

Corporate & Commercial

Edwin Coe provides corporate and commercial legal advice to help businesses of all sizes develop and grow, whether organically or through mergers and acquisitions.

The corporate team is experienced in transactions of all types, from public and private M&A (including complex cross-border deals), to shareholder arrangements and joint ventures, and advising management teams and financiers on financial and investment structures and agreements. We are also experienced in Private Equity deals in various sectors, and act for investors seeking out new opportunities in emerging markets and the Asia Pacific Region.

Initial Public Offerings (IPO) and pre-IPO funding arrangements are a key element of our corporate finance practice and we have considerable expertise in listing companies on the AIM and NEX Exchange (formerly PLUS) markets. This has included acting for several high-profile Chinese companies on their AIM flotations, as well as advising on secondary fundraisings and other capital market transactions.

Our commercial services range from dealing with standard terms and conditions of sale, to negotiating and advising on an extensive range of commercial contracts, franchise agreements and agency/distribution agreements.

Other areas in which we provide legal advice include:

- **Intellectual property law**
- **Management buy-outs/buy-ins**
- **Funds, debt financing and banking**
- **Reorganisations and share capital reconstructions.**

We have specific experience in the following sectors:

- **IT and media**
- **Charity and philanthropy**
- **Hotel and hospitality**
- **Mining and resources**
- **Retail**
- **Financial services and regulatory.**

'Head of Corporate, Russel Shear is quick to identify, understand and remove roadblocks to deals.'

Legal 500 2017

Examples of our work

IPO and Public Company Work on AIM

- Advising Green China Holdings Ltd on its admission to AIM and associated placing. Green China sells and distributes fertiliser products in China.
- Advising Rare Earths Global Ltd on its listing on AIM, together with its associated fundraising by way of placing. Rare Earths Global is a Chinese mining group focused on the extraction, separation, refinement and trading of rare earth elements.
- Advising Kada Technology Holdings Ltd on its flotation on AIM, together with its associated fundraising. Kada is the Bermudan holding company of a group which provides solutions for electronic devices, systems and media platforms in China.
- Reverse takeover of In-Deed Online Plc by Epic Group Ltd and the re-admission of the enlarged group – renamed Learning Technologies Group plc – to AIM.
- AIM IPO of Gowin New Energy Group Ltd, a Cayman Island holding company of a Chinese trading group which manufactures and sells LED lighting in China.
- Advised Allenby Capital Ltd on its role as nominated adviser and broker for Macromac's AIM IPO.
- Acting for Sovereign Mines of Africa Plc on its admission to AIM, subscription agreement with Praetorian Resources Ltd, and placing of 10,666,667 new shares.



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'Edwin Coe LLP's excellent practice is good value for money and gets the deals done correctly.'

Legal 500 2017

'Head of Corporate, Russel Shear always has a very professional approach to everything and is very personable.'

Chambers UK 2016

'Praised as offering the best value for M&A matters.'

Legal 500 2015

- Handling a number of secondary placings, including Stratex Exploration Plc and Astar Minerals plc.

ISDX

- Advising North American Petroleum Plc on its admission to NEX Exchange and associated £2 million placing.

Disposals, Mergers and Acquisitions

- Acting for Otis Ltd in the acquisition of a portfolio of maintenance contracts from the administrators of Independent Lifts Ltd.
- Advised lastminute.com on the sale of car-hire broker firm Holiday Autos to CarTrawler.
- Advised Kout Food Group on the acquisition of South West Coffee Ltd.
- Advised Kout Food Group on the acquisition of Little Chef from Rcapital and others.
- Acting for Stratex International Plc on the sale of its Turkish joint venture interest to Centerra Gold Inc. for \$20 million, plus a royalty for up to a further \$20 million.
- Acting for Pratt & Whitney in a \$1.5 billion buy out of Rolls Royce's interest in International Aero Engines AG.
- Acting for Forum European Realty Income Fund in its sale of Crown Mortgage Management Ltd to Capita.
- Acting for Carrier Corporation (a subsidiary of US multi-national United Technologies Corporation) on its acquisition of Longville Group Ltd from Bridgepoint Capital.
- Acting for Duke Street Capital and management of Sporting Index on the sale of Sporting Index Group to HG Capital for £75 million.
- Acting for a subsidiary of a major multi-national corporation on its £47 million purchase of a leading provider of fire protection and detection systems in the UK and overseas.
- Acting for NYSE listed Vishay Intertechnology Inc on its £22 million public takeover of PM Group plc.
- Acting for a NYSE listed company on the \$34 million acquisition of a UK automotive parts distributor as part of a global \$300 million acquisition.

For examples of our intellectual property work and work within specific industry sectors, please see our separate brochure sheets.

Our Team

If you would like further information please contact us using the details below:



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Edwin Coe LLP is a Limited Liability Partnership, registered in England & Wales (No.OC326366). The Firm is authorised and regulated by the Solicitors Regulation Authority. A list of members of the LLP is available for inspection at our registered office address: 2 Stone Buildings, Lincoln's Inn, London, WC2A 3TH. "Partner" denotes a member of the LLP or an employee or consultant with the equivalent standing.