HENGELER MUELLER



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Hartwin advises listed and non-listed companies regarding national and international reorganisations. Other principal areas of his practice include the preparation and support of shareholders' meetings, in particular annual shareholders' meetings of listed companies, advising boards of stock corporations as well as forensic activities in corporate law.

The most recent reorganizations in which Hartwin has advised include: the acquisition of Barclays Bank Ireland's German retail banking business by way of an Irish Scheme of Arrangement, immediately followed by a cross-border merger of the Irish company into Austrian BAWAG (2024/2025), transition of the Frankfurter Bankgesellschaft Group into its new organizational structure under a newly established holding company, merger of M.M.Warburg & Co Hypothekenbank AG into Münchener Hypothekenbank e.G. (stock corporation into a registered cooperative, 2023), cross-border merger of the Luxembourg activities for MorgenFund (2022), conversion of ista International GmbH into ista SE (including a reorganization of the group, 2022), RWE AG in the pooling of business areas – renewable energy, grid and distribution – into the new affiliated company innogy SE, its IPO and placement of about 10% with a total volume of about EUR 5 bn (2016), innogy SE in its acquisition by E.ON and the subsequent group reorganisation as well as merger squeeze-out (2018 – 2020), pooling of the generating activities of RWE AG into RWE Generation SE (2013), re-pooling of the grid business of RWE Deutschland AG in new companies (2013), restructuring of Thyssengas for the sale of gas transmission network to Macquarie (2010), and the restructuring of RWE AG for the sale of the extra-high voltage grid (Amprion) (2011). In addition, he advised GEA Group AG in the restructuring of its matrix structure for the sale of the market segment Heat Exchangers (2014). Among his restructuring mandates is advising WestLB in its spin-off of the Sparkassen business with total assets of EUR 40 to 45 bn to Helaba (2011/2012) and Credit Suisse on the international aspects of a business transfer in 20 jurisdictions worldwide to a new Swiss legal entity.

His mandates include: advising Commerzbank in the merger of Dresdner Bank AG and Commerzbank (2009), corporate law advice to Commerzbank AG regarding the capital increase to EUR 11 bn for repayment of silent participations of SoFFin (2011), as well as advising the structuring of capital measures of EUR 2.5 bn (2013), accompany Commerzbank in discussions with Deutsche Bank AG on a potential merger (2019) and corporate law advice to RWE AG regarding a capital increase of EUR 2.1 bn (2011).

In addition, Hartwin has advised in several squeeze-outs (in particular comdirect bank, innogy, ERGO, Eurohypo, Keramag, Harpen, Hoechst), and in corporate litigation. Finally, Hartwin continuously advises in shareholder, corporate group, partnership and capital market related matters. A significant element of this concerns duties of management boards and supervisory boards, especially regarding management liability and internal investigations.

Career

Admitted to bar 1994

Universities of Regensburg, Freiburg und Munich (Dr. jur.)

University of Chicago Law School (LL.M.)

Law firm in New York, 1994

Publications

Co-Autor: Münchener Handbuch Aktiengesellschaft, 6. Aufl. 2024

Co-Autor: Fleischer/Hüttemann Rechtshandbuch Unternehmensbewertung, 3. Aufl. 2024

Co-Autor: Hopt, Vertrags- und Formularhandbuch zum Handels-, Gesellschafts- und Bankrecht, 5. Aufl. 2021, 6. Aufl. 2025 i.Vb.

Co-Autor: Krieger/U.H. Schneider, Handbuch Managerhaftung, 4. Aufl. 2023

Co-Autor: Münchener Vertragshandbuch Gesellschaftsrecht, 8. Aufl. 2018