



Olga Ponomarenko
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Practice Areas

Corporate, Mergers and Acquisitions,
Private Equity and Venture Capital

Education

Moscow State University (Diploma in
Law, *magna cum laude*, 2006)

Bar Admissions

England and Wales; Russia

Olga Ponomarenko is a partner in Cohen & Gresser's London office, advising clients on complex cross-border mergers and acquisitions, equity capital markets transactions, and corporate matters. She brings deep experience representing private equity sponsors, sovereign wealth funds, multinational corporates, and financial institutions across a broad range of industries including technology, energy, financial services, retail, and infrastructure.

Olga has played a leading role in some of the most significant international M&A transactions and capital markets offerings in recent years, with particular expertise in multi-jurisdictional deals, sanctions compliance, and complex corporate reorganizations.

Prior to joining Cohen & Gresser, Olga was a partner at Latham & Watkins in London.

Olga is fluent in Russian, English, and German.

Mergers & Acquisitions

Olga counsels clients from various industries on complex M&A transactions and general corporate matters, with particular strength in cross-border private equity transactions, carve-outs, and joint ventures.

Representative Transactions:

EQT, CPP Investments, and Nord Anglia Education on the sale of Nord Anglia Education to a consortium formed by Neuberger Berman Private Markets, EQT, and CPP Investments, together with other global institutional investors.

One Rock Capital Partners on the acquisition of Constantia Flexibles, a leading global packaging manufacturer, from Wendel.

Ameriabank on its acquisition by Bank of Georgia.

Siemens AG on the winding down of all business activities in Russia, including transactions, sanctions compliance, and reorganization measures.

Public Investment Fund of Saudi Arabia on multiple M&A transactions as co-investor alongside Russian Direct Investment Fund, including related sanctions compliance matters.

Advising AFK Sistema on the consolidation of pharmaceutical assets and establishment of Binnopharm Group.

A consortium of three Indian oil and gas companies - Oil India Limited, Indian Oil Corporation Limited, and Bharat PetroResources Limited - on the acquisition from Rosneft of a 23.9% stake in JSC Vankorneft and a 29.9% stake in Taas-Yuriakh Neftegazodobycha.

Uniper Exploration & Production on the sale of a 25% stake in the Yuzhno-Russkoye gasfield to OMV.

Sovcombank PJSC on its acquisition of FinEx London, an investment management company.

Equity Capital Markets

Olga has significant experience representing issuers and underwriters in offerings of shares and depositary receipts under Regulation S and within the US in exempt and registered offerings. She has been involved in many of the largest equity offerings of CEE and CIS companies, including landmark IPOs and secondary offerings on major global exchanges.

Representative Transactions:

Underwriters on the US\$1.1 billion initial public offering of Ozon, a leading e-commerce group, on Nasdaq.

The sole underwriter and sole placement agent in a public offering and concurrent private placement by Yandex, Russia's leading search and ride-hailing provider.

Cian PLC, a leading online real estate classifieds platform, on its IPO and listing of 18,213,400 American Depositary Shares on the NYSE and MOEX.

Renaissance Insurance Group PJSC on its IPO and listing on MOEX.

The lead arranger and lender on the take-private offer for KAZ Minerals PLC.

HMS Hydraulic Machines and Systems Group plc on its initial public offering and listing of GDRs on the London Stock Exchange.

TMK on a RUB10.5 billion secondary public offering of shares.

Gazprombank on a US\$600 million offering of OJSC Nomos Bank ordinary shares on MOEX.

Rosneft on its initial public offering and listing of GDRs on the London Stock Exchange.

Privatizations & Infrastructure

Olga has advised on major privatizations and infrastructure transactions, representing airport and port operators, LNG project sponsors and government-linked energy infrastructure operators.

Representative Transactions:

Sheremetyevo International Airport on the consolidation of assets and privatization.

Sheremetyevo International Airport on the sale of Vladivostok Airport to a consortium of investors.

Yamal LNG and the sponsors - Novatek, Total and CNPC - in connection with the project financing.

Novorossiysk Commercial Sea Port on its initial public offering and listing of GDRs on the London Stock Exchange.

Novorossiysk Commercial Sea Port on the acquisition of Primorsk Trade Port.

Inter RAO UES and DBTCA on the privatization of RAO UES and the simultaneous spin-off of over 20 power generation companies via the establishment of depositary receipt programs.

Samruk-Energo on the debut Eurobond offering and establishment of EMTN program.

Venture Capital & Growth Investments

Olga advises emerging companies and investors on venture capital financings and growth equity transactions.

Representative Transactions:

Zubr Capital on the Series A funding round of Zing Coach.

IVI, an online video streaming platform, on a US\$250 million funding round from external investors and current shareholders.