

## Lawyers



### Olivier de Vilmorin

Partner

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Olivier de Vilmorin joined Sullivan & Cromwell in 2003 and has extensive experience in mergers and acquisitions, private equity, restructuring and capital markets transactions. He regularly represents purchasers, sellers and financial institutions in connection with acquisitions of both listed and private companies.

He also has significant experience advising issuers and underwriters in public offerings and initial listings.

#### Recognitions

- *The American Lawyer's* Transatlantic Corporate Dealmaker (UK and Europe) (2015)
- *Chambers Global*: Capital Markets: Equity (2008 - Present)
- *Chambers Global*: Corporate/M&A (2012 - Present)
- *Chambers Europe*: Corporate/M&A (2012 - Present)
- *Chambers Europe*: Capital Markets: Equity (2010 - Present)
- *IFLR1000*: Financial and Corporate (2017, 2018)
- *IFLR1000*: M&A and Capital Markets: Equity (2014, 2015, 2016)
- *Legal 500 (France)*: Leading Individual, M&A (2022)

#### SELECTED REPRESENTATIONS

##### Mergers & Acquisitions (including Private Equity)

- Majorel on its potential merger with Sitel Group
- The Adecco Group on its acquisition of a (majority) stake of Akka Technologies SE from the Ricci family and Compagnie Nationale à Portefeuille (CNP) followed by a tender offer on the balance of Akka Technologies SE's share capital
- Taiwan Cement Corporation in its €132 million acquisition of 60.48% stake in Engie Eps SA and the mandatory tender offer for all the outstanding issued share capital of Engie Eps SA
- Eurazeo as significant shareholder to Europcar on Europcar's

#### PRACTICES & CAPABILITIES

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Infrastructure

Europe

Renewable & Alternative Energy

General Practice

Capital Markets

Environmental, Social and Governance (ESG)

Mergers & Acquisitions

Private Equity

Restructuring

#### EDUCATION

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1995, Harvard Law School, LL.M.

1993, Université de Paris II Panthéon-Assas, D.E.S.S.

1992, Université de Paris II Panthéon-Assas, Inst. of Business Law

1992, Université de Paris II Panthéon-Assas, Maitrise

#### BAR ADMISSIONS

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Paris

New York

#### LANGUAGES

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English

French

€307 million financing related to COVID-19

- Covivio in its €1.2 billion voluntary public takeover offer for all shares in Godewind Immobilien AG
- Fiat Chrysler Automobiles N.V. in its agreement with Peugeot S.A. to work towards a full combination of their respective businesses by way of a 50/50 merger
- Tiffany & Co. in the unsolicited proposal offer from LVMH Moët Hennessy – Louis Vuitton SE to acquire Tiffany
- Eurazeo on the €212 million sale of its remaining shares in Elis by way of an accelerated bookbuild
- c0ntact gaming LLC on its acquisition of the Paris franchise of the newly created Call of Duty League, owned and operated by Activision Blizzard
- Kering in the sale of its sports and lifestyle brand Volcom to Authentic Brands Group
- EDF on its agreement to sell EBM (Coopérative Elektra Birseck) and EOS Holding SA for CHF 489 million
- Eurazeo on the sale of 4.8 per cent of Moncler's share capital for a total consideration of €445 million by its subsidiary ECIP M S.A. by way of an accelerated book building to institutional investors
- Financière SNOP Dunois S.A. in its Memorandum of Understanding with Tower International, Inc. relating to the sale of all of Tower's European Operations
- Syntel Inc on the \$3.57 billion all-cash acquisition by Atos S.E. including Syntel's net debt
- Canada Pension Plan Investment Board in its transactions with Enbridge Inc. and its related entities (Enbridge) to acquire 49% of Enbridge's interests in select North American onshore renewable power assets, as well as 49% of Enbridge's interests in two German offshore wind projects, for approximately C\$1.75 billion
- Eurazeo SE, in the sale, through its subsidiary Legendre Holding 19 SAS, of its entire stake in Accor SA , representing 4.20% of Accor's share capital a total amount of 552 million euros, by way of an accelerated book building to institutional investors
- Goldman Sachs Infrastructure Partners in its agreement with Atlantia under which Atlantia will acquire 100% of the share capital of Aero 1 Global & International S.à.r.l., an investment vehicle fully controlled by funds managed by Goldman Sachs, which owns 85,170,758 shares in Groupe Eurotunnel S.E. , representing 15.49% of the share capital and 26.66% of the voting rights of the company, for a total consideration of €1,056 million
- Unibail-Rodamco SE on its agreement to acquire Westfield Corporation
- Altran in its definitive agreement and plan of merger pursuant to which Altran agreed to acquire Aricent from a group of investors led by KKR for a total enterprise value of \$2.0 billion, in an all-cash transaction
- Goldman Sachs as financial adviser to Siemens AG in connection

with its Memorandum of Understanding with Alstom to combine Siemens' mobility business, including its rail traction drives business, with Alstom in a merger of equals transaction

- Rhône Capital on its acquisition of Zodiac Pool Holding SA from a fund affiliated with the Carlyle Group for \$1.2 billion
- Eurazeo on the €230 million sale by its subsidiary, ECIP M S.A., of 15 million Moncler S.p.A. shares representing 6% of the capital of the company
- Mr. Frank H. McCourt, Jr. on the acquisition of the Olympique de Marseille Football Club
- EDF Invest in connection with the acquisition (privatisation) from the French Government of the Société Aéroports de la Côte d'Azur
- Eurazeo on the €192 million sale of its 11.4 million shares in Elis
- Goldman Sachs and Rothschild as financial advisers to Technip on its \$13 billion all-stock merger combination with FMC Technologies
- Eurazeo in connection with the €281 million sale by its subsidiary, Legendre Holding 27, of 17.1 million Elis shares
- Hay Group on its acquisition by Korn Ferry for approximately \$500 million
- Alcatel-Lucent in its €15.6 billion acquisition by Nokia
- Cyberonics on its approximately \$2.7 billion merger with Sorin
- EDF in the reorganisation of share capital of EDF Luminus
- CFAO SA in the €686 million acquisition by Toyota Tsusho Corporation of a 29.8% stake in CFAO from PPR SA and in the subsequent takeover of CFAO by Toyota Tsusho for a total transaction value of approximately \$3 billion, and in connection with Toyota Tsusho's public buy-out offer followed by a squeeze-out for the remaining issued shares of CFAO that were not yet owned by Toyota Tsusho
- APG Asset Management N.V., Arcus Infrastructure Partners LLP, Brookfield Infrastructure Group and Public Sector Pension Investment Board on the acquisition of TDF
- Colony Capital and Eurazeo SA in connection with the sale by their respective subsidiaries, ColDay S.à.r.l. and Legendre Holding 19 SAS, of 22,500,000 Accor SA shares, representing 9.65% of the share capital of Accor
- Sompo Japan Nipponkoa Holdings, Inc. on its equity investment in SCOR
- Eurazeo in connection with the €340 million sale by its subsidiary, ECIP M S.A., of 19.5 million Moncler S.p.A. shares, representing 7.8% of the capital of the company
- TOTAL on its disposal to Temasek of its remaining stake in Gaztransport & Technigaz
- Idenix Pharmaceuticals, Inc. in its acquisition by Merck for approximately \$3.85 billion
- Perella Weinberg Partners as a counsel to Numericable on its acquisition of SFR from Vivendi for €15.5 billion
- Realia on the €550 million sale of its shares in SIIC de Paris to

## Eurosic

- EDF on the acquisition of Dalkia
- Canada Pension Plan Investment Board (CPPIB) on its €320.8 million acquisition of 15% of Orpéa
- AXA on the €510 million disposal of AXA Private Equity
- Consortium of investors on the €2.4 billion acquisition of Transport Infrastructure Gaz France (TIGF)
- CFAO on the reorganisation of its activities in New-Caledonia
- CGI Group Holdings Europe Limited on its £1.7 billion all-cash offer for Logica plc
- Electricité de Strasbourg on its acquisition of Enerest, a subsidiary of Réseau GDS
- EDF on its tender offer for the shares of EDF Energies Nouvelles
- Allianz SE on its sale of Allianz Alternative Asset Management to Nexar Capital S.A.S.
- Renault and Nissan on their strategic cooperation with Daimler
- Paris RE on its €1.5 billion sale to PartnerRe Ltd
- Alcan on its \$6 billion acquisition of Pechiney
- Rhône Capital LLC in connection with the acquisition of the LWB Group
- France Télécom on the €3.3 billion divestiture to KKR of its shareholding in PagesJaunes

## Restructuring

- CIFG creditor group in connection with commutation/recapitalisation transactions to restore the financial position of CIFG

## Securities

- Delta Air Lines in connection with Air France-KLM S.A.'s €2.3 billion capital increase with preferential subscription rights
- The underwriters, on EDF's €4 billion capital increase
- Elis on its €325 million rights offering (Regulation S), on its €750 million initial public offering and on its €800 million high-yield senior note offering (Rule 144A and Regulation S)
- TDF Infrastructure on its €800 million secondary bonds offering
- EDF on its \$4.75 billion bonds issuance
- Hellman & Friedman on the disposal of its stake in Gaztransport & Technigaz
- Labco on its initial public offering (abandoned)
- TDF Infrastructure on its inaugural €600 million bond offering
- Alcatel-Lucent on its €1 billion dual offering of bonds
- The underwriters in connection with Gaztransport & Technigaz on its €621 million initial public offering
- EDF on the sale of its 4.01% interest in Veolia Environnement for €262.1 million
- The underwriters in connection with Tarkett on its €461 million initial public offering

- Eurazeo in connection with the €603 million sale of its interest in Edenred via an accelerated bookbuilt offer
- The underwriters in Banque PSA's \$1.25 billion debt offering under Rule 144A and Regulation S
- The underwriters in connection with the €234 million private placement by FSI of its interest in Edenred
- The underwriters in connection with the €927 million initial public offering of CFAO
- EDF in several 144A bond offerings
- Suez Environnement on its listings on Euronext Paris and Euronext Brussels
- BNP Paribas in connection with the €335 million capital increase of ANF
- Paris RE on its €224.5 million initial public offering
- EDF in connection with the €339 million initial public offering by EDF Energies Nouvelles
- The underwriters in EDF's €7.5 billion privatisation, considered as one of the largest IPO ever in France
- The issuer and selling shareholder on the €1.25 billion initial public offering by PagesJaunes