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Education

Legal Practice Course, BPP Law School, 2007 (Distinction)

M.A. (Law), University of Cambridge, 2005

Bar Admissions

Solicitor, England and Wales

Recent Publications

"FCA Proposes Introducing Bundled Payments Option for Investment Research Services," *Skadden Publication*, April 25, 2024

"SOX-Liter: Changes to the UK Corporate Governance Landscape," *Skadden Publication*, February 8, 2024

"Revised Proposed Reforms to UK Listing Rules Confirm a Lighter Touch Regime and Set Out a Transition Road Map," *Skadden Publication*, January 8, 2024

"UK Public M&A – Four Predictions for '24," *Skadden Publication*, December 15, 2023

Adam Howard focuses on complex cross-border transactions involving public companies and public offerings of securities. Mr. Howard advises international bidders as well as listed targets, significant shareholders and financial advisors on high-profile public M&A transactions and has represented issuers, controlling shareholders and underwriters in connection with a broad range of capital markets transactions.

Mr. Howard regularly counsels listed companies and special committees on corporate and governance-related matters, including directors' duties, public reporting and disclosure issues arising in connection with transformational transactions and crisis situations.

Mr. Howard has been repeatedly named an Equity Capital Markets Rising Star by *The Legal 500 UK*, including in its 2024 edition, and was previously honored by *Financial News* as one of its 40 Under 40 Rising Stars in Legal Services. Additionally, Mr. Howard was ranked as one of *MergerLinks'* Rising Stars of lawyers most active on U.K. public M&A transactions and has received The M&A Advisor's European Emerging Leaders Award, which recognises industry professionals who have reached a significant level of success and made notable contributions to their industry and community.

His significant public M&A transactions include representing:

- **International Paper** in its proposed US\$9.9 billion acquisition of DS Smith plc and secondary listing on the London Stock Exchange
- **Argus Group Holdings Limited** in its acquisition of a significant stake of shares in BF&M Limited from Camellia Plc, followed by an all-stock merger of Argus Group Holdings Limited with BF&M Limited
- **Phoenix Life Limited**, a major shareholder of UK Commercial Property REIT Limited, in connection with Tritax Big Box REIT plc's £3.9 billion recommended all-share combination with UK Commercial Property REIT Limited
- **AutoNation, Inc.** in connection with its US\$544 million possible offer for Pendragon PLC
- **Poltronese S.p.A.**, the leading sofa retailer in Italy, in connection with its £100 million acquisition of ScS Group plc
- **Danaher Corporation** in its US\$5.7 billion acquisition of Abcam plc
- **Davidson Kempner European Partners**, a major shareholder of AVEVA Group plc, in connection with Schneider Electric's £9.9 billion acquisition of AVEVA Group plc
- **Globalworth** in a US\$1.88 billion unsolicited bid to acquire the company by two of its major shareholders, CPI Property Group and Aroundtown
- **Fortiana Holdings Limited** in connection with its US\$1.5 billion acquisition of Highland Gold Mining Limited, an AIM-quoted gold producer, comprising an initial US\$585 million acquisition of a 40% interest, the U.K.'s first-ever preconditional mandatory bid for the remaining stake, delisting and compulsory squeeze-out of minority shareholders
- **Horvik Limited** in its preconditional mandatory offer to acquire Trans-Siberian Gold plc
- **Phoenix Group Holdings** in its:
 - £3.1 billion acquisition of ReAssure Group plc from Swiss Re AG
 - £950 million rights issue and related £2.93 billion acquisition of Standard Life Assurance, strategic partnership with Abridn plc (formerly Standard Life Aberdeen plc) and readmission to the London Stock Exchange
 - £735 million rights issue and related £935 million acquisition of Abbey Life from Deutsche Bank AG

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- **Worldpay, Inc.** (formerly Vantiv, Inc.) in its:
 - US\$43 billion merger with Fidelity National Information Services, Inc.
 - US\$10.4 billion acquisition of Worldpay Group plc and secondary listing on the London Stock Exchange
 - **Waypoint GP Limited**, an investment fund created by the Bertarelli family, in its €730 million acquisition of the remaining stake in Stallergenes Greer plc that it did not already own
 - **Goldman Sachs** as financial advisor:
 - along with Cenkos Securities plc and Dean Street Advisers Limited, to Bain Capital in its £1.2 billion acquisition of esure Group plc
 - along with Greenhill & Co. International LLP, to a consortium of funds managed by Antin Infrastructure Partners and West Street Infrastructure Partners in their US\$732 million acquisition of CityFibre Infrastructure Holdings plc
 - to Kennedy-Wilson Holdings, Inc. in its £1.5 billion merger with Kennedy Wilson Europe Real Estate Plc through a Jersey law scheme of arrangement
 - to the transaction committee of the board of directors of Reynolds American in its US\$49 billion acquisition by British American Tobacco
 - along with J.P. Morgan Securities plc, to Michael Kors in its US\$1.2 billion acquisition of luxury shoemaker Jimmy Choo
 - **Morgan Stanley** as financial advisor to American Express Global Business Travel Holdings Limited in its £400 million acquisition of Hogg Robinson Group plc
 - **Eurasia Drilling Company Limited:**
 - in the proposed acquisition of a 51% stake in the company by Schlumberger Limited
 - in the acquisition of a minority stake in the company by a consortium of investors comprising the Russian Direct Investment Fund, China Investment Corporation and Mubadala Investment Company
 - **21st Century Fox** in its proposed £11.2 billion acquisition of the remaining stake it did not already own in Sky
 - **Ball Corporation** in its US\$8.4 billion acquisition of Rexam PLC
 - the majority shareholders of **Eurasia Drilling Company Limited** in its US\$1.7 billion take-private transaction
 - **CF Industries Holdings, Inc.** in its proposed US\$8 billion acquisition of the European, North American and global distribution businesses of OCI N.V.
 - **J.P. Morgan Limited** as financial advisor to Equinix, Inc. in its US\$3.6 billion acquisition of Telecity Group plc
 - **Pfizer Inc.** in its proposed US\$115 billion acquisition of Astra-Zeneca
 - **Destination Maternity** in its proposed £266 million acquisition of Mothercare plc
 - **Altimo Holdings & Investments Ltd.** in connection with its US\$1.8 billion tender offer for a 49% stake in Orascom Telecom Holding S.A.E.
- His significant capital markets transactions include advising:
- **Amphitryon Ltd**, the majority selling shareholder of Marex Group plc, in connection with Marex Group plc's \$292 million U.S. initial public offering and listing on the Nasdaq Global Select Market
 - **Hochschild Mining plc** on the demerger and listing of Aclara Resources on the Toronto Stock Exchange
 - **Telegram Group Inc.** in its US\$330 million issuance of pre-IPO convertible bonds
 - **Atrium European Real Estate Limited** in connection with its:
 - €350 million Regulation S offering of 3.625% Eurobonds due 2022 and listing on the Luxembourg Stock Exchange and subsequent €150 million tap issue
 - €350 million Regulation S offering of 4% Eurobonds due 2020 and listing on the Luxembourg Stock Exchange
 - **Stanley Black & Decker, Inc.** in connection with:
 - its US\$1 billion offering of notes in two tranches: US\$500 million of 4.250% notes due 2028 and US\$500 million of 4.850% notes due 2048
 - the establishment of its US\$3 billion Euro-commercial paper programme
 - **Atlas Mara Limited** in its US\$80 million placement of senior secured convertible notes
 - the dealer managers in connection with the exchange offer by **Compañía Latinoamericana de Infraestructura & Servicios S.A.** to holders of its US\$120 million 9.5% Series 3 Notes due 2016 for its new 11.5% Series 4 Notes due 2019
 - the joint bookrunners in the US\$1 billion initial public offering of global depositary receipts of **Lenta Limited** (owned by TPG Capital, the European Bank for Reconstruction and Development, and VTB Capital), the first dual listing of GDRs on the London Stock Exchange and Moscow Stock Exchange
 - **Sibanthracite Holdings Limited** in its proposed initial public offering of global depositary receipts and listing on the London Stock Exchange
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