

## Lawyers



### Martin Gross-Langenhoff

European Counsel

#### Frankfurt

T. +49-69-4272-5200

F. +49-69-4272-5210

[grosslangenhoffm@sullcrom.com](mailto:grosslangenhoffm@sullcrom.com)

#### EDUCATION

---

**2012, Yale Law School, LL.M.**

**2012, Westfaelische Wilhelms-Universitaet Muenster, Dr. jur.**

**2010, State of Hesse, 2. State Exam**

**2008, Westfaelische Wilhelms-Universitaet Muenster, 1. State Exam**

Martin Gross-Langenhoff is European Counsel in S&C's Frankfurt office. He has wide experience in public and private mergers and acquisitions, general corporate representations and capital market matters, in each case with a particular focus on cross-border transactions.

Dr. Gross-Langenhoff represents, in equal measure, corporate clients in a variety of industries as well as investment banks and financial investors of various types.

#### SELECTED REPRESENTATIONS

##### Recent M&A transactions

From 2018 to 2020, Dr. Gross-Langenhoff has advised:

- **Bayer** on financing aspects in connection with its \$66 billion acquisition of Monsanto
- owners of **BEOS** on the sale of the company to Swiss Life
- **Centaurus Capital**, together with a group of investors, on their c. €1 billion acquisition of 94.9% of HSH Nordbank's shares
- **Cevian** in connection with the €17.2 billion sale of ThyssenKrupp's elevator business
- **Diebold Nixdorf** on the sale of its 68%-stake in Portavis to Datagroup
- **Goldman Sachs** as financial adviser to BUWOG in its €5.2 billion public takeover by Vonovia
- **Morgan Stanley Infrastructure Partners** on its €2.4 billion voluntary tender offer for VTG
- **Praxair** on its \$80 billion merger of equals with Linde
- **Spirit Aerosystems Holdings** on its \$650 million acquisition of S.R.I.F., the parent company of Asco Industries
- **TLG IMMOBILIEN** in its €1.5 billion acquisition of a 15.0% stake in Aroundtown and the subsequent business

#### BAR ADMISSIONS

---

**New York**

**Frankfurt am Main, Germany**

#### LANGUAGES

---

**English**

**German**

combination

- **Verifone** in its \$3.4 billion acquisition by Francisco Partners

### **Further key M&A transactions**

Over the past 10 years, Dr. Gross-Langenhoff has represented clients on numerous public M&A transactions, including:

- **40 North Management** in its acquisition of a 29.1% stake in Braas Monier
- **Deutsche Annington/Vonovia** on its €8.5 billion exchange offer for GAGFAH
- **Deutsche Wohnen** on (i) its successful defense against Vonovia's unsolicited, hostile, €13 billion takeover bid, (ii) its €7.8 billion exchange offer for LEG Immobilien and (iii) its €3.6 billion exchange offer for GSW Immobilien
- **Diebold** on its \$1.9 billion business combination agreement with, and tender offer for, Wincor Nixdorf
- **Goldman Sachs** as financial adviser to Siemens on (i) the \$2.8 billion acquisition of Invensys Rail and (ii) the €680 million acquisition of LMS International
- **Lone Star** in connection with its affiliate's tender offer for ISARIA Wohnbau
- **Seattle Genetics** in its bid for Ganymed Pharmaceuticals, which was subsequently sold for €1.3 billion to a competing bidder
- **Sky Deutschland** on its €6.3 billion takeover by BSKyB
- **Terra Firma** on its divestiture of its stake in Deutsche Annington
- **TLG IMMOBILIEN** on its €827 million public takeover of WCM
- **Verifone** on the acquisitions of (i) Paymorrow and (ii) InterCard

### **Recent Capital Markets transactions**

From 2018 to 2020, Dr. Gross-Langenhoff has represented:

- a **blockchain joint venture** formed by 18 domestic and international insurance and reinsurance companies on a capital raise (later abandoned)
- **Diebold Nixdorf** in connection with the issue of a convertible instrument by a subsidiary
- **DWS Group** on its €1.4 billion IPO and listing on the Frankfurt Stock Exchange
- **home24** on its €600 million IPO and listing on the Frankfurt Stock Exchange
- **Siemens Healthineers** on its €4.2 billion IPO; the world's largest healthcare IPO on record

### **Further key Capital Markets transactions**

Over the past 10 years, Dr. Gross-Langenhoff has worked on many high-profile transactions, including:

- The **IPOs/listings** of Delivery Hero; Deutsche Annington/Vonovia; LEG Immobilien; Schaeffler, Scout24; Sixt Leasing; Springer Science; Tele Columbus; TLG IMMOBILIEN; Rocket Internet; and Zalando
- Advising on **rights issues** for Deutsche Annington/Vonovia; Deutsche Wohnen and Sky Deutschland
- Advising on **equity-linked transactions** for **Bayer**; **Deutsche Annington**; **Deutsche Wohnen**; **FMS Wertmanagement** and **Rocket Internet**

### **Corporate Advisory Matters**

Dr. Gross-Langenhoff has represented numerous clients on corporate advisory matters, including:

- **A.T.U Auto Teile Unger** in a series of restructuring transactions, including a new investment of €109 million by existing note holders and a new €75 million senior secured credit facility
- **Diebold Nixdorf** on (i) the merger squeeze-out of the remaining shareholders in Wincor Nixdorf and subsequent delisting and (ii) the preceding conclusion of a domination and profit-and-loss transfer agreement with Wincor Nixdorf
- **Goldman Sachs Investment Partners** in connection with its investment in Rhön-Klinikum
- **Rhone Capital** on various corporate reorganizations of portfolio companies
- **Whitehall Funds** in connection with several investments in portfolio companies
- various listed companies, including **Deutsche Wohnen** and **Rocket Internet**, in their preparation of ordinary and extraordinary shareholders' meetings
- various listed companies in connection with internal compliance investigations