

Gogoro Business Combination with Poema Global Holdings Corp.

SEPTEMBER 16, 2021

Winston & Strawn LLP represented the joint placement agents, Citibank and UBS, on the PIPE offering in connection with Gogoro® Inc. (the Company), a global technology leader in battery swapping ecosystems that enable sustainable mobility solutions for cities, and Poema Global Holdings Corp. (Nasdaq: PPGH), a publicly traded special purpose acquisition company, who have announced a definitive agreement for a business combination that would result in Gogoro becoming a publicly listed company. The combined company will focus on accelerating the global expansion of Gogoro's unique and proven subscription-based battery swapping service along with its electric vehicle and component sales business. Upon the transaction closing, the combined company will be named Gogoro Inc. and will be listed on the Nasdaq under the ticker symbol "GGR." The Gogoro Poema Global business combination sets Gogoro's enterprise value at US\$2.35B. The business combination is expected to provide approximately US\$550M in proceeds to Gogoro's balance sheet including an oversubscribed PIPE over US\$250M and US\$345M currently held in trust by Poema Global. The PIPE is backed by strategic partners including Hon Hai (Foxconn) Technology Group and GoTo Group, the largest technology group in Indonesia, vehicle partners, and new and existing financial investors, including Generation Investment Management, Taiwan's National Development Fund, Temasek, and founding investor Dr. Samuel Yin of Ruentex Group. Current Gogoro shareholders are rolling 100% of their equity and will hold majority ownership of the combined company at closing. Cash proceeds raised in connection with the transaction will primarily be used to fund geographic expansion and operations, continued research and development, and for general corporate purposes.

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