

## Capital Markets Group Of The Year: Davis Polk

By Tom Zanki

*Law360 (February 3, 2025, 4:03 PM EST)* -- Davis Polk & Wardwell LLP's global team mastered the gamut of capital-raising transactions across continents in 2024, including billion-dollar-plus initial public offerings involving Finnish sporting goods giant Amer Sports and Swiss skincare company Galderma, earning the firm a spot among the 2024 Law360 Capital Markets Groups of the Year.

Apart from IPOs, Davis Polk steered deals spanning equity, debt and hybrid structures that satisfied clients' capital and liquidity needs. Notable examples include a \$100 billion exchange offer for Visa Inc., providing liquidity for the credit card giant's Class B shareholders, a \$500 million convertible bond offering for PNM Resources Inc. that achieved tax deductibility for interest payments, and a trio of high-yield debt offerings for liquefied natural gas exporter Venture Global Inc. before its eventual \$2.2 billion IPO.

"Across our platform globally, we stand out as a top capital markets practice because of the breadth of our experience and depth of our expertise across products," said Davis Polk partner John Meade, who is co-head of the firm's capital markets practice.

Helsinki-based Amer Sports Inc.'s \$1.4 billion U.S. IPO and Lausanne-based Galderma's Swiss Stock Exchange \$2.6 billion listing were both notable in that 2024 was a modest year for the IPO market, which was rebuilding after a steep correction that followed the pandemic-era boom earlier this decade. As new entrants returned to the IPO market, most candidates were large companies with sizable revenue.

And both consumer retail giants Amer and Galderma had cross-border elements, a feature that suits Davis Polk given its international reach. The New York-based firm employs some 275 capital markets attorneys worldwide, including additional offices in northern California, São Paulo, London, Madrid, Hong Kong, Beijing and Tokyo.

The global firm hustled to secure regulatory approvals in varying legal jurisdictions for Amer, notably China, since Amer is partly owned by Chinese investors. As international counsel for Galderma, Davis Polk was also busy in Switzerland, working with Zurich law firm Homberg AG, the company's domestic counsel. Switzerland is a familiar territory for Davis Polk, which has corporate clients there including pharmaceutical giant Roche.



Meade said both deals, completed respectively in February and March 2024, had an "international flavor that plays to the strength of our cross-border practice."

Existing public companies also sought Davis Polk to serve their balance-sheet needs. Longtime client Visa tapped Davis Polk to provide liquidity to its Class B shareholders, consisting of financial institutions that issue Visa cards, through a \$100 billion exchange offer.

The Visa deal enabled tendered shareholders — who were granted a special class of restricted stock during the credit card giant's 2008 IPO to shield them from certain antitrust litigation at the time — to obtain freely tradable common stock, while protecting public stockholders. Visa shareholders approved the offer in May.

Davis Polk also represented initial purchasers in a private, \$500 million convertible-bond offering by electricity provider PNM Resources. Davis Polk helped structure terms of the deal, which included novel features that achieved tax deductibility for interest payments.

Companies en route to becoming public also raised vast capital guided by Davis Polk. Liquefied natural gas producer Venture Global hired Davis Polk on three high-yield debt offerings that raised a combined \$6.5 billion between October 2023 and July 2024, plus a perpetual preferred stock offering in September that raised an additional \$3 billion.

Davis Polk represented the Virginia-based LNG company in its \$1.8 billion IPO in January, the largest U.S. listing by an energy company since Plains GP Holdings LP raised \$2.9 billion in 2013. The firm's attorneys say helping a company grow through various stages of its cycle is among the most rewarding aspects of their work.

"Having deep relationships with corporate clients and seeing them grow from transaction to transaction, there's truly nothing better, from a professional perspective, but also from a personal perspective," Davis Polk partner and capital markets practice co-head Maurice Blanco said. "Some of these clients, you get to know and live through exciting moments with them."

Davis Polk attorneys are looking to seize more opportunities in 2025 as capital markets activity returns to prepandemic norms. Plus, the U.S. outlook is bolstered by expectations of regulatory relief under a second Trump administration.

Attorneys say they are in conversations with clients that plan to pursue funding across the capital-raising spectrum, including equity and debt, and newer asset classes like cryptocurrency are coming to the fore. In addition, more companies are considering spin-offs that would create new publicly traded entities, which bodes well for dealmaking.

"We are very bullish on our capital markets franchise," Blanco said. "It's been a crown jewel of Davis Polk historically and will continue to be."

--Editing by Linda Voorhis.

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