



Selected Experience: Transportation

- Jones Day advised the **French SATEBA Group**, European leader in sustainable rail infrastructure, in connection with the acquisition of the concrete sleeper business of the Belgian De Bonte Group, with operations at four sites in Belgium and France.
- Acted as local counsel to a consortium of lenders, led by **BBVA México, S.A.** Institución de Banca Múltiple as agent, in the structuring and implementation of a US\$282.75 million loan facility for Consorcio Tren Ligero Línea 4 Guadalajara, S.A.P.I. de C.V. This loan is earmarked for the financing of the construction and operation of the “Line 4” subway in Guadalajara, Jalisco, Mexico, and VAT financing. The Firm also designed and executed the complex collateral structure for the loan, which includes two trusts, ordinary and non-possessory pledges, and corporate guarantees provided by the sponsors of the borrower.
- Advised **Beel Infra**, together with its investment vehicles, in connection with the redesign and modifications to the subordinated structured financing to Autovía Necaxa–Tehuacán, S.A. de C.V. (Auneti), allowing Banco Multiva to grant a loan for up to MX\$940 million to Auneti as concessionaire of the Necaxa–Tehuacán highway in Mexico.
- Advised **AGS Agunsa**, the North American arm of Agunsa and a key player within the Empresas Navieras Group (Chilean marine transport company), in the acquisition of a significant equity interest in Omni Transloading & Logistics and Omni Bulk Services.
- Advised **AGS Agunsa**, the North American arm of Agunsa and a key player within the Empresas Navieras Group (Chilean marine transport company), in the acquisition of a significant equity acquisition in AR SAVAGE COMPANY LLC, along with its associated companies and subsidiaries.
- Advised **Signature Aviation** in the acquisition of Meridian, an award-winning private aviation company with bases in Teterboro, New Jersey, and Hayward, California.
- Represented **Business Jet Center, Ltd.** and other affiliated Wright entities in connection with increase and modification of loans from Fifth Third Bank for new hangars to be built at Dallas Love Field Airport.
- Represented **TransDigm Group Incorporated**, a leading global designer, producer, and supplier of highly engineered aircraft components, in connection with the Rule 144A and Regulation S offering by TransDigm Inc., its wholly owned subsidiary, of \$1 billion aggregate principal amount of 7.125% Senior Secured Notes due 2031. Concurrently with the offering of the Notes, TransDigm Group amended the company’s Credit Agreement by entering into an Amendment No. 13 and Incremental Term Loan Assumption Agreement, pursuant to which, among other things, TransDigm Inc. incurred \$1 billion of new tranche J term loans with a maturity date of February 28, 2031.
- Advised **Alianza Malinalco**, a subsidiary of Beel Infra, in granting a subordinated structured financing for MX\$210 million denominated in UDIs to a trust created by Construobras De la Garza group. The loan structure will have as a payment source the exceeding amounts remaining from the concessions of Los Indios and Donna Rio Bravo International Border Bridges, located between Tamaulipas (Mexico) and Texas (USA).
- Advised **AAR CORP.** in the acquisition of Trax USA Corp., a leading independent provider of aircraft MRO and fleet management software, for a purchase price of \$120 million in cash, plus up to a \$20 million earn-out payment based on specified adjusted revenues in calendar year 2023 and 2024.
- Successfully represented **RATP Développement**, a subsidiary of RATP, against its competitor Transdev before the administrative court of Toulon on the awarding of a six-years and €450 million concession contract related to the public transportation system of Métropole Toulon Provence Méditerranée.
- Represented **TransDigm Group Incorporated** and certain of its subsidiaries in connection with a loan modification and refinancing of its tranche E and F term loans in the aggregate principal amount of approximately \$4.559 billion with Goldman Sachs Bank USA, as administrative agent and collateral for a syndicate of lenders.
- Advised **Agencias Universales S.A. (AGUNSA)** in the acquisition of a 75% equity interest in Carver Maritime Manatee, a terminal operator at SeaPort Manatee, a deep water seaport located at the entrance to Tampa Bay in northern Manatee County, Florida.
- Represented **TransDigm Group Incorporated** and certain of its subsidiaries in connection with a loan modification and refinancing of its tranche G term loans in the aggregate principal amount of approximately \$1.725 billion with Goldman Sachs Bank USA, as administrative agent and collateral for a syndicate of lenders.

- Advised **Parker Hannifin Corporation**, the global leader in motion and control technologies, in the divestiture of its Aircraft Wheel and Brake Division, located in Avon, Ohio, to Kaman Corporation for \$440 million.
- Advised **Signature Aviation** in its divestiture of three TAC Air fixed-base operations at Omaha, Nebraska; Raleigh-Durham, North Carolina; and Hartford, Connecticut, to Atlantic Aviation.
- Advised **Vertex Aerospace**, a portfolio company of American Industrial Partners, in its stock-for-stock merger with Vectrus, Inc., at an implied value for Vertex of approximately \$2.1 billion. The combined company will offer significantly expanded technology and service capabilities, delivering a comprehensive suite of integrated solutions and critical service offerings to support national security readiness and modernization initiatives around the world. As a result of the merger, American Industrial Partners now owns approximately 58% of the public shares of Vectrus.
- Represented the **Sonepar Group**—a Paris-headquartered global leader in B2B distribution of electrical products, solutions, and related services—in the sale of Sonepar's subsidiary business, Vallen Distribution, to Nautic Partners, a middle-market private equity firm based in Rhode Island. Vallen is a leading North American provider of MRO industrial supplies, providing integrated supply solutions, vendor-managed inventory, and safety services. Vallen is headquartered in Belmont, North Carolina.
- Advised **Signature Aviation** in the acquisition of the TAC Air business of The Arnold Companies.
- Represented **Business Jet Center, Ltd.** and other affiliated Wright entities in connection with loans to refinance the client's existing outstanding debt. The new debt facility is secured by ground leases at Dallas Love Field Airport, where Business Jet Center is a fixed-base operator.
- Represented **Dorilton Capital** in the acquisition by portfolio company MEI Rigging & Crating, LLC of A&A Transfer, LLC, a leading full-service industrial rigging, storage, and hauling company in the Washington, D.C., Maryland, and Virginia area.
- Advised **American Industrial Partners** in the acquisition by portfolio company Vertex Aerospace of Raytheon Technologies' Defense Training, Professional Services, Mission Critical Solutions, and Modernization and Sustainment business lines. The Defense and Mission Critical Solutions business is a leading provider of training and sustainment services and products to the defense and commercial aerospace industries, primarily in the United States.
- Advised **Signature Aviation Ltd.** in the acquisition of Vail Valley Jet Center, the fixed-base operator at Eagle County Regional Airport in Gypsum, Colorado, serving the Vail Valley.
- Represented **United States Steel Corporation**, an integrated steel producer with major production operations in the United States and Central Europe, in connection with the sale of its wholly owned short-line railroad subsidiary, Transtar, LLC, to a subsidiary of Fortress Transportation and Infrastructure Investors LLC for \$640 million. FTAI is managed by an affiliate of Fortress Investment Group LLC, which has acquired more than \$17 billion in transportation-related assets since 2002. Transtar's operations include the Gary Railway Company in Indiana; the Lake Terminal Railroad Company and the Lorain Northern Company in Ohio; the Union Railroad Company, LLC in Pennsylvania, the Fairfield Southern Company, Inc., and the Birmingham Southern Railroad Company in Alabama; Delray Connecting Railroad Company in Michigan; and the Texas & Northern Railroad Company in Texas. Simultaneously with the consummation of the transaction, U.S. Steel will enter into a Railway Services Agreement with the Transtar entities. Under the Railway Services Agreement, Transtar will continue to provide U.S. Steel with rail haulage, switching and transportation services at its facilities in and around Gary, Indiana; Pittsburgh, Pennsylvania; Fairfield, Alabama; Ecorse, Michigan; Lorain, Ohio; and Lone Star, Texas. The divestiture will generate immediate incremental value for U.S. Steel stockholders by monetizing a non-core asset, while better aligning U.S. Steel's operating focus on its core business. U.S. Steel plans to use the net proceeds from the transaction for general corporate purposes and to strengthen its balance sheet.
- Advised **Skyworks Solutions, Inc.**, an innovator of high-performance analog semiconductors, in connection with its acquisition of the Infrastructure and Automotive business of Silicon Laboratories Inc., a leading provider of silicon, software, and solutions, in an all-cash asset transaction valued at \$2.75 billion.
- Advised **J.F. Lehman & Company** in the sale of BEI Precision Systems & Space Company, Inc. to Qantic Corporate Holdings, Inc., a portfolio company of Arcline Investment Management. BEI designs, engineers, and manufactures highly accurate, resilient, and reliable position feedback sensors and frequency reference technologies for mission-critical space, land, air, and sea applications.
- Advised **Signature Aviation plc**, a market-leading provider of global aviation support services, in the \$230 million sale of the Engine Repair and Overhaul business to StandardAero, a portfolio company owned by The Carlyle Group and a leading provider of maintenance, repair, and overhaul services.
- Advised **Alianza Malinalco**, a subsidiary of Beel Infra, in granting a subordinated loan for US\$18.5 million in pesos to an investment trust created by Vise, La Peninsular, and the concessionaire R&M Querétaro–San Luis. The loan structure will have as a payment source the exceeding amounts remaining from the senior loan that was granted for the public–private partnership for the maintenance of the Querétaro–San Luis Potosi toll road located in the Bajío area in Mexico.

- Represented a **Spanish securitization fund sponsor** in the acquisition of the distressed debt of a bankrupt Spanish motorway concessionaire.
- Advised **Atlas Arteria**, a global owner, operator, and developer of toll roads, on a new approximately 29-year debt facility for its Warnow Tunnel in Germany as part of a capital restructuring. The new arrangements include a €115 million debt facility and a cash injection from Atlas Arteria of approximately €42 million that will be used to repay approximately €142 million of current debt and for the termination of current hedging arrangements.
- Advised **Wells Fargo Bank, National Association**, in connection with a \$52.815 million asset-based note facility and negotiation of a co-lender agreement for the financing of a distribution building in Fairfield, California.
- Represented **Business Jet Center, Ltd.** and other affiliated Wright entities in connection with a loan from BBVA USA for the construction of a new hangar at Dallas Love Field Airport.
- Represented **TWG Aviation, Ltd.** and other affiliated Wright entities in the consolidation and modification of a ground lease with the City of Dallas covering property at Dallas Love Field Airport, adding land to the leased premises and extending the term into 2055 in anticipation of future development.
- Provided legal advice to **Portren, S.A.**, and its shareholders, **Cointer Concesiones, S.L.**, and **Christophersen, S.A.**, in connection with the procurement, transportation, and export financing for an initial amount of €97 million of rolling stock to be operated in Paso de los Toros, Uruguay.
- Advised **Guardian Europe S.à r.l.**, a subsidiary of Koch Industries, Inc., in the sale of its Guardian Automotive after-market glass fabrication and distribution business to PARTER Capital Group AG. The transaction includes automotive glass fabrication operations in Llodio and Valencia, Spain, and a warehouse in Karlsruhe, Germany.
- Represented **TransDigm Group Incorporated**, a leading global designer, producer, and supplier of highly engineered aircraft components, in connection with the Rule 144A and Regulation S offering by TransDigm Inc., its wholly owned subsidiary, of an additional \$400 million aggregate principal amount of 6.25% Senior Secured Notes due 2026.
- Represented **Sacyr Concesiones S.L.**, as sponsor; Unión Vial Río Pamplonita S.A.S., as concessionaire; and Fideicomiso Unión Vial Río Pamplonita S.A.S., as borrower, in connection with a \$451.5 million long-term project financing, consisting of a U.S. dollar tranche and Colombian peso debt tranches, provided by a syndicate of major financial institutions led by Deutsche Bank AG, New York Branch and JPMorgan Chase Bank, N.A. The financing package will be used to fund the design, construction, and placement into service of the Cucuta–Pamplona Highway, which forms part of the Colombian 4G highway.
- Advised **Universal Weather and Aviation** in the \$170 million carve-out sale of its aviation fuel business to World Fuel Services, Inc.
- Advised **Webster Bank N.A.** in connection with an acquisition loan secured by a 132,548-square-foot warehouse/distribution building located in Bellmawr, New Jersey.
- Advised **Crédit Agricole Corporate and Investment Bank**, Milan Branch, as original lender, mandated lead arranger, facility agent, underwriter, and bookrunner, in connection with the structuring, drafting, and negotiation of a €91.3 million facilities agreement for refinancing the acquisition and the development of a portfolio of six logistic assets located in Italy by an Italian speculative closed-end real estate fund reserved to professional investors denominated “GO Italia VI,” managed by DeA Real Estate SGR S.p.A. and having as unit holder GreenOak Europe III LP.
- Advised **Aberdeen Infrastructure (HoldCo) B.V.** in the acquisition of 47.5% of the share capital and related financing of the Spanish company Autopista del Guadalmedina, Concesionaria Española, S.A.U., the concessionaire that manages the Guadalmedina highway (AP-46 Málaga–Las Pedrizas).
- Represented **Macquarie Asset Management** in the sale of AGS Airports to AviAlliance, a wholly owned subsidiary of PSP Investments, alongside its joint venture partner, Ferrovial.
- Advised Empark, a subsidiary of **Macquarie Capital (USA) Inc.**, in connection with the purchase of a large parking portfolio from Isolux Corsán Aparcamientos, an entity that belongs to a large construction and infrastructure conglomerate that started insolvency proceedings in 2017. The transaction was complex and required reaching agreements with both the seller and a group of domestic and international lenders.
- Represented **PNC Bank, National Association** in a \$425 million syndicated senior secured revolving credit facility made to a provider of intermodal transportation and supply chain management services and one of North America’s largest and fastest growing private railroad and transportation management companies, and certain of its affiliates.

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