

## Philipp Klöckner LL.M.

Partner

— VCARD

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Philipp Klöckner is a member of the firm's Corporate Finance and Securities and Corporate Group.

He specializes in capital markets transactions and public takeovers, as well as in general capital markets, securities and corporate law matters.

### Primary Focus & Experience

Philipp Klöckner has extensive experience in advising issuers, private equity and venture capital investors, as well as investment banks, on IPOs (including dual track transactions, SPACs and de-SPACs), rights offerings, accelerated placements of new and existing shares and block trades, as well as PIPE transactions and stock dividends in Germany and other European jurisdictions.

His practice encompasses the full range of capital markets compliance and ongoing post-listing obligations (including voting rights notifications, insider trading, ad hoc publicity, managers' transactions and other MAR matters) as well as corporate governance matters and shareholders' meetings.

Philipp Klöckner is experienced in a number of industries, including automotive, banking, e-commerce, manufacturing, real estate and special chemicals.

Selected highlights of his experience include:

### Equity Capital Markets

- HomeToGo on the sell-side auction process and its €1.1 billion 2021 De-SPAC and initial public listing on the Frankfurt Stock Exchange; the first completed signing and closing of a European De-SPAC with a European target for a decade.\*
- SYNLAB and its shareholders Cinven, Novo and OTTP on their €772 million 2021 IPO and corporate reorganization.\*
- The underwriters on the 2021 €200 million European Healthcare Acquisition & Growth Company's IPO, Europe's first healthcare-focused SPAC IPO.\*

- BlackRock on equity financing rounds of Volocopter (2021) and of FlixBus (2019).\*
- Abu Dhabi sovereign wealth fund (Mubadala Investment) on its 2020 PIPE investment in Evotec.\*
- The underwriters on Instone Real Estate's 2020 €182 million rights offering.\*
- Bayer on its 2018 €5.9 billion rights issue in connection with the refinancing of the Monsanto acquisition.\*
- Instone Real Estate on its 2018 €430 million IPO (dual track transaction) and first ever cross-border conversion of a listed company into Germany.\*
- IVG Immobilien's subsidiary OFFICEFIRST Immobilien on its 2016 contemplated €800 million IPO and €3.3 billion trade sale (dual track transaction).\*
- Vonovia (formerly Deutsche Annington) on its 2013 IPO.\*
- Evonik Industries on international private placements and its 2013 initial listing on the Frankfurt Stock Exchange (Prime Standard)\*
- LEG Immobilien on its 2013 €1.3 billion IPO\*
- Deutsche Wohnen, Hochtief, LEG Immobilien, Rocket Internet, TLG Immobilien, United Internet and Vonovia among others on accelerated primary bookbuild offerings.\*
- Cinven, Goldman Sachs PIA, KKR, Novo, OTP, Terra Firma among others on accelerated secondary bookbuild offerings.\*

#### Debt Capital Markets and Equity-Linked

- Software AG on its 2022 €344 million convertible bond subscribed by Silver Lake.\*
- SYNLAB on its 2020 €940 million high yield bond offering.\*
- Hedge fund on €100 million subscription of 2020 €255 million AUTO1 pre-IPO convertible loan.\*
- Bayer on its 2016 €4 billion mandatory convertible bond offering in connection with the refinancing of the Monsanto acquisition.\*

#### Public M&A

- Hochtief on its 2022 €940 million public takeover offer to acquire all free float shares in CIMIC.\*
- Deutsche Bank on its cash confirmation for EQT's 2021 €3.36 billion takeover offer for Zooplus and on its cash confirmation for EQT's 2019 takeover offer for renk Aktiengesellschaft.\*
- Leonardo on its 2021 €606 million acquisition of a 25.1% HENSOLDT stake from KKR.\*
- Godewind on Covivio's 2020 €1.2 billion voluntary public takeover and delisting offer.\*
- J.P. Morgan on ADO Properties' 2020 triangular merger with ADLER and CONSUS.\*
- Warwick Holding, an indirect subsidiary of funds advised by Morgan Stanley Infrastructure, on its 2018 €1.5 billion voluntary public tender offer for all outstanding shares of VTG AG.\*
- TLG Immobilien on its 2017 €450 million public exchange offer to all shareholders of WCM.\*

#### Corporate, Corporate Governance and Capital Markets Compliance

- Philipp regularly advises companies on pre-IPO group reorganization and optimization of their corporate governance structures.

- Philipp regularly advises DAX, MDAX and SDAX companies and their management and supervisory boards on corporate governance matters, annual and extraordinary structural general meetings as well as on post listing obligations.

\*Matter completed prior to joining Milbank.

## Recognition & Accomplishments

Philipp is regularly recognized as leading capital markets lawyer (Renommierteste Anwälte für Kapitalmarktrecht, Wirtschaftswoche 2022; Handelsblatt 2022; *Best Lawyers* 2023).

In their 2022 edition, *Chambers* ranked Philipp due to the market recognition for his involvement in significant ECM mandates and states that Philipp “is highly active, advising on notable IPOs, with clients also benefiting from his prowess in handling syndicated capital increases and subscription rights offerings”. *JUVE* names Philipp as regularly recommended for IPOs and capital increases. *IFLR* and *Legal 500* also placed Philipp's practice among the top in 2022.

Philipp publishes on capital markets matters in legal journals and co-authors a standard European prospectus law commentary.

He was admitted to the German bar in 2008 and practiced for over 13 years at two leading international law firms prior to joining Milbank's capital markets team together with his team in 2022.

Philipp speaks German and English.

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## ADDITIONAL DETAILS

### EDUCATION

University of Münster, LL.M.

Rhineland-Palatinate, Second State Exam

University of Mainz, First State Exam

### ADMISSIONS

Germany

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## EXPERIENCE

Corporate & Securities Germany	Corporate Finance and Securities	
Equity & Debt Capital Markets Germany	Europe	Germany

## FEATURED NEWS

Germany's Best Lawyers 2025: Best Lawyers/Handelsblatt Recognize 37 Milbank Attorneys

Milbank Advises BNPP with Two Teams on Financing and Cash Confirmation for a Public Tender Offer by United Internet to the Shareholders of 1&1

Milbank Advises HENSOLDT AG on Comprehensive Refinancing

Milbank Advises H.I.G. Capital on Investment in HELLER Group

Milbank Advises Otto Group in Connection with the Intended Business Combination of Zalando and ABOUT YOU

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