

7th Business Law Forum Private Equity – New Trends

FRIDAY, SEPTEMBER 11 & SATURDAY, SEPTEMBER 12, 2015



FRANKFURT

GERMANY



Seminar organised by the UIA in cooperation with the BVK Bundesverband der Kapitalbeteiligungsgesellschaften

Bringing together the world's lawyers

For over 85 years, the Union Internationale des Avocats (UIA - International Association of Lawyers) has been defending the legal profession and facilitating international contacts, cooperation and the exchange of knowledge among lawyers, while respecting their cultural and professional diversity.

Today, the UIA brings together several thousand members – lawyers or law professionals – and hundreds of bars, federations and associations.

Join the UIA and become a member of the world's strongest network of lawyers

- You will participate in the work of the UIA Commissions in Business Law, Human Rights and General Practice and share your experience with that of professionals from over 110 countries.
- You will also be able to join forces with the UIA, which, each year, provides its support to lawyers who cannot freely practise their profession. Everywhere in the world where rights of defence are threatened or the proper administration of justice is hindered, the UIA will make your voice heard.

www.uianet.org

Introduction

The 7th edition of the highly successful Business Law Forum of the UIA will focus in 2015 on the **private equity sector**. This Business Law Forum will again be organised in the form of a **one and a half day seminar** taking place in **Frankfurt**, Germany's financial center. The seminar will bring together legal practitioners with representatives of the private equity industry and the banking sector.

The seminar is organised jointly by the Corporate Law, Banking & Financial Services Law, M&A and Tax Law Commissions of the UIA.

The **main topics** of the seminar will include:

- Deal financing
- Tax structuring
- Changes in the regulatory environment facing the private equity industry
- Exit strategies
- A particular focus on certain selective markets

Apart from the professional programme, the city of Frankfurt and the hospitality of the host committee and sponsoring associations will make this a not to be-missed event.

Please join us and spend a late summer weekend in Germany!



Thursday | September 10 | 2015

19:30 WELCOME COCKTAIL

Hosted by Oppenhoff & Partner

Opernturm, 33th floor
Bockenheimer Landstraße 2-4
60306 Frankfurt am Main



Friday | September | 11 | 2015

08:30 – 09:00 REGISTRATION OF PARTICIPANTS

The Westin Grand Frankfurt Hotel
Konrad-Adenauer-Strasse 7
60313 Frankfurt am Main

09:00 – 09:15 WELCOME AND OPENING OF THE SEMINAR

- **Miguel LOINAZ**, *UIA President, ALS Abogados, Montevideo, Uruguay – or his Representative*
- **Jürgen VON WENDORFF**, *Member of the Board of the Bundesverband Deutscher Kapitalbeteiligungsgesellschaften – German Private Equity and Venture Capital Association (BVK), HANNOVER Finanz Group, Hannover, Germany*

09:15 – 09:45 New Industry Trends and Review of Deal Activity

Speaker:

- **Jürgen VON WENDORFF**, *Member of the Board of the Bundesverband Deutscher Kapitalbeteiligungsgesellschaften – German Private Equity and Venture Capital Association (BVK), HANNOVER Finanz Group, Hannover, Germany*

09:45 – 11:00 Deal Financing, New Structures and Issues

Moderator: • **Ana BEN VÁZQUEZ**, *Prol & Asociados, Madrid, Spain*

Speakers:

- **Silvestre TANDEAU DE MARSAC**, *SCP Fischer, Tandeau De Marsac, Sur & Associés, Paris, France*
- **Stephen BRODIE**, *Herrick, Feinstein LLP, New York, NY, USA*
- **Jost RUDERSDORF**, *Menold Bezler Rechtsanwälte Partnerschaft MBB, Stuttgart, Germany*

11:00 – 11:30 COFFEE BREAK

11:30 – 12:30 Tax Structuring of Deals

Moderator: • **Alexander PUPETER**, *Pöllath & Partners, Munich, Germany*

Speakers:

- **Daniel LEHMANN**, *Bär & Karrer, Zurich, Switzerland*
- **Bijal AJINKYA**, *Khaitan & Co., Mumbai, India*
- **Jean-Jacques BATAILLON**, *Bataillon & Associés Avocats, Paris, France*

12:30 – 14:00 LUNCH

14:00 – 15:30 The Regulatory Environment – Changes and Challenges

Moderator: • **Marc FYON**, *Stibbe, Brussels, Belgium*

Speakers:

- **Dirk LEERMAKERS**, *Stibbe, Luxembourg*
- **Patricia VOLHARD**, *Pöllath & Partners, Munich, Germany*
- **James D. ROSENER**, *Pepper Hamilton, New York, NY, USA*
- **Gonçalo DOS REIS MARTINS**, *SRS Advogados, Lisbon, Portugal*

15:30 – 16:00 COFFEE BREAK

16:00 – 17:30 New Industries and Markets

Moderator: • **Stephan KÖNIG**, *Oppenhoff & Partner, Cologne, Germany*

Speakers:

- **Heiko ARNOLD**, *Odewald KMU, Berlin, Germany*
- **Keavy RYAN**, *A&L Goodbody, Dublin, Ireland*
- **Carsten OPITZ**, *Arendt & Medernach, Luxembourg*
- **Rabindra JHUNJHUNWALA**, *Khaitan & CO, Mumbai, India*

20:00 OPTIONAL DINNER

The Ivory Club

Taunusanlage 15 – Ecke Guiolletstraße
60325 Frankfurt, Germany

Saturday | September | 12 | 2015

09:00 – 09:15 REGISTRATION OF PARTICIPANTS

The Westin Grand Frankfurt Hotel
Konrad-Adenauer-Strasse 7
60313 Frankfurt am Main

09:15 – 10:30 Management Incentive Plans

Moderator: • Alexander PUPETER, Pöllath & Partners, Munich, Germany

Speakers:

- Benedikt HOHAUS, Pöllath & Partners, Munich, Germany
- James D. ROSENER, Pepper Hamilton, New York, NY, USA

10:30 – 11:00 COFFEE BREAK

11:00 – 12:30 Exit Strategies

Moderator: • Stephan KÖNIG, Oppenhoff & Partner, Cologne, Germany

Speakers:

- Keavy RYAN, A&L Goodbody, Dublin, Ireland
- Gonçalo DOS REIS MARTINS, SRS Advogados, Lisbon, Portugal
- Maarten SANDERS, Bergh Stoop & Sanders, Amsterdam, The Netherlands
- Pierre-Menno DE GIRARD, Reinhart Marville Torre, Paris, France

12:30 – 13:00 CLOSING REMARKS



Organising Committee

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General Information

SEMINAR VENUE

The Westin Grand Frankfurt Hotel
Konrad-Adenauer-Strasse 7
60313 Frankfurt am Main

REGISTRATION FEES

	UIA Member		Non Member	
	≤ 11.08.2015	> 12.08.2015	≤ 11.08.2015	> 12.08.2015
STANDARD REGISTRATION	€ 390*	€ 440*	€ 440*	€ 490*
YOUNG LAWYER (<35)**	€ 340*	€ 390*	€ 390*	€ 440*

*The VAT (19%) can be applied to the amount here above according to the European Directive 2006/112/CE of November 28, 2006. For more information, please contact the UIA.

**Please attach proof of age to the registration form to benefit from young lawyers fee.

These fees cover participation in the welcome cocktail, participation in the seminar, coffee breaks, lunch on Friday, September 11, 2015, as well as the documentation of the seminar. The dinner on Friday night, September 11, 2015, is optional and at additional charge. Please note that the number of places at the seminar is limited. The organisers reserve the right to refuse registrations in the event of excess applications.

CONTINUING LEGAL EDUCATION

Every participant attending the seminar will receive a "Certificate of Participation" at the end of the event that may be used for obtaining "Credits" for "Continuing Legal Education" – "Continuing Professional Development" purposes, depending on national rules. For more information, please contact the UIA.

LANGUAGE

The working language will be **English**.

HOTEL ROOM RESERVATION

A limited number of rooms has been pre-booked at a preferential rate. Reservations should be made directly through the hotel. Credit card details must be given in order to secure your reservation. Please note that the number of rooms is limited. We recommend that you proceed with your reservations as soon as possible.

Hotels

Rates

THE WESTIN GRAND FRANKFURT

Konrad-Adenauer-Strasse 7
60313 Frankfurt am Main, Germany
T +49 (0)69 2981 0
F +49 (0)69 2981 810
E grandfrankfurt@westin.com
www.westingrandfrankfurt.com

Thursday, September 10, 2015

Single Room: € 189 / Double Room: € 209

Friday, September 11, 2015

Single Room: € 149 / Double Room: € 169

Breakfast & taxes included

Group rate available until August 13, 2015.

Subject to Availability.

Please download the hotel reservation form from our Website: www.uianet.org

NH COLLECTION FRANKFURT CITY

at 300 meters from the seminar venue
Vilbeler Str. 2
60313 Frankfurt am Main, Germany
T +49 (0)30 2238 0233
E groups.nhfrankfurtcitycenter@nh-hotels.com
www.nh-hotels.com

Thursday, September 10, 2015

Single Room: € 168,10 / Double Room: € 193

Friday, September 11 & Saturday September 12, 2015

Single Room: € 104,10 / Double Room: € 129

Breakfast & taxes included

Group rate available until August 13, 2015.

Subject to Availability.

Please download the hotel reservation form from our Website: www.uianet.org

CANCELLATION CONDITIONS

VISAS

All cancellations will be subject to a 50% deduction and will have to be sent in writing, to be received by the Union Internationale des Avocats **no later than August 11, 2015**. No refund will be made for cancellations received after this date.

Anyone who requires a visa invitation letter in order to attend the seminar should register and pay their registration fees **no later than August 11, 2015** to ensure there is enough time to obtain a visa.

All cancellations will be refunded in full, minus €50 + VAT to cover administrative costs, provided that the UIA has received the registration documents and **total registration fees no later than August 11, 2015**.

If you register after this date, only 50% of the amount paid minus €50 + VAT to cover administrative costs will be refunded for cancellations due to visa refusals.

All cancellations due to a visa refusal must be sent in writing and reach the UIA **before the seminar**. Cancellations must be accompanied by a **proof of visa refusal**.

If your visa is issued after the seminar date or if you do not have proof of visa refusal, you will not be entitled to a refund.

All registrations received by the Union Internationale des Avocats (UIA) along with the full payment of fees corresponding to the events selected will be confirmed in writing.

The UIA reserves the right to cancel or postpone the seminar to a later date, change the seminar venue and/or programme, make any corrections or modifications in the information published in the seminar programme and cancel any invitation to participate in the seminar, at any time and at their entire discretion, without having to provide any reasons for the same.

Neither the UIA, nor any of its managers, employees, agents, members or representatives shall be held responsible for any loss or damage, of any nature, suffered (directly or indirectly) by a delegate, accompanying person or a third party following any cancellations, changes, postponements or modifications.

The UIA strongly advises participants to subscribe to modifiable and/or refundable services, as well as to take out a cancellation insurance.

Neither the UIA, nor any of its managers, employees, agents, members or representatives shall be held responsible for any loss or damage, of any nature whatever, suffered (directly or indirectly) by a delegate or accompanying person, except in case of death or personal injury due to gross negligence by the UIA.

The contractual relations between the UIA and each participant (delegate or accompanying person) in relation to the seminar are subject to French law and jurisdiction, to the exclusion of any other law. Paris is the city of jurisdiction.

It is the responsibility of participants to ensure compliance with police, customs and health formalities for their journey. Participants unable to take part in the seminar because of their inability to take a flight or any other means of transportation due to being unable to provide the documents required (passport, visa, vaccination certificate, etc.) cannot claim any reimbursement.

“Force majeure” means any events external to the parties, of both an unforeseeable and insurmountable nature that prevents either the client or the participants, or the agency or service providers involved in organising the seminar, from executing all or part of the obligations provided for in the present agreement. By express agreement, such will be the case in the event of a strike affecting the means of transport, hotel staff, air traffic controllers, an insurrection, a riot or any prohibition whatever decreed by Governmental or public authorities.

It is expressly agreed that for the parties, a case of force majeure would suspend the execution of their reciprocal obligations. At the same time, each of the parties shall bear the burden of all the expenses incumbent upon them, resulting from the case of force majeure.

The organisers decline any responsibility in case of any health problems existing prior to the seminar that may lead to complications or be aggravated during the entire period of the stay: pregnancy, cardio-vascular problems, any allergies, special diets, any disorders under treatment and not yet consolidated on the day the seminar starts, psychic or mental or depressive illness, etc. (Non exhaustive list).

GENERAL CONDITIONS

FORMALITIES

FORCE MAJEURE

HEALTH



Union Internationale des Avocats
International Association of Lawyers
Unión Internacional de Abogados



Bundesverband Deutscher
Kapitalbeteiligungsgesellschaften

7th Business Law Forum Private Equity – New Trends

Friday, September 11 & Saturday, September 12, 2015

FRANKFURT, GERMANY

REGISTRATION FORM

Register online at: www.uianet.org

or please complete and return this form **before September 4, 2015**, by email, fax or post, to:

UNION INTERNATIONALE DES AVOCATS

25 rue du Jour, 75001 Paris, France

Tel: +33 1 44 88 55 66 ■ Fax: +33 1 44 88 55 77 ■ Email: uiacentre@uianet.org



Register online

UIA INDIVIDUAL MEMBERS: M I - - - - -

Please specify your membership number (Please check your membership card or membership fees)

Family Name:

First Name:

Firm:

Address:

Post Code: City:

Country:

Tel: Fax:

Email:

Date of Birth:

EU VAT ID – Number:

Special requests (special diet, allergies, handicap...):

Arrival/ departure times & flight numbers:

Hotel:

A. SEMINAR REGISTRATION FEES

	UIA Member		Non Member	
	≤ 11.08.2015	> 12.08.2015	≤ 11.08.2015	> 12.08.2015
STANDARD REGISTRATION	€ 390*	€ 440*	€ 440*	€ 490*
YOUNG LAWYER (<35 years old)**	€ 340*	€ 390*	€ 390*	€ 440*

* The VAT (19%) can be applied to the amount here above according to the European Directive 2006/112/CE of November 28, 2006. For more information, please contact the UIA

** Please attach proof of age to the registration form to benefit from young lawyer fee.

B. SEMINAR SOCIAL ACTIVITIES

Please indicate below whether you plan to attend the following events **included** in the cost of your registration.

- Welcome Cocktail – Thursday, September 10, 2015
 Lunch – Friday, September 11, 2015

C. OPTIONAL ACTIVITY

(**not included** in the registration fees)

- Optional Dinner – Friday, September 11, 2015

• Please book person(s) for the dinner

€ 90 (Excl. VAT) x ___ / pers

Total (C) (Excl. VAT) €

D. TOTAL

TOTAL (A) Excl. VAT – Registration Fees €

TOTAL (C) Excl. VAT – Optional Activity €

TOTAL (A+C) Excl. VAT €

VAT if applicable (19%)* €

TOTAL (A+C+VAT) €

* The VAT (19%) can be applied to the amount here above according to the European Directive 2006/112/CE of November 28, 2006. For more information, please contact the UIA.

E. CANCELLATION CONDITIONS

I, the Undersigned, confirm that I have read and accepted the **cancellation conditions** as well as the **general conditions** given on page 6 of the registration programme. My registration will only be taken into account on receipt of the payment.

Participants are aware that their image and/or voice may be photographed, recorded or filmed throughout the duration of the seminar. They hereby assign to the UIA, with the signature of this form, the right to exploit, reproduce and disseminate the images and recordings by all means, both known and unknown, using all media, for an unlimited term and free of charge.

F. METHOD OF PAYMENT

- By cheque in € payable to the UIA, addressed to: UIA – 25 rue du Jour – 75001 Paris – France
 By bank transfer in €, without charges to the payee, in favour of the Union Internationale des Avocats, quoting “2015 Frankfurt Seminar”, to the following bank and account:

Société Générale – Paris Elysées Entreprise
91 avenue des Champs Elysées – 75008 Paris – France
BIC / SWIFT N°: SOGEFRPP
IBAN: FR76 3000 3033 9200 0503 4165 164

Kindly attach a copy of your bank transfer order to your registration form

- By credit card: Visa Mastercard

Card N°: _ _ _ _ _

Expiry date: _ _ / _ _ 3 digits: _ _ _

Name of card holder:

I authorise the Union Internationale des Avocats to debit the above mentioned credit card in the amount of € (EUR)

Date: / /

Signature: