



Corporate Annual Review 2023

Newsletters - 13/12/2023

This year, our Corporate lawyers have continued to collaborate across our locations to anticipate and meet the challenges faced by our clients, helping them to build resilience and find opportunities for growth.

In what has been another year of testing market conditions, our global team has demonstrated agility and strength in depth, guiding our clients through a complex and changing environment to achieve success.

In 2023, our award-winning team has worked on notable, high-profile transactions spanning multiple industry sectors. We've welcomed new Corporate partners in Guernsey and Ireland, and broadened our reach with the launch of a new office in Dubai.

Looking ahead, our focus and priority will continue to be on the issues that matter to our clients. The breadth of our capabilities, and our investments in our people and technology, uniquely positions us to support our clients' needs in the new year.

View our mailer online: [Corporate Annual Review 2023](#).

Insights: Meeting the challenges of 2024

In this article, Ogier's global head of Corporate, Nathan Powell, looks back on the market trends we've seen in 2023, and looks ahead to some of the opportunities to be had next year.

Insights: Adaptation and innovation: the outlook for European private equity

In this article, Corporate partners from our Jersey, Ireland and Luxembourg teams discuss resilience and innovation in European private equity.

Our Corporate Legal Services Brochure

Ogier launches in Dubai

Ogier has opened an office in Dubai to provide a full service to clients in the Middle East, offering legal and corporate services, and regulatory consulting from its new location in the Dubai International Finance Centre.

"This is a significant milestone which means we can expand and build on our existing expertise in the region to now offer on-the-ground advice and services to clients in the Middle East," said Ogier managing partner Edward Mackereth.

Insights: Is it SPAC to basics in the BVI?

In this article, BVI partner Michael Killourhy looks at how SPACs went from boom to bust, how the market is recovering, and how offshore jurisdictions like the BVI and the Cayman Islands might shape the SPAC market of the future.

Deal highlight

Ogier in Hong Kong acted as British Virgin Islands and Cayman Islands counsel to Nasdaq-listed SPAC Blue Safari Group Acquisition Corp in its de-SPAC merger with Bitdeer Technologies Holding Company - one of the largest transactions of its kind in the BVI with an implied enterprise value of \$US1.18 billion upon completion.

The business combination involved two consecutive statutory mergers in the BVI followed by a statutory merger in the Cayman Islands.

Deals: Healthcare

Acted as Cayman Islands counsel to digital healthcare company ETAO International Group on its US\$1 billion merger with Mountain Crest Acquisition Corp III, a publicly traded SPAC.

Acted as Guernsey counsel to MidEuropa on its acquisition of a majority stake in Optegra Eye Health Care.

Acted as Cayman Islands counsel to Conduit Pharmaceuticals Limited in its S\$720 million merger with Murphy Canyon Acquisition Corp, a publicly traded SPAC.

Acted as Cayman Islands and BVI counsel to MedSci Healthcare Holdings Limited 梅斯健康控股有限公司 on its initial public offering and listing on the Main Board of the Hong Kong Stock Exchange.

Acted as Cayman Islands counsel to biotechnology company Zura Bio Limited on its US\$215 million business combination with JATT Acquisition Corp, a publicly traded SPAC.

Deals: Infrastructure

Acted as Jersey and Cayman Islands counsel to Crown LNG Holdings AS on its US\$685 million business combination with Catcha Investment Corp, a publicly traded SPAC.

Acted as Guernsey counsel on the business combination of Disruptive Capital Acquisition Company Limited and Global InterConnection Group SA, and the group's subsequent listing on Euronext Amsterdam.

A multidisciplinary team in Ireland acted for Thorntons Recycling on the acquisition of Irish waste management business The City Bin Co.

Acted as Jersey counsel to Wren House Infrastructure Management Ltd on a joint venture transaction with Turkish electric vehicle charging station company Zorlu Enerji Elektrik Üretim A.Ş.

Acted as Guernsey counsel to the world's largest infrastructure manager, Macquarie Asset Management, via Macquarie European Infrastructure Fund 7, on its acquisition of a significant minority stake in VIRTUS Data Centres.

Meet our new partner in Ireland

This year, Ogier welcomed new partner Oisín McLoughlin to its Corporate team in Ireland.

A Legal 500 "key lawyer," Oisín is an M&A specialist who has more than 15 years' experience advising clients in sectors including technology, manufacturing, pharma, energy and private equity.

Deal highlight

We provided BVI and Jersey law advice to Fortress Investment Group on its acquisition of Vice Media Group in a deal valuing the high-profile media company at \$350 million.

Fortress led a consortium of lenders, including Soros Fund Management and Monroe Capital, in a court-sanctioned asset purchase after Vice filed for bankruptcy in May 2023.

Deals: Technology and media

Acted as Luxembourg counsel to European private equity firm Apax Partners on the significant minority stake in technology company IBS Software from Blackstone.

Acted as Guernsey counsel to French gaming player Focus Entertainment on its acquisition of Railsimulator.com, the parent company of Dovetail Games.

Acted as Irish counsel to Dublin-based tech start-up Oblivious Software Limited in relation to a seed round investment in the company, by lead investor Cavalry Ventures, in addition to investors such as Atlantic Bridge and ACT Venture amongst others.

Acted as Cayman Islands counsel to Model Performance Acquisition Corp in de-SPAC merger with animation and entertainment company MultiMetaVerse Inc.

Acted as Cayman Islands counsel to Technology & Telecommunication Acquisition Corporation on its Nasdaq listing, and is continuing to advise on its proposed business combination with Super Apps Holdings (SAH) in a transaction reflecting an estimated pro forma enterprise value of approximately US\$1.1 billion. A separate Ogier team in Hong Kong is acting as Cayman Islands counsel to SAH.

Deals: Real estate and hospitality

Advised certain selling unitholders incorporated in the Cayman Islands on the US\$391 million IPO of Nexus Select Trust, India's first publicly listed retail mall-led real estate investment trust (REIT), on the National Stock Exchange of India and the Bombay Stock Exchange.

Acted as Jersey counsel to Shimao Group on the US\$395 million sale of Sancroft at St Paul's in the City of London.

Acted as Luxembourg counsel to Magnetar Capital on the structuring prior to the acquisition, and restructuring of the group of companies post-acquisition, of two UK shopping centres.

Acted as Guernsey counsel to property developer Downing on the sale of five properties to Greystar Real Estate Partners in a deal worth £388 million.

Deal highlight

Ogier advised on all aspects of Irish law in relation to Chiesi Farmaceutici's US\$1.48 billion acquisition of Ireland-based commercial-stage biopharmaceutical company Amryt Pharma.

Our advice extended across corporate, employment, banking and finance and real estate matters. The matter extended across several jurisdictions (USA, UK, Ireland, Canada, Germany, Netherlands, Japan, Brazil).

Meet our new Guernsey partner

This year, we welcomed new partner Richard Sharp to our growing corporate, insurance and funds practice in Guernsey.

Ranked a Leading Individual in Legal 500, Richard has considerable experience in a wide range of corporate matters.

Deals: Financial services

Acted as Irish counsel to mortgage provider MoCo on their sale to Austrian bank Bawag.

Acted as Jersey and Guernsey counsel to CACEIS, a subsidiary of Crédit Agricole Group and Santander, and Royal Bank of Canada (RBC) on the sale of RBC and the purchase by CACEIS of the European wealth management activities of RBC Investor Services and its associated Centre of Excellence in Malaysia with an approximate deal value of EUR 1.195 billion.

Acted as Cayman Islands counsel to Pismo on its US\$1 billion acquisition by Visa.

Acted as Guernsey counsel to Searchlight Capital Partners on its offer for the entire share capital of London-listed Gresham House plc in a transaction valuing Gresham House plc at approximately £469.8 million.

Acted as Guernsey counsel to Long Term Assets Limited on its acquisition of a controlling equity position in Gottschalg Analytics, an independent second-generation provider of performance intelligence services for the private markets.

Deals: Energy and Natural Resources

Acted as Jersey counsel to Metals Acquisition Limited on a series of integrated transactions to acquire the CSA Copper Mine in Australia for a total consideration of US\$1.1 billion.

Acted as Cayman Islands counsel on the business combination of Finnovate Acquisition Corp and Scage International Limited with a post combination valuation of US\$1 billion.

Acted as Cayman Islands counsel to Blue World Acquisition Corporation on its business combination agreement with Vietnam Sunergy Cell Company Limited (TOYO Solar), a solar solution company.

Acted as Jersey counsel for US-based Livent Corp in its US\$10.6 billion merger of equals with Australia's Allkem Ltd to create a leading global lithium chemicals producer.

Advised on Cayman Islands counsel on the business combination between the Nasdaq-listed SPAC Prime Number Acquisition I Corp and noco-noco Pte Ltd, an early-stage decarbonization solutions provider in Asia.

Spotlight: Guide to Ogier's private equity team

Ogier is a go-to firm for all aspects of the private equity life cycle, regularly working on innovative

and complex downstream transactions.

Our award-winning Private Equity team is renowned for its depth of understanding and significant experience in fund establishment, investments and exits.

From domestic mergers and acquisitions to complex, cross-border transactions, we combine outstanding local knowledge with a global perspective that is fully aligned with our international client base.

Ogier Sustainable Investment Consulting

Our Corporate team works closely with our experts at Ogier Sustainable Investment Consulting to help clients connect sustainability to investment strategy and create results.

In this article, our sustainable investment consultants provide some practical tips on how to achieve principle-based leadership in times of change.

Ogier Global Corporate Services

At Ogier, we provide exceptional and efficient integrated legal and corporate and fiduciary services. Ogier Global works closely with our legal experts to offer a broad range of services including forming and administering corporate vehicles for initial public offerings (IPO), mergers and acquisitions, corporate re-structuring and investment holding.

Ogier Regulatory Consulting

Working alongside our global team of regulatory law specialists, Ogier Regulatory Consulting provides advisory services to corporate clients, including gap analysis, needs assessments, risk assessments and systems development. Our consulting team is based in the Caribbean and Channel Islands.

About Ogier

Ogier is a professional services firm with the knowledge and expertise to handle the most demanding and complex transactions and provide expert, efficient and cost-effective services to all our clients. We regularly win awards for the quality of our client service, our work and our people.

Disclaimer

This client briefing has been prepared for clients and professional associates of Ogier. The

information and expressions of opinion which it contains are not intended to be a comprehensive study or to provide legal advice and should not be treated as a substitute for specific advice concerning individual situations.

Regulatory information can be found under [Legal Notice](#)

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