

## Cross-Border Mergers & Acquisitions

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Cross-border acquisitions and joint ventures are critical to many companies' growth strategy. They also present unique challenges from multiple perspectives—political, cultural, language, structural, financial and legal. Overlooking these challenges can cause a deal to fall short of its potential or, worse yet, fail completely. We work with companies to provide a clear sense of the potential rewards and risks when exploring these transactions and provide proper planning to address corporate, tax, financing and regulatory issues crucial to deal success.

Our Cross-Border Mergers & Acquisitions (M&A) team includes several lawyers who specialize in transactions that cross international boundaries. We know there is no “one size fits all” approach because requirements vary considerably from country to country and also depend on the particular business operations and needs of the parties. We handle transactions out of our U.S. offices as well as our foreign offices in Shanghai, China and Saltillo, Mexico, and we collaborate when appropriate with an established network of law firms around the globe to handle clients' needs worldwide. Members of our team are licensed in China and Mexico and speak, read and write more than 15 foreign languages.

We regularly work with our clients' management, investment bankers and corporate development and in-house legal teams to get deals done. We are sensitive to the issues that concern both strategic and financial buyers and are accustomed to working with tight deadlines and budgets. Our Cross-Border M&A team:

- Uses knowledge about how U.S. companies operate and think
- Understands laws and business practices in other countries
- Uses international legal, cultural, language and negotiation experience and skills
- Uses our established relationships with local law firms and other service providers worldwide

## Experience

### Representative Cross-Border M&A Cases

- Represented a U.S. automotive accessories company in the acquisition of one of its U.S. suppliers and the supplier's Filipino subsidiary.
- Represented Mitsui & Company Venture Partners in advising venture capital arm of Mitsui Group, one of Japan's largest publicly traded companies, in connection with acquisition of a Chinese biopharma company and producer of cancer drugs.
- Represented Sinopec International on its acquisition of Toronto Stock Exchange-listed Daylight Energy Ltd. (Daylight) for a total cash consideration of US\$ 2.2

billion. The deal was named among LEXPERT's Top 10 Deals of the Year.

- Represented a U.S. industrial equipment manufacturer for the oil and gas industry in the acquisition of a U.S. competitor with subsidiaries located in Canada, India and Russia.
- Represented Zoran Corporation in its US\$ 166 million acquisition of Microtune, Inc. and its Chinese subsidiaries.
- Represented a U.S. company in the acquisition of a U.S. company with subsidiaries located in the U.K. and India, each of which provide enterprise solutions.
- Represented NV Bekaert SA in its acquisition of PRC subsidiaries of Bridgestone Corporation for 70 million Euros.
- Represented a U.S. branded safety products company in the acquisition of the assets of related U.K. and U.S. turf products manufacturers.
- Represented a European Listed Company on in its acquisition of leading Chinese manufacturer of die cutting machinery.
- Assisted with numerous transactions in which foreign counsel retained our team to handle due diligence on U.S. subsidiaries of foreign companies which were targeted for acquisition.
- Represented a Global Top 10 biotech company in its acquisition of traditional Chinese medicine company in China.
- Represented a European Listed Company with respect to proposed US\$ 1.4 billion spin-off and auction sale of PRC operations.
- Represented NV Bekaert SA in its acquisition of a controlling position in a leading PRC state owned steel products manufacturer.
- Represented Harsco Corporation in its US\$ 200 million acquisition of Excell Materials, Inc., a multinational company that specializes in the development of minerals technologies.
- Represented Global Top 10 energy company in its bid to purchase assets in Norway and Africa.
- Represented Shanghai Municipal Government's Asset Management Company on proposed acquisition of U.S. geothermal power plant.
- Represented Chicago private equity fund in its acquisition from ABB of foundry business with business units in Germany, China and Brazil.
- Represented a Chinese state owned nuclear power corporation on a proposed US\$ 1.2 billion outbound acquisition of mining assets in Africa.
- Represented Chinese state owned iron and steel company on US\$ 400 million acquisition of Australian iron ore mine.