

## CURRICULUM VITAE

*Niko Christopoulos*

### EXPERIENCE

➤ **October 2010 - present: director and owner of Christopoulos Consultancy B.V.**

Working as independent legal advisor with a clear focus on corporate law.

Advising on (the structuring and execution of) M&A transactions and on the set up and revision of existing or new corporate structures, providing for a clear division of powers between the managing board, supervisory board and shareholder(s). Providing legal support on (M&A) transactions (both asset and share deals) and investments (participations). Extensive experience in reviewing, drafting and negotiating all ancillary agreements, including letters of intent, SPA's, shareholders' agreements, (intra-group) loan agreements or agreements providing for clear arrangements with important customers or suppliers. Frequently used as sparring partner for (top) management, supervisory board members and shareholder(s).

➤ **September 2005 - October 2010: lawyer (partner) at CMS Derks Star Busmann N.V.**

Initially working as senior corporate lawyer, and as from 2009, as partner, at the corporate department of the Hilversum office (between 2005 - 2007) and as from October 2007 at the Corporate Finance department of the Amsterdam office of CMS.

During 2005-2007 focusing on (general) corporate and contract law (advising on corporate structures, liability of managing and supervisory directors, litigating on disputes of contract and corporate law, advising on (smaller) mid-market transactions and investments. As from October 2007, focusing more on (international) M&A transactions (both share and assets deals), management buy-outs and other private equity investments, and the setting up of joint ventures. Starting mid-2008, increasing focus on providing high-end legal advice on corporate governance and incentive (option and other) schemes for management. Extensive experience in advising on the Dutch structure regime (i.e. the mandatory application for large Dutch companies of a two-tier structure with a separate obligatory supervisory board).

➤ **January 2004 - July 2005: legal counsel at ABN AMRO Bank N.V.**

Working as a (corporate) legal counsel at the head office of ABN AMRO Bank in Amsterdam, at the M&A unit of the Group's Legal Department.

Focusing on providing legal advice in respect of the bank's major strategic acquisitions and divestments. Providing legal advice on the setting up of joint ventures. Advising on (corporate aspects of) various contracts and rendering opinions on possible claims or disputes (and directing lawyers conducting the litigation cases). Drafting legal policies and guidelines for various divisions of the bank, e.g. in respect of director's liability (giving internal lectures and publishing essays and articles). Advising the bank's private equity business unit (currently named *AAC Capital Partners*), including reviewing, commenting and drafting of confidentiality agreements, MOU's/LOI's/Term Sheets, Engagement Letters, Bid letters, Shareholders'- en Investment Agreements, loan and finance agreements and rendering opinions on threatening claims at the level of portfolio companies.

➤ **December 1998 - December 2003: lawyer at NautaDutilh N.V.**

Working as a corporate lawyer at the Corporate Finance department of the Amsterdam office of NautaDutilh.

Focusing on M&A and private equity transactions, (re)financing operations, rendering (corporate) legal opinions, advising on the setting up of joint ventures. Rendering legal support on privatisations of state- and municipality-owned companies. Litigating in respect of the interpretation of (general) contract and corporate law. During end of 1999, early 2000, working at the New York office of NautaDutilh for several months on corporate aspects of cross-border leases.

## EDUCATION

**Postgraduate training on Corporate Structures** at Grotius Academy Nijmegen (2005)

**Postgraduate training M&A** at Reed Business Information (2003)

**Dutch bar exams** at Nederlandse Orde van Advocaten, Amsterdam District (1999 - 2002)

**University degree in Dutch law (Nederlands recht)** at University of Amsterdam (1992 - 1998)

**Grammar School (VWO - Gymnasium)** at Murmellius Gymnasium Alkmaar (1985 - 1992)

## PUBLICATIONS

**“Commissarissen hebben geen behoefte aan een nieuw jasje” (“Dutch Supervisory Board members do not need new rules”)**, opinion essay on corporate governance requirements of supervisory board directors at companies which apply the Dutch structure regime, published in the Dutch Financial Times (het Financieele Dagblad) of 20 May 2010 (p. 9)

**“Symboolwetgeving in het ondernemingsrecht” (Symbolic legislation proposals in Dutch corporate law)**, opinion essay on the consequences of the draft bill on advisory rights of works councils for international corporations and companies subject to the Dutch structure regime, published in the Dutch Financial Times (het Financieele Dagblad) of 28 May 2009 (p. 7)

**“Financiering MKB moet soepeler; Brussel dreigt het belang van middelgrote bedrijven uit het oog te verliezen” (“Mid-market financing should be facilitated: Brussels is likely to overlook the importance of mid-size companies”)**, opinion essay on European Small Business Act and its consequences for the financing restrictions for (Dutch) private equity houses in the (Dutch) mid-market, published in the Dutch Financial Times (het Financieele Dagblad) of 21 August 2008 (p. 8)

**“Verkopen in etappes” (“Selling in instalments”)**, an interview on earn-outs published in Brookz, a Dutch magazine on mid-market M&A (June 2008)

**“Goede overdracht door een earn-out regeling”**, article on earn-outs, published in the local Chamber of Commerce newspaper (June 2006)

**“Liquidation preference in private equity; Or: why simply driving a hard bargain doesn’t necessarily mean getting the best deal”**, an article on several aspects of (liquidation preference in) private equity, published in the 2005 October issue (nr. 13, pages 478-483) of the leading Dutch magazine for corporate law, “Ondernemingsrecht”

**“Advocateneed verdient nadere beschouwing” (“The oath for Dutch lawyers requires further contemplation”)**, a summary of the book on the oath for Dutch lawyers, published in the Dutch Lawyers Magazine issued by the Dutch Bar Association (Advocatenblad) 1999, nr. 9

**“De advocateneed” (“The (Dutch) lawyers oath”)**, a book explaining the history, contents and interpretations of the oath that Dutch lawyers need to swear before the Dutch courts before they can be installed as a lawyer, published by Boom Juridische Uitgevers (Uitgave voor de Nederlandse Vereniging voor Procesrecht), ISBN number 9054540257, 1999 (75 pages)