




**TOM O'NEILL**  
PARTNER, HEAD OF US SECURITIES

[London](#)  
[Nordic Group](#)

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

[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

- The placement agents (including Deutsche Bank and JP Morgan) in the Euros 400 million primary capital raise by Hochtief AG
- An investment bank as target advisor in the de SPAC of a European-based target with a US listed SPAC incorporating new due diligence procedures related the SEC's proposed rules on SPACs.
- Certares Opportunities and Knighthood Opportunities Capital on its \$225 million investment in Global Blue Holding AG, a Swiss company with shares listed on the New York Stock Exchange
- Bank of America, as placement agent, in the sale by Third Point of ordinary shares of Energean plc
- Ventia Services Group Limited on its initial public offering and listing on the Australian Stock Exchange
- 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
- Disruptive Capital Acquisition Corp on its initial public offering and listing on Euronext Amsterdam
- Citi, Jefferies and JP Morgan as global coordinators in the initial public offering and listing on Euronext Amsterdam of special purpose acquisition company Spear Investments
- Primary Bid on the extension into the United Kingdom of the SEC registered/NYSE listed IPO of Membership Collective Group (Soho House)
- Marex on its proposed IPO on the London Stock Exchange
- Easyjet on its £1.2 billion rights issue
- the proposed rights issue and recapitalisation of Intu (for the banks)
- Hammerson on its £552 million rights issue and sale of substantially all of its 50% interest in VIA Outlets for €301 million, and on its £3.4 billion proposed all share acquisition of Intu

- EverArc Holdings on its IPO and US\$340 million London Stock Exchange listing, and subsequent US\$71.4 offering (for the banks) and the banks as PIPE placement agents in the subsequent de SPAC transaction with Perimeter Solutions
- 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
- the placing agents in the US\$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
- 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 Enerji 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 Boligkredit 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 of 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**

"He excels in his ability to assess legal matters with a clear view on the implications for other parts of the transaction." "He's a really smart lawyer."

*Chambers UK 2022*

"Tom O'Neill lives, breathes, eats and sleeps equity capital markets. He is fantastic on US law. Technically brilliant."

*Legal 500 UK 2021*

"He is very thorough, experienced and responsive."

*Chambers UK 2021*

"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"

*Chambers UK 2018*