

Luther.



Mergers & Acquisitions

Competent and Innovative M&A Advice

„Nobody plans to fail,
but many fail to plan.“

Lee Iacocca, former CEO, Chrysler Group

Buying or selling a company, managing a merger or take-over or setting up a joint venture – M&A transactions often encompass a range of complex and varied issues which need comprehensive, but also long-term solutions. Solutions that need to be coordinated from a financial, legal and tax perspective and always tailored to suit the project.

The legal aspects of M&A transactions are challenging: there is more to it than simply accompanying the transaction, identifying the legal and tax risks and ensuring that the client is safeguarded contractually against any risks.

We offer more than just legal and tax advice

- We use a multidisciplinary approach, which is why we always bear in mind the financial aspects and our client's goals.

- We are experienced team players when it comes to working with accountants and consultants and know that legal advice should never be regarded in isolation.
- We engage a team of lawyers whose expertise fit the specifics of the transaction and who alongside their excellent professional skills also know the industry.
- International know-how and the resources required for cross-border transactions are available immediately, through our membership with the worldwide Taxand group.
- Structuring transactions is not routine for us we focus on providing innovative, bespoke solutions.

Our practitioners have extensive experience in dealing with M&A transactions, which means we can offer you more than just legal and tax advice at the highest professional level: we are not only familiar with the practice of M&A transactions but also the sectors and the industries.

We advise businesses of all sizes and from all industries, but focus on large to medium-sized companies, including those listed on the stock exchange. We also have extensive experience in public sector transactions.



Transaction preparation

- Creating and optimising legal and tax transaction structures – implementing useful preliminary structures
- Planning the stages of the transaction and agreeing on negotiation strategies – defining and coordinating the economic, legal and tax interests and goals
- Preparing information and documentation for the seller including vendor due diligence or setting up and supervising data rooms
- Preparing and negotiating the documentation and agreements needed for the transaction (confidentiality agreements, letters of intent, data room rules, term sheets, etc.)

Transaction implementation

- Assisting with and carrying out legal and tax due diligences – also within the scope of IPOs and corporate actions
- Compiling due diligence reports/processing the information
- Legal opinion (for submission to banks and for use when preparing prospectuses)
- Drafting and negotiating the entire transaction documentation including the appropriate preparation and follow-up
- Advising with regard to transaction financing

Transaction follow-up

- Monitoring the closing (closing terms, payment and other transactions, reviewing the documentation)
- Follow-up measures/integration processes in particular regarding industrial property rights, employment law or standard documentation (post-merger integration)

In addition, we can also help you with

- Cross-border/international transactions (which we supervise transnationally from one source, i. e. with one central contact person)
- Structured tendering procedures
- Management buy-out – management buy-in
- Turnaround and distressed debt investments
- Acquisition financing (equity capital, senior loans, bridge loans, mezzanine capital financing, etc.)
- Private equity and venture capital investments/seed financing, pre-IPO financing, etc.
- Joint ventures

Our Clients

- National and multinational groups of companies – listed companies
- Medium-sized companies – family-run businesses
- Public sector
- Private equity

Luther Rechtsanwaltsgesellschaft mbH advises in all areas of business law. Our clients include medium-sized companies and large corporations, as well as the public sector. Luther is the German member of Taxand, a worldwide organisation of independent tax advisory firms.

Berlin, Brussels, Cologne, Dusseldorf, Essen, Frankfurt a. M., Hamburg, Hanover, Leipzig,
London, Luxembourg, Munich, Shanghai, Singapore, Stuttgart, Yangon

Luther Corporate Services: Delhi-Gurgaon, Kuala Lumpur, Shanghai, Singapore, Yangon

Your contact: Dr. Thomas Kuhnle, Phone +49 711 9338 19193, thomas.kuhnle@luther-lawfirm.com

Further contacts can be found on our website www.luther-lawfirm.com.

Hits the mark. Luther.

