



# MERGERS AND ACQUISITIONS

We speak your language.  
Everywhere.



LAWYERS,  
EXPERIENCED  
AND CREATIVE.

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

[schindhelm.com](http://schindhelm.com)



## WE THINK FOR YOU ALWAYS TWO STEPS AHEAD

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

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

We have many years of experience and expertise in transaction advisory. For large deals, we assist you with correspondingly large and interdisciplinary teams. We guarantee holistic M&A advice by involving experienced specialists from the fields of corporate, capital markets, tax, labour, antitrust and competition law. Tailor-made solutions for your company are our top priority. In this way, we also adapt our team to your individual needs. In cross-border transactions, an international team works hand in hand to find the best solution for you.

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### **Three good reasons - that set us apart:**

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

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

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





## SELECTED CONSULTATION GOALS

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

- Structuring of the transaction and drafting and negotiation of preliminary agreements (e.g. letter of intent, confidentiality and exclusivity agreement, data room regulations)
- Preparation, coordination and execution of legal due diligence reviews
- Steering of transactions and establishment of acquisition vehicles
- Transaction design from a fiscal law perspective
- Drafting and negotiating the contracts and accompanying documents required for the transactions, drafting and negotiating shareholders' agreements and participation agreements
- Support in the establishment of joint ventures
- Post-closing services including post-acquisition/sale restructuring, corporate services, post-merger integration, notification and publication duties
- Support in structured divestment processes (bidding procedures)
- Advice on acquisition financing, negotiation of loan and collateral agreements
- Advising on capital market law issues for listed target companies
- M&A transactions in crisis situations and insolvency, restructurings
- Notarial support of M&A transactions (share deals; asset deals)
- Enforcement of warranty claims and claims for damages arising from acquisitions of companies and shareholdings
- Public acquisitions, consultation according to the Securities Trading Act (WpHG)
- Initial public offering (IPO)
- Merger oversight



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