## CLEARY GOTTLIEB

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## M&A Telegram Q2/2021

+++ The M&A market remains strong. In a third attempt, Deutsche Wohnen and Vonovia agree on a merger that will create Europe's largest residential real estate group. The announced takeover offer to the shareholders of Deutsche Wohnen has a total volume of approx. EUR 18 billion. Heidelberg Cement is selling parts of its US business to Martin Marietta Materials for approx. USD 2.3 billion. With an innovative financing model, Morphosys intends to acquire Constellation Pharmaceuticals, a biotechnology specialist valued at approx. USD 1.7 billion. Laboratory equipment supplier Avantor succeeds in securing pharmaceutical supplier Ritter for approx. EUR 890 million. Advertising technology specialist Fyber is being sold to US competitor Digital Turbine for approx. EUR 500 million. In a first step, investor Windhorst sells his 95% stake. A mandatory offer for the remaining 5% will follow. Finally, Poland's Synthos is acquiring Trinseo's German rubber factories for approx. EUR 370 million. +++

+++ Financial investors cash in. Following Hensoldt's IPO last year, KKR manages to further reduce its stake in the defense company, selling a 25.1% package to Italian defense group Leonardo for approx. EUR 605 million. The Federal Republic of Germany also acquired a 25.1% stake in Hensoldt by way of a call option. Compass Partners sells eyewear manufacturer Rodenstock to Apax for a reported purchase price of over EUR 1 billion. First Sentier Investors hands on Ferngas Group to Versicherungskammer Bayern for approx. EUR 720 million and with the IPO of Suse EQT prepares for its exit from the software company. +++

+++ Corona has consequences. Following Lufthansa, Condor has also managed to revive. Attestor Capital is set to acquire 51% of the state-backed airline and will invest approx. EUR 450 million in the company. The State supports this entry with loan waivers. Tui, which is also state-supported, sells hotel interests to its Spanish joint venture partner Riu for approx. EUR 670 million. +++

+++ SPACs arrive in Germany. With Lakestar SPAC I SE, 468 SPAC I SE and OboTech Acquisition SE, three acquisition vehicles are listed in Germany. More listings are in the works. While searching for a target company, these SPACs have already had to forgo electric jet manufacturer Lilium, which will be listed on NASDAQ via merger with a US SPAC. Lakestar, meanwhile, is in exclusive negotiations regarding a merger with HomeToGo. In the USA, however, there are already signs that the SPAC euphoria is coming to an end. Promising target companies are increasingly difficult to find. Short sellers are picking up the scent. In addition, the SEC is tightening oversight of SPACs, and accounting rules previously favorable to the structuring of SPACs are also being changed. +++

+++ Is the capital market boom over? Following the IPOs of the laboratory group Synlab, electronics company Katek and the gear manufacturer hGears, for example, the receptiveness of the capital market appears to be reaching its initial limits. The IPO of the online retailer MeinAuto has already been postponed. For now, other companies are continuing to work on their initial listings. +++

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This M&A Telegram is addressed to clients and friends of Cleary Gottlieb who are interested in developments in the German M&A market. It does not constitute legal advice.

