

Your World First

C/M/S/
Law.Tax

CMS Turkey



November 2013



CMS provides specialist, business-focused advice on legal and tax matters. We deliver real value because we put total client understanding and commitment ahead of everything else. Looking out for your business makes our business grow. That's why our priority is to deliver on 'your world first'.

As a client, 'your world first' means your issues and objectives are paramount wherever and whenever you work with CMS. Our Istanbul office is your Turkish hub and draws upon a network of 2,800 legal professionals across the world – legal and tax experts with deep expertise, knowledge and commercial insight. We provide outbound and inbound advice, work in sector-based teams and offer skills and experience – both as advisers and project managers – that deliver superior results efficiently across a diverse range of markets.

In a competitive legal market, we stand apart through our deep commitment to understanding what drives your business and the sectors and countries in which we work with you. At every stage of your business – from enterprising start-up to mid-cap or major multinational – we provide the technical rigour, strategic excellence and long-term partnership to keep you ahead in your chosen markets.

Strong relationships with clients who expect the best have earned us a distinctive place among the world's leading law firms. For CMS lawyers, connecting with and making a difference to your world is our mission, our motivation, and the measure of our success.

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



I like CMS because it has offices in all countries where our company is located. The firm is very focused on providing excellent customer service and advice that is both responsive and practical.

Chambers & Partners 2012

CMS in Turkey

CMS has been active in Turkey for many years and we offer a full range of services through our Istanbul office.

Turkey is one of the world's largest and most dynamic economies. The country has an established and growing significance in European and world markets, and is a focus for innovation in key sectors. CMS is committed to helping you achieve your goals in and from Turkey.

We have a deep understanding of Turkey's legal and business landscape. We share the ambition and drive of Turkish enterprises, offering solutions to help our clients succeed at home and to reach out into markets across Europe and beyond. We advise international clients at every stage – as they enter, establish and grow their business interests and develop connections in the Turkish market.

Your success sets our agenda and we focus on your needs. Language is never a barrier. Your CMS Istanbul team includes Turkish-speaking partners and lawyers with strong connections in local and international business and our international lawyers work with local lawyers with specializations in a range of practice areas and sectors. You will receive practical advice in your chosen language from experienced, knowledgeable and business-savvy legal and tax advisers.



Well organised, with fantastic coverage in Europe.

Client Statement –

Chambers and Partners 2013



Client-centric 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 opportunities.

CMS has 17 practice areas and sector groups, organised in flexible international teams to advise on 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 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 and partners who have built a wealth of knowledge and have high levels of specialist skills and expertise. For you as a client this means that you will deal with experienced, knowledgeable and business-savvy lawyers who can help you navigate what for you may be uncharted territory from a legal perspective.

List of Key Practice Area and Sector Groups

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



CMS has 'professional business knowledge', and is 'good value for money'.

Client Statement – Legal 500 2013

Client examples of work in Turkey

Advice rendered to international clients in Turkey

- Advising the Austrian Post on its acquisition of 25% (with an option for further 50%) of a parcel provider in Turkey.
- Advising CitizenM on the realisation of a new hotel project in Turkey.
- Advising and coordinating an industrial mineral company active across the EU of its merger notification regarding the acquisition of a mineral extracting company in Bulgaria, Turkey and Ukraine.
- Advising an Austrian telecommunications company regarding the foundation and running of a greenfield operation and in relation to obtaining licenses in Turkey.
- Advising a publicly listed US company in an ICC arbitration procedure involving the acquisition of Turkish investment companies.
- Advising Babcock & Brown regarding the acquisition and development of a site for a residential project in Maltepe/Istanbul.
- Advising several German banks, in particular KfW and HSH Nordbank, on ship financings (including furnishing Turkish ship mortgages).
- Advising BC Partners on antitrust issues including the review of a notification obligation and merger control issues regarding the acquisition of Synlab.
- Advising an international private equity sponsor on the USD 1.7 billion privatisation of the cigarette business assets of TEKEL, the State tobacco and alcoholic beverage company.
- Advising the underwriters on the USD 1.8 billion initial public offering of Halk Bank.
- Advising the Turkish Electricity Generation & Transmission on the establishment of and its role in the newly liberalised electricity market in Turkey.
- Advising Ethemba Capital and NBGI Private Equity on the acquisition of a controlling stake in the Birgi Mefar Group in Turkey.

Advice rendered to Turkish clients abroad

- Advising a Turkish industry company on a potential ICC arbitration regarding the infringement of a cooperation agreement.
- Advising a major travel agency in Istanbul, to assist in determining the final corporate structure in the Netherlands and verifying the purchase agreement with regard to the exploitation of sea-busses in Turkey.
- Advising a Turkish company in connection with the acquisition of a majority stake in a joint venture with a Ukrainian investor for the purpose of constructing and operating an MDF plant in Ukraine.
- Advising Belgian and Turkish investment companies on the potential acquisition of two wind power plants in Ukraine, with a total capacity of 100 MW and 250 MW respectively.
- Advising Turkcell, one of the largest Turkish telecom operators, on the contemplated 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 150 million.
- Advising Unip regarding the foundation of a NewCo in Austria, renovation and reconstruction of a palace to a hotel.
- Advising a major Turkish company during renegotiations of an Assignment Agreement concerning gas exploration licences, which resulted in a reduction of 33% of the assignment price.
- Advising Eczacıbaşı Holding on acquisition projects in Italy, Russia and France.
- Advising on the financing of the acquisition by Turkven Private Equity of a major company in the food sector.
- Advising Cevher Döküm on negotiations with a German partner regarding the production of series tooling.

CMS at a glance

Key facts and figures

| | |
|-----------|---------|
| partners | > 750 |
| lawyers | > 2,800 |
| staff | > 5,000 |
| offices | 56 |
| countries | 31 |
| cities | 50 |

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Global rankings & awards

— **Chambers 2013 and Legal 500 2013**

94 Band 1 rankings

179 Band 2 rankings

— **The Lawyer UK Top 200**

Number 8 by turnover

— **Legal Business Global 100**

Number 23 by turnover

— **The AmLaw 2012 Global 100**

Number 22 by turnover

Number 7 by number of lawyers

— **No. 1 – Bloomberg year-end 2012**

— **CMS most innovative firm in international strategy**

Financial Times: FT Innovative

Lawyers Awards 2012

— **CMS ranked 8th for innovation (9th in 2011)**

Financial Times: FT Innovative

Lawyers Awards 2012

— **European Women in Business Law Awards (UK, Czech Republic, Hungary)**

International Financial Law Review 2012

— **Law Firm of the Year Award (CEE and Hungary)**

Chambers Europe Awards for Excellence (2012)

— **CEE Law Firm of the Year 2012**

Financial Times & Mergermarket

Contact

CMS Turkey
Süzer Plaza,
Askerocağı Caddesi No:6 Kat:15 D:1501
34367 Elmadağ/Şişli – Istanbul
Turkey

T +90 212 243 49 28

F +90 212 243 49 38

E office@cmslegal.com.tr

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CMS von Erlach Henrici Ltd (Switzerland);
CMS Hasche Sigle, Partnerschaft von Rechtsanwälten und Steuerberatern (Germany);
CMS Reich-Rohrwig Hainz Rechtsanwälte GmbH (Austria) and
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CMS locations:

Aberdeen, Algiers, Amsterdam, Antwerp, Barcelona, Beijing, Belgrade, Berlin, Bratislava, Bristol, Brussels, Bucharest, Budapest, Casablanca, Cologne, Dresden, Dubai, Duesseldorf, Edinburgh, Frankfurt, Hamburg, Istanbul, Kyiv, Leipzig, Lisbon, Ljubljana, London, Luxembourg, Lyon, Madrid, Mexico City, Milan, Moscow, Munich, Paris, Prague, Rio de Janeiro, Rome, Sarajevo, Seville, Shanghai, Sofia, Strasbourg, Stuttgart, Tirana, Utrecht, Vienna, Warsaw, Zagreb and Zurich.

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