

Mergers & Acquisitions

Our Services

We advise national and international investors and companies of all sizes in M&A transactions on both the buyer and seller side. Our experience also includes specific kinds of transactions such as the realization of spin-offs, management buy-outs, leveraged buy-outs and the acquisition of insolvent companies.

We offer pragmatic and cost-effective legal and tax-law related advisory services regarding national and international transactions, based on our team members' long experience in certain industries and our far-reaching M&A market network. We know and anticipate the challenges regularly faced by parties involved in M&A transactions. This enables us to offer a customized one-stop solution for the different scenarios, which might occur in the course of such transactions. Our clients benefit from the full range of legal expertise necessary to successfully handle the specific challenges of an M&A transaction.

We are aware of the risks and challenges associated with such transactions and are always keen on keeping the process transparent and, in close cooperation with all other parties involved in the process, to constructively seek solutions that enable a successful conclusion.

In addition, we advise and support management teams in all legal and tax aspects both in the run-up to and during an M&A transaction. In this respect, we have extensive and detailed expertise in dealing with board duties and potential conflicts of interest that management is typically confronted with in a transaction.

Legal services on which we focus include

- Planning, organizing and structuring transactions
- Support in the research and review of the company assessment in cooperation with M&A consultants
- Organization of data rooms
- Preparation and performance of due diligence processes, especially examination of corporate, IT/IP, employment, distribution and licensing law as well as intellectual property law
- Transaction management, especially preparation of signing and closing
- Support in the assessment of the offer and structuring of the bidding process
- Drafting and negotiation of contracts for the acquisition of a commercial entity, either as a share or asset deal
- Labour law support in the post-merger integration of the company.



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Our Track Record

- Sale of Sierra Sensors GmbH to Bruker Optik GmbH.
- Sale of Vakzine Projekt Management GmbH to an Indian vaccine manufacturer.
- Sale Ventomaxx GmbH.
- Sale of an online pharmacy (Asset Deal) to Marcol.
- Advising CellAct Pharma GmbH on the sale of a drug candidate to the Mundipharma Group
- Advising the shareholders of gestigon GmbH in the sale of shares to Valeo
- Sale of Annova Systems GmbH to SCISYS PLC
- Consulting of all shareholders of Symtavision GmbH regarding the sale to the strategic buyer Luxoft
- Advising an investor from Qatar on the acquisition of a hotel in Munich
- Advisory services to Merz Pharma GmbH & Co. KGaA relating to the sale of Merz Dental GmbH to Shofu Inc.
- Advice to management/founders on the sale of the E-commerce plants to Hawesko Holding AG
- Sale of all shares in Signature Diagnostics AG to Roche Deutschland Holding GmbH.
- Advising the shareholders of Gilupi GmbH on the sale of the company to Hebei Viroad Biotechnology Co. Ltd.
- Advising Boku Inc. on the takeover of mopay AG and the sale of Boku Network Services DE GmbH

Publications

Publications

- Management Buy-Out, Handbuch für Recht und Praxis, Weitnauer, 2nd ed., 2013
- M&A im Life-Science-Bereich, Weitnauer in Becker/Villinger, Life Science Venturing, 2017
- Vertragshandbuch Life Sciences, Weitnauer/Mennenöh, 1st ed., 2014

Articles

- Der rechtssichere Weg zum Exit: „10 Lehren“ für einen erfolgreichen M&A-Prozess, Weitnauer, GWR 2016, S. 413-432
- Verfahrensabläufe bei Unternehmenskaufverträgen im Mittelstand, Schönhaar, GWR 2014, S. 273
- Unternehmenskaufverträge im Pharmabereich, Mennenöh, Arzneimittel & Recht, 2/2014, S.3
- Unternehmenskauf aus der Insolvenz, Mennenöh, GoingPublic „Biotechnologie 2005“, Sonderausgabe 5/2005, S. 158
- Der Unternehmenskauf nach neuem Kaufrecht, Weitnauer, NJW 2002, S. 2511
- „Der Unternehmenskaufvertrag: Verhandlung und Gestaltung“ in Unternehmenskauf und – Verkauf, herausgegeben von Fink/Uhl, 1. Auflage 2016



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Team

Munich

Dr. Wolfgang Weitnauer, M.C.L.¹
Dr. Henning Mennenöh, LL.M.¹
Ellen Bergmann¹
Dr. Tobias Schönhaar¹
Annette Kespohl¹
Dr. Oliver Zander¹
Benedikt Mahr^{1,4}
Marc René Spitz, LL.M.¹
Dr. Manuel Weitnauer, LL.M.

Berlin

Prof. Dr. Hans-Eric Rasmussen-Bonne, LL.M.^{1,2}
Dr. Nikolaus Uhl, LL.M.^{1,3}
Andreas Michael, LL.M.¹
Tim Kowalsky, LL.M.

Hamburg

Tilman Mueller-Stöfen, LL.M.¹

Contact

Ohmstraße 22
80802 München
T +49 89 38 39 95 - 0
F +49 89 38 39 95 - 99
E muenchen@weitnauer.net

Französische Straße 13
10117 Berlin
T +49 30 230 96 77 - 0
F +49 30 230 96 77 - 99
E berlin@weitnauer.net

¹ Partner

² Attorney-at-Law (New York)

³ Certified specialist for commercial and corporate law

⁴ Certified tax Counsel

