



Manuel Werder, LL.M.

Partner (born 1974)

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Languages

German, English, French, Spanish

■ **Areas of Practice**

Manuel Werder's practice focuses on corporate law and domestic and cross-border M&A (including corporate restructurings) and private equity and venture capital transactions as well as other international business transactions, with a focus on large and complex acquisitions, mergers, divestitures, and restructurings. His M&A experience includes various industries, including financial, industrial and other services, IT and health care.

Mr. Werder regularly advises Swiss and foreign corporations active in different industries and financial institutions in M&A, corporate, commercial, contract, securities and stock exchange law issues.

His fields of expertise also include investment and shareholders' agreements, joint ventures, commercial contracts, employment law, the law on the restriction of sales of Swiss real estate to foreigners, the law governing the legal profession, and the law of lotteries and betting.

He also represents clients in domestic and international litigation procedures.

■ **Professional Career**

2015 – Partner, Niederer Kraft & Frey

2010 – 2014 Senior Associate, Niederer Kraft & Frey

2007 – 2008 Secondment to Allende & Brea, Buenos Aires, one of the largest and most prestigious full-service law firms in Argentina

2004 – 2007 and 2008 – 2009 Associate, Niederer Kraft & Frey

2002 – 2004 Associate with Fox Horan & Camerini LLP, New York, a law firm with highly specialized experience in international business

1999 – 2000 Traineeship with a Zurich law firm

■ **Education**

2003 – Admitted to the Bar of New York

2002 – New York University School of Law, LL.M. in Comparative Jurisprudence

2001 – Admitted to the Bar of Zurich (*Rechtsanwalt*)

1998 – University of Fribourg, Licentiatius iuris (Law degree) (*magna cum laude*)

1996 – 1997 Université Libre de Bruxelles School of Law, Brussels, Belgium, Swiss–Belgian Exchange Program, Studies of European and International law

■ **Recent Experience**

The following is a selection of recent cases in which Mr. Werder acted as counsel for:

- Paragon Partners on the acquisition of Conecta AG, the industrial service division of Arbonia Group (2017)
- Vantage Education Group in the acquisition of a majority stake in IST AG (2017)
- Invision Private Equity AG in the acquisition of a majority stake in Parkresort Rheinfelden Holding AG (2016)
- Citychamp Watch and Jewellery Group in the acquisition of a 70% majority stake in Valartis Bank (Liechtenstein) AG (2016)
- Citychamp Dartong Group in the acquisition of HL Le Mirador International SA (2016)
- Swiss Capital Group in connection with its successful launch of the Swiss Capital Investment Foundation (2016)

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- Zeochem AG, a leading manufacturer of molecular sieves for industrial applications and of chromatography gels for the pharmaceuticals industry, in the acquisition of a majority stake in ALSIO Technology Co. Ltd (ALSIO) from the Jiangsu Feixiang Group, domiciled in Lianyungang, China, and in the conclusion of a Joint Venture Agreement with some of the existing shareholders (2015/2016)
- Lekkerland (Schweiz) AG, a leading wholesale trading company for convenience consumption goods, in the acquisition of assets pertaining to the wholesale trading business of Contadis AG (Oettinger Davidoff Group) (2015/2016)
- CITTIC Group, a group of companies specialized in the acquisition and development of European industrial companies, in the acquisition of Schaltag AG (Switzerland) and Schaltag s.r.o. (Czech Republic) from the Rieter Group (2015)
- Knorr-Bremse AG, the world's leading manufacturer of braking systems for rail and commercial vehicles, in the acquisition of Selectron Systems AG, Lyss (2014/2015)
- Citychamp Watch and Jewellery Group Ltd (formerly known as China Haidian Holdings Ltd.), Hong Kong, a group of companies listed on the Hong Kong Stock Exchange, in the issuance of a Bond (2014)
- CPH Chemie + Papier Holding AG (SIX: CPHN) in the issuance of a CHF 120m corporate bond (the first-ever bond issued by the CPH Group) (2014)
- OC Oerlikon Corporation AG (SIX: OERL) in the CHF 1 billion acquisition of Sulzer Metco (2013/2014)
- Herbert Schneider in the sale of W. Schneider+Co AG in the context of his succession plan to the Investnet Group (2014)
- Zürcher Kantonalbank, Helvetia, Swiss Re and the Marazzi family in the sale of Tertianum AG, Zurich, the leading company in the assisted living segment in Switzerland, to a company controlled by Swiss Prime Site AG (2013)
- Citychamp Watch and Jewellery Group Ltd (formerly known as China Haidian Holdings Ltd.), Hong Kong, in the acquisition of the Corum-Group, a Swiss manufacturer of luxury watches (2013)
- OC Oerlikon Corporation AG (SIX: OERL) in the sale of the Natural Fibers and Textile Components Business Units from its Textile Segment to the Chinese Jinsheng Group (2012/2013)
- Paragon Partners, Munich, in the acquisition of KADI AG, an important player in the Swiss Food Service and one of the leading brands in the convenience market, from ECM Equity Capital Management, Frankfurt, as well as in the re-participation of the management (2013)
- Invision Group, a leading Swiss private equity firm, in the acquisition of a majority stake in HSO Bildungsorganisation Schweiz AG, one of the major providers of practice-oriented business education in the Swiss education market (2013)
- Invision Group in the acquisition of a majority stake in Kraft & Bauer Brandschutzsysteme group, a leading German and Swiss based manufacturer of fire protection systems (2013)
- OC Oerlikon Corporation AG (SIX: OERL) in the sale of its Solar Business to Tokyo Stock Exchange listed company Tokyo Electron Limited (2012)
- Qatar Holding / Qatar Investment Authority in the establishment of an asset management joint venture - Aventicum Capital Management - with Credit Suisse Group (2012)
- the selling shareholders of Pago Group, a group of companies active in the business of manufacturing self-adhesive labels and the accompanying labelling technology, in the sale to Tokyo Stock Exchange listed company Fuji Seal Group (2012)
- the management of Invision Group in the management buy-out (2012)
- Havas Media, the media network business unit of Havas (a global advertising and communications services group, listed at Euronext Paris: HAV.PA), in the entering into a partnership and the pertaining acquisition of a participation in Mediaxis, a group of Swiss companies primarily active as agency in the field of media planning (2012)
- France Telecom SA (NYSE: FTE), one of the world's leading telecommunications operators, in connection with the sales auction and sale of 100% of Orange Communications SA, France Telecom's Swiss mobile subsidiary, to Apax Partners (2011/2012)
- bank zweiplus ag in connection with the establishment of a joint venture company with Ringier AG operating under the established 'cash' brand (2011/2012)
- Cytos Biotechnology AG (SIX: CYTN) in the restructuring of its CHF 70,000,000 convertible bond (2012)
- bank zweiplus ag in connection with the purchase from AXA Bank Europe SA, Brussels, of the client portfolio of AXA Bank Europe's banking branch in Winterthur by way of asset deal (2011/2012)
- CPH Chemie und Papier Holding AG, a listed industrial company, in the sale of CU Chemie UETIKON GmbH, a fine chemical specialist based in Lahr, Germany, to a company controlled by Equistone Partners Europe (Schweiz) AG (2011)
- Paragon Partners, Munich, in the sale of Swisshaus, a leading vendor of single family houses in Switzerland, and two further portfolio companies to Vision Capital and Rubicon Partners (2011)

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- Numisma Group and McCafferty Asset Management in the sale of a large real estate portfolio from multiple seller companies to a Swiss based investor (2011)
- two Swiss based banks (as transaction counsel) in the placement of the majority of the employees of the transferring party with the other party, whereby the assuming party assumed most of the operations of the transferring party (2011)
- a Swiss based bank in the acquisition of several companies based in various jurisdictions active in the field of company valuations (2011)