



## Adam Howard

Partner of Winston & Strawn London LLP  
Co-Chair UK Capital Markets and Public Company Transactions Practice  
M: +44 7467 113 327

London  
+44 20 7011 8765

**Adam is Co-Chair of Winston's UK Capital Markets and Public Company Transactions practice. He provides strategic counsel to international bidders, publicly listed targets, major shareholders and financial advisors on high-profile public M&A transactions. Additionally, Adam advises issuers, underwriters and controlling shareholders on a wide range of capital markets transactions across multiple sectors.**

Adam routinely counsels listed companies and special committees on corporate and governance-related matters, including directors' duties, public reporting and disclosure-related issues arising in connection with shareholder activism, transformational transactions and crisis situations.

## Key Matters

*Some of the experience represented below may have been handled at a previous firm.*

Adam's significant public M&A transactions include advising:

- **International Paper** in its US\$9B acquisition of DS Smith plc and secondary listing on the London Stock Exchange
- **Argus Group Holdings Limited** in its acquisition of a significant stake in BF&M Limited from Camellia plc, followed by an all-stock merger of Argus Group Holdings Limited with BF&M Limited
- **Phoenix Life Limited**, a major shareholder of UK Commercial Property REIT Limited, in connection with Tritax Big Box REIT plc's £3.9B recommended all-share combination with UK Commercial Property REIT Limited
- **AutoNation, Inc.** in connection with its US\$544M possible offer for Pendragon plc
- **Poltroneseofà S.p.A.**, the leading sofa retailer in Italy, in connection with its £100M acquisition of ScS Group plc
- **Danaher Corporation** in its US\$5.7B acquisition of Abcam plc
- **Davidson Kempner European Partners**, a major shareholder of AVEVA Group plc, in connection with Schneider Electric's £9.9B acquisition of AVEVA Group plc
- **Globalworth** in a US\$1.88B unsolicited bid to acquire the company by two of its major shareholders, CPI Property Group and Aroundtown
- **Fortiana Holdings Limited** in connection with its US\$1.5B acquisition of Highland Gold Mining Limited, the UK's first-ever preconditional mandatory offer
- **Horvik Limited** in its preconditional mandatory offer to acquire Trans-Siberian Gold plc
- **Phoenix Group Holdings** in its:
  - £3.1B acquisition of ReAssure Group plc from Swiss Re AG
  - £950M rights issue and related £2.93B acquisition of Standard Life Assurance, strategic partnership with Abrdn plc and readmission to the London Stock Exchange
  - £735M rights issue and related £935M acquisition of Abbey Life from Deutsche Bank AG
- **Worldpay, Inc.** (formerly Vantiv, Inc.) in its:
  - US\$43B merger with Fidelity National Information Services, Inc
  - US\$10.4B acquisition of Worldpay Group plc and secondary listing on the London Stock Exchange
- **Waypoint GP Limited**, an investment fund created by the Bertarelli family, in its €730M acquisition of the remaining stake in Stallergenes Greer plc that it did not already own
- **Goldman Sachs** as financial advisor:
  - along with Cenkos Securities plc and Dean Street Advisers Limited, to Bain Capital in its £1.2B acquisition of esure Group plc
  - along with Greenhill & Co. International LLP, to a consortium of funds managed by Antin Infrastructure Partners and West Street Infrastructure Partners in their US\$732M acquisition of CityFibre Infrastructure Holdings plc
  - to Kennedy-Wilson Holdings, Inc. in its £1.5B merger with Kennedy Wilson Europe Real Estate Plc through a Jersey law scheme of arrangement
  - to the transaction committee of the board of directors of Reynolds American in its US\$49B acquisition by British American Tobacco
  - along with J.P. Morgan Securities plc, to Michael Kors in its US\$1.2B acquisition of luxury shoemaker Jimmy Choo
- **Morgan Stanley** as financial advisor to American Express Global Business Travel Holdings Limited in its £400M acquisition of Hogg Robinson Group plc

- **Eurasia Drilling Company Limited:**
  - in the proposed acquisition of a 51% stake in the company by Schlumberger Limited
  - in the acquisition of a minority stake in the company by a consortium of investors comprising the Russian Direct Investment Fund, China Investment Corporation and Mubadala Investment Company
- **21st Century Fox** in its proposed £11.2B acquisition of the remaining stake it did not already own in Sky
- **Ball Corporation** in its US\$8.4B acquisition of Rexam PLC
- The majority shareholders of **Eurasia Drilling Company Limited** in its US\$1.7B take-private transaction
- **CF Industries Holdings, Inc.** in its proposed US\$8B acquisition of the European, North American and global distribution businesses of OCI N.V.
- **J.P. Morgan Limited** as financial advisor to Equinix, Inc. in its US\$3.6B acquisition of Telecity Group plc
- **Pfizer Inc.** in its proposed US\$115B acquisition of AstraZeneca plc
- **Destination Maternity** in its proposed £266M acquisition of Mothercare plc
- **Altimo Holdings & Investments Ltd.** in connection with its US\$1.8B tender offer for a 49% stake in Orascom Telecom Holding S.A.E.

His significant capital markets transactions include advising:

- **Amphitryon Ltd**, the majority selling shareholder of Marex Group plc, in connection with Marex Group plc's \$292M U.S. initial public offering and listing on the Nasdaq Global Select Market
- **Hochschild Mining plc** on the demerger and listing of Aclara Resources on the Toronto Stock Exchange
- **Telegram Group Inc.** in its US\$330M issuance of pre-IPO convertible bonds
- **Atrium European Real Estate Limited** in connection with its:
  - €350M Regulation S offering of 3.625% Eurobonds due 2022 and listing on the Luxembourg Stock Exchange and subsequent €150 million tap issue
  - €350M Regulation S offering of 4% Eurobonds due 2020 and listing on the Luxembourg Stock Exchange
- **Stanley Black & Decker, Inc.** in connection with:
  - its US\$1B offering of notes in two tranches: US\$500 million of 4.250% notes due 2028 and US\$500 million of 4.850% notes due 2048.
  - the establishment of its US\$3B Euro-commercial paper programme
- **Atlas Mara Limited** in its US\$80M placement of senior secured convertible notes
- The dealer managers in connection with the exchange offer by **Compañía Latinoamericana de Infraestructura & Servicios S.A.** to holders of its US\$120M 9.5% Series 3 Notes due 2016 for its new 11.5% Series 4 Notes due 2019
- The joint bookrunners in the US\$1B initial public offering of global depository receipts of **Lenta Limited** (owned by TPG Capital, the European Bank for Reconstruction and Development, and VTB Capital), the first dual listing of GDRs on the London Stock Exchange and Moscow Stock Exchange
- **Sibanthracite Holdings Limited** in its proposed initial public offering of global depository receipts and listing on the London Stock Exchange

# Recognitions

Adam has been named as an Equity Capital Markets Rising Star by *The Legal 500 UK* and was previously honored by *Financial News* as one of its 40 Under 40 Rising Stars in Legal Services. He was ranked as one of *MergerLinks*' Rising Stars of lawyers most active on UK public M&A transactions and has received The M&A Advisor's European Emerging Leaders award, which recognizes industry professionals who have reached a significant level of success and made notable contributions to their industry and community.

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# Credentials

## EDUCATION

Adam received his M.A. (Law) from the University of Cambridge and received his LPC from BPP Law School.

## ADMISSIONS

- England & Wales

# Related Insights & News

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## IN THE MEDIA

Adam Howard Joins Winston...

FEBRUARY 10, 2025

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## PRESS RELEASE

Winston & Strawn Adds...

FEBRUARY 3, 2025

# Capabilities

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