

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

Duesseldorf

## 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 and *Best Lawyers* for his work in Mergers and Acquisitions Law.

Significant transactions include advising:

- **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**, an NYSE-listed SPAC, in its business combination with *cunova GmbH*, a leading global manufacturer of high-end specialty copper alloy products
- **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 *Wikinger* 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
  - **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 \$1.7 billion
  - **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