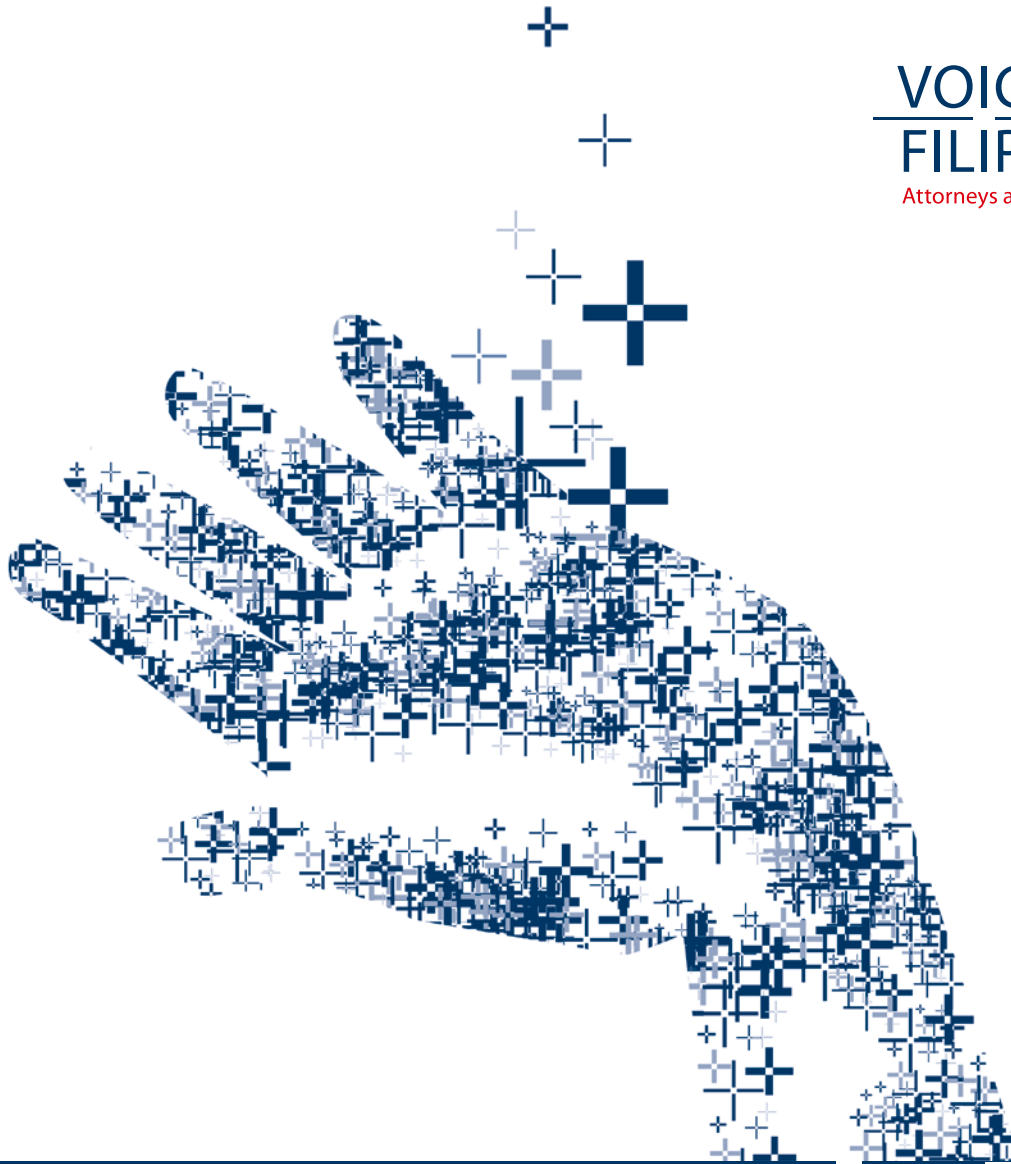


VOICU
FILIPESCU

Attorneys at Law



Key Facts

HISTORY



VOICU FILIPESCU

Attorneys at Law

- 2001 Daniel Voicu and Mugur Filipescu take over the Romanian office of the international law firm Arent Fox Kitner Plotkin & Kahn L.L.P – Voicu & Filipescu is established
- 2001 formal working relationship with Squire Sanders established
- 2006 the firm adds 2 new partners – Marta E. Popa and Daniel Costea
- 2008 the firm adds 4 new partners – Raul Mihiu, Cristian Gavrilă, Roxana Negutu and Dumitru Rusu
- 2008 13 lawyers from the team of former Romanian law firm Stefanica Dutu & Partners are integrated in the firm's structure
- 2009 tax and accountancy practice takes the form of an affiliated company – Voicu & Filipescu Tax Advisers SRL is established
- 2009 the firm adds 2 new partners – Florin Dutu and tax partner Alexandru Tabacu
- 2011 insolvency and restructuring practice takes the form of an affiliated company – VF Insolventa SPRL is established
- 2011 10 years anniversary

FACTS

For over **10** years, one of the **top 10** law firms on the Romanian market in terms of turnover, market position and reputation.

55 professionals and support staff.

RECOGNITION

Voicu & Filipescu receives constant strong recognition for its activity. The firm is recommended by renowned international guides such as Chambers and Partners, Legal500, PLC Which lawyer?, IFLR1000, as well as in specialized market reports released by organizations such as International Law Office, DealWatch, Mergermarket.

Recent awards include

Competition Team of the Year 2012 - Avocatnet

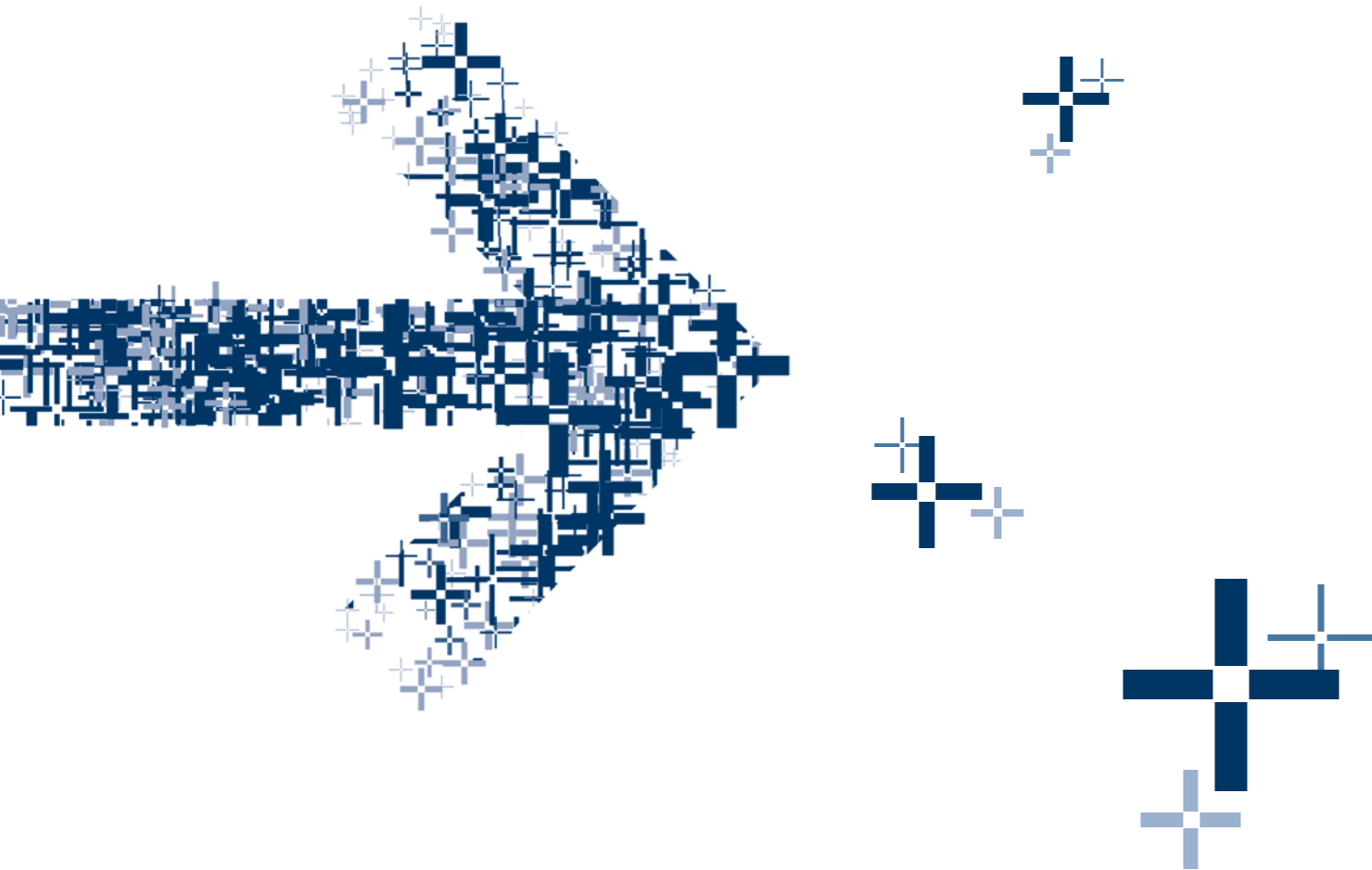
Competition Lawyer of the Year 2012 – ILO Client Choice Award (Raul Mihu)

Corporate Law Firm of the Year 2011 – Finmedia

Competition Law Firm of the Year 2011 – Avocatnet and Finmedia

Internship Program of the Year 2011 – Avocatnet

Real Estate Transaction of the Year 2010 – Ziarul Financiar



Ground breaking lawyers on the Romanian market

The first cross-border securitization of a consumer loan portfolio

Assisted the local subsidiary of Raiffeisen Zentralbank Österreich AG as Romanian legal counsel in a transaction for the cross-border securitization of a consumer loan portfolio, the first transaction of its kind in Romania, in a total value of EUR 262.5 million.

The first M&A deal on the healthcare market

Assisted the shareholders of Centrul Medical Unirea, during the sale of 49% of their shares to a UK fund, in the first sale of a private health services provider on the Romanian market.

The first exit on the automotive market

Advised the main shareholder of Autotalia group, importer of Fiat group brands, SsangYong, Infiniti and Honda motorbikes, with 40 showrooms, acting as seller in the acquisition of the said company by Mediterranean Car Agency, in the first exit on the Romanian automotive market.

Establishing a nationwide insurance plan

Legal counsel for the establishment and functioning of the Insurance Pool against Disasters (PAID), part of a governmental program aimed at setting out the framework for the operation of national wide mandatory home insurance against earthquakes, landslides or floods.

INDICATIVE KEY PROJECTS

Mergers & Acquisitions

Assisted **UGC Europe BV (Liberty Media Inc)** in the acquisition of Astral Telecom SA, Romanian TV cable market leader, by way of acquiring shares for a price exceeding USD 400 million.

Represented the minority shareholders cumulating 22% of the share capital of **Orange Romania**, market leader in the mobile phone field, in the process of selling their shares to the majority shareholder for a price exceeding USD 400 million.

Assisted **PPF Investments Ltd**, a major independent international private equity group, in the process for the collection and the registration shares from approximately 7,000 of the minority shareholders of Romextera Bank, holding 20% of the bank's shares, and subsequently in the sale of the said 20% stock to MKB Bank (Hungarian bank held by the German BayernLB Bank Group).

Advised **Coca-Cola HBC and The Coca-Cola Company** in the acquisition of Dorna Apemin, the third Romanian mineral water producer.

Assisted **PPF Investments Ltd**, a major independent international private equity group, in the acquisition of 100% of the shares in the Romanian insurance companies ARDAF – Companie de Asigurare Reasigurare and Roumanie Assurance International and subsequently in the intra-group sale of the majority stake in said insurers towards the joint venture Generali/PPF.

Assisted **Kronospan Group**, the European wood industry leader, in the entire process of acquisition of two wood processing factories held by the Italian leader Gruppo Fratti Spa, by means of a transaction publicly estimated at over EUR 200 million.

Advised **Raiffeisen Zentralbank Oesterreich AG** in the acquisition of a majority stake in the Romanian state-owned bank Banca Agricola.

Arbitration

Assisted **EDF Services** in front of the International Centre for the Settlement of Investment Disputes (ICSID) in a USD 110 million claim against the Romanian state, for damages caused by the abusive loss of contracts for duty-free sales in a Bucharest international airport and in-flight sales on Tarom aircrafts and breach of international economic treaties and bilateral agreements related to investments.

Competition

Instrumental success for **Mediplus Exim**, the leader on the Romanian market of pharmaceuticals distributors (part of A&D Pharma), in a high profile litigation case filed by the client against the Romanian competition regulator. The Competition Council had imposed the largest single fine in its history to the client, in amount of EUR 13.5 million, by a decision ruled against a group of market players for creating an alleged price-fixing cartel on the insulin market. In 2010 the firm was successful in obtaining for the client the full annulment of this fine, after having also obtained a stay order for the said; this was a major success, as none of the other fined market players had obtained either the full annulment or stay order.

Public Procurement

Assisting bidders active in a variety of industries, as well as contracting authorities, in all phases of complex public procurement procedures organized for the award of projects in aggregate amount of EUR 500 million over the past year alone. Rendered services cover a wide range of specialized advice, from assistance on preparation of bid documents to negotiating and signing of public contracts. Our team has an impressive success rate in assisting on public procurement related complaints in front of CNSC and the administrative courts.

INDICATIVE KEY PROJECTS

Banking & Finance

Assisted a bank syndicate including **Credit Suisse, BCR and CEC Bank** in connection with a loan in amount of up to EUR 300 million granted to leading cable TV and internet services provider RCS/RDS, to be used for refinancing and acquisitions.

Assisted a bank syndicate including **Credit Suisse, BCR and Erste Group Bank AG** in connection with granting credit facilities amounting to over EUR 205 to Grup Servicii Petroliere, a Romanian company active in the oil & gas industry.

Acted as Romanian counsel for the private equity funds consortium including **Columbia Capital, M/C Venture Partners, Innova Capital, HarbourVest Partners, Oak Investment Partners and Bessemer Venture Partners** in relation to the regional acquisition from Group Menatep Limited of 100 percent of the shares in its subsidiary GTS Central Europe. The firm's lawyers provided advice on general corporate matters, as well as in relation to the EUR 200 million financing of the leverage take-over, and were responsible with the Romanian security package and intra-group loans restructuring.

Real Estate

Advised **Bel Rom**, one of the most active developers of retail parks on the Romanian market, in connection with all phases of its projects. Major transactions include: the sale to Natixis (by Ixis Corporate and Investment Bank) of the 140,000 sq m European Retail Park Targu Mures developed by the Flemish real estate developer, in a transaction of approximately EUR 90 million, as well the sale to the British investments fund North Real Estate Opportunities Fund (by North Reef Cuza SRL) of the approximately 50,000 sq m European Retail Park Sibiu, for approximately EUR 82 million.

Advised **TriGranit**, a major real estate developer, in the sale to the French retailer Auchan of a commercial space in Polus Center Constanta developed by the client, for the purpose of the buyer's developing its supermarkets network

REPRESENTATIVE CLIENTS

Accenture
A&D Pharma
Bank of Cyprus
BCR Erste
Babcock Noell GmbH
Bridgestone
Capgemini
Chartis (former AIG)
Coca-Cola HBC
Credit Suisse
Danone
Dell
DuPont
Electrawinds
EBRD
General Electric

Generali PPF Group
Glenmark Pharmaceuticals
Goodyear
Honda
IKEA
ING Bank
Iron Mountain
Kronospan
Metro Group
Pioneer
Raiffeisen
TBIH Financial Services
Unicredit Leasing
UPC
Vaillant
VNU



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