



Lior Porat
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Practices

Telecoms & Media

Corporate

Capital Markets & Securities

Commercial

Mergers & Acquisitions

About

Adv. Lior Porat is a co-managing partner at Gornitzky GNY, leading the firm's Corporate & Capital Market practice as well as its Telecom & Media practice.

Drawing on his rich and diverse experience in corporate and commercial law, Lior advises leading local and global companies, both public and private alike, on corporate law, capital markets and securities, mergers and acquisitions, regulation, corporate governance, and more.

Lior's experience encompasses many of the legal aspects in a corporate's life, including corporate transactions, cross-border mergers and acquisitions, corporate restructurings, complex reorganization and financing transactions, and consulting on complex corporate-governance matters and independent board committees of public companies in particular. He also represents companies in derivative and class action proceedings.

Recent experience in corporate law, corporate governance and securities:

- Representing OPC Energy in a share-exchange transaction with Veridis Environment, solidifying their strategic partnership in the field of electricity and energy production and supply in Israel
- Representing Osem Investments in a "Going Private" transaction with Nestle (by way of a reverse triangular merger)
- Representing Ayalon Insurance's independent committee in the company's acquisition of the digital insurance company WeSure by way of share exchange, valued at over 130 million NIS.
- Representing Meshek Energy's independent committee in its purchase Misheki HaKibbutzim's majority shares in Dalia Energy by way of share exchange, valued at 623 million NIS.
- Representing Israel Corporation in corporate and capital market activities
- Representing Bezeq in a capital reduction proceeding in the amount of NIS 3 billion
- Representing IFF in its acquisition of Israeli Frutarom Industries as part of a huge merger transaction
- Representing the controlling shareholders of Auto Magazine, operator of Auto magazine and website, in the sale of control to Mimun Yashir Group
- Consulting Tomer Energy's independent committee, in the

acquisition of royalties from Tamar gas reservoir at a total sum of approx. 25 million dollars.

- Representing the special independent committee of BSD Crown, who controls Willi-food Group, in a going-private transaction in which majority shareholders the Williger brothers had acquired all public shares by way of a reverse triangular merger.

Recent corporate litigation experience:

- Representing IFF and Frutarom in complex litigation proceedings pertaining to their merger, such as a claim for the reimbursement of an exceptional bonus received by the company's former CEO in the amount of US \$20 million, and in defending petitions to certify class actions in connection with the merger
- Representing Israel Corporation in derivative and class action proceedings pertaining to the company's reports and transactions in Israel, including unique and complex corporate governance issues.
- Representing Bezeq in the Supreme Court in various proceedings pertaining to the company's unprecedented capital reduction, in which the Supreme Court adopted the Delaware-based business judgment rule, constituting a precedent in corporate case law in Israel
- Representing Bezeq in the dismissal of class action against the company in relation with telecommunication regulations that applies to the company

Lior has diverse and extensive experience in telecommunications and media, and is considered one of Israel's leading TMT experts. He is ranked at the highest level in both international and local legal guides.

He represents leading local and international communications corporations across all key segments in the sector – television, telecom, cellular, internet, and satellite services – in licensing and regulation proceedings that require in-depth knowledge of the intricacies of the onerous regulation prevalent in the field, in transactions that are unique to the communications sector, as well as in various litigation proceedings. Lior's clients include Yes, Pelephone, Golan Telecom, Starlink and others.

Recent telecommunication and media experience:

- Acting for satellite broadcasting company YES from its inception, in its legal and regulatory matters.
- Representing cellular operator Golan Telecom and its (former)

shareholders in a merger with Cellcom Israel, including the regulatory proceedings required for that purpose.

- Representing Starlink of the SpaceX Group in aspects of communications licensing in Israel.
- Representing clients in transactions with leading international content providers, such as Studio Canal, Netflix, HBO, Fox, BBC, Sky, Disney and others
- Representing Pelephone in negotiations for upgrading its G5 network
- Representing various clients in the sale of local tv series and formats to leading international content providers and distributors, including the licensing of distribution rights for the extremely successful TV political thriller "Fauda" to Netflix.

Lior is consistently ranked in all Israeli and international ranking lists as a leading partner.

Education

M.B.A. (Finance), *cum laude*, Bar-Ilan University (1999)

LL.B., *cum laude*, Bar-Ilan University (1998)

Dean's List (1995, 1996)

Admissions

Israel Bar Association, 1999

Languages

Hebrew and English