



CAPABILITY STATEMENT

CROWN DEPENDENCIES

CORPORATE RESTRUCTURING

Appleby's corporate restructuring lawyers provide comprehensive legal advice on the corporate, regulatory and contractual aspects of group restructurings and reorganisations, whether as part of the normal business life cycle or driven by capital needs, regulatory reforms or Brexit. We advise companies, investors, directors, trustees, creditors and acquirers on restructurings, reorganisations, mergers and acquisitions, schemes of arrangement, migrations, statutory mergers, transfers of business and liquidations.

We have a breadth of restructuring experience across a wide range of industries including: Retail, Hospitality and Leisure, Healthcare, Financial Services, Real Estate and Manufacturing. In particular, our regulatory and financial services expertise equips us to provide comprehensive advice on the creation and continuation of activities following the restructuring and rejuvenation of financial services businesses.

Through our presence across the Crown Dependencies of Jersey, Guernsey and Isle of Man, and further afield, we provide multi-jurisdictional solutions to offshore restructuring. Our lawyers have advised on some of the most complex and innovative restructuring to arise offshore and through the local courts and legislative processes, have guided the development of corporate and financial services law within our jurisdictions.

We also advise banks and financial services businesses on contingency planning for the purposes of preparing bank recovery and resolution plans and in preparation for Brexit. We have extensive expertise and have advised on the creation of bank resolution legislation for implementation across the Crown Dependencies.



"They did a phenomenal job. They worked around the clock where necessary and provided accurate and precise information and advice.

We really enjoyed working with them, it was a very cohesive team and a very well run file."

- Chambers & Partners

REPRESENTATIVE WORK

INTERNATIONAL
BANKING AND
FINANCIAL
SERVICES GROUP

Appleby acted as lead counsel in Jersey, Guernsey and Isle of Man on the successful transfer of the client's deposit-taking business, investment business and fund services business to offshore branches of the group's onshore plc by means of Court-sanctioned banking schemes and related contractual transfers.

The reorganisation included the first ever banking business scheme in the Isle of Man, setting a helpful precedent for subsequent transactions.

Appleby has advised on every major banking reorganisation in the Crown Dependencies in the last five years and during that time we estimate that we have transferred nearly GBP 50 billion of deposits.

JANUS CAPITAL
GROUP

Appleby advised on the merger of Janus Capital Group, a US based investment manager listed on NYSE with the Henderson Group, a large London-based investment manager listed on LSE.

The merger was an all-stock deal that was effected by Janus merging with a wholly owned subsidiary of the Jersey parent company of the Henderson Group, with the Janus parent company to continue as the surviving entity as a wholly owned subsidiary of the current Jersey parent company of the Henderson Group. The merger created an asset manager with greater global scale and about US\$320 billion of assets under management.

EURO GARAGES

Appleby advised Euro Garages on its merger with European Forecourt Retail Group (EFR) following a minority investment by EFR.

This particularly complex matter required pragmatic Jersey law solutions to company law and taxation issues arising in Luxembourg and the Netherlands.

The merged group is a leading independent petrol forecourt retailer in Europe. Euro Garages and EFR together will be serving more than 6 million customers a week through the management and operation of leading retail brands such as BP, ESSO, Shell, Texaco, Carrefour, Greggs, Louis Delhaize, Starbucks and Subway. The group has total pro forma gross annual revenues of around €6 billion.

INTERNATIONAL
PHARMACEUTICALS

Appleby advised a publicly listed international pharmaceuticals business on a USD3.7 billion recapitalisation. This followed lengthy negotiations between the business, its creditors and other key stakeholders in the business and was implemented by a court approved plan of arrangement pursuant to the Canada Business Corporations Act. The recapitalisation reduced the business's total debt from around US\$3.7 billion to approximately US\$1.4 billion and allowed the business to benefit from a further US\$586.5 million by way of a private placement share sale.

The Appleby team advised the business, which has a significant presence in Jersey, on all Jersey law aspects of the recapitalisation.

FOR MORE INFORMATION PLEASE CONTACT:

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