



Representative Legal Matters

Ben Wilkinson

Selected lender-side mandates

- Acting for the senior lender in connection with the unitranche financing of Fremman Capital's acquisition of VPS, a Netherlands-based marine fuel testing provider.
- Acting for Goldman Sachs, JP Morgan, Morgan Stanley, Nomura, UBS, KKR Capital, BNP Paribas, CACIB, NatWest and Unicredit as the mandated lead arrangers and original lenders in connection with the debt financing of the acquisition of Zentiva, Sanofi's European generic pharmaceuticals business, by Advent International Corporation. The debt financing included a senior facility including a EUR 680 million Facility B tranche, a GBP 175 million Facility B tranche and a EUR 125 million revolving credit facility, as well as a EUR 275 million second lien facility. He also advised the mandated lead arrangers on the debt financing for Zentiva's acquisition of Alvogen's business in Central & Eastern Europe (CEE), and a further incremental TLB debt raise of EUR 125 million.
- Acting for the arranger and original lender in connection with the debt financing of Ares Private Equity's acquisition of Exemplar Healthcare.
- Acting for the arranger and original lender in connection with the financing of Advent International's acquisition of Vitaldent.
- Acting for Credit Suisse, Deutsche Bank, and Societe Generale as lead arrangers and original lenders in connection with the acquisition of House of Creed, a multinational perfume company, by BlackRock's Long Term Private Capital (LTPC). The debt financing consisted of a EUR 250 million TLB facility and a EUR 60 million revolving credit facility.
- Acting for J. Aron & Company LLC, an affiliate of Goldman Sachs, on its entry into an oil inventory monetisation arrangement with Nynas AB.
- Acting for Nordea Bank Abp on the financing arrangements for the combination of Konecranes Oyj and Cargotec Oyj comprising EUR 935 million term loan facilities for Konecranes Oyj and a EUR 400 million term loan facility for Cargotec Oyj.

- Acting for Barclays Bank PLC (as the new term lender) on a USD 154.8 million incremental term loan provided to IT service management provider, Output Services Group, Inc..
- Acting for the mandated lead arrangers Deutsche Bank, BNP Paribas, Rabobank, ING and ABN Amro, in connection with a EUR 515 million recapitalisation of the take-private acquisition by vehicles controlled by Advent International Corporation of shares in Mediq N.V. (now known as Mediq B.V.), a Dutch-listed international provider of medical devices and pharmaceuticals.
- Acting for Jefferies Finance LLC as mandated lead arranger in connection with the EUR 150 million term facilities for the refinancing of the Famar group.
- Acting for Deutsche Bank AG, as sole global coordinator and Deutsche Bank AG, Commerzbank AG, Unicredit Bank AG and HSBC Bank PLC as arrangers in connection with the refinancing and recapitalisation of Minimax by way of senior secured facilities comprising of EUR 315 million and USD 422 million TLB, EUR 141.5 million guarantee facility and EUR 40 million revolving facility. Acting for global coordinator Deutsche Bank and bookrunners Commerzbank AG and Unicredit AG in connection with the refinancing of Minimax Viking's financing arrangements.
- Acting for a coordinating committee of banks on the AED 2.8 billion financial restructuring of Tabreed, an Abu Dhabi-based district cooling company with operations across the Middle East.
- Acting for Deutsche Bank AG, London Branch as Security Trustee in connection with the issuance by Virgin Media Secured Finance Plc of USD 1 billion 6.50% Senior Secured Notes due 2018 and GBP 875 million 7.00% Senior Secured Notes due 2018.

Selected borrower-side mandates

- Acting for Carlsberg on the bridge financing for its recommended cash acquisition of international soft drinks business, Britvic PLC. The acquisition values the entire issued and to be issued ordinary share capital of Britvic at approximately £3.3 billion on a fully diluted basis and an implied enterprise value of approximately £4.1 billion.
- Acting for Unikmind Holdings Limited on the bridge financing for its successful cash offer and public-to-private takeover of Kape Technologies plc, a leading 'privacy-first' digital security software provider. The final offer price implied an equity value for Kape of approximately US\$1.6 billion. A global Baker McKenzie team advised on all aspects of the transaction, including public M&A, debt financing, corporate, regulatory, competition, trade and foreign investments and employment and benefits.
- Acting for leading Nordic sponsor FSN Capital Partners in connection with the EUR 610 million term loan B debt financing The facility was used for FSN's

acquisition of Optigroup, Hygas and affiliates TPC and BFG (i.e. four acquisition packaged into one).

- Project Amazon (confidential): acting for the borrower/acquirer in connection with the debt financing of approx. USD 1 billion of multiple OMLs in Nigeria, by way of senior and junior secured loan facilities and structured notes (arranged by Standard Chartered Bank).
- Acting for Ideal Standard in connection with their working capital facilities with Deutsche Bank and Goldman Sachs.
- Acting for Avon Rubber p.l.c., a leading provider of life critical personal protection systems to military and first responder markets, on its USD 130 million acquisition of 100% of the equity of Team Wendy, LLC, a leading supplier of critical protective systems including helmets and helmet liner and retention systems for military and first responders, based in Cleveland, Ohio.
- Acting for Seplat Petroleum Development Company PLC, a Nigerian oil & gas business listed on the Nigerian and London Stock Exchanges, on its GBP 382 million recommended cash offer for Eland Oil & Gas PLC, an AIM listed company with oil and gas assets in Nigeria, to be implemented by means of a scheme of arrangement.
- Acting for Wind Tre on a new 2017 EUR 3.4 billion senior facilities agreement in a combined bank bond financing for a total amount in excess of EUR 10 billion, the bond issuance being the largest single issuance ever of euros by a single borrower.
- Acting for Wind Telecomunicazioni S.p.A. and its affiliated entities (the "Wind Group") in connection with the Wind Group's EUR 6.6 billion refinancing of its existing senior and second lien facilities and of its existing 2015 High Yield Notes. The refinancing was funded by the issuance of EUR 1.25 billion and USD 2 billion of new senior secured notes and by drawings under a new EUR 3.93 billion senior facilities agreement.

Selected financial advisor-mandates

- Citi as financial adviser on the offer by Schneider Electric SE for all of the remaining shares in AVEVA Group PLC, valuing the equity at £9.86 billion on a fully diluted basis.
- Barclays as financial adviser to Boston Scientific on its GBP 3.3 billion offer for BTG plc.
- Rothschild as financial adviser to GeoPark Limited in connection with its GBP 242 million offer for Amerisur Resources Plc.
- Standard Chartered Bank as financial adviser to Medco Energi Internasional on its GBP 408 million offer for Ophir Energy plc.

