

## AEROSPACE & DEFENCE | PROJECTS

**Gide has a long-standing experience of aerospace and defence transactions. We have helped major industrial players (EADS, Thales, Safran, DCNS...), financiers and governments, both in France and abroad, on numerous deals and projects that have defined the industry.**

Thanks to our acknowledged expertise in all fields of business and financing law, Gide has developed a trusted relationship with the French MoD and has been regularly instructed to work out innovative solutions for the renewal and upgrade of defence infrastructure and equipment with shrinking budgets. We have gained unparalleled expertise in outsourcing and leasing schemes, procurement of dual use equipment and other PPP alternatives to upfront public spending.

In all international aerospace and defence programmes we follow, advising an industrial company, a lender or a public entity, we make sure the most expert skills are gathered to design and implement protective solutions on sensitive issues such as compliance with the public procurement regulatory environment (e.g. EU Defence Procurement Directive), transfer of technology, maintenance, operational liability and dispute settlement. The strength of our dedicated aerospace and defence team lies in the combination of unique industry knowledge with the depth and breadth of our lawyers' experience.

Gide also consistently provides assistance in the structuring, financing and implementation of the most ambitious mergers, joint ventures and acquisitions. Within the context of strategic interests protection (foreign investment control and other industry-specific approvals, golden share...), we contribute to redefining the European defence industry.

Finally, since its inception, our aerospace and defence practice has included litigation and arbitration components. Our lawyers have prepared claims and litigated disputes involving major commercial aircraft and other military equipment development programmes.

### Selected Recent Transactions

#### M&A

- **Heavy-duty Armed Vehicle Producer (ongoing):** advising a heavy-duty armed vehicle producer on a potential reorganisation with other companies in the same sector.
- **Danaher Pacific Scientific Aerospace Business (2011):** advising the US diversified manufacturing and technology leader on the French legal aspects of regarding the sale of its Pacific Scientific Aerospace business (including the Artus business) to Meggitt Plc, a UK global aerospace and defence company (co-legal adviser: Kirkland & Ellis).
- **SNPE Matériaux Energétiques (2010-2011):** advising Safran, a leading international high-technology group, on the acquisition of SNPE Matériaux Energétiques (SME), European leader in energetic materials for propulsion.
- **Sagem Ixsea (2001-2011):** advising Safran and Sagem Défense Sécurité in a complex litigation matter against the Ixsea / iXCore group, regarding their shareholding in EuroFog, a subsidiary of the Safran group in the fiber-optic gyroscopes business in which Ixsea / iXCore was a minority shareholder.
- **AgustaWestland (2009-2010):** advising the company on the acquisition of a majority stake in the share capital of WSK PZL Świdnik S.A., the largest Polish helicopter manufacturer.
- **Air France Industries-Aircelle (2009):** advising our client on setting up a joint venture with Aircelle (a subsidiary of Safran) in the repair and overhaul of jet engine nacelles in the Middle East.

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TUNIS  
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- **EADS Socata (2008)**: advising EADS on the sale of a 70% majority stake in the share capital of EADS Socata to Daher.
- **Leader in Civil and Military Helicopter Transport (2006)**: advising our client on negotiating a joint venture with the Chinese state-owned companies specialising in the aviation and aero-technology sectors for the distribution of helicopters.
- **Thales High Tech Optics, HTO (2005)**: advising the management of HTO, world leader in the design and manufacture of high precision optical components and modules for military and civil applications, on its sale to the Candover UK investment fund.
- **Sagem (2005)**: advising Sagem on the spin-off of its operational businesses prior to its merger with Snecma.
- **FCI Military Aerospace Industry Division (2003)**: advising a subsidiary of Areva on the sale of its Military Aerospace Industry division (Souriau) to Axa Private Equity.
- **Direction des Constructions Navales, DCN (2000-2002)**: advising DCN International on the joint venture between DCN and Thales (Armaris).

## Projects

- **BSAH (ongoing)**: advising a consortium of industrial companies and investors on the tender procedure for the supply, operation and maintenance of a fleet of dual-purpose support vessels to the French Navy and coastguards.
- **Military Aircraft (ongoing)**: advising the French MoD on the renegotiation of an English law-governed framework agreement for the development, production and sale of military aircraft to a consortium of States represented by an international organisation, and then on the negotiation and finalisation of an agreement for the in-service support (maintenance) of such aircraft acquired by France.
- **Aerospace Company (ongoing)**: advising a European aerospace company on the award of a public procurement contract for the supply of training aircraft (AJT) and tactical unmanned aerial vehicles (UAV) to the Polish Ministry of Defence.
- **Helicopter Company (ongoing)**: advising an Anglo-Italian helicopter company on the award of a public procurement contract for the supply of 70 helicopters (transport, SAR and ASW) to the Polish Ministry of Defence.
- **Submarines (ongoing)**: advising the French MoD in the due diligence and amendment process of contracts for the sale of four conventional submarines and one nuclear submarine to a foreign country, for the construction of a shipyard and naval base, and for the related transfers of technology.
- **Missiles (2012)**: advising a missile developer and manufacturer on the export of missiles.
- **Support to Aerospace R&D (2012)**: advising a Government entity on available plans supporting aerospace research and development.
- **Satellites (2011-2012)**: advising the French MoD on the tendering procedure for the selection of an industrial company in charge of acquiring usufruct rights on the French MoD's telecommunication satellites and operating such satellites until the launch of the next generation of communication satellites.
- **French Shipbuilder (2011)**: advising a French shipbuilder in the arbitration procedure in relation to the sale of frigates to a foreign state.
- **EA-ALAT Dax Partnership Contract (2007)**: advising industrial companies and investors on the tendering process, negotiation of a PPP contract for the provision of helicopters to the French Army and on financial closing.
- **Thales Communication (2005)**: advising the leading international electronics and systems group, part of the EMAX consortium, on one of the largest tenders financed with EU funds for the execution of the Electronic Control Border System (SEWN).

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## CONTACT PARTNERS

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