Hogan Lovells

Dr. Sebastian Biller

Counsel
Munich
Frankfurt

Biography

Sebastian Biller advises investment banks and (listed) companies on stock corporation and capital markets law as well as takeover and transformation law. He has a particular focus on (Public) M&A transactions (including public-to-private transactions), equity capital market transactions (capital increases, SPAC transactions, PIPE transactions) and corporate law structural measures such as squeeze-outs, domination and profit and loss transfer agreements, (cross-border) mergers, demergers and changes of legal form (including such into a European Stock Corporation, SE).

In addition to his experience in international M&A, equity capital market and group restructuring transactions, Sebastian Biller advises his clients on all stock corporation, stock exchange and capital market law issues, as well as on all management board, executive board, supervisory board and board of directors matters (corporate governance), including the preparation and conduct of shareholders' meetings of (listed) companies.

Before joining Hogan Lovells in June 2022 he practiced at another international law firm in Frankfurt.

Sebastian speaks German and English fluently.

Representative experience

MorphoSys AG on the public delisting tender offer by Novartis for MorphoSys AG, including the delisting

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Languages

- German
- English

Practices

- Capital Markets
- Corporate and Securities Litigation
- Corporate Governance and Public Company Representation
- Mergers and Acquisitions
- Securities and Public Company Advisory

Areas of focus

- Public Company Mergers and

from the Frankfurt Stock Exchange, the Nasdaq Global Market and the deregistration with SEC.

va-Q-tec AG on the public takeover offer by EQT Private Equity for va-Q-tec AG, the subsequent domination and profit and loss transfer agreement and the subsequent public delisting tender offer.

Sircle Hospitality Group Ltd on its business combination with SMG European Recovery SPAC SE.

Bencis on the sale of Ceban Pharmaceuticals B.V. to Medios AG.

Barclays Bank Ireland PLC, Joh. Berenberg, Gossler & Co. KG and Deutsche Bank AG on the capital increase of SFC Energy AG.

HDI International AG on the acquisition of Liberty Mutual Insuranc Inc.'s business with private customers and small and medium-sized enterprises in Brazil, Chile, Colombia and Ecuador.

ams AG on the competing public takeover offer for OSRAM Licht AG, the subsequent domination and profit and loss transfer agreement and the subsequent public delisting tender offer.*

Consortium of banks in course of a rights issue by Vonovia in the amount of around EUR 8 billion to finance the acquisition of Deutsche Wohnen SE.*

Vodafone on the voluntary public tender offer for Kabel Deutschland.*

Nippon Telegraph and Telephone Corporation on the merger squeeze out at NTT Com Security AG.*

DAVASO Holding GmbH on the squeeze out at Comline AG.*

DPE Deutsche Private Equity on the public takeover offer of TE Connectivity Sensors Germany Holding AG for First Sensor AG.*

GlobalWafers on the public takeover offer for Siltronic AG.*

Acquisitions

Cross-border Mergers and Acquisitions

Hostile Takeovers and Takeover Defense

Shareholder Activism

Capital Markets and Tax

Disclosure and Reporting Obligations

Initial Public Offerings

Carve-outs, Spin-offs, and Split-offs

Corporate Group Structures

Company Formation

Corporate and Shareholder Litigation in Europe

Education and admissions

Education

Second State Exam in Law, Higher Regional Court of Frankfurt, 2015

Dr. iur., Doctorate in Law, University of Bayreuth, 2014

First State Exam in Law, University of Bayreuth, 2011

Memberships

Gesellschaftsrechtliche Vereinigung - wissenschaftliche Vereinigung für Unternehmens- und Gesellschaftsrecht (VGR) e.V.

McKesson on the sale of parts of the European business to PHOENIX and the sale of further national companies to various purchasers.*

Morgan Stanley on various corporate law and securities law questions and internal reorganisation (capital increases, SE formation, domination and profit and loss transfer agreements).*

Chinese major shareholder on the preparation of a public delisting tender offer.*

Advice of various (listed) companies (MDAX, SDAX) on the preparation and conduct of the (virtual) general meeting and ongoing advice regarding corporate and capital markets law questions.

Various international banks and companies on administrative (fine) proceedings with regard to voting rights notifications, financial reporting obligations and (delayed) ad-hoc announcements.

Various international banks and companies on the preparation of business judgement rule opinions.

*Matter handled prior to joining Hogan Lovells.

Latest thinking and events

- Press releases
    - Hogan Lovells advises STEMMER IMAGING AG on the public delisting tender offer of MiddleGround Capital
- Press releases
    - Hogan Lovells advises PVA TePla on its share buy-back programme
- Press releases
    - Hogan Lovells advises STEMMER IMAGING AG on the public takeover offer and the agreement of a strategic partnership with MiddleGround Capital
- Press releases
    - Hogan Lovells advises DEMIRE on corporate law and capital markets law aspects of its bond restructuring

Bar admissions and qualifications

Frankfurt

- Press releases
    - Hogan Lovells advises banks on legal implementation of financing for climate-friendly investments by Preh Group
- Press releases
    - Hogan Lovells advises MorphoSys on its delisting from the stock exchange and the public delisting tender offer by Novartis