Sandro de Bernardini

Skadden

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Corporate



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Education
Law Degree, University of Rome
Tor Vergata, 2000

Bar Admissions
Milan, Italy

Solicitor, England & Wales

Languages
Italian

English

Spanish

French

Sandro de Bernardini focuses on cross-border mergers and acquisitions, private equity, real estate and corporate finance transactions. Mr. de Bernardini has represented a variety of companies in several industries in connection with cross-border acquisitions and disposals, auction sales and multijurisdictional restructurings. He has also worked for private equity firms, attending to all aspects of their business, from formation to portfolio acquisition and management to refinancing and exit.

He has been recognized by *The Legal 500 UK*, where he is described by clients as "proactive, knowledgeable and very practical in his approach," and as a Notable Practitioner in M&A by *IFLR1000*. Additionally, Mr. de Bernardini was named by *Financial News* as one of its 40 Under 40 Rising Stars in Legal Services.

Mr. de Bernardini is also head of Skadden's award-winning Italian desk, which has been recognised as Law Firm of the Year/Italy Desk by *Premio Le Fonti* every year since 2015. The team has also repeatedly won *TopLegal*'s Italian Desk award in recognition of its work for Italian clients, as well as *Legalcommunity*'s Law Firm of the Year — Italian Commitment award."

Mr. de Bernardini's recent assignments include advising:

- **KONE Corporation** in connection with its pending combination with TK Elevator GmbH, a portfolio company of a consortium led by Advent International and Cinven, at a €29.4 billion enterprise value. This is the largest-ever acquisition by a strategic buyer from private equity in Europe to date and one of the region's largest takeovers in years
- **Investindustrial** in connection with its all-cash offer for the acquisition of Treehouse Food, Inc. for a total enterprise value of US$2.9 billion
- **Prada S.p.A.** in its €1.25 billion acquisition of Gianni Versace S.r.l. from Capri Holdings Limited
- **Stevanato Group S.p.A.** in its US$692.5 million IPO, with a listing of its ordinary shares on the New York Stock Exchange
- **Polynt Group** in various matters, including its:
  - sale to funds advised by Black Diamond Capital Management
  - €1.3 billion multi-tranche high-yield offering of senior secured notes
  - €300 million high-yield offering of senior secured notes
  - €1.37 billion multi-currency term loan B and redemption of its existing senior secured notes due 2026
- **Antares Vision, Inc.** in its:
  - acquisition of Applied Vision Corporation
  - acquisition of rfXcel Corporation
  - €225 million offering of existing and new ordinary shares, and listing on the Italian Stock Exchange
- **Black Diamond Capital Management, L.L.C.**, along with InvestIndustrial, in their US$425 million acquisition of the phenolic specialty resin, hexamine and European forest products resins businesses of Hexion Inc.

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- **TriRX Pharmaceuticals Services LLC** in its acquisition of Merck's French manufacturing and packaging operations of its Animal Health business
- **The Middleby Corporation** in its:
  - acquisitions of Escher Mixers S.r.l., Firex S.r.l. and Ve.Ma.C. S.r.l.
  - US$1 billion acquisition of Taylor Company from UTC Climate, Controls & Security
- **Exxon Mobil Corporation** in its US$2.8 billion acquisition of a 25% stake in a Mozambique gas field from Eni SpA
- **Reichhold, Inc.** in its merger with Polynt Group sarl. The newly formed company will be jointly owned by funds managed by Black Diamond Capital Management, L.L.C. and Investindustrial
- **Reichhold SAS** in the sale of a composites resin manufacturing business based in Etain, France, to Ashland France SAS
- **Constellation Holdings S.C.A.** in the acquisition of Coroin Limited (the holding vehicle of the Connaught, Berkeley and Claridge's hotels) from Patrick McKillen and the Barclay brothers for an aggregate £1.3 billion
- **Avara Pharmaceutical Services Inc.** in its acquisition of Hospira S.p.A., a leading manufacturer of medical products, from Pfizer Inc.
- **LetterOne Energy** in its:
  - US$725 million sale of DEA UK Holdings Limited to Ineos AG
  - US$1.6 billion acquisition of E.ON E&P Norge AS from E.ON Beteiligungen GmbH
- **Valeant Pharmaceuticals International Inc.** in its acquisition of Amoun Pharmaceutical, an Egyptian pharmaceuticals company, from a pool of private equity sellers for US$900 million
- **Pinnacle Investments S.A.**, the Luxembourg investment vehicle for certain Middle Eastern investors, in connection with joint venture arrangements relating to three luxury hotels in London and New York. The deal, the total value of which was US$1.2 billion, included the acquisition from Sahara Group of Grosvenor House in London and the refinancing of certain loans secured on the Plaza and Dreams hotels in New York
- **F.I.L.A.** (Fabbrica Italiana Lapis e Affini S.p.A.), one of the world's leading manufacturers of drawing and coloring materials, in connection with its:
  - acquisition of Daler-Rowney Limited
  - merger with Space S.p.A., the first Italian law-governed SPAC listed on the Milan Stock Exchange
  - acquisition of Canson, a French manufacturer of fine art paper and related products, from the Hamelin Group
  - acquisition of St. Cuthberts Mill Limited from SWP Group Plc
- **DigitalBridge, Inc.** in its:
  - acquisition of The Abraaj Group's Latin America private equity platform
  - US$220 million acquisition of a portfolio of 113 mixed residential and commercial properties from Intesa Sanpaol S.p.A.
  - US$177 million acquisition, along with a number of co-investors, of 14 high-end real estate properties in Rome from UniCredit S.p.A.
- **Assicurazioni Generali S.p.A.** in connection with its US$3.3 billion acquisition of the 49% stake in Generali PPF Holding B.V., its joint venture with PPF Group, that Generali did not already own
- **Permira Funds** and the **Marazzi Group SpA** in Marazzi's US$1.5 billion acquisition by Mohawk Industries, Inc.
- **Outokumpu Oyj** in its €2.8 billion acquisition of the Inoxum business unit from ThyssenKrupp AG and in the subsequent sale of ThyssenKrupp Acciai Speciali Terni and Outokumpu VDM GmbH to ThyssenKrupp AG
- **Altimo** (VimpelCom's largest shareholder) in connection with its US$3.6 billion acquisition of the stake in VimpelCom Limited owned by Weather Investments' original owner
- **DENTSPLY International Inc.**, a dental product distributor and manufacturer, in its US$1.8 billion acquisition of AstraTech AB, a Sweden-based dental implant and urology devices manufacturer
- **Dixy Group OSJC** in its acquisition of JSC Victoria Group Company for 25.6 billion Russian rubles (more than US$900 million) to form a leading grocery store operator in Russia
- **Seat Pagine Gialle S.p.A.**, a publisher of business directories, in its €550 million (Rule 144A/Regulation S) high-yield offering of 10.5% senior secured notes due 2017 and, subsequently, its €200 million tap-issue
- **Nomura** in its acquisition of Lehman Brothers' European investment banking and equity trading assets