

Partner, Frankfurt

Private Equity; Mergers and Acquisitions



T: 49.69.74220.151
ruediger.schmidt-bendun@skadden.com

Education

Second State Exam, Dusseldorf Higher Regional Court, 2007

Dr. jur., University of Bielefeld, 2006

First State Exam, University of Muenster, 2003

Bar Admissions

Frankfurt am Main

Associations

Member, Corporate Law Association (VGR)

Languages

German
English

Dr. Ruediger Schmidt-Bendun focuses on advising private equity and corporate clients on complex cross-border M&A transactions, as well as joint ventures. He also advises on corporate governance matters and corporate restructurings. In recognition of his work, Dr. Schmidt-Bendun is listed in the *JUVE Handbuch* as a highly recommended lawyer in Private Equity, named a Notable Practitioner in M&A by *IFLR1000* and *Best Lawyers* for his work in Mergers and Acquisitions Law.

Significant transactions include advising:

- **OBI Group** in its acquisition of several DIY retail stores from HELLWEG and BayWa Bau & Garten
- **Heidelberg Materials** in its:
 - reinvestment in Command Alkon Inc. and in connection with Thoma Bravo, L.P.'s sale of its stake in Command Alkon to Francisco Partners at an implied valuation of \$1.165 billion
 - 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 \$1.7 billion
- **Qatar Investment Authority**, as part of a consortium with The Carlyle Group, in its €7.7 billion acquisition of BASF Coatings GmbH
- **The Middleby Corporation** in its acquisition of OKA-Spezialmaschinenfabrik, a family-owned German engineering company and manufacturer of high-tech baking and confectionery machinery
- **NXP**, a global leader in automotive processing and networking, in its \$625 million acquisition of TTTech Auto, an Austria-based provider of unique safety-critical systems and middleware for software-defined vehicles
- the founders of Berlin-based communications specialist and FRITZ!Box manufacturer **AVM** in the sale of a majority stake in the company to European family office Imker Capital Partners and the founders' reinvestment into the new ownership structure
- **SDCL Edge Acquisition Corporation** in its proposed (but terminated) merger with cunova GmbH at an enterprise value of \$736 million
- **TSG Consumer Partners** and **Backcountry** in the sale of Bergfreunde GmbH, a Germany-based online retailer of premium outdoor apparel and equipment, to DECATHLON 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
- **Trimble** on its €1.9 billion acquisition of Transporeon, a leading cloud-based transportation management software platform, from Hg

-
- 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
 - **FINN**, a leading car subscription platform, in its \$110 million Series B financing round led by Korelya Capital, including both new and existing investors, with an implied company value of more than \$500 million
 - **Celonis**, a German decacorn and global leader in execution management, currently valued at \$13 billion, in its \$400 million Series D extension led by the Qatar Investment Authority, including both new and existing investors
 - **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
 - the acquisition of a 49% stake in Iberdrola's €1.425 billion Wiking offshore wind farm
 - **Færch Group** and its owner, **A.P. Møller Holding**, on the acquisition of PACCOR Group from U.S. private equity firm Lindsay Goldberg
 - **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
 - **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 \$514 million sale of SEEPEX to Ingersoll Rand Inc.
 - **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
 - **Coty Inc.** in its strategic partnership with KKR & Co. Inc. including the carve-out sale of 60% of its professional beauty and retail hair businesses to KKR with an enterprise value of \$4.3 billion
 - **Credit Suisse Energy Infrastructure Partners** in its acquisition of a minority stake in the €2 billion Arkona offshore windfarm
 - **Gulf Energy Development** in its:
 - 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
 - **I Squared Capital** in connection with its acquisition of PEMA Group through its portfolio company TIP Trailer Services
 - **Ocean Link** in connection with the sale of shares in the Ruby Hotel Group to Otto Group
 - **Picnic International B.V.** in connection with its partnership with Edeka and Edeka's investment in Picnic
 - **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
 - **SIGNA** in connection with the investment of AEON and The Central Group into SIGNA Sports United and the formation of a strategic partnership
- His representations advising private equity clients prior to joining Skadden include:
- **American Industrial Partners** in the combination of the Goss printing business with Manroland
 - **Apax Partners** in the acquisition of Azelis Group
 - **Avista Capital Partners** in the multibillion-euro bidding process for the global dermatology business from Bayer AG
 - **Deutsche Beteiligungs AG** in its acquisition of Braun Group
 - **HQ Equita** in its acquisition of r2p and Open Access
 - **One Equity Partners** in connection with the acquisition of the worldwide peroxide business of FMC Corporation
 - **TSG Consumer Partners** in its investment in Canyon Bicycles
-

Mr. Schmidt-Bendun's representations advising corporate clients prior to joining Skadden include:

- **ASML** in all legal aspects of its acquisition of a shareholding in Carl Zeiss SMT
- **Celanese** in the acquisition of Italy-based SO.F.TER. Group
- **Daimler AG** in connection with a model case procedure under the German Capital Markets Model Case Act before the Higher Regional Court in Stuttgart, Federal Supreme Court and European Court of Justice regarding a supposed delayed *ad hoc* disclosure
- **GE** in connection with the proposed acquisition of Adwen
- **GFKL Financial Services** in connection with the acquisition of a majority stake by Advent
- **Heineken** in a series of cross-border M&A deals
- **International Petroleum Investment Company** in connection with the settlement agreement with MAN after the acquisition of a majority stake in Ferrostaal
- **Magna** in its acquisition of Stadco
- **NTT DATA** in the squeeze-out at itelligence AG
- shareholders of the private bank **Sal. Oppenheim jr. & Cie.** in connection with the sale to Deutsche Bank
- shareholders of **GETRAG** in connection with the sale to Magna
- **Scholz AG** in the taking up of Toyota Tsusho Corporation as an investor and the restructuring of its balance sheet (deal volume €1.48 billion)
- **Union Investment** in its joint venture with ZBI and the establishment of a €1 billion residential real estate fund
- **Valora** in the €190 million acquisition of BackWerk