

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, including 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:

- **MorphoSys AG** in its pending €2.7 billion sale to, and public takeover by, Novartis and the simultaneous disposition of the worldwide marketing rights of its antibody drug Monjuvi to Incyte Corporation
- **Energy Infrastructure Partners** in its minority investment of up to €700 million in Eni Plenitude, an Italian diversified energy transition company, at an enterprise value of over €10 billion and a post-money equity value of approximately €8 billion
- **TSG Consumer Partners** and **Backcountry** in the sale of Bergfreunde GmbH, a Germany-based online retailer of premium outdoor apparel and equipment, to DECATH-LON S.E., the world's largest sporting goods retailer
- **Hermann Rosen**, founder of **ROSEN Group**, a global leader in inspection and integrity management services for energy transmission pipelines, in the carve-out of the company's New Ventures division, the sale of ROSEN Group to Partners Group AG and a significant reinvestment by Mr. Rosen in the new ownership structure
- **I Squared Capital Advisors LLC** in its €1.4 billion acquisition of Arriva Plc (including all of its operating businesses across 10 European markets) from Deutsche Bahn AG. This was one of the first transactions under the new EU Foreign Subsidies Regulation regime
- **Goldman Sachs** as financial advisor to the management board of **Klöckner & Co SE** in connection with the approximately €973 million voluntary public takeover offer by SWOCTEM GmbH for the entire issued share capital of Klöckner & Co
- **Trimble** in its €1.9 billion acquisition of Transporeon, a leading cloud-based transportation management software platform, from Hg
- **Armira** in its €30 million anchor investment as part of a €60 million private placement of new shares in tonies SE
- a consortium led by **Energy Infrastructure Partners** on the acquisition of approximately 20% of Fluxys Group, an operator of gas pipelines and LNG terminals across Europe, from Canadian pension fund Caisse de dépôt et placement du Québec (CDPQ) and its partnership with Publigas SA, which owns approximately 77% of Fluxys Group

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- **Gulf Energy Development Group** in its:
    - acquisition of a 24.99% indirect equity stake in Outer Dowsing Offshore Wind Project, an early-stage development of a 1,500 MW offshore wind farm located off the Lincolnshire coast in eastern England that is expected to commence commercial operation in late 2029
    - acquisition of a 50% stake in offshore wind farm Borkum Riffgrund 2 from Global Infrastructure Partners and its joint venture with Ørsted
    - the subsequent disposal of 50.01% of its stake in the €3 billion wind farm, representing a 25% interest in the project, to a joint venture of Singapore-based Keppel Infrastructure Trust and Keppel Corporation Limited, and the related joint venture agreement between Gulf and Keppel
    - its US\$409 million acquisition from J-Power of a 49% stake in the 1.2 GW gas-fired Jackson Generation project in Illinois
  - **FINN**, a leading car subscription platform, in its:
    - US\$110 million Series B financing round led by Korelya Capital, including both new and existing investors, with an implied company value of more than US\$500 million
    - US\$110 million Series C financing round led by Planet First Partners, with an underlying post-money valuation of more than US\$650 million
  - **Celonis**, a German decacorn and global leader in execution management, currently valued at US\$13 billion, in its US\$400 million Series D extension led by the Qatar Investment Authority, including both new and existing investors
  - **Energy Infrastructure Partners** in the acquisition of a 49% stake in Iberdrola's €1.425 billion Wikinger offshore wind farm
  - **phenox** and its shareholders, including health care private equity investor **SHS**, on the sale of phenox to Wallaby Medical for a total consideration of €500 million including milestone payments
  - **Hg** in connection with its significant minority investment, alongside EQT and TA Associates, in IFS and WorkWave, two cloud-based software services businesses, at a US\$10 billion valuation
  - **Medigene** on its global cancer immunotherapy collaboration with BioNTech
  - **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
  - **Hidrovias 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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# Dr. Jan Bauer

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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
    - sale of the digital business of Real, including the online marketplace operated under real.de, to Schwarz Gruppe
  - **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
  - **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 chairs the firm's German Diversity, Equity and Inclusion Committee and is a member of the firm's Global Diversity, Equity and Inclusion Committee.