

LEX MUNDI

# Cross-Border Transactions



**LexMundi**  
World Ready

# Unmatched Resources



**160**  
Member Firms

**100+**  
Countries

**21,000**  
Lawyers



**Lex Mundi gives you preferred access to the resources of premier member firms around the world for your cross-border needs.**



# Lex Mundi Cross-Border Capabilities

## Coordinated, Cross-Border Legal Advice

In today's uncertain political and economic climate, cross-border transactions are running into a complex array of challenges in a growing number of jurisdictions. Foreign investment restrictions, regulatory scrutiny, shareholder activism, rising social expectations and data protection are just some of the trends impacting valuations, execution risk and post-merger synergies. More than ever, the ability to meet balance sheet objectives, anticipate issues and adhere to sensitive deadlines depends on well-resourced and coordinated legal expertise.

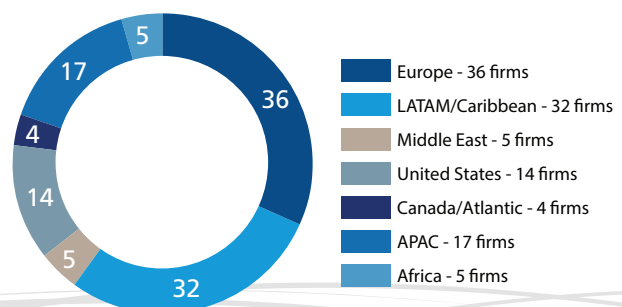
Lex Mundi's Cross-Border Transactions Group (CBTG) provides access to the experienced, top-tier legal advice clients require to expand their operations and investments into global markets. Our global network of 160 leading law firms in more than 100 countries delivers the experience, expertise, indigenous insight

and local relationships that are essential in executing cross-border transactions and multijurisdictional projects.

## Market Leaders in Cross-Border Transactions

Each Lex Mundi member firm is a leading firm in its jurisdiction. Law firm quality and overall standing are constantly monitored and are paramount to the success of Lex Mundi and the strength of its brand. Forty-eight Lex Mundi member firms that are active in the CBTG are ranked for Corporate/M&A in their jurisdictions by Chambers and Partners.

### Chambers Global 2019 Ranked Firms





## A Unique Transactional Approach

Over the past 30 years, Lex Mundi has created a unique model for offering coordinated, cross-border legal advice to clients. The approach differentiates Lex Mundi from global firms and networks while preserving the independence of the members and the non-exclusive nature of the Lex Mundi relationship. This model is based on top-tier firms working seamlessly together in more than 100 countries, building deep relationships among specialist lawyers and making shared investments in three key areas:

- **People**

Under the coordination of a lead member firm (or member firms), lawyers from across the network with specific expertise are regularly assembled to advise clients. Personal familiarity and longstanding, strong working relationships among member firm lawyers enhance communication and help keep projects on track.

- **Process**

In addition to having common protocols for communication, time lines, deliverables and budgets, member firms can also work under a single engagement letter. Joint fee quotes and coordinated invoicing are available upon request. Member firms typically work with clients at the outset of a transaction to determine the preferred approach to project management, either with one lead firm, with a small group of lead firms in different regions or with other arrangements. Lex Mundi also makes additional support available through free-of-charge project managers who can serve as a backstop for efficient transaction management.

- **Technology**

Clients have access to Lex Mundi's secure and user-friendly digital platform, which combined with project management support, can be used to build data rooms, draft documents, manage workstreams, and monitor fees, deadlines and deliverables.





# Resources for Clients: Our Seamless Service Proposition

## **Know-How and Market Trends**

Throughout the year, the CBTG holds meetings to share and develop legal solutions. Featured speakers typically include experienced corporate counsel, senior investment bankers, fund managers, regulatory authorities and corporate decision makers. Between physical meetings, the group regularly shares regional updates from around the world in order to engage lawyers in a dialogue to facilitate knowledge-sharing on trending issues.

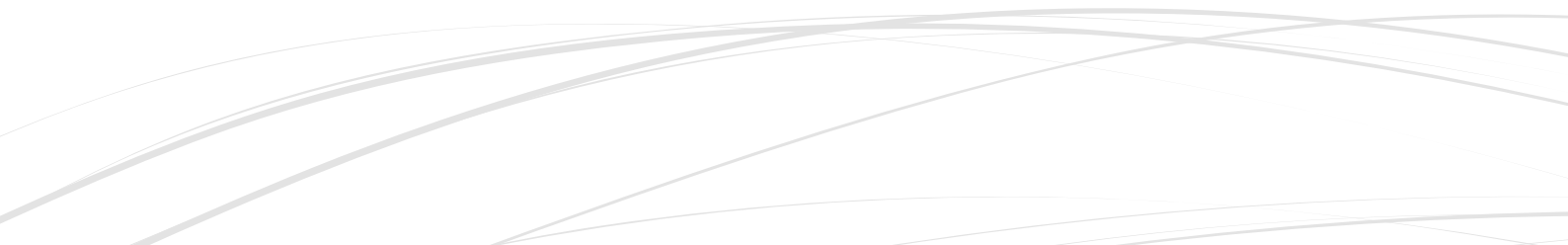
## **Annual Client Seminar**

The CBTG hosts an annual high-end global seminar for clients. The unique event brings together senior in-house counsel, Lex Mundi member firm lawyers and other M&A professionals to discuss current trends and issues impacting M&A activity on a regional and global level. The seminar features a special line-up of interactive

panels and networking events to ensure that participants have plenty of opportunity to become acquainted and discuss challenges, insights and solutions with colleagues from around the world.

## **Client Development Roundtables**

For individual clients, the CBTG organizes 1-2 hour briefing sessions to discuss current topics in specific jurisdictions of interest. Briefings are conducted by CBTG lawyers from across the network and are interactive in nature. Previous client roundtables covered regulatory developments, legal challenges and market trends, including helping companies prepare for Brexit, deal with GDPR, understand local M&A conditions and learn more about the use of joint ventures.





“My experience with the Lex Mundi [Client Development] Roundtable was really positive. It gave me the chance to discuss with law firms in different jurisdictions on topics of my choice, showing me the strength of the law firms within the network while allowing me to enter in a discussion that could be useful for both parties, for me in terms of content and for the law firms to understand better how an international group like Thyssenkrupp is organized, the businesses in the said jurisdictions and what is our current setup, potential areas of need and the way we do our legal work as potential clients. Clearly, a win-win situation.”

— *Carlos Seraller, Regional General Counsel EMEA, Thyssenkrupp*

## Global Horizon Scans

Lex Mundi recently launched a horizon scanning service which provides clients a customized risk-mapping report that matches their geographic footprint. The purpose of the exercise is to help companies anticipate and proactively respond to risk under the radar in jurisdictions where they operate or may need to expand. Horizon scans have been used to identify and get an overview of red flag issues, including regulatory scrutiny, aspects of due diligence and foreign investment challenges. A member of the Lex Mundi Business Development team will work with you to shape the survey, quality-check responses, and present findings.

## Online Knowledge Tools

The CBTG prepares an annual report on current M&A trends shaping deal activity across the globe.

Members in the CBTG also develop legal comparison tools and resources for in-house teams with oversight over business units in multiple jurisdictions. These resources include guides addressing global issues including anti-corruption compliance, data privacy, merger notification and token sales, among many others. Explore these resources here: [https://www.lexmundi.com/lexmundi/Global\\_Practice\\_Guides.asp](https://www.lexmundi.com/lexmundi/Global_Practice_Guides.asp)

Clients can access other Lex Mundi insights and reports from our annual General Counsel Summits, including a report on best practices for corporate legal teams managing cross-border M&A: [https://www.lexmundi.com/lexmundi/Resources\\_and\\_Insights.asp](https://www.lexmundi.com/lexmundi/Resources_and_Insights.asp)

# Client Testimonials

"The interaction between the Lex Mundi member firms on this transaction, and the ability of the firms to work together on parallel and interdependent tasks, was seamless and exemplary. The commitment to the task, and the ability to find innovative solutions that addressed multiple concerns and aims, in what was a challenging set of circumstances, was fantastic. We extend our thanks to the Lex Mundi team."

—*Mason Hills, Partner,  
Resource Capital Funds, USA*

"Lex Mundi stresses teamwork based on strong relationships developed through more than twenty years of mutual client service. It was a real bonus to be able to work with two firms that had a shared affiliation based on similar cultures and work ethic. It allowed me to trust that each firm understood my needs and shared a common vision on how to achieve success in a complex cross-border transaction."

—*George R. Jurch,  
General Counsel the  
Americas, Continental Tire  
North America, USA*

"Our transaction was important for the group and a tremendous job was done by the whole professional team in pulling it together in a tight timescale. The ability of the lead firm to call on Lex Mundi member firms around the world played a major role in delivering the deal."

—*Gordon Brough,  
General Counsel, Aberdeen  
Asset Management PLC, UK*

## Training and Development

Our professional development programs provide business skills for lawyers of all levels, with spaces available for in-house counsel. Over 1,300 member firm lawyers have undergone intensive, week-long skills trainings in cross-border transactions or dispute resolution in Monterey, California. Experts, in-house counsel and member firm partners provide training in international coordination, finance, negotiations and current trends. Up to 40 senior lawyers each year hone their skills at the Business Management Program at the University of Cambridge, Judge Business School, for training in corporate strategy, operations, finance, risk and leadership. Mid-level lawyers also engage in common training designed to coach them in various aspects of cross-border transactions through a deal

simulation, including a review of heads of terms and issue spotting, negotiation skills and client communication. In addition, associates learn about recent M&A trends and techniques utilized in M&A deals across various regions of the world.

"For me, there were two key benefits to the [Lex Mundi Client Development] Roundtable. Firstly, and perhaps the most obvious one, was the ability to have a real time discussion on a current issue of the day, getting into a true what I'll call comparative law discussion. That was very valuable. However, possibly even more important was the networking opportunity it provided, not just of the sort you'd get in a social or regular conference setting, but at a more detailed technical level, which can be beneficial when later considering specific needs for legal advice."

—*Graham Venhegan, Chief Legal Officer and  
Company Secretary, The Weir Group*



“When we use a Lex Mundi member firm, we know we are getting our money’s worth. Value isn’t always measured by the lowest cost, although most Lex Mundi member firms are competitive on fees. But we feel comfortable that Lex Mundi member firms will get the work done efficiently, correctly and with minimal oversight, saving us time and money.”

—*Dr. Martin Wagener,  
General Counsel, AUDI AG,  
Germany*

“Initially, I was concerned that a network of firms would prove too complex and unwieldy to handle a cross-border transaction successfully. But Lex Mundi has made it easy, providing a single main firm contact and assuring me of seamless service across all locations. It truly is like dealing with a single law firm, but with the assurance of top quality no matter where the need arises.”

—*Ashok Kumar Kinra,  
Chief Financial Officer,  
JK Tyre & Industries Limited,  
India*

“In my experience with M&A transactions, the member firms of Lex Mundi have always been willing and prepared to listen and adjust to their client’s needs, both in terms of alternative billing arrangements and in terms of creative thinking to resolve unusual challenges.”

—*Alexandre S. D’Ambrosio,  
Former General Counsel  
and Managing Director of  
Votorantim Industrial, Brazil*

Lex Mundi is not one firm, and the network is stronger because of it. By joining Lex Mundi, member firms are better positioned to offer clients global service while retaining the full independence to invest in the local capabilities needed to stay at the top of their respective markets.

The trust between member firm lawyers and the pride member firms take in their work make for an end product which, in terms of quality, exceeds other legal resources.

**Lex Mundi — the law firms that know your markets.**



# Recent Cross-Border Transactions

- Advising Proximus on its acquisition of Codit, a European IT player headquartered in Belgium.

**Lex Mundi member firms involved:** Liedekerke Wolters Waelbroeck Kirkpatrick (Belgium) (lead role), Gide Loyrette Nouel A.A.R.P.I. (France), GANADO Advocates (Malta), Houthoff (Netherlands), Morais Leitão Galvão Teles, Soares da Silva & Associados (Portugal) and Pestalozzi (Switzerland).

- Advising HIVE Blockchain Technologies on setting up cryptocurrency mining operations in Iceland and Sweden.

**Lex Mundi member firms involved:** Farris, Vaughan, Wills & Murphy LLP (Vancouver, Canada) (lead role), Advokatfirman Vinge KB (Sweden) and LOGOS Legal Services (Iceland).

- Advising a multinational player in the chemical industry on the divestiture of several of its business units in Latin America.

**Lex Mundi member firms involved:** Demarest Advogados (Brazil), Brigard Urrutia (Colombia), Estudio Olaechea (Peru) and Claro & Cia., Abogados (Chile).

- Advising an Ecuadorean conglomerate on structuring a mining project.

**Lex Mundi member firms involved:** Thompson Dorfman Sweatman LLP (Manitoba, Canada), Guyer & Regules (Uruguay), Claro & Cia., Abogados (Chile) and Pérez Bustamante & Ponce (Ecuador).

- Advising on the mandatory offer for shares in Techcomp (Holdings) Limited, which is primary listed on SEHK and secondary listed on SGX.

**Lex Mundi member firms involved:** Deacons (Hong Kong) (lead role) and Rajah & Tann Singapore LLP (Singapore).

- Advising private equity firm Milestone Partners in connection with its acquisition of RedZone Robotics, Inc., a technology-enabled solutions business.

**Lex Mundi member firms involved:** Pepper Hamilton LLP (USA, Pennsylvania) and Simpson Grierson (New Zealand).

- Advising on the acquisition of KOP Surface Products from Akastor ASA.

**Lex Mundi member firms involved:** Burness Paull LLP (Scotland) (lead role) and Rajah & Tann Singapore LLP (Singapore).

- Advising a European global manufacturer of gas valves on a joint venture in India.

**Lex Mundi member firms involved:** Arendt & Medernach (Luxembourg) and Shardul Amarchand Mangaldas & Co. (India).

- Advising Gemini DC Fund on a dispute with Bouygues E&S Ireland Limited in respect of a contract for the design and construction of the Gemini Data Centre in Dublin, Ireland.

**Lex Mundi member firms involved:** Rajah & Tann Singapore LLP (Singapore) (lead role) and Arthur Cox (Ireland).

- Advising Dümmer Orange on the acquisition of two U.S.-based wholesale plant brokerage firms.

**Lex Mundi member firms involved:** Houthoff (Netherlands) (lead role) and Alston & Bird LLP (Georgia, USA).

- Advising a South American bank on the restructuring of its operations across Europe.

**Lex Mundi member firms involved:** Morais Leitão, Galvão Teles, Soares da Silva & Associados (Portugal) (lead role), Gide Loyrette Nouel A.A.R.P.I. (France), Houthoff (Netherlands), Arthur Cox (Ireland), CERHA HEMPEL (Austria), Noerr LLP (Germany), Chiomenti (Italy) and Arendt & Medernach (Luxembourg).

- Advising Zimmer Biomet on the acquisition of the listed company Medtech.

**Lex Mundi member firms involved:** Faegre Baker Daniels (Indiana, USA) and Gide Loyrette Nouel A.A.R.P.I. (France).

- Advising NCR Corporation on the divestment of its interactive printer solutions division with worldwide operations, assets and employees.  
**Lex Mundi member firms involved:** Womble Bond Dickinson (US) LLP (North Carolina, USA) (lead firm), Bass, Berry & Sims PLC (Tennessee, USA), Basham, Ringe y Correa, S.C. (Mexico), Gide Loyrette Nouel A.A.R.P.I. (France), Claro & Cia., Abogados (Chile), Simpson Grierson (New Zealand) and Afridi & Angell (United Arab Emirates).
- Advising lenders on a complex merger involving Lumenis, an Israeli-based healthcare company, and XIO Group, a Hong Kong-based investment firm.  
**Lex Mundi member firms involved:** S. Horowitz & Co. (Israel) (lead role) and multiple other Lex Mundi member firms including Chiomenti (Italy), Rajah & Tann Singapore LLP (Singapore) and Shardul Amarchand Mangaldas & Co. (India).
- Advising DeepOcean on its acquisition of Searov Offshore SAS.  
**Lex Mundi member firms involved:** Houthoff (Netherlands) (lead role), Rajah & Tann Singapore LLP (Singapore) and Gide Loyrette Nouel A.A.R.P.I. (France).
- Advising Avon Cosmetics on general corporate and employment matters.  
**Lex Mundi member firms involved:** Uría Menéndez (Spain), Noerr LLP (Germany) and CERHA HEMPEL (Austria).
- Advising Sapec on the sale of its agribusiness to Bridgepoint.  
**Lex Mundi member firms involved:** Demarest Advogados (Brazil) and Uría Menéndez (Spain).
- Assisting General Motors on a review of the company's options with respect to its Chevrolet business in Europe.  
**Lex Mundi member firms involved:** Houthoff (Netherlands) and multiple other Lex Mundi member firms.
- Advising on a series of divestitures for a Fortune 500 multinational oilfield services company with operations in over 80 countries.  
**Lex Mundi member firms involved:** Baker Botts LLP (Texas, USA) (lead role) and multiple other Lex Mundi member firms.
- Antitrust advice from nine different jurisdictions with regards to antitrust clearance and approvals for a U.S.-based multinational company.  
**Lex Mundi member firms involved:** Butzel Long (Michigan, USA) (lead role) and eight member firms in nine jurisdictions across Europe and Asia.
- Advising Fiskars Oyj in respect of the cross-border merger between Fiskars France and Fiskars.  
**Lex Mundi member firms involved:** Roschier, Attorneys Ltd. (Finland) (lead role), Gide Loyrette Nouel A.A.R.P.I. (France) and Uría Menéndez (Spain).
- Advising ScanSource, Inc. on the acquisition of a Brazilian-based electronics company.  
**Lex Mundi member firms involved:** Demarest Advogados (Brazil) (lead role), Estudio Olaechea (Peru), Basham, Ringe y Correa, S.C. (Mexico), Claro & Cia., Abogados (Chile) and Brigard & Urrutia (Colombia).
- Global compliance audit across 38 countries in the areas of HR, corporate/secretarial and exchange control for a \$6 billion multinational technology solutions provider.  
**Lex Mundi member firms involved:** Arthur Cox (Ireland), Bowmans (Uganda), Clayton Utz (Australia), Demarest Advogados (Brazil), Morrison & Foerster LLP (California, USA), Noerr LLP (Germany), Rajah & Tann Singapore LLP (Singapore), Roschier, Attorneys Ltd. (Finland), Advokatfirman Vinge KB (Sweden) and Wardynski & Partners (Poland).
- Advising an international distributor on the acquisition of an aftermarket automotive parts distributor operating in Australia and New Zealand.  
**Lex Mundi member firms involved:** Alston & Bird LLP (Georgia, USA) (lead role), Clayton Utz (Australia), Rajah & Tann Singapore LLP (Singapore) and Houthoff (Netherlands).

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## About Lex Mundi

Lex Mundi is the world's leading network of independent law firms with in-depth experience in 100+ countries.

Lex Mundi member firms offer clients preferred access to more than 21,000 lawyers worldwide – a global resource of unmatched breadth and depth. Each member firm is selected on the basis of its leadership in – and continued commitment to – its local market. The Lex Mundi principle is one independent firm for each jurisdiction. Firms must maintain their level of excellence to retain membership within Lex Mundi.

Through close collaboration, information-sharing, training and inter-firm initiatives, the Lex Mundi network is an assurance of connected, on-the-ground expertise in every market in which a client needs to operate. Through our global client services platform, Lex Mundi member firms are able to seamlessly handle their clients' most challenging cross-border transactions and disputes.

Lex Mundi member firms are located throughout Europe, the Middle East, Africa, Asia and the Pacific, Latin America and the Caribbean, and North America. Through our nonprofit affiliate, the Lex Mundi Pro Bono Foundation, members also provide pro bono legal assistance to social entrepreneurs around the globe.

### Lex Mundi

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