# Dr. Ulrich H. Ziegler

Skadden

Counsel, Frankfurt

Labor and Employment Law



T: 49.69.74220.150
ulrich.ziegler@skadden.com

**Education**
Dr. jur., University of Munich, 1994

2nd State Exam, Appellate Court Frankfurt, 1992

1st State Exam, University of Munich, 1989

**Bar Admissions**
Frankfurt am Main

**Associations**
Member, Association of Attorneys Certified for Labour Law

Member, European Employment Lawyers Association (EELA)

**Languages**
German
English

Dr. Ulrich Ziegler is a certified lawyer focusing on labour law with more than 25 years of experience in the field. He provides advice to both German and foreign companies in individual as well as collective labour law issues and in labour law disputes with employees and employee representatives. Dr. Ziegler has significant experience with the employment-related aspects of M&A and cross-border transactions, and restructuring measures, such as site closures and plant relocations, including mass terminations. His tasks include advising on hiring and terminating employees; drafting service agreements with managing directors and board members; negotiating with employee representatives and representation bodies; drafting, implementing and amending bonus, commission and compensation plans; and representing undertakings in tariff and collective bargaining agreements, including the negotiation of company tariffs.

Representative clients, cases and matters include:

- **GE Vernova Inc.** in its US$9 billion acquisition of Trench Group from Triton Partners
- **Tether Investments** in the employment aspects of its Series C financing round, with an aggregate amount of up to US$1.4 billion, in Neura Robotics GmbH
- **Janus Henderson Group plc** in connection with its acquisition of Rantum Capital
- **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
- **PayPal, Inc.** in the employment aspects of its acquisition of additional shares in Shopware Group
- **The Middleby Corporation** in the employment aspects of its acquisition of OKA-Spezialmaschinenfabrik, a family-owned German engineering company and manufacturer of high-tech baking and confectionery machinery
- **Dürr AG** in the employment aspects of the sale of its environmental technology business (Division Clean Technology Systems Environmental) to investor Stellex Capital Management at an enterprise value of €385 million
- **CureVac N.V.** in the employment aspects of its all-stock acquisition by BioNTech SE that values CureVac N.V. at US$1.25 billion
- **BlackRock**:
  - as part of a consortium of investors, including Allianz and T&D Holdings, on the employment aspects of its acquisition of Viridium Group, a leading European life insurance consolidation platform, from Cinven at an enterprise value of €3.5 billion
  - in its US$20 billion acquisition of Barclays Global Investors from Barclays Bank PLC. The transaction created the world's largest asset management firm, with combined assets under management of over US$3.2 trillion
- **NXP**, a global leader in automotive processing and networking, in the employment aspects of its US$625 million acquisition of TTTech Auto, an Austria-based provider of unique safety-critical systems and middleware for software-defined vehicles

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- **Castik Capital** in the employment aspects of its acquisition of WATR Group from private equity fund Borromin Capital Management
- **I Squared Capital Advisors LLC** in:
  - the employment aspects of Cube Green Energy's majority investment in SUNfarming, a German photovoltaic developer and independent power producer focused on agricultural solar projects
  - its acquisition of PEMA from Société Générale
- **International Flavors and Fragrances Inc.** in the reconciliation of interests with its works council in connection with various operational changes and carve-outs resulting from the sale of its Pharma Solutions and nitrocellulose businesses, associated production facilities and the Walsrode Industrial Park to the Czechoslovak Group A.S.
- **United Talent Agency (UTA)** in its acquisition of European soccer agency ROOF Group GmbH, UTA's largest M&A transaction to date
- 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 US$736 million
- **MorphoSys AG** in its €2.7 billion sale to, and public takeover by, Novartis and the simultaneous disposition of the worldwide marketing rights of its antibody drug Monjuvi to Incyte Corporation
- **WT Microelectronics Co., Ltd.**, a semiconductor components distributor headquartered in Taiwan, in its US$3.8 billion acquisition of Future Electronics Inc., a Canada-based global distributor of electronic components
- **Trimble** in:
  - the sale and contribution of its agriculture business to a joint venture with AGCO Corporation, as well as **AGCO**'s US$2 billion acquisition of an 85% stake in the joint venture
  - its €1.9 billion acquisition of Transporeon, a leading cloud-based transportation management software platform, from Hg
- advising **Samsung SDS**, **Mercuri Urval AB**, **Celonis SE**, **Canyon Bicycle GmbH**, **Covatec SE** and **Sompo International** in connection with employment issues
- **Hg** in connection with its significant minority investment, alongside EQT and TA Associates, in IFS and WorkWave, two cloud-based software services businesses, at a US$10 billion valuation
- **Dell GmbH** in its sale of Boomi Business and negotiations with a German works council
- **Færch Group and its owner, A.P. Møller Holding**, in the acquisition of PACCOR Group from U.S. private equity firm Lindsay Goldberg
- **Cardinal Health** in its sale of the Cordis Business
- **Silver Lake** in its strategic partnership and investment in German publicly listed company Software AG via the purchase of €344 million aggregate principal amount of subordinated unsecured convertible notes. This is the first PIPE by any U.S. technology investment firm in a German public company
- **The KraftHeinz Company** in its acquisition of an 85% stake in Just Spices GmbH
- **Armira** and **Boxine** in Boxine's €1 billion business combination with 468 SPAC I SE, one of the first de-SPAC transactions in the market involving a German-listed blanc cheque company
- **funds advised by Energy Infrastructure Partners AG** in a €530 million investment for a 49% stake in BayWa r.e. renewable energy GmbH
- 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
- **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.
- **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 US$4.3 billion
- **Airbnb, Inc.** in its acquisition of Germany-based fewoVista S.L. & Co. KG and Vacaleo GmbH
- **Air-Cure Dynamics Inc.** in the restructuring of its German subsidiary
- **Doughty Hanson** and **Quadriga Capital** in connection with acquisitions and restructurings
- **funds managed by Castik Capital S.à.r.l.** in the acquisition of the acquisition of Customs Support Group B.V. (CSG) from Mentha Capital B.V. and Oscar Driessen, the founder of CSG

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- **Deutsche Bank AG** in its acquisition of the Global Agency Securities Lending business of Dresdner Bank AG from Commerzbank AG
- **Dean Foods Company** in its US$449 million acquisition of Alpro NV from Vandemoortele N.V.
- **Quadriga Capital** in the leveraged buyout of Punker GmbH & Co;
- **PrimaCom AG** in connection with the sale of cable networks in Aachen and Wiesbaden, Germany, to Unitymedia Hessen GmbH & Co. KG
- **Jost Luxembourg S.à r.l.** as majority shareholder of JOST Holdings GmbH in the leveraged buyout of JOST Holdings by Cinven Limited. The sellers were Silverfleet Capital Partners LLP
- **Merck KGaA** in the US$6.7 billion sale of its worldwide generic drugs business to Mylan Laboratories Inc.
- **Kwintet AB** in its acquisition of the Mercatura Group, a leader in service wear, from Primondo Specialty Group GmbH (a mail order division of Arcandor AG, formerly KarstadeQuelle AG)
- **Continental AG** in the sale of its combined cooling fan and electric motor drive business to Brose Fahrzeugteile GmbH & Co. KG

Dr. Ziegler has given numerous presentations on topics related to collective labour law, corporate restructuring, and mergers and acquisitions. He also has been repeatedly named to *Best Lawyers* and has contributed to several publications.