

# LEGAL ADVICE ON CROSS-BORDER TRANSACTIONS: 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

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*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.

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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

**PRELIMINARY PROGRAMME** – The topics, the speakers and the allocation of speakers to the topics are still subject to change. The final programme will be available in January.

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

- **Fabio MORETTI**, *President of the UIA Fashion Law Commission, Moretti Burgio, Milan/Venice, Italy*

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

- **Bernd REINMÜLLER**, *UIA President of Honor, Chair of the lawmaking-committee “Conflicts of Laws” of the Federal Bar of Germany, Belmont Legal, Frankfurt, Germany*

**13:00 – 14:30 LUNCH**

**MODERATOR of the afternoon sessions:** • **Bruce LANDAY**, *Landay Leblang Stern, Boston, MA, USA*

**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*

**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 – 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 – 12:30 PANEL DISCUSSION: MISTAKES IN TAKING INTO ACCOUNT CULTURAL DIFFERENCES AND NATIONAL PECULIARITIES**

• Fabio MORETTI, *President of the UIA Fashion Law Commission, Moretti Burgio, Milan/Venice, Italy*  
• Additional Speakers to be confirmed

**12:30 – 13:00 CLOSING REMARKS**



All the information relative to our seminars is available on our Website  
[www.uianet.org](http://www.uianet.org)



# Organising Committee

## Matthias W. STECHER

*UIA Deputy Director of the Commissions  
Beiten Burkhardt*  
Munich, Germany  
T +49 (89) 35 06 51 43 1  
matthias.stecher@bblaw.com

## Mansur POUR RAFSENDJANI

*Noerr LLP*  
Munich, Germany  
T +49 (89) 28 62 84 90  
mpr@noerr.com

## Mario KROGMANN

*President of the UIA National Committee  
in Germany*  
*Blaum Dettmers Rabstein*  
Hamburg, Germany  
T +49 40 369 77 40  
krogmann@bdr-legal.de

## General Information

### SEMINAR VENUE

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

### REGISTRATION FEES

	UIA Member		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

## CANCELLATION CONDITIONS

## VISAS

## GENERAL CONDITIONS

## FORMALITIES

## FORCE MAJEURE

## HEALTH

### 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

**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

**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

### 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](http://www.uianet.org)*

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](http://www.uianet.org)*

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](http://www.uianet.org)*

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).



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

  
BUNDESRECHTSANWALTSKAMMER



Deutscher Anwaltverein

Arbeitsgemeinschaft  
Internationales Wirtschaftsrecht

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

Friday, March 16 & Saturday, March 17, 2018

**MUNICH, GERMANY**

## REGISTRATION FORM

Register online at: [www.uianet.org](http://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](mailto: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	
	≤ 16.02.2018	> 17.02.2018	≤ 16.02.2018	> 17.02.2018
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\*\* Please attach proof of age to the registration form to benefit from young lawyers fee.

## B. SEMINAR SOCIAL ACTIVITIES

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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

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(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

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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

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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

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- 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: .....