

Clifford Chance Badea advised J.C. Flowers & Co. in the sale of First Bank to Intesa Group



Clifford Chance Badea, the Bucharest office of global law firm Clifford Chance, has advised JC Flowers & Co in connection with the sale of First Bank to the Italian group Intesa, a transaction that marks the exit of the American investment fund from Romania, 6 years after its first acquisition.

At that time, the takeover of Piraeus Bank marked a first for the local banking industry – the first investment fund to become a shareholder in a Romanian bank, with the approval of the National Bank of Romania. Later, in 2019, First Bank, owned by J.C. Flowers & Co., took over Leumi Bank Romania.

The complexity of the asset sale transaction to the Italian group required a mixed team of lawyers from the M&A and the Banking & Finance practices, its core including **Daniel Badea** (Managing Partner), **Loredana Ralea** (Counsel), **Radu Costin** (Senior Associate), **Maria Moga** (associate), and **Eleonora Udroi** (Of Counsel)

The lawyers have advised on all aspects of the transaction, starting with the due diligence stage, the structuring and negotiation of the transaction, specific banking regulatory aspects, drafting of transaction documents and support with the signing. The English law aspects were covered by **Alex Cook**, M&A Partner in the Clifford Chance Prague office.

The transaction is subject to approval by the National Bank of Romania, the European Central Bank and the Competition Council.

Loredana Ralea says: "From the very first transaction, we synchronized very well with the J.C. Flowers & Co. and the First Bank teams. After the acquisition, we continued to support J.C. Flowers & Co. and First Bank in the acquisition of Leumi Bank Romania, but also in other important projects. Our extensive experience in M&A transactions and Banking & Finance, doubled by a transparent relationship based on professionalism, trust and mutual appreciation has contributed to the successful completion of these projects of increased complexity, in record time. Working with J.C. Flowers & Co. has been for us - from all points of view - a success story."

Daniel Badea adds: "We are honored that one of the most important American investment funds has chosen to work with our Firm throughout the time in which it was present on the Romanian banking market. The sale of First Bank adds to a solid portfolio of benchmark transactions that we coordinate for high profile companies, investment funds and financial institutions."

Recent representative, successfully closed transactions include:

- Advising Enel Group in closing the approx. EUR 1.24 billion sale (equivalent to an enterprise value of around EUR 1.9 billion, on a 100% basis) of its Romanian assets (including its electricity production, supply, and distribution operations) to Greek-based Public Power Corporation (PPC);
- Advising the arranger banks in connection with Hidroelectrica's historical listing, the largest IPO launched in Europe this year, with a total value of RON 9.3 billion;
- Advising Actis, the global investment fund in sustainable infrastructure, in relation to the acquisition of two renewable energy projects with an installed capacity of around 1,000 MW, and the acquisition of a 1,044 MW solar plant in Romania;
- Advising Grupul Tei, founded by entrepreneur Roxana Maftai, in the sale of a 30% stake in Farmacia Tei and Bebe Tei to Paval Holding (Dedeman Group);
- Advising Crédit Agricole S.A. in the process regarding the sale of Crédit Agricole Bank Romania to Vista Bank Romania;
- Advising Kingspan in the acquisition of the Steel division of TeraPlast Group, operating in Romania and Serbia;
- Advising Mondelez in the acquisition of Chipita group, one of the largest pastry and snacks producers in CEE;
- Advising Pfizer on local aspects of its global spin-off and combination of its generics business Upjohn with Mylan;
- Advising CVC Capital Partners, global leader in private equity, on the acquisition of the insurance business Ethniki active in Greece, Cyprus and Romania (and including Garanta Asigurari) from NBG.