

Partner

Capital Markets



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Education

LL.M., Columbia Law School, 1994
(Fullbright Scholar)

LL.B., University of New South Wales,
Australia, 1990 (University Medal)

B.Com., University of New South
Wales, Australia, 1990

Bar Admissions

New York

Adrian J.S. Deitz, Asia-Pacific head of Skadden's Capital Markets Group, focuses on international securities offerings and the financings and U.S. securities law aspects of merger and acquisitions.

Mr. Deitz has advised issuers and private equity sponsors in offerings of high-yield debt securities, including offerings to finance acquisitions and leveraged recapitalizations, and has counseled issuers of high-yield debt securities in restructuring transactions. He also has represented governments, strategic equity partners and underwriters in connection with privatization and sovereign financing matters. Mr. Deitz also has advised issuers, private equity sponsors and underwriters on initial public offerings and listings on the world's major stock exchanges. Mr. Deitz has worked closely with investment banks in developing new financial products, including trust preferred securities; cash-settled exchangeable securities; and innovative capital securities issued by Australian, Dutch, French, German and Italian banks. Mr. Deitz also has advised bidders and targets on the financings and U.S. securities law aspects of mergers and acquisitions, including unsolicited public company transactions. He repeatedly has been selected for inclusion as a "leading lawyer" in *Chambers Global* and *Chambers Asia-Pacific*.

Mr. Deitz's representations include advising:

Leveraged Finance and Debt Offerings

- Ausdrill Limited in its high-yield notes offering;
- the underwriters of Barminco Finance Pty Limited's high-yield notes offering;
- the underwriter of Emeco Holding Limited's secured high-yield notes offering;
- the underwriter of Fortescue Metals Group Limited US\$2.3 billion secured high-yield notes offering;
- Credit Suisse AG in connection with its arrangement of a fully underwritten covenant-lite US\$5 billion senior secured term loan to Fortescue Metals Group Limited. The transaction is the second-largest leveraged covenant-lite term loan of all time, the largest institutional term loan since 2007 and the largest leveraged metals and mining term loan of all time. It also was recognized in the Finance category in the *Financial Times*' 2013 U.S. Innovative Lawyers report;
- Nufarm Limited in two high-yield notes offerings;
- Orionstone Pty. Ltd. in its proposed high-yield notes offering;
- Newcrest Mining Limited in U.S. note offerings;
- APN News & Media Limited in its proposed high-yield notes offering;
- Impress Holdings B.V. in its high-yield notes offering in connection with its leveraged recapitalization;
- Brambles Limited in European medium-term note and U.S. note offerings;
- DEXUS Property Group in a U.S. note offering and U.S. debt private placements;
- QBE Insurance Group Limited in senior notes, convertible securities and exchangeable subordinated notes offerings;
- the underwriters of a U.S. note offering by Origin Energy Limited; and
- the Port of Brisbane in U.S. debt private placements.

Privatizations and Sovereign Matters

- the Commonwealth of Australia in relation to the Australian government's guarantee of Australian bank and state government bond offerings during the global financial crisis;
- the dealer panel of New South Wales Treasury Corporation's U.S. SEC-registered medium-term note program;
- ADSB Telecommunications B.V. in the sale of its interest in Belgacom SA/NV in the initial public offering and listing on Euronext Brussels of Belgacom SA/NV;
- the government of the Republic of South Africa in the initial public offering and listing on the Johannesburg Stock Exchange and the New York Stock Exchange of Telkom SA Limited; and
- the joint global coordinators of the initial public offering and listing on the Oslo Stock Exchange and Nasdaq of Telenor ASA.

Initial Public Offerings

- Zhaopin Limited, a career platform in China and a subsidiary of SEEK Limited, in its initial public offering and listing on the New York Stock Exchange;
- the underwriters of the initial public offering and Frankfurt Stock Exchange listing of GAGFAH S.A., an owner of residential real estate in Germany and a portfolio company of Fortress Investment Group;
- Doughty Hanson & Co Ltd. in the proposed initial public offering of its permanent capital vehicle; and
- SAFT Group S.A., an advanced technology batteries manufacturer and Doughty Hanson portfolio company, in its initial public offering and listing on Euronext Paris.

Mergers and Acquisitions

- Arcelor in its €32 billion merger with Mittal Steel N.V.; and
- SCOR in its US\$2.8 billion acquisition of Converium Holding AG.

New Products

- the underwriters of the initial public offering and listing on the Oslo Stock Exchange of Findexa ASA, the first European offering of high-yield dividend shares; and
- Merrill Lynch in the development of the PHONES cash-settled exchangeable debt product and the TOPrS trust preferred securities product.

Corporate Restructuring

- NTL Incorporated in its US\$10.6 billion restructuring implemented through a prearranged Chapter 11 filing and parallel administrations in the United Kingdom, involving a highly complex capital structure with 26 series of high-yield debt issued by six different companies.

Publications

Capital Markets Alert: "SEC Proposes New Rule 163B to Expand 'Testing-the-Waters' Communications to All Issuers," *Skadden, Arps, Slate, Meagher & Flom LLP*, February 20, 2019

Capital Markets Alert: "US Government Shutdown Ends – SEC Issues Guidance to Address Significant Backlog of Filing Reviews and Shareholder Proposals," *Skadden, Arps, Slate, Meagher & Flom LLP*, January 27, 2019

Capital Markets Alert: "SEC Adopts Final Rules to Allow Exchange Act Reporting Companies to Use Regulation A," *Skadden, Arps, Slate, Meagher & Flom LLP*, December 20, 2018

Capital Markets Alert: "2019 SEC Filing Deadlines for Calendar Year End Companies," *Skadden, Arps, Slate, Meagher & Flom LLP*, December 3, 2018

Capital Markets Alert: "SEC Proposes to Ease Disclosures Required by Rules 3-10 and 3-16 of Regulation S-X in Certain Registered Debt Offerings," *Skadden, Arps, Slate, Meagher & Flom LLP*, August 8, 2018

Capital Markets Alert: "SEC Solicits Comment on Modernizing the Rules and Forms for

Stock-Based Compensation," *Skadden, Arps, Slate, Meagher & Flom LLP*, August 2, 2018

Capital Markets Alert: "The JOBS Act 3.0: Regulatory Reforms Pass House of Representatives," *Skadden, Arps, Slate, Meagher & Flom LLP*, July 23, 2018

Capital Markets Alert: "SEC Eases Disclosure Threshold Under Rule 701," *Skadden, Arps, Slate, Meagher & Flom LLP*, July 19, 2018

Capital Markets Alert: "SEC Expands 'Smaller Reporting Company' Definition," *Skadden, Arps, Slate, Meagher & Flom LLP*, July 9, 2018

Capital Markets Alert: "Public Market Advocacy Groups Release Guidance," *Skadden, Arps, Slate, Meagher & Flom LLP*, May 10, 2018

Capital Markets Alert: "SEC Approves NYSE Rules to Facilitate Direct Listings," *Skadden, Arps, Slate, Meagher & Flom LLP*, February 8, 2018

Capital Markets Alert: "Filing a New Form S-3? What You Need to Know About the New Revenue Recognition Standards," *Skadden, Arps, Slate, Meagher & Flom LLP*, December 11, 2017