



## Manuel Werder

Partner, lic. iur., Attorney-at-law, LL.M.

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Languages

German, English, French, Spanish

## Expertise

Manuel Werder's practice focuses on corporate law and domestic and cross-border M&A (including corporate restructurings) and private equity and venture capital transactions as well as other international business transactions, with a focus on large and complex acquisitions, mergers, divestitures, and restructurings. His M&A experience includes various industries, including financial, industrial and other services, IT and health care.

Mr. Werder regularly advises Swiss and foreign corporations active in different industries and financial institutions in M&A, corporate, commercial, contract, securities and stock exchange law issues.

His fields of expertise also include investment and shareholders' agreements, joint ventures, commercial contracts, employment law, the law on the restriction of sales of Swiss real estate to foreigners, the law governing the legal profession, and the law of lotteries and betting.

He also represents clients in domestic and international litigation procedures.

## Career

Since 2015	Partner, Niederer Kraft Frey
2010	Senior Associate, Niederer Kraft Frey
2008	Associate, Niederer Kraft Frey
2007	Secondment to Allende & Brea, Buenos Aires, one of the largest and most prestigious full-service law firms in Argentina
2004	Associate, Niederer Kraft Frey
2002	Associate with Fox Horan & Camerini LLP, New York, a law firm with highly specialized experience in international business
1999	Traineeship with a Zurich law firm

## Education

2003	Admitted to the Bar of New York
2002	New York University School of Law, LL.M. in Comparative Jurisprudence
2001	Admitted to the Bar of Zurich (Rechtsanwalt)
1998	University of Fribourg, Licentiatius iuris (Law degree) (magna cum laude)
1997	Université Libre de Bruxelles School of Law, Brussels, Belgium, Swiss–Belgian Exchange Program, Studies of European and International law

## Experience

The following is a selection of recent cases in which Mr. Werder acted as counsel for:

- former Swiss football player David Degen on the acquisition of a majority of the shares in FC Basel Holding AG from Bernhard Burgener (2021)
- Invision Private Equity AG, a leading equity investment company, in the acquisition of a majority stake in SkySale Schweiz GmbH (2021)
- Schweiter Technologies AG, a global group specializing in the field of composite materials and composite solutions in lightweigh construction, on the extension of its PET foam production in Poland and the acquisition of a 40% stake in JMB Wind Engineering (2021)
- Weichai Power Co., Ltd. in the acquisition through its subsidiary, Weichai Power (Luxembourg) Holding S.à r.l., of 49% of the shares in Fischer Fuel Cell Compressor AG, Switzerland, and the establishment of a joint venture in China in which Weichai and Fischer Fuel Cell Compressor AG will hold shares (2021)
- BSI Business Systems Integration AG on the sale of its majority stake to Swiss investment firm Capvis (2020)
- Thyssenkrupp in the sale of the Competence Center e-Mobility in the form of an asset deal to the Wonder Auto Group (2020)
- Paragon Partners on the acquisition of IPRIS AG by Pavis GmbH (2020)
- Invision AG on the sale of Vantage Education AG to a group of Swiss investors (2020)
- Invision AG on the add-on acquisition by its portfolio company IDAK HOLDING AG of a majority stake in Margherita S.R.L., a leading manufacturer of Italian premium refrigerated and frozen food (2020)
- the selling shareholders in the sale of 90% of the shares in Grasshopper Fussball AG to Champion Union HK Holdings Ltd. (2020)
- Invision in the acquisition of a participation in an eye clinic (2019)
- CITTTIC Industries AG in the acquisition of AKSA Würenlos AG, one of the proven specialists for power generation, transport cooling systems and the complete service of Commins engines (2019)
- Invision Private Equity on the amplification of the shareholding circle of the Schneider Group, one of the leading internationally focused Swiss transportation companies (2019)
- Paragon Partners and the management of Kadi AG on the sale of their shares in Kadi AG to Invision AG (2018/2019)

## NIEDERER KRAFT FREY

- Schweiter Technologies in the acquisition of the European acrylic sheet business of Lucite International (Lucite Acrylic Sheet), one of Europe's leading manufacturers of acrylic sheet and composites, and the UK distribution company Perspex Distribution Ltd. (2018)
- CPH Chemie + Papier Holding AG (SIX: CPHN) in the issuance of a CHF 100m corporate bond (2018)
- Investcorp, a global provider and manager of alternative investment products, on the acquisition of a strategic minority investment in Banque Pâris Bertrand Sturdza, an independent, Swiss-regulated private bank based in Geneva and Luxembourg (2018)
- Paragon Partners on the acquisition of Asic Robotics AG and its subsidiaries, together with the existing shareholders STS Management and Renaissance Anlagestiftung (2018)
- Atos / Worldline in the CHF 2,750m acquisition of SIX Payment Services and strategic partnership with SIX (2018)
- CPH Chemie + Papier Holding AG on the acquisition of assets, in particular the recovered paper sorting facility as well as customer and recovered paper supplier contracts, of Papierfabrik Utzenstorf AG (2018)
- Paragon Partners on the acquisition of Conducta AG, the industrial service division of Arbonia Group (2017)
- Vantage Education Group in the acquisition of a majority stake in IST AG (2017)
- Invision Private Equity AG in the acquisition of a majority stake in Parkresort Rheinfelden Holding AG (2016)
- Citychamp Watch and Jewellery Group in the acquisition of a 70% majority stake in Valartis Bank (Liechtenstein) AG (2016)
- Citychamp Dartong Group in the acquisition of HL Le Mirador International SA (2016)
- Swiss Capital Group in connection with its successful launch of the Swiss Capital Investment Foundation (2016)
- Zeochem AG, a leading manufacturer of molecular sieves for industrial applications and of chromatography gels for the pharmaceuticals industry, in the acquisition of a majority stake in ALSIO Technology Co. Ltd (ALSIO) from the Jiangsu Feixiang Group, domiciled in Lianyungang, China, and in the conclusion of a Joint Venture Agreement with some of the existing shareholders (2015/2016)
- Lekkerland (Schweiz) AG, a leading wholesale trading company for convenience consumption goods, in the acquisition of assets pertaining to the wholesale trading business of Contadis AG (Oettinger Davidoff Group) (2015/2016)
- CITTIC Group, a group of companies specialized in the acquisition and development of European industrial companies, in the acquisition of Schaltag AG (Switzerland) and Schaltag s.r.o. (Czech Republic) from the Rieter Group (2015)
- Knorr-Bremse AG, the world's leading manufacturer of braking systems for rail and commercial vehicles, in the acquisition of Selectron Systems AG, Lyss (2014/2015)
- Citychamp Watch and Jewellery Group Ltd (formerly known as China Haidian Holdings Ltd.), Hong Kong, a group of companies listed on the Hong Kong Stock Exchange, in the issuance of a Bond (2014)
- CPH Chemie + Papier Holding AG (SIX: CPHN) in the issuance of a CHF 120m corporate bond (the first-ever bond issued by the CPH Group) (2014)

## NIEDERER KRAFT FREY

- OC Oerlikon Corporation AG (SIX: OERL) in the CHF 1 billion acquisition of Sulzer Metco (2013/2014)
- Herbert Schneider in the sale of W. Schneider+Co AG in the context of his succession plan to the Investnet Group (2014)
- Zürcher Kantonalbank, Helvetia, Swiss Re and the Marazzi family in the sale of Tertianum AG, Zurich, the leading company in the assisted living segment in Switzerland, to a company controlled by Swiss Prime Site AG (2013)
- Citychamp Watch and Jewellery Group Ltd (formerly known as China Haidian Holdings Ltd.), Hong Kong, in the acquisition of the Corum-Group, a Swiss manufacturer of luxury watches (2013)
- OC Oerlikon Corporation AG (SIX: OERL) in the sale of the Natural Fibers and Textile Components Business Units from its Textile Segment to the Chinese Jinsheng Group (2012/2013)
- Paragon Partners, Munich, in the acquisition of KADI AG, an important player in the Swiss Food Service and one of the leading brands in the convenience market, from ECM Equity Capital Management, Frankfurt, as well as in the re-participation of the management (2013)
- Invision Group, a leading Swiss private equity firm, in the acquisition of a majority stake in HSO Bildungsorganisation Schweiz AG, one of the major providers of practice-oriented business education in the Swiss education market (2013)
- Invision Group in the acquisition of a majority stake in Kraft & Bauer Brandschutzsysteme group, a leading German and Swiss based manufacturer of fire protection systems (2013)
- OC Oerlikon Corporation AG (SIX: OERL) in the sale of its Solar Business to Tokyo Stock Exchange listed company Tokyo Electron Limited (2012)
- Qatar Holding / Qatar Investment Authority in the establishment of an asset management joint venture – Aventicum Capital Management - with Credit Suisse Group (2012)
- the selling shareholders of Pago Group, a group of companies active in the business of manufacturing self-adhesive labels and the accompanying labelling technology, in the sale to Tokyo Stock Exchange listed company Fuji Seal Group (2012)
- the management of Invision Group in the management buy-out (2012)
- Havas Media, the media network business unit of Havas (a global advertising and communications services group, listed at Euronext Paris: HAV.PA), in the entering into a partnership and the pertaining acquisition of a participation in Mediaxis, a group of Swiss companies primarily active as agency in the field of media planning (2012)
- France Telecom SA (NYSE: FTE), one of the world's leading telecommunications operators, in connection with the sales auction and sale of 100% of Orange Communications SA, France Telecom's Swiss mobile subsidiary, to Apax Partners (2011 / 2012)
- bank zweiplus ag in connection with the establishment of a joint venture company with Ringier AG operating under the established 'cash' brand (2011 / 2012)
- Cytos Biotechnology AG (SIX: CYTN) in the restructuring of its CHF 70,000,000 convertible bond (2012)
- bank zweiplus ag in connection with the purchase from AXA Bank Europe SA, Brussels, of the client portfolio of AXA Bank Europe's banking branch in Winterthur by way of asset deal (2011 / 2012)

- CPH Chemie und Papier Holding AG, a listed industrial company, in the sale of CU Chemie UETIKON GmbH, a fine chemical specialist based in Lahr, Germany, to a company controlled by Equistone Partners Europe (Schweiz) AG (2011)
- Paragon Partners, Munich, in the sale of Swisshaus, a leading vendor of single family houses in Switzerland, and two further portfolio companies to Vision Capital and Rubicon Partners (2011)
- Numisma Group and McCafferty Asset Management in the sale of a large real estate portfolio from multiple seller companies to a Swiss based investor (2011)
- two Swiss based banks (as transaction counsel) in the placement of the majority of the employees of the transferring party with the other party, whereby the assuming party assumed most of the operations of the transferring party (2011)
- a Swiss based bank in the acquisition of several companies based in various jurisdictions active in the field of company valuations (2011)

## Market Perception

Manuel Werder is a very good lawyer. He is always available, is able to provide pragmatic, solution oriented and creative advice, always based on a very solid foundation of legal knowledge. He has excellent social and negotiation skills. We appreciated his high personal involvement and commitment and his proactive approach. (Legal500 2021)

Manuel Werder often acts for private equity companies on acquisitions and investments in a range of industries, including healthcare and logistics. Clients highlight his "timely and qualified advice," further praising his negotiation skills. (Chambers Global 2021)

"Manuel Werder represents private equity funds in acquisitions and divestments. Clients appreciate his ability to make negotiations run well, highlighting his ability to "find a good solution and offer high-quality advice," as well as being "always available and in the details." Werder also assists technology and financial services clients with acquisitions and joint ventures." (Chambers Global 2020)

"Sources report: 'He is a down-to-earth professional with an astounding overview and yet a strong sense for details. His interpersonal skills help us in tough negotiation situations and yield good outcomes.'" (Chambers Global 2019)



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