

Lawyers



Vanessa K. Blackmore

Partner

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Vanessa Blackmore joined Sullivan & Cromwell as a partner in 2006 in the London office. She has a broad-based international corporate and finance practice, advising clients on a wide range of strategic transactional and advisory matters including on international debt, equity and equity-linked financings, debt advisory and liability management, mergers and acquisitions, joint ventures, corporate reorganisations, financial restructurings as well as on corporate governance and compliance issues. She has considerable experience in complex cross-border transactions and capital markets matters and on working on bespoke and innovative solutions.

Rankings and Recognitions

Ms. Blackmore has been named as one of IFLR 1000's Women Leaders - an elite cohort of leading female transactional experts in local markets globally - four times in succession. She is recognised as one of the "50 Most Influential Women in the Law" by *Legal Business* magazine, as a "leading practitioner in the capital markets field" by *Euromoney's Women in Business Law Expert Guide 2019*, and was honored as "Outstanding Practitioner of the Year" by *Euromoney, Women in Business Law Awards: Best in Debt, Best in Equity*, among other notable guides to the legal profession. She is recommended as a leading lawyer for capital markets in consecutive recent editions of *Chambers Global, Chambers Europe, Chambers UK* and *The Legal 500 United Kingdom*, as well as for M&A and capital markets (equity) in *IFLR1000*. She is a contributing editor to *Tolley's, International Financial Law Review* and to *Capital Markets Law Journal*.

Professional Activities

Ms. Blackmore is a visiting fellow and an external examiner for the LLM in International Finance at King's College, University of London.

SELECTED REPRESENTATIONS

M&A and corporate transactions and advisory

Vanessa's corporate transactions and advisory practice focuses principally on private M&A transactions, strategic investments and joint ventures as well as on corporate governance and compliance.

- She has advised on first of its kind transactions such as **Coca-Cola Hellenic** on its redomiciliation from Greece to

PRACTICES & CAPABILITIES

Healthcare & Life Sciences

Europe

Energy & Natural Resources

Oil & Gas

Mining & Metals

Power & Utilities

General Practice

Capital Markets

Environmental, Social and Governance (ESG)

Mergers & Acquisitions

Restructuring

Investment Management

EDUCATION

1986, College of Law, Guildford, Diploma in Legal Practice

1985, King's College London-The Dickson Poon School of Law, LL.B.

BAR ADMISSIONS

England and Wales

Switzerland by way of a €6.2 billion exchange offer to insert Coca-Cola HBC AG as the new topco for the group. Her transactional experience also includes advising **Coca-Cola HBC AG**, via its subsidiary Coca Cola HBC Holdings BV, on the acquisition of approximately 94.7% of Coca-Cola Bottling Company of Egypt S.A.E. from its major shareholders, for \$427 million; **e&** in its acquisition of a passive 9.8% stake in Vodafone Group Plc for \$4.4 billion, becoming Vodafone's largest shareholder; **Silver Lake** as an investor in connection with Getir's Series D funding round, which raised over \$550 million; **Dogus Holdings** on the sale of its international and Turkish marinas businesses to CVC; **TFI TAB Gida** on its minority shareholder arrangements at holding company and subsidiary level, on its master franchise arrangements and on various strategic transactions; **J.C. Flowers** in relation to its acquisition of a 30% stake in LMAX; **York Capital** in relation to several public and private investments, including its joint venture with CMRE, its arrangements with Globalworth and its arrangements with Credit Suisse; **Standard Industries** on its acquisition of Icopal from Investcorp Ltd; **Concordia Healthcare Corp.** on its acquisition of Amdipharm Mercury Limited from Cinven; **Credit Suisse** on its acquisition of Morgan Stanley's EMEA private wealth management business; **Fara Holdco Limited**, owners of the Bibby Offshore group of companies, in its merger with Rever Offshore AS and on the subsequent disposal of the Rever Offshore business to Boskalis; **Validis** on its acquisition of Future Route; **J.C. Flowers** in relation to the formation of Chelsea Permanent Capital Holdings; **Evercore** on its acquisition of ISI; **Aquiline Capital Partners** on its acquisitions of CRT Capital Group and Conning; **TeliaSonera** on its cash tender offers for AS Eesti Telecom and Teo LT AB; **Mitsubishi UFJ Financial Group** on its strategic investment in Morgan Stanley and related joint venture arrangements, among others, and advising **various consortia of international investment banks** on their involvement in several electronic trading platforms including **CurveGlobal**, **Trad-X**, **L-Max** and **TPSwapDeal**. **Chi-X** on the establishment of its equity trading platform.

Capital Markets

Vanessa has over 30 year's experience in capital markets with extensive debt, equity-linked and equity capital markets experience, advising issuers, selling shareholders and underwriters and at all levels of the capital structure. Her experience includes:

- **Equity and Equity-Linked:** on the IPOs and listings of **Carel Industries S.p.A** on the Borsa Italiana, of **TFI TAB Gida** on NASDAQ (withdrawn), of SPACs **Justice Holdings** on the London Stock Exchange (standard segment), of **Pershing Square Holdings** on Euronext Amsterdam and subsequently on the London Stock Exchange (premium segment), of **Coca-Cola HBC** on the London Stock Exchange (premium segment), Athex and

NYSE, of **Mail.ru Group** on the London Stock Exchange (standard segment) and its subsequent follow on offering, of **GlobeOp Financial Services** on the London Stock Exchange (premium segment) and on **Statoil Fuel & Retail** on the Oslo Bors; on equity placings by **Cellink AB**, **Greencore Group**, **Dolphin Capital Investors**, **Anglo Gold Ashanti**, **PT Inco** and **Volkswagen** and on equity-linked issuances including **Cellink AB**, **MOL**, **San Miguel Corporation**, **Anglo American**, **Cable & Wireless**, **BAA**, **Liberty International**, **United Business Media** and **Espirito Santo Financial Group**.

- **Debt: Antofagasta plc** in its \$500 million Rule 144A/Regulation S offering of unsecured notes; **Koninklijke Philips N.V.** in its European and U.S. tender offers and a \$2 billion issuance under its EMTN program; regularly advises international corporates on their debt programmes and standalone issuances, including **Stellantis NV** on its €30 billion EMTN programme and on its €1.25 billion 0.75% notes and €1.25 billion 1.25 % note issuances; **Pershing Square Holdings** on its \$500 million 3.250% senior Rule 144A/Reg S notes and \$1.0 billion debut senior Rule 144A/Reg S notes; **The Kingdom of Denmark** on its €50 billion EMTN Programme and recent Reg S and Rule 144A \$2 billion issuance under that programme; **Equinor** (formerly Statoil) on its €20 billion EMTN programme and Reg S issuances under that programme; **Koninklijke Philips N.V.** on the establishment of its €10 billion EMTN programme and the inaugural Reg S issuances under that programme; Koninklijke Philips N.V. on its on its €750 million green innovation bonds; **Signify** on its inaugural Reg S bond issuances to refinance Eaton Lighting acquisition debt; **Coca-Cola HBC** on the establishment of its EMTN programme and Reg S issuances under that programme and its CP programme; **Fiat Chrysler Automobiles** on its EMTN programme and Reg S issuances under that programme; **CNH Industrial** in relation to its €10 billion EMTN programme and its access to the Covid Corporate Finance Facility, TDF Infrastructure on its \$910.6 million Rule 144A/Reg S bond offering and its €800 million bond offering; **Ferrari** on its €650 million bond offering in 2020, on its €800 million bond offering in 2017 and its €500 million bond offering in 2016; the initial purchasers (as designated underwriters counsel) in **Jaguar Land Rover Automotive plc's** Rule 144A and Regulation S offerings and **Asian Infrastructure Investment Bank** on its inaugural \$2.5 billion aggregate principal amount of AAA-rated 2.250% notes due 2024, among many others.

- **Debt Advisory and Liability Management:** advised **Eksportfinans** in relation to the loss of its export finance monopoly and related claims by creditors, and the successful defence of, event of default claims brought against it by the US hedge fund **Silverpoint** in the Japanese courts; Equinor (formerly Statoil) in relation to the reorganisation of its **NorskHydro** and related

bondholder and creditor consents; **Coca-Cola Hellenic** on its redomiciliation to Switzerland and related creditor considerations; **Coca-Cola HBC** on a post-redomiciliation group reorganization and related bondholder and creditor considerations and on a debt tender offer; ENEL on its group reorganization and related bondholder considerations; **Fiat Industrial** on its redomiciliation to The Netherlands and **Fiat Chrysler Automotive** on its proposed merger with PSA, among others

Restructuring

- Vanessa's restructuring experience includes advising on the **Virgin Active** restructuring; advising the ad hoc committee of RCF lenders on the warrants issued by **Cineworld** in its recently announced refinancing; advising **Marconi** and **Marconi Corporation** on their all creditor financial restructurings, an all-creditor scheme that at the time was considered the blueprint for subsequent UK financial restructurings; advising **Eksportfinans** in relation to its contingency planning arising from the loss of its export finance monopoly and related claims by creditors; advising a creditor in relation to **Steinhoff International Holdings**; advising **Olivant** in relation to its proposal to rescue and recapitalize **Northern Rock**; advising the creditors on the financial restructuring of **hibu**; advising CB Holdings on the disposal of its interest in **West Ham FC**; advising the creditors on the financial restructuring of **Meridien Hotels** including the successful hand back of the Grosvenor and Waldorf Hotels and advising the administrative receivers in relation to **Boxclever** which included transferring control of the U.K.'s first whole business securitization to Fortress and Cerberus.