

**BORENIUS**

## Juha Koponen

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Juha is a dual-qualified (Finland and New York) transactional lawyer who focuses his practice on capital markets and public M&A transactions. He has advised issuers and underwriters on public and private offerings of equity and debt securities, including IPOs, high-yield debt offerings, convertible debt issuances and rights offerings. He also regularly advises bidders, target boards, financiers and large shareholders on tender offers. Chambers Global has ranked Juha for 14 consecutive years as one of the few US Capital Markets Experts based in Finland (Capital Markets: USA – Foreign Experts). All major legal directories rank him to the very top tier in capital markets in Finland: IFLR1000 “Market Leader”, The Legal 500 “Hall of Fame”, and Chambers “Band 1”. Juha is also an international fellow of the American Bar Foundation.

Juha has significant experience in public and private mergers and acquisitions, especially in the cross-border context. Throughout his career, which spans over 25 years, Juha has also gained significant experience in private M&A, venture capital and financing transactions.

Prior to joining Borenius, Juha was a Partner with another major Finnish law firm. His prior experience includes working as an Associate at Fried, Frank, Harris, Shriver & Jacobson LLP for three years (New York and London) and as a Corporate Legal Counsel at Nokia Corporation focusing on securities regulation.

In addition to heading the firm’s **Capital Markets & Public M&A** (<http://www.borenius.com/services/capital-markets/>) team and our **London** (<http://www.borenius.com/london/>) and **New York** (<http://www.borenius.com/newyork/>) offices, Juha acts as head of the firm’s **Financial Institutions & Regulation** (<https://www.borenius.com/services/financial-institutions-regulation/>) team.

## Rankings

#### Chambers Europe and Global – Band 1

“He has very good knowledge and broad expertise in capital markets transactions, especially IPOs. He is commercially minded, fast-thinking, diligent and gives pragmatic solutions.”

#### IFLR1000 – Market Leader

“Juha is the best. Always available. Always one step ahead. Can’t say enough good about Juha!”

#### The Legal 500 – Hall of Fame

“Juha Koponen is superb. He is professional and always available. He knows why customers are contacting him and/or his team, but what is important, he does not make a number out of it. Mr Koponen has always cleaned my desk from the challenges I have brought to him.”

#### IFLR1000 – Market Leader

“Excellent character and easy to work with, always happy to help. Strong know-how about ECM transaction and significant international experience and understanding of cross-border aspects.”

## **IFLR1000**

- Capital markets, Private equity (Market Leader)

## **IFLR1000**

*“Juha is an outstanding M&A and capital markets attorney. His attentiveness to clients’ needs is unsurpassed. He is innovative, responsive and a pleasure to work with.”*

*“In-depth knowledge of the capital markets law and regulations as well as practices. Real expert in the field. Provides understandable, pragmatic advice.”*

*“Solutions-oriented, practical and very responsive. Very good knowledge of the market and great connections internationally.”*

*“He is an excellent lawyer and a fantastic person to work with. He has sound experience and has been part of many transactions recently. He knows the market practice and law really well. Further, I think the team he has built around him is very good and has good knowledge of legal matters.”*

*“Very easy to work with, pragmatic and service-minded. He has a strong international network and understanding of US aspects.”*

*“Juha is a terrific attorney. He is always accessible and very responsive. He gives very practical, commercial advice and has the internal resources to augment areas outside his particular expertise.”*

*“Excellent work, totally available, amazing understanding of the market. I have worked with many lawyers at the firm and have always been impressed.”*

## **The Legal 500**

- Capital Markets (Hall of Fame)
- Banking & Finance – Key Lawyer

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### **The Legal 500**

*“Borenus’ team is unique as seldom does one feel like a part of the family as with Borenus. Juha Koponen is always available and does not shy away from challenging situations that require out of the box problem solving.”*

*“Juha Koponen is key; he has a commercial mind and approach. Juha is really easy to work with and would assume other clients share this view. He is very knowledgeable and solid when it comes to legal aspects in the Capital Market space and beyond.”*

## **Chambers Europe & Global**

- Capital Markets: Band 1
- Capital Markets (USA – Expert Based Abroad)

- Capital Markets (Finland – Foreign Expert for USA)

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### **Chambers Europe & Global**

*“Juha is very responsive, solution-oriented and extremely well connected – a great choice when you are looking to do a transaction in the Finnish market.”*

*“He is super pragmatic and straightforward – a good problem solver.”*

*“We really value the rigour and creativity he brings.”*

*“Very good understanding of US securities and legislation.”*

*“Very client-focused and solution-oriented. He is helpful, available, and a great choice for counsel on both Finnish and international transactions.”*

## **Selected References**

### Lifeline SPAC I

Advised Lifeline SPAC I on its de-SPAC combination with Canatu.

Advised Lifeline SPAC I on its Nasdaq Helsinki SPAC IPO.

### Topdanmark A/S

Provided Finnish legal advice to Topdanmark A/S on Sampo plc’s recommended public exchange offer for the shares in Topdanmark A/S.

### Nasdaq Helsinki listings

Advised on approximately 40% of the listings on Nasdaq Helsinki between 2015–2023 (advising either issuers or underwriters, and in one instance the State of Finland as the sole selling shareholder).

### Netflix

Advised Netflix, Inc. on a voluntary recommended public cash tender offer to acquire Next Games Corporation.

- Advised Sunborn International Holding Limited on its combination with Rush Factory Plc and listing on Nasdaq First North Growth Market Finland

- Advising Nightingale Health on its transfer to the main market of Nasdaq Helsinki and on having its ADRs and B shares quoted on the OTCQX International market
- Advised Exel Composites on its EUR 21.8 million rights offering and related financing negotiations
- Advising the financiers on the pending public takeovers of Efecte Plc and Musti Group Plc as well as on the completed public takeover of Ahlstrom-Munksjö
- Advised Nixu Corporation on the voluntary recommended cash tender offer by DNV AS
- Advised SRV Plc on its rights offering and balance sheet workout
- Advised West Street Global Infrastructure Partners (an infrastructure fund managed by Goldman Sachs Asset Management) on the SEK 8.1 billion voluntary public cash tender offer for Adapteo Plc, a Finnish company listed on Nasdaq Stockholm
- Advised Nasdaq Helsinki listed Yleiselektronikka Oyj in connection with the mandatory public tender offer of by Preato Capital AB
- Advised the joint global coordinators and joint bookrunners on three of EQT's latest Finnish target company exit IPOs: the EUR 182 million Nasdaq Helsinki IPO of Musti Group Oyj, the EUR 876 million Nasdaq Helsinki IPO of Terveystalo Oyj and the SEK 3,660 million Nasdaq Stockholm IPO of Sanitec Oyj\*
- Advised Danske Bank and Morgan Stanley as joint global coordinators, and JP Morgan, Nordea and SEB as bookrunners on the EUR 474.3 million Nasdaq Helsinki IPO of DNA Oyj
- Advised Madison Dearborn Partners on the EUR 315 million public takeover of Powerflute Oyj, a Finnish company listed on London Stock Exchange's AIM marketplace
- Advised Helsinki-based Paroc Group Oy, in connection with an offering of EUR 430 million senior secured high-yield notes to international investors
- Advised J.P. Morgan, Nordea, BNP Paribas and Crédit Agricole, as managers and underwriters, in Outokumpu Corporation's EUR 1 billion fully underwritten rights offering to finance part of Outokumpu's EUR 2.7 billion global acquisition of Inoxum

\* The transaction was carried out prior to joining Borenius.

## Career

- Partner, Borenius, Finland, London and New York, 2014–
- Partner, Castrén & Snellman, 2009–2014
- Senior Associate, Dittmar & Indrenius, 2006–2009
- Corporate Legal Counsel, Nokia Corporation, 2004–2006
- Associate, Fried, Frank, Harris, Shriver & Jacobson LLP, New York and London, 2001–2004
- Associate, Dittmar & Indrenius, 1999–2000

## Education

- LL.M., 2001, Columbia University School of Law (Fulbright Scholar)
- Master of Laws, 1999, University of Turku
- M.Sc. (Econ) 1998, Turku School of Economics and Business Administration

## Languages

- Finnish, English, Swedish