

# Mergers & Acquisitions

**ZAG's presence in the U.S., Israel, China and London enables us to seamlessly lead cross-border and domestic M&A transactions. With lawyers on the ground in all locations, we also provide clients with instant access to our connections in the wider business community to drive their business forward and develop new opportunities.**

Our Mergers & Acquisitions Group provides clients with a vast range of strategic corporate advice, including advice regarding complex M&A transactions for an extensive roster. The clientele includes public and private companies, buyers, sellers, financial institutions, private equity investors and their portfolio companies, family-owned businesses and start-ups.

Consistently ranked by major legal directories, we combine technical knowledge and commercial skill to help our clients plan, structure, negotiate, draft and complete the transaction, handling all necessary documentation and interactions with the various governmental and other agencies to obtain regulatory clearance.

While supporting clients in closing their transactions, we also advise them in related matters such as shareholder agreements, new business structures, tender offers, tax planning, labor law, intellectual property, real estate, and much more.

We partner closely with clients and their in-house legal departments to develop a thorough understanding of our clients' businesses, how they operate and where they plan to go. This ensures that the right resources are deployed, considering the clients' budget while managing the risk and taking the clients to their destination.

## Representative Client Work

- Represented Alcobra Pharma Ltd. in a unique transaction also known as a Reverse IPO, which is

done by way of a private placement. In a Reverse IPO, the control over the parent company (in our case, Alcobra) is changed and held by the shareholders of target (in our case, Arcturus). This structure maintains the listing of Alcobra Pharma Ltd. with NASDAQ. Having the transactions structured as a private placement allows for a quick closing process.

- Represented a company in securing two large investments. The company recently received two large investments in the aggregate amount of US\$12 million from Zhejiang Drove Technology, a smart tourism company, the first at the end of 2017 and the second in the first half of 2018.
- Represented in all legal aspects and pertinent agreements Israel's LR Group, an international project development company, and China's Weifang HaoYe Agriculture Development Co., Ltd, are jointly establishing Sino - Israel Equity Joint Venture in Shandong. The purpose of the joint venture is to promote agricultural innovation, and to establish China's first "Moshav" model.
- Represented Rimoni Industries Ltd. In the transaction for purchasing 100% of the business activity and shares of "Shiran Engineering (R&D) Ltd." Including total shares of Metal Plast Engineering (M.P.E.).
- Represented Biomx in its acquisition of the private Israeli company, RondinX Ltd. The specific transaction structure was a share purchase agreement, whereby BiomX Ltd. acquired RondinX Ltd. in exchange for equity in BiomX Ltd. The ZAG-S&W team facilitated the acquisition by drafting the pertinent term sheet and preparing the required transaction document.
- Represented Insuline Medical Ltd ("Insuline") in a merger acquisition by Yaad Sihan Projects Management and Entrepreneurship Ltd ("Yaad Sihan"),

a private company involved in the non-bank loans field  
and in the bio-med field (the “Transaction”).

**For further information about our Mergers &  
Acquisitions practice, please visit our website at  
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