

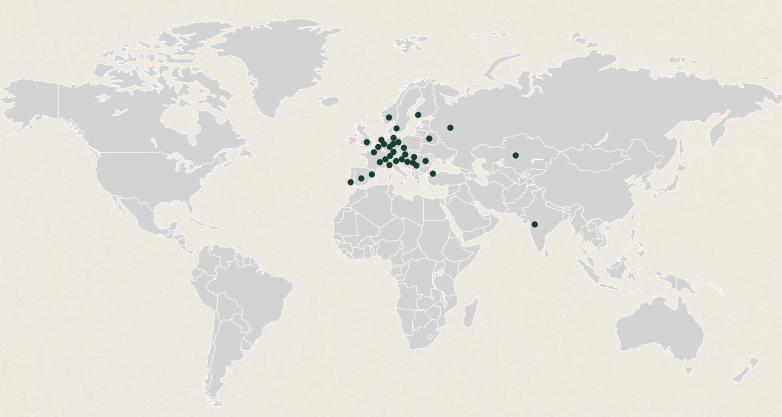
Dealbook Q1-2023

May 2023

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The exclusive M&A network for best-in class cross-border M&A advisory services





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1 Members' Summary Review of 2023





MUTED START INTO 2023, BUT CAUTIOUSLY OPTIMISTIC OUTLOOK AS M&A HEADWINDS ARE EXPECTED TO ABATE



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Global Coordinator

ADVIOR

INTERNATIONAL

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The year 2023 got off to a significantly slower start compared to 2022 based on the number of deals executed in Q1. With 21 M&A deals announced in Q1, the start of the year is on a comparable level to the years 2018 (Q1: 21 deals) and 2020 (Q1: 22 deals) and far away from number recorded in 2021 (Q1: 32 deals) and 2022 (Q1: 41 deals).

The share of our cross-border activity in total deals has come down to our historical average of 33% with 43 cross-border transactions closed in the last 12 months (up to the end of Q1).

While 2022 marked a record year for Advior International and Members are still working on a robust pipeline of deals, it appears that deals take significantly longer to cross the finish line. According to our Members, this is partly due to diverging seller and buyer expectations on valuation. Also, due diligence exercises take longer to complete and transaction financing is harder to come by as banks and other lenders have been dealing with a larger backlog of transactions and sometimes adopting a portfolio first approach thereby also reducing financial sponsor activity, all of which set against the backdrop of rising interest rates.

This trend confirms the expectations expressed by our Members in a survey among our 250 professionals in our network taken in November of last year where Members indicated that they believed M&A markets had peaked both in terms of deal values as well as deal volumes at the end of Q2 of 2022.

Still, key issues contributing to weaker markets are global recession fears, inflation and rising cost of capital, and the ongoing war in Ukraine.

Our Members remain cautiously optimistic for 2023 as they expect relatively higher M&A activity levels in TMT, Healthcare, and Energy, with activity in other sectors being more muted.

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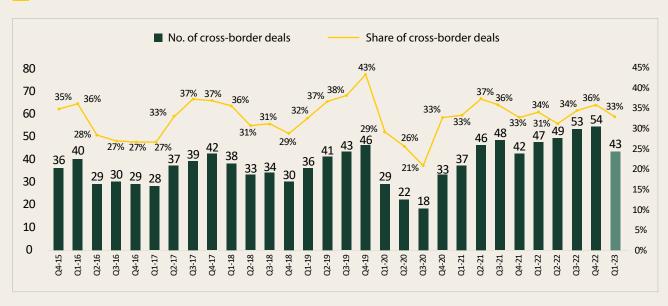


MUTED START INTO 2023, BUT CAUTIOUSLY OPTIMISTIC OUTLOOK AS M&A HEADWINDS ARE EXPECTED TO ABATE

No. of M&A transactions Advior International members (Q1-2015 to Q1-2023):



No. of cross-border deals LTM, share of cross-border deals LTM (Q4-2015 to Q1-2023):



In this edition of our quarterly deal reporting, we introduce our DACH & CEE Members, DZ Bank AG (GER), Raiffeisen Bank International (AUT & CEE), and Raiffeisen Switzerland (SUI) in a short profile and take a closer look at their M&A teams and their strong, combined track record.

Warmest wishes,

Gregory Tzanakakis

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2 Advior's Network in Numbers - Combined Track Record

The local positioning of its Members and their combined track record positions Advior International as a worldwide leading M&A network





HISTORICAL TRACK RECORD



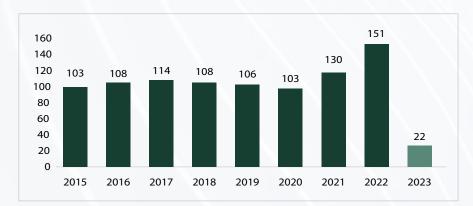




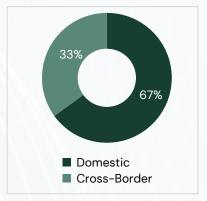


	Historical	FY 2022
No. of CF Mandates ²	1,603	160
No. of M&A Deals	1,366	151
No of Sell Side/ Buy Side deals	905/40	133/37
No of Cross-Border Deals	449	54
Total Transaction Values (disclosed)	€ 210bn	€8bn

Number of M&A transactions (2015 – 2023 YTD)



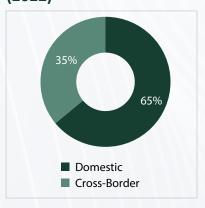
Share of cross-border (all time)



Number of cross-border M&A transactions (2015 – 2023 YTD)



Share of cross-border (2022)



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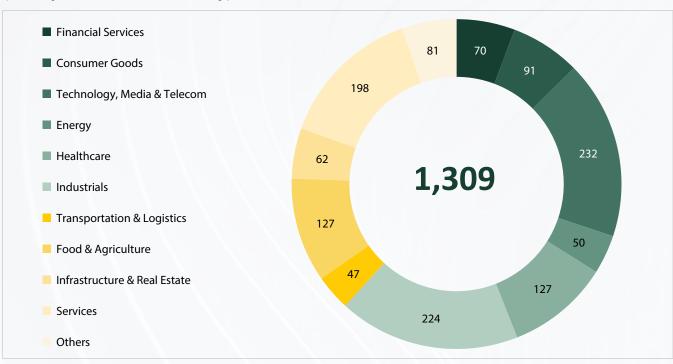
¹ Only counting professionals actively engaging in day-to-day business of Advior International;

² Including transactions of Edelweiss Financial Services

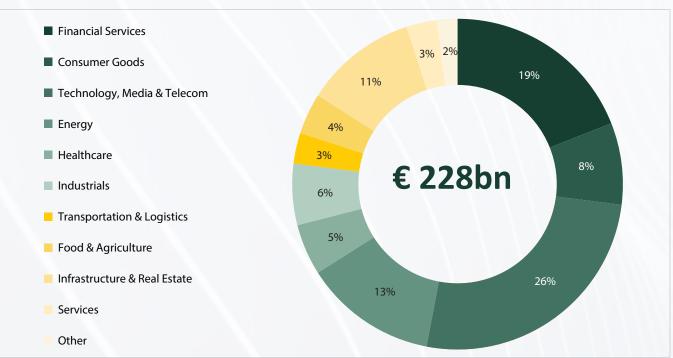


TRACK RECORD - SECTORAL SEGMENTATION

Sectoral segmentation - Number of M&A transactions (European members only)



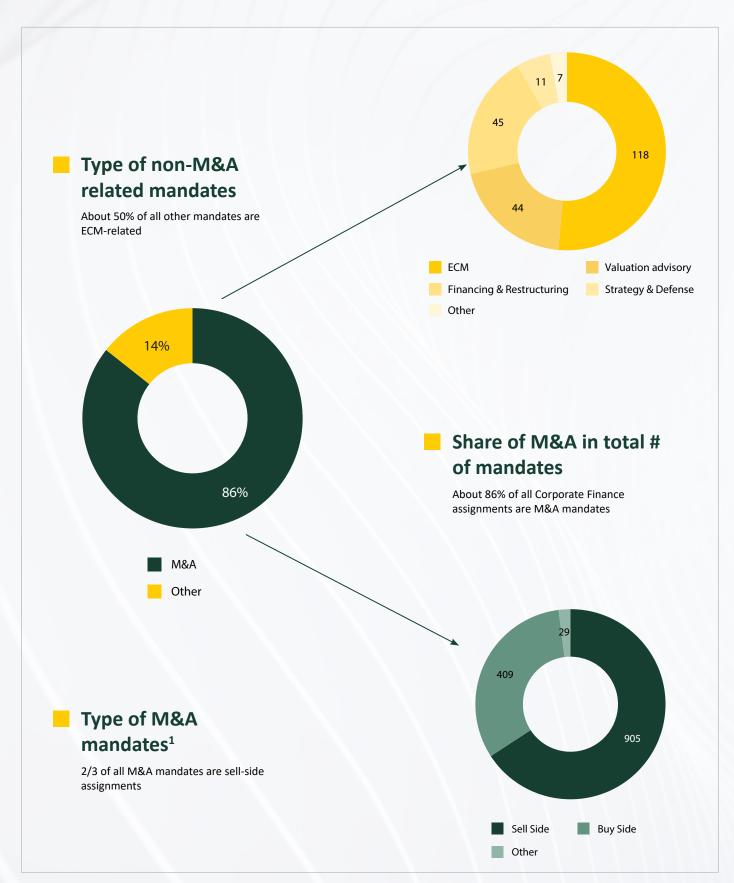
Sectoral segmentation – Transaction value (European members only)



1) Deal value also includes ECM transaction value



TRACK RECORD - TYPE OF MANDATES



1) Other mandates includes, e.g. Joint Ventures and Mergers

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3 Q1-2023 Transactions





ADVIOR SELECTED TRANSACTIONS Q1-2023

Selected transactions



Yildirim Holding, one of the largest conglomerates in Turkey active in numerous industries, acquired the US-based chromium division of Elementis. Raiffeisen Investment and Lazard acted as exclusive buy-side financial advisors in this transaction.



RBI advised the shareholders of Rosmarin Zrt., an ecological household cleaning products manufacturer, in the sale of their 100% stake in the company to Scrub Daddy Inc., a US-based strategic buyer. The acquisition marks their first step in the European market and could serve as a good platform for their further growth.



AZ Capital has advised Reganosa, the Galician company engaged in the transmission and regasification of natural gas, on the agreement by which Reganosa acquires a 25% stake in the El Musel regasification plant from Enagás, the Spanish energy company and European transmission system operator.



AZ Capital has advised Reganosa, the Galician company engaged in the transmission and regasification of natural gas, on the agreement by which Enagás, the Spanish energy company and European transmission system operator, which owns and operates the nation's gas grid, has acquired a network of 130 km of natural gas pipelines.



SDM Corporate Finance Group served as exclusive advisor to ETIB, one of the pioneers in Belgian construction of residential housing and concrete basements, in their sale to a group of private equity investors (SMART DEAL®).



DZ BANK AG acted as exclusive financial advisor to Leo I. fund (DUBAG) in the sale of Holzwerke Pfarrkirchen, the manufacturer of solid structural timber products, laminated wood, and scaffold panels, to DEBA, a real estate operating and management company in Munich.

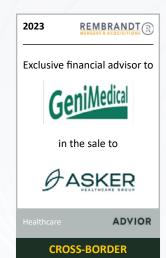


ADVIOR SELECTED TRANSACTIONS Q1-2023

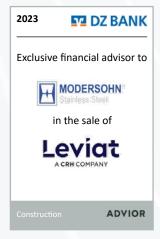
Selected transactions



Alpha Corporate Finance advised Vega Salmon's shareholders and board of directors in the sale of Vega Salmon, a high-end salmon processor with offices in Kolding, Denmark, and production facilities in Handewitt, Germany, to Coast Seafood, a Norway-based seafood company engaged in global export of Norwegian seafood.



Rembrandt M&A acted as exclusive advisor to GeniMedical, the supplier of medical immobilizing devices to hospitals and healthcare professionals, in the sale to the Swedish Asker Healthcare Group, the acquiror leading companies within medical supplies, devices and equipment in Europe. The group consists of more than 30 companies in 14 countries and revenues amounting to SEK 10 billion.



DZ BANK AG acted as exclusive financial advisor to Wilhelm Modersohn GmbH & Co. KG, a specialist in the research, development, production, and distribution of stainless-steel fastening systems, to Leviat, a subsidiary of CRH Plc and a specialist in manufacturing and distribution of engineered products and innovative construction solutions for the building industry.



Rembrandt M&A advised the shareholders of Marshoek, financial services provider for the retail market in the Netherlands, in joining De Jong & Laan, one of the top 10 accounting firms in the Netherlands.



Alpha Corporate Finance has acted as financial advisor to Akastor in the sale of AGR, the multi-disciplinary engineering consultancy and software provider to the energy sector, to ABL Group, the independent energy and marine consultancy to the global renewables, maritime and oil and gas sectors listed on the Oslo Stock Exchange.

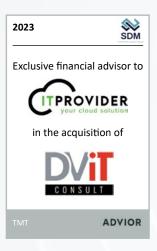


Sisu Partners advised Korkia Group, an internationally operating investment and advisory company specialized in sustainable growth, in the sale of the sustainability-focused management consulting business to the European management and technology consulting company BearingPoint.



ADVIOR SELECTED TRANSACTIONS Q1-2023

Selected transactions



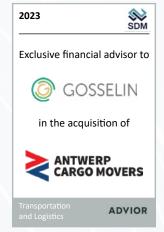
SDM Corporate Finance Group served as exclusive advisor to ITP Group, an IT service provider, offering IT infrastructure and cloud services, in the acquisition of DVIT, an IT service provider based in Erpe-Mere (East Flanders).



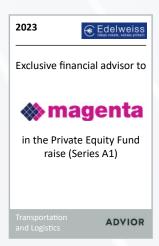
Rembrandt M&A advised the shareholders of Enova, a company providing energy management software as well as providing energy and grid management services, for its sale to the Swedish vertical software group, Viter



Smith Square Partners served as sole financial adviser to APEXX Global, the payment orchestration platform, on its \$25 million Series B capital raise from MMC Ventures, a UK-based venture capital firm investing in high-growth UK companies, alongside Alliance Ventures and Forward Partners.



SDM Corporate Finance Group served as exclusive financial advisor to the shareholders of Gosselin Group, an international group of companies with over 800 employees providing integrated moving and logistic services, in the acquisition of Antwerp Cargo Movers, a provider of logistics services based in Antwerp.



Edelweiss Financial Services advised Magenta Mobility, a company which counts amongst the largest providers of electric mobility solutions for last mile delivery, in it's fundraise (Series A1) from private equity investors



LATEST DEALS IN Q1 - 2023 (1/2)

N0	Date	House	Mandate	Туре	Buyer	Country	Target	Country	Sector	TV (€m)
1	03/23	RBI	M&A	Sell side	Scrub Daddy Inc.	USA	Rosmarin Zrt.	HUN	Household products, Household cleaning products	undisclosed
2	03/23	Rembrandt M&A	M&A	Sell side	De Jong & Laan	NED	Marshoek	NED	Business Services, Salary administration, business economics, strategy and tax	undisclosed
3	03/23	SDM-Valorum	M&A	Sell side	Smart Deal	BEL	ETIB NV	BEL	Construction, General construction and concrete basements	undisclosed
4	03/23	SDM-Valorum	M&A	Buy side	ITP Group	BEL	DVIT	BEL	IT Services, IT Services	undisclosed
5	03/23	Alpha Corporate Finance	M&A	Sell side	ABL Group ASA	NOR	AGR AS (part of Akastor ASA)	NOR	Energy engineering consultancy and software, Energy consultancy, personnel services, offshore	23
6	03/23	Edelweiss Financial Services	M&A	Sell side	Private equity investors	' IND	Magenta Mobility	IND	Electric mobility solutions, Logistics electrification	20
7	03/23	SDM-Valorum	M&A	Buy side	Gosselin Group	BEL	Antwerp Cargo Movers	BEL	Transportation, Moving and logistics services	undisclosed
8	03/23	Sisu Partners	M&A	Sell side	BearingPoint	NED	Korkia (sustainability- focused management consulting business)	FIN	Business Services, Management consulting	undisclosed
9	03/23	Rembrandt M&A	M&A	Sell side	Asker Healthcare Group	SWE	GeniMedical	NED	MedTech, Medical immobilising devices	undisclosed
10	02/23	AZ Capital	M&A	Sell side	Enagás	ESP	Reganosa (130 km natural gas pipeline network)	ESP	Energy infrastructure, Gas pipeline	54

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LATEST DEALS IN Q1 - 2023 (2/2)

NO	Date	House	Mandate	Туре	Buyer	Country	Target	Country	Sector	TV (€m)
11	02/23	AZ Capital	M&A	Buy side	Reganosa	ESP	Enagás (25% stake in regasification plant)	ESP	Energy infrastructure, Regasification plant	95
12	02/23	Rembrandt M&A	M&A	Sell side	Vitec Software Group AB	SWE	Enova	NED	Software, Energy management software	undisclosed
13	02/23	RBI	M&A	Buy side	Yıldırım Holding	TUR	Elementis Plc	USA	Chemicals and materials, Commodity chemicals (non- petrochemical)	160
14	01/23	DZ BANK AG	M&A	Sell side	Leviat (Subsidiary of CRH Plc)	IRL	Wilhelm Modersohn GmbH & Co. KG	GER	Construction, Building materials	undisclosed
15	01/23	Smith Square Partners	M&A	Sell side	MMC Ventures, Alliance Ventures, and Forward Partners	GBR	APEXX Global	GBR	Fintech, Payment processing	23
16	01/23	Alpha Corporate Finance	M&A	Sell side	Coast Seafood	l NOR	Vega Salmon (Maj Invest)	NOR	Fish products, Salmon processor	undisclosed
17	01/23	DZ BANK AG	M&A	Sell side	DEBA Group	GER	Holzwerke Pfarrkirchen GmbH (part of DUBAG / LEO II)	GER	Construction, solid structural timber products, laminated wood and scaffold panels	undisclosed

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4

Our DACH & CEE Team in Numbers

The combined track-record of the Advior International DACH & CEE M&A Teams positions our network in a leading position for M&A in the region





TRACK RECORD AND STATISTICS



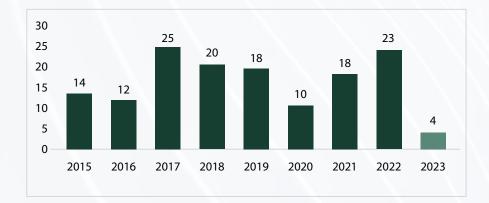




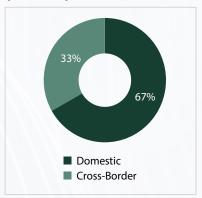


	Historical	FY 2022
No. of CF Mandates	295	23
No. of M&A Deals ³	274	23
No of Sell Side/ Buy Side deals	173/96	19/8
No of Cross-Border Deals	91	14
Total Transaction Values (disclosed)	€ 17bn	€ 0.6bn

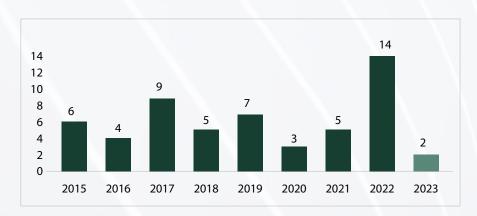
Number of M&A transactions (2015 – 2023 YTD)



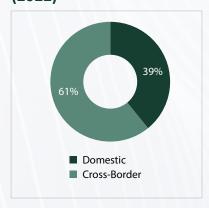
Share of cross-border (all time)



Number of cross-border M&A transactions (2015 – 2023 YTD)



Share of cross-border (2022)



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¹⁾ Only counting professionals actively engaging in day-to-day business of Advior International;

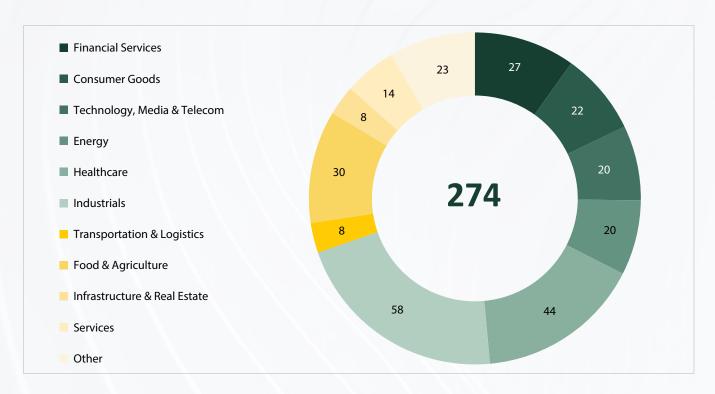
²⁾ Buyer/seller dominant geographies

³⁾ includes mergers, joint ventures; only disclosed transaction values

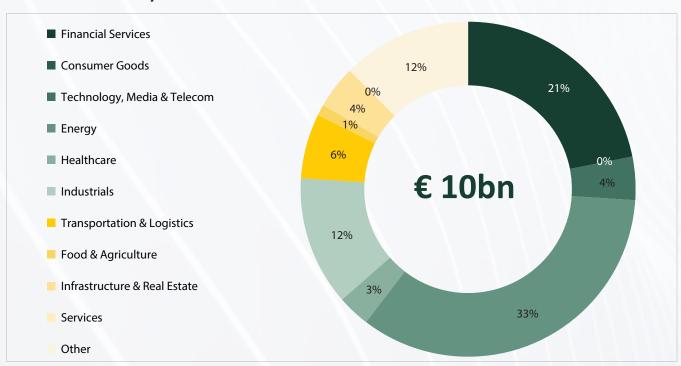


TRACK RECORD - SECTORAL SEGMENTATION

Sectoral segmentation - Number of M&A transactions (DACH & CEE)



Sectoral segmentation - Transaction value (DACH & CEE; only M&A deals, disclosed values)

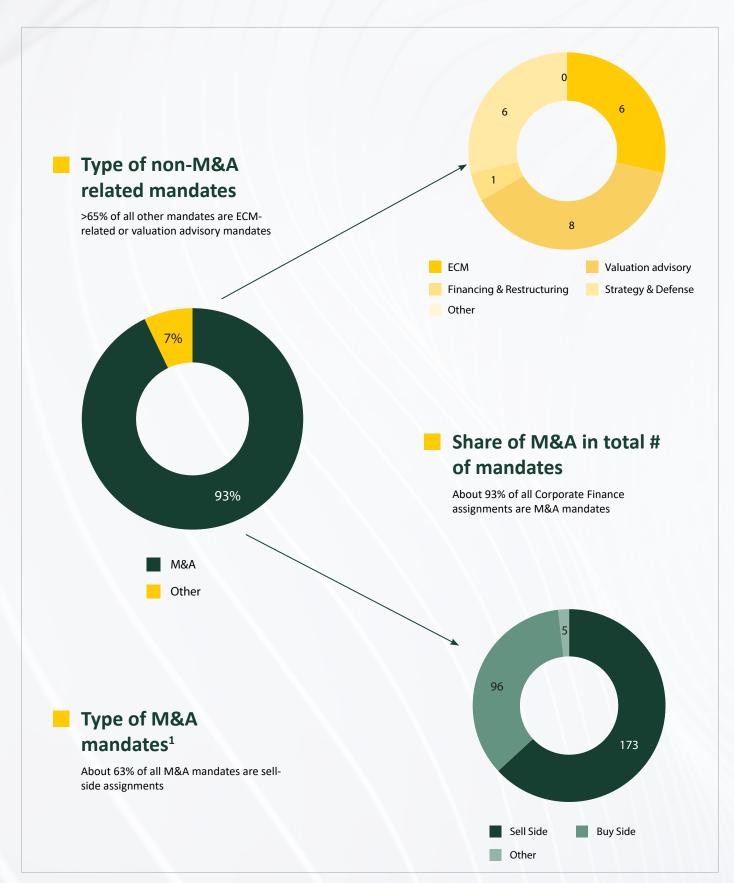


1) Deal value also includes ECM transaction value

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TRACK RECORD - TYPE OF MANDATES



1) Other mandates includes, e.g. Joint Ventures and Mergers

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RAIFFEISEN BANK INTERNATIONAL (1/2)





Raiffeisen Bank International AG

rbinternational.com Am Stadtpark 9 1030 Vienna Austria

Company summary and USP

Raiffeisen Bank International AG (RBI) regards Austria, where it is a leading corporate and investment bank, as well as Central and Eastern Europe (CEE) as its home market. M&A team providing strong sector expertise and local insights thanks to matrix setup. Competitive advantage reinforced by the ability & willingness to finance M&A transactions.

Sector expertise

- Energy & Infrastructure
- Consumer Goods, Retail
- Life Sciences/Pharma
- FIG
- Industrials
- TMT
- Climate
- Metals, Mining



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Previous Experience

- Head of Consumer Goods & Life Science Raiffeisen Investment
- Senior Project Manager at EY



Martin Bacher Executive Director, Energy & Utilities

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Previous Experience

- 7 years in Morgan Stanley's E&U M&A team in London
- Industrials M&A team at Merrill Lynch



Boris Hristov

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Previous Experience

- Equity derivatives research at Goldman Sachs
- CEE M&A at Rothschild
- Start-up mentor



Julian Gikov

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Previous Experience

- M&A and Fixed Income experience in UBS's London office
- Corporate finance roles at KPMG and EY

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RAIFFEISEN BANK INTERNATIONAL (2/2)



Gökçe Kabatepe

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Previous Experience

- 27 years of IB experience
- Managing Director at Raymond James Securities
- MBA from Yale School of Management



George Mucibabici Jr.

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Previous Experience

- Senior Associate at Seale & Associates
- Senior Economist in the National Bank of Romania



Olivér Kondor

Head of IB, Hungary T: +36 30 958-3704 oliver.kondor@raiffeisen.hu

Previous Experience

- Held various corporate finance roles at PwC
- 10+ years of M&A experience in Hungary



Anna Klein

Director, Russia T: +7 (495) 721-9900 anna.kleyn@raiffeisen.ru

Previous Experience

- Co-founder and Director of M&A and Restructuring at Lincoln
- Held Corporate Finance roles at Deloitte



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Previous Experience

- Managing director at Vienna Capital Partners
- Director at Wood & Company



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Previous Experience

 20+ years of Investment Banking Experience in Croatia/SEE

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RAIFFEISEN BANK INTERNATIONAL - TURKEY M&A TEAM (1/2)



Raiffeisen Bank International Turkey

Etiler, Bahtiyar St. No: 8 Besiktas / Istanbul 34337 Tel: +90 212 287 1080

Company summary (RBI - Turkey)

Raiffeisen Investment has been one of the leading M&A advisors in Turkey since its foundation in 2005 and with 7 investment bankers has the largest foreign M&A presence in Turkey.

Raiffeisen Investment achieved remarkable growth in the Turkish market through successfully advising on more than 70 M&A transactions with a total deal value exceeding USD 25bn.

In addition, Raiffeisen Investment has established a robust position in restructuring and project finance advisory, with 6 transactions and a total deal value of USD 9bn. In total, Raiffeisen Investment has completed transactions worth USD 34bn in the Turkish market.



Gökçe Kabatepe

Managing Director, **Head of Turkey** g.kabatepe@raiffeisen-investment.com

Previous Experience

- 27 years of IB experience
- Joined Raiffeisen Bank International in 2008



Aydın Evren Özol

Executive Director a.ozol@raiffeisen-investment.com

Previous Experience

- 24 years of IB experience
- Joined Raiffeisen Bank International in 2008



Oytun Özer

Executive Director o.ozer@raiffeisen-investment.com

Previous Experience

- 18 years of IB experience
- Joined Raiffeisen Bank International in 2008



İdil Özbayrak

Associate Director i.ozbayrak@raiffeisen-investment.com

Previous Experience

- 9 years of IB experience
- Joined Raiffeisen Bank International in 2021



RAIFFEISEN BANK INTERNATIONAL – TURKEY M&A TEAM (2/2)



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Previous Experience

- 7 years of IB experience
- Joined Raiffeisen Bank International in 2021



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Previous Experience

- 4 years of IB experience
- Joined Raiffeisen Bank International in 2021



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Associate
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Previous Experience

- 4 years of IB experience
- Joined Raiffeisen Bank International in 2022

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DZ BANK CORPORATE FINANCE / M&A (1/4)



DZ Bank AG

dzbank.de/cf Platz der Republik 60325 Frankfurt am Main

Company summary and USP

DZ BANK Corporate Finance (DZCF) is a leading M&A advisor for the German midmarket. As part of the cooperative banking network, DZCF has excellent access to Germany's SMEs and their owner families, but also to DZ BANK's larger corporate clients. One clear transaction focus is the advisory of succession cases.

Sector expertise

- Food, beverages, agriculture
- Consumer goods, retail
- Healthcare, medical technology
- Pharmaceuticals, chemicals
- · Mechanical engineering
- Industry (incl. automotive)
- Transport and logistics
- IT, business services



Oliver Rogge

Head of Corporate Finance T: +49 40 35900 - 158 oliver.rogge@dzbank.de

Previous Experience

- Joined DZ Bank in 2013
- Previously at HSH Corporate Finance,
 Bankgesellschaft Berlin and Landesbank Berlin



Dietmar Kohl

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Previous Experience

- Joined DZ Bank in 2013
- Previously at BNP Paribas, Dresdner Kleinwort Wasserstein and HSH Nordbank



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Previous Experience

- Joined DZ Bank in 2010
- Previously at WestLB



Birgit Meyer zu Selhausen

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Previous Experience

- Joined DZ Bank in 2012
- Previously at WestLB

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DZ BANK CORPORATE FINANCE / M&A (2/4)



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Head of Corporate Finance Frankfurt T: +49 69 7447 - 94222 wolfgang.wybranietz@dzbank.de



Joined DZ Bank in 2001



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Previous Experience

- Joined DZ Bank in 2015
- Previously at Deloitte



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Previous Experience

Joined DZ Bank in 2011



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Previous Experience

• Joined DZ Bank in 2015



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Previous Experience

- Joined DZ Bank in 2013
- Previously at Deloitte and HSH Nordbank



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Previous Experience

- Joined DZ Bank in 2014
- Previously at Willis Towers Watson



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Previous Experience

Joined DZ Bank in 2010



Sebastian Braun

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Previous Experience

Joined DZ Bank in 2017



DZ BANK CORPORATE FINANCE / M&A (3/4)



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Previous Experience

• Joined DZ Bank in 2019



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Previous Experience

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Joined DZ Bank in 2020



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Previous Experience

- Joined DZ Bank in 2020
- Previously at M.M. Warburg



Sarah Kurzrock

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Previous Experience

Joined DZ Bank in 2011



DZ BANK CORPORATE FINANCE / M&A (4/4)



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Previous Experience

• Joined DZ Bank in 2011



Ines Wächter-Kowalske

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Previous Experience

Joined DZ Bank in 2015

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RAIFFEISEN CORPORATE FINANCE (1/2)

+ RAIFFEISEN

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Company summary and USP

"With a dedicated team of 7 professionals, Raiffeisen Corporate Finance established itself as a well-respected M&A advisory firm in Switzerland. Clients enjoy excellent solutions, achieved with a combination of our in-depth M&A experience, Raiffeisen's excellent access to Swiss corporate clients, our ability to finance transactions and our broad international access through ADVIOR International"

Sector expertise

- Industrials and Technology
- Software, IT & Telecom
- Financial Services
- Business Services
- Building/Construction
- Consumer Products
- Logistics
- Defense
- Health Care
- Real Estate



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DACH & CEE SELECTED TRANSACTIONS Q1-2023

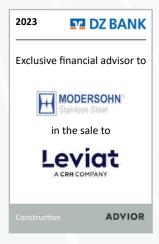
Selected transactions



Yıldırım Holding, one of the largest conglomerates in Turkey active in numerous industries, acquired the US-based chromium division of Elementis. Raiffeisen Investment and Lazard acted as exclusive buy-side financial advisors in this transaction.



RBI advised the shareholders of Rosmarin Zrt., an ecological household cleaning products manufacturer, in the sale of their 100% stake in the company to Scrub Daddy Inc., a US-based strategic buyer. The acquisition marks their first step in the European market and could serve as a good platform for their further growth.



DZ BANK AG acted as exclusive financial advisor to Wilhelm Modersohn GmbH & Co. KG, a specialist in the research, development, production, and distribution of stainless-steel fastening systems, to Leviat, a subsidiary of CRH Plc and a specialist in manufacturing and distribution of engineered products and innovative construction solutions for the building industry.



DZ BANK AG acted as exclusive financial advisor to Leo I. fund (DUBAG) in the sale of Holzwerke Pfarrkirchen, the manufacturer of solid structural timber products, laminated wood, and scaffold panels, to DEBA, a real estate operating and management company in Munich.

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