



Contact details

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Name	<ul style="list-style-type: none"> Christine Blaise-Engel
Position	<ul style="list-style-type: none"> Partner Corporate M&A, Paris Head of the M&A practice Head of the international development
Qualifications	<ul style="list-style-type: none"> DESS-DJCE (Diplôme Juriste d'Entreprise) – Master in Business Law – Master in International Business Law and Management (ESSEC)
Membership	<ul style="list-style-type: none"> Attorney at Law, Member of the Hauts-de-Seine Bar
Experience	<ul style="list-style-type: none"> Christine has worked with Arthur Andersen (Andersen Legal) for 8 years and joined Fidal in 2002 Corporate/M&A Christine regularly advises both domestic and foreign clients on cross border transactions and M&A projects (buy and sell side), in the industrial and the healthcare markets such as notably, the acquisition by Leoni AG of Valeo's wiring systems business, the acquisition of France Melasses by United Melasses Marketing, the sale of Salomon by Adidas, the acquisition of Hestika by Citizen Machinery & Boley GmbH, the acquisition by Informa Group Holdings Ltd of EuroMediCom, acquisition of the assets of AI by Aircast Incorporated, acquisition of the assets of Satel Services by Transcom Worldwide, assisting a court appointed administrator in the sale of a majority participation in Porcher Industries. She is also experienced in managing and executing legal due diligence projects whether cross-border or domestic, and SPA support.
Sector expertise	<ul style="list-style-type: none"> Most of Christine's clients are mainly involved in the industrial market sector



Carl-Olof E. Bouveng

Tel +46 8 527 70 890
Mobile +46 766 170 890
E-mail carl-olof.bouveng@lindahl.se
Office Stockholm

LINDAHL

Carl-Olof Bouveng is partner in the Corporate Group and has key expertise in corporate law, mergers & acquisitions and insurance. Carl-Olof represents publicly and privately held companies as well as private equity sponsors in a broad range of corporate transactions, including mergers and acquisitions, reorganizations, tender offers and recapitalizations. He also advises on capital market, corporate governance and general corporate matters, as well as regulatory issues in the insurance industry. Carl-Olof's clients are largely foreign clients engaged in a variety of businesses in Sweden.

Carl-Olof is admitted to practice in Sweden and New York, and a Past Chair of the International Section of the New York State Bar Association. He is also member of the International Bar Association and the American Bar Association.

Carl-Olof is Director of AIDS Accountability International based in Stockholm, Sweden, and Cape Town, South Africa.

Recent representative and significant representation includes:

- Berkshire Hathaway's transfer of insurance portfolio
- Beijing Water Authority in acquisition of Scandinavian water treatment business
- Battery Ventures in public offer for Jeeves Information Systems, and add-on acquisitions
- Electronic Arts in various acquisitions and reorganizations
- Hewlett-Packard's demerger of its Enterprise Services segment to CSC

Education

University of Stockholm, LL.M. 1988
Duke University School of Law, LL.M. 1989

Career

Covington & Burling, Washington DC 1989-1990
Mannheimer Swartling Advokatbyrå 1990-1997
Advokatfirman Lindahl 1997-



VEIRANO
ADVOGADOS

ALBERTO DE ORLEANS E BRAGANÇA

PARTNER

Alberto de Orleans e Bragança is a partner of the firm. Mr. Bragança joined Veirano in 2013. He has extensive expertise advising clients on corporate law, mergers and acquisitions and infrastructure issues with exceptional industry knowledge in banking, finance, pharmaceutical, telecom, energy and other related areas following his extensive experience in M&A transactions involving companies in those areas.

Mr. Bragança began his legal career working in a large Brazilian trading company where he developed an expertise in all matters of commercial laws and international trade. Thereafter, he joined the law firm of Castro Barros Sobral Xavier Advogados and was a resident at Norton Rose in London.

During his years of practice, Mr. Bragança was in the forefront of some of the most important transactions in the Brazilian market which included the privatization of the steel and chemical sector, the privatization of Vale, the privatization of the telecom sector in Brazil and the acquisition of several telecom companies in representation of SBC and Teléfonos de Mexico. More recently, Mr. Bragança was the lead counsel for several acquisitions conducted by Banco Bradesco in Brazil (which included the acquisition of Banco Mercantil de São Paulo, BBVA, Banco Zogbi, BMC and the whole business of American Express in Brazil). In addition, Mr. Bragança has acted as the lead counsel for all the acquisition carried out in the Brazilian market by America Móvil. Currently he serves in the board of Embratel and Claro, two of the main companies controlled by América Móvil in the country.

In his representation of Banco Bradesco and Bradespar, Mr. Bragança was one of the lead counsel in the restructuring of the control of Vale, including in the transaction involving the sale of an interest in Valepar, the controlling entity of Vale, to Mitsui, thereby allowing Mitsui to join the controlling group of Vale. He has also represented Vale in M&A and infra-structure projects.

In the finance area, Mr. Bragança acted for national and international banks in providing finance to Brazilian companies. He also worked for the IDB and for Eksportfinanns in the provision of financing for special infra-structure projects in Brazil and provided advice in connection with very relevant hydroelectric other projects in the energy area in Brazil.



PRACTICE FOCUS

Corporate
& Mergers and Acquisitions
Banking & Finance
Information Technology
& Communications
Electric Energy

CONTACT

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OFFICE

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LANGUAGES

English
Portuguese
Spanish
French

PROFESSIONAL ASSOCIATIONS AND MEMBERSHIPS

- American Chamber of Commerce (AMCHAM), Rio de Janeiro, Arbitration Committee
- Centro de Estudos de Sociedades de Advogados, Board Member
- International Bar Association (IBA), SBL
- Embratel S/A, Board of Directors
- Claro S/A, Board of Directors

BAR ADMISSIONS

- Brazilian Bar Association (OAB) – Rio de Janeiro, São Paulo and Brasília

EDUCATION

- LL.M, Economic Law, Instituto de Estudos de Direito Econômico (IEDE), Rio de Janeiro, 1983
- LL.B, Universidade Federal do Rio de Janeiro (UFRJ), 1979

RECOGNITIONS

- Chambers and Partners, Latin America - Corporate / M&A -- 2011, 2012, 2013, 2014, 2015, 2016, 2017
- Chambers and Partners, Global - Corporate / M&A -- 2013, 2014
- IFLR1000, Leading Lawyer - Capital Markets -- 2013, 2014, 2015
- IFLR1000, Leading Lawyer - Banking and Finance -- 2014, 2015
- Who's Who Legal, Brazil - Corporate Governance -- 2013, 2014
- Who's Who Legal, Brazil - Mergers and Acquisitions -- 2013
- Who's Who Legal, Brazil - Telecoms -- 2013
- The Legal 500 Latin America - Corporate and M&A -- 2014, 2015
- The Legal 500, Latin America - Capital Markets -- 2014
- LACCA Approved - Corporate M&A -- 2015, 2016

Gordon N. Cameron

445 Park Avenue, 7th Floor, New York, NY 10022, United States of America

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Law Practice

Gord Cameron is a principal of Stikeman Elliott (NY) LLP. Gord practices Canadian law, but is based in New York. His deep ties with the NY business and legal community, combined with recognized expertise in leading cross-border transactions allow him to create value for US and international clients doing business in Canada. He does this by providing Canadian legal advice tailored for international clients and bringing the right Canadian experts to the table at the right time, ensuring clients receive a seamless Stikeman Elliott experience when doing business in Canada.

Gord's practice is focused primarily in the areas of Canadian corporate and securities law, with a particular emphasis on cross-border mergers and acquisitions, private equity transactions, corporate finance (including public offerings and private placements) and other cross-border matters. With a passion and commitment to his clients' success, entrepreneurial and practical, Gord acts for a broad range of businesses, from newly formed investment companies and issuers, to large institutional issuers, banks, private equity and hedge funds.

Professional Activities

Mr. Cameron is a member of the American Bar Association, International Law Section (Vice-Chair and Editor of Committee Newsletter for the International M&A and Joint Ventures Committee), the New York State Bar Association (member of International Section; Chair of the Canada Committee), the Association of the Bar of the City of New York, the American Foreign Law Association (Treasurer), and the Law Society of British Columbia.

Publications & Conferences

- Speaker, "Initial Negotiations and Documentation – Letter of Intent, Non-Disclosure Agreement" as part of the UIA and New York State Bar Association's International Section 2017 Cross-Border Mergers and Acquisitions Meeting.
- Speaker, "Under Siege: Shareholder Activism, Governance Turmoil & Pressured Boards and Deals" as part of the ABA Section of International Law 2016 Spring Meeting.
- Speaker, "Survey Says! Comparing Surveys and Deal Trends in Mergers & Acquisitions Deals in the US, Canada, Europe and Beyond" as part of New York State Bar Association's *Global Law Week* 2015.
- Moderator, "Navigating Foreign Investment Restrictions in International Mergers and Acquisitions in the United States, Canada and Beyond" as part of the New York State Bar Association's *Global Law Week* 2013.
- Editor, ABA Section of International Law, International M&A and Joint Ventures Committee Newsletter.

Representative Work

- Acted as Canadian counsel to Apollo Global Management on its acquisition of ADT Corp for US\$6.9B.
- Acted as Canadian counsel to Global Jet Capital (a Carlyle portfolio company) on an aircraft lease and loan portfolio representing approximately US\$2.5B of assets.
- Acts as counsel to Odyssey Investment Partners and its portfolio companies including Safway Services, Cross Country Pipeline and Integrated Power Systems on multiple Canadian acquisitions.
- Acted as Canadian counsel to Apollo Global Management on its acquisition of OMG Group, Inc. for US\$1.03B.
- Acted as Canadian counsel to Kohlberg, Kravis, Roberts & Co. in its acquisition of Internet Brands, Inc. from Hellman & Friedman for US\$1.1B.
- Acted for Bank of America Merrill Lynch in cross-border offerings by Catamaran Corporation of US\$500M senior notes.
- Acted as Canadian counsel to Kohlberg, Kravis, Roberts & Co. in its acquisition of Capital Safety from Arle Capital Partners for US\$1.12B.
- Acted for Wesco Aircraft Holdings, Inc. (NYSE: WAIR) a leading provider of supply chain management services to the aerospace industry in its acquisition of Canadian based Interfast Inc. US\$134M.
- Acted as Canadian counsel to BofA Merrill Lynch, Pierce, Fenner & Smith in a cross-border offering by HudBay Minerals Inc. (TSX:HBM) (NYSE:HBM) of US\$500M senior notes.
- Acted as Canadian counsel to Odyssey Investment Partners in the acquisition of the North American Safway Group from ThyssenKrupp AG.
- Acted as Canadian counsel to Stifel Nicolaus & Company in its acquisition of Thomas Weisel Partners (Canada) Inc.
- Acted as counsel to Genband, Inc. in its acquisition of Nortel Network's CVAS business for a purchase price of US\$282M.
- Acted for Barclays Capital, the lead initial purchaser of C\$700M of senior notes from Nova Chemicals Corporation.
- Acted for an American online brokerage firm in its acquisition of thinkorswim Group Inc. (NASDAQ) and thinkorswim Canada, Inc., an online brokerage firm registered as an investment dealer across Canada, for US\$606M.
- Acted for K&S AG in its purchase of the Morton Salt business from Rohm & Haas/ Dow Chemicals for approximately US\$1.675B.
- Acted for Mexican bakery giant Grupo Bimbo S.A.B. de C.V. in its acquisition of the U.S. bakery business of George Weston Ltd. for approximately US\$2.5B. This transaction was noted as one of the "12 Top Deals" of 2008 by the *Globe and Mail*.
- Acted as Canadian legal advisor to JPMorgan on securities regulatory matters relating to its acquisition of The Bear Stearns Companies.
- Acted for Hexagon AB, a Swedish public company, in its US\$511M successful takeover bid for NovAtel Inc. (NASDAQ).
- Acted for the Piper Jaffray in relation to a cross-border offering of common shares by Canadian Solar (NASDAQ) for proceeds of US\$119M.
- Acted for Ameritrade Holdings Inc. in its acquisition of TD Waterhouse Inc. and sale of Ameritrade Canada valued at over US\$2.9B.
- Counsel to issuers and underwriters in connection with numerous cross-border (Canada-U.S.) public offerings and private placements, including under the Canada-U.S. Multi-Jurisdictional Disclosure System.
- Counsel to U.S. and international corporations and private equity funds in connection with numerous public and private M&A transactions.

- Counsel to U.S. and international dealers and advisers on Canadian regulatory and compliance matters relating to securities and funds.
- Counsel to private equity, venture capital and hedge funds in connection with capital raising activities in Canada.

Education

University of Alberta (LL.B. 1999), University of British Columbia (BA 1995).

Background

Mr. Cameron is Co-chair of the New York Branch of the University of British Columbia Alumni Association. He is active in the Canadian Association of New York, including organizing the Annual Hockey Achievement Award Dinner.

Bar Admission

British Columbia, 2000

New York, 2004



M&A and Corporate

Anna Dąbrowska

Legal adviser, partner

Solicitor of England and Wales (not practising)

Anna Dąbrowska is a legal adviser and a partner and a member of the M&A and Corporate Practice at Wardyński & Partners. In April 2016 she was also admitted by the Solicitors Regulation Authority to the Roll of Solicitors of England of Wales (although she is currently not practicing).

She is involved mainly in transactional work, focusing on corporate law. She has taken part in many mergers and transformations of legal entities, as well as share purchase transactions and business acquisitions. She also provides assistance to many clients in day-to-day issues arising in the operation of businesses in Poland, including setting up, restructuring and liquidation of companies, partnerships and branches, effecting changes in corporate structures, and initiating and monitoring related registration proceedings.

Anna Dąbrowska graduated from the Faculty of Law and Administration at the University of Warsaw (1999). In 1998–1999 she completed with honours a course in English and European law organised by the British Centre for English and European Legal Studies.

In November 2015 Anna passed the OSCE exam as part of the Qualified Lawyers Transfer Scheme and she is currently awaiting admission to the Roll of Solicitors by the Solicitors Regulation Authority.

She has worked for Wardyński & Partners since 2004. Earlier she worked for Deloitte & Touche Tax Advisory and Wasylkowski & Partners.

She has co-authored two books published by LexisNexis Polska in cooperation with Wardyński & Partners: *Mergers and Acquisitions Transactions* (Warsaw 2011) and *Legal Risks in M&A Transactions* (Warsaw 2013).

She is a member of the Warsaw Chamber of Legal Advisers and the Law Society of England and Wales.

Languages: English

Office: Warsaw

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Fang He

Partner

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Ms. He is a partner of Jun He Law Offices and currently practices at our Beijing office.

Practice Areas

Ms. He practices in the areas of mergers and acquisitions, outbound investment, foreign direct investment, private equity and intellectual property.

Professional Experience

Ms. He's legal experience includes over 2 years work in the Trademark Bureau of the Chinese State Administration for Industry and Commerce, where she reviewed trademark applications and adjudicated trademark disputes, one year practice in the legal department of Itochu Corporation in Tokyo, where she advised ITOCHU on Chinese-related transactions, and one year practice in the Chicago office of Baker & McKenzie LLP, where she advised U.S. clients on investment and trade in China. Ms. He practice in China since March 2001 with Jun He Law Offices.

Ms. He has dealt with many merger and acquisition transactions (inbound and outbound) where Ms. He designed deal structures, conducted due diligence, drafted and revised legal documents, negotiated with other parties on behalf of the clients, and assisted in the completion of the deals. Ms. He has provided legal services in connection with the establishment, operation, alteration and liquidation of foreign-invested enterprises and domestic enterprises. Ms. He has advised many multinationals regarding the management and protection of their intellectual property rights in China, and handled considerable lawsuits on intellectual property infringement in China.

Ms. He is a visiting professor at the Lawyer College of Renmin University of China and National Lawyers College teaching M&A courses.

Education

L.L.M., University of Virginia School of Law, 2008

LL.B., Southwest University of Political Science and Law, 1998.

Professional Associations

Ms. He is a member of All-China Bar Association. She is also a member of the State Bar of New York.

Professional Awards

Ms. He was awarded “Outstanding Woman Lawyer” of Beijing for 2009-2011 by Beijing Lawyers Association.

Language Skills

Fluent in English and Mandarin.

Lawrence Goodman



Partner

New York

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Lawrence Goodman is a partner at Curtis, Mallet-Prevost, Colt & Mosle LLP, and chair of the firm's global Mergers & Acquisitions practice. He focuses on private equity, venture capital, mergers and acquisitions, and securities, and is experienced in general corporate and international matters.

Mr. Goodman's private equity and venture capital practice covers a wide range of services, including assisting entrepreneurs, startups, fund-less sponsors, and both foreign and domestic private equity and venture capital funds investing in portfolio companies worldwide. These investments include mezzanine debt, convertible securities, and preferred and common equity, and can take the form of minority investments or acquisition of the entire enterprise. Mr. Goodman's merger and acquisition clients consist of public and private operating companies undertaking uncontested domestic and cross-border stock or asset purchases.

In addition, Mr. Goodman represents U.S. and foreign issuers/borrowers and underwriters/lenders in a wide variety of corporate finance transactions, with a particular focus on representing Latin American, European and Australian issuers. He also counsels companies, boards of directors and board committees on corporate governance, fiduciary duties and similar issues.

Mr. Goodman has represented clients operating in various industries, including nanotechnology, biotechnology and life sciences, telecommunications, commodity trading and mining, shipping and transportation, food and beverage, hotel and lodging, and manufacturing.



James Grennan | Partner

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"First rate in all areas – leads the market" LEGAL 500, 2015

"hugely experienced and has an incredibly impressive reputation" CHAMBERS EUROPE, 2013

Role on the team: Corporate Insurance law specialist

A graduate of Trinity College Dublin, James has been a partner at A&L Goodbody since 1994. He is a former president of UIA Mergers and Acquisitions Commission. He is a corporate lawyer whose practice is focused particularly on the insurance industry. In addition to work on areas such as mergers and acquisitions, he has particular expertise in effecting acquisitions and redomiciliations through court-approved Schemes of Arrangement, court approved insurance business transfers and reorganisation of regulated groups. He speaks regularly at conferences around the world and is an accredited mediator.

Otto Haberstock, M.C.J.

Otto is a partner in P+P Pöllath + Partners' Munich office. His assignments are focused on M&A, private equity and venture capital transactions, as well as general corporate law. He has advised private equity funds, corporations, entrepreneurs and management teams on many buy-out, investment, IPO or similar transactions.



He is consistently ranked among the leading practitioners in M&A and private equity in Germany.

CV

- Joined P+P in 1997
- Admitted to bars in Munich in 1994, New York in 1996
- Studied in Passau and New York (NYU, M.C.J., 1996)
- Born 1965

Office: Munich
Assistant: Sonja Pfänder
Phone: 49 (89) 24240-274
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LANGUAGES

German, English

PRACTICE AREAS

Mergers & Acquisitions, Venture Capital

SPECIALIZATION

Legal and Tax Advice to Investors, Business Owners, Founders and Management Teams in M&A, Venture Capital and Capital Market Transactions

Alex Yong Hao

Partner

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Practice Areas

Corporate, M&A, Finance, FDI.

Professional Experience

Alex is a partner at Jun He's New York office. Alex has been practicing law in New York since 2003, and joined Jun He in 2011 after eight years at two leading U.S. law firms (White & Case; Vinson & Elkins).

Alex has significant experience in corporate, M&A, finance and FDI matters involving China. He also advises US clients on complying with China's rapidly developing laws in areas such as anti-bribery, anti-monopoly, labor and employment, and national security. In addition, Alex acts as outside general counsel for many Chinese clients doing business in the U.S. (including some of China's largest developers, banks and manufacturers) and links them with U.S. lawyers and other professionals.

Clients report that "Alex has superb instincts, utmost discretion, a keen judgment, a unique ability to de-mystify the complex, and a phenomenal ability to bring in all the expertise that is needed, but never more than what's needed." Because "he's always exactly where you need him, when you need him" and "extremely creative and responsive", clients "would recommend Alex in a heartbeat" and "just can't imagine doing anything legal in China without his counsel."

Alex frequently speaks and writes on China-related legal and business issues, and has been interviewed by leading Chinese and U.S. media. He co-chairs Practising Law Institute's annual seminar on Doing Business in and with Emerging Markets. Alex considers himself a European history buff and a linguistics fan, and finds ultimate relaxation in long-distance driving.

Education

J.D., Northwestern University School of Law

LL.B., *summa cum laude*, Peking University

Sandra Hazan

Partner - Tax



Office: Paris

Direct Line: +33 1 42 68 47 85

Email: sandra.hazan@dentons.com

Summary

Sandra Hazan, a partner at the Paris office, practices French and international tax law. Sandra is Head of Europe Tax Group and Co-head of Global Tax Group.

She is well versed in issues concerning restructuring and tax planning and has a wide experience in assisting clients in tax audits and litigation. While Sandra advises clients on tax issues in all areas of business, she has developed specific expertise in the luxury and cosmetics industry and in the field of private equity, advising both investment funds and investors.

Sandra Hazan regularly publishes articles on tax innovations (Cyberdroit, Company Law Handbook France) and she is an active participant in tax conferences (EFE, CESCTI, IBA). She is each year recognised by the international directories Chambers and Best Lawyers for her activity in Tax Law. In 2016, Sandra was recognised as “Leading Practitioner” by the publication Tax Controversy Leaders. The same year, she was recognized “Women in Tax Leader” by International Tax Review.

Experience

- Reorganization of the operational activities of a luxury French group
- Adaptation and implementation of free share allocation plans and stock option plans
- Assistance with tax audits on transfer pricing
- Client representation at the French Ministry of Finance in the context of the European arbitration convention, with a view to eliminating double taxation on transfer pricing
- Negotiation with the French Ministry of Finance on the advance rulings and tax approvals
- Implementation of intra-group finance agreements

Languages

- English
- French

Education

- Queen. Mary & Westfield College, London, LL.M. (1993)
- University of Paris I - Panthéon Sorbonne, *D.E.A.* English and North-American Business Law (1991)
- University of Paris II - Panthéon Assas, *Maîtrise* in Business and Tax Law (1990)

Employment

- Joined Salans (now Dentons) in 1999
- Started working as a tax lawyer in 1993

Publications

- "Affaire Cahuzac: "Ce jugement marque un virage et inquiète les banquiers", Le Figaro, December 2016
- "France's Google tax demand symptomatic of post-BEPS environment", International Tax review, March 2016
- The tax transactional survey 2016, International tax review, March 2016
- Private Equity Guide, Option Finance, January 2016

Management packages and their tax-related news
Private Equity and Employment law

- "En attendant la définition des holdings animatrices de groupe...", La Lettre de l'Entreprise, November 2015
- Private Equity Handbook 2014, Country Q&A

Membership of professional bodies

- Member of Institut des Avocats Conseils Fiscaux (IACF)
- Member of the French Private Equity Funds association (AFIC)
- Member of European Private Equity & Venture Capital Association (EVCA)
- Member of French Women Tax Experts Association (A3F)
- Member of Cosmetic Executive Women (CEW)
- Founding member of Club du Luxe
- Member of the Teaching Committee of the Master 221, University Paris Dauphine
- Speaker at Initiadroit
- Speaker at IESEG
- Speaker at HEC

Klas Holm



Partner

New York
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Practice Areas

Tax

Education

New York University School of Law, LL.M, Master of Comparative Jurisprudence

Stockholm University School of Law, *with highest distinction.*

Admitted to Practice

New York

Languages

English
Swedish
German
French

Klas Holm is co-chair of Curtis, Mallet-Prevost, Colt & Mosle's Tax group. His practice focuses on tax matters relating to global tax planning, including mergers and acquisitions, cross-border transactions, corporate restructurings, debt and equity capital markets transactions, derivatives, financial instruments, structured finance, renewable energy projects, partnerships and foreign trust matters.

Mr. Holm has extensive experience in representing multinational companies and private equity/hedge funds in billion dollar transactions. He has represented a broad range of clients in connection with complex tax planning and structuring matters.

He received his law degree from Stockholm University School of Law, with highest distinction, and also holds an LL.M. in Comparative Jurisprudence from New York University School of Law. He is fluent in Swedish and proficient in German and French.

Memberships

- New York State Bar

Awards

- Marcus Wallenberg Foundation Scholarship, New York University School of Law
- Fulbright Commission Scholarship



James L. Kelly

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Services	Mergers & Acquisitions, Permanent Capital Solutions, Private Equity Transactions, Private Investment Funds
Sectors	Health Care, Media & Entertainment, Professional Services, Technology & Telecommunications
Admissions	New York
Education	Syracuse University College of Law, JD, 1999 University of Washington, BA, 1996
Languages	English

James Kelly focuses his practice on representing private equity funds and other financial sponsors in all aspects of their investments, financings, and related exit transactions.

These transactions include primary and secondary leveraged buyouts, mergers and acquisitions, acquisitions of non-control equity interests, economic participations, co-investments and other investments and financings, as well as divestitures and restructurings.

Mr. Kelly also regularly represents public and private operating companies across a variety of industries, including the portfolio companies of his private equity fund and other financial sponsor clients, for which he handles a wide range of transactional and other corporate matters, including their strategic add-on acquisitions, divestitures, leveraged dividends, recapitalizations, restructurings and joint ventures.

He also represents investors and companies in a full range of venture capital financings, from angel to late-stage investments.

For several consecutive years, *Chambers* has listed Mr. Kelly as "Highly Regarded" in New York M&A, a "Key Practitioner," and notes he is a "fiercely intelligent" and "technically smart" lawyer who "just knows the market inside and out," and is "responsive and reliable," "possesses great creative and innovative instincts," and "understands value in the delivery of his services."

Representative Matters

Private Equity Transactions

- Represented The Wicks Group in its acquisition of Education Direct from Thomson Corporation.
- Represented The Wicks Group in its sale of Penn Foster (fka Education Direct) to The Princeton Group/Bain Capital. (a *Buyouts* Deal of the Year).
- Represented The Wicks Group in its acquisition of Antenna Audio from Discovery Communications.
- Represented The Wicks Group in its acquisition of Bonded Services from Berggruen Holdings, a global restructuring, the acquisition of additional companies by way of add-on acquisitions, including the acquisitions of Bilton Arts and Inception Digital Services, subsequent refinancings, and the disposition of Inception Digital Services.
- Represented Bonded Services of America, Inc., a portfolio company of the Wicks Group of Companies, in the sale of Inception Digital Services, LLC to Trinidad Entertainment Corp.
- Represented Sidereal Capital in its acquisition of VanDeMark Chemicals from Buckingham Capital Partners.
- Represented Sidereal Capital in its acquisition of UC Coatings.
- Represented Sidereal Capital Group, LLC, in its leveraged buyout of Flexo Transparent, LLC.
- Represented the management of Ideal Snacks in a management buyout by way of a leveraged redemption from Swander Pace.
- Represented Cortec Group in its sale of High Response Holdings (aka Dr. Leonard's) to Amerimark Holdings (a JH Partners portfolio company).
- Represented Cortec Group in its sale of Snyder Industries to Olympus Partners.
- Represented Cortec Group in its acquisition of Smith & Nephew's biologics and spine division.
- Represented Pegasus Partners in its partial sale of Classic Media to Spectrum Equity.
- Represented Centre Partners in its simultaneous acquisition of Dekko Technologies and Pent Technologies.
- Represented JP Morgan Partners in its sale of TIW to Vodafone.
- Represented Bacchus Capital Management in connection with specified general partner matters.
- Represented Apollo Management in connection with certain formation and affiliate matters in respect to Hexion Specialty Chemicals.
- Represented Veritas Capital in its acquisition of Tech-Sym Corporation.
- Represented BNP Paribas Private Equity in numerous equity investments and sale transactions.
- Represented Credit Suisse's Customized Fund Investment Group in numerous equity investments and sale transactions.
- Represented Bank of Ireland in numerous equity investments and sale transactions.
- Represented Federated Department Stores and Fingerhut Companies with respect to numerous ecommerce investments and divestitures.
- Represented GE Capital Equity Investments with respect to numerous venture capital investments.

Corporate M&A Transactions

- Represented Tobii Technology in its acquisition of DynaVox Systems in a Chapter 11 proceeding.
- Represented Presidium in its sale to Blackboard.
- Represented NYSE Specialist Benjamin Jacobson & Sons in its sale to Goldman Sachs.
- Represented Citizens Communications in connection with its acquisition of Frontier from Global Crossing.

- Represented Telefonica in its acquisition of BellSouth's wireless assets in Latin America.

Mr. Kelly received his B.A. from the University of Washington in 1996 and he received his J.D., *magna cum laude*, from Syracuse University College of Law in 1999 where he was the Lead Articles Editor of the *Syracuse Law Review* and Order of the Coif.

Honors & Awards

- *Chambers USA*, "Corporate M&A—New York," 2011-2015
- *Legal 500 US*, "Mergers: Middle Market (sub \$500 million)" 2012, "Middle Market M&A," 2014
- "40 Under 40 Advisor Recognition Awards"—*M&A Advisor*, 2010
- Deal of the Year, *Buyouts*, 2009

Activities

Commandeur, *Commanderie de Bordeaux aux États-Unis d'Amérique*, 2008 - present; Director, Opera Francais de New York, 2006-2011.

Publications & Speaking Engagements

Recent Speaking Engagements

- "Deal Consummation Risk in M&A Transactions", Strafford Webinar, July 28, 2011
- "Fundamental Considerations for Cross-Border Transactions", NYSBA International Section & UIA, September 13, 2010
- "Deal Protection Strategies for M&A Transactions", Strafford Webinar, July 28, 2010

Publications

- "Private Equity: The Path to Efficiency," in *Understand Legal Trends in the Private Equity and Venture Capital Market, 2015 ed.: Leading Lawyers on Navigating the Current Economy, Managing Risks, and Understanding Changing SEC Regulations (Inside the Minds)*, 2015
- Private Equity: Blindsided by the FCPA — Hedging Against Anti-Corruption Deal Risk, February 28, 2013
- To Sandbag Or Not To Sandbag, June 20, 2011
- Price Of Buyer's Remorse Rises, September 20, 2010
- Private Equity's Next Crush, September 2008
- The Hybrid Capacity: The Convergence Between Hedge Funds and Private Equity Firms, November 2007
- The Unpredictable Net: *United States v. O'Hagan*, 1999

David R. Lallouz

David R. Lallouz is a partner in Tannenbaum Helpert Syracuse & Hirschtritt LLP's Corporate, Capital Formation and Securities Law practice where he advises clients on complex corporate transactions. For a decade and a half, David has helped clients creatively structure, negotiate and implement mergers and acquisitions, private equity transactions, strategic investments, venture capital investments, joint ventures and public offerings.

David has successfully negotiated over a hundred M&A and related transactions to date, representing clients on both the buy-side and sell side, particularly in the "middle market," and across a wide range of industries, including, industrial, manufacturing, commercial and retail business, financial services, including global financial institutions, multi-billion dollar investment funds and family offices, biotech and health sciences (acting on behalf of private equity and venture capital funds and targets alike), staffing, professional services, advertising and talent management, to name a few. David also represents investors in PIPE (private investments in public equity) transactions and registered direct offerings.

David regularly advises both private equity and venture capital funds, as well as issuers, in private placements, particularly in the biotech and life sciences industries.

In addition, he regularly advises and counsels clients on corporate governance, business formation and capitalization, as well as commercial and contractual relationships. David is a co-founder of Tannenbaum Helpert's StartMeUp program for entrepreneurs, offering a suite of legal services tailored to the needs of new business owners.

David is also experienced in the field of distribution law, particularly with regard to food and beverage distribution, including drafting and negotiating distribution and supply agreements for distributors and manufacturers alike. Notably, David's M&A experience includes significant acquisitions and joint ventures among distributors and suppliers, including in the alcoholic beverage and soft drink industries.

Given the scope and breadth of David's experience in mergers and acquisitions, he has previously been retained to provide testimony as an expert witness to a U.S. federal court on the M&A process and best practices.

Additionally, David is a member of the firm's Cybersecurity Practice Group, advising clients on the risks and legal requirements associated with emerging technological threats.

Prior to joining Tannenbaum Helpert in 2008, David was a partner in a leading international law firm based in Montreal, where his experience included Canadian, U.S. and cross-border mergers and acquisitions. David began his career in Quebec where he remains admitted to practice. Fluent both in English and French, he advises clients in both languages and has been selected for inclusion in Super Lawyers since 2011.

Nilson Lautenschlager Jr.

Nilson Lautenschlager Jr. has been practicing law in São Paulo since 1993. He holds a J.D. degree from the University of São Paulo (USP), a Master's degree in Commercial Law, and a PhD degree from the University of Munich, Germany. His practice is focused on contracts, corporate law, mergers and acquisitions, capital markets, insurance, and banking law. He is a sitting member of the Lawyers' Institute of São Paulo (IASP) and a member of the Brazil-Germany Association of Jurists (DBJV). Mr. Lautenschlager is member of the Legal Committee of the Brazilian Institute of Corporate Governance (IBGC). He has published several papers in Brazil and abroad.

BENOIT LE BARS

Benoit Le Bars, co-founder and Managing Partner of Lazareff Le Bars, represents clients in international arbitration, mediation and alternative dispute resolution and has specialist expertise in corporate law, international trade law, international contracts and African related matters. His practice focuses principally on commercial and investment arbitration involving complex trade relationships between businesses, investors and states, and spans a broad range of jurisdictions and arbitral institutions (more than 70 countries to date).

In 2016 he has been involved in several high stake investment arbitration cases including, among others, successfully reaching a significant settlement in Jordan, currently defending parties in two very sensitive claims in Libya under OIC treaty, and most recently, representing an investor in a \$12 billion BIT claim against the Russian federation.

In addition to his work as counsel, Benoit is often appointed as arbitrator and has extensive experience in arbitral forums worldwide.

Benoit Le Bars is also known for his strong engagement in business and law in Africa, and is a recognized specialist in OHADA law. As evidence of his commitment to the continent, he launched a magazine focused on corporate law in Africa (MIDAA) and in 2016 he was appointed by the Intergovernmental Authority on Development (IGAD) and the Djibouti Chamber of Commerce to co-head the legal task force to establish the rules and practices for the new IGAD Arbitration Centre in Djibouti. In the same year, Benoit Le Bars received the prestigious "Cauris d'Or de l'intégration" from Mr. Sidiki Kaba, Minister of Justice of Senegal.

His international arbitration expertise is recognized in the leading international legal directories, including Chambers, Legal 500 and GAR.

In 2016, Benoit Le Bars published an exhaustive treatise of French law judgments in international commercial arbitration and launched the international arbitration law Web site (internationalarbitrationlaw.com) that provide practical resources on international arbitration, as well as the insightful reasoning on different international arbitration issues effecting practitioners.

CURRICULUM VITAE



Name Anders Moberg
Title Partner
E-mail anders.moberg@lindahl.se
Telephone +46 8 527 70 870

Focus areas

Anders is a corporate attorney focused mainly on the representation of Swedish and foreign companies in connection with a wide variety of business matters, including mergers and acquisitions, private equity and venture capital investments, joint ventures, and corporate restructurings. Anders has significant cross-border M&A experience, both from Sweden and the United States, in particular with respect to the energy, medical, IT/telecom and financial sectors.

Experience

2011-	Lindahl Law Firm, Stockholm, Sweden
2006-2011	Millbank, Tweed, Hadley & McCloy LLP, New York, USA
2004-2006	Setterwalls Advokatbyrå
2001-2003	Gernandt & Danielsson Advokatbyrå

Member of the Swedish Bar Association

2013

Admitted to the New York Bar

2005

Education

2004	LL.M. Harvard Law School, USA
2001	LL.M. University of Stockholm
1999-2000	Université de Liège, Belgium

Languages

Swedish and English

**Partner**

Lisbon | Portugal

T (+351) 21 723 18 00

E ppa@abreuadvogados.com**Practice areas**

Tax Law, Corporate and Commercial Law (Corporate, Mergers & Acquisitions, Private Equity), Banking and Finance Law, Real Estate Law

Bars and courts

Registered with the Portuguese Bar Association.

Languages

Portuguese, English, French, Spanish.

Education

Law Degree, Lusíada University Law School (1990)

Postgraduate studies in Taxation, ISG | Business & Economics School (1996)

Professional experience

Partner with Abreu Advogados since 2008

Founding Partner of PACSA – Henriques da Silva, Pais de Almeida, Corrêa de Sampaio & Associados, Sociedade de Advogados RL (1996 - 2008)

Elected President of Union Internationale des Avocats (UIA) since November 2016

Vice-president of Union Internationale des Avocats (2015-2016)

Member of UIA since 1995, where performed several positions: Vice-president of UIA since October 2015; Director of Commissions of UIA (2010-2011);

Deputy Director of Commissions of UIA (2010-2011); UIA Representative in International Legal Assistance Consortium (ILAC), since 2009; President of the Foreign Investments Commission of UIA (2006-2011); Vice-president of the Foreign Investments Commission of UIA (2004-2006)

Member of the Executive Committee and Portuguese Chapter Chair of the International Section of the New York State Bar Association (NYSBA), since 2006

Chairman of the Advisory Board of Consulegis, EEIG (2013-2015)

Member of the Supervisory Board of IES – Instituto de Empreendedorismo Social (Corporate social responsibility), since 2014

Tax Arbitrator with CAAD – Centro de Arbitragem Administrativa (Centre of Administrative Arbitration), since 2011

Board Member of APCF – Associação Portuguesa de Consultores Fiscais (Portuguese Association of Tax Consultants), having been Founding Member in 2011

Chairman of the Supervisory Board (1998-2002) and Chairman of the Board of Directors (2003-2009) of a major Portuguese Charity entity for Homeless, CAIS – Associação de Solidariedade Social.

Candidate, as part of the list of MEP – Movimento Esperança Portugal, a Portuguese political party, in the European Parliament Elections (2009)

Author of several articles, publications and studies in the areas of Tax Law and International Tax Law, and speaker at several conferences and courses on taxation

Zachary S. Podolsky

Zachary S. Podolsky joined Wachtell, Lipton, Rosen & Katz in 2011 as a corporate associate. He focuses primarily on mergers and acquisitions, corporate governance and securities law matters. He has advised clients in a wide range of industries including energy, real estate, healthcare, technology, gaming, metals and mining, private equity and financial services.

Mr. Podolsky received his J.D. in 2011 from Yale Law School and his A.B. *summa cum laude* in 2004 from Harvard University, where he was elected to Phi Beta Kappa. Prior to attending law school, Mr. Podolsky was an equity research analyst at Goldman Sachs & Co. covering the oil and gas industry. He is also a CFA charterholder.

Pere M. Pons

Counsel

Tax

Tel. +12125934241

pere.pons@uria.com

- Spanish
- English
- French



Pere M. Pons joined the firm in 2006, after working in another prestigious firm based in Barcelona for five years. Since 2010, he heads the Tax Practice of the New York office.

Pere specializes in international taxation, regularly advising on the tax planning of international investment structures in Spain and Latin America, as well as operations of hedge funds and private equity entities in Spain and abroad. He also advises on the tax implications in Spain of financing structures, of swaps and financial products, and on Spanish investments abroad.

Pere has extensive experience in real estate and distressed debt investments, as well as tax planning for tax consolidated groups and subsidiaries of multinational companies. He also regularly assists high net worth individuals and family offices, and has advised on the regularization of off-shore investments and excessive debt push down structures (including legal defence in tax audits and courts of justice).

Relevant experience:

- **Private equity:** Advised a private equity house in their investments in Argentina, Uruguay, Chile, Colombia, U.S.A., and Mexico for an amount exceeding USD 550 million.
 - **M&A:** Advised entertainment group in multiple acquisitions in Spain, U.S.A, Brazil, Argentina, Chile, and India.
 - **Financing:** Advised syndicate of banks in the financing of energy transportation infrastructure in Colombia, USD 600 million.
 - **Family offices:** Advised selling shareholders in the transfer of an educational business in Mexico, valued at USD 250 million; Structured ownership of businesses and assets for international family with relevant interests in Central and South America, among others
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Neil A. Quartaro
WATSON FARLEY & WILLIAMS LLP

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Fax: (212) 922-1512
Mobile: (917) 370-6933

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Cell: 917-370-6933
Email: nquartaro@wfw.com

Bar Admissions

New York, S.D.N.Y.,
E.D.N.Y.

Education

J.D., Fordham University
School of Law

B.A., International
Relations, York University

About the Firm

Watson, Farley & Williams is a leading international law firm with offices in London, New York, Paris, Hamburg, Madrid, Munich, Rome, Milan, Athens, Piraeus, Dubai, Singapore, Hong Kong and Bangkok.

Watson, Farley & Williams advises on international litigation, bankruptcy, finance, corporate and commercial matters, mergers and acquisitions, corporate finance, competition, taxation, alternative dispute resolution, real estate and employment law. Industry sectors where Watson, Farley & Williams has particular expertise across the firm include shipping, aviation, energy, oil and gas, natural resources, private equity, real estate and information and communications technology.

Experience

Mr. Quartaro is Of Counsel to the Maritime Services Group in the New York office of Watson, Farley & Williams. An internationally recognized AV-rated attorney for both ethics and skills, his areas of focus include commercial litigation and arbitration matters (particularly those involving international or maritime issues), international contract disputes, creditors' rights in US bankruptcy proceedings, obtaining pre- and post-judgment security, and vessel foreclosure. He also works on international and domestic transactions in the transportation sector, particularly those with maritime legal issues.

Neil is the Chair of the New York State Bar Association ("NYSBA"), International Section. The International Section has about 2,500 members located around the world, and offers a New York law perspective on critical international law issues at the city, state and federal level. He also co-chairs the NYSBA International Section Transportation Committee and is the Secretary of the Bankruptcy and Insolvency Committee of the Maritime Law Association.

Neil lectures at Columbia University's School of International and Public Affairs ("SIPA"), where he teaches *Maritime Transportation, Law & Public Policy*, a graduate-level course offered to SIPA and business school students by the Center for Energy, Marine Transportation & Public Policy ("CEMTPP"). Mr. Quartaro serves on the research team at CEMTPP, which is conducting academic and commercial research on the public policy response to strategic issues in marine transportation and the movement of energy supplies globally in light of the current economic climate.

Representative Recent Matters

Representative recent matters include representing a Norwegian ship owner in a multi-jurisdictional dispute, advising secured lenders in complex international shipping bankruptcies, foreclosing on vessels belonging to insolvent borrowers, enforcing a Swedish arbitration award, and handling the sale and purchase of various ocean-going vessels.



Christoph Ramstein

Counsel
Attorney at law

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Christoph R. Ramstein is a counsel of Pestalozzi's Corporate / M&A, Tax and Private Clients Groups in Zurich. He prefers to advise start-up and mid-size companies in medical, pharma and fintech as well as transition planning. His background covers micro/macro economy, industry development/relocation, real estate, active and passive investor activity as well as asset management including financial services, industry and charitable organisations.

Christoph R. Ramstein has been a long time member of several boards of directors of bank/finance, hospitality and industrial corporations and boards of trustees of charitable foundations; he is Chairman of the board of trustees of Werner Abegg Fonds and a member of the board of directors and audit committee of Credit Agricole Indosuez (Suisse). His areas of practice are asset management, corporate law, business organization, venture capital/private equity, M&A and Integration/reorganisation, supply chain management, trade/distribution, independently wealthy entrepreneurs/private clients and related tax work. His experience includes international charitable foundations, estate planning and execution, charitable structures, and inheritance related litigation. He served as party representative and as arbitrator in commercial disputes. His industry experience includes life sciences, consumer, banking & finance, chemical and hospitality.

Christoph R. Ramstein is a former managing partner at Pestalozzi, a former president of the Banking and Finance Commission of the AIJA, and an active member of the Company Law Commission of the UIA - Union Internationale des Avocats. He frequently lectures and publishes.

Career

2014	Counsel at Pestalozzi
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1986	Partner at Pestalozzi
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1983	Foreign associate at Milbank, Tweed, Hadley & McCloy, New York
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1981	Associate at Pestalozzi
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1980	Admitted to the Swiss Bar (Zurich)
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1979	Law clerk District Court of Meilen
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1978	Graduated from University of Zurich (lic. iur.)
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1976	Graduated from University of St. Gallen, (lic. oec.)
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Sprachen

English
French
German

Practice Areas

Banking & Finance
Corporate / M&A
Life Sciences
Private Clients
Tax

Mitgliedschaft

UIA Union Internationale des Avocats
Swiss Bar Association
Zurich Bar Association

Recent Speaking Engagements

Mr. Quartaro is regularly interviewed on the radio and television, and, in addition to the public speaking engagements listed below, is regularly interviewed and quoted in leading maritime and business publications, including the Wall Street Journal, Fairplay, Global Restructuring Review, and Tradewinds.

- International Insolvency Institute, Latin America Regional Conference, Speaker, “Shipping Bankruptcy: What Port in a Storm” (Miami, Florida, February, 2017).
- Lloyd’s Maritime Academy, Speaker, “Maritime Bankruptcy and Ship Arrest” (London, England, December 2016).
- New York State Bar Association, International Section, Seasonal Meeting, Meeting Chair, (Paris, France, October 2016).
- Connecticut Maritime Association 2016, Co-Chair, Legal Panel (Stamford, Connecticut, March 2016).
- New York State Bar Association, International Section, Seasonal Meeting, Chair, “Do Not Delete! Electronic Documents in Litigation and Arbitration” (Sao Paulo, Brazil, October 2015).
- Norwegian Bar Association, Speaker, “Basics of Bankruptcy Practice in the United States” (New York, New York, September, 2015).
- Nor-Shipping, “A Sea of Red: Are Maritime Bankruptcies a Lifeline or Anvil?”, Speaker and Moderator, Ocean Industry Podium (Oslo, Norway, June 2015)
- Lloyd’s Maritime Academy, Speaker, “Maritime Bankruptcy and Ship Arrest” (London, England, December 2015).
- Connecticut Maritime Association 2015, Co-Chair, Legal Panel (Stamford, Connecticut, March 2015).
- 6th Annual Arctic Shipping Conference, Speaker, “Cross-Border Oil Response” (Montreal, Canada, February 2015).
- Lloyd’s Maritime Academy, Speaker, “Maritime Bankruptcy and Ship Arrest” (London, England, December 2014).
- New York State Bar Association, International Section, Seasonal Meeting, Speaker, “E-Discovery in International Litigation and Arbitration” (Vienna, Austria, October 2014).
- Lloyd’s Maritime Academy, Chair, “Ship Arrest North America Conference” (New York City, April 2014).
- Connecticut Maritime Association, Speaker, “The Devil You Thought You Knew: Dispute Resolution Clauses” (Stamford, Connecticut, March 2014).
- Lloyd’s Maritime Academy, Speaker, “Examining the Impact of Shipping Bankruptcy” (London, England, December 2013).

- New York State Bar Association, International Section, Seasonal Meeting, Speaker, “Blue Skies and Troubled Waters: Asian Arbitration Sparkles while Shipping Flounders” and Plenary Panel Speaker, “The Legal Status of the East Sea under the United Nations Convention on the Law of the Sea” (Hanoi, Vietnam, October 2013).
- New York State Bar Association Global Law Week, Panel Chair, “IP Contracts and International Bankruptcy” (New York City, May 2013).
- New York State Bar Association, International Section, Seasonal Meeting, Chair of Meeting and Speaker, “International Insolvency and Creditors’ Rights” (Lisbon, Portugal, October 2012).
- American Bar Association, Section on International Law Annual Meeting, Moderator, “Does New York Need a Special Docket for International Matters?” (New York City, April 2012).
- Ontario Bar Association and New York State Bar Association Joint Legal Summit, Chair (Toronto, Canada & Buffalo, New York, March 2012).
- Seoul International Maritime & Shipbuilding Conference (SIMS) 2011, Speaker, “Towards a Comprehensive Solution to Somali Piracy” (Seoul, Korea, November 2011).
- Marine Money, Speaker, “Workouts and Restructurings” (Shanghai, China, November 2011).
- New York State Bar Association, International Section, Seasonal Meeting, Chair, “Securing Your Judgment” (Panama City, Panama, September 2011).
- New York Global Law Week, Speaker, “Pre- and Post-Judgment Remedies Under NY Law” (New York City, May 2011).
- The Takeaway Radio Program, Speaker, “Deepwater Horizon and Pending Changes to the Ship Owner Liability Regime” (New York, March 2011).
- New York State Bar Association, International Section, Seasonal Meeting, Speaker, “Cross-Border Insolvency” (Sydney, Australia, October 2010).
- Japan Forum on International Relations, Speaker, “Modern Piracy and Industry Responses” (Tokyo, May, 2010).

Recent Recognitions

Mr. Quartaro has been regularly recognized as a rising force in the New York legal community, and has recently been recognized by the following publications:

- Martindale-Hubbell “AV” rated attorney for both skills and ethics in Admiralty and Maritime Law, Alternative Dispute Resolution, and Banking Law.
- Recognized by the Maritime Law Association as a Proctor in Admiralty.
- Super Lawyers 2011 - 2014 – Selected as a “Rising Star” in Transportation & Maritime Law for four years in a row.

- Super Lawyers 2015 and 2016– selected as a New York “Super Lawyer”
- Top Attorneys 2011, 2012, 2013 & 2014 – Selected as a “New York Metro Area Outstanding Young Lawyer” in Transportation & Maritime Law.
- Who’s Who Legal 2015 – 2017 – Recognized as an expert in shipping law.

Jay Rittberg

Jay Rittberg is Managing Principal of Euclid Transactional, LLC, a transactional insurance underwriting and claims handling company. Prior to joining Euclid Transactional in April 2016, Jay was Senior Vice President and Americas M&A Manager at a large international insurance company where he was responsible for managing the development, underwriting and marketing of transactional insurance products. Jay was also previously a corporate attorney at Schulte Roth & Zabel LLP, where he advised clients on a wide range of corporate matters.

GENERAL CV



DR TORSTEN ROSENBOOM
Partner

Corporate, Frankfurt

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E: trosenboom@wfw.com

Summary

Dr Torsten Rosenboom joined Watson Farley & Williams as a partner in the Corporate Group in August 2013 and is head of the Frankfurt office.

Torsten specializes in M&A/private equity, joint ventures, inter-company restructuring as well as in corporate and contract law. He regularly leads teams on a variety of national and cross-border transactions and is involved in complex contract negotiations both in two-party and multi-party situations.

Clients praise Torsten as "...very strong in M&A and Financing, an experienced Strategist" (JUVE Handbuch 2015, competitor testimonial) and as "...very hands-on and efficient" (JUVE Handbuch 2016, competitor testimonial).

Experience

Torstens' most recent experience includes advising:

- Jones Lang LaSalle on the acquisition of the ACREST group.
- Tank & Rast in connection with its sale from TerraFirma and RREEF to a consortium formed by Allianz Capital Partners, ADIA, Borealis and MEAG.
- Tank & Rast on the refinancing of its senior and junior facilities by a new senior facility, high yield bond and PIK facility.
- Tank & Rast on the repricing of its senior facilities.
- Tank & Rast on the acquisition of a 70% stake of the catering franchise company Bobby & Fritz GmbH.
- International utility on the sale of oil production licences together with an underground gas storage.
- Tank & Rast on the conclusion of a cooperation agreement with McDonald's Deutschland.
- Tank & Rast on the development of a business concept for a mobile App.
- Tank & Rast in connection with a brokerage agreement with an ad exchange server provider.
- International utility on the attempted acquisition of geothermal plants.
- Citigroup on the acquisition of Citibank in Germany to Credit Mutuel.

Languages

German, English, Portuguese

Qualification

- 2003-2005: Traineeship in Landau in der Pfalz and São Paulo
2nd State Examination and Appointment as Attorney at Law
- 2001-2003: University Konstanz
Promotion (LLD)
- 1995-2001: Law Studies, University Koblenz and
Universidade de Coimbra (Portugal)

Employment Record

- August 2013 – present: Watson Farley & Williams LLP, Frankfurt, Partner,
Head of Office
- 2012-2013: Sole practitioner
- 2011-2012: Lawyer in an investment boutique law firm in Frankfurt
- 2005-2011: Lawyer in a large international law firm

JAMES D. ROSENER

Partner

OVERVIEW

James D. Rosener is a partner in the Commercial Department of Pepper Hamilton LLP. Mr. Rosener heads the firm's International Practice Group, is managing partner of the New York office and has served as a member of the firm's Executive Committee. His practice is devoted primarily to international transactions, private equity, mergers and acquisitions and corporate financing.

Mr. Rosener has represented domestic and foreign private equity funds in transactions in more than 70 countries throughout the world, including platform and follow-on acquisitions; distressed buyouts, including in bankruptcy; corporate carve-outs and restructurings. He also has represented U.S.-based companies in transactions throughout Europe, Latin America and Asia (particularly, India and China), as well as several European, Indian, South American and Japanese companies in merger and acquisitions, financing and licensing transactions involving the United States. In addition, he also has represented management-led groups in the acquisition of businesses from divesting corporations.

Within the corporate financing practice area, Mr. Rosener has represented domestic and foreign issuers in public offerings (both U.S. and foreign listings), venture and mezzanine capital raising and traditional bank financing transactions. In addition, he has represented a number of issuers and bondholder groups in debt restructuring, recapitalization and work-out plans. Mr. Rosener regularly acts as international legal counsel to issuers and underwriters on off-shore public offerings in India, the United Kingdom and Europe.

Mr. Rosener worked in the corporate finance field for nine years before becoming a lawyer. His experience in senior financial positions included the initial and subsequent public offerings of equity and debt securities of a major international integrated oil producer and a health care company, the acquisition of several publicly held companies and the financing of several stand-alone projects.

EXPERIENCE

Mr. Rosener has represented:

- a U.S.-based private equity fund in numerous platform and add-on investments in a wide range of industries, including software, outsourcing and IT infrastructure transactions
- a major U.S. private equity group in the acquisition of several businesses through the bankruptcy process



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rosenerj@pepperlaw.com

- a U.K.-based professional services firm management team and private equity fund partner in the leveraged recapitalization of 58 affiliated businesses located in 32 countries to a second private equity fund
- a U.S. private equity fund in the acquisition of a series of engineering companies
- a group of hedge funds in take-over and restructuring transactions involving business process outsourcing
- an Indian industrial concern in its initial public offering and placement on the Bombay and National Stock Exchanges
- a Channel Island-based trust in connection with multiple-control investments of technology and software businesses throughout the United States, Spain, Sweden, Thailand and England
- a Florida-based private equity group in connection with several platform and add-on investments in the consumer electronics business and promotional products business
- a Florida-based private equity fund in connection with the acquisition of a major health and fitness business
- a North Carolina-based business services company in connection with the merger with a Paris-based public business services company
- a U.K. health care company in connection with the sale of a major medical products group to a Denmark-based health care company
- a French-based defense electronics business in various U.S. acquisitions and dispositions of U.S. subsidiaries
- a French avionics company in joint ventures with a California-based aerospace company
- a U.S. company in the formation of an EC-based technology joint venture with a French utility
- a U.K.-based consumer products company in connection with the acquisition of a U.S. medical products business
- a U.K.-based, London Stock Exchange-listed health care company in connection with a merger with another London Stock Exchange-listed consumer and health care company
- a U.K.-based private equity fund in connection with the acquisition of an Italian electronics company by a Florida-based portfolio company
- a U.S.-based computer company in connection with its acquisition by a major French computer company
- a Los Angeles-based private equity group in connection with its disposition of a California-based business services company to a Chicago-based private equity fund.

INSIGHTS

EVENTS & WEBINARS

09/28/2017

M&A REPS AND WARRANTIES INSURANCE: BEST PRACTICES AND STRATEGIES TO MITIGATE RISK IN NEGOTIATING THE DEAL

05/16/2017

M&A POST-CLOSING DISPUTES: PRACTICAL ADVICE THAT CAN HELP INFLUENCE THE PROCESS

05/11/2017

U.S. COMPANIES MAKING ACQUISITIONS ABROAD

04/20/2017

CURRENT TRENDS AND OUTLOOK FOR PRIVATE EQUITY

04/06/2017

ACG NY, 'CROSS-BORDER M&A LUNCHEON: ADD-ON OPPORTUNITIES IN EUROPE'

PUBLICATIONS

02/23/2017

CFIUS: THE PAST, PRESENT AND TOMORROW

VOL. 2016, ISSUE 3

U.S.-INDIA NEWSLETTER

08/18/2016

APPRAISAL ARBITRAGE: HEADS I WIN, TAILS YOU LOSE

06/24/2016

FIDUCIARY DUTIES, DEAL STRUCTURE CONSIDERATIONS AND SECURITIES DISCLOSURE OBLIGATIONS IN GOING-PRIVATE TRANSACTIONS

VOL. 2016, ISSUE 2

U.S.-INDIA NEWSLETTER

NEWS

05/03/2017

PEPPER HAMILTON CLOSES MORE THAN 20 DEALS IN FIRST QUARTER OF 2017

10/27/2016

JAMES D. ROSENER NAMED PRESIDENT OF CORPORATE LAW AND MERGERS AND ACQUISITIONS COMMISSION FOR UIA

10/21/2016

FIVE THINGS TO CONSIDER ABOUT TALENT ACQUISITION IN PRIVATE EQUITY

09/26/2016

PEPPER HAMILTON LAWYERS NAMED TO NEW YORK SUPER LAWYERS LIST FOR 2016

08/22/2016

EUROPEAN AMERICAN CHAMBER OF COMMERCE WELCOMES NEWEST CHAPTER - EACC CAROLINAS

PODCASTS

09/27/2016

GOING PRIVATE TRANSACTIONS

02/03/2014

THE PEPPER FIVE: ON U.S.-INDIA ISSUES

03/15/2011

EMERGING MARKETS, INDIA

05/03/2010

DISTRESSED M&A

02/02/2010

DISTRESSED M&A OUTLOOK: MARKET CONDITIONS TO PRODUCE SIGNIFICANT M&A OPPORTUNITIES

ACTIVITIES/HONORS

ACTIVITIES

NCO PORTFOLIO

Board member, NCO Portfolio, Inc. (2001–2004)

LIBERTY TECHNOLOGIES

Board member, Liberty Technologies, Inc. (1994–1999)

LIBERTY M.P.

Board member, Liberty M.P. S.A.S. (a French-based joint venture company)

BONNEY FORGE CORPORATION

Board member, Bonney Forge Corporation

CEDAR INVESTMENTS

Board member, Cedar Investments, Inc.

CFM PARTNERS

Board member, CFM Partners, Inc. (2000–present)

SEPRO HEALTHCARE

Board member, SePro Healthcare, Inc.

SEPRO (DELAWARE)

Board member, SePro (Delaware) Inc.

NATIONAL ASSOCIATION OF CORPORATION DIRECTORS

President and board member, National Association of Corporation Directors (2003–present)

EUROPEAN AMERICAN CHAMBER OF COMMERCE

President and board member, European American Chamber of Commerce – New York

CHAMBRE DE COMMERCE FRANCO-AMERICAIN

Director, Chambre de Commerce Franco-Americain

INSTITUTE OF FRENCH CULTURE AT THE UNIVERSITY OF PENNSYLVANIA

Director, Institute of French Culture at the University of Pennsylvania

EUROPEAN-AMERICAN CHAMBER OF COMMERCE - PARIS

Director, European-American Chamber of Commerce - Paris

CHARITABLE INVOLVEMENT

Charitable involvement includes directorships and advisory roles with the Metropolitan Mission Board of the Presbytery, Head Start, Inc., the United States Tennis Association, Tennis Patrons Foundation, Lehigh University and the Foundation for Teaching Economics

UNION INTERNATIONALE DES AVOCATS / INTERNATIONAL ASSOCIATION OF LAWYERS

President, Corporate Law and Mergers and Acquisitions Commission of the Union Internationale des Avocats / International Association of Lawyers (UIA) (2016-Present)

HONORS

SUPER LAWYERS

Selected for inclusion on the 2012-16 *New York-Metro Super Lawyers* lists

ASSOCIATION FOR CORPORATE GROWTH

Selected as Lawyer of the Year in the Association for Corporate Growth (ACG) New York Chapter's 5th Annual Champion's Awards (2015)

EDUCATION

- J.D., Delaware Law School (Now Widener University School of Law), 1985
- M.B.A., Fairleigh Dickinson University at Madison, 1981
- B.S., Lehigh University, 1977

BAR ADMISSIONS

- New York
- Pennsylvania
- New Jersey

COURT ADMISSIONS

- U.S. Court of Appeals, Third Circuit
- U.S. District Court, Eastern District of New York
- U.S. District Court, Southern District of New York
- U.S. District Court, District of New Jersey
- U.S. District Court, Eastern District of Pennsylvania

Jay G. Safer Bio

Jay G. Safer is a partner at the law firm of Wollmuth Maher & Deutsch LLP in New York City. Jay handles complex litigation in the United States and abroad. Jay represents clients in matters concerning contracts, antitrust, securities, RICO, qui tam, FCPA, international litigation and arbitration, including application of the New York Convention and enforcement of foreign judgments and arbitration awards, banking, financial institutions, corporate governance, technology, privacy, insurance, construction, real estate, labor and employment, product liability, health care, professional ethics, financial, constitutional, and regulatory issues, mediation, class actions, defamation, and media. Jay also counsels clients on commercial matters including, protection and preventative measures and pre-litigation analysis.

He has represented clients in international litigation, including domestic and foreign clients in courts outside the United States and foreign clients in the U.S. courts. He has represented clients from the United States and around the world in international arbitrations. Jay has served on panels, bench-bar forums, and is a member of committees with judges and attorneys discussing and speaking on a wide range of civil litigation issues, litigation skills and U.S. and international arbitration and international litigation practice. He has presented numerous programs and seminars on U.S. and international arbitration and litigation to foreign judges, lawyers, and law students visiting the United States and at seminars abroad. He frequently presents webinars and CLE programs to national audiences.

He is an Adjunct Professor at Law at Columbia Law and Fordham Law Schools, teaching foreign lawyers and LLM candidates American litigation practice and the management of U.S. Litigation, and the role of arbitration and mediation in U.S. proceedings. Jay was appointed to the advisory group to the New York State Federal Judicial Council consisting of federal and state judges appointed by the Chief Judge of the State of New York and the United States Court of Appeals for the Second Circuit. Jay was appointed by the Chief Judge of the State of New York to the Commercial Division Advisory Council that advises the Chief Judge and the Judiciary on matters involving the Commercial Division of the State of New York. He was also appointed by the New York State Chief Administrative Judge to serve on the Advisory Committee on the New York State Civil Practice Law and Rules.

Jay is involved in leadership positions in numerous bar associations, including as past and present chair and member of many bar association sections, executive committees, and committees. Jay has made appearances on television and authored numerous articles and publications.

Industries

Financial Services
Maritime
Transportation
Structured Finance

Practices

Corporate
International
Tax
Structured Finance
Equipment Leasing
Maritime

Education

LLM (in Taxation), 1979,
New York University
School of Law

JD, 1975, Harvard Law
School

BA, 1968, Columbia
University, cum laude, Phi
Beta Kappa

Admitted To Practice

New York 1976
United States Tax Court
1987



James Russell Shorter, Jr. Shorter Law Offices

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Fax: +1 646.607.4850

James R. Shorter, Jr. has more than 30 years experience advising regarding a broad range of U.S. tax and legal issues, including U.S. taxation of inbound and outbound international transactions.

He advises regarding the U.S. legal and income tax issues facing foreign business entities engaging in commercial transactions and investing in the U.S., and regarding U.S. income taxation of domestic business entities undertaking investments and business in foreign jurisdictions.

He advises parties to international and U.S. domestic investment and financing transactions, including equipment leases and loans secured by equipment.

He advises regarding U.S. business structures, including U.S. corporate entities, LLCs, limited partnerships, and other joint ventures for investing in the United States.

He began his legal career at the New York office of the law firm of Thacher Proffitt & Wood, LLP and later became a partner in the firm's Tax Practice Group. Following the dissolution of Thacher Proffitt at the end of 2008, he continued his legal practice at his newly established Shorter Law Offices.

He also served as a Supply Corps officer in the U.S. Navy, retiring as a Captain.

Publications / Articles

- "Federal Income Taxation of Equipment Leasing," Chapter 35, in *Equipment Leasing*, published by LexisNexis (formerly, by Matthew Bender) (22nd annual revision - April 2017; original publication date - Spring 1994).
- "The Impact of EU Law on Cross Border Taxation -- Issues Relating to Limitation on Benefits Provisions in Income Tax Treaties Between EC Member Countries and the United States," International Law Practicum, New York State Bar Association International Section (Spring 2004).
- "Revenue Ruling 2002-69 Concludes that LILOs Confer a Future Interest in Property, Not a Current Leasehold Interest," 20 Journal of Taxation of Investments 327 (Summer 2003).
- "At Long Last the Final Section 467 Regulations," 53 The Tax Lawyer 383 (Winter 2000), relating to the U.S. income taxation of leasing transactions.
- Co-author of "Wraparound Lease Financing of Personal Property," 41 Bus. Law. 747 (May 1986)
- "In the Wake of the 1972 Amendments to the L. &H.W.CA.: the Vessel's Rights Against the Stevedore," 7 J. Mar. L. & Com. 671 (1975-1976).

Events / Speeches

- Co-Chair/Speaker for panel, "The OECD Wants Multinationals to Pay their "Fair Share" - Selected Aspects of the BEPS Project," New York State Bar Association, International Section, Fall Meeting, Paris (October 20, 2016)
- Co-Chair/Speaker for panel, "Energy Sector Investment in Brazil and Mexico," New York State Bar Association, International Section, Fall Meeting, São Paulo, (October 16, 2015)
- Co-Chair/Speaker for panel, "FATCA Implementation," New York State Bar Association, International Section, Fall Meeting, Vienna (October 17, 2014)
- Co-Chair/Speaker for panel, "Canada-U.S. Tax Treaty Issues," New York State Bar and Ontario Bar Associations, Ontario – New York Legal Summit, Toronto (March 28, 2014)
- Co-Chair/Speaker for panel, "International Tax Planning for Business Investments in Vietnam and the New Asia," New York State Bar Association, International Section, Fall Meeting, Hanoi (October 25, 2013)
- Speaker for panel, "Attorney Client Privilege in Tax Practice," at conference, "Creating a Global Law Department: China and U.S. Perspectives," held by the NYSBA, International Section and Peking University School of Transnational Law, Shenzhen, China (January 10, 2013)
- Co-Chair/Speaker for panel, "International Tax Planning for Investment in the European Union," and Speaker on Panel regarding "Research and Development Incentives," New York State Bar Association, International Section, Fall Meeting, Lisbon (October 11, 2012)
- Co-Chair of panel, "Utilizing Tax Incentives for Infrastructure Ventures in Latin America," New York State Bar Association, International Section, Fall Meeting, Panama (September 23, 2011)
- Co-Author of paper, "International Tax Planning for Investment and Trading of Natural Resources," prepared for the New York State Bar Association, International Section, Fall Meeting, Sydney (October 28, 2010)
- Co-Chair/Speaker for panel, "Tax Strategies for Businesses Investing in Asia," New York State Bar Association, International Section, Fall Meeting, Singapore (October 28, 2009)
- Co-Chair of panel, "Harmonization of EU Tax Laws - Effect on Multinational Businesses," and Speaker on "U.S. Perspective and Consolidation Experience," New York State Bar Association, International Section, Fall Meeting, Stockholm, Sweden (September 19, 2008)
- Speaker on panel, "International Fiscal/Tax Planning for Investment in the Mining Industry in Peru," New York State Bar Association International Section Fall Meeting, Lima, Peru (September 2007)
- Speaker on panel, "Update and Issues in the Leasing Area," Capital Recovery and Leasing Committee, ABA Tax Section Meeting, Washington, DC (May 12, 2007)
- Co-Chair/Speaker for panel, "Strategies for Establishing a Business in China," New York State Bar Association, International Section, Fall Meeting, Shanghai, China (October 19, 2006)
- Speaker on panel, "Navigating US-UK Tax Issues under the New US-UK Income Tax Treaty." Topic: "Dividend Withholding Issues, Including Limitations on Benefits," New York State Bar Association, International Section, Fall Meeting, London, England (October 20, 2005)
- Speaker on panel, "SILOs: Notice 2005-13 and Issues Presented by Section 470," Capital Recovery and Leasing Committee at ABA Tax Section Spring Meeting, Washington DC (May 20, 2005)
- Speaker at a conference with the Legislative Affairs Commission of the Standing Committee of the National People's Congress of the People's Republic of China on basic legal framework of US corporate and securities laws and legislation regarding corporate governance and practices (November 22, 2004)
- Speaker on panel, "The Impact of Latin American Bilateral and Multilateral Tax Treaties on Capital Inflows and Trade." Topic: "Select Tax Issues Regarding United States Outbound Investment," New York State Bar Association, International Section, Fall Meeting, Santiago Chile (November 11, 2004)
- Speaker at conferences in China regarding "Doing Business and Raising Capital in the U.S. and Promoting U.S. Investment" at the Tianjin Investment Promotion Center (September 6, 2004) and at the Jinan High-Tech Development Zone (September 8, 2004)

- Speaker on panel, "LIFO Update," ABA Tax Section, Capital Recovery and Leasing Committee Meeting (January 30, 2004)
- Speaker on "Key Issues in China for American Companies" at the "Go Global - 2003 China / U.S. Economic & Trade Conference" (November 18, 2003)
- Co-Chair of panel, "The Impact of EU Law on Cross-Border Taxation," and Panelist, "Issues Relating to Limitation of Benefits Provisions in Income Tax Treaties between EC Member Countries and the U.S." at the New York State Bar Association, International Section, Fall Meeting, Amsterdam, (October 23, 2003)
- Co-Chair and speaker on panel, "Rev. Rul. 2002-69 on LIFOs - Back to the Future Interest," ABA Tax Section, Capital Recovery and Leasing Committee Meeting (January 24, 2003)
- Co-Chair/Speaker for panel, "Taxation of Cross Border Investments," at the New York State Bar Association, International Section, Fall Meeting, Rome. (October 19, 2002)
- Co-Chair/Speaker for panel, "Recent Developments Regarding Leasing Transactions," ABA Tax Section, Capital Recovery and Leasing Committee Meeting (May 10, 2002)
- Speaker on panel, "Leasing Update: Recent Developments, Particularly FSAs, Relating to Leasing Transactions," ABA Tax Section, Capital Recovery and Leasing Committee Meeting (January 18, 2002)
- Co-Chair of panel, "Latin Leasing," at the New York State Bar Association, International Section, Fall Meeting, Rio de Janeiro, and spoke regarding "U.S. Extraterritorial Income ("ETI") Exclusion for Cross-Border Leasing Transactions" (October 18, 2001)
- Co-Chair and speaker on panel, "Recent Field Service Advices Issued with Respect to Leasing Transactions," ABA Tax Section, Capital Recovery and Leasing Committee Meeting (May 11, 2001)

Professional / Civic Affiliations

- American Bar Association
 - Tax and International Sections
 - Tax Section: Capital Recovery and Leasing Committee (Past Chair); Foreign Activities of U.S. Taxpayers (FAUST) Committee
 - International Section: China Committee
- International Fiscal Association
- Inter-Pacific Bar Association
- Maritime Law Association of the United States
- New York State Bar Association
 - International Section, Committee on International Tax (Co-Chair)
 - Tax Section
- New York City Bar Association



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Edna Sussman is a full time independent arbitrator and mediator and is the Distinguished ADR Practitioner in Residence at Fordham University School of Law. She was formerly a litigation partner at the law firm of White & Case LLP. Ms. Sussman has served as the chair, sole and co-arbitrator in over 200 complex commercial disputes and over 200 complex commercial mediations, both international and domestic, under various institutional rules and ad hoc involving contract interpretation, financing and banking transactions, energy, environment, franchises/distributorships, partnership and joint venture, insurance, mergers/acquisitions, accounting, intellectual property, construction, securities, real estate, pharmaceuticals, hospitality, aviation and professional liability. Ms. Sussman is a member of the panel of many of the leading dispute resolution institutions including the AAA, ICDR, AAA/ICDR Energy Arbitrators list, CPR, and institutions in Brazil, Hong Kong, Singapore, South China, Shanghai, Switzerland, Vienna, Korea, Kuala Lumpur, Vietnam, British Columbia, Dubai, Lagos and Kigali, U.S. Institute for Environmental Conflict Resolution, Financial Industry Regulatory Authority, and the National Futures Association and is listed by the ICC. Ms. Sussman serves on mediation panels of federal, state, bankruptcy courts in NYC.

Ms. Sussman serves on the executive committee and as immediate past President of the College of Commercial Arbitrators and sits on the Board of the American Arbitration Association. She is the chair of the AAA-ICDR Foundation and is the Vice-Chair of the New York International Arbitration Center. Ms. Sussman is a fellow of the Chartered Institute of Arbitrators and certified by the International Mediation Institute. She is a former Chair of the Dispute Resolution Section of the NYS Bar Association and serves as co-editor-in-chief of the NY Dispute Resolution Lawyer. She is a past co-chair of the Arbitration Committees of the ABA's International and Dispute Resolution Sections and served as the chair of the Renewable Energy Committee and the Alternative Dispute Resolution Committee of the ABA's Section of Environment Energy and Resources. Ms. Sussman served as the chair of the NYC Bar Association's Energy Comm. and the ADR Comm. of the Energy Bar Association. Ms. Sussman is recognized by Chambers International and Chambers USA for International Arbitration, in the International Who's Who of Commercial Arbitration and Commercial Mediation and by SuperLawyers and Best Lawyers. She was named as one of the ten outstanding international mediators by Who's Who Legal 2013 and selected as Best Lawyer's "2012 New York City Mediation Lawyer of the Year" and is recognized in Chambers USA for mediation. A graduate of Barnard College 1970, and Columbia Law School 1973, Ms. Sussman has lectured and published widely on arbitration, mediation, energy and environmental issues.



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Nancy M. Thevenin is an independent international arbitrator and mediator based in New York City. She is a Fellow of the Chartered Institute of Arbitrators and an adjunct professor of the International Commercial Arbitration course at St. John's University School of Law and the Arbitration Practicum course at Fordham Law School. Ms. Thevenin was formerly a special counsel in and global coordinator of Baker & McKenzie's International Arbitration Practice Group. Before joining Baker & McKenzie, Ms. Thevenin was deputy director of arbitration and ADR for North America for the ICC International Court of Arbitration in New York. Ms. Thevenin started her career practicing international litigation and arbitration at a boutique law firm in Miami, Florida.

Ms. Thevenin also advises on arbitrations, mediation strategy, dispute boards, expertise proceedings, ad hoc cases and use of pre-arbitral referee procedures. Her extensive experience includes arbitrations under various institutional rules, including the ICC, ICDR, UNCITRAL and ICSID, and advising on early resolution of matters that would otherwise become formal disputes. Ms. Thevenin's areas of experience include international commercial litigation and arbitration, creditor's rights and business torts. She has handled disputes for multinational companies and governments in the construction and engineering, financial services, commercial real estate and aviation industries, often involving issues concerning mergers and acquisition, sales, distribution, licensing, technology transfer and leasing agreements.

A graduate of Tulane Law School (J.D. 1997) where she obtained certificates in European legal practice and in commercial arbitration, Ms. Thevenin also attended the University of Paris at Panthéon-Assas in France, where she studied the French legal system and European Community law. She is a graduate of Cornell University (B.A. 1993), where she obtained a double major in history and Spanish literature. While at university, Ms. Thevenin lived in Madrid, Spain and studied international relations, Spanish law and Spanish literature.

As of June 1, 2017, Ms. Thevenin will be the Chair of the New York State Bar Association's International Section. She formerly served as Chair-Elect and Chief Information Officer on the Executive Committee and a Co-Chair of the Section's International Arbitration and ADR Committee. Ms. Thevenin also serves on the Executive Committee of the American Branch of the International Law Association (ABILA) and is the immediate past Director of Communications for the Chartered Institute of Arbitrators' New York Chapter. She was the Co-Chair of the International Human Rights Award Subcommittee of the International Litigation Section of the American Bar Association; Vice-Chair of the International Arbitration Law Committee for the Inter-American Bar Association; program Co-Chair for the 2010 New York State Bar Association Annual Meeting for the International Section, Co-Chair of ABILA's 2007 and 2009 International Law Weekend, a U.S. Member of the ICC Arbitration Commission (2004-2008), and is a Founding Member of Arbitral Women.

Ms. Thevenin's recent publications include the *CI Arb New York News*, Issues Nos. 1 to 3, Sept. 2014, Sept. 2015, and Sept. 2016, respectively, the 2008 to 2014 editions of the "Baker & McKenzie International Arbitration Yearbook," a compilation of arbitration developments from over 26 jurisdictions (Executive Editor, Kluwer 2008-2010 and Juris 2010-2014), "Caucusing and the Cross-Cultural Divide," in *Contemporary Issues in International Arbitration and Mediation: The Fordham Papers* (Martinus Nijhoff 2012); "The International Arbitration System: How the Pieces Interrelate: International Arbitral Institutions," New York State Bar Association's *Inside* (Spring/Summer 2011); "Dispute Boards: An Effective Tool for Dispute Reduction and Prevention," *New York Dispute Resolution Lawyer*, vol. 3, no. 2 (Fall 2010); "Increasing Efficiency in International Arbitration: Use of Common Law Dispositive Motions," *IBA Arbitration Newsletter* (March 2010); "The CISG and Its Impact in Latin America," ABA Section of International Law, 2009 Fall Meeting (October 2009); and "A Little Known Secret: The ICC International Court of Arbitration's Internship Program For Young Attorneys," American Bar Association, *International Law Quarterly*, Issue 4, Volume 23 (Summer 2007). She was a member of the research and writing team for "*Sak Vid Pa Kanpe: The Impact of U.S. Food Aid on Human Rights in Haiti*," Center for Human Rights and Global Justice, 2010.

Ms. Thevenin is fluent in English, Spanish, French and Haitian Creole.



Javier Tortuero

Partner since 2011. New York office
javier.tortuero@uria.com / +12125934754

Main Practice Areas

Banking and Finance
Mergers and Acquisitions
Capital Markets

Languages

Spanish
English

Profile

Javier Tortuero joined Uría Menéndez in Madrid in 2000 and was made partner in 2011. From September 2005 to May 2006, Javier participated in Sullivan & Cromwell's Visiting Lawyers Program in New York. He is currently the managing partner of Uría Menéndez's New York office.

Javier's practice focuses on M&A, securities markets (capital and debt issues) and corporate restructuring. He advises listed companies, financial entities and other clients on wide-ranging corporate matters, such as corporate governance and contracting.

Javier is the secretary to the board of directors of several Spanish companies.

In the 2015 edition of Iberian Lawyer he was named one of the top 40 lawyers under the age of 40 in Spain and Portugal.

Education

- Law Degree, Universidad Pontificia Comillas (ICADE E-3), Madrid, 2000
- Degree in Business Administration, Universidad Pontificia Comillas (ICADE E-3), Madrid, 2001

Membership of Professional Associations

- Madrid Bar Association
- Member of the board of directors of the Spain-U.S. Chamber of Commerce

Legal Teaching

Currently, Javier lectures on company law and the management of law firms at the Universidad Pontificia Comillas. He has been a lecturer on the Master's Degree in International Business Law since 2002 and the Executive Master's Degree in International Business Law (both organised by the Universidad San Pablo C.E.U., Instituto de Estudios Europeos) since 2009. He is also a lecturer on the Master's Degree to Access the Legal Profession organised by the Universidad San Pablo C.E.U. He was also a lecturer on

the Master's Degree in Company Law at the Universidad Pontificia Comillas between 2006 and 2009. Javier regularly participates as a speaker in seminars and conferences related to his area of expertise.



ZDRAVKA UGRINOVA

PARTNER

M&A
Corporate Law
Joint Ventures
Private Equity
Privatisation

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Sofia, Bulgaria
(T) 359.2.9321100

Zdravka Ugrinova is a partner at *Djingov, Gouginski, Kyutchukov & Velichkov* (DGKV), heading the M&A and Corporate Practice Group. She is a leading lawyer in Bulgaria with over 15 years' experience and significant expertise in corporate and commercial law, private equity transactions, acquisitions of private and publicly listed companies, JVs and concessions. Zdravka is recognized and highly praised for her professionalism and profound legal knowledge by both clients and partners. For years, she has been a top tier recognized lawyer for Bulgaria according to all prestigious legal ranking publications such as Chambers Global, Chambers Europe, Legal 500, IFLR1000, etc.

Zdravka has been the principle lawyer advising major domestic and international clients of the law firm in some of the largest M&A, privatisation, and private equity transactions to ever originate on the Bulgarian market. She has been involved in a number of high profile M&A transactions, acting on the seller's or the buyer's side. Zdravka has advised clients throughout the whole process of acquisition, including legal due diligence, representation in negotiations and execution of transaction documents.

Zdravka holds a LL.M. degree from the Law Faculty of the University of Sofia from which she graduated in 1997. She attended several post graduate courses in American and International law in Dallas, Texas, at the University of Geneva Law Faculty and Duke University School of Law as well as in IDLO, Rome.

Zdravka is admitted to the Sofia Bar since 1999. She is also a member of IBA, UIA, the Council of Women in Business in Bulgaria and Turn-around Management Association Bulgaria.

EXPERIENCE HIGHLIGHTS

Fairfax Financial Holdings Ltd on the Bulgarian aspects of the acquisition of certain assets and renewal rights of AIG's business in many jurisdictions, including Bulgaria

Olympia Development and Third Point LLC on the bid for the acquisition of InterV, the Luxembourg holding company of the Bulgarian Telecommunications Company's group

China CEFC Energy Company Limited in the due diligence phase of the acquisition of Rompetrol

AmRest Sp. z.o.o. Wroclaw on the Bulgarian legal aspects of the purchase of the Starbucks coffee chain in Bulgaria and Romania from Marinopolous Coffee

Sale of 76% of City Hospitals and Clinics Group to Acibadem Sirketler Grubu

HONORS & DISTINCTIONS

Chambers EMEA 2017: *"a nice, responsive person with a practical approach"* who always remains *"focused on the main point"*

Chambers Global 2017: Zdravka Ugrinova (Star Individual) is *"a nice, responsive person with a practical approach"*

Chambers EMEA 2016: *"Standout figure Zdravka Ugrinova is a household name in Bulgarian M&A, and is widely recognised for her experience of international investment"*

Chambers EMEA 2015: *"an exceptionally impressive lawyer"*

Legal 500 2016: *"experienced, knowledgeable"*

IFLR1000 2017: Leading lawyer

LANGUAGES


English and Bulgarian

Hughes Hubbard & Reed

Alexander A. Yanos

Partner

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Education

Columbia University,
School of Law, J.D.,
1993, Harlan Fiske
Stone Scholar,
Columbia Law
Review-Notes Editor

Princeton University,
B.A., 1989

Bar Admissions

New York, 1995

Languages

French
German
Greek
Russian
Spanish

Alexander A. Yanos is a litigation partner in the New York office of Hughes Hubbard & Reed and co-chairs the firm's Treaty Arbitration practice group. His practice focuses on complex disputes, particularly international disputes, both in court and before arbitral tribunals.

Alexander's arbitration practice includes commercial, financial and treaty-based disputes, particularly in the energy and mining sectors and in Latin America. Recently, he has obtained a finding of unlawful expropriation in an International Centre for Settlement of Investment Disputes (ICSID) arbitration against Venezuela, one of the largest investment treaty cases ever filed, and a decision issued by the United States Supreme Court reinstating the award of BG Group PLC against the Republic of Argentina. He also has obtained successful results for clients in disputes involving Algeria, Argentina, Bolivia, Ecuador, Libya, Lithuania, Russia, Pakistan, Paraguay, the United States, Venezuela and Vietnam. He has acted in matters before nearly

Areas of Focus

Arbitration & ADR
Asia Pacific
Construction
Litigation &
Arbitration
Investment Treaty
Arbitration
Latin America
Litigation

every international arbitration tribunal, including the ICSID, International Chamber of Commerce, London Court of International Arbitration, American Arbitration Association, Hong Kong International Arbitration Centre, Inter-American Commercial Arbitration Commission, International Court of Justice and the Stockholm Chamber of Commerce.

Alexander also has considerable experience litigating multi-jurisdictional disputes involving the securities, banking, antitrust and insurance industries. He is fluent in six languages.

Recognition

- Ranked by Chambers USA as one of the top international arbitration lawyers in the US
- Ranked by Chambers Global as one of the top international arbitration lawyers in the world
- Ranked by Chambers Latin America as one of the top international arbitration lawyers in Latin America
- Recognized by The Legal 500 United States as one of the top lawyers in the category of international arbitration

Highlighted Publications

- "Emerging Trends in International Arbitration," Law 360, June 2013
- "The COMMISA Decision: A US Federal District Court Confirms an Arbitral Award Annulled At Its Seat," 119 Mealey's Int'l Arb. Rep. 14 (2013)
- "Mass Claims in International Investment Arbitration," The Deal, Jan. 18, 2012

Court Admissions

- Supreme Court of the United States

- United States District Court for the Southern District of New York
- United States District Court for the Eastern District of New York