

LEGAL ADVICE ON CROSS-BORDER AGREEMENTS: SEVEN PITFALLS YOU MUST AVOID

FRIDAY, MARCH 16 & SATURDAY MARCH 17, 2018
With a Welcome Cocktail on Thursday, March 15



#UICrossBorderTransactions

Seminar organised by the UIA with the support of the Deutscher Anwaltverein – Arbeitsgemeinschaft Internationales Wirtschaftsrecht and of the Bundesrechtsanwaltskammer

Bringing together the world's lawyers

For over 90 years, the UIA 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

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- 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.

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Join the UIA during the seminar and benefit from a 50% discount on your membership fee.

Introduction

Initially planned as a Regional Meeting, this seminar will now be held in English in order to attract even more participants.

Its topic will be the most important do's and don'ts in the work on international client matters. We will discuss questions such as:

- How to draft a valid fee arrangement and limitation of liability?
- How to choose and interact with foreign counsel?
- How to avoid mistakes in drafting contracts in a foreign language?
- How to avoid pitfalls in cross-border corporate transactions?

The speakers will share their background from different jurisdictions. They will address the topics in a very practical manner and leave sufficient room for discussion and exchange of information.

Being one of the centres of German economy and easy to reach from everywhere, Munich is ideally located for this seminar – a good opportunity for the participants to enjoy its beautiful centre, its cultural attractions and its traditional hospitality!



Thursday | March | 15 | 2018

19:30 WELCOME COCKTAIL

Kindly offered by **BEITEN BURKHARDT** law firm
Ganghoferstrasse 33
80339 Munich, Germany



Friday | March 16 | 2018

08:30 – 09:00 REGISTRATION OF PARTICIPANTS

NOERR LLP

Brienner Strasse 28, 80339 Munich, Germany

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

- **Pedro PAIS DE ALMEIDA**, *UIA President, Abreu Advogados, Lisbon, Portugal – or his Representative*
- **Matthias W. STECHER**, *UIA Deputy Director of the Commissions, Beiten Burkhardt, Munich, Germany*
- **Mansur POUR RAFSENDJANI**, *Noerr LLP, Munich, Germany*

MODERATOR of the morning sessions: • **Michael BRAUCH**, *UIA Director of Congresses, SKW Schwarz Rechtsanwälte, Munich, Germany*

09:15 – 10:45 REMUNERATION AND LIABILITY OF THE LAWYER

Panel discussion: “KYC” in an international context; (in)validity of fee agreement and limitation of liability; choice of the right local counsel and liability for his/her fault; getting paid by the foreign client.

- **Mansur POUR RAFSENDJANI**, *Noerr LLP, Munich, Germany*
- **Sebastiaan MOOLENAAR**, *UIA Director of Commissions, AKD Advocaten, Rotterdam, The Netherlands*
- **Christoph R. RAMSTEIN**, *Pestalozzi, Zurich, Switzerland*

10:45 – 11:15 COFFEE BREAK

11:15 – 13:00 TYPICAL MISTAKES WITH RESPECT TO APPLICABLE LAW AND JURISDICTION

Practical challenges in determining the applicable law

- **Matthias W. STECHER**, *UIA Deputy Director of the Commissions, Beiten Burkhardt, Munich, Germany*

Can the advice to exclude CISG be wrong?

- **Florian MOHS**, *Pestalozzi, Zurich, Switzerland*

Good and bad dispute resolution clauses

- **Eva KNICKENBERG-GIARDINA**, *CLG Italia, Milan, Italy*

Choice of the “right” jurisdiction in the interest of the client

- **Bernd REINMÜLLER**, *UIA President of Honor, Chair of the International Private and Procedural Law Committee of the German Federal Bar, Belmont Legal, Frankfurt, Germany*

13:00 – 14:30 LUNCH

MODERATOR of the afternoon sessions: • **Avi SINGH**, *Cicero Chambers, New Delhi, India*

14:30 – 15:45 TYPICAL MISTAKES IN TRANS-BORDER CORPORATE TRANSACTIONS

- **James D. ROSENER**, *President of the UIA Corporate Law And Mergers & Acquisitions commission, Pepper Hamilton LLC, New York, NY, USA*
- **Erwin HANSLIK**, *Taylor Wessing, Prague, Czech Republic*
- **Karl HEPP DE SEVELINGES**, *Jeantet, Paris, France*

15:45 – 16:15 COFFEE BREAK

16:15 – 17:30 PITFALLS IN CONNECTION WITH TAX LAW AND COMPETITION LAW

- **Daniel LEHMANN**, *Bär & Karrer, Zurich, Switzerland*
- **Mansur POUR RAFSENDJANI**, *Noerr LLP, Munich, Germany*

20:00 OPTIONAL DINNER

Nürnberger Bratwurst Glöckl am Dom
Frauenplatz 9, 80331 Munich

Saturday | March | 17 | 2018

09:00 – 09:15 REGISTRATION OF PARTICIPANTS

NOERR LLP

Brienner Strasse 28, 80339 Munich, Germany

MODERATOR of the morning sessions: • Bernd REINMÜLLER, *UIA President of Honor, Belmont Legal, Frankfurt, Germany*

09:15 – 10:00 THINGS TO CONSIDER AT THE START OF NEGOTIATIONS: NDA, LOI, MOU, etc. – How to Get Them Right

• Carlo MASTELLONE, *SLM-Studio Legale Mastellone (LegAll Firenze), Florence, Italy*

10:00 – 10:30 PITFALLS IN CONNECTION WITH IP

• Mario KROGMANN, *President of the UIA National Committee in Germany, Blaum Dettmers Rabstein, Hamburg, Germany*

10:30 – 11:30 BUSINESS, CULTURAL AND LANGUAGE ASPECTS

Risks and opportunities in European transactions with counterparts in Emerging Markets

• Enrico FADANI, *Corplegal Werner & Partner MBB, Munich, Germany*

Typical mistakes in drafting agreements in a foreign language (in particular in English)

• Gregor KLEINKNECHT, *LLM MCI Arb, Hunters Solicitors, London, UK*

11:30 – 11:45 COFFEE BREAK

11:45 – 12:45 PANEL DISCUSSION: MISTAKES IN TAKING INTO ACCOUNT CULTURAL DIFFERENCES AND NATIONAL PECULIARITIES

- Eva KNICKENBERG-GIARDINA, *CLG Italia, Milan, Italy*
- Michael BRAUCH, *UIA Director of Congresses, SKW Schwarz Rechtsanwälte, Munich, Germany*
- Christoph R. RAMSTEIN, *Pestalozzi, Zurich, Switzerland*
- Avi SINGH, *Cicero Chambers, New Delhi, India*

12:45 – 13:00 CLOSING REMARKS



All the information relative to our seminars is available on our Website
www.uianet.org

Organising Committee

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General Information

SEMINAR VENUE

NOERR LLP
Brienner Strasse 28, 80333 Munich, Germany
T + 49 89 28628490

REGISTRATION FEES

	UIA Member or ARGE IWR		Non Member	
	≤ 16.02.2018	> 17.02.2018	≤ 16.02.2018	> 17.02.2018
STANDARD REGISTRATION	€ 395*	€ 445*	€ 445*	€ 495*
YOUNG LAWYER (<35)**	€ 345*	€ 395*	€ 395*	€ 445*

* The VAT (19%) can be applied to the amount stated above according to the European Directive 2006/112/CE of November 28, 2006. For more information, please contact the UIA. If you provide an EU VAT ID number, the VAT will not be charged.

** 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, March 16, 2018 as well as the documentation of the seminar. The dinner on Friday night, March 16, 2018, 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 to obtain "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** without simultaneous translation.

HOTEL 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.

HOTEL RESERVATION

Hotels

THE LOVELACE
at 600 meters from the seminar venue
Kardinal-Faulhaber-Str. 1
80333 Munich, Germany
T +49 89 215 407 90
E frontoffice@thelovelace.com
www.thelovelace.com

Rates

Cosy Room € 155
Super-Cosy Room € 185
Lovelace Room € 215
Corner Suite € 275
Taxes included. Breakfast NOT included
Please download the hotel reservation form from our Website www.uianet.org

HOTEL KÖNIGSHOF
at 750 meters from the seminar venue
Karlsplatz 25
80335 Munich, Germany
T +49 89 551360 F +49 89 551378173 (Booking)
E koenigshof@geisel-privathotels.de
www.koenigshof-hotel.de

Superior double room SINGLE use € 185
Superior double room DOUBLE use € 225
Booking code: UIA-SEMINAR
Taxes included.
Breakfast NOT included @ € 35/pers./day
Please download the hotel reservation form from our Website www.uianet.org

HOTEL EXCELSIOR
at 1 km from the seminar venue
Schützenstr. 11
80335 Munich, Germany
T +49 89 551370 F +49 89 551378173 (Booking)
E excelsior@geisel-privathotels.de
www.excelsior-hotel.de

Superior double room SINGLE use € 135
Superior double room DOUBLE use € 170
Booking code: UIA-SEMINAR
Taxes included.
Breakfast NOT included @ € 22/pers./day
Please download the hotel reservation form from our Website www.uianet.org

CANCELLATION CONDITIONS

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 February 16, 2018**. 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 February 16, 2018** 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 February 16, 2018**.

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 whatsoever 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


BUNDESRECHTSANWALTSKAMMER



Deutscher Anwaltverein

Arbeitsgemeinschaft
Internationales Wirtschaftsrecht

LEGAL ADVICE ON CROSS-BORDER AGREEMENTS: SEVEN PITFALLS YOU MUST AVOID

Friday, March 16 & Saturday, March 17, 2018

MUNICH, GERMANY

REGISTRATION FORM

Register online at: www.uianet.org

or please complete and return this form, by email, fax or post, to:

UNION INTERNATIONALE DES AVOCATS

20 rue Drouot, 75009 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 or ARGE IWR		Non Member	
	≤ 16.02.2018	> 17.02.2018	≤ 16.02.2018	> 17.02.2018
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* The VAT (19%) can be applied to the amount stated above according to the European Directive 2006/112/CE of November 28, 2006. For more information, please contact the UIA. **If you provide an EU VAT ID number, the VAT will not be charged.**

** Please attach proof of age to the registration form to benefit from young lawyers 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, March 15, 2018
 Lunch – Friday, March 16, 2018

C. OPTIONAL ACTIVITY

(not included in the registration fees)

- Optional Dinner – Friday, March 16, 2018

• Please book person(s) for the dinner

€ 50 (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 stated 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 – 20 rue Drouot – 75009 Paris – France
 By bank transfer in €, without charges to the payee, in favour of the Union Internationale des Avocats, quoting “2018 Munich 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: