

D'ORNANO

PARTNERS



20 years of experience in CEE and SEE

D'ORNANO PARTNERS is an international law firm created in 2018 by leveraging on a longstanding, well-recognised and demonstrated experience in CEE and SEE gained by partner François d'Ornano and his team during the last 20 years. Our expertise has been continuously recognized by Chambers Global guide, ranking François d'Ornano as "Foreign expert" with high-end capability in CEE.

We have been involved in many of the most significant and prominent transactions in terms of value and volume of complex work in these regions. Since the creation of the firm, we have opened offices in various countries and at the same time, we have established close affiliations with major local law firms, enabling us to provide legal services tailored to the laws and circumstances of those countries. As a consequence, we have a flexible structure to address diverse regional business issues.

"One-stop service" for all CEE and SEE countries



We offer our clients targeted, high-quality legal advice from a single source for both local and cross-border assignments in the whole CEE and SEE regions. We can intervene in **Hungary, the Czech Republic, Slovakia, Romania, Croatia, Serbia, Montenegro, Bosnia and Herzegovina, Slovenia, Kosovo, Albania, Macedonia, Ukraine** and **Bulgaria**. We have the capabilities to advise multinational companies in M&A deals covering simultaneous transactions in several jurisdictions. Our teams have developed close and longstanding ties with government departments and agencies and are therefore in a perfect position to guide our clients throughout administrative procedures and formalities.

Comprehensive legal expertise



Corporate / M&A

Our core business is advising on mergers and acquisitions and complex transactions.

We assist our clients in establishing, acquiring, selling, and forming joint ventures in France, across sectors such as telecoms, healthcare, hospitality, finance, and industry, with a focus on cross-border mid- and large-cap transactions.

Key areas of practice:

- M&A
- Corporate law
- Corporate / M&A litigation



Litigation

We have developed real know-how to support our clients when they are faced with disputes that threaten the security and sustainability of their investments. We are able to represent them in France, as well as in European and international courts.

Key areas of practice:

- Civil and commercial litigation
- Enforcement procedures
- M&A litigation
- Competition litigation



Restructuring/ insolvency

We assist companies on restructuring, as well as their shareholders or creditors. We advise them in managing the company in difficulties, in implementing preventive measures and restructuring operations, and we represent them in insolvency proceedings.



Competition & Regulatory

We advise and assist our clients in matters related to local and European Union (EU) competition law, as well as general and sector-specific regulations.

Key areas of practice:

- Antitrust matters
- Merger control
- Unfair commercial practices
- Consumer protection
- EU regulatory
- Private enforcement (cartel damages, etc.)



Real estate

Our firm works on all asset classes (offices, commercial premises, shopping centers, hotels, manufacturing plants, etc.), from the structuring of the investment to the completion of the construction project or the acquisition of a real estate asset.

Key areas of practice:

- Real estate transactions
- Urban planning and development



Employment

We are able to assist companies in monitoring the careers of their employees (drafting contracts regarding employment, incentive plans, management of personal data, amicable or contentious departures), restructuring, and we provide advice on all aspects of dispute resolution relating to employment law.

Key areas of practice:

- Individual relations
- Collective relations
- Restructuring operations
- Litigation

Some of our key deals

- Advised **Auchan** and **Nhood** on the sale of a stake in Auchan Hungary and Ceetrus Hungary to Indotek, a leading property investment group, and in the course of the negotiation and drafting of the two joint venture agreements setting out the detailed and complex rules of our clients' and Indotek's cooperation and the governance of the two **Hungarian** subsidiaries.
- Advised **Orange** in connection with the indirect acquisition by its **Romanian** subsidiary of a 54% stake in Telekom Romania Communications S.A., owned by the OTE Group, for a price of EUR 268M which represents a total enterprise value of EUR 497M.
- Advised the Hungarian subsidiary of French hotel group **Mama Shelter** on the opening of new residences in **Czech Republic** and **Serbia**.
- Advised **Groupama** on the acquisition by its Hungarian subsidiary (Groupama Biztosító Zrt.) of the entire share capital of OTP Osiguranje d.d., a Croatian insurance company owned by OTP banka dioničko društvo, the **Croatian** subsidiary of Hungarian OTP Group. We also advised Groupama on the acquisition of 100% of the capital of Express Life Bulgaria IJSC from DSK Bank EAD and Expressbank AD, **Bulgarian** subsidiaries of OTP Bank plc.
- Advised **LDC**, the French leader of the poultry market and one of Europe's biggest poultry companies, on the acquisition of the majority shareholding in the **Hungarian** Tranzit Group: complex due diligence, drafting and negotiation of the transactional documentation with the sellers; advising the client on all corporate matters regarding the joint venture LDC Tranzit.
- Assisting the real estate operator **Nhood** in restructuring its operations in **Ukraine** and in general and specific corporate issues, among others the nomination of a new general manager.
- Advised a **multinational retail group** in an energy law-related strategic litigation in **Hungary**. We provided strategic guidance to support the client's position as the litigation developed.
- Advised French pharmaceutical company **Servier** in **Hungary** throughout its voluntary public purchase offer to acquire all outstanding shares in its majority-owned subsidiary Egis Pharmaceuticals Plc. and the subsequent squeeze-out followed by a delisting from the Budapest Stock Exchange. We are continuously assisting SERVIER in all corporate issues, as approval of the annual reports and various corporate changes (e.g. activities, internal restructurings, change of business premises, restructuration of its board of directors) for its affiliates in **Hungary, Croatia** and **Serbia**.
- Advised agricultural co-operative group **Limagrain** regarding the purchase of a seed production factory in Hungary and lease back for operation to the seller. We advised the client on post-transactional matters: agricultural regulatory matters; farmers' rights; structuring of the legal relationship with the Hungarian farmers; seed Production Agreement and Lease Agreements concluded with a company owned by the Hungarian State; construction and urbanism regulatory matters related to the renovation; environmental law questions; reviewing of the firm's commercial policies and contracts in **Hungary, Slovakia, Czech Republic, Romania, Serbia, Poland** and **Bulgaria**; transfer of selected employees in its new Hungarian subsidiary.
- Advised **Crédit Agricole** in the sale of its subsidiary Crédit Agricole Srbija A.D. to the Austrian group Raiffeisen Bank in **Serbia** (drafting of the purchase agreement and financing contracts, transitional service agreement (TSA), assisting during the negotiations with Raiffeisen Bank and preparation of the closing).

- Advised affiliate **AS24** of global petrochemicals giant Total on the comprehensive review of its operations in the **Serbian** market, the liquidation of its **Bosnian** subsidiary, and on the high-level analysis of its activity from a legal and regulatory point of view in **Croatia**.
- Advised French event management company **GL Events** in its EUR 140 million real estate investment in **Hungary**: drafting and negotiating agreements (design, construction, financing), advising in construction law and representation before public authorities, for the purposes of renovation and partial building of an exhibition center.
- Advising a **multinational group** in a strategic litigation in **Hungary** concerning freight forwarding. We provide comprehensive legal support and representation in the Hungarian court proceedings.
- Advised **Accor Group** in its project of undertaking the operation of two hotels, respectively under the Ibis standard in Skopje, **Macedonia** and under the Sofitel standard in Tirana, **Albania** through the conclusion of a hotel management agreement with a local business partner in the respective jurisdictions: reviewing the compliance of the template management agreement used by the client with the respective local laws of Macedonia and Albania, providing suggestions of modification when needed, analysis of corporate structure, taxation and accounting issues.

Contact



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Over the past 20 years, François d'Ornano has managed numerous complex cross-border M&A transactions in Central and Eastern Europe and South-Eastern Europe. His expertise in the region has been recognised for several years by Chambers Global, which classifies him as a 'Foreign Expert' with high-level skills in Central and Eastern Europe. He is a member of the Paris Bar and the Budapest Bar as a European lawyer.