads up the Corporate Group. Wai King's experience focuses on mergers & acquisitions ("M&A") and private equity.

Wai King spent the better part of September and October 2010 advising Singapore billionaire Peter Lim on his bid to acquire Liverpool Football Club. A long suffering supporter, he was much disappointed when Liverpool was eventually sold to yet another group of American owners.

Working on the largest M&A transaction in Singapore's corporate history, Wai King headed the team in advising TCC Assets and Thai Beverage Public Company Limited (a company listed on the Singapore Exchange) on a successful takeover offer for Fraser & Neave, Limited ("F&N"), fending off a competing offer by another party. The offer valued F&N at approximately S\$13.8 billion and the transaction was awarded "M&A Deal of the Year" for both South East Asia and Singapore, as well as "SE Asia Deal of the Year" at the ALB SE Asia Law Awards 2014; and "Best M&A Deal" at the IFLR Asia Awards 2014.

Other transactions of significance which he has been involved in include representing JTC Corporation, a Singapore government statutory body, in a proposed merger with Temasek Holdings Limited of four of their operating subsidiaries; acting for City Developments Limited ("CDL") in the investment by Blackstone's Tactical Opportunities Fund, CIMB Bank Berhad, Labuan Offshore Branch and Astoria Holdings Limited in the cashflows of CDL's properties in Sentosa Cove (the Quayside Collection); and Temasek Holdings (Private) Limited in the partnership with the Singapore Tourism Board in a proposed project to rejuvenate Mandai, a development which consists of the Singapore Zoo, Night Safari and River Safari.

Wai King has an active private equity practice. He led the team in Kohlberg Kravis Roberts & Co. L.P. ("KKR")'s acquisition of Goodpack Limited, which was the largest buyout of a Singapore company by a private equity fund. This deal was awarded the "M&A Deal of the Year: Private



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Equity" at The Asian Lawyer Asia Legal Awards 2015 and was also one of Asian-Mena Counsel's "Deals of the Year" for 2014. He also worked on KKR's previous buyout of SGX companies including MMI Holdings Limited and Unisteel Technology Ltd. Wai King also acted for Colony Capital in the acquisition of the "Raffles" and "Swissotel" hotel business from Raffles Holdings Limited.

In the context of public company M&A, Wai King has advised on the takeovers and/or privatisation of Keppel Land Limited, UE E&C Ltd., Perennial China Retail Trust, Singapore Land Limited, Lee Kim Tah Holdings, Olam International Limited, Australand Property Group, Guthrie GTS Limited, Pan Pacific Hotel Group, WBL Corporation Limited, HSR Global Limited, Nera Telecommunications Limited, Meiban Group Ltd., Portek International Limited, Pacific Shipping Trust, C&O Pharmaceutical Technology (Holdings) Limited, Thomson Medical Centre, Eng Kong Holdings Pte. Ltd., Hsu Fu Chi International Limited, Design Studio Furniture Manufacturer Ltd., Hongguo International, Sihuan Pharmaceutical Holdings Group Ltd., Straits Asia Resources Ltd., King's Safetywear Limited, Unisteel Technology Ltd., Delong Holdings Limited, The Ascott Group Limited, Robinson & Co. Ltd., Want Want Holdings Ltd., Sembawang Kimtrans Limited and Media Asia Entertainment Limited.

His experience extends to cross-border transactions where he has advised parties involved in the acquisition of assets/shares in jurisdictions outside Singapore. For instance, Wai King was involved in advising DBS Group Holdings Ltd. in its bid to acquire PT Bank Danamon Indonesia Tbk, Navis Capital's disposal of King's Safetywear to Honeywell International, and the sale of Invida Group to A. Menarini S.r.l. Wai King also advised on Kookmin Bank's sale of its stake in Bank Internasional Indonesia to Maybank.

Wai King graduated from the National University of Singapore where he was awarded the AV Winslow Prize, and obtained a LL.M. from Columbia University School of Law where he graduated as a Harlan Fiske Stone Scholar.

Wai King is a member of the NUS Board of Trustees.

Wai King is ranked in *IFLR1000 – The Guide to the World's*



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*Leading Financial Law Firms; Chambers Global – The World's Leading Lawyers for Business; Chambers Asia Pacific – Asia Pacific's Leading Lawyers for Business; Who's Who Legal: The International Who's Who of Mergers & Acquisitions Lawyers; Expert Guides – Guide to the World's Leading Mergers and Acquisitions Lawyers; Expert Guides – Guide to the World's Leading Private Equity Lawyers; Best Lawyers; The Legal 500: Asia Pacific – The Client's Guide to the Asia Pacific Legal Profession; Asian Legal Business (ALB) and Asialaw Profiles – The Guide to Asia-Pacific's Leading Domestic Law Firms* as a leading Singapore practitioner in the areas of Corporate/M&A and Private Equity Practice. Wai King also recently emerged the winner of International Law Office (ILO) Client Choice Awards 2015 for the M&A category in Singapore.



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## UMBERTO CARLO MARIA NICODANO

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UMBERTO CARLO MARIA  
NICODANO  
PARTNER  
BONELLIÈREDE

MILAN

### Expertise

- Corporate governance
- M&A (public and private)
- Key sectors:
  - private equity
  - luxury (hard luxury and fashion)
  - automotive
  - insurance
  - banking
  - manufacturing of industrial products and machinery
- Foreign Languages: English, French

### Background

- Board member (managing partner 2001–2007)
- Team Leader of the Private Equity Focus Team
- Member of the Anticorruption Focus Team
- Member of the Luxury Focus Team
- Co-country Partner for the USA (West Coast)
- Partner since BonelliErede was founded

### Rankings and Awards

The Chambers & Partners and The Legal500 EMEA international law guides list Umberto as one of Italy's major professionals, with particular reference to Corporate Law, Merger and Acquisitions and Private Equity

### Testimonials

“He has all the characteristics of a first-class lawyer; he is absolutely outstanding, intelligent and quick”  
(Chambers & Partners)

### Board Positions



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- Chairman, Valentino S.p.A.
- Member of the Board of Directors and Remuneration Committee, Chairman of the Audit Committee, Poste Italiane S.p.A.
- Member of the Board of Directors and of the Remuneration Committee, Brembo S.p.A.

### **Qualifications and Academia**

- Member of the Italian Bar
- Law degree from the University of Milan



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## EDWARD NOTTINGHAM

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EDWARD NOTTINGHAM  
PARTNER, HEAD OF UK  
HAKLUYT & COMPANY

LONDON

Ed Nottingham is a partner at Hakluyt & Company, and the head of its London office. His previous roles in the business include overseeing its work with private equity clients, as well as acting as its COO. Before joining Hakluyt in 2007 he had several years in the private equity team at Fleming Family & Partners, having started out as a chartered accountant at PwC.



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## BRIAN O’GORMAN

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BRIAN O’GORMAN  
MANAGING PARTNER  
ARTHUR COX

DUBLIN

Brian is Managing Partner of Arthur Cox. He specialises in corporate law with a particular emphasis on mergers and acquisitions, public takeovers, equity capital markets and private equity.

Prior to joining Arthur Cox, Brian spent a number of years in London and Hong Kong with a leading London law firm and a leading investment bank.

He advises a number of the firm’s major corporate clients and has advised on many of the most significant M&A transactions in Ireland.



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## DAVID OSER

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DAVID OSER  
PARTNER  
HOMBURGER

ZÜRICH

David Oser is a partner in Homburger's Corporate M&A practice team. His practice focuses on domestic and international mergers & acquisitions, capital markets, corporate governance, and general corporate law matters.

### Career

- 2009 Partner at Homburger
- 2007 University of Basel (Dr. iur.)
- 2003 Associate at Homburger
- 2000 Associate at Sullivan & Cromwell, LLP (New York)
- 2000 Columbia Law School (LL.M.)
- 1995 University of Basel (lic. iur.)



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## SIR GEOFFREY OWEN

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SIR GEOFFREY OWEN  
SENIOR FELLOW,  
DEPARTMENT OF  
MANAGEMENT  
THE LONDON SCHOOL OF  
ECONOMICS & POLITICAL  
SCIENCE

LONDON

Sir Geoffrey Owen was educated at Rugby School and Balliol College, Oxford. He has spent most of his career as a journalist with the Financial Times, joining that newspaper in 1958 and serving as editor from 1981 to 1990. He also worked for the Industrial Reorganisation Corporation in 1968-69 and later for British Leyland Motor Corporation. In 1991 he joined the London School of Economics and was appointed Senior Fellow in the LSE's Department of Management; he is currently a visiting fellow in that department.

In his academic career he has written extensively in the field of corporate strategy, corporate governance and global competition. His books include "From Empire to Europe: the decline and revival of British industry since the Second World War" (HarperCollins 1999), and "The rise and fall of great companies: Courtaulds and the reshaping of the man-made fibres industry" (Oxford 2010).



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## ROBIN PANOVKA

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ROBIN PANOVKA  
PARTNER, REAL ESTATE  
M&A  
WACHTELL, LIPTON, ROSEN  
& KATZ  
  
NEW YORK

Robin Panovka co-heads Wachtell Lipton's Real Estate and REIT M&A Groups. He focuses principally on M&A and strategic transactions across the real estate, REIT, hospitality, gaming and retail sectors, and also advises on general cross-border M&A and large-scale projects such as the redevelopment of the World Trade Center in Manhattan.

Robin has been named one of the *Lawdragon 500* Leading Lawyers in the U.S., and is consistently ranked as one of the leading REIT and real estate M&A lawyers by *Chambers*, *Legal 500*, *Who's Who Legal* and similar publications. He has been featured in a number of publications for his leadership in real estate and M&A, including as an *American Lawyer* "Dealmaker" and is a recipient of NYU's 2015 Urban Leadership Award.

He is the co-author of "REITs: Mergers and Acquisitions," a leading treatise published by *Law Journal Press*, and has authored many articles and papers on related subjects. He is co-chair of the NYU REIT Center and has served as an adjunct professor at Columbia Business and Law Schools and in NYU's Masters in Real Estate Program. He is a founding director of the International Institute for the Study of Cross-Border M&A (XBMA), a joint venture among Peking University, Cambridge and NYU. He speaks frequently on topics in his fields, including chairing annual conferences for the NYU REIT Center, Practising Law Institute and XBMA. He is also active on a number of educational and non-profit boards, including the boards of Duke Law School, Harlem Educational Activities Fund (HEAF), and NYU's Real Estate Institute; is a fellow of the American Bar Foundation and the American College of Real Estate Lawyers; and serves on the Cornell University Council.

Robin was heavily involved in the redevelopment of the World Trade Center for more than a decade following its destruction on September 11, 2001, including negotiating the master plan for the redevelopment, and the related so-called "footprint swap," chronicled in the *Cornell Real Estate Review*, *American Lawyer Magazine* and other publications.

He holds degrees from Cornell University and Duke Law School. He grew up in South Africa and Israel and currently lives in Manhattan with his family.



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## NAYAN GREGORY PAREKH

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NAYAN GREGORY PAREKH  
PARTNER  
NEW RHEIN HEALTHCARE LLC  
  
BRUSSELS

Dr. Nayan Gregory Parekh, also known as Greg, Ph.D., is the Founder, Chief Executive Officer, and Partner at New Rhein Healthcare LLC. He founded the firm in September 2010. Dr. Parekh served as the Chief Executive Officer at Biocartis SA. He served as the Head of Mergers and Acquisitions at Novartis AG from 2004 to 2010 and was a Member of the Finance Leadership Team. While at Novartis, he helped execute over 20 transactions with a total deal value of more than \$70 billion.

Prior to Novartis, he headed Deutsche Bank's European healthcare group. He served as the Vice President of Healthcare Team of Bear Stearns.

Dr. Parekh has been the Chairman of Chase Pharmaceuticals Corporation since May 12, 2014. He has been a Member of Supervisory Board of Novagali Pharma S.A. since June 22, 2011. He served as a Director of Biocartis SA since April 2011. He has over ten years of investment banking experience in New York and London mostly in pharmaceuticals and biotechnology.

Dr. Parekh received a B.A. in Economics and Political Science from the University of Rochester and a Ph.D. in Economics from Northwestern University in Chicago.



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## LEON PASTERNAK

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LEON PASTERNAK  
MANAGING DIRECTOR  
BCC PARTNERS

SYDNEY

Leon chairs BCC Partners, a strategic advisory firm based in Sydney and Singapore. He is Deputy Chairman of Southern Cross Austereo, an ASX listed media company having the largest regional television and radio reach in Australia, passing over 96% of the population. He chairs the People and Culture Committee.

Leon was until 2014 Vice-Chairman of Investment Banking and a Managing Director at Bank of America Merrill Lynch in Australia.

At Merrill Lynch, Leon led the Bank's financial institutions group as well as having country coverage responsibility, working closely with the heads of the other lines of business and product teams. He was responsible for developing the M&A practice and led the bank on a number of successful transactions for clients in health, financial services, media and energy.

Prior to joining Merrill Lynch, Leon was a partner with Freehills (now Herbert Smith Freehills), an international law firm. He specialised in advising listed companies and mergers & acquisitions.

He served on the Australian Financial Inquiry (the Campbell Committee) while seconded from the Commonwealth Treasury. The Inquiry's recommendations led to the deregulations of Australia's financial industry including the floating of the Australian dollar and removal of inefficient company regulation.

Leon has over 25 years experience in corporate governance, takeovers, mergers and acquisitions, equity raisings and public company finance. Leon was ranked as one of Australia's top advisers on completed mergers and acquisitions. Leon has worked on nearly a trillion dollars of transactions over his career working with major listed and private companies.

He has served as a non-executive director of a number of major Australian companies including Coca-Cola Amatil, Freehills and

OPSM. These roles have given him a unique insight into



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identifying and executing strategic and financial goals.

Leon was a part-time lecturer in securities law at the UTS and the LLM courses at Sydney University and UNSW and has presented widely at international conferences. He has qualifications in economics, accounting and law.



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## JOSÉ ANTONIO PAYET PUCCIO

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JOSÉ ANTONIO PAYET  
PUCCIO  
PARTNER  
PAYET, REY, CAUVI, PÉREZ  
ABOGADOS

LIMA

Mr. Payet is a founding Partner of Payet, Rey, Cauvi, Pérez, one of Peru's leading corporate law firms. He has extensive experience in the areas of mergers and acquisitions, corporate governance and capital markets. He has participated in several of the most important corporate finance transactions as well as significant corporate litigation matters in Peru.

Mr. Payet received his law degree from the Pontificia Universidad Católica del Perú in 1989 and an LLM degree from Harvard Law School in 1991, where he attended as a Fulbright Scholar.

He has written extensively on matters of civil law, mergers and acquisitions and corporate law.



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## TIM PAYNE

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TIM PAYNE  
SENIOR PARTNER  
BRUNSWICK GROUP LLP

HONG KONG

Tim has been with Brunswick for more than 20 years - based in London, then New York, before moving to Hong Kong in 2004 where he leads the firm's business in Asia. Tim's advisory work focuses on reputation management and has a critical issues focus, including crisis response and transaction communications. Brunswick employs over 120 people in Asia, based in Beijing, Shanghai, Hong Kong, Singapore and Mumbai, with active assignments across the region. The firm is a world leading corporate relations partnership with 1,000 staff in 23 offices worldwide.

Before joining Brunswick, Tim was a political campaign director in the UK.

Tim has worked on many of Asia's most significant transactions and corporate situations. Projects include Alibaba's IPO, CITIC Limited's injection into CITIC Pacific, the Hong Kong Stock Exchange's acquisition of the London Metals Exchange; Charoen Pokphand Group's crisis response work and also its acquisition of HSBC's stake in Ping An Insurance; GOME's proxy fight; ICBC's privatization of ICBC (Asia); CNOOC's attempted acquisition of Unocal; Fonterra's corporate communications during the melamine in milk crisis in China. Clients include Sinopec, State Grid, CITIC, TPG, Yum Brands and Pacific Century Group.

He is a director of The Women's Foundation in Hong Kong and a founding Chair of the 30% Club, committed to improving gender balance on public company boards of directors.



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## JUAN MARTÍN PERROTTO

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JUAN MARTÍN PERROTTO  
PARTNER  
URÍA MENÉNDEZ

MADRID

Juan Martín is a partner at the Madrid office of Uría Menéndez. He heads the Asia practice of the firm and is part of the Latin American practice group. He worked in Argentina, Spain and China, focusing his practice in M&A and infrastructure financing.

Professional highlights of his infrastructure practice include advising in drafting the legal and contractual framework applicable to PFI/PPP projects (Argentina and México); several financing of correctional and court facilities, energy and water projects, road, rail and port projects (China, Argentina and Spain); and his contribution as an expert in the group which advises the United Nations on good governance in PFI/PPP projects. Juan Martín's M&A practice involves advising on joint ventures, tender offers, transnational mergers, private equity transactions and acquisitions, with particular emphasis in cross border investments involving China, Europe and Latin America. Juan Martín is listed by a number of international directories as a leading lawyer in both M&A and finance practice areas (Chambers, IFLR1000, Legal 500, Euromoney's Expert Guide to Leading Legal Practitioners, Who is Who Legal, etc).

Juan Martín also serves as an arbitrator at CIETAC (China International Economic and Trade Arbitration Commission), SIAC (Shenzen International Arbitration Center), the Kuala Lumpur Arbitration Court (Malaysia) and at the Madrid Arbitration Court. He lectured at major universities in Latin America (Universidad Católica Argentina, Buenos Aires), Europe (Instituto de Empresa, Madrid) and China (China EU School of Law, Beijing). He is a regular speaker at seminars and conferences related to his areas of expertise and authored over 20 contributions to a number of law reviews and a book on public infrastructures (2010).



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## DAVID REDFERN

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DAVID REDFERN  
CHIEF STRATEGY OFFICER  
GLAXOSMITHKLINE

BRENTFORD

David was appointed Chief Strategy Officer of GSK in May 2008 and is responsible for corporate development and strategic planning. During the last 7 years GSK has entered into numerous bolt-on acquisitions and joint ventures in all parts of the world and across all 3 of its business units (pharmaceuticals, vaccines and non-prescription consumer healthcare products). These included, in particular, last year a multibillion dollar 3 way asset swap with Novartis involving GSK purchasing the Novartis vaccine business, selling its oncology business and the 2 companies forming a joint venture in Consumer Healthcare. He is a member of the Corporate Executive Team and reports to the CEO, Sir Andrew Witty. Previously, he was responsible for the leadership of GSK's business in Northern Europe from 2005-2008 and Central and Eastern Europe from 2002-2005. He joined Glaxo in 1994 in finance and progressed through a series of finance roles before becoming Finance Director of the European business in 1999.

In addition to his current role, David is Chairman of ViiV Healthcare Ltd. ViiV is a joint venture between GSK, Pfizer and Shionogi formed in 2010 and focuses specifically on the discovery, development and commercialisation of medicines to treat HIV. Following the successful development of effective new once a day medicines for treating HIV, ViiV is a fast growing global business with sales in 2015 of over £2bn.

On February 1, 2015 David was appointed a non-executive director of Aspen Pharmacare Holdings Ltd, a South Africa based and listed international specialty pharma company.



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## CHRIS ROBERTS

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Chris Roberts is General Counsel Europe/Asia for CRH, the leading building materials company in the world. He is responsible for all legal and compliance matters in Europe, Asia and South America. He is qualified as an English solicitor and New York Attorney, has degrees from Cambridge and Warwick Universities and an MBA from the RSM in the Netherlands. He has previously served as Group General Counsel for Reckitt Benckiser and as General Counsel for Sybase, IBM and Smiths Group. He began his professional career with Slaughter and May principally based in London. He is also a trustee of the Youth Hostel Association, a leading English and Welsh youth charity.

CHRIS ROBERTS  
GENERAL COUNSEL  
EUROPE/ASIA  
CRH PLC

AMSTERDAM



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## FRANZISKA RUF

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FRANZISKA RUF  
PARTNER  
DAVIES WARD PHILLIPS &  
VINEBERG LLP

MONTREAL

Franziska Ruf is a partner in the Capital Markets, Corporate Governance, Mergers & Acquisitions and Private Equity practices. She advises corporations, private equity firms and financial advisors in connection with Canadian and international public and private acquisitions, divestitures, investments and joint ventures as well as issuers and underwriters in connection with public offerings and private placements. Franziska regularly advises Canadian and foreign strategic and financial sponsor clients in cross-border transactions and works with businesses in various industry sectors. She also advises boards of directors, special committees, senior management and shareholders on a wide range of transactions, public disclosure issues and corporate governance matters.

### Representative Work

- Acted for **The Aldo Group Inc.** in connection with the sale of its Little Burgundy division to Genesco Inc., a NYSE-listed wholesaler and retailer of footwear.
- Acted for **Gaz Métro inc.** in connection with various US and Canadian private placement offerings of debt securities.
- Acted for the **Public Sector Pension Investment Board** in connection with the plan of arrangement to form Northview Apartment Real Estate Investment Trust.
- Acted for **Caisse de dépôt et placement du Québec** and **Fonds de solidarité des travailleurs du Québec (F.T.Q.)** in connection with the sale of the shares of Distech Controls Inc. to NYSE-listed Acuity Brands, Inc.
- Acted for Malaysia's **Felda Global Ventures Holdings Sdn. Bhd.** in its sale of eastern Canada's largest oilseed processing plant to Viterra Inc.
- Acted for **Zoom Media Group Inc.** in the sale of its non-fitness indoor advertising business Newad Media Inc.
- Acted for **Frutarom Industries Ltd.**, a Tel Aviv and London Stock exchange-listed company, in connection with its acquisition of Investissements BSA Inc.
- Acted for **Vision 7 International ULC**, in connection with



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its acquisition by BlueFocus Communication Group Co.

- Acted for **Selex ES Ltd., part of Finmeccanica S.A.**, in connection with its acquisition of TTI Tactical Technologies.
- Acted for the Special Committee of the Board of Directors of **Nordion Inc.**, in connection with its purchase by Sterigenics.
- Acted for **WSP Global Inc.**, in connection with its acquisition of Focus Group Holding Inc.
- Acted for **Fonds de solidarité des travailleurs du Québec (F.T.Q.)** and **Caisse de dépôt et placement du Québec** in connection with the acquisition by the Permira funds of Atrium Innovations Inc.
- Acted as Canadian counsel for **Vista Equity Partners** in connection with its purchase of Qualcomm Inc.'s subsidiary, Omnitrac Inc.
- Acted for **Dassault Systèmes S.A.** in connection with its acquisition of Gemcom Software International Inc.
- Acted for **Desjardins Société financière Inc.** in connection with Fiera Sceptre's acquisition of Natcan Investment Management Inc.
- Acted for **Novacap Industries III, L.P.** in connection with its acquisition of Idaho Pacific Holdings, Inc.
- Acted for **Baosteel Resources International Co., Ltd.** in connection with its investment in Noront Resources Ltd.
- Acted for **Huntsman Gay Global Capital, LLC** in connection with its acquisition of a 70% interest in iCongo.

### Recognition

- Recognized in *Chambers Canada: Canada's Leading Lawyers for Business* in Corporate/Commercial: Québec.
- Named Montréal Merger & Acquisitions Lawyer of the Year 2016 by *The Best Lawyers in Canada*.
- Named Montréal Securities Law Lawyer of the Year 2015 by *The Best Lawyers in Canada*.
- Recognized by *The Lexpert/American Lawyer Guide to the Leading 500 Lawyers in Canada* in the areas of Corporate & Commercial Law, Corporate Finance & Securities and



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Corporate Mid-Market.

- Recognized as a leading practitioner in the areas of Mergers & Acquisitions and Corporate Finance & Securities by the *Expert Guide to the Leading US/Canada Cross-border Corporate Lawyers in Canada*.
- Recognized by *The Canadian Legal Expert Directory* as a leading practitioner in Corporate Finance & Securities, Mergers & Acquisitions, Corporate Mid Market, Private Equity and Corporate/Commercial Law.
- Recognized in the Lexpert special report, *Canada's Leading Corporate Lawyers*.
- Named a leading lawyer in Capital Markets by *IFLR1000: The Guide to the World's Leading Financial Law Firms*.
- Recognized by *The Best Lawyers in Canada* as a leading practitioner of Corporate Law, Mergers & Acquisitions Law and Securities Law.
- Recognized as a leading business law practitioner in *Who's Who Legal: Mergers and Acquisitions*.

#### **Board Memberships**

- Member of the Legal Advisory Committee of the Québec Autorité des marchés financiers (the Québec securities commission)

#### **Community Involvement**

- Director of Le Chaînon Foundation, a non-profit organization wholly-owned by The Association d'entraide Le Chaînon, a women's shelter in Montréal

#### **Teaching Engagements**

Franziska regularly participates on a panel which stages a mock M&A negotiation at Columbia Law School and at Stanford Law School

#### **Speaking Engagements**

Franziska is a frequent participant on panels and speaker at conferences on mergers and acquisitions and securities law



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## ALBERTO SARAVALLE

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ALBERTO SARAVALLE  
PARTNER  
BONELLI EREDE

MILAN

Professor Alberto Saravalle is a senior member of the Executive Committee of BonelliErede. He held the position of Managing Partner of the firm for two terms, from 2007 to 2013.

Professor Saravalle practises corporate law as a partner based in the firm's Milan office. He has been head of one of the four departments of Corporate and Finance since 2002.

His practice focuses on corporate law, capital markets and M&A. Professor Saravalle began his legal career as a foreign associate at the New York offices of Shearman & Sterling. Following his return to Italy in 1986, he worked for ENI S.p.A. as assistant to the director of the legal department, where he advised on financial matters. From 1990 to 1992, he returned to work with Sherman & Sterling in their Paris office. In 1992, he was one of the founding partners of Bonelli e Associati, which merged to form Bonelli Erede Pappalardo in 1999.

Professor Saravalle is Professor of European Union Law and teaches a course on the Eurozone crisis in the Political Science Department of the University of Padua. He enjoyed a period as a visiting scholar at Yale Law School. He has written academic articles, essays and books on his areas of expertise. His op-eds have been published in *The Wall Street Journal*, *Le Monde*, *Il Corriere della Sera*, *Il Sole 24 Ore* and his posts appear regularly in *The Huffington Post Italy*.

Professor Saravalle graduated from the University of Padua in 1981 and went on to study at Cambridge University, where he obtained an LL.B. degree in 1982. He was awarded a Fulbright Scholarship, and obtained an LL.M. degree from Yale Law School in 1985. He was admitted to the Italian Bar in 1986 and is also a member of the New York Bar.



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## MAXIMILIAN SCHIESSL

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MAXIMILIAN SCHIESSL  
PARTNER  
HENGELER MUELLER

DÜSSELDORF

Max Schiessl is a member of the German bar and has been a partner in Hengeler Mueller's Düsseldorf office since 1991. Prior to joining Hengeler Mueller, he worked for the business consultant firm McKinsey & Co. and for a New York law firm.

He practices corporate and securities law, with a focus on cross-border M&A, public tender offers and private equity. Major M&A transactions in his career include Daimler/Chrysler, Deutsche Telekom/Voicestream, Deutsche Börse/New York Stock Exchange, Bayer/Schering, Linde/The BOC Group and Blackstone/Celanese. He recently advised Kabel Deutschland on the takeover by Vodafone, GSW Immobilien on the takeover by Deutsche Wohnen, LEG on the unsuccessful takeover attempt by Deutsche Wohnen, KKR on the takeover of WMF, General Electric on the sale of its Equipment Finance and Receivable Finance businesses in France and Germany and Franz Haniel on the sale of Celesio to McKesson. In addition to his international practice, Mr. Schiessl is the permanent advisor to the board of a number of major German companies. As part of his corporate practice, he advised on a number of major IPOs including Deutsche Post, Deutsche Telekom, Celanese, Merck, Hannover Re and Talanx.

Mr. Schiessl received a J.D. from Munich Law School in 1982 and a LL.M. from Harvard Law School in 1986.

Mr. Schiessl served as Vice-Chair and Chair of the Committee "Corporate and M&A" of the International Bar Association from 1996 - 2002 and as Chair of the Capital Markets Forum of the IBA from 2002 - 2004. He teaches corporate law at Düsseldorf Law School and has published books and law review articles in the areas of mergers & acquisitions and corporate law. In 2011 and 2012, respectively, he was named as one of the ten leading lawyers worldwide in mergers & acquisitions and corporate governance by Who's Who Legal. In the 2015 Chambers Guide he is ranked as a "star individual" in "Corporate/M&A: High-end capability".



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## MARTIN SCHWEDLER

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MARTIN SCHWEDLER  
SENIOR ADVISOR  
LAZARD

VIENNA

Martin joined Lazard as a Senior Advisor of the CEE and Turkey team in January 2015. He is based in Vienna, Austria.

Previously, Martin held several leading positions at Raiffeisen Bank. Since 2011, he was appointed as the CEO of Raiffeisen Invest Russia, where he focused on developing and expanding Raiffeisen's ECM and M&A business in Russia. From 2002 to 2011, has served as a Board Member of Raiffeisen, responsible for Russia, Turkey, Poland, Romania and Hungary as well as for TMT, FIG, Financial Sponsors and General M&A.

Prior to these engagements he worked as a Director at GE Capital in London, responsible for Private Equity investments.

Martin holds a Master of Law from the University of Innsbruck.



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## CYRIL S. SHROFF

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CYRIL S. SHROFF  
MANAGING PARTNER  
CYRIL AMARCHAND  
MANGALDAS

MUMBAI

Mr. Cyril Shroff is the Managing Partner of Cyril Amarchand Mangaldas (“The Firm”) and previously was the Managing Partner of Amarchand & Mangaldas & Suresh A. Shroff & Co., India’s largest and foremost law firm. The Firm has nearly 600 lawyers with offices in Mumbai, New Delhi, Bengaluru, Hyderabad, Chennai and Ahmedabad.

With over 33 years of experience in a range of areas, including corporate laws, securities markets, banking, infrastructure and others, Mr. Shroff is regarded and has been consistently rated as India’s top corporate, banking and project finance lawyer by several international surveys, including those conducted by International Financial Law Review (IFLR), Euromoney, Chambers Global, Asia Legal 500, Asia Law and others. He has won numerous awards from Legal Publications.

Mr. Shroff has been recognized as a “*legendary figure in the Indian legal community*” and is consistently ranked as “*star practitioner*” in India by Chambers Global. Mr. Shroff is often regarded as the “*M&A King of India*”. He has authored several publications on legal topics. He is a member of the Advisory Board of the Centre for Study of the Legal Profession established by the Harvard Law School, a member of the Advisory Board of the National Institute of Securities Markets (NISM) and on Board of IIM, Trichy.

He is an advisory member of the Finance Planning Standard Board of India (FPSB India) and Macquarie.

He is a member of the Media Legal Defence Initiative (MLDI) International Advisory Board. Mr. Shroff is also part of various committees of the Confederation of Indian Industry (CII) - the National Council on Corporate Governance, the National Committee on Capital Markets, Private Equity & Venture Capital, Commodities Markets, Financial Investors and Regulatory Affairs.

Mr. Shroff was admitted to the Bar in 1982 after receiving his B.A., LLB degree from the Government Law College in Mumbai. He is a Solicitor, High Court of Bombay, since 1983.



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## SHARDUL S. SHROFF

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SHARDUL S. SHROFF  
EXECUTIVE CHAIRMAN  
SHARDUL AMARCHAND  
MANGALDAS & CO.

NEW DELHI

Mr. Shardul S. Shroff is the Executive Chairman at the Firm with over 34 years of extensive experience in General Corporate, Banking & Finance, and Projects & Project Finance.

He has significant exposure in strategic alliances and takeovers, mergers and acquisitions, divestments, spin-offs, joint ventures, capital markets, and commercial contracts. Mr. Shroff is also a leading authority on legal matters related to Media Law, Technology Law, Corporate Governance, Policy and Regulatory Practices. He has been instrumental in developing these practice domains in the Firm.

During his career, Mr. Shroff has been involved in many complex and high profile transactions. He has recently advised Videocon Mauritius Energy Limited, on the sale of its 100% stake (valued at US\$ 2.519 billion) in Videocon Mozambique Rovuma 1 Limited to ONGC Videsh Limited and Oil India Limited. The deal was also adjudged as Africa M&A Deal of the Year by The American Lawyer Global Legal Awards 2014.

He has also advised Avantha Holdings Limited (“Company”) in relation to an investment made in the Company by AION Investments Singapore Private Limited and Apollo Asia Private Credit Master Fund Pte Limited by way of issue of rated redeemable secured principal protected market linked non-convertible Debentures (“NCDs”). One of his significant representations has been in the Satyam case, where he advised the government-nominated Board of Directors of Satyam Computers Services Limited in handling the entire turnaround strategy and sale of Satyam Computers Services Limited. This was one of the most complex deals in Indian history which included stake sale and induction of a strategic buyer through an open, fair and transparent court approved bidding process, obtaining SEBI Takeover Code exemptions, Company Law Board proceedings, induction of new directors, SEC investigation and monitoring the forensic investigation on fraud. The Firm handled the entire bid management process including the request for proposals, share subscription agreements, data rooms and all related documents concerning the bid process and financing. In a Euro 32.1 million deal, Mr. Shroff had advised Crompton Greaves in the company’s takeover of Pauwel’s



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power transmission equipment businesses across the world.

As a preeminent expert of his field, Mr. Shroff has been appointed on significant boards of Indian companies. Mr. Shroff is an independent director on the boards of Ashok Leyland, Jindal Power, Jubilant Life Sciences, Visa Power, and Hindustan Media Ventures Ltd. (HMVL).

Widely regarded as a pioneer in the field of Corporate Law, Mr. Shroff has been on a number of high-powered committees appointed by the Government of India and the States of India including committees on various legislations. He has recently been re-elected as the Chairman of National Committee on Legal Services by Confederation of Indian Industry (CII), India's leading industry chamber. Mr. Shroff is the chairman of the CII National Committee on IT & ITeS for the year 2015-16 and is also a member of the CII Public Policy Council. He has been appointed as the Senior Vice President on the Society of Indian Law Firms (SILF).

Being a prominent practitioner, Mr. Shroff has participated in the training and drafting of several important economic legislations and company law reforms in India. Mr. Shroff's was a key member of the high powered Government of India Committee known as the JJ Irani Committee for amending the Companies Act. He was appointed as a member of the Expert Committee formed by the Government of India to examine issues relating to maintenance of Cost Records and Cost Audit in 2014. He has been a member of the second Naresh Chandra Committee appointed to look into aspects of small and medium enterprise and simplification of Company Law (LLPs and joint ventures). He is a member of the US-India Business Council, Vice Chair of the Corporate Counsel Committee of the IPBA Council, the Union Internationale Des Advocats, and the Indo-German Chamber of Commerce.

Mr. Shroff has been consistently rated as a leading lawyer by several international fora and publications, including the Who's Who Legal, Asia Law, Chambers Global, Euromoney, International Financial Law Review (IFLR) etc. He has also been the recipient of several awards and global commendations for his work in M&A, Corporate Restructuring, Capital Markets, Banking and Project Finance.

IFLR1000 2014 edition, the guide to the World's Leading



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Financial Law Firms, has adjudged Mr. Shroff as a leading lawyer in the areas of Banking & Finance and Mergers & Acquisitions. Chambers and Partners, 2014 quotes Mr. Shroff as "one of the most experienced corporate lawyers in the country" and sought after for "high-level input in critical matters". Who's Who Legal Energy Guide 2014 praises Mr. Shroff as one of our most highly regarded practitioners in the guide. The guide further, describes him as a "legendary figure" in the Asian legal market, and internationally acclaimed by peers and corporate counsel, and states that he has a "phenomenal knowledge" of the sector, whilst also boasting "first-class" M&A and financing skills.

Mr. Shroff is a recipient of the National Law Day Award from the President of India. The National Law Day Award Plaque commends Mr. Shroff as a leading corporate lawyer, 'for his unique contribution to the field of corporate law and leadership in its practice' and for being 'instrumental in advancement of India's corporate law practice at international standards'. Mr. Shroff has been awarded as 'External Counsel of the Year 2013' by ASIAN MENA COUNSEL. Mr. Shroff was awarded as the 'Best M&A Lawyer of the Year in India' at the Corporate INTL Legal Awards 2013. He has been honored for his 'Outstanding Contribution to the field of Law' by Chambers and Partners at the Chambers Asia-Pacific Awards 2012 and was recognized as the 'Best Corporate Lawyer of India' by Legal Era at the 2012 Awards for legal excellence. Mr. Shardul S. Shroff has also been acknowledged for 'Raising the Bar' as one of 'Delhi's 50 Elite A-listers' exclusively by the India Today Group.



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## VANDANA SHROFF

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VANDANA SHROFF  
PARTNER  
CYRIL AMARCHAND  
MANGALDAS

MUMBAI

Vandana Shroff is a Partner at Cyril Amarchand Mangaldas. She has over 28 years of wide-ranging experience in general corporate matters and specific expertise in private equity and funds related areas.

She has extensive experience in corporate law and has been advising both domestic and international clients on all aspects of its activities, including mergers, acquisitions, restructuring, foreign investment and commercial agreements.

She has acted for several foreign and domestic private equity funds and venture capitalists, both in public and private investments and has handled all aspects, including due diligence, regulatory filings, open offers and other compliance issues. Her clientele includes blue-chip private equity funds across a range of geographies.

### **Her recent experience includes:**

- Advised regarding the 100% acquisition by **MAN DIESEL & TURBO SE, Germany** (subsidiary of the German multinational, MAN SE corporation) of shares of Max Watt Turbines Private Limited from the existing shareholders of the company.
- Advised **MIH India Ecommerce Pte Ltd** and **MIH Internet Sea Pte Ltd, Singapore** towards signing of the Share Purchase Agreement for selling 100% of the equity share capital of Gaadi Web Private Limited (owner of website [www.gaadi.com](http://www.gaadi.com)) to Girnar Software Private Limited (owner of [www.cardekho.com](http://www.cardekho.com)).
- Advised towards the investment by **Arkema Asie SAS (“Arkema”), France**, in IHSEDU Agrochem Private Limited (“IAPL”), a 100% subsidiary of Jayant Agro-Organics Limited (“JAOL”), a listed company.
- Advised **Punjab National Bank** in relation to acquisition of 30% of the equity share capital of MetLife by way of a Share Purchase Agreement.
- Godrej has entered into an agreement with Hershey to sell its 49% stake in Godrej Hershey Limited (“GHL”) (a joint venture between Godrej Group and Hershey Company) such that GHL will become a 100% subsidiary of the Hershey Company the largest producer of quality chocolates in North



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- America and global leader of chocolate and sugar confectionary products. Advised **The Hershey Company**, USA.
- Advised **Nippon Life Insurance Company** in relation to share-purchase and shareholders agreement to purchase from Reliance Capital Limited the equivalent of 26% of the equity share capital of Reliance Capital Asset Management Company Limited.
  - Advised **Ancor Limited**, one of the world's top global packaging companies based in Australia in its acquisition of Uniglobe Packaging Private Limited.
  - Advised **Endemol Group**, the world's largest independent television producer in formation of strategic alliance with C.A. Media Holdings (Mauritius). C.A. Media Holdings has acquired 49% stake in Endemol India Private Limited for a total consideration of INR 1 Billion One Hundred Seventy.
  - Advised **Alfa Laval Group** in relation to the proposed delisting of their Indian subsidiary, Alfa Laval (India) Limited.
  - Advised **The Indian Hotel Company Limited** in relation to the private equity investment by Omega TC Holdings Pte Limited in IHCL's wholly owned subsidiary Roots Corporation Limited.
  - Advised **Natixis Global Asset Management** in relation to its acquisition of stake in IDFC Asset Management Company and IDFC Trustee Company.



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## SVEIN GERHARD SIMONNÆS

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SVEIN GERHARD  
SIMONNÆS  
PARTNER  
BUGGE, ARENTZ-HANSEN &  
RASMUSSEN

OSLO

Mr Simonnaes has worked with BHR as an attorney at law since he completed his university degrees in 1995, from 2000 as a partner. He has a degree in economics MSc (siviløkonom) from the Norwegian School of Economics and Business Administration (Norges Handelshøyskole), Bergen, Norway (1989) and in law (cand. jur.) from the University of Bergen, Bergen, Norway (1995).

His work centres around private and public M&A transactions and joint ventures, many of which have multinational aspects, public market exits on the Oslo stock exchange, and corporate governance for corporations listed there.



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## ANTON SITNIKOV

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ANTON SITNIKOV  
PARTNER  
GOLTSBLAT BLP LLP

MOSCOW

Anton Sitnikov heads the Corporate/M&A practice of Goltsblat BLP. He has supervised M&A, PE and JV deals in various sectors, with particular emphasis on energy/natural resources, real estate and infrastructure, retail and consumer goods, banking and finance, TMT, and industrial manufacturing.

For several years running, Anton Sitnikov has been recommended by The European Legal 500, Chambers & Partners, Who's Who Legal: CIS in the Corporate/M&A, TMT and restructuring. Anton was also selected by peers for inclusion in The Best Lawyers in Russia 2009 - 2015 in the fields of Corporate/M&A law, Competition/Antitrust law, Insolvency & Reorganisation law. Anton was listed among Leading Lawyers in Financial & Corporate and Energy & Infrastructure by IFLR1000 2014 - 2015.

In 2014, the Corporate/M&A practice, headed by Anton Sitnikov, has won The Best International Law Firm in the Russian PE Industry award for the firm within the VI Russian PE Congress.

### **Track Record**

Some of the recent projects that Anton has led include:

- Advised the Federal Property Management Agency (“Rosimushchestvo”) within the scope of a transaction for signing a shareholders’ agreement with the Republic of Bashkortostan on managing and disposing of shares in PJSC Joint Stock Oil Company Bashneft.
- Advised Kopy Goldfields AB (OMX: KOPY) on its joint venture with GV Gold to explore and exploit a gold hard rock deposit in Irkutsk Region “Kransy Project”.
- Advised shareholders of Sape Group in a transaction with Millhouse and Invest AG Fund becoming shareholders in Sape.ru, a major player on the Russia and CIS internet search optimisation market. Millhouse and Invest AG consortium acquired about 30% of shares in Sape.ru and Serpzilla project (the latter scaling Sape business model



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on the markets of Europe, the USA and Asia).

- Advised and supported Sheremetyevo International Airport during its reorganisation by merging with OAO Terminal — the Terminal D operator. The consolidation of assets through merger was initiated by the government and has a high potential of ensuring the efficient development of the airport and significant advantages over independent development of certain terminals by individual operators. As a result of merger Aeroflot – Russian Airlines, VneshEconomiBank and VTB became shareholders in the consolidated Sheremetyevo, with the Russian Federation remaining the majority shareholder with an 83.4% stake in the authorised capital.
- Assisting Kvaerner in the corporation's business development activities in Russia, including establishment of partnerships with Russian companies working in the Energy sector.
- Advised OJSC Uralkali on a potential acquisition in the transport and logistics sector.
- Advised Alt Telecom in connection with its sale of mobile communications and electronics retail chain to its strategic investor Euroset.
- Advised Equifax on all aspects relating to increase of its interest in Equifax Credit Services, a credit reference agency.
- Advised AlfaStrakhovanie insurance group on the private equity deal related to Medicine AlfaStrakhovanie joint venture.
- Advised North Caucasus Development Corporation (VEB's subsidiary) on the Innovative Construction Technopark Kazbek development project (in partnership with OOO PKF Kazbek, the biggest construction company in the region), including construction of a modern construction materials production complex in the Chechen Republic.
- Advised North Caucasus Development Corporation (VEB's subsidiary) on participating in the first stage of construction of the Arkhyz All-Season Mountain Resort.



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- Advised North Caucasus Development Corporation (VEB's subsidiary) on establishing, in conjunction with OAO Arnest Group, the National Aerosol Cluster on the territory of the national industrial park of Nevinnomyssk, Stavropol Territory, assisting in chemical industry clustering and comprehensive development.
- Advised Sberbank of Russia on its investment project related to acquisition of 25%+1 share in Detskiy mir - Center, the largest children's goods retail store network in Russia.
- Advised Sberbank of Russia in relation to Sportloto Joint Venture with Russkoye Loto Group. Sportloto LLC is an official operator of state lotteries, organized by the Ministry for Finance of the Russian Federation.
- Advised Magna International on planned acquisition of the Russian and CIS part of Opel and related businesses from General Motors Corporation.
- Advised Onexim Grou in relation to acquisition of APR Bank (presently MFK Bank).
- Advised LG International on its coal-mining investment projects in Russia, including corporate governance, finances and security instruments.
- Advised Siemens on reorganisation of its Russian subsidiary via spin-off.
- Advised IKEA on its joint venture with Belaya Dacha to set up Mega Belaya Dacha, one of Russia's largest malls.
- Advised Norilsk Nickel on spin-off of its gold mining assets (Polyus Zoloto) with the market value of ca. USD 10 bn. as on the spin-off date.
- Advised Fleming Family and Partners and its lead counsel Slaughter and May on launch of FF&P Russian Real Estate Development Limited, an investment company targeting property development in Russia.
- Represented and advised Schlumberger Russia in relation to successful arrangement of its pension plan for its employees through ING Non-state pension fund.



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## RICHARD SMITH

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Richard Smith is a corporate partner at Slaughter and May. He advises on a wide range of cross-border M&A and equity capital markets transactions in multiple sectors. His clients include GlaxoSmithKline, Centrica, Aviva, RWE, Trafigura, Atlas Mara, Land Securities, Stock Spirits, Countrywide, Arrow Global, United Utilities and Trafigura.

RICHARD SMITH  
PARTNER  
SLAUGHTER AND MAY

LONDON



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## KLAUS SØGAARD

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KLAUS SØGAARD  
PARTNER  
GORRISSON FEDERSPIEL  
COPENHAGEN

### Practice areas

Klaus Sogaard works in Capital Markets and Corporate/M&A.

Klaus Sogaard primarily deals with securities law, transfer of undertakings, corporate law and general commercial law. He advises a broad range of Danish and foreign companies, primarily on transfer of undertakings, structured sales processes, public take-over bids on listed companies, mergers and de-mergers of listed companies and IPOs. His corporate services also include the position as chairman of meeting at the general meeting in a number of listed companies. In addition, he assists boards in relation to corporate governance.

### Positions of trust and memberships

Chairman of the board:

- A/S Dampskibsselskabet D.F.K.
- Civilingeniør H.C. Bechgaard og hustru Ella Mary Bechgaards Fond
- Enid Ingemanns Fond
- Dansk Forening for Selskabsret

Board member:

- Concordia Fonden
- E.R. Rasmussens Fond
- Ejler Rasmussens Fond
- Max Fodgaard A/S
- Max Fodgaard Fonden
- Frits Sørensen og hustru Agathe Sørensens Familielegat
- Ragna Lemkow f. Kongsteds Familielegat
- Lone og Kaj Nielsens Almenvælgørende Fond
- Lone og Kaj Nielsens Familiefond
- Liv Bryhns Fond



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### **Publications**

- Several articles and speeches relating to general meetings and securities law

### **Education**

- Right of audience before the Danish Supreme Court 1988
- LL.M., University of the Pacific 1985
- Admitted to the Danish Bar 1983
- Candidatus juris, University of Aarhus 1980

### **Career**

- Gorrissen Federspiel 1980-
- Partner, Gorrissen Federspiel since 1986
- Surrey and Morse, New York City 1984



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## EZEKIEL SOLOMON

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EZEKIEL SOLOMON  
SENIOR ADVISER  
ALLENS

SYDNEY

Zeke is a Senior Adviser and former longstanding partner of Australian and international law firm Allens, based in Sydney. He headed Allens' New York office as resident partner for 7 years. He has had an international M&A practice over many years, establishing close links with the U.S., Asia and Europe and working extensively on mining, oil and gas, infrastructure projects as well as in the banking, insurance and other financial services industries.

He served as adviser on foreign investment to the Indonesian Government resident in Jakarta for 2 years and has advised both the Indonesian Government and multinational corporations in Indonesia, where he maintains close links. He has served on the board of the Australian Government's Australia Indonesia Institute and is a Contributing member of the U.S. Indonesia Society in Washington.

He is a member of the governing Council of the National Gallery of Australia, and serves on the board of the United States Studies Centre at Sydney University and of the American Australian Association in Australia. He is also a Patron of the Australian World Orchestra.

Zeke is an Adjunct Professor of Law at Sydney University and University of Technology Sydney. He graduated with the degree of Bachelor of Laws (Honours) from Sydney University and Master of Laws from Harvard Law School, which he attended as a Fulbright Scholar.

Zeke was appointed a Member of the Order of Australia in 2010 in recognition of his services to the law, to international business and to the arts.



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## EMANUEL P. STREHLE

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EMANUEL P. STREHLE  
PARTNER  
HENGELER MUELLER

MUNICH

Emanuel P. Strehle is a member of the German bar and a partner in the Munich office of Hengeler Mueller. Following his post graduate degree in 1997, he advised start-up businesses in Munich. He joined Hengeler Mueller in 2000 - initially based in the Frankfurt office and since 2007 in the Munich office. In 2002, he worked for one year with Wachtell, Lipton, Rosen & Katz, New York.

Emanuel specializes in public and private mergers & acquisitions, including post-M&A corporate and capital market areas, with focus on private equity and cross-border transactions. He further advises on family business matters and succession planning. Among his clients are corporations, large and midcap private equity funds as well as family businesses.

He recently advised KKR on growth capital investments in GetYourGuide and arago, WMF on the sale of Alfi to Thermos Group, Brambles on the acquisition of Trans-Pac Group, Deutsche Telekom on the sale of a majority participation in Scout24 Group, CVC funds on the acquisition of ista Group, Bregal funds on the acquisition of LR Health & Beauty Systems Group, Informatica in the public takeover of Heiler Software and its integration, TKH Group in the public takeover of Augusta, Cinven funds on the acquisition of SLV Group and Brambles in the public takeover of IFCO Systems.

Emanuel has co-authored several books and articles on corporate law and M&A topics.



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## DAVID E. TADMOR

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DAVID E. TADMOR  
CO-CHAIRMAN AND CO-  
MANAGING PARTNER  
TADMOR & CO. YUVAL LEVY  
& CO.

TEL AVIV

Dr. David E. Tadmor is co-chairman and managing partner of Tadmor & Co. Yuval Levy & Co.

David's practice includes the representation of leading multinational clients in a large variety of industries, as well as many of Israel's largest industrial companies, holding companies, and financial institutions.

David is recognized as a leading expert in the area of competition law and regulation. He served as the Director General of the Israel Antitrust Authority (IAA) between 1997 and 2001. During his time in office the IAA trebled in size, legislative amendments were introduced, and much of the foundation for Israel's competition law and enforcement policies was laid. As Director General, David introduced the IAA to the competition committee of the OECD, and was also the driving force behind the cooperation agreement between the United States and Israel in the area of competition.

As a leading lawyer in the area of government regulations, David regularly represents major clients before governmental bodies and legislative committees in many of Israel's major regulatory and legislative reforms.

David has also more than 20 years of experience in the area of mergers and acquisitions. He was a senior partner at Caspi & Co., a leading mergers and acquisition firm in Tel Aviv, and a corporate attorney with the New York law firm of Wachtell, Lipton, Rosen & Katz from 1988 to 1993.

David was an adjunct professor at the Hebrew University of Jerusalem (The Law and Practice of Privatizations), the Interdisciplinary Center (Antitrust Law), and Tel Aviv University School of Law (Telecommunications Law, Antitrust Law, and Corporate Law). He now co-teaches a course in competition and intellectual property law at the Tel Aviv University School of Law.



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## BHARAT VASANI

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BHARAT VASANI  
CHIEF, LEGAL & GROUP  
GENERAL COUNSEL  
TATA SONS LIMITED

MUMBAI

Bharat Vasani is a renowned corporate lawyer in India with an international reputation. With over 3 decades of senior management experience he has successfully managed the in-house legal departments of large multinationals. He is reputed for having the most diverse corporate legal experience, ranging from complex mergers and acquisitions to handling high-profile litigations, both civil and criminal. Presently, he is the General Counsel for the Tata Group, a position that he has held since December 2000.

Bharat's key strength areas include negotiating joint ventures and collaborations, corporate restructuring and negotiation of commercial contracts. He has been actively involved in several large international M&A transactions. He is highly regarded in Government circles and in various Chambers of Commerce for his pro-active approach on public policy issues. His views are sought by the Government of India on diverse matters including the new Companies Bill, the Competition Act, and also the drafting of several new legislations in India. Over the years Bharat has acquired a reputation for his strong domain knowledge of corporate laws as well as for having a good overview of laws of different jurisdictions.

Bharat is a keen public speaker and has addressed a large number of international seminars on various subjects, including corporate governance, mergers & acquisitions, insider trading, takeover code, constitutional issues, etc. He has participated in several international conferences and training programmes at the Harvard Law School and the Harvard Business School. He is a regular in television debates on issues relating to corporate laws.

Bharat has the proud honour of winning several awards, including the IFLR Award 2010 for his outstanding achievements and the Legal Era Award for the Best General Counsel 2011.

He is currently a director on the Boards of Tata Sky Ltd., Rallis India Ltd. and Tata Communications Ltd.

### **Education**



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Bharat holds a First Class Bachelor's Degree in Commerce and a First Class First Bachelor's Degree in Law from Mumbai University. He is also a member of the Institute of Company Secretaries of India and was awarded the President's Medal for securing the First Rank in the Company Secretaries examination in 1979. He has also undergone several intensive training programmes in law and general management including the prestigious M&A training course at the Harvard Business School, and the Leadership in Corporate Counsel Course at the Harvard Law School.



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## TOMASZ WARDYŃSKI

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TOMASZ WARDYŃSKI  
FOUNDING PARTNER  
WARDYŃSKI & PARTNERS

WARSAW

Tomasz Wardyński, CBE, is an *adwokat* and founding partner of Wardyński & Partners.

He handles arbitration proceedings involving foreign and domestic entities. He also practises civil, commercial and competition law and has experience in negotiations on large public projects. He was one of the first lawyers in Poland to develop a practice in EU and competition law.

Tomasz Wardyński is a graduate of the Faculty of Law and Administration at the University of Warsaw (1970), the College of Europe, Bruges (1973), and the Institute of European Studies at the University of Strasbourg (1975). He was a visiting scholar at the American Bar Foundation (1985).

He has been in private law practice since 1979. In 1991–1996 he was a member of the Advisory Council on Privatisation to the Prime Minister of Poland. He is honorary legal adviser to Her Britannic Majesty's Ambassador in Poland. In 2001 he was appointed Honorary Commander of the British Empire by Her Majesty Queen Elizabeth II.

From 2006 to 2009 he served as a member of the Arbitral Council of the Court of Arbitration at the Polish Chamber of Commerce.

He is a member of the Arbitral Committee of the Court of Arbitration at the Confederation of Lewiatan. He is a listed arbitrator there and at the International Arbitral Centre of the Austrian Federal Economic Chamber in Vienna. He is a member of the ICC Commission on Arbitration and ADR and also serves as a member of the ICC International Court of Arbitration in Paris.

He is a member of the American Counsel Association and the board of trustees of the Academy of European Law in Trier, Germany.

Tomasz Wardyński is a member of the Warsaw Bar. He is active



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in the International Bar Association and serves on the IBA Presidential Task Force on the Independence of the Legal Profession.

He is the co-author of *Competition Law*, published by LexisNexis in cooperation with Wardyński & Partners (Warsaw 2012).



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## CHRISTIAN WELLS

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Christian is responsible for legal and regulatory affairs and group wide governance across the UK, US and Spain. Christian also heads up our global Compliance and Ethics.

He was Head of Legal & Compliance for the UK business, from 2005 to 2010. Previously, Christian was Chief Counsel for the UK for Sara Lee Corporation and Chief Counsel for Branded Apparel Europe with responsibility for global legal affairs for the Sanex brand. He trained and worked at Farrer & Co as a solicitor in the corporate team.

CHRISTIAN WELLS  
GENERAL COUNSEL AND  
COMPANY SECRETARY  
HIBU

READING



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## PETER WILLIAMSON

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PETER WILLIAMSON  
PROFESSOR OF  
INTERNATIONAL  
MANAGEMENT  
CAMBRIDGE JUDGE  
BUSINESS SCHOOL

CAMBRIDGE

Peter Williamson is Professor of International Management at Judge Business School and Fellow of Jesus College, University of Cambridge.

Peter divides his time between research and consulting on multinationals (with a special interest in emerging market firms), M&A, and business ecosystem innovation and serving as non-executive director of several companies spanning financial services through to green energy. He has held professorships at London Business School, Harvard Business School and INSEAD (in Fontainebleau and Singapore). Formerly with Merrill Lynch and The Boston Consulting Group, he earned his PhD in Business Economics from Harvard University. Peter has been visiting China regularly since 1983, assisting numerous multinationals and Chinese joint ventures in industries as diverse as textiles, machinery, airlines, retailing and financial services. Peter has advised foreign companies on several acquisitions in China. More recently he has been assisting Chinese companies venturing abroad to develop international strategies and organisation and to integrate acquisitions.

Peter's books include: *The Competitive Advantage of Emerging Market Multinationals* (Cambridge University Press, 2013); *Dragons at Your Door* (2007); *Winning in Asia* (2004) and *From Global to Metanational* (2001).

Recent articles include: "*The New Mission for Multinationals*", "*Accelerated Innovation*", "*Strategies for Competing in a Changed China*" and "*Is Your Innovation Process Global?*" (all in the MIT-Sloan Management Review) – The latter received a Sloan-Pricewaterhouse Coopers Award honouring those articles that have contributed to the enhancement of management practice; "*How China Re-Set Its Global Acquisition Agenda*", "*Value-For-Money Strategies For Recessionary Times*", "*China's Hidden Dragons*" (all in Harvard Business Review). His more than 50 other articles include: "Ecosystem Advantage: How to successfully harness the power of partners" (awarded an Emerald Citation of Excellence for 2015), "*Strategy as Options on the Future*" and "*Diversification, Core Competences and Corporate Performance*".



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## JASON WORTENDYKE

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JASON WORTENDYKE  
MANAGING DIRECTOR, HEAD  
EMEA DIVERSIFIED  
INDUSTRIALS  
CITIGROUP

LONDON

Jason Wortendyke is a Managing Director and the Head of the Europe, Middle East and Africa region Diversified Industrials Group at Citigroup. In this capacity, he is responsible for the firm's industrial sector clients across the region. Mr. Wortendyke also sits on the Global Banking Strategic Cross-Border Transactions Development Committee.

Prior to taking on his current role in September 2014, Mr. Wortendyke was Co-Head of the Asia Pacific region Diversified Industrials Group at Citi. Before joining Citigroup in September 2011, Mr. Wortendyke was Joint Head of Asia Industrials at UBS. Ahead of his move to Asia in 2010, he was a Managing Director and founding member of UBS's Chicago office and had responsibility for a number of client sectors in the Midwest region of the United States, with a focus on Diversified Industrials.

During the last 20 years, Jason Wortendyke has been involved in a wide variety of strategic and capital raising transactions across a range of industries, including the industrials, consumer, healthcare and services sectors. M&A transaction experience includes corporate acquisitions, divestitures, special committee advisory and hostile defense advisory. Selected M&A transactions include Bombardier's \$1.5 billion capital raise for Bombardier Rail from CDPQ, Altor's sale of Piab to EQT, Motovario's €200 million sale to TECO; UniCarriers Corporations's \$888 million sale to MHI and Mitsubishi Nichiyu Forklift; CIC's investment in COFCO Agri (Noble Agri and Niderra), Hitachi's €1.9 billion acquisition of Ansaldo Breda and Ansaldo STS, Sany's €10 million minority stake purchase in Palfinger AG, AIA's \$300 million strategic investment in CITIC Group, Valvitalia's €368 million sale to FSI, Yanjun Automotive's \$325 million sale to Baoxin Automotive, CIC's \$425 million stake acquisition of Polyus Gold, CIC's \$2.5 billion investment into Alibaba, Joy Global's \$1.4 billion acquisition of China's IMM; Shanghai Electric's \$4 billion global boiler joint venture with Alstom; the \$23 billion structured debt and equity exchange of Cargill's 64% stake in Mosaic; Solvay India's \$250 million merger with Abbott India; Deb plc's \$520 million sale to Charterhouse; VW's \$1.6 billion sale of Brazilian Truck



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Operations to MAN; NuCO2's \$487 million sale to Aurora Capital; Banta's \$1.3 billion white-knight sale to RR Donnelley; DeVry's \$310 million acquisition of Ross University; Ecolab's \$445 million acquisition of the Henkel-Ecolab Joint Venture; Boise Cascade's minority squeeze out of Boise Cascade Office Products; and ADESA's sale to a private equity consortium. He has also worked on several restructuring and bankruptcy-related M&A assignments, including Navistar's acquisition of Monaco Coach and the restructuring of Quebecor World, and subsequent sale of Quebecor World to World Color Press. He has advised on and executed corporate finance transactions for clients including: equity financings for Bain Capital's Hero Stake, Sinopec Engineering, China State Construction, Actuant, Fluor, KBR, North American Energy Partners, NuCO2, Perini and URS; structured convertible notes for Asia Cement, China Railway Construction Corporation, Medtronic and Navistar; investment grade notes for China Railway Construction, Boeing, Deluxe, Ecolab, Philips, Siemens and Textron Financial; high yield notes for Navistar, NMHG Holding, Rexnord and URS; Hybrid securities for China Railway Construction Corporation, China Overseas Holdings, Noble Group, Textron and Textron Financial; asset based loans for ADESA, Banta and Hamilton Beach.

Mr. Wortendyke received his undergraduate degree from Princeton University in Economics and East Asian Studies. He is fluent in English and conversational in Mandarin. Outside of his professional career, Mr. Wortendyke is a Trustee of Western Reserve Academy, a co-educational boarding school based in Ohio; President *Emeritus* of The Sue Duncan Children's Center, a charitable after-school children's program on the South Side of Chicago; and a Mentor in the Princeton University Varsity Athletics Mentorship Program. In addition, he is an active member of The Royal Society of St George HK and the Commanderie de Bordeaux. He is also a corporate board member of Applied Wine Ltd and an advisory board member of VestedWorld LLC.



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## QINGHUA XU

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QINGHUA XU  
PARTNER  
ERNST & YOUNG

PARIS

Qinghua XU is a partner at EY (formerly Ernst & Young) where she created in 2004 EY's first Chinese Business Service Group in Europe dedicated to advising European multinationals to invest and grow in China; since 2008, she has been leading the Chinese Overseas Investment Network (COIN) in EMEIA, assisting Chinese companies investing and expanding into this region.

Qinghua is a driving force for EY in EMEIA to bring the East and the West together by bridging the cultural, regulatory and communication gaps and working closely with C-suite business leaders from both Europe and China to help formulate and implement their international business development strategies, thanks to her in-depth knowledge of the two regions of the world and her 16 years of international professional service experience. Qinghua is particularly active since recent years in advising Chinese companies to achieve operational expansions/transformations in EMEIA both via green fields and acquisitions.

Her success in serving Chinese investors in EMEIA, in particular in Europe, also lies in her capacities to have accesses to and work closely with host governments to "educate" them on China and objectively and tactfully present a balanced picture of Chinese companies' hard power and soft power, as the latter is often inadequately expressed and/or misperceived, thus posing as a hurdle to expand and accelerate the trade routes with China.

In this regard, Qinghua served as special advisor to the French Presidency on China affaires from 2009 to 2011, currently acts as an advisor to several European and African governments to assist them in formulating and promoting competitive policies to attract Chinese investments into those countries.

Prior to joining EY in France in 2002, Qinghua had lived and worked in the United States during an extended period as a business consultant and then lawyer accredited by the New York State Bar. Qinghua studied in Nan Kai University in Tianjin, China, and has a degree in Bachelor of Arts from the University of South Florida and a JD double majored in International Business Law and European Union Law from the University of Pacific in California and the University of Louvain in Belgium.



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## SHUJI YANASE

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SHUJI YANASE  
PRESIDENT  
OK CORPORATION

TOKYO

Shuji Yanase is a member of the Tokyo Bar Association, and since 2014 has been engaged in business as President & Representative Director of a company (“OK Corporation”) operating a chain of supermarkets in the Tokyo metropolitan area. Mr. Yanase served as Chairman of Nagashima Ohno & Tsunematsu law firm in Tokyo from 2000 to 2005, and as Of Counsel at the firm from 2006 to 2014. He has been practicing law for over forty years, and his principal areas of practice have been international financing and securities; M&A; joint ventures and other international transactions, and include, in the most recent decade, international dispute resolution.

He is a member of the Board of Visitors of Columbia Law School, the Private International Law Association of Japan, the Arbitration and ADR Law Society of Japan, and Rotary International.



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## FRANNY YAO

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FRANNY YAO  
PARTNER & LEADER, KEY  
ACCOUNTS & GOVERNMENT  
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BEIJING/NEW YORK

Franny Yao is a Partner at Ernst & Young, where she is responsible for Key Accounts and Government Relations in China. Franny has been a driving force in bringing E&Y services to major Chinese companies. She plays a key role in serving large Chinese financial institutions, i.e. lead Client Relationship Partner for Industrial and Commercial Bank of China, Bank of China, Bank of Communications, China Life and Global Client Service Partner for CIC (China's Sovereign Wealth Fund). Franny works closely with Chinese regulators and stakeholders, e.g. China Banking Regulatory Commission (CBRC), China Insurance Regulatory Commission (CIRC), People's Bank of China, Central Huijin and MoF. She has worked on several large international M&A transactions and strategic initiatives by major Chinese companies, as well as with multinational firms seeking growth in China. Franny's in-depth knowledge of the business environment in China enables her to help Western business executives to understand the Chinese market and formulate strategies to operate effectively in China.

Franny was the first woman partner at E&Y Beijing 15 years ago and the first Mainland born partner at E&Y, a leading global professional services firm in assurance, tax, transactions and advisory services with 190,000 people and 728 offices in 150 countries around world. She served as the lead partner of Diversity & Inclusiveness for EY Asia Pacific. Prior to joining EY in 1997, Franny had a diverse working background including working for a IT firm in US, with a European bank, Chinese SOE, and Chinese government agency. Her educational background is equally broad, including studies at Xi'an Foreign Language University and The Wharton School.

Franny currently serves as Senior Advisor to the Governor of Shaanxi Provincial Government, International Advisory Board Member of The School of Management Xi'an JiaoTong University and a Founding Director of the International Institute for the Study of Cross-Border Investment and M&A (a joint study institute among Guanghua School of Management of Peking University, the Pollack Center for Law and Business of NYU and Judge Business School of the University of Cambridge).



CAMBRIDGE  
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## FEI YIN

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FEI YIN  
MANAGING DIRECTOR  
GUOTAI JUNAN SECURITIES

NEW YORK

Mr. Yin is responsible for developing the cross-border mergers and acquisitions practice at Guotai Junan Securities. Prior to joining Guotai Junan Securities in 2014, Mr. Yin was an M&A banker at Evercore and the main representative for strategic cooperation between Citic Securities and Evercore in New York, where he focused on strategy analysis and M&A transactions for Chinese and foreign clients in various areas such as TMT, automotive, consumer goods, metals & mining, manufacturing, and real estate in the US and globally. Prior to joining Evercore, Mr. Yin was an associate at UBS and a technology manager at Microsoft. Mr. Fei Yin holds a B.A. from Peking University, a M.S. in Computer Science from University of Wisconsin at Milwaukee and a MBA from Kellogg Business School in Northwestern University. Mr. Yin is fluent in English and Mandarin.



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## ZHU WEI

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ZHU WEI  
MANAGING DIRECTOR,  
GLOBAL CO-PRESIDENT,  
AND GLOBAL HEAD OF  
PRIVATE EQUITY  
STANDARD CHARTERED  
PRIVATE EQUITY LIMITED

SINGAPORE

Mr. ZHU Wei joined Standard Chartered Bank (SCB) in September 2009 and currently serves as Managing Director, Global Co-Head of Standard Chartered Private Equity (SCPE). He is also a member of the bank's Leadership Team and its Investment Committee, and serves as board member of a number of SCPE's investee companies.

Prior to joining SCB, Mr. Zhu was a Senior Managing Director at CVC Asia Pacific responsible for China investment (2008-2009). Prior to that, he served as a Managing Director of Goldman Sachs Gao Hua Securities Limited (2005-2008), where he headed Goldman Sachs' investment banking business in the Shanghai region and advised Chinese local companies on IPO, equity and debt financing, and M&A activities. Prior to that, he was a founding and long standing member of the Chinese management consulting industry. He joined A.T. Kearney in 1993 and worked his way to become a partner and head of Greater China practice (2001-2003). He was later the Managing Partner and China President of Roland Berger Strategy Consultants during 2004-2005. As a management consultant, he advised clients on business strategy, operations and new investment. Mr. Zhu started his career at Dow Corning Corporation where he had taken a series of management positions in Corporate Strategic Planning, International Treasury, Marketing and Business Development in the US and Asia Pacific region. Overall, Mr. Zhu has over 27 years of combined experiences in private equity, investment banking, management consulting and industrial management, primarily in Greater China and Asia.

Mr. Zhu received his Bachelor of Science in Foreign Service from Georgetown University in Washington DC. He also holds his MBA from the University of Chicago.



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## IZABELA ZIELIŃSKA-BARŁOŻEK

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IZABELA ZIELIŃSKA-  
BARŁOŻEK  
PARTNER  
WARDYŃSKI & PARTNERS

POZNAŃ

Izabela Zielińska-Barłózek is a legal adviser and the partner in charge of the firm's M&A Practice. She also heads the Poznań office.

She provides legal support for M&A transactions and ongoing advice on corporate law.

In her long practice, she has advised on transactions and coordinated legal support for acquisition and sale of enterprises and assets, as well as shares in companies, including in cooperation with foreign law firms on global transactions. She has taken part in many enterprise restructuring projects, including mergers and reorganisations. For many years she has headed teams of lawyers conducting comprehensive due diligence projects.

She is involved in the activities of international associations, serving as chair of one of the committees at Lex Mundi (a network of renowned independent law firms throughout the world) and chair of Servicing Industry Subcommittee at the Real Estate Committee of the International Bar Association, among other posts.

Izabela Zielińska-Barłózek graduated in law from Adam Mickiewicz University in Poznań (1996), where she also completed postgraduate studies in European law (2004). She was admitted to the Poznań Chamber of Legal Advisers in 1999.

She is the co-author of *Mergers and Acquisitions Transactions* (Warsaw 2011) and *Environmental Law in M&A and Real Estate Transactions* (Warsaw 2014), and editor of *Legal Risks in M&A Transactions* (Warsaw 2013), published by LexisNexis Polska in cooperation with Wardyński & Partners.

Izabela Zielińska-Barłózek has worked with Wardyński & Partners since 1997.