

Partner, Frankfurt

Private Equity; Mergers and Acquisitions



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Education

Dr. jur., University of Tübingen, 2002

Second State Exam, State of Baden-Württemberg, 1999

First State Exam, University of Tübingen, 1997

Bar Admissions

Stuttgart (Germany)

Associations

Member, International Bar Association (IBA)

Member, American Bar Association (ABA)

Member, German-American Lawyers Association (DAJV)

Languages

German

English

French

Dr. Jan Bauer is head of Skadden's private equity practice in Germany and leads the firm's German offices. He focuses on advising private equity and corporate clients on complex cross-border M&A transactions. This includes private and public deals as well as joint ventures. He also advises on corporate governance matters, corporate restructurings and capital markets-related issues.

Dr. Bauer is recognized as a leading lawyer for his private equity and corporate M&A work in top legal publications, including the *JUVE Handbook*, *Chambers Global*, *Chambers Europe*, *Best Lawyers in Germany*, *The Legal 500* and *IFLR1000*. Clients characterize him in those rankings as a "class act" and recognize him as "one of the heavy hitters in the market."

Dr. Bauer's significant transactions since joining Skadden include advising:

- **Færch Group** and its owner, **A.P. Møller Holding**, on the acquisition of PACCOR Group from U.S. private equity firm Lindsay Goldberg;
- **Silver Lake** in its strategic partnership and investment in German publicly listed company Software AG via the purchase of €344 million aggregate principal amount of subordinated unsecured convertible notes. This is the first PIPE by any U.S. technology investment firm in a German public company;
- **The KraftHeinz Company** in its acquisition of an 85% stake in Just Spices GmbH;
- **Sanity Group GmbH** in its formation of a joint venture with an international team of scientists to create Endosane Pharmaceuticals GmbH, which will develop pharmaceuticals for the treatment of neuropsychiatric and psychiatric disorders;
- **HeidelbergCement AG** in its partnership with Thoma Bravo and the acquisition of a 45% stake in Command Alkon, a company specializing in cloud-based supply chain technology solutions for heavy building materials, from Thoma Bravo at an implied pre-money valuation of the business of US\$1.7 billion;
- **Filmbetriebe Berlin Brandenburg** and its controlling shareholders in the sale of a stake in Studio Babelsberg to TPG Real Estate Partners, followed by a subsequent public tender offer by TPG;
- **Armira** and **Boxine** in Boxine's €1 billion business combination with 468 SPAC I SE, one of the first de-SPAC transactions in the market involving a German-listed blanc cheque company;
- **Ontario Teachers' Pension Plan** in relation to the €3.8 billion sale of CeramTec to Canada Pension Plan Investment Board and BC Partners;
- the shareholders of **SEEPEX GmbH** in the US\$514 million sale of SEEPEX to Ingersoll Rand Inc.;
- **SIGNA Sports United GmbH** in connection with its US\$3.3 billion initial public offering on the New York Stock Exchange as a result of the de-SPAC merger with Yucaipa Acquisition Corporation. The merger also included the acquisition of WiggleCRC Group;
- **Picnic International B.V.** in connection with its partnership with Edeka and Edeka's investment in Picnic;
- **Hidroviás do Brasil S.A.** in its acquisition of the South American shipping business of Imperial Logistics Limited;
- the shareholders of **Canyon Bicycles**, **Roman Arnold** and **TSG Consumer Partners** in the sale of a majority stake in Canyon Bicycles to Groupe Bruxelles Lambert;
- funds advised by **Energy Infrastructure Partners AG** in a €530 million investment for a 49% stake in BayWa r.e. renewable energy GmbH;

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- **Coty Inc.** in its strategic partnership with KKR & Co. Inc. including the carveout sale of 60% of its professional beauty and retail hair businesses to KKR with an enterprise value of US\$4.3 billion;
 - **The SCP Group** in its:
 - €1.2 billion acquisition of the Real Group from METRO AG; and
 - sale of the digital business of Real, including the online marketplace operated under real.de, to Schwarz Gruppe;
 - **Gulf Energy Development** in its acquisition of a 50% stake in the €2.6 billion offshore wind farm Borkum Riffgrund 2 from Global Infrastructure Partners and its joint venture with Ørsted;
 - **Credit Suisse Energy Infrastructure Partners** in its acquisition of a minority stake in the €2 billion Arkona offshore wind farm;
 - **Castik Capital** in securing a long-term investment in its Water-Logic business from BCI;
 - **TIP and funds managed by I Squared Capital** in the €650 million acquisition of PEMA Group from Société Générale; and
 - **SIGNA International Sports Holding GmbH and SIGNA Sports United GmbH** in connection with the formation of a strategic partnership with AEON and The Central Group.

Dr. Bauer's representations advising **private equity clients**, prior to joining Skadden, include:

- **American Industrial Partners** in the combination of its Goss printing business with manroland web systems;
- **Apax Partners** in its acquisition of Azelis Group;
- **Baillie Gifford** in its investment in CureVac;
- **Blackstone** in numerous transactions, including in its:
 - €1.6 billion sale of the Meerwind offshore windfarm to China Three Gorges;
 - €1 billion acquisition of Armacell;
 - acquisition of a 45% stake in Leica Camera followed by a public takeover offer;
 - €700 million acquisition of Jack Wolfskin;
 - €2.68 billion acquisition of a minority stake in Deutsche Telekom; and
 - €3.1 billion public-to-private acquisition of Celanese AG;
- **Deutsche Beteiligungs AG** in several transactions, including its acquisition of Braun Group;
- **Eurazeo** in various transactions, including in connection with its investment and disposal of APCOA Group;

- **Goldman Sachs** in its:
 - €270 million acquisition of Continental Bakeries;
 - investment in windeln.de and the subsequent IPO of windeln.de; and
 - investment in Mister Spex;
- **KKR** in various transactions, including in its:
 - US\$1.3 billion acquisition of Hitachi Koki;
 - €1 billion acquisition of the global diabetes care business of Bayer AG;
 - €1 billion sale, together with Goldman Sachs, of a minority stake in KION to Weichai Power through a primary share issuance and the subsequent IPO of KION; and
 - US\$2.38 billion acquisition of Capsugel from Pfizer;
- **One Equity Partners** in various transactions, including in its:
 - US\$200 million acquisition of the Peroxygens business from FMC Corporation; and
 - €420 million investment in Schoeller Arca Systems;
- **Ontario Teachers Pension Plan** in its:
 - €4.6 billion acquisition, together with Partners Group and CDPQ, of Techem; and
 - €2.6 billion acquisition, together with BC Partners and PSP, of CeramTec;
- **Soros Fund Management** in various transactions, including in its €200 million investment in Evonik; and
- **TSG Consumer Partners** in its:
 - investment in Canyon Bicycles; and
 - investment in Zoeva.

Dr. Bauer's recent representations advising **corporate clients**, prior to joining Skadden, include:

- **ATOS SE** in its €600 million acquisition of Unify Group from Siemens AG and Gores Group;
- **Celanese Corporation** in various transactions, including in its acquisition of SO.F.TER. Group;
- **HeidelbergCement AG** in various transactions, including in its:
 - €2.4 billion sale of its maxit business to Saint Gobain;
 - sale of its lime business to Rheinkalk; and
 - sale of its German and Swiss calcium silicate business to H+H for an undisclosed amount;

Dr. Jan Bauer

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- **Helaba** in various transactions, including its sale of Hannover Leasing, an asset manager with €13.6 billion assets under management, to CORESTATE;
 - **Infineon AG** in various transactions, including its US\$1 billion sale of its wireless solutions business to Intel;
 - **KION GROUP AG** in various transactions, including in its:
 - US\$3.25 billion acquisition of DEMATIC from AEA and OTTP;
 - €271 million sale of a majority stake in its Linde Hydraulik business to Weichai Power; and
 - disposal of its container handling business to Konecranes;
 - **LEO Pharma** in its €675 million acquisition of the dermatology business of Astella;
 - **Scholz AG** in its €1.48 billion restructuring and the investment by Toyota Tshusho Corporation in the company;
 - **Union Investment** in its joint venture with ZBI and the establishment of a €1 billion residential real estate fund; and
 - **Warner Music** in its acquisition of the Spinnin record label.

Dr. Bauer chairs the firm's German Diversity, Equity and Inclusion Committee and is a member of the firm's Global Diversity, Equity and Inclusion Committee.