

IFLR

INTERNATIONAL FINANCIAL LAW REVIEW

European In-house Counsel Summit

A LEGAL UPDATE FOR CORPORATE AND BANKERS' COUNSEL

January 24, 2013 • The Waldorf Hotel, London

Lead sponsor:

DEBEVOISE & PLIMPTON LLP

Sponsors:

ALLEN & OVERY

BONN & SCHMITT
AVOCATS

Heenan Blaikie



NautaDutilh



Proskauer >>

ORRICK

TURUNÇ

Supported by:



INHOUSEBLOG
INFORMING IN-HOUSE COUNSEL SINCE 2005

TalklawGlobal

Visit: www.iflr.com/IHsummit2013



8.20 Registration and breakfast

8.50 Chair's introduction and opening remarks

Jim Scoville, partner, **Debevoise & Plimpton**

DEBEVOISE & PLIMPTON LLP

Tim Wakefield, managing director, **IFLR**

9.00 M&A & private equity issues

- Different approaches to M&A transactions: strategics vs sponsors
- Acquisition due diligence, as buyer or seller
- Special considerations for carve-outs
- Structuring sales through a dual-track process
- Evolution of key terms: time for a eurozone Mac clause? Liability caps, thresholds, etc.
- M&A deals in growth markets
- Changes to the Takeover Code and the implications for defending hostile takeovers

Raman Bet-Mansour, partner, **Debevoise & Plimpton** (chair)

Rushad Abadan, general counsel, corporate/M&A, **Royal Bank of Scotland**

Ian FitzSimons, group general counsel, **Pernod Ricard**

David Innes, partner, **Debevoise & Plimpton**

10.00 Restructuring: techniques for managing your liability

- How the eurozone crisis is affecting liquidity
- Managing counterparty risk and contractual obligations
- Balancing your role as a manager and a lawyer

Mark Fennessy, partner, **Proskauer Rose** (chair)

Joseph Ward, senior legal counsel, **CIT Aerospace International**

Kim Stockdale, country sector lead lawyer, corporate & finance legal UK, **Siemens**

Edmond Leedham, chief counsel – Europe, **US Bank Global Corporate Trust Services**

10.50 Coffee and networking

11.10 Capital markets: debt and equity developments

- Changes to bank documentation and execution standards
- Listing venues: where to go and what to look for
- SEC registered deals for European companies
- Market abuse: how enforcement has changed post-Einhorn action
- High yield deals and the risks of retail high yield issuance
- Examining the key text of the European Market Infrastructure Regulations

Bernd Bohr, partner, **Mayer Brown** (chair)

Philipp Mössner, partner, **Bonn & Schmitt**

Catherine Pierre, director, **Citigroup Global Markets**

Carlo Oly, vice president, head of issuers and securities department, **Luxembourg Stock Exchange**

Andreas Heinzmann, partner, **Bonn & Schmitt**

Stephen Whitbread, executive director, **Morgan Stanley**

12.10 Corporate governance

- How to cope with increased regulatory scrutiny
- The dos and don'ts of corporate governance duties
- Ensuring your anti-corruption compliance programmes are up-to-date and actively implemented
- Minimising franchise risk
- The implications of the first prosecutions under the UK Bribery Act

Richard May, partner, **Fried Frank** (chair)

Claire Chapman, general counsel and company secretary, **DMGT**

Robert Robinson, group general counsel, **Amlin**

Kerem Turunç, partner, **Turunç**

13.00 Lunch and networking

Sponsored by: **TURUNÇ**

14.00 Disputes: alternatives for the UK courts

- The importance of considering dispute resolution terms early
- Choosing the best venue and ADR versus litigation
- The benefits of Alternative Dispute Resolution mechanisms
- Legal privilege and how to handle internal communications inside and outside the UK
- The burden of proof: discovery and testimony in the UK courts and elsewhere
- Costs and timing of litigation: comparing between venues

Paul Olden, partner, **NautaDutilh** (chair)

Henk Scheffer, company secretary, **ArcelorMittal**

Jonathan Nash QC, barrister, **3VB (Gray's Inn)**

Gerard Meijer, partner, **NautaDutilh**

14.50 Competition issues

- OFT work in financial services
- Changes to the institutional framework
- The European dimension
- Compliance takeaways

Alasdair Balfour, partner, **Fried Frank** (chair)

Mary Starks, senior director, **Office of Fair Trading - Services, Infrastructure and Public Markets Group**

Sarah Harper, vice president, senior legal adviser, **Visa Europe**

Paolo Palmigiano, head of competition law, group legal, **Lloyds Banking Group**

15.40 Coffee and networking

16.00 Employment responsibilities

- Dealing with the surge in employee whistleblower complaints
- Downsizing and outsourcing challenges
- How to manage employment issues effectively
- Latest red flags when drafting employment manuals
- Employment issues arising out of M&A deals
- Resolving employment disputes with the latest methods

Danny Kaufer, partner, **Heenan Blaikie** (chair)

Tish Clyde, global labor & employment counsel, **GE Healthcare**

Monica Risam, general counsel, **Aviva Group**

Mike Delikat, partner, **Orrick**

Pieter De Koster, partner, **Allen & Overy**

16.50 Intellectual property: protecting your brand and profiting from it

- Social media: privacy and trademark issues
- Protecting copyright in the digital age
- Patent Box legislation: incentivising monetisation of patent portfolio through a reduction of corporation tax
- How to make sure your brand is protected

Peter Brownlow, partner, **Bird & Bird** (chair)

Calum Smyth, global head of IP, commercial legal, **Barclays**

17.40 Closing comments

17.45 Cocktails

Sponsored by: **Proskauer** >>

