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CMS Turkey

2019



# CMS in Turkey

Our Istanbul office offers you a full range of legal and tax services in one of the world's largest and most dynamic economies. CMS has been active in Turkey for many years, working with national and international clients who have helped make the Turkish market what it is today - a major force in European and world markets.

Are you looking to enter, establish or grow your business interests in the dynamic Turkish market? Our lawyers in Istanbul can guide you through all the legal issues surrounding your inbound and outbound investment strategy. Whether you are an enterprising start-up, mid-cap or major multinational, our multi-disciplinary specialists can provide the support you need to keep you ahead.

We have been active on behalf of our clients in Turkey for more than two decades and opened our office in Istanbul in 2013. Through our international entity in Turkey and our association with local law firm Yalçın Babalioğlu Boso Attorney Partnership, we combine local and international advice to help you achieve the best business outcome. You benefit from practical advice from experienced, knowledgeable and business-savvy international and local advisors who understand the customs and drive of Turkish enterprise, as well as international practice. By focusing on key sectors such as energy, construction and real estate, infrastructure, consumer products, technology, media and communications, and lifesciences, our teams are able to understand your business and the industry-specific legal issues you face.

Whether you require assistance on mergers, disposals, banking, finance or capital market transactions, or you need guidance with specific practice areas such as tax, employment, competition or other regulatory issues, our lawyers can help. If you are involved in a dispute, we can support you through the various dispute resolution or litigation procedures.

We share the ambition and drive of Turkish enterprises, offering expertise to support business growth and innovation. With 73 offices globally, and more than 4,500 lawyers, we can draw on experience outside of Turkey for transactions in or involving Turkey, or advise Turkish businesses on their outbound transactions and legal issues.

In Turkey, and wherever you choose to do business, CMS puts your world first.



“The firm delivered an outstanding performance on a time-critical project.”



# Our services

Understanding your business and your industry is the cornerstone of our approach. We contribute our expertise and experience through high quality advice and add value in ways that make sense for your business, your goals and your opportunities.

That is why we have established a number of cross-border Practice Area and Sector Groups to advise on those issues that matter most to you. Our expert groups are active in global forums, ensuring that we bring uniquely valuable perspectives to our work.

It will not come as a surprise that, as the leading European provider of legal and tax services, CMS has a long tradition in advising clients on Turkey-related matters. We advise European and multinational clients who are active, or considering doing business, in Turkey.

Numerous successful clients have relied on our advice in relation to their cross-border dealings. Among our lawyers are Turkish-speaking partners, as well as partners who have built up a wealth of knowledge and have high levels of specialist skills and expertise. This means that, as a client, you will deal with experienced, knowledgeable and business-savvy lawyers who can help you navigate what, for you, may be uncharted territories from a legal perspective.

## List of Key Practice Area and Sector Groups

- Banking & Finance
- Capital Markets
- Commercial
- Competition & EU
- Consumer Products
- Corporate/M&A
- Dispute Resolution
- Employment & Pensions
- Energy
- Funds
- Hotels & Leisure
- Infrastructure, Projects & PPP
- Insurance
- Intellectual Property
- Lifesciences
- Private Equity
- Public Procurement
- Real Estate & Construction
- Tax
- Technology, Media & Communications



“Very personal, service-oriented client relationship and you never have the feeling that you are dealing with a huge organisation. It’s always personal and direct.”

# Our Experience

Our Istanbul office deals with all issues related to commercial law. We especially advise clients on restructurings and takeovers, labour law, financings, as well as corporate and real estate transactions.

- Advising a major German bank on an asset finance deal executed with a listed Turkish company and advising on the establishment of Turkish law security over the financed asset.
- Advising a leading payment services provider with respect to its compliance with the applicable payment services legislation and other regulatory requirements imposed by the relevant supervisory authority as well as assisting the client in a dawn raid initiated by the Turkish Competition Authority at the client's headquarters and in connection with the new Turkish data protection legislation.
- Advising Akbank T.A.Ş in relation to its USD 1.15 billion equivalent multi-currency syndicated loan for August 2017.
- Advising EBRD on the financing of the construction of a floating dock to be constructed for servicing, repairing and maintaining commercial maritime vessels by a Turkish shipping company.
- Advising a group of U.S., European and Turkish investment banks on the refinancing all of the existing borrowings of a Turkish company.
- Advising a U.K. based insurance company in its their acquisition of app. 80% of one of the leading insurance brokering companies from a private equity company.
- Advising a real estate investment management company on the sale of its 50% shareholding in various high-value real estates in Turkey.
- Advising one of the world's largest aviation re-fuelling companies with respect to a big-sized interconnector gas pipeline Project to be build, financed and operated by the client.
- Advising Douglas Holding AG in all the newly brought lawsuits filed against the company, including commercial cases by former suppliers, employment cases filed by these suppliers' former employees initiated due to the Client's market exit decision after ten years of retailing in Turkey.
- Advising the Turkish entity of the world's largest gas company in relation to its joint venture with Turkey's largest flat steel producer.
- Advising one of the largest consumer goods companies in the world with respect to its data privacy policies and action plans.
- Advising MCI Management S.A., a Polish private equity group, on its acquisition of 80% stake of Mika Tur Seyahat Acenteliği ve Turizm A.Ş., a Turkish a travel agency managing the largest e-travel web service in Turkey – Tatilbudur.com.
- Advising Wellcome Trust on their investment into Unlu & Co, one of the largest Turkish companies active in financial and investment banking services.
- Advising Nemak, S.A.B de C.V. in connection with the acquisition of all shares of Cevher Döküm Sanayii A.Ş., a supplier of complex aluminium automotive castings based in Izmir, Turkey, from Cevher International B.V., a joint venture between ADM Capital and Özyavuz family.
- Advising Howden Broking Group in connection with their acquisition of majority stake in ACP Sigorta Brokerliği A.Ş, a leading insurance brokerage firm in Turkey, which was the largest acquisition deal in the sector to date.
- Advising the Turkish subsidiary of Olam Group in connection with the acquisition of all shares of a Turkish entity owning and operating a sesame processing facility in Samsun, Turkey.
- Advising a U.S. aerospace and defense company regarding the development and production of the F135 Engines within the scope of the F35 Program in Turkey and with respect to the repurposing of its commercial and military engine business in Turkey, subsequent reorganization matters and employment and immigration matters.
- Advising ZTT, a producer of optical fiber communications systems, on on the acquisition of a leading Turkish cable company as well as the post-acquisition anti-trust clearance process.
- Advising a major aeronautic defense and space company on a due diligence exercise on one of its subsidiaries of as part of a multi-jurisdictional divestment project that the client intends to undertake.
- Advising HP Inc. on its acquisition of Samsung's global printer business.
- Advising DeFacto Perakende Ticaret A.Ş. in connection with its expansion into international markets.
- Advising one of Turkey's largest glass manufacturers, on its data privacy compliance study in Turkey as well as advising its foreign subsidiaries on the same.



- Advising Honeywell successfully as defendant against a local company for portfolio indemnity arising from the termination of the agency relation, breach of unfair competition provisions and consideration for services outside the scope of the agency relation.
- Advising a multinational payment services company with respect to the dawn raid initiated by the Turkish Competition Authority at its headquarters.
- Advising one of the world's largest logistics companies with respect to the termination of its two chairmen serving in two different Turkish subsidiaries, due to allegations of serious misconduct.
- Advising a Germany-headquartered company, one of the world's largest in wind turbine production, on its entry to the Turkish wind electricity generation market and on its participation in the Renewable Energy Sources Areas wind tender.
- Advising the underwriters on the USD 1.8bn initial public offering of Halk Bank.
- Advising a European company engaged in electronic engine tuning on the liquidation of its Turkish subsidiary and the related market exit procedures.
- Advising the world's second largest chemicals storage company in its acquisition of Turkey's largest chemical and petroleum storage company.
- Advising EMF Capital Partners, a private equity firm focused on financial institutions in non-EU emerging markets, and a consortium of investors including DEG and FMO, on the acquisition of Turkey-listed non-life insurance company Aviva Sigorta from Aviva.
- Advising the world's leading supplier of machinery and services to packaging manufacturers on the purchase of a certain business line belonging to a Turkish food and beverage packaging production company.
- Advising a company headquartered in Germany which focuses on national and international wind and solar energy projects, large-scale commercial roof systems, small private roof solutions and long-term operational management of the facilities, in connection with the acquisition of Turkey's solar energy company.
- Advising a leading medical devices supplier in its joint venture with a Turkish partner and providing regulatory advice on the sale of medical devices and the provision of medical services under Turkish law.
- Advising on the financing of the acquisition by Turkven Private Equity of a major company in the food sector.
- Advising an international company offering independent aviation fuel handling services to airlines, airports and oil companies with respect to a joint venture relationship to be established with a leading aviation petroleum services provider.
- Advising a sovereign wealth fund on the acquisition of a minority stake in a Turkish real estate platform for EUR 250m.
- Advising a publicly listed US company in an ICC arbitration procedure involving the acquisition of Turkish investment companies.
- Advising BC Partners on antitrust issues, including the review of a notification obligation and merger control issues regarding the acquisition of Synlab.
- Advising Turkcell, one of the largest Turkish telecom operators, on the planned acquisition of 100% of the shares of Globul, the second largest mobile operator in Bulgaria.
- Advising ACWA Power, First Reserve and Crescent Capital (a Turkish private equity fund) on the acquisition of the largest photovoltaic project in Bulgaria (the 62 MW "Karadjalovo" project), including negotiations with the EPC company and Bulgarian authorities, with an investment cost exceeding EUR 150m.
- Advising a major Turkish company during renegotiations of an assignment agreement concerning gas exploration licences, which resulted in a reduction of the assignment price by 33%.

*This is only a small selection of our projects. If you are interested in a specific area of expertise or industry, we will be happy to present you with a respective selection of references.*



# Global rankings & awards



CMS



Leading International



CMS



CMS



Bloomberg

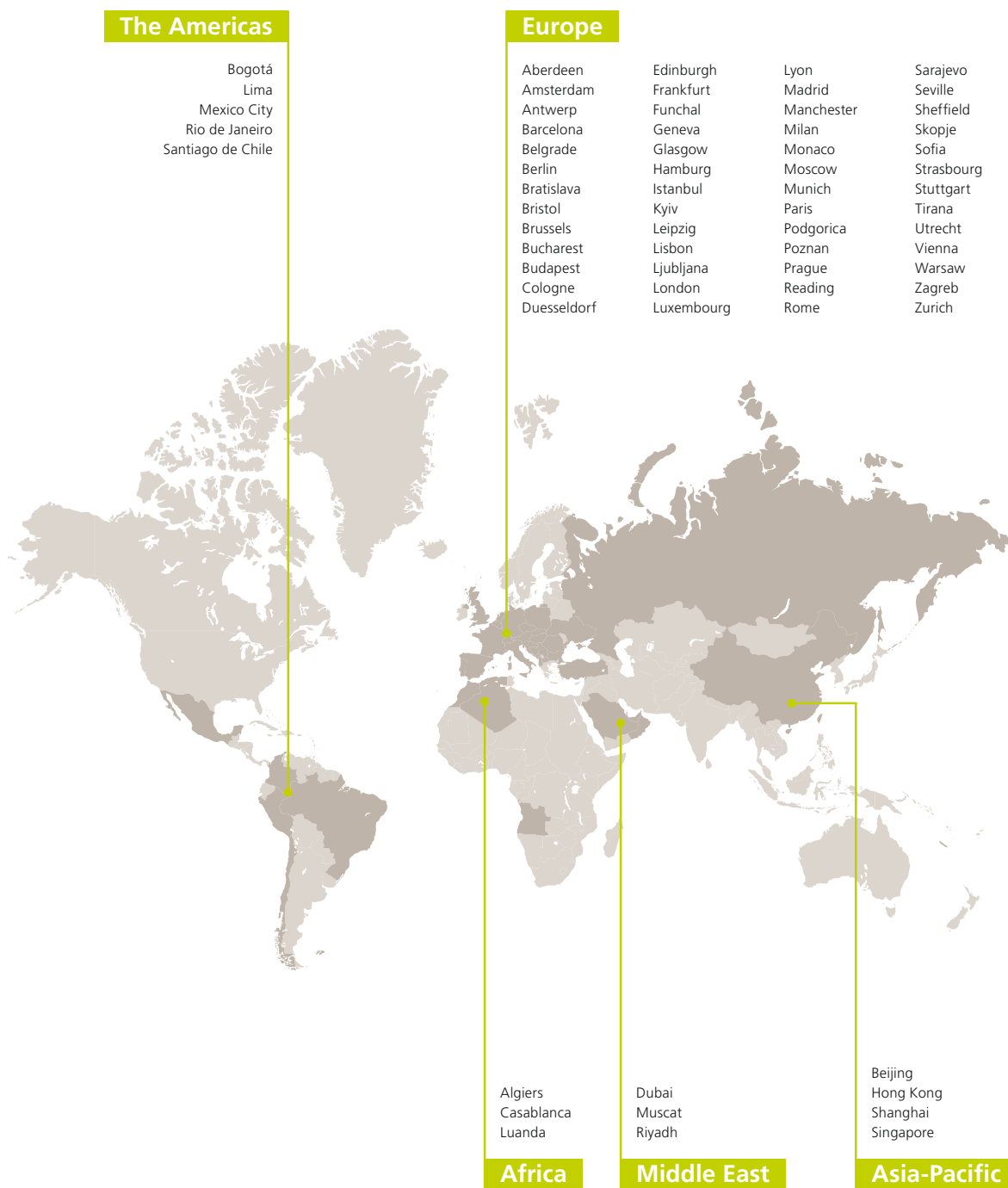


## Top rankings in 2017 M&A

League Tables (by deal count)

- #1 by Mergermarket in Germany, CEE, Poland and the DACH region
- #1 by Bloomberg in CEE
- #1 by Thomson Reuters in Europe, Germany and Switzerland

# About CMS



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#### **CMS locations:**

Aberdeen, Algiers, Amsterdam, Antwerp, Barcelona, Beijing, Belgrade, Berlin, Bogotá, Bratislava, Bristol, Brussels, Bucharest, Budapest, Casablanca, Cologne, Dubai, Duesseldorf, Edinburgh, Frankfurt, Funchal, Geneva, Glasgow, Hamburg, Hong Kong, Istanbul, Kyiv, Leipzig, Lima, Lisbon, Ljubljana, London, Luanda, Luxembourg, Lyon, Madrid, Manchester, Mexico City, Milan, Monaco, Moscow, Munich, Muscat, Paris, Podgorica, Poznan, Prague, Reading, Rio de Janeiro, Riyadh, Rome, Santiago de Chile, Sarajevo, Seville, Shanghai, Sheffield, Singapore, Skopje, Sofia, Strasbourg, Stuttgart, Tirana, Utrecht, Vienna, Warsaw, Zagreb and Zurich.

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