

European Counsel, London

Mergers and Acquisitions; Private Equity



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## Education

Postgraduate Diploma in Legal Practice,  
University of Law Guildford, 1995

LL.B., University of Southampton, 1992

## Bar Admissions

Solicitor of the Supreme Court of  
England and Wales

Robin Marchant has practised in Skadden's European offices since 2005, advising private and public corporations, private equity funds and investment banks based in the U.K., the U.S. and Europe on a broad range of corporate and commercial matters.

Mr. Marchant's practice covers cross-border mergers and acquisitions, joint ventures, private equity transactions, share capital restructurings and buybacks, corporate governance and other corporate matters. In recognition of his work, Mr. Marchant has been listed in *Chambers Global*, *Chambers Europe* and *IFLR1000*, as well as repeatedly named a Rising Star by *The Legal 500 EMEA*.

Mr. Marchant's experience includes advising:

- **Staysure Group** on its debt and equity investment from ICG Europe Mid-Market Fund II SCSP
- **IMAST Group (CY) Limited**, the largest shareholder of Ameriabank CJSC, on the \$304 million acquisition of Ameriabank by Bank of Georgia Group PLC
- **a U.S.-headquartered global logistics company** on the disposal of its 50% interest in a joint venture to a Russia-based food manufacturer
- **Corebridge Financial, Inc.** on the £460 million sale of its U.K. life insurance business to Aviva plc
- **Liberty Mutual Insurance** on the €2.3 billion sale of its personal lines and small commercial insurance business in Ireland, Northern Ireland, Portugal and Spain to Generali Group
- **Capital Z Partners, Further Global Capital Management and The Travelers Companies, Inc.** as lead equity and rollover investors on the spin-off of Fidelis Insurance Holding Limited's managing general underwriter business
- **Mercury Retail Group** on its US\$1.2 billion sale of Dixy Group, a major Russian food and fast-moving consumer goods (FMCG) retail group, to PJSC Magnit
- **Alltech Holding Limited** on its sale of Sibanthracite PLC, a major anthracite and coal producer, to Sibant Holding LLC
- **Klyuchavto LLC**, a major Russian car dealership network, on its proposed acquisition of JSC Rolf
- **Infrastructure Integrator LLC** on its business combination with JSC First Tower Company, one of the largest mobile tower infrastructure companies in Russia, with a reported enterprise value of over US\$1 billion
- **Yandex N.V.** in connection with the purchase of a 45% stake in Yandex.Market from Sberbank for US\$607 million, and the sale of a 25% stake in Yandex.Money to Sberbank for US\$35 million, resulting from the reorganization of two joint ventures between Yandex and Sberbank
- **Renault** in relation to various transactions and matters concerning its initial investment in, acquisition of, control of and subsequent disposal of AvtoVaz, the leading Russian car manufacturer, including:
  - the sale of its interest in AvtoVaz to NAMI and the sale of Renault Russia to the City of Moscow
  - the relocation of the joint venture holding company between Renault and Rostec from the Netherlands to Russia, with the establishment of OOO Lada Auto Holding

# Robin F. Marchant

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- a major financial and capital restructuring of AvtoVaz with a total value of 85 billion rubles (€1.2 billion), culminating in 2019 with the acquisition by Alliance Rostec Auto B.V. of 100% of AvtoVaz, involving:
    - the acquisition by way of squeeze-out of all remaining minority shareholdings of AvtoVaz for 4.6 billion rubles (€61 million), as a result of which Alliance Rostec Auto B.V. acquired 100% of AvtoVaz
    - a buyback of AvtoVaz shares from minority shareholders for 18.1 billion rubles (€240 million), structured by way of a mandatory tender offer by Alliance Rostec Auto B.V. to all other AvtoVaz shareholders
    - a significant deleveraging of AvtoVaz by conversion of existing debt of 61.4 billion rubles (€820 million) into new equity by way of a closed subscription
    - a capital injection into AvtoVaz by way of open subscription for new equity, under which Alliance Rostec Auto B.V. (using Renault funds) subscribed for new shares and approximately 26.1 billion rubles (€350 million) was raised
  - the exit of Nissan from Alliance Rostec Auto B.V., resulting in Renault acquiring control of AvtoVaz
  - a further recapitalization of AvtoVaz via a contribution of €700 million in cash by the Renault–Nissan Alliance and the recapitalization of shareholder debt, after which the Alliance acquired control of AvtoVaz
  - the creation in 2012 of Alliance Rostec Auto B.V., a Netherlands-based joint venture between the Renault-Nissan Alliance and Rostec, which holds their respective interests in AvtoVaz, and a new shareholders' agreement covering the governance of Alliance Rostec Auto B.V. and AvtoVaz
  - the acquisition in 2008 by Renault of a 25% stake in AvtoVaz and the entering into of a shareholders agreement with other major shareholders of AvtoVaz
  - **Daimler AG** in relation to its investment in Kamaz and the creation of a joint venture with Rostec and Avtoinvest LLC
  - **Dixy Group** on a going-private transaction involving the US\$150 million repurchase of a 20% stake in the company from funds managed by Prosperity Capital Management Ltd
  - **Megapolis**, a major FMCG logistics and distribution business in Russia, in the establishment of a joint venture with Philip Morris and Japan Tobacco
  - **Vardanyan, Broitman and Partners Ltd.** in relation to the separation of the joint businesses of Ruben Vardanyan and Gagik Adibekyan
  - **Crispian Investments Limited** in relation to its proposed sale of its investment in Norilsk Nickel
  - **Svoboda Corporation** on various acquisitions, creations of joint ventures and corporate reorganisations in relation to various retail businesses, including Ulmart and Rive Gauche
  - **Fresenius Kabi AG** on its proposed joint venture with Sistema PJSFC to combine their respective pharmaceutical businesses
  - **Revlon** on its acquisition by way of auction of The Colomer Group from CVC Capital Partners' funds for US\$665 million
  - **Wm. Wrigley. Jr. Company** on its acquisition of premium Russian chocolatier A. Korkunov, the establishment of a joint venture with Korkunov, and its later merger with Mars, Incorporated
  - **CME Group**, the world's leading derivatives marketplace, in relation to its acquisition of Elysian Systems Ltd., an independent provider of electronic trading and market technology
  - **Renaissance Partners** in relation to the creation of a joint venture for the establishment of a soya protein processing plant in Finland
  - **Simon Glick Investments** in relation to the restructuring and refinancing of Songbird Estates (a majority shareholder of Canary Wharf Group plc) and the creation of a warrant funding instrument
  - **TPG Capital** in relation to Vita Group's restructuring by means of a creditors' and members' scheme of arrangement
  - **the management of Vita Group** in relation to the creation of its equity incentive scheme
  - **Berkeley Group Holdings** on its return of £13 per share to shareholders and the creation of a long-term incentive plan for management
  - **Imerys SA** on its US\$652.8 million acquisition of S&B Industrial Minerals GmbH. Both companies are producers of industrial minerals and pigments
  - **Three Delta LLP** in relation to:
    - its consideration of a possible offer for J Sainsbury plc, an owner and operator of supermarkets and convenience stores
    - The Delta Fund's acquisition of the Senad Group, its acquisition of the Four Seasons Health Care Group and its subsequent restructuring involving a proposed cross-border (German/English) merger under the European Directive on Cross-Border Mergers
  - **London Clubs International plc** on a Class 1 disposal of a casino and on its later takeover by Harrah's Entertainment, Inc.
  - **funds advised by Castle Harlan, Inc.**, a U.S. private equity house, on its acquisition of the Polypipe Group and its subsequent restructurings and refinancings
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