Corporate Transactions

Kennedy Van der Laan

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Our corporate transactional practice has been internationally recognized by European Legal 500, PLC Cross Border M&A and Global Counsel 3000. This practice encompasses mergers and acquisitions, divestitures, outsourcings, joint ventures, management buy-ins and buy-outs, investments and business restructuring. Our corporate transaction practice is closely supported by all practice groups of Kennedy Van der Laan where the deal so demands, including acquisition financing, EU and competition law/antitrust, regulatory, employment, intellectual property and real property. Notary services are fully integrated with the transactional practice.

The demands of the corporate transaction practice call for increasing levels of efficiency. We tailor our support to the specific demands of the client and the deal, when and how the client needs it. Our considerable experience in working in a global legal environment makes us keenly responsive to the needs of foreign clients and their counsel in understanding the peculiarities of Dutch law en getting the deal done.

Our corporate transactional clients include a long list of international, often listed, companies from throughout the world, in particular the US and UK. We have particular transactional experience in the technology, energy, health care and real property sectors.

Track Record Corporate Transactions

Acquisitions
For a Saudi Arabian company

- € 2.25 billion cross-border acquisition of the petrochemical division of a Dutch company via an auction sale. Issues included transfer and cross-licensing of intellectual property, environmental and property issues related to physical and functional integration of manufacturing facilities with vendor site, corporate governance, co-governance and pension, multiple service level agreements with vendor and inter-company loans

For a French listed company

- Acquisition and financing of amusement parks in the Netherlands, France and Belgium

For a Singapore listed telecommunications company

- Acquisition of a Dutch cable network via an asset/liability carve-out
- Acquisition of a pan-European cable network

For an Italian company

- Acquisition of the aerospace activities of a Dutch company; issues involved include technology transfer and licensing, state aid, co-governance, multiple applicability of collective bargaining agreements, co-governance and pension

For a Dutch franchise organization

- Auction bidding for stores of a listed Dutch company in the retail food sector

For a UK listed real estate company

- Cross-border acquisition of vacation parks via an auction sale

For an international mobile telephone services provider

- Acquisition of the interests of the other parties in a joint venture

For a Dutch real estate concern

- Acquisition of a real estate portfolio from a listed Dutch real estate investment company
- Acquisition of a Dutch real estate developer and refinancing of inter-company and project financing loans
- Acquisition of a Dutch construction and real estate development company

For a US listed software company

- Multiple worldwide acquisitions of Dutch software design companies

For a US company

- Acquisition of a Dutch switch manufacturer

For a US listed sports marketing company

- Acquisition of a German franchise store

For a medical industry company

- Asset purchase agreement

For a UK listed manufacturer of heavy machinery

- Acquisition of manufacturer of engines for power generators etc; issues involved included severe environmental pollution, concentration notification to the Dutch competition authority and securing consent of the Dutch competition authority for for inter-company non-compete clauses
- Second acquisition of manufacturer of industrial machinery
- Third acquisition of manufacturer of industrial machinery

For a Danish manufacturer of heavy machinery

- Acquisition of Dutch company

For a Mexican listed food company
- Acquisition of Dutch foods company via an auction sale
- Second acquisition of Dutch foods company via an auction sale

For a US listed head hunting and HRM services company
- Multiple acquisitions of HRM businesses in the Netherlands

For a US listed Internet job boards and labor market communications company
- Multiple Dutch acquisitions

For a Dutch subsidiary of an international publishing company
- Multiple acquisitions of on-line publishing activities

For a US listed statistical software company
- Acquisition of a data analysis company via share transfer by founders and venture capital firms; issues included waiver outstanding employee stock options

For a French listed OTC trader of derivates in energy products
- Acquisition of Dutch physical trader of oil cargoes

Divestitures

For an international airport
- Divestiture of utilities activities via an auction sale to tripartite consortium. Issues included long-term service level agreements and site agreements

For a US listed retail food company
- Divestiture of Dutch food manufacturing division via an auction sale to a German buyer in the form of an asset/liability transaction

For a US listed head hunting and HRM services company
- Divestiture of headhunting business via a management buy-out (at request of parties, we handled both commercial and legal negotiations for vendor)

For a US listed Internet job boards and labor market communications company
- Divestiture of labor market communications division via a management buy-out

For a German company
- Divestiture of Dutch companies as result of world-wide acquisition

Joint Ventures

For a Dutch/US listed telecommunications company
- Multiple joint ventures with content providers for cable programming

For a consortium of Dutch banks

- Joint venture for the provision of payment services in emerging economies

For a Dutch subsidiary of an international publishing company

- Creation of joint ventures mainly related to products, contents and services to be offered via the Internet (including but not limited joint ventures in the form of partnerships)

Mergers and Corporate Restructuring

For a Dutch professional soccer club

- Corporate restructuring of the commercial activities into a separate public company (NV) for financing purposes

For a US listed software company

- Multiple intra-concern mergers, corporate restructuring and reorganizations

For a US listed retail food company

- Multiple inter-company mergers and restructuring of Dutch group

For a US listed head hunting and HRM services company

- Multiple intra-concern mergers, corporate restructuring and reorganizations

For a US listed Internet job boards and labor market communications company

- Multiple inter-company acquisitions as implementation of worldwide acquisitions
- Multiple intra-concern mergers and restructurings

For a US listed retail food company

- Inter-company mergers and restructuring of Dutch group

For a consortium of Dutch banks

- Advice regarding corporate governance
- Restructuring of the company and splitting off certain activities

For a US-UK heavy equipment company

- Advice local implementation of worldwide acquisitions by US company of UK activities

For various international companies

- Post acquisition legal advice on re-branding and implementation

Contact persons

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