HERBERT SMITH FREEHILLS

TOM O'NEILL

PARTNER, HEAD OF US SECURITIES

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Tom is a London-based US securities partner and Head of the US Securities Group.

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BACKGROUND

Tom has worked across a broad range of capital markets products including in the equity (IPOs, secondary issues, block trades and convertible bonds) and debt (high grade and high yield) capital markets as well as public mergers and acquisitions and M&A financings.

Tom has been based in Paris and London for over 20 years and speaks English and French.

KEY SERVICES

US Securities
Capital Markets

KEY SECTORS

Banks and other Financial Institutions
Energy

EXPERIENCE

Tom's practice focuses on corporate finance and securities offerings, including the representation of underwriters, issuers, sponsors and other sellers on cross border (SEC registered and Rule 144A) equity and debt offerings. He also provides corporate governance and compliance advice to foreign private issuers with securities registered with the SEC and listed on US stock exchanges.

Experience includes advising:

Equity Capital Markets

- Tryg A/S, the Scandinavian insurance company, in its £7.2 billion recommended cash offer, together with Canadian co-bidder Intact Financial Corporation, for RSA Insurance Group and related rights issue financing
- the placing agents in the $205 million accelerated book built placing by an affiliate of Letterone Investment Holdings of shares in Turkcell Iletisim Hizmetleri A.S.
- UBS and Citi, as placing agents, in connection with the proposed London Standard listing of special purpose acquisition company Harvester Holdings Limited
- Hammerson plc, the UK property company, on its £552 million rights issue and corresponding sale of its interest in VIA

  representing the placement agents Morgan Stanley and UBS in the $340 million initial public offering and London standard listing of EverArc Holdings Limited, a BVI special purpose acquisition company

  representing the underwriters (led by Morgan Stanley and Stifel) on the $265 million equity placing to fund Energean Oil & Gas plc's acquisition of Edison E&P

  Elementis plc in its rights issue to finance the £500 million acquisition of Mondo Minerals Holding BV

  the underwriters (led by Bank of America Merrill Lynch, Davy and Deutsche Bank) on the IPO and €13 billion listing on the London and Irish stock exchanges of Allied Irish Bank

- the placement agents on the €145 million (US$180 million) placing by Total Produce to part-fund the US$300 million acquisition of a 45% equity stake in Dole Food Company
- the underwriters (led by Citigroup, Morgan Stanley and Stifel) on the IPO and £695 million listing on the London Stock Exchange of Energean Oil & Gas plc
- Genus plc on the £68 million placing of 3.1 million ordinary shares
- the underwriters (led by Citigroup, HSBC and Bank of America Merrill Lynch) on the IPO

and TL1.48 billion (US$393 million) listing on Borsa Istanbul of Enerjisa Enerjı A.Ş.

- Aselsan A.Ş. on its TL2.3 billion (US$649 million) secondary public offering on Borsa Istanbul
- the placement agents (Bank of America Merrill Lynch, Citi and UBS) on the US$500 million placing by Sonera Holdings BV of the shares of Turkcell Iletisim Hizmetleri A.Ş.
- Funds held by Baring Vostok Capital Partners and members of the Zarenkov family as selling shareholders in connection with two placings of shares of Etalon Group Public Company Limited
- BNP Paribas, Standard Bank, Renaissance Capital, Citigroup Securities and RBC Capital Markets (as underwriters) on the dual London/Lagos listing by Seplat Petroleum Development Company plc (Rule 144A) (Nigeria)*
- Barclays Capital (as sponsor) and the underwriters on the Rule 144A IPO and privatisation of the Royal Mail Group plc (United Kingdom)*
- Odjfell Drilling on its Rule 144A IPO on the Oslo Stock Exchange (Norway)*

Debt Capital Markets

- the managers (including Barclays, Bank of America, Citi and Morgan Stanley in DNB's issuance of $2 billion USD fixed and floating rate notes off of its US medium term note programme as well as the update to such programme
- Türkiye Petrol Rafinerileri A.Ş. on its offering of US$700 million 4.5% Senior Notes due 2024
- DNB Boligkreddit AS on the update of its US$12 billion covered bond program and issuance of US$1 billion 3.250% covered bonds due 2023 thereunder
- Barclays as arranger and the dealers on the update of DNB Bank ASA's US$10 billion US MTN programme
- Intergen in connection with two asset sale offers for $438 million (in aggregate) senior secured high yield notes in the context of the refinancing of Intergen's capital structure
- Danone S.A. on the offering of U.S.$5.5 billion aggregate principal amount of notes under Rule 144A under the Securities Act to refinance the bridge facility entered into by

Danone in connection with its acquisition of the WhiteWave Foods Company

Mergers and Acquisitions

- The majority owners of Chinese automotive supplier Ningbo Jifeng Auto Parts Co., on their takeover bid for Amberg-based German automotive supplier Grammer AG
- Credit Suisse as dealer manager on the re-domicile, London premium listing and SEC registered exchange offer for the shares if Coca Cola Hellenic Bottling Company*
- CGGVeritas on its acquisition of Wavefield Inseis ASA*
- Compagnie de Geophysique on its SEC registered merger with Veritas DGC Inc and related bank and high yield bond financings*
- Air France on its business combination with KLM Royal Dutch Airlines and IPO on the New York Stock Exchange*

* Experience at other law firms prior to joining Herbert Smith Freehills

ACCOLADES

"very business-oriented, pragmatic, available, and finds solutions when problems arise. He sees the big picture but also pays attention to the details and he can answer immediately to detailed technical questions"
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