Cowell Clarke
ADELAIDE & SYDNEY: AUSTRALIA

Corporate Transactions Contact Attorney(s):
Brett Cowell
P: +61-8-8228-1111
E: bcowell@cowellclarke.com.au

Megan Jongebloed
P: +61-8-8228-1111
E: mjongebloed@cowellclarke.com.au

Types of corporate transactions in which our firm has particular expertise
The corporate transactions group works with our clients across the full spectrum of corporate and commercial transactions. These include Australian Securities Exchange (ASX) listed and private company takeovers, mergers and acquisitions, equity capital markets matters including ASX listings and fundraising, corporate debt financing and restructuring, corporate capital management and share structuring matters, shareholder activist and general shareholder matters, corporate financial services, private equity and venture capital transactions, director and senior executive arrangements including remuneration and incentive matters, ASX and Australian Securities and Investment Commission (ASIC) regulatory and compliance advice, high net worth family matters and charitable foundations, corporate taxation, corporate governance and general corporate transactions.

The size of our firm’s corporate transactions team
Cowell Clarke’s corporate transactions team includes 4 partners and 17 lawyers. The team also has the support of several other partners and lawyers in a broad range of areas as may be required for a particular transaction.

Examples of transactions our firm has undertaken
- Acted for Arcade Finance in its successful takeover of ASX listed Godfreys Limited. The takeover commenced as hostile but was finally recommended by the target directors
- Acted for ASX listed Adtrans Ltd in its takeover by AP Eagers Ltd to form one of Australia’s largest car and truck dealerships
- Acted for Fusion Retail Brands its $150m merger with Munro Footwear Group to form Australia’s largest footwear company
- Acted for Duxton Water Limited on its ASX listing and its subsequent capital raising via a rights offer, as the first and only listed pure water investment company
- Acted for an Australian company on the de-merger of its major business undertaking in the context of shareholder activism from the company’s largest minority shareholder
• Acted for oilfield services company Condor Energy Services Ltd on a series of multi-party complex series A capitalization and re-financings of $50m

• Advised managed and hedge fund operator Regal Funds Management Pty Ltd on its acquisition of a substantial interest in an unlisted water fund manager

• Acted for ASX listed medical company on its acquisition of a Californian medical company with specialist advanced technology

• Acted for Hong Kong based company on its establishment of European based manufacturing facilities and multi-jurisdictional distribution arrangements and its subsequent change of jurisdiction and introduction of new substantial shareholder

• Acted for Australian public company on the complex restructuring of its directors and senior executives share option plan and detailed capital management measures including detailed corporate transaction and tax advice necessitated by the outstanding performance of the company that had led to significant and potentially adverse taxation considerations

• Acted for the independent directors of Sino Australia Oil & Gas Ltd on serious corporate governance issues and subsequent ASIC investigation and winding up of company

• Acted for major equipment supplier corporate group on entire group restructure including corporate tax advice, asset sales, corporate reformations, financing rearrangements and shareholding restructures