



MAYER | BROWN

INDUSTRY OVERVIEW

CHEMICALS



## AT THE HEART OF A GLOBAL INDUSTRY

The global chemical industry is dynamic and complex. New trends emerge fast, and fresh competitive challenges and opportunities present themselves every day.

Global concerns such as ESG, cybersecurity, supply chain, international trade, plastic waste, EV battery demand and new regulatory requirements have a significant impact and require a global strategy.

Geopolitical tensions, alongside a raft of new regulatory measures, in particular to address ESG concerns such as climate change and sustainability, create challenges and opportunity in equal measure. The chemical industry supplies virtually all sectors of the economy, so the industry's performance depends on the growth of all other manufacturing sectors. Regional differences also must be addressed and now more than ever chemical companies need advisers able to offer local knowledge alongside a global outlook.

Companies able to capitalize on emerging trends can look forward to a future full of possibilities – but the importance of taking an informed, commercial and strategic approach across all operational aspects has never been greater.

With this in mind, choosing the right legal support is essential. Mayer Brown is at the heart of the global chemical industry, delivering global, regional and local solutions. Our dedicated global chemical industry group offers a multidisciplinary team of lawyers with extensive industry knowledge and resources to provide a full service offering to our chemicals clients.

## WHY MAYER BROWN?

### OUR GLOBAL CHEMICAL INDUSTRY GROUP

Mayer Brown has a dedicated chemical industry group with a long history of providing chemical companies with practical and effective legal support. A number of our lawyers have worked within companies in the chemical sector either on secondment from the firm or in senior positions as in-house counsel. This gives us strong and first-hand knowledge of key technical, operational, strategic and commercial aspects of the chemical sector and allows us to develop legal and commercial strategies that match the realities of that industry.

### GLOBAL REACH

Our chemicals practice is truly global in scope. With a multidisciplinary team of lawyers based across five continents, we have an on-the-ground presence in most of the world's key business and finance centers. All of our lawyers have direct access to Mayer Brown's formidable resource base and internal networks, bringing our full international strength to bear wherever we work in the world. This global capability also provides the essential foundation for advising on the complex multijurisdictional matters in which many of our chemical industry clients are involved.

### STRATEGIC APPROACH

From emerging companies to household names, Mayer Brown understands how our clients' businesses work. We take a strategic approach to advice, embedding our teams at the heart of operations so our legal and technical advice effectively contributes to overall business growth and development. We also represent a significant number of banks, investment banks and other investors in capital markets and structured finance transactions in the chemical industry.

### ADDED VALUE

We look to add value to all of our client relationships, and our size and resource base means we have much to offer on top of our legal and commercial strengths. From use of office facilities around the world to virtual deal rooms and proprietary online platforms, working with Mayer Brown gives access to a range of business support benefits. We also always offer individually tailored pricing regimes so legal costs can be managed and controlled.

### ONE FIRM

Across all of our operations, Mayer Brown is committed to quality and service, and operates as one firm. Clients of our global chemicals group know they will receive seamless interdisciplinary advice from a significant team of experts, backed by market-leading resources. In this complex, competitive and fast-moving international industry, we believe we are an invaluable and quite unique partner.

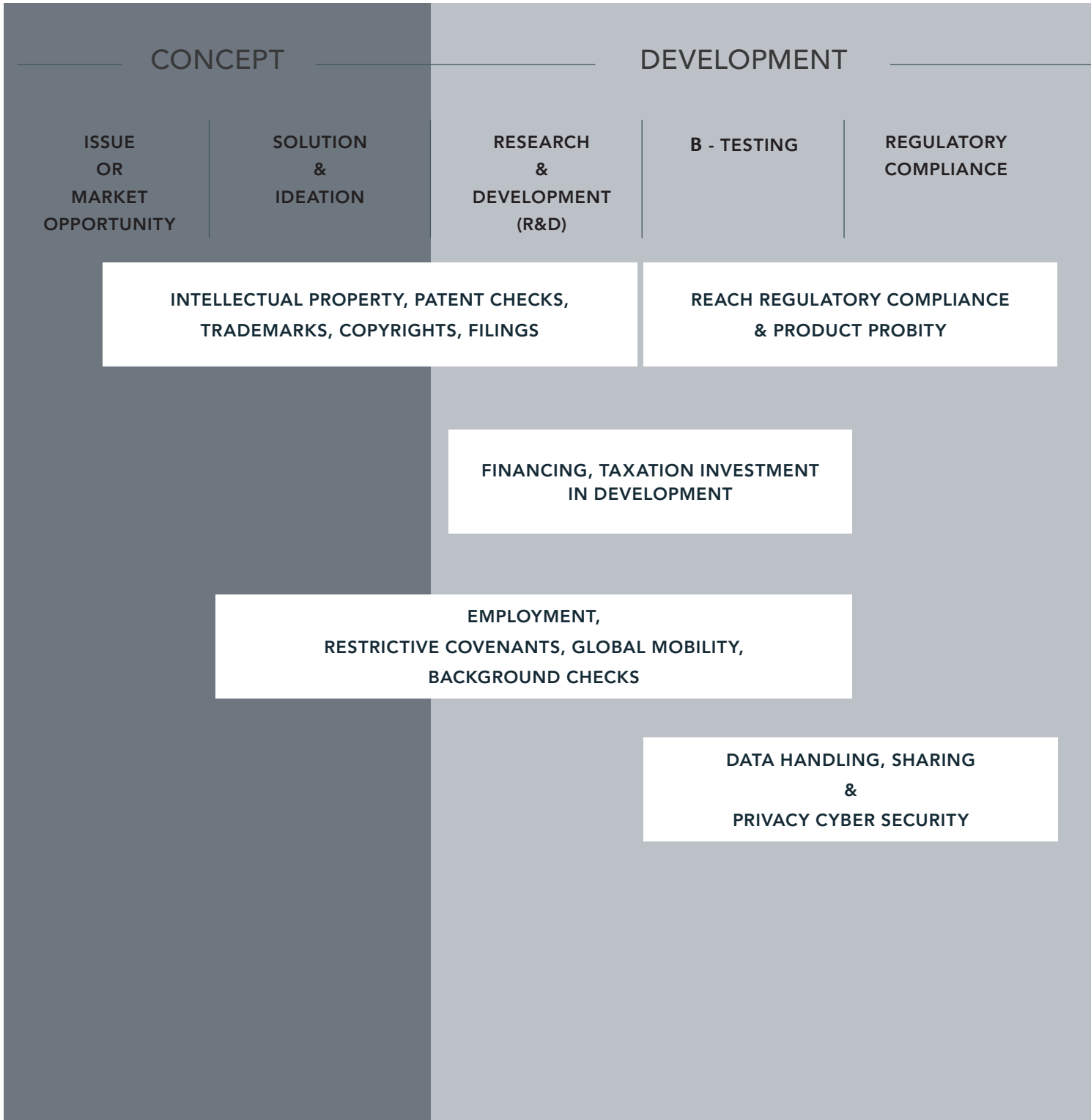
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*Mayer Brown's support to  
chemical industry clients is  
best in class.*

*“Ranked Band 1 –  
Product Liability: Toxic Torts”*

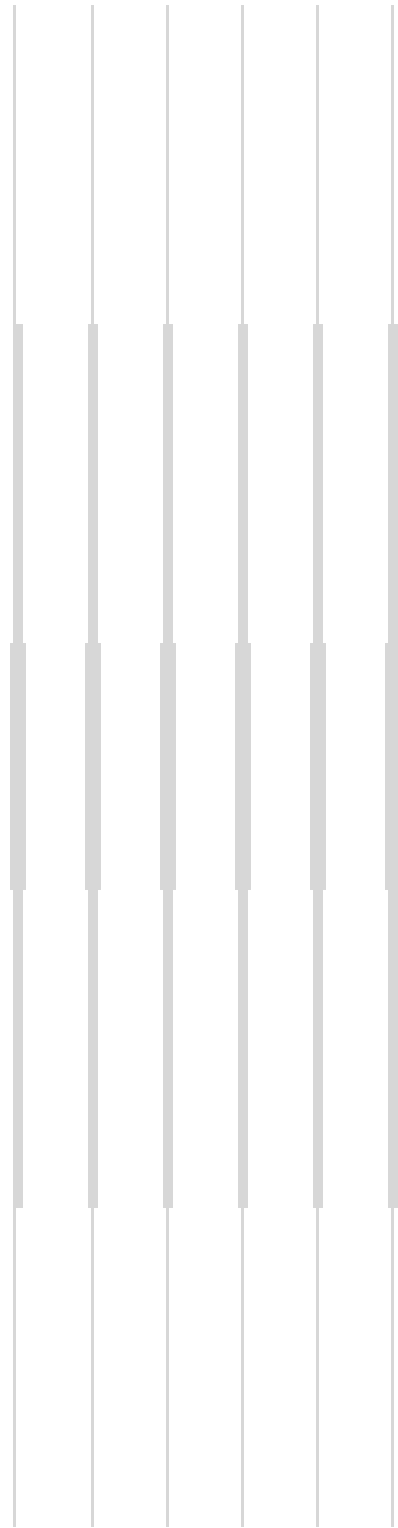
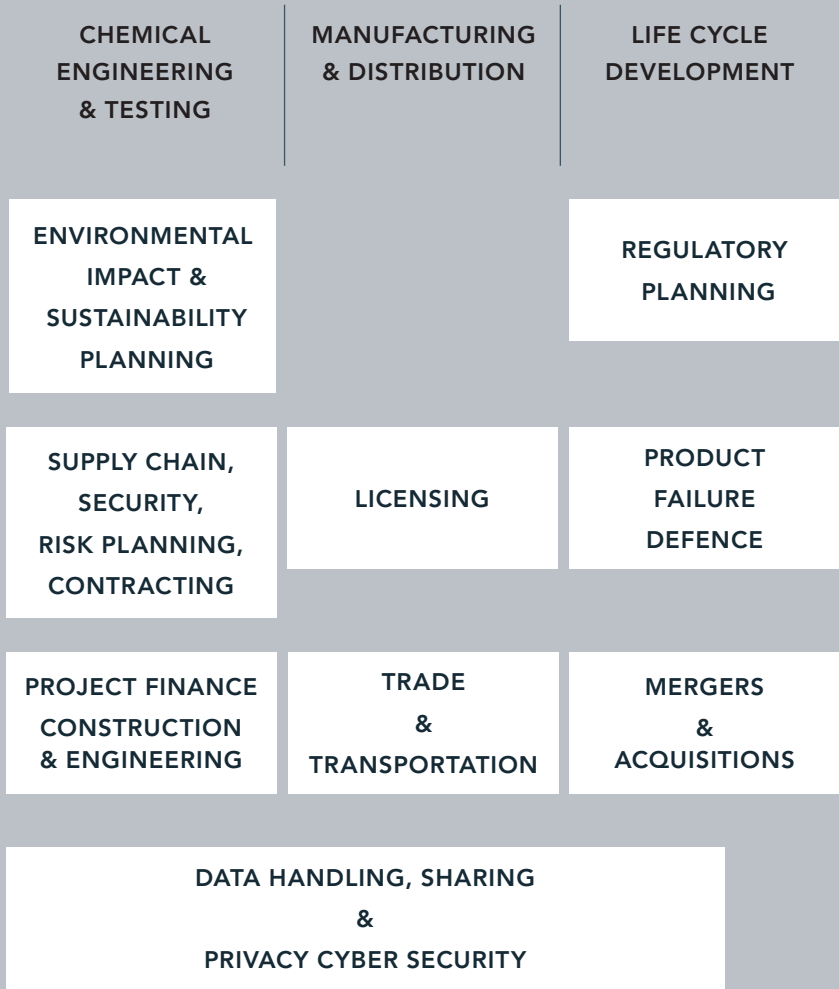
Chambers USA 2023

OUR EXPERIENCE:



# FROM CRADLE TO GRAVE

## MONETIZATION & PRODUCTION



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SELECT  
REPRESENTATIVE  
EXPERIENCE

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#### UNITED STATES

- Serving as national counsel to a major chemical manufacturer for PFAS (per- and polyfluorinated alkyl substances) cases alleging personal injury, property damage, environmental claims and putative class actions.
- Represented private equity firm The Jordan Company, L.P. on the sale of its portfolio company Borchers Group Limited, a specialty chemicals company known for its innovative high-performance coating additives and specialty catalyst solutions, to Milliken & Company, a global diversified manufacturer.
- Represented Dow in the sale of U.S. Gulf Coast marine and terminal operations and assets for over \$600 million.
- Represented Solvay Specialty Polymers USA in the \$220 million acquisition of the Ryton polyphenylene sulphide business of US-based Chevron Phillips Chemical Company LP.
- Advised a multinational chemical company on ERISA fiduciary, tax and securities issues affecting its ESOP in connection with its spinoff from its parent company.

#### BRAZIL

- Advised Dow in the divestiture of its subsidiary Dopec Indústria e Comércio Ltda. in Brazil.
- Advised Cargill in relation to the divestiture of Mosaic's fertilizer business in Brazil.

#### ARGENTINA

- Represented a leading international chemicals firm in an investigation by the US Securities and Exchange Commission of possible FCPA violations in Argentina, which resulted in the SEC's decision not to pursue the matter.

#### UNITED KINGDOM

- Advised Borchers Additives (UK) Ltd. in its acquisition of Catexel Ltd., a developer of chemical catalysts, activators and accelerators.
- Represented an international agrochemical company in a product liability dispute involving proceedings in Australia, with witnesses in the UK and Canada, relating to the allegedly defective formulation of an agrochemical product by a contractor.

#### GERMANY

- Represented BASF Venture Capital in the acquisition of a minority interest in SAS Lactips, a manufacturer of biodegradable film plastic.
- Advising Albemarle Corporation on the sale of two German sites of its subsidiary, Dynamit Nobel GmbH, to the ammunition and pyrotechnics manufacturer RWS GmbH.

#### BRUSSELS/EU

- Represented BASF in a European General Court case in connection with the use and sale of seeds treated with plant protection products containing the active substance fipronil.
- Advising the EcoBeautyScore Consortium, a global group of companies and trade associations in the cosmetic industry aiming to develop an industry-wide environmental impact assessment and scoring system for cosmetics products.
- Representing members of the Titanium Dioxide Industry Association (TDMA) as well as Evonik in a landmark victory before the Court of Justice of the EU involving the annulment of the harmonised classification of titanium dioxide (TiO<sub>2</sub>) under the EU's CLP Regulation.

**FRANCE**

- Represented PCAS, a French technology-oriented chemicals group, in its majority-stake acquisition by Novacap.
- Advised Dow on the sale of its Global Specialty Films business branch in France to Transilwrap Company Inc., a value-added manufacturer, converter and distributor of specialty film products.

**EGYPT**

- Represented all lenders on the project financing of a new \$10.8 billion petrochemical naphtha cracker project, located in Ain Sokhna on the Red Sea coast of Egypt.

**SAUDI ARABIA**

- Represented Dow Chemical Company in the execution of a multi-billion dollar petrochemical production, offtake and marketing joint venture in the Kingdom of Saudi Arabia.
- Represented SABIC in the divestment of its Polymershapes distribution business to Blackfriars Corp., a privately-held investment company.

**CHINA**

- Managed a China-wide dawn raids response network for a global chemicals, paints and coatings company, including liaison with local law firms across the country.
- Represented AkzoNobel in its acquisition of Boxing Oleochemicals, a leading producer of specialty surfactants, nitrile amines and derivatives in China.
- Advised a leading global chemical products manufacturer on the preparation of EPCM contract for a RMB 400 million coal tar distillation plant project in Jiangsu province, mainland China.

**HONG KONG**

- Advised a PRC investment bank as facility agent and security agent in respect of a HK\$1.8 billion syndicated facility for the pre-IPO restructuring of a PRC chemical company.
- Acted for Sinopec Zhenhai Refining & Chemical Company Limited in its privatization by way of merger by absorption.

**THAILAND**

- Advised a Japanese export financing institution, a Japanese bank and other members of a consortium of international lenders on the financing of a \$300 million Asian Silicone Monomer project in Thailand.

**PHILIPPINES**

- Advised a Japanese trading company as co-sponsor on the financing of Bataan Polyethylene Corporation's polyethylene plant in Marileves, Bataan.

**INDONESIA**

- Advised IFC as a direct lender and B-loan arranger on the \$800 million PAU ammonia plant project in Sulawesi (voted Asia Pacific Petrochemical Deal of the Year 2016, IJGlobal awards).

**INDIA**

- Advised SEDCO Capital on co-investments in India, including investments in Haldia Coke and Chemicals Limited.

**JAPAN**

- Represented Dow Chemical in the formation of a joint venture with Ube Industries Ltd., a Japan-based chemicals company to manufacture electrolytes for lithium-ion batteries.
- Represented Kuraray Co., Ltd., a Japanese manufacturer of chemicals, fibres and other materials, in its \$1.1 billion acquisition of Calgon Carbon Corporation, a provider of water and air purification products and services.



### CROSS-BORDER

- Represented Drew Marine in the \$400 million sale of Drew Marine Technical Solutions, a global leader in marine chemicals and equipment, to Wilhelmsen Ships Services AS.
- Represented Houghton International Inc., a provider of advanced metalworking fluids, on its \$1.4 billion acquisition by Quaker Chemical Corporation from Gulf Oil Corporation Ltd., the India-based lubricants division of the international conglomerate Hinduja Group.
- Represented Borchers Americas in the acquisition of the Polidene® branded product line from Scott Bader Company Ltd., a manufacturer of specialty products for a variety of markets around the world.
- Represented The Jordan Company in the acquisition of DuBois Chemicals, Inc., a leading provider of customized chemical solutions for a broad range of middle-market applications.
- Represented Nisshin Gulf Coast, a Texas-based leader in PTFE fluoropolymer lined products serving the chemical processing, semiconductor, pharmaceutical and food processing industries, on the sale of 80 percent of the company's common stock to Japan-based Nippon Valqua Industries.
- Represented Synthomer PLC in the \$255 million sale of its laminates, films and coated fabrics businesses to Surteco North America, Inc.



## GLOBAL CHEMICALS PRACTICE

### WHAT WE DO

Our global chemicals group is a multidisciplinary team with extensive industry knowledge, experience and resources. It comprises lawyers from across Mayer Brown's many practices, offices and regions, providing integrated advice on the full range of issues facing today's global chemical industry.



*The Legal 500 EMEA 2023*  
*Belgium: EU Regulatory: Chemicals*

## TRANSACTIONS

### M&A, CORPORATE, COMMERCIAL, AND DIGITAL

Our chemicals team represents clients in all forms of transactions, including M&As, divestitures/disposals, buyouts, recapitalizations, reorganizations, tenders and joint ventures. Our chemicals team has extensive experience in assisting with all aspects of transactions, including site separation mechanics, shared facility agreements, business, site and other service agreements, lease agreements, toll and contract manufacturing agreements, supply agreements, power arrangements and IP agreements. We also offer a strong track record acting for private equity businesses focused on the chemical industry.

### FINANCE AND CAPITAL MARKETS

Our finance and capital markets practices provide legal knowledge, market experience and international insight with the financial products central to financial institutions. We work with most of the Fortune 100 companies, most leading global banks, and many of the world's largest broker-dealers, asset managers and insurance companies. Our experience in the chemical industry allows us to quickly and seamlessly provide the proper context for the regulatory, disclosure and other commercial issues that arise during the course of a transaction.

### PROJECT FINANCE

The detail and mechanics of major transactions – from risk assessment and appraisals to documentation - are overseen by our award-winning projects practice, which is regularly involved in some of the largest and most innovative projects across the globe for a diverse group of clients. In a field as complex and far-reaching as the chemical industry, having support of this quality and capability is essential.



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*Ranked as a ‘Deft Dealmaker’  
in BTI Consulting Group’s  
‘M&A Outlook 2022: A Whole  
New World of M&A’ report.*

## COMPLIANCE

Our lawyers work with companies to evaluate and enhance their compliance policies and procedures against a constantly changing multijurisdictional regulatory landscape. Among many related activities, we undertake audits, conduct due diligence and draft compliance plans, helping to ensure our chemical industry clients operate in line with local, regional and international regulations. Many on our team have prior government and investigative experience, which gives us particular insight into areas where enforcement actions pose a risk to underprepared companies.

Our approach is always to spot potential issues and act to minimize associated risks as early as possible. When proceedings are involved, we have substantial experience of successfully leading a broad spectrum of cases from government prosecutions to large-scale civil claims, and have been involved in various alternative forms of dispute resolution. We also frequently represent our clients before prominent international arbitration bodies.

## EU REGULATORY/REACH

Mayer Brown Brussels has a leading, Band 1, EU REACH/product regulatory team with significant experience in product compliance and safety, both at the EU level and in the individual EU Member States. We assist numerous international chemical and downstream clients in matters related to chemicals, chemical content in products, product classification and labelling, product compliance, product waste and circular economy issues, risk assessment, product safety, notifications and recalls.

Mayer Brown's product regulatory team provides a full service offering on EU regulatory issues from legislative monitoring and advocacy to administrative litigation before the Court of Justice and ECHA Board of Appeal, where we have a very impressive track record. We are also increasingly involved in "product defence" activity: we build and run a consortium of interested companies and trade associations to defend products targeted by regulatory authorities by developing and advocating scientific, legal, regulatory and socio-economic arguments to regulators and decision makers at both EU and national levels.

## ENVIRONMENT

We have experienced and accomplished teams of lawyers who "first chair" litigation matters and advise on transactional and regulatory matters related to environmental concerns. In transactional matters, we identify, evaluate and manage environmental risks in multi-jurisdictional corporate, real estate and finance transactions. We take an appropriate, consistent and cost-effective approach to managing the due diligence/disclosure process with the aim of delivering practical, commercially effective solutions.

## GOVERNMENT & GLOBAL TRADE

Mayer Brown's Government and Global Trade practices have earned international recognition for using sophisticated political experience and leading-edge legal knowledge to help shape government and trade policy, legislation and regulations in the United States, Europe and key countries and regions around the world. The lawyers, lobbyists and other professionals in our groups are strategic thinkers who help clients to advance their domestic and global goals.

The crisis in Ukraine has tremendous implications for our clients, many of whom have employees or family directly at risk, operations that have been affected and supply chains that have been interrupted. We work closely with existing and new clients impacted by sanctions. At the onset of the crisis, we quickly recognized the need for a coordinated response across our platform and launched a dedicated portal with regular sanctions updates. Mayer Brown's Ukraine Crisis Core Response team is working to ensure that our clients have access to the critical information and insight that they require.

## **RISK MANAGEMENT, INVESTIGATIONS & COMPLIANCE**

Our experience allows us to identify weaknesses in internal controls and business activities that could present risks of enforcement actions. Our lawyers help companies evaluate and enhance their best compliance practices and develop appropriate procedures and policies in response to the fast moving regulatory landscape and the increasingly aggressive enforcement efforts of prosecutors and regulators across the globe. Using our insights of these enforcement actions, we work with clients to undertake compliance audits and draft, implement and monitor practical and robust compliance plans.

## **ANTITRUST & COMPETITION**

Mayer Brown's Antitrust & Competition practice works with clients on a broad variety of issues as they apply to the chemical industry, including mergers and acquisitions; internal investigations and government proceedings; criminal investigations and enforcement proceedings; and civil litigation related to price fixing, allocation of markets, monopolization and other abuse of dominance charges. We are experienced in representing clients in the chemical industry in matters involving the US Department of Justice, the Federal Trade Commission, the European Commission and various national competition authorities, and in private damages actions brought by civil plaintiffs around the world.

## DISPUTE RESOLUTION

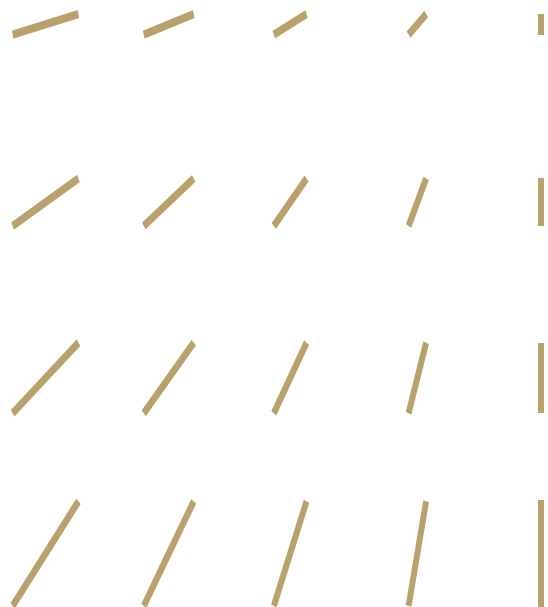
### LITIGATION AND DISPUTE RESOLUTION

We have substantial experience in successfully leading a broad spectrum of cases, including civil and criminal enforcement actions, statutory cleanup actions, refusal of environmental permits, environmental prosecutions, and mass tort and toxic tort actions. We have particular experience handling and prevailing in large cases combining governmental investigations or prosecutions and mass civil claims. Our work has included defending chemical companies, suppliers and insurers against a wide range of consumer and product liability claims, and we have worked on matters dealing with some of the most well-known chemicals and substances (such as asbestos) to those on the cutting edge of emerging claims and litigation (such as bis-phenol A, food flavorings and MTBE).



### INTERNATIONAL ARBITRATION

Mayer Brown plays a leading role in the resolution of international disputes. We frequently represent corporations, companies, partnerships, financial institutions, insurers and governmental entities before the leading international arbitration bodies. We also advise our clients on how to reduce risk when entering into cross-border transactions and investments. When disputes arise, we put together lean teams of experienced practitioners who know how to overcome such problems as multiple languages, documents scattered across the globe, and differing legal traditions to achieve desired results in a cost-efficient manner.



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OTHER  
KEY AREAS

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## CONSTRUCTION & ENGINEERING

Our high end construction & engineering practice stands out and offers extraordinary benefits for our international client base. Our construction & engineering team has extensive experience in the design and construction of major chemical projects. We have experience in traditional design-bid-build contracting, and also a variety of alternative delivery methodologies, including EPC, EPCM, IPD, PPP and other contracts for unique and complex projects. We act for project sponsors, owners, contractors and sub-contractors, design professionals, consultants, lenders, and insurers.

Construction law and the disputes that can arise from construction projects form a distinct and specialist area and our team offers years of experience guiding clients through these issues to achieve a successful outcome. This expertise can be invaluable, considering the size, complexity and costs involved in construction projects.

## CYBERSECURITY AND TECHNOLOGY TRANSACTIONS

As the chemical industry continues to evolve in the digital age, Mayer Brown's award winning technology transactions practice can deploy its experience of helping clients implement digital and data-driven strategies through technology transactions and govern those complex relationships. For 20 years, our cutting-edge technology transactions practice has helped our clients develop and manage high-value relationships pertaining to critical services and technology in some of the largest services and software transactions ever completed.

As chemical businesses consider the cyber threats before them - whether to consumer or employee information, intellectual property or product safety – they need to take practical steps to address the associated legal, business and reputational risks.

Mayer Brown brings a comprehensive and integrated approach to cybersecurity and data privacy challenges,

offering our clients strategic thinking and practical legal advice. Our global team combines lawyers from disciplines including litigation, regulatory, corporate, government affairs and global trade, insurance, intellectual property, enforcement, employment, insurance and technology transactions.

## INTELLECTUAL PROPERTY

Our global IP capabilities, coupled with our multidisciplinary approach to today's emerging issues in the development, protection and exploitation of intellectual property assets, are well-matched for companies in the chemical industry. We offer our clients a full range of services, including patent prosecution, global portfolio strategy, freedom-to-operate opinions, licensing and transactional due diligence in the life sciences and chemistry fields—in both industrial and therapeutic contexts. Our clients range from emerging companies to some of the largest chemical, agricultural science and technology companies in the world.

## TAX

With more than 100 tax lawyers, the breadth of Mayer Brown's tax practice is hard to match. We advise on domestic and cross-border restructurings and major corporate transactions, and have particular experience in transfer pricing.

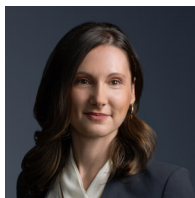
Our tax planners are accustomed to finding effective solutions to the complex challenges – tax, customs, VAT and others – that may be posed by value chains in the chemicals industry. High value intangibles, manufacturing and worldwide distribution are also areas where we are well placed to add value.

In the event of a dispute, our tax controversy lawyers represent clients of all sizes during any phase of proceedings – from before an audit even begins, through to courtroom litigation.

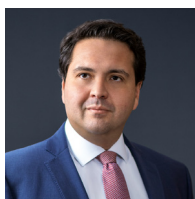


## TALK TO US

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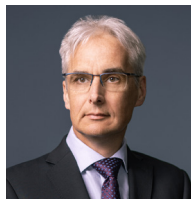


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## ABOUT MAYER BROWN

Mayer Brown is an international law firm, positioned to represent the world's major corporations, funds and financial institutions in their most important and complex transactions and disputes.

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SAN FRANCISCO  
SÃO PAULO (T&C)  
VITÓRIA (T&C)  
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SHANGHAI  
SINGAPORE  
TOKYO

### EMEA

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