

# Western Europe

## Capital markets – equity

Recommended firms
<b>Tier 1</b>
Freshfields Bruckhaus Deringer Linklaters
<b>Tier 2</b>
Allen & Overy Cleary Gottlieb Steen & Hamilton Clifford Chance
<b>Tier 3</b>
Shearman & Sterling Skadden Arps Slate Meagher & Flom Sullivan & Cromwell
<b>Tier 4</b>
Davis Polk & Wardwell Latham & Watkins Herbert Smith
<b>Tier 5</b>
Ashurst Baker & McKenzie Lovells White & Case

Up until September 2007, everything was rosy for equity capital markets lawyers in western Europe. The Sarbanes-Oxley laws in the US were pushing companies to list in London, while the Frankfurt, Madrid and Italian stock exchanges were also experiencing extremely frenetic activity.

Of the dozens of multi-billion-euro IPOs, the highlights were Criteria CaixaCorp's €4 billion IPO on the Madrid Stock Exchange and diesel engine manufacturer Tognum's €2.07 billion IPO on the Frankfurt Stock Exchange.

Equity capital markets activity was also heavily influenced by the surging private-equity market last year, with many companies choosing dual-track IPO/buyout exits in order to get maximum value for money. While the fundraising efforts didn't always go down the IPO route, the due diligence and preparatory work kept many equity capital markets departments busy.

Similarly, the rampant acquisitions market also fuelled the need for rights issues in order to fund the big-ticket acquisitions. The ABN Amro acquisition required multi-billion rights issues from Barclays, Fortis and RBS, which all launched fundraising issuances in the past year.

While the market slowdown has heavily affected the number of deals coming to market, partners are still optimistic. Banco Commercial Português' €1.3 billion rights offering in May 2008 showed there is life left in the equity capital markets, while Deutsche Bahn's proposed IPO in autumn will be a good barometer for the health of the market.

In the meantime, some law firms are looking away from traditional markets while volumes are down.

"Euronext is interesting and one to watch," says a London partner. "I was recently talking to a Middle Eastern telecoms company who wanted to take it to London - a really big company, probably FTSE100 material - and they were talking about Euronext. It's way too big for Euronext, but it shows that people are talking about it."

### Freshfields Bruckhaus Deringer

With rumours circulating that Freshfields was heading down the path towards an M&A focus after its internal restructuring last year, the firm came out all guns blazing on the equity side this year.

The firm was extremely active on both the bank and the issuer side on equity deals right across western Europe, with Freshfields' local offices taking the lead in most cases. Clients have nothing but positive comments for its work across the region.

"We are absolutely satisfied with their performance," says one corporate client. "It was quite a specific transaction we engaged them in over here, and we knew they would be good to be honest."

Freshfields' Spanish office stole the limelight this year, with Armando Albarrán heading up an equity capital markets practice which landed a number of very strong deals this year.

In Spain the firm tends to act for the issuer on equity listings. One highlight was acting for Criteria CaixaCorp, a subsidiary of savings bank La Caixa, on its pre-IPO restructuring and on the €4 billion IPO on the Madrid Stock Exchange in October 2007. This was the largest listing in Spanish history at the time.

Spanish energy company Solaria Energía y Medioambiente also turned to Freshfields as local and international counsel on its public offering of shares in Spain and the UK. In addition, Freshfields advised on the IPO of Reyál Urbis following its acquisition of Inmobiliaria Urbis.

The firm also showed it could work on the banks' side when it landed a role advising Morgan Stanley and UBS on the €480 million IPO of Laboratorios Farmacéuticos Rovi to institutional investors inside and outside Spain on the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges.

Vincent Macq of Freshfields' Brussels office also won a role advising Merrill Lynch on Fortis's €13.4 billion rights issue - the second-largest European rights issue ever - for the acquisition of ABN Amro alongside RBS and Banco Santander.

In Italy, Nicola Asti led a team which advised Mariella Burani Fashion Group on its admission to London's Aim market on the London Stock Exchange.

"They're very good - there is no reason we would not use them again," one client says.

### Linklaters

Boasting a very strong UK offering and a sizeable local presence across the region, Linklaters tops the table for equity capital markets work. The firm had yet another strong year, which was capped off by winning *International Financial Law Review's* award for the European equity team of the year.

"They're the pre-eminent firm," says one competitor of Linklaters. "They have a sustained focus and have invested in the area. If John Lane is involved on any transaction we would be delighted to work alongside him, and he's supported by a genuinely deep team."

Clients also offer praise: "I've got a high regard for their work; they do a really great job," says one.

Linklaters' highest-profile mandate was undoubtedly its role advising Belgian bank Fortis on its €13.4 billion rights issue to help finance its consortium acquisition of ABN Amro.

The deal was led by Jean-Marie Nelissen Grade in the Brussels office, and was done using a Chinese-wall arrangement, where a separate Linklaters team was advising RBS.

The firm was also involved in the burgeoning funds listing market. One of its most notable roles saw Wim Hazeleger in the Amsterdam office advise the banks in the \$300 million listing of fund-of-funds HarbourVest Global Private Equity on Euronext Amsterdam.

Linklaters also showed it could act on the complex listings of offshore-domiciled companies, when a team led by Christoph Vaupel and David Harpum acted for Eurocastle Investment on its €2.2 billion listing on the

Frankfurt Stock Exchange - the first company domiciled in Guernsey to be listed on the exchange.

Vaupel was joined by Raymond Disher and Florian Wirth when they advised a consortium of banks on the €150 million listing of a Luxembourg subsidiary of truck parts manufacturer SAF-Holland on the Frankfurt Stock Exchange. Although the shares were listed in Frankfurt, the prospectus also had to be approved by the Luxembourgian regulator.

Says one client: "If you're doing a European deal you go to a firm with a European office with strong UK capabilities. The fact that they've got an office in, say, Madrid, means they are someone you naturally turn to."

### **Allen & Overy**

While Allen & Overy is typically seen more on the debt side, the strength of its network across western Europe is particularly enticing for equity clients.

One of the firm's highlights this year was acting for Morgan Stanley, Merrill Lynch, Credit Suisse and JP Morgan on the €4.1 billion IPO of Spanish renewable-energy company Iberdrola Renovables on the Madrid Stock Exchange. This was the largest wind company IPO in to date and the largest IPO in Europe in 2008.

Allen & Overy backed this up to advise Greek investment company Marfin Investment Group Holding on its €5.19 billion rights offering in July 2007 - the largest public rights issue in Greece and the second-largest rights issue in the world in 2007.

The firm's German office was also active this year, acting JP Morgan and UBS as underwriters of the €1.1 billion rights issue by Norwegian banking company Storebrand to finance its acquisition of Svenska Handelsbanken's life insurance business. In addition, the firm acted for Deutsche Telekom on the IPO of its majority-owned subsidiary T-Hrvatski Telekom.

In addition, the firm advised EFG Eurobank Ergasias, a Greek financial institution, on its €1.2 billion rights issue.

### **Cleary Gottlieb Steen & Hamilton**

Although Cleary Gottlieb Steen & Hamilton doesn't have the same geographical coverage as the likes of Linklaters and Freshfields, commentators note that the quality of the firm's work is very similar to the market-leading firms. The firm's European headquarters are in London, but many of Cleary's top transactions were led out of its regional offices - indi-

cating its strength in both the international and domestic markets.

The majority of Cleary's work is on the banks' side in Regulation S and Rule 144A offerings, with all the prominent investment banks appearing in the equity deal list. One of the firm's highlights was its role acting for Morgan Stanley and Merrill Lynch as underwriters in the €1.3 billion rights offering by Banco Commercial Português in May 2008. Ashar Qureshi of the firm's London office led the team on the deal, which was notable for its large value in the volatile post-crunch markets.

Cleary's Italian office had a good year, with one highlight seeing a team led by Michael Volkovitch and Pietro Fioruzzi acting as UK and international counsel to Goldman Sachs, JP Morgan and Mediobanca in the €1.24 billion IPO of Prysmian, an Italian cable company.

The same pair worked alongside London partner Simon Ovenden to provide US, English and Italian law advice to the banks on the \$152 million IPO of Italian fashion group Aeffe in July 2007.

Cleary Gottlieb showed the benefit of its European network when John Brintzer of the Paris office and Laurent Legein in Brussels combined to advise Belgian zinc producer Nyrstar on its €2 billion IPO in November 2007. Nyrstar was formed in August 2007 through a merger between Belgium's and the zinc and lead smelting operations of Australian mining company Zinifex.

A Paris-based team led by Pierre-Marie Chabert, Andrew Bernstein and Marie-Laurence Tibi acted for Veolia Environnement in its €2.6 billion right offering in July 2007, while London capital markets partner Pierre-Marie Boury advised Norwegian pharmaceuticals company Pronova BioPharma on its listing on the Oslo Børs.

### **Clifford Chance**

Clifford Chance doesn't have quite the same focus on equity capital markets work in western Europe as the top-tier firms, its quality of work is still highly regarded by the market.

"They're not an ECM powerhouse like Links and Freshfields," says one peer, "but they're up there with their size and breadth." Another adds: "They're resurgent in ECM work."

Clients are also very complimentary about their experiences with Clifford Chance's equity team: "They're very good. We've been working with them for a good number of years now and we've never had any complaints," says one client.

While Clifford Chance boasts a wide geographical spread, much of its big-ticket work is coordinated by its London team. One recent example is advising the banks on Dutch-Swiss aluminium producer Vimetco's \$515 million Rule 144A/Regulation S offering on the London Stock Exchange. The deal was led by John Connolly from London, and involved lawyers from the firm's Amsterdam, Budapest and Shanghai offices.

Clifford Chance also had a strong year in the Italian capital markets. In the firm's most notable deal, Milan-based Filippo Emanuele led a team which advised UBS and Mediobanca as global coordinators on Italian newspaper group Il Sole 24 Ore's €201 million IPO on the Italian Stock Exchange.

"I think the depth of the firm and their ability to resource transactions is what sets them apart on the equity side of things," says one client.

### **Shearman & Sterling**

Shearman & Sterling boasts a strong geographical network across western Europe, but it is mostly recognised for its equity work in the French market. Commentators note that the firm has had a bit of a stop-start approach to equity capital markets work across the region in recent times, but with the high-yield markets all but dried up, the firm is switching back to equity work.

The Paris office was at the centre of two of the firm's most notable deals. A team led by well-regarded partners Hervé Letréguilly, Sami Toutounji and Robert Treuhold teamed up to provide French and US counsel to the underwriters in Veolia Environnement's €2.6 billion capital increase with preferential subscription rights, which included a private placement by the company in the US.

The trio also provided French and US counsel to Société Générale in its €5.5 billion capital increase to make up for the trading losses incurred by rogue trader Jérôme Kerviel.

In Italy, a team led by Michael Bosco acted as US and English counsel to Goldman Sachs as selling shareholder and Italian cable company Prysmian as issuer on Prysmian's €1.2 billion IPO and private placement on the Italian Stock Exchange - the largest listing in Italy in 2007.

Shearman & Sterling also represented Greece's Aegean Airlines on its €140 million IPO on the Athens Stock Exchange - the largest Greek IPO in 2007.

## Skadden Arps Slate Meagher & Flom

Skadden commands a tremendous respect for the quality of its work in the equity capital markets, particularly on the lenders' side. The firm boasts offices in Belgium, Germany and France, but its most prominent deals are led out of London. Not that this bothers clients. "They'd be top-tier for me, up there with say three or four other firms," says one.

London partner Rick Ely is singled out by clients as the firm's standout equity lawyer: "He's a leading lawyer - a team player," says one. Ely headed Skadden's most notable deal this year: advising Citigroup, Credit Suisse, Deutsche Bank and JP Morgan as joint bookrunners in Barclays Bank's £1.4 billion share placement, which was part of a series of transactions by Barclays to finance its attempted acquisition of ABN Amro.

Ely scored another prominent role in September 2007, this time advising Goldman Sachs and Morgan Stanley as co-lead managers on the €1.35 billion rights offering by Greece's Piraeus Bank on the Athens Stock Exchange.

London partners James Healy and Adrian Deitz also scored strong roles on the issuers' side. The duo provided UK advice to Dutch-Swiss aluminium producer Vimetco on its \$600 million GDR offering on the London Stock Exchange, which was made under Regulation S and Rule 144A. The deal also involved Skadden's Washington, New York, Chicago and Hong Kong offices.

Healy and Deitz were joined by counsel Jim McDonald when they represented Banco Comercial Português in its €1.3 billion rights offering in August 2007.

## Capital markets - debt

### Recommended firms

#### Tier 1

Allen & Overy  
Clifford Chance  
Linklaters

#### Tier 2

Cleary Gottlieb Steen & Hamilton  
Freshfields Bruckhaus Deringer

#### Tier 3

Ashurst  
Herbert Smith  
Latham & Watkins  
Lovells  
Shearman & Sterling  
Sidley Austin  
White & Case

#### Tier 4

Baker & McKenzie  
Hengeler Mueller  
Simmons & Simmons  
Skadden Arps Slate Meagher & Flom  
Slaughter and May

The debt markets are struggling. That's not the most difficult pronouncement to make, but anyone who insists the opposite - as some do - is kidding himself. The market slowdown has meant fewer deals are being printed, while the cost of funding transactions has gone up as risk premiums skyrocketed.

"The second half of 2007 saw a tidal wave of problems waiting to hit, and many [firms] waited for the new year to see how it would all work out," says one London partner.

A year on from the onset of the turbulence, the deal-a-day atmosphere of 2007 is a fond memory, although there is still plenty of work around for firms with the right credentials.

Typically, the larger international firms dominate the rankings due to their ability to work on any complex and innovative work that is still around - "It's a flight to quality," as partners at the top of the market are keen to repeat.

Equity-linked issuances have been especially popular this year, with Fortis's €2 billion hybrid offering stealing the headlines. The restructuring of failed bond issuances has also been popular.

And not every country in western Europe has been hit as hard as the UK. Countries such as Italy and Germany turned out some impressive debt work this year, benefiting larger firms with offices in those countries.

But as pricing becoming more and more of an issue for clients, there is an opportunity for the smaller, mid-market firms - which are

cheaper and frequently offer a more dedicated service - to steal a few clients from their top-tier competitors.

## Allen & Overy

Allen & Overy is one of the world's premier firms for debt work, and western Europe is no exception. In turbulent times clients turn to firms with a strong track record, and Allen & Overy lived up to its reputation this year, advising on a number of strong mandates.

Jonathan Mellor heads up the firm's specialty equity-linked practice, which was very active across the region this year. The highlight was advising Banco Espirito Santo, Merrill Lynch and Morgan Stanley as the underwriters on Portugal Telecom's €750 million exchangeable bond.

In its UK base, Allen & Overy acted for consumer packaging company Rexam on its €750 million issue of capital securities - the first-ever issuance of hybrid capital securities by a UK corporate.

Allen & Overy's Italian office had a good year, especially on the straight debt side. One notable role was advising BNP Paribas on the update of the €2 billion MTN programme for Meliorbanca, while the firm also acted for Dexia Crediop and Nomura International on the update of a €2.5 billion MTN programme for the region of Friuli-Venezia Giulia.

The firm occupies a strong position in the French market. This year the firm was mandated by Merrill Lynch and Barclays as joint lead managers of Société Générale's £350 million issue of floating-rate notes, while the firm also advised Barclays Capital and HSBC as lead managers on Caisse des Dépôts' £250 million notes issue.

In Germany, the firm acted for E.On on its €30 billion debt issuance programme, which was notable as it was closed in the difficult market conditions in first quarter of 2008.

"A&O is a leading firm, no question about that," says one rival partner.

## Clifford Chance

Clifford Chance's unsurpassed London office is the key driver of its western European debt practice, with the office leading on nearly every one of the firm's prominent deals in the region. Clients have no qualms about recommending the firm's work: "They're good, absolutely top-class," says one.

Peers note that Clifford Chance's strong links with the banks in London translate into a lot of mandates. "They're the dominant player on the arranger and dealer side," says a competitor. But Clifford Chance has wide-ranging talent and client connections - the

firm also captures a number of mandates on the issuers' side.

David Dunnegan heads up Clifford Chance's London capital markets practice, and receives an extraordinary amount of praise from clients. "He is our first point of contact in the capital markets - there's nothing he doesn't know," says one client. "The rest of the city will tell you the same: wherever he is in the world he will always get back to you straight away."

One of Clifford Chance's most notable roles came in August 2007, when a team led by Iain Hunter advised Goldman Sachs and Deutsche Bank on the £2.84 billion loan refinancing of Eurotunnel. The refinancing was aided by a combination of new senior debt and new convertible notes, underwritten by Goldman and Deutsche, which convert over time into equity share capital in the new holding company.

Deutsche Bank was clearly impressed by the firm's work on the deal, as the bank mandated Clifford Chance on Alpha Bank's €500 million issue of floating-rate guaranteed perpetual subordinated notes in March 2008. Stewart Dunlop led the firm on the deal, which was the first-ever upper Tier II deal for a Greek bank.

In addition, Tim Morris led a team which acted for Citigroup as arranger and trustee to Geodesic Information Systems on its \$125 million unsubordinated, unsecured foreign-currency zero-coupon convertible bond issue in January 2008.

Stephen Roith showed the firm could act on the issuers' side, advising satellite operator Inmarsat as the issuer in a \$288 million convertible bond. The bond was listed on the Channel Islands Stock Exchange, and was one of the few UK convertibles to be issued last year.

### Linklaters

Clients and competitors unanimously agree that Linklaters' debt practice deserves a spot in the top tier. The firm has the benefit of a phenomenally strong London practice, and boasts very close links with the underwriting banks.

"They've been very good," says a client from a leading bank. "They've worked for us for over five years now and we're very pleased with their services. They're our principal corporate advisors on English law." A competitor adds: "Linklaters has an extremely strong practice."

Carson Welsh heads up the debt department, which also contains the highly-praised Stephen Edlmann. "He's great, pretty pragmatic, which we appreciate; he gets things done," says a client of Edlmann.

Like most of the leading UK firms, Linklaters drives much of its debt work from London. In one highlight, Edlmann worked alongside Richard O'Callaghan to advise RBS on a €6.1 billion Tier I capital financing package - the largest Tier I financing ever - for the bank's acquisition of ABN Amro, alongside Fortis Bank and Banco Santander.

Carson Welsh also led a team advising Barclays and Citigroup on plastics packaging company Rexham's €750 million issue of hybrid securities.

In August 2007, Keith Thomson teamed up with Jean-Marie Nelissen Grade in the Brussels office to act for Belgian bank Fortis on its €2 billion issue of mandatory convertible bonds.

Linklaters also boasts a very strong German debt team. On one notable deal, Peter Waltz of the Frankfurt office led a team which advised HSBC on energy company Solartechnik's €200 million convertible bond issue.

"We've got a good range of contacts among the senior partners over there, and they're backed by a pretty strong team of associates," one client says.

### Cleary Gottlieb Steen & Hamilton

Cleary Gottlieb Steen & Hamilton commands respect in the market for its relative size in western Europe, with many commentators noting that the firm might not work on a high volume of deals, but the work it does is technically accomplished.

"I have a lot of respect for Cleary," says one rival partner. "They have had a vision for an international business for some time, but their centre of gravity is still the US. But the quality is still quite high."

London partner Ashar Qureshi was very active in deals year, advising on a number of notes offerings, typically on the issuers' side. Qureshi's highlights included acting for HSBC Holdings on its \$2.5 billion notes offering in October 2007, and representing Energias de Portugal on its \$2 billion Rule 144A/Regulation S notes issue by its subsidiary, EDP Finance.

On the banks' side, Qureshi worked alongside Daniel Braverman to act for Goldman Sachs and HSBC Securities on a \$2 billion notes offering by BP Capital markets, which was guaranteed by BP. Simon Ovenden also led a team which acted for the underwriting banks for BT Group's \$750 million and \$1.2 billion SEC-registered senior notes issues in December 2007.

Cleary's work wasn't confined to its London office. Italian partners Michael Volkovitch and Pietro Fioruzzi led a team

providing Italian and US advice to Fiat Finance North America as issuer and Fiat as guarantor in a €1 billion Regulation S MTN offering in June 2007.

In addition, German partner Gabrielle Apfelbacher worked alongside London partner Ward Greenberg when the firm represented Qimonda in its \$218 million offering of SEC-registered convertible bonds in February 2008.

### Freshfields Bruckhaus Deringer

Freshfields Bruckhaus Deringer slots into tier two after clients and peers note that while the firm doesn't necessarily focus on debt capital markets work, it definitely has the capability to do it, and well.

In fact Freshfields proved its prowess in the debt field when it was awarded *International Financial Law Review's* 2008 award for the European team of the year in debt and equity-linked work.

One of the firm's standout roles this year was advising Merrill Lynch as underwriter on Fortis' €2 billion hybrid bond issue to help finance its acquisition of ABN Amro along with RBS and Banco Santander.

Another highlight was representing Apollo Management on the \$640 million Castle HoldCo 4 high-yield bond - the first European high-yield bond to incorporate a toggle facility. The bond was issued to help finance the acquisition of UK real-estate company Countrywide.

Freshfields was also active in Germany, advising Porsche Holding Finance and Porsche Automobil Holding on the dual-tranche private placement of a €1 billion hybrid bond in December 2007.

The firm also advised AstraZeneca on its £350 million EMTN programme and SEC-registered offerings in November 2007.

### Other notable firms

Lovells is seen by the market as having the capacity to do debt work but is not as prominent as many of its peers.

The Bank of New York provided the firm with a number of recent mandates, with London partner Andrew Carey advising the bank as trustee on Wind Acquisition Finance's €950 million and \$650 million senior notes issue for the refinancing of its senior debt.

Sharon Lewis also acted for RTE-EDF Transport as issuer in its €6 billion MTN programme and €1 billion notes issue.

Shearman & Sterling's debt work is driven out largely of its German and French offices. One highlight this year saw Frankfurt partner Stephan Hutter advise Landesbank Baden-Württemberg as US and German counsel on

its \$15 billion MTN programme. The Düsseldorf office also worked alongside Richard Price in London to act as US and German counsel to energy company E.ON on its \$3 billion bond offering in the US capital markets.

In France, Bertrand Sénéchal acted as French and US counsel to the bookrunners on a \$750 million Tier I hybrid bond issue by Natixis.

**White & Case** has a strong presence across western Europe, although commentators note that the firm has more of an emerging markets focus.

The firm utilised its Finnish office to act for Nomura International and Carnegie Investment Bank as the managers for the €150 million convertible notes offering by Nokian Renkaat. The firm also acted for Finnish mining company Talvivaara as issuer on its €85 million convertible bonds issuance to institutional investors under Regulation S.

White & Case also advised Barry Callebaut Services, a Belgian subsidiary of Swiss company Barry Callebaut, in its €350 million issuance of senior notes.

In addition, the firm is advising Citigroup Funding on various note issues under its \$20 billion EMTN programme, and acting for Citigroup as arranger of the debt issuance programmes of Deutsche Postbank and Landesbank Hessen-Thüringen Girozentrale, and the EMTN programme of DekaBank Deutsche Girozentrale.

## Capital markets - structured finance and securitisation

### Recommended firms

#### Tier 1

Allen & Overy  
Clifford Chance

#### Tier 2

Linklaters  
Freshfields Bruckhaus Deringer

#### Tier 3

Ashurst  
Sidley Austin  
Simmons & Simmons  
White & Case

#### Tier 4

Baker & McKenzie  
Cadwalader Wickersham & Taft  
Hengeler Mueller  
Herbert Smith  
Gide Loyrette Nouel  
Lovells  
Shearman & Sterling

A year is a long time in politics, the old saying goes; the same could be said for securitisation. Last year it was the darling of the market, with law firms bending over backwards to get involved in this complex and intricate (read: lucrative) sector.

But one year on, the fallout from the sub-prime crisis has cast securitisation as a villain. The financing technique has been pilloried by the press as a dark tool for greedy banks, and responsible for the rising costs of everything from crude oil to bread.

While many market commentators have pronounced securitisation dead, it couldn't be further from the truth for law firms. Yes, the CDO and CLO markets were badly hit, but there is still plenty of work out there for firms with the capabilities. Germany and Ireland have been hotspots this year, but many banks right across western Europe are still securitising assets to use as collateral in order to gain access to European Central Bank liquidity.

Partners note that they are seeing a real upturn in real-asset securitisation, and a return to old-fashioned multi-seller receivables. The conduit side has not seen much interest apart from restructurings, but companies still need money and are happy to pay the extra costs of issuing in tougher market conditions.

"Transactions have been getting more difficult due to the nature of the market, but we're very stretched at the moment," says one London partner.

The rosy outlook expressed by some lawyers, though, is belied by the evidence in the wider legal market. Cadwalader Wickersham & Taft's high-profile axing of 96 lawyers in July 2008 shows what can happen if a firm focuses too much on such a volatile instrument.

### Allen & Overy

Allen & Overy occupies the top tier following a large number of positive recommendations from clients and peers. The firm is a powerhouse in its London base, and also occupies a strong market position in a number of countries such as France, Italy and the Netherlands.

"We have a long and deep relationship with them; they're absolutely vital to our operations," says one client of the firm.

London partner Angela Clist is particularly singled out by the market for her work in the covered-bonds market. One of the firm's covered bond highlights was acting for ABN Amro on a €2 billion programme for Anglo Irish Bank. This was the first UK structured covered bond issued by a non-UK issuer, and the first UK bond to be covered by commercial mortgage loans.

In France, Allen & Overy acted for JP Morgan Structured Products on the establishment of a structured programme for the issue of notes, warrants and certificates. The team also advised Calyon Financial Products in the establishment of its warrant programme. In addition, the firm advised Morgan Stanley on the first securitised A/B notes structure for mortgage loans in France.

Italy was another strong jurisdiction for the firm, with Giovanni Luppi and Stefano Sennhauser advising Deutsche Bank as representative of the noteholders and other agents on the €300 million securitisation of residential mortgages originated by Deutsche Bank in Italy.

### Clifford Chance

Clifford Chance's structured finance and securitisation group is headed by Kevin Ingram, who is very well respected by both peers and clients. The firm boasts a phenomenally strong London presence with an well-developed network of European offices, allowing it to tap such securitisation-friendly countries as Germany and Spain with ease.

The firm's highlight was advising Lehman Brothers on its securitisation of a portfolio of commercial mortgages originated by Northern Rock, a deal which closed at the end of November 2007. The deal was notable as it was closed in a very difficult environment but added some innovative features to the classic master trust structure. These features included the recirculation of principal receipts within the trust to avoid increasing the seller's share, and the inclusion a novel interest rate system for the bonds, which eliminated the need for a basis or interest rate swap.

The deal was named the 2008 European securitisation deal of the year by *International Financial Law Review* and helped the firm win the magazine's award for the European securitisation team of the year in the same year.

Another notable role saw the firm act for Bayerische Hypo- und Vereinsbank as lead manager on a €6.2 billion synthetic risk transfer in large corporate loans of a number of European banks and an Irish SPV. This was the first synthetic structure to combine successfully the loan portfolios of three banks in different jurisdictions in a single transaction.

In addition, Clifford Chance landed a role advising Valovis Bank, Bayerische Landesbank and Albis Securitisation on the €1.2 billion issuance and refinancing of a covered bond secured by mail order receivables.

### Linklaters

Headed by Julian Davies, Linklaters' structured finance group has all but cornered the

market for monolines on securitisation transactions, boasting links with seven of the eight monoline insurers operating in the western European market.

Clients are more than happy with the firm's quality of service: "They've been good - they're certainly in our top three or four," says one client.

The London office typically takes the lead on all of the firm's most prominent transactions. One of Linklaters' standout deals saw Davies lead a team advising Ambac, FGIC UK and Financial Security Assurance - all monoline insurers - on their guarantee of a portion of the £2.8 billion newly-issued sterling and euro bonds, secured by loans to units of the Eurotunnel group. The bonds were issued by Channel Link Enterprises Finance, a company created to issue the bonds and repackage the loans.

London partner Jim Rice led a team which advised the joint managers on the establishment of DnB Nor Boligkredit's €15 billion covered-bond issuance programme, which was listed on the Luxembourg Stock Exchange in June 2007.

Rice led another team along with Pedro Siza Vieira of the firm's Lisbon office, advising ABN Amro on the €1.1 billion securitisation of a portfolio of 20 project finance loans originated by Banco Espírito Santo and its various subsidiaries. The notes were listed on the Irish Stock Exchange and issued by Lusitano Project Finance 1, a private limited company incorporated in Ireland.

"I'd put them up there with the big Americans... although our recent experiences with them have been pretty expensive. No more so than a Freshfields or a Slaughter though," says a client of the firm.

### Freshfields Bruckhaus Deringer

Headed by Alan Newton, Freshfields Bruckhaus Deringer's structured finance practice is well-recognised by the market for its work on a range of products. The firm has a strong UK offering which is backed up by a market-leading position in France and a solid team in Germany.

One of the firm's highlights this year was advising Morgan Stanley as lead manager, arranger and bookrunner on its issue of £910 million Regulation S and Rule 144A notes, which established Morgan Stanley's RMBS securitisation programme. The programme was backed by a diverse pool of non-conforming mortgages and purchased loans, and featured early repayment charge certificates and residual certificates.

Freshfields also acted *pro bono* for Deutsche Bank as arranger and Fitch as review counsel on DB Microfinance-Invest Nr 1, the

world's first externally rated securitisation of subordinated microcredits. The deal comprised a \$36 million senior tranche - which was awarded a BBB rating - and a €20 million mezzanine and a €4 million junior tranche. The deal was picked up the 2008 award for the European *pro bono* deal of the year from *International Financial Law Review*.

In France, Freshfields advised ABN Amro on a synthetic securitisation of a €10 billion corporate loan, and represented Morgan Stanley on the refinancing of the investment bank's Eurozone Office Fund, which consisted of seven CMBS-compliant, pan-European real-estate financings.

## Banking

### Recommended firms

#### Tier 1

Allen & Overy  
Clifford Chance  
Linklaters

#### Tier 2

Freshfields Bruckhaus Deringer  
White & Case

#### Tier 3

Ashurst  
DLA Piper  
Eversheds  
Herbert Smith  
Lovells  
Shearman & Sterling  
Simmons & Simmons

Twelve months on from the onset of the liquidity crisis, western Europe's banking lawyers are facing a very different situation from 2007. The banks have tightened their lending criteria, meaning €10 billion acquisition financing facilities are no longer available.

"It's flipped from being very much a borrowers' market to very much a lenders' market," says one London partner. "The credit committees at the banks refused more deals in January than in all of 2007."

Italy however has remained a hotspot for lending due to its banks' controls on derivatives and a lack of exposure to the most volatile financial tools before the credit crisis hit. "Some banks won't go to Italy, but people that do play are doing bigger transactions," says one partner.

While the situation means that there are virtually no big-ticket LBOs for firms at the moment, most firms are refocusing on the mid-market deals to sustain their practice. But

the laws of supply and demand mean that fee levels have grown in importance.

"There's a real push on pricing now there are more players," says one partner. "You have to have a relationship with institutions and be creative with fees."

Some firms are also funnelling more resources into restructuring in expectation of a rise in debt restructuring work in late 2009. Partners note that the retail industry in western Europe is under stress, while there is also a lot of structured investment vehicle (Siv) debt restructuring work in the region.

"Obviously there has been an impact," says a partner. "We were manic before but we've slowed down a bit. If you're saying anything else you're lying."

### Allen & Overy

Allen & Overy is seen by rivals as one of the clear leaders in the western European banking market. The firm is traditionally known as a banking firm, and its position in the London market helps it win international mandates from banks and corporates alike.

The firm's French office was active this year, advising Calyon and Barclays Capital in an €1.6 billion term and revolving loan facility to Electrabel for the acquisition of Suez-Tractebel.

The Netherlands was another hub for the firm this year, where it advised food producer Danone on the €12 billion financing of its public offer for baby food company Koninklijke Numico. The office also represented a consortium of banks managing €2.48 billion senior and second-lien debt facilities to Edam Acquisition for its purchase of Dutch television producer Endemol.

The German office's highlight was advising Mediaset on its €2.8 billion acquisition finance facility for the purchase of Endemol from Telefónica in January 2008. Meanwhile in Spain, the firm advised Credit Suisse Securities on a €1 billion financing to Petersen Energía for the acquisition of a 19.9% stake in YPF.

The firm also advised Charterhouse on the debt aspects of the largest buyout in Germany in the first three months of 2007 - the €2.4 billion acquisition of German utilities billing company Ista International.

In Spain, the firm advised Credit Suisse Securities on a €1 billion financing to Petersen Energía for the acquisition of 19.9% of YPF. Allen & Overy also acted for a consortium of banks led by Banco Popular in a €325 million refinancing facility for Europac.

## Clifford Chance

If there is a big financing deal in western Europe, Clifford Chance is probably not too far away. The firm boasts phenomenally strong links with banks and financial institutions, coupled by strong finance practices in all the key hubs in the region.

Peers agree, with practically every interviewee expressing their respect for the might of Clifford Chance's banking practice. The firm's deal list reflects the respect it commands in the market for cross-border work.

One of the firm's most notable mandates saw London finance partner Lee Cullinane lead a team in February 2008 advising BNP Paribas and JP Morgan on a €1.8 billion acquisition financing facility to private-equity house Pai Partners for its purchase of 65% of Lafarge Roofing.

BNP Paribas and JP Morgan turned to Cullinane once again in February 2008 for counsel on a €1.56 billion multi-currency senior secured credit facility and a €340 million mezzanine facility to Pai Partners for the purchase of the remaining share in Lafarge Roofing. Clifford Chance provided UK and US law advice on the deal, and was instructed in France, Germany, Holland, Luxembourg and Italy to advise on the transaction and draft the agreements.

London partners Jim MacHale and Mark Campbell and Dubai partner Robin Abraham teamed up in September 2007 to act for HSBC on the \$4.2 billion and £796 million financing of Borse Dubai's public bid for OMX, the Scandinavian stock exchange operator, and the purchase by Borse Dubai of Nasdaq's 28% stake in the London Stock Exchange.

In July 2007, Mark Campbell and Michael Dakin represented ING, Mizuho and Lehman Brothers on a €639 million senior facility, an €80 million mezzanine facility and a €30 million payment-in-kind facility to Investcorp for the acquisition of the Icopal Group. The transaction covered nine western European countries, as well as the US.

Amsterdam partner Jelle Hoffland showed that not all of Clifford Chance's large transactions are driven from London, when he led a team which worked alongside the London office to advise the banks on a €1.6 billion facility to TomTom for its acquisition of Tele Atlas.

## Linklaters

Linklaters has had an extraordinary year in banking, acting on some of the most prominent financings in western Europe.

Clients are very happy with the quality of work coming out of Linklaters' banking department. "We work with them on an irreg-

ular and high-profile basis," says one. "We consider them certainly to be one of the top three or four firms in western Europe in this sector."

One of Linklaters' most notable deals saw London partner Stephen Lucas lead a six-jurisdiction team to advise Citigroup and Goldman Sachs on a €13.5 billion syndicated financing facility to Continental for its purchase of Siemens VDO in December 2007. The transaction was the largest syndicated deal completed since the onset of the credit crunch, and set a benchmark for pricing and covenant packaging.

In another headline-grabbing role, Linklaters acted for the mandated lead arrangers on a €3.55 billion financing facility to private-equity house Permira to acquire Valentino Fashion Group and Hugo Boss. The deal, led by Nick Syson and Robert Burt and involving five Linklaters offices, is the largest Italian leveraged transaction to date and one of the first acquisitions of a public company in Italy under an interim facility agreement. The transaction was also named the 2008 European private-equity deal of the year by *International Financial Law Review*.

Linklaters was also active in the Iberian peninsula, landing roles on two prominent financings for large corporates. In one deal, the firm fielded a team from Portugal, Spain and Amsterdam to act for Barclays Capital on a \$3 billion revolving credit facility for Energias de Portugal for its high-profile acquisition of Horizon Wind Energy from HWE Holdings.

Other notable roles included advising Nordea Bank on the financing of its €1 billion-plus bid for Finnish technology services provider TietoEnator, and acting for the banks in the financing of Sapardis's €5 billion-plus bid for Puma.

"They always offer us their immediate and timely support whenever we need it," says a client of the firm. "Their partners and associates always respond very quickly and offer us incredible turnaround times - they'll work through the night if they have to."

## Freshfields Bruckhaus Deringer

Freshfields Bruckhaus Deringer's banking department has had to go through a difficult internal restructuring period, but the firm is seen to be recovering quickly, managing to pick up well-regarded White & Case duo Maurice Allen and Mike Goetz for its London office along the way.

"Restructuring and departures hurt them and they have a way to go, but they have good people," says one competitor.

One of the firm's highlights saw David Trott from the London office and Eduard

Arruga from Barcelona advise the Morgan Stanley Real Estate Fund as borrower of a €890 million facility for the acquisition of 10 Hilton hotels throughout Europe.

Also on the borrowers' side, London partners Christopher Davis led a team which advised Cinven on the debt financing and 32% equity financing for the acquisition of the USP Hospitales group.

On the lenders' side, the firm advised Société Générale on an €80 million financing facility to ING Parcom Private Equity for its acquisition of the 5àSec group.

Freshfields was also active in debt refinancing this year. One highlight saw a team comprising Nick Segal (London), Antonin Besse and Patrick Bonvarlet (Paris), and Ana López (Madrid) advise Eurotunnel on the refinancing of its existing debt and a new £1.5 billion and €1.97 billion permanent facility agreement.

The firm also advised Caja Madrid and a syndicate of financial institutions as lenders on the €200 million refinancing of the debt of the Inaer Group, to allow it to purchase Italian company Eliario.

## White & Case

One of the big talking points in the western European banking market was the departure of White & Case London banking partners Maurice Allen and Mike Goetz to Freshfields. While some people were quick to predict the worst for the firm, most commentators believe the firm's banking practice is more than strong enough to survive the departures.

"They've got troubles at the moment but they are a strong banking firm and have a good network," says one rival partner. One of the firm's benefits is that it is not only strong in London, but also in countries such as France and Germany.

"My general impression is a very positive one," says one client of the firm. "For all German transactions I think they're certainly our firm of choice, and have been for a number of years."

German partner Annica Lindegren is singled out by clients for the quality of her work. "She's one of the leading lawyers in the market - she'd be our lawyer of choice for any deal in Germany I think," says one client.

One of White & Case's highlights this year was acting for Swedish steel producer SSAB Svenskt Stål on an \$8.8 billion multicurrency investment grade facility for its acquisition of North American steel company Ipsco. This was the largest-ever international acquisition by a Swedish company.

The firm backed this up to advise JP Morgan Europe as mandated lead arranger of a €1.22 billion acquisition financing facility

to private-equity house CVC Capital Partners and other minority investors for the purchase of Fraikin Groupe from Eurazeo and other investors.

On the refinancing side, White & Case advised sponsors Cinven and Goldman Sachs in the €1 billion refinancing, restructuring and recapitalisation of Nordic distribution business Ahlsell Group. This involved secured senior, second-lien, mezzanine and payment-in-kind syndicated facilities from Morgan Stanley and Nordea Bank.

“White & Case has a general philosophy to put the client first,” says a client of the firm, “which is rarely if ever the case in this sector.”

## Mergers and acquisitions

### Recommended firms

#### Tier 1

Allen & Overy  
Clifford Chance  
Freshfields Bruckhaus Deringer  
Linklaters

#### Tier 2

Skadden Arps Slate Meagher & Flom  
Sullivan & Cromwell

#### Tier 3

Cleary Gottlieb Steen & Hamilton  
Shearman & Sterling  
Weil Gotshal & Manges

#### Tier 4

Herbert Smith  
Latham & Watkins  
Slaughter and May

#### Tier 5

Ashurst  
Baker & McKenzie  
CMS Cameron McKenna  
Lovells  
Simmons & Simmons  
White & Case

As many predicted last year, the M&A and private-equity markets failed to maintain their extreme momentum gathered over the past few years. Once the credit crunch hit in the last quarter of 2007, the huge LBOs instantly became a thing of the past.

But contrary to popular press reports, this hasn't been the death of M&A in western Europe. Deal values may be down, but private-equity houses still have a staggering amount of capital behind them and are still active on deals in the region. “The private-equity world is not dead - it's just a smaller

market,” says one partner. “There's plenty of work across western Europe, not the £10-12 billion deals but still a decent size.”

At the same time there has also been a big rise in the number of corporates who now feel confident bidding for a target without being trumped by a private-equity house at the final stage.

Partners are now expecting investors that were active purchasers during the M&A spree last year to start offloading some of their assets. “There will be some quite rapid exits down the track,” says one London-based partner.

As the market begins to settle back to normal after the last few hectic years, partners say that the quality of a firm's corporate offering will become more and more important.

“A bubble is good for the market, but when it drops the strong corporate practices come through,” says one partner. “Firms with the strongest corporate connections do more over time.”

### Allen & Overy

Allen & Overy tops the M&A table this year after scooping a number of headline-grabbing roles and proving that it has the network to pull off the complex, cross-border transactions.

The firm's highest-profile role was undoubtedly advising ABN Amro on the takeover bids by Barclays and the eventual successful €69 billion offer from a consortium of the RBS, Fortis and Banco Santander. The firm also acted for ABN Amro on its £10.5 billion sale of its subsidiary, La Salle Bank, to Bank of America.

While the ABN Amro sale sold more financial newspapers, Allen & Overy's role advising Tyco International was just as important. The firm acted for the company on the \$5 billion spin-off of its healthcare and electronics business to Tyco shareholders, separating it into three independent, publicly-traded companies. The deal involved 300 Allen & Overy lawyers and spanned every country in the firm's network.

The firm worked together with its Madrid office to advise Imperial Tobacco on its €16.2 billion cash offer for Altadis, which involved fending off opposing bids and providing financing and EU competition advice.

Allen & Overy also displayed the power of its international network when it acted for Dutch brewer Heineken on its £8 billion takeover (along with Carlsberg) of UK brewer Scottish & Newcastle.

The firm's work in the UK was also impressive this year. Allen & Overy won a key role advising Canadian information provider The Thomson Group on its £8.7 billion

merger with Reuters in May 2007, the largest M&A deal in the media sector in 2007. The companies will be separate legal entities but managed as a single economic enterprise.

The London office also won a high-profile role advising a consortium led by Virgin on its proposals for troubled bank Northern Rock. The matter was highly publicised and involved providing M&A, financial and regulatory advice to the consortium.

### Clifford Chance

Clifford Chance possesses one of the most formidable corporate practices across western Europe, acting for a wide range of clients in numerous market sectors. Peter Charlton oversees the firm's regional M&A practice, which is driven from London along with a network of strong offices on the ground in numerous jurisdictions.

The firm had a hand in many of the highest-profile transactions in the region, with the most notable being its role advising Barclays on its bid for ABN Amro. Barclays also mandated the firm on its establishment of strategic partnerships with China Development Bank and Temasek Holdings.

Other notable deals saw the firm advise Deutsche Telekom and T-Mobile Netherlands Holding on the acquisition of Orange Netherlands from France Télécom and act for Kraft Foods on the acquisition of Danone's global biscuits business.

Clifford Chance also showed the strength of its regional offices, with its German office representing Volkswagen on its sale by mandatory offer made to Porsche, and its French practice advising L'Oreal on its acquisition of Yves Saint Laurent Beauté.

The firm also has one of the strongest private-equity practices in western Europe, boasting a stable of high-profile clients who were all very active last year. Highlights include advising KKR and Stefano Pessina on the acquisition of Alliance Boots, acting for 3i in its successful bid for Dockwise Transport, and representing Permira on its disposal of Takko and Hugo Boss.

### Freshfields Bruckhaus Deringer

Over the past few years Freshfields has repositioned itself to focus more on its corporate department, which has led it to be recognised by the market as one of the strongest M&A firms across western Europe. The firm is less London-driven than its top-tier rivals, preferring to let its strong regional offices take the lead on many mandates.

Freshfields' Italian office had a very strong year, advising private-equity houses and Italian corporates on cross-border acquisitions

across Europe. One of the firm's highlights was advising Permira on its acquisition of a controlling stake in Valentino Fashion Group, and the subsequent voluntary takeover offers for all the outstanding shares in Valentino and its German subsidiary Hugo Boss.

This deal effectively created two public-to-private transactions in two jurisdictions (Italy and Germany) under the same deal umbrella, and was named the European private-equity deal of the year by the *International Financial Law Review* in 2008.

The Milan office was also mandated twice by Italian insurance company Assicurazioni Generali. The firm represented the company on its €1.25 billion sale of Nuova Tirrena to French financial services company Groupama, and advised on a joint venture with the PPF Group, which combines the companies' central and eastern European businesses in 12 countries.

Freshfields also acted for Pirelli & Co Real Estate and Deutsche Bank subsidiary Reef Infrastructure on the €1.69 billion acquisition of BauBeCon Immobilien, a German real-estate group, from Cerberus Capital Management.

Another notable deal saw the firm utilise its Milan, Brussels and Paris offices to advise Suez/Tractebel in its €2.7 billion sale of its stake in Belgian energy company Distrigaz to Italian energy company Eni.

### Linklaters

Linklaters' position in the top tier was never in doubt this year after the firm scooped a number of high-profile roles across the western European corporate market.

The firm's standout role for the year was advising RBS on its €71.1 billion bid (alongside Fortis Bank and Banco Santander) for ABN Amro, the largest takeover in the history of financial services. The transaction was named the European M&A deal of the year by *International Financial Law Review* and was a large factor in Linklaters' winning the magazine's award for the European M&A team of the year.

Linklaters also attracted a notable role advising Borse Dubai on its \$4.9 billion acquisition of stock exchange operator OMX, which operates eight across the Baltic and Nordic countries. Borse Dubai subsequently sold OMX to Nasdaq in return for a 20% stake in the new entity, Nasdaq-OMX, and purchased 28% of the London Stock Exchange from Nasdaq for £790 billion. Linklaters' team involved lawyers from its London, Dubai and Stockholm offices.

The firm again scored a key role representing UK brewer Scottish & Newcastle on its £7.8 billion recommended cash offer by

Sunrise Acquisitions - a company jointly owned by Carlsberg and Heineken.

Linklaters' Frankfurt office took the lead when it advised Linde on its sale of Mapag Valves to Finnish technology group Metso, and on the acquisition of Swiss engineering and construction company Bertrams Heate.

The Paris office advised on the creation of Newedge, a joint venture between Calyon and Société Générale's subsidiary Fimat, while a multi-jurisdictional team advised Umicore on the establishment of a joint venture with Zinifex to create the world's largest producer of zinc metal.

Elsewhere, Linklaters acted for Axa on its €1.75 billion sale of its six life and non-life insurance operations in the Netherlands to SNS Reaal, which involved Axa sellers based in Germany, Switzerland, Luxembourg and Belgium.

### Skadden Arps Slate Meagher & Flom

US firm Skadden Arps Slate Meagher & Flom has been aggressively targeting the western European corporate market for some time, and this focus has translated into a slew of notable mandates. The firm boasts a strong network of offices in the region, with the London office operating as the hub, but a lot of the firm's work is still done from its US base.

Clients are clearly pleased with the firm's work across the region. "Well what is there to say, other than that they are simply outstanding," says one client.

Pierre Servan-Schreiber comes in for particular praise from clients: "He is just fantastic: he combines rigour with rock and roll. He is able to capture the irrational aspects of a meeting, whereas as so many lawyers just stick to what is on the table."

One of the firm's highlights saw it advise Dutch chemicals company Basell Polyolefins in its \$22.2 billion acquisition of Lyondell Chemical Company. The firm also advised on the company's subsequent \$9.6 billion attempted acquisition of the Huntsman Corporation, which required all agreements and financing commitments to be organised within one week.

Skadden's London office worked alongside three of its US offices to advise Nasdaq in its \$1.5 billion acquisition of 30.5% of the London Stock Exchange, and in Nasdaq's subsequent stake realisation and \$3.7 billion acquisition of Scandinavian exchange operator OMX.

The German office was also busy this year, advising German pharmaceutical company Merck in the \$6.7 billion sale of its worldwide generic-drugs business to Mylan Laboratories.

Skadden also fielded a five-jurisdiction team to advise Daimler in its \$7.4 billion sale of an 80% stake in Chrysler Corporation and Chrysler Financial Services to an affiliate of private-equity firm Cerberus Capital Management.

The Paris office worked alongside Brussels and Moscow to advise Renault in its \$1 billion strategic acquisition of a 25% stake in Russian car manufacturer AvtoVAZ in February 2008.

Says one client: "Their approach to their work is totally service-oriented; they are entirely focused on you as client."

### Sullivan & Cromwell

Sullivan & Cromwell is named by many top firms as one of the strongest competitors for mandates across the region. "They're difficult negotiators but formidable competition," says one rival partner.

One of the firm's recent highlights was advising Spanish energy company Endesa on its \$58.4 billion sale to Italy's Enel and Spain's Acciona. Sullivan & Cromwell also advised the Endesa on prior bids by E.ON and Gas Natural.

The firm backed this up to win a huge role advising Rio Tinto on its \$193 billion potential sale to Australian mining company BHP Billiton.

Another highlight this year was acting for Diageo on its \$900 million joint venture with the Nolet family in the Netherlands to form GlobalJVCo, which will own the rights to import and distribute the Ketel One brand of vodka.

Elsewhere, the London and New York offices teamed up to advise AkzoNobel on the \$14.5 billion sale of its subsidiary Organon BioSciences to US pharmaceuticals company Schering-Plough.

## Project finance

### Recommended firms

#### Tier 1

Allen & Overy  
Clifford Chance  
Linklaters

#### Tier 2

Ashurst  
Lovells  
White & Case

#### Tier 3

CMS Cameron McKenna  
Freshfields Bruckhaus Deringer  
Gide Loyrette Nouel  
Norton Rose  
Simmons & Simmons

The arrival of the credit crunch has secretly been welcomed by project finance lawyers. While in the past few years law firms have been focusing much of their attention on the corporate side, investors are now turning to the projects market due to its steady and reliable nature.

PPP financing structures are still the main talking point in project finance across western Europe. While there are a number of countries in the region where PPPs are nothing new - for instance Greece, the UK, Ireland and France - countries such as Germany and Italy where the financing structure isn't as popular are beginning to slowly embrace PPPs.

Renewable-energy PPPs were very popular this year, particularly wind energy. Singularly the wind energy assets are cheap, but when they are packaged into a portfolio they form a strong investment vehicle. Babcock & Brown's €1.03 billion wind power refinancing was the highest-profile mandate in the region, closely followed by the refinancing of International Power's wind farm portfolio which it acquired from Trinergy.

Solar energy has also been big this year, with countries such as Spain and Italy building a number of photovoltaic plants.

Although this year wasn't a breakout one for nuclear power, possible projects in the UK and France mean it is a sector to watch. "It's going to happen with the markets freeing up," says one partner.

### Allen & Overy

Anne Baldock heads up Allen & Overy's European projects department following Graham Vinter's move to BG in late 2007. The firm achieves a top-tier ranking after receiving praise from all corners of the market for the quality of its practice.

"A&O are a fantastic firm," says one rival partner. "They're technically very, very strong and are very focused on getting the deal done. They have a 360-degree view of the project."

One of the firm's highlights on the infrastructure side was advising on the project contracts for sponsors HSH Nordbank and Babcock & Brown; the firm also acted for HSH Nordbank on the financing of the €370 million Diabolo rail link from Brussels Airport to the Belgian rail network. This was the first infrastructure project in Belgium to be funded by a PPP.

Allen & Overy also advised the lenders on the €450 million Thessaloniki submerged tunnel in Greece, which is the blueprint for all other concession agreements under which the Greek government has tendered its motorway construction programme.

The firm was also active in the renewables sector, advising Trinergy on the €1.13 billion refinancing of its four wind farm projects in Italy and Germany. In addition, Allen & Overy advised Trinergy on the sale of its wind portfolio to International Power.

Allen & Overy was also active in the oil-and-gas sector, especially in the UK. The firm advised Mitsubishi on a North Sea acquisition, and also acted on the Dragon liquefied natural gas (LNG) project in Wales - one of three LNG terminals being constructed in the UK.

### Clifford Chance

Clifford Chance's highly-respected project finance department is run out of London with assistance from its Frankfurt hub. The firm recorded yet another fantastic year, advising on the full range of project sectors and structures, a versatility that is appreciated by clients.

"We work with them on all projects in Holland, and we have a very solid impression of them," says one client. "I think it was a good move hiring Jaab Koster... He's a got a young team under him, and they could be more experienced but they are exceptionally bright and great negotiators."

The firm's hard work this year was recognised when it was named *International Financial Law Review's* 2008 European project finance team of the year. The firm also scored a role on the European project finance deal of the year, with Jeremy Connick and Mark Campbell in the London office leading a multijurisdictional team which acted for Babcock & Brown Wind Partners in the €1.03 billion refinancing of its global wind portfolio by the Bank of Scotland, Dexia, Espirito Santo Investment and Millennium BCP.

Clifford Chance's wind energy roles kept on coming this year, with London-based partner Andrew Grenville acting for long-term client International Power on its €1.84 billion acquisition of the Trinergy wind portfolio in Italy and Germany from private-equity investors. The cash payment of €868 million was funded initially by €300 million non-recourse acquisition debt and €568 million from International Power.

Another notable deal saw the firm act for the monocline insurers and commercial banks on the €573 million refinancing of the Millau Viaduct in France. This was the first time in France that an infrastructure project has been financed with index-linked monoline-guaranteed bank debt.

New partner Jaap Koster was also active this year, leading a team which is advising the successful bidding consortium on the €1.2 billion second Coentunnel Amsterdam PPP project. The deal is the largest infrastructure project in the Dutch market.

"They still have some very, very good people there. They're still on very good deals and are very well spread," says one competitor.

### Linklaters

"They're a first-class team," says a client of Linklaters' project finance practice. "We've been using them for the past 10 to 12 years now and they're very good performers. They've got very good partners but they in turn are underpinned by a fantastically strong team of associates, so they're not just reliant on [the partners], as you find with other firms."

The well-respected Bruce White heads up Linklaters' projects team, which promoted François April to the partnership in Paris in the May 2008 round of promotions. Peers note that the firm tends to work more on the developer side of projects, but its deal list shows that Linklaters is winning more and more mandates on the lender side.

The UK was a strong source of mandates for the firm this year, particularly in the defence sector. Linklaters is representing Serco Denholm Marine Services on the £1 billion Future Provision of Marine Services PFI project for the UK Royal Navy. On the lenders' side, a team led by Bruce White is acting for the senior funders in the £2.5 billion Future Strategic Tanker Aircraft project for the UK Royal Air Force. Also in the UK, the firm is advising the UK's Department of Transport on the £16 billion Crossrail project.

Bertrand Andriani and François April of the Paris office led a team which won a role advising construction group Eiffage on the refinancing of its 78-year concession to build, operate and maintain the Millau Viaduct. The

deal was based on an index-linked loan with monoline guarantors providing a wrap.

In Spain, Linklaters advised Deutsche Bank on a hybrid capital markets portfolio project financing of a photovoltaic solar energy park in El Bonillo. This is the first solar power project in Europe to be financed using a capital markets solution and the first renewables project financing to reach financial close in Spain since the new tariff regime for renewable energy came into effect in June 2007.

Linklaters' German office was also active this year, and acted for RBS on the €1.3 billion refinancing and restructuring of a portfolio of wind farms owned by International Power following its acquisition of the portfolio from Trinergy in August 2007.

In addition, the firm is advising Somague on its bid to develop Portugal's €400 million DBFOM Túnel do Marão PPP project.

"They've represented us in the UK, Spain, France and Portugal," says a client. "They're a strong pan-European firm. They're just an incredibly strong house."

### Ashurst

Ashurst enters the second tier after peers note its presence on a number of projects across western Europe this year. "Ashurst are trying to develop and have had some strong hires - they're a good firm," says one competitor.

One of the firm's highlights this year was acting for Sweden's Lundin Petroleum in a \$1 billion financing facility to fund its exploration and development expenditures and for potential acquisitions and new projects. The facilities consist of an \$850 million revolving borrowing base and letter-of-credit facility, and a \$150 million unsecured corporate facility.

Mark Elsey led a team which acted for the lenders on the high-profile PPP development of the €250 million Dublin National Conference Centre. The transaction involved two separate but related financings for the National Conference Centre and the underground car park beneath the site.

In Northern Ireland, Ashurst advised Amey Ventures and Lagan as sponsors on the successful bid and financial close of the £146 million Northern Ireland design-build-finance-maintain road building contract.

### Lovells

Headed by Adrian Walker, Lovells' project finance department is respected by peers and clients for its work on both domestic and international deals. The firm is particularly strong in the PPP market, advising on a range of high-value projects across the region over the past year.

"We really appreciate their knowledge of our markets; we are really very satisfied with them," says one client. "I'd put them very much at the top, maybe not right at the top, but certainly in that top tier of three or four firms in western Europe."

Lovells was involved in a number of road projects this year. One of the firm's highlights was advising Calyon, Dexia, ING and Piraeus Bank as mandated lead arrangers on the financing of the €1.28 billion Maliakos Kleidi toll road project in Greece. Also in Greece, the firm advised the Hellenic Autopistas Consortium as preferred bidder on the €1.58 billion Motorway of Central Greece project.

The firm backed this up to act for the senior lenders to the Noriant consortium, which is the preferred bidder for the €2 billion Oosterweel Link roads project. Lovells also represented the Icon consortium on all aspects of the project financing of the €290 million M50 ring road PPP project around Dublin, Ireland.

Away from the road building sector, the firm won a role acting for the sponsor consortium on the financing of the €500 million Milan Metro - one of the first true PPP projects in the Italian transport sector.

Other notable roles include advising Puralube as a debtor on the realisation and project financing of a waste-oil refinery in eastern Germany and acting for Fortis in the financing of the Moncloa transport station in Madrid.

### White & Case

Traditionally strong out of its London and Paris offices, White & Case is noted by commentators as a developing force in project finance. "White & Case has really invested well and is a strong firm," says one rival partner. "They've grown enormously over the last 10 years with organic and lateral growth."

One of the firm's highlights in the PPP field this year was its role advising the mandated lead arrangers on the €1.2 billion financing of the design, construction and operation of France's A65 motorway connecting Lagan to Pau.

Government services company Serco turned to White & Case for advice on the UK Ministry of Defence's £1 billion Future Provision of Marine Services project, which involves the delivery of port services around the UK.

The firm was also mandated by Calyon and Natixis on the €300 million PPP financing of four prisons in France, which involves a hedge structure and a project finance tranche with a parent completion guarantee and a security package based on back-to-back construction agreements with sponsor affiliates.

The firm was also active away from the PPP sector, advising UK energy provider International Power and Endesa, a Spanish energy group, on the establishment of a joint venture to develop a new combined-cycle gas-fired power project in Portugal. Led by David Baker and Peter Finlay, the firm also represented the joint venture on the negotiation of project documentation for the power project.

## EU competition

### Recommended firms

#### Tier 1

Cleary Gottlieb Steen & Hamilton  
Freshfields Bruckhaus Deringer

#### Tier 2

Linklaters  
Slaughter and May\*

#### Tier 3

Allen & Overy  
Ashurst  
Clifford Chance  
Howrey  
Jones Day  
Latham & Watkins  
Skadden Arps Slate Meagher & Flom\*  
Van Bael & Bellis  
White & Case\*  
WilmerHale

#### Tier 4

Arnold & Porter  
Baker & McKenzie  
Bonelli Erede Pappalardo  
Bredin Prat\*  
Cuatrecasas  
Gleiss Lutz  
Hengeler Mueller\*  
Herbert Smith  
Lovells  
McDermott Will & Emery/Stambrook  
O'Melveny & Myers  
Shearman & Sterling  
Sidley Austin\*  
Stibbe  
Uría Menéndez

#### Tier 5

Eubelius\*  
Garrigues\*  
Gibson Dunn & Crutcher  
Gide Loyrette Nouel\*  
Hogan & Hartson  
Loyens & Loeff\*  
Mannheimer Swartling\*  
NautaDutilh\*  
Norton Rose  
Vinge\*

\*Contact details for these firms' Belgian offices can be viewed from page 148.

The Microsoft case has dominated the agenda in competition law this year. Microsoft appealed the European Commission's 2004 decision to fine it €497 million for abuses of its dominant position, which included bundling its branded media player with its Windows operating system.

But the Court of First Instance upheld the fine, the Commission's order that Microsoft supply rivals with information to develop Windows-compatible software, and a €280 million penalty imposed by the Commission for non-compliance.

"The Court had huge reservations but decided to back the Commission," says one partner. "They have reaffirmed the ability of the Commission to intervene."

The case also has implications for the long-awaited reform of Article 82 of the Treaty of European Communities, which defines the law on companies abusing dominant positions.

"It was unrealistic to issue guidelines a couple of years ago when you had Microsoft pending, but now they might not want to restrict the limits of the judgement," says one lawyer, while another adds: "Rather than make some academic guidelines which people will try to make law out of, they have got Microsoft under their belt and they're looking to apply that to other markets."

Despite Microsoft saying it will now accept the Court's ruling, the Commission hit it with a record fine of €899 million for non-compliance with the 2004 decision.

This coupled with the Commission's crackdown on cartels has gained Competition Commissioner Neelie Kroes quite a reputation. Says one lawyer: "If she wants her legacy to be creating a climate of terror among companies, then I think she's doing quite well."

### **Clary Gottlieb Steen & Hamilton**

"They're the firm to beat in Brussels," says one rival of Clary Gottlieb Steen & Hamilton. This year the firm has acted on several groundbreaking and headline-making cases. Maurits Dolmans and Antoine Winckler advised RealNetworks, the European Committee on Interoperable Systems and the Software and Information Industry Association on the Microsoft case.

Also in the computing sector, Google called on Dolmans and Francisco-Enrique González-Díaz for the competition elements of its \$3.1 billion acquisition of DoubleClick and \$1.65 billion stock-for-stock acquisition of YouTube.

The firm has a strong relationship with Sony: Nicholas Levy and Robbert Snelders represented the company in front of the

European Court of Justice in relation to Sony BMG - its joint recorded music venture with Bertelsmann. The Court overturned the Court of First Instance's decision to annul the Commission's approval for the venture.

The pair also acted for Sony BMG on the Commission's investigation into the sale of music through Apple's iTunes platform. "He's simply very intelligent and very pragmatic," says one peer of Levy, while another adds of Snelders: "He's a real gentleman. He's very sensible and hasn't got the ego of some people."

In a particularly significant case, Winckler acted for Schneider Electric on a successful damages claim against the Commission, which prohibited a merger with Legrand 2001. It was the first time that the Court of First Instance had ordered the Commission to pay compensation for the consequences of a merger-prohibition decision.

Says one competitor of Clary Gottlieb: "When you work with them you know you are going to work with excellence."

### **Leading lawyers**

Maurits Dolmans  
Nicholas Levy  
Robbert Snelders  
Antoine Winckler

### **Freshfields Bruckhaus Deringer**

Freshfields maintains its position in the top tier after another strong year. The firm's formidable reputation was reflected in the appointment of partner Vanessa Turner to become European Commissioner for Competition in Neelie Kroes's cabinet as member with responsibility for merger control and antitrust issues.

Turner was replaced in the partnership by rising star Andreas von Bonin, who counts Deutsche Bahn, Porsche and the German government among his clients.

This year the firm demonstrated its strength across the various practice areas in competition law. In merger-control work, Andrew Renshaw, John Davies and Alan Ryan advised aluminium group Alcan on the competition aspects of its successful defence of Alcoa's \$33 billion hostile takeover bid. Alcan returned to the trio for advice on the competition elements of its \$38 billion takeover by Rio Tinto.

Renshaw is now defending Alcan against a Commission charge that it abused its market dominance by tying its aluminium-smelting technology to handling equipment sold by one of its subsidiaries, ECL.

In other market dominance work David Broomhall and Thomas Janssens advised Belgian electricity and gas transmission sys-

tem operators Elia and Fluxys on the EU internal market in electricity and gas.

In a notable cartel case Onno Brouwer acted for chemicals company Solvay on its appeal to the Court of First Instance of a decision by the Commission to fine Solvay \$167 million for operating a bleach cartel in the nineties. "He really knows how to deal with a case, how to get his people in line, and how to convince his client of what's important and what's not," says one peer of Brouwer.

### **Leading lawyers**

Onno Brouwer  
Frank Montag  
Andrew Renshaw

### **Linklaters**

Linklaters has restructured the leadership of its competition practice in Brussels, with Alec Burnside stepping down as co-head of competition, and Gerwin van Gerven assuming a new role as global head of competition.

In 2007 Van Gerven advised Vodafone on the Commission's investigation into alleged overcharging on overseas calls. The Commission dropped the seven-year investigation of Vodafone, O2 and T-Mobile in July 2007. "He's very bright, very client-friendly, and has good strategic judgment," says one rival of van Gerven. Another adds: "He understands the economics behind it - as a lawyer that's an asset."

In another significant case the firm advised RBS on obtaining merger-control clearance for its €71.1 billion joint bid with Fortis Bank and Banco Santander for ABN Amro - the biggest financial-services takeover in history.

Jonas Koponen advised fertiliser company Kemira GrowHow on the competition issues of its UK-based joint venture with Terra Industries, and its public takeover by Yara International. "He has a very good overall view of the business activities, which makes it a lot easier when it comes to competition matters," says one client of Koponen.

Elsewhere Johan Ysewyn represented a participant in a global cartel of marine hose manufacturers. "He has a great future in front of him," says a client of Ysewyn. "It's important you work with a lawyer who is not only knowledgeable, but amiable and pleasant to deal with, and he's a combination of all that."

### **Leading lawyers**

Alec Burnside  
Gerwin van Gerven  
Johan Ysewyn

## Slaughter and May

Clients and competitors use one word over and over again when describing Slaughter and May's competition practice: "quality". One rival says of the two-partner practice: "Their size doesn't justify tier two, but the quality of their clients and deals does."

In 2007 Michael Rowe returned to the London office after a six-year spell in Brussels. He has been replaced by Claire Jeffs, who has already made an impression on the market.

Ineos, a chemicals company, turned to Jeffs for advice on the competition aspects of its \$670 million acquisition of Kerling, the polymers unit of Norsk Hydro. Jeffs is now working with Rowe for mining company BHP Billiton on the merger-control elements of its proposed acquisition of Rio Tinto. "She's highly regarded and extremely motivated," says one client of Jeffs.

John Boyce, the practice's other partner, is well respected within the market. One peer says of Boyce: "He has an unpretentious, very effective and friendly way of working."

This year Boyce represented Bertelsmann at the European Court of Justice on Sony BMG - its joint recorded music venture with Sony. The Court of Justice overturned the Court of First Instance's decision to annul the Commission's original approval.

Boyce also advised Dutch chemicals company AkzoNobel on the competition aspects of its £9.2 billion takeover of British counterpart ICI.

"We've been extremely pleased with Slaughters' competition department," says one client. "They are really one of only a very small number of firms that should be used for European Commission filings by any company."

### Leading lawyers

John Boyce  
Claire Jeffs

## Allen & Overy

Allen & Overy moves down a tier after competitors note it is less visible in the market than the firms in the second tier. But client testimony suggests it will not be long before the firm recovers its position. "The individuals are very good professionals," says one client. "They have business acumen and can work directly and effectively with business people."

This year Dirk Arts advised US chemicals maker Huntsman on the competition aspects of its proposed acquisition by Hexion. The Commission conditionally approved the merger, but Hexion has since backed away from a deal and both parties are suing each other.

"He's very experienced and has a lot of knowledge about the markets we operate in," says one client of Arts. "He has a good standing with the Commission, which is important. He also has a very good team - in deals you can't do it all yourself."

Hitachi turned to Michael Reynolds for advice on the Commission's investigation into a gas-insulated switchgear (GIS) cartel. The Commission fined 11 firms a record total of €750 million for rigging tender prices for GIS - equipment that controls energy flows in electricity grids. Hitachi escaped with a €50 million fine, less than half that received by fellow cartel member Mitsubishi. "He's the king of the lawyers' social scene in Brussels," says one rival of Reynolds. "He's the perfect asset to contact anyone."

In other significant cases Michel Struys advised Imperial Tobacco on the competition elements of its acquisition of Altadis, while Martin Bechtold assisted Thomson on its merger with Reuters.

### Leading lawyers

Dirk Arts  
Michael Reynolds  
Michel Struys

## Ashurst

Ashurst has bolstered its competition practice in Brussels with the promotion of both Efthymios Bourtzalas and Annick Vroninks to the partnership. The firm now numbers eight partners in Brussels dedicated to competition law.

This year Bourtzalas and Denis Waelbroeck acted for satellite operator Eutelsat on the competition aspects of its joint venture with Astra. Meanwhile Julian Ellison advised Swedish healthcare group Capio on the competition elements of its acquisition of Swiss diagnostics company Unilabs.

The firm showed the breadth of its practice by advising on a number of notable cases beyond its staple diet of merger-control work. Waelbroeck is acting for shipping firm Compagnie Maritime Belge (CMB) on its appeal before the Court of First Instance against a \$3.4 million fine by the Commission. The Commission originally fined CMB €9.6 million for an alleged abuse of dominance when operating services between northern Europe, Zaire and Angola, but the fine was annulled on procedural grounds by the Court of Justice. Because the Court did not find the substance of the allegations false, the Commission imposed a new fine which CMB is now appealing.

The firm is also active in cartel work. Alexandre Vandencastele is representing Total in its appeal against a \$25.7 million fine

for its part in a cartel that fixed the price of bitumen, and assisting ArcelorMittal with a renewed Article 81 procedure following the Court of Justice decision to annul a €10 million fine imposed by the Commission in the steel beams cartel case.

### Leading lawyers

Julian Ellison  
Denis Waelbroeck

## Clifford Chance

Clifford Chance's competition practice was boosted in January 2008 by the recruitment of Michel Petite, the head of the European Commission's legal service. Although Petite is based in Paris, he is working closely with the Brussels team.

In the firm's headline role Thomas Vinje and Dieter Paemen represented the European Committee for Interoperable Systems (ECIS) and the Software and Information Industry Association as the principal parties supporting the Commission in the Microsoft case. "He's won absolutely everything this year," says one rival of Vinje, while another adds: "He's been the star of the Microsoft case."

ECIS returned to Vinje and Paemen to file a new complaint against Microsoft over its Windows Vista platform. Vinje also worked with Simon Baxter to advise Yahoo on Microsoft's proposed takeover of the company and Yahoo's exploration of alternative arrangements with Google and others.

In another significant deal, Baxter acted for Barclays Bank on the competition elements of its proposed acquisition of Dutch bank ABN Amro.

Meanwhile Tony Reeves advised information technology company NEC on its complaint to the Commission alleging that chip-maker Qualcomm abused a dominant position by overcharging business partners for using patents in new mobile technology.

One client says: "They gave us two people always - a lawyer and also an economics-trained person, which was a much better combination than I have found at other law firms, where you have to bring in the economic understanding as a client."

### Leading lawyers

Simon Baxter  
Tony Reeves  
Thomas Vinje

## Latham & Watkins

Latham & Watkins continued to expand its presence in Brussels this year, hiring Eric Barbier de la Serre, and promoting Susanne Zühlke to the partnership.

In a standout case this year Marc Hansen advised the RTL Group, the Association of Commercial Television in Europe and MusicChoice on their successful argument to the Commission that the organisations which collect music copyright fees for artists must end agreements to not compete across European borders.

The firm has a growing reputation for cartel work. In November 2007 Hansen and Javier Ruiz Calzado represented the FujiFilm Group in a Commission cartel investigation into the professional videotape market, securing a 40% reduction of the fine for FujiFilm under the Leniency Programme.

The Groupement des Cartes Bancaires - which is run by France's largest banks and controls the French card payment system - turned to Calzado and Alain Georges for its appeal against the Commission's finding that it had breached Article 81 by setting higher tariffs for smaller issuers of cards.

One client says of Georges: "His expertise is very good, his humour is good and he has the ability to give security to the client - he's not too optimistic or too pessimistic; he simply says there are such and such difficulties."

In another notable case Andreas Weitbrecht and Jean Paul Poitras are advising Singapore International Airlines Cargo in the Commission's air cargo cartel investigation, where airlines are accused of colluding to artificially raise prices by imposing fuel and security surcharges above operational costs.

#### Leading lawyers

Alain Georges  
Andreas Weitbrecht

### Skadden Arps Slate Meagher & Flom

"They have a continuous flow of cases and are active all the time," says one peer of Skadden Arps Slate Meagher & Flom. "They always have work - always, always, always."

Ingrid Vandenborre was promoted to the partnership in April 2008, bringing the total number of partners in the EU competition practice to five.

This year the firm advised Yahoo on the competition elements of its proposed \$45 billion acquisition by Microsoft.

In another significant case, the firm acted for chewing gum manufacturer Wrigley on the competition aspects of its \$23 billion acquisition by Mars and Warren Buffett's Berkshire Hathaway group.

The firm was kept busy by the telecoms sector this year, advising Russian company Golden Telecom on its \$4.3 billion sale to Russian mobile phone service provider Vimpel-Communications, and assisting

Japanese mobile telecoms company NTT DoCoMo on its acquisition of Singapore-based broadband provider MagiNet.

The firm also acted for UK buyout firm Doughty Hanson on the competition elements of its \$2.23 billion sale of German manufacturer the Moeller Group to US industrial manufacturer Eaton Corporation.

Competitors single out James Venit for praise. "He's a leading light," says one rival. "He's the kind of person who will work until he drops."

#### Leading lawyers

James Venit

### White & Case

White & Case receives plenty of praise for its work on the Microsoft case, even if the decision ultimately went against its client. One peer says: "I believe markets and clients select you because of something - Microsoft were not going to take any risks."

Partners Ian Forrester, Mark Powell and James Killick advised Microsoft and the company has returned to the trio for assistance with its appeal of the record €899 million fine imposed by the Commission in February 2008 for Microsoft's failure to comply with orders in 2004 surrounding the original case.

"The way Thomas Vinje [of Clifford Chance] was recognising his authority in the Microsoft case shows you his quality," says one rival of Forrester, while a client says of Powell: "He's very much liked for the practical advice he provides. He's not only concerned with legal matters but with providing solutions."

In another significant case Forrester, Killick and Powell are acting for technology firm Rambus on its response to the Commission's allegations that it deceived the standard-setting organisation about its D-Ram memory chip technology to avoid limits on its patent licensing fees, allowing it to charge higher prices.

The firm is also advising a number of companies on the Commission's investigation into whether anti-competitive behaviour is taking place in the pharmaceuticals sector.

"We are working closely together with them on the whole range of EU competition matters," says one client of the firm. "They are supporting us in a Commission investigation, but they also give frequent advice and merger-control analysis, and provide training for our own legal department on antitrust matters."

#### Leading lawyers

Ian Forrester  
Mark Powell

### Other notable firms

"We have a long-standing relationship and I know the people that are good very, very well," says one client of Baker & McKenzie. "They're willing to relieve in-house counsel from a lot of the administrative burden and are good executors."

This year the firm's standout case saw it advise Hungarian energy group Mol on the competition elements of its attempted hostile takeover by oil-and-gas group OMV.

Italian catering company Autogrill has kept Bonelli Erede Pappalardo busy this year, with Brussels competition head Massimo Merola advising the firm on the competition aspects of its acquisitions of in-flight caterer Alpha Airport Group and UK airport retailer World Duty Free.

In another significant case Maurizio Pappalardo acted for Italian energy company Eni on the competition elements of its acquisition of ExxonMobil's retail activities in the Czech Republic, the Slovak Republic and Hungary.

The well-respected Cani Fernández heads Cuatrecasas's EU Competition practice. This year Fernández led the team advising energy company Enel on the competition aspects of its joint acquisition of Spanish electricity company Endesa. Enel returned to the firm for assistance with its sale of Viesgo and Endesa Europe to E.On - a condition E.On placed on Enel in return for withdrawing from the bidding for Endesa.

In another notable case, the Commission called on Fernández to represent it before the Court of Justice against the Kingdom of Spain for breaches of public-procurement rules.

"They have very, very good clients," says one peer of Gleiss Lutz. "They are first choice for a number of important companies."

Brussels partners Simon Hirsbrunner and Ulrich Soltész are well respected in the market. "He's very client-orientated," says one competitor of Soltész. "He will not wait if his client has a problem - he wants the solution immediately."

Herbert Smith promoted Lode Van Den Hende to the partnership this year, meaning the firm now has four competition partners in Brussels.

Van Den Hende has a notable state aid practice, and advised investment firm JC Flowers on the implications of a bid for Northern Rock - the bank nationalised by the UK government in August 2007.

In another significant case, managing partner Craig Pouncey acted for Warner Music in the Commission's investigation into Apple and four record companies for unfair pricing of songs on iTunes for UK customers.

Lovells continues to win mandates on significant cases. This year Christopher Thomas

advised Novell, Microsoft's leading competitor in the computer server market, on Microsoft's appeal to the Court of First Instance against the Commission's decision to fine it for abuse of dominance.

Christopher Thomas and Jacques Derenne are also representing Korean Air in the Commission's air cargo cartel investigation - airlines are accused of colluding to artificially raise prices by imposing fuel and security surcharges above operational costs.

**McDermott Will & Emery/Stanbrook** acted on a number of innovative cases this year, including Brussels office head José Rivas's successful defence of the European Commission before the Court of Justice in three landmark judgments about the interpretation of the concept of "State" for the purposes of EC Law.

The firm promoted Morten Nissen and Philip Torbøl to the partnership in 2008.

**O'Melveny & Myers** moves up a tier following another strong year in Brussels.

Since 2004 department head Riccardo Celli, Christian Riis-Madsen and Giovanni Cifelli have been representing Advanced Micro Devices in relation to its allegation that its rival, microprocessor manufacturer Intel, is abusing a dominant market position. In July 2007 the Commission charged Intel following a series of investigations and dawn raids, which O'Melveny & Myers participated in.

**Shearman & Sterling's** prominent competition practices in New York and across Europe leave it well-placed for parallel investigations such as those conducted by the US Department of Justice, the European Commission and other regulators into alleged price-fixing in the air cargo sector, where Silvio Cappellari from the Brussels office is representing Cargolux.

"They're growing a good practice," says one competitor of **Sidley Austin**, which moves up a tier this year. Peers single out department head Stephen Kinsella: "He has a very good approach to strategic issues," says one.

The firm's prestigious client list includes AOL, eBay, and Formula One's world governing body the Fédération Internationale de l'Automobile.

**Stibbe** moves up a tier after praise from rivals and clients. "They've been present on a number of cartel cases," says one peer. "They are the kind of guys you would, without hesitation, refer a case to in a case of conflict."

The firm is representing Aalberts Industries before the European Court of Justice in its appeal against the Commission's copper fittings cartel decision, where Aalberts received an increased fine for allegedly continuing to operate the cartel after investigations began.

**Uría Menéndez's** standout role this year saw it advise Spanish engineering and energy group Acciona on the competition elements of its joint acquisition of Spanish electricity company Endesa. Department head Eurne Navarro Varona led on the transaction and is well-regarded by the market.