



HERBERT  
SMITH  
FREEHILLS



## RODD LEVY

PARTNER

[Melbourne](#)  
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Rodd is one of Australia's most experienced M&A lawyers.

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## BACKGROUND

Rodd graduated from the University of Melbourne with Bachelor of Arts and Bachelor of Laws (Honours) degrees. He joined Freehills in 1984 and became a partner in 1989. He is also a director of the Law Institute of Victoria Limited.

## KEY SERVICES

Mergers and Acquisitions  
Public mergers and acquisitions

## KEY SECTORS

Manufacturing and Industrials  
Consumer

## EXPERIENCE

Rodd brings his deep experience and knowledge gained during 35 years in practice to assist clients achieve their commercial objectives.

He is a market-leading M&A lawyer, with particular expertise in company takeovers and schemes of arrangement. He is the author of the well-known book, *Takeovers Law & Strategy* (6th Edition, 2022). He teaches the post-graduate course on company takeovers at the University of Melbourne (since 2000) and lectures in the MBA course at the Melbourne Business School (since 2008). Rodd was a member of the Takeovers Panel, the main dispute resolution forum for takeovers in Australia, from 2007 until 2019.

Rodd advises boards of directors on a diverse range of issues including:

- mergers and acquisitions
- takeovers and takeover defences
- corporate governance
- strategic sales processes
- demergers and corporate restructurings

He is a member of the Corporate and M&A Law Committee of the International Bar Association.

## **MAJOR TRANSACTIONS**

Rodd has been the prime legal adviser in a large number of significant takeover bids, takeover defences and other transactions. Recent ones include:

- Newcrest's response to the \$25 billion merger proposal from Newmont
- Crown Resorts' \$8.9 billion sale to Blackstone by scheme of arrangement
- Tabcorp's \$10 billion demerger of its lotteries business, The Lottery Corporation

- Alliance Airlines proposed sale to Qantas by scheme of arrangement
- ANZ Bank/1835i Group's successful takeover bid for Cashrewards
- Japara's sale by scheme of arrangement to Calvary
- Amcor's US\$6.8 billion merger with Bemis Company Inc and redomiciliation to Jersey with an NYSE listing via scheme of arrangement (valued at \$17.7 billion)
- Healthscope's \$4.4 billion scheme of arrangement and simultaneous takeover bid by Brookfield
- The Reject Shop's successful defence of the on-market bid by Allensford
- Adamantem and Liverpool Partners public to private acquisition of Zenitas by scheme of arrangement
- Mitula sale by cash and scrip scheme of arrangement to LIFULL of Japan
- OZ Minerals successful \$440 million takeover bid for Avanco Resources
- Integral Diagnostics' successful defeat of the hostile bid from Capitol Health
- Tabcorp's successful \$11 billion combination with Tatts Group
- Aconex \$1.6 billion acquisition by Oracle by scheme of arrangement
- Pacific Brands' \$1.1 billion acquisition by Hanesbrands Inc by scheme of arrangement
- Toll Holdings \$6.5 billion scheme of arrangement for acquisition by Japan Post
- Vision Eye Institute's response to Pulse Group's hostile bid and the subsequent recommended bid from Jangho
- Dimension Data's acquisition of Oakton by scheme of arrangement
- Treasury Wine Estates' response to unsolicited indicative acquisition approaches from private equity firms

## **CORPORATE ADVISORY**

Rodd has extensive experience in advising corporations and directors on a range of difficult matters including:

- directors' duties and board issues
- contentious general meetings
- proxy contests

Rodd has advised companies at the highest level on sensitive board issues. In particular, he advised Coles Myer in the proxy contest with Solomon Lew, the largest and highest profile ever conducted in Australia. He also advised Leighton Holdings in relation to its governance arrangements with Hochtief AG.