



COMMISSION  
CORPORATE AND M&A  
DROIT DES SOCIÉTÉS ET M&A

MINUTES

of the

Meeting of the Corporate and M&A Commission

held during the 2017 Annual Congress in Tokyo)

President  
**Manuela CAVALLO**  
Portolano Cavallo  
Via Rasella 155  
IT 00187 Roma  
Tel: +39-06-69 66 61  
Email: mcavallo@portolano.it

Vice-Presidents  
**Marie BRASSEUR**  
ALTIVUS  
Email: marie.brasseur@altius.com

**Moritz MAURER**  
Niederer Kraft & Frey Ltd  
Email: moritz.maurer@nkf.ch

Attendees

Chair: Manuela CAVALLO (President),  
Jerome VERMEYLEN (Vice-President)  
Minutes: Manuela CAVALLO

Manuela Cavallo opened the meeting and welcomed all attendees.

**1. Approval of the minutes of the meeting held in Riga**

The minutes of the meeting held in Riga were approved by acclamation.

**2. Past events**

Manuela Cavallo thanked Marie BRASSEUR ([marie.brasseur@altius.com](mailto:marie.brasseur@altius.com)) and Christi KYTHREOTOU ([ck@cohalaw.com](mailto:ck@cohalaw.com)) for all their efforts, dedication and support as General Reporters for the *Tokyo Congress* where the M&A Commission has contributed to the working session about smart lawyers and use of AI in our activity. Christi took the floor and thanked our speakers for their contributions.

**3. Future events**

**October 19-21, 2017 - Bucharest - Cross-Border Reorganizations – Babel Towers?;** thanks to Alexandra OLOGU ([Alexandra.ologu@sioufaslaw.ro](mailto:Alexandra.ologu@sioufaslaw.ro)), Moritz MAURER ([moritz.maurer@nkf.ch](mailto:moritz.maurer@nkf.ch)), Ileana GLODEANU ([ileana.glodeanu@wolftheiss.com](mailto:ileana.glodeanu@wolftheiss.com)) and Jerome VERMEYLEN ([jerome.vermeylen@altius.com](mailto:jerome.vermeylen@altius.com)).

**January 21-24, 2018 - Valbella (Switzerland) - Sector specific M&A on the rise;** the Commission will organize the winter seminar as a double seminar with Private Clients and Litigation. The Commission's OC will be: Pascal HUBLI ([pascal.hubli@swlegal.ch](mailto:pascal.hubli@swlegal.ch)), Tyshanti DE JONGE ([tyshanti.de.jonge@lovensloeff.com](mailto:tyshanti.de.jonge@lovensloeff.com)), Mattias LARSSON ([mattias.larsson@fylgia.se](mailto:mattias.larsson@fylgia.se)) and Patrik R. PEYER ([patrik.r.peyer@nkf.ch](mailto:patrik.r.peyer@nkf.ch)).

**May 23-26, 2018 - Warsaw- Half Year Conference;** the Commission is in charge of the scientific program. Topic: **Corporate Governance**. Pieter Van den BROECK ([Pieter.VandenBroeck@monardlaw.be](mailto:Pieter.VandenBroeck@monardlaw.be)) and Karim MAIZAR ([karim.maizar@kellerhals-carrard.ch](mailto:karim.maizar@kellerhals-carrard.ch)) are on board in the OC with Anna WYRZYKOWSKA ([Anna.Wyrzykowska@wkb.pl](mailto:Anna.Wyrzykowska@wkb.pl)). We are looking for speakers and moderators.

**June 14-16, 2018 - Palma de Mallorca (with IBA YLC);** topic: **Negotiations training sessions**. Limited seats available. No panels, no traditional conference setting. Results of sessions will be compiled into a work product (“AIJA’s Guide to Negotiating an M&A Deal”). OC: Rainer KASPAR ([kaspar@phh.at](mailto:kaspar@phh.at)), Moritz MAURER ([moritz.maurer@nkf.ch](mailto:moritz.maurer@nkf.ch)) and Xavier COSTA ARNAU ([x.costa@rocajunyent.com](mailto:x.costa@rocajunyent.com)).

**August 28-Sept 1, 2018 - Brussels Annual Congress;** General Reporters: Christian SAUER ([csauer@franklin-paris.com](mailto:csauer@franklin-paris.com)), Alex CARBONELL ([acarbonell@ga-p.com](mailto:acarbonell@ga-p.com)) and Nils KRAUSE ([nils.krause@dlapiper.com](mailto:nils.krause@dlapiper.com)). Topic: Given the theme of the Congress re “Is globalization dream over?...?” we will focus on **growing obstacles to M&A transactions (notably cross-border), including from antitrust and foreign investment rules perspectives**.

**Oct 4-6, 2018 Turin - “Secrets to successful Joint Ventures”** as part of a double seminar with Labour Commission. OC: Marie BRASSEUR ([marie.brasseur@altius.com](mailto:marie.brasseur@altius.com)), Marco GARDINO ([gardino.marco@gmail.com](mailto:gardino.marco@gmail.com)) and Luca VICARIOLI ([l.vicarioli@vfgassociati.com](mailto:l.vicarioli@vfgassociati.com)). We are looking for volunteers as speakers.

For **2019** we have 3 projects in the LCC calendar:

- **January 23-26: St. Anton (Austria) - Winter seminar;** OC: Rainer KASPAR ([kaspar@phh.at](mailto:kaspar@phh.at)), Christian SAUER ([csauer@franklin-paris.com](mailto:csauer@franklin-paris.com)), Hugo TEIXERA ([hugo.teixeira@abreudadvogados.com](mailto:hugo.teixeira@abreudadvogados.com)).
- **April 4-6 - Utrecht (Netherlands);** we will arrange a seminar with the Real Estate Commission. OC is set.
- **October;** The Sports Commission asked us to arrange a seminar together in Lisbon on “investing in sports companies”. We discussed in the Commission and the result was that not many lawyers of our commission are involved in sports deals. So we may consider supporting the event if more commissions are involved. At the same time we are in contact with the Banking Commission to organize an event with them.

#### 4. New Project on M&A trends

**Deal points - trends;** we agreed to move forward with the project to run a M&A trends review every 2/3 years based on the work done by Robrecht COPPENS ([robrecht.coppens@loyensloeff.com](mailto:robrecht.coppens@loyensloeff.com)), Karim MAIZAR ([karim.maizar@kellerhals.ch](mailto:karim.maizar@kellerhals.ch)) and Hendrik THIES ([hendrik.thies@fgvw.de](mailto:hendrik.thies@fgvw.de)). Robrecht, Karim and Hendrik are interested in moving the project forward and will report on future actions.

#### 5. Succession – VP Positions

Our two VPs Jerome VERMEYLEN and Michael LIND terminated their office as VP of this Commission as of this Congress. On behalf of the Commission and its members, Manuela thanked both Jerome and Michael for all their activities, passion and dedication to the Commission over the past years. It was a real

pleasure to work with them. Jerome thanked the Commission and the officers for the work done together in the past years.

**6. Next meeting and Miscellanea**

Some of our members raised the opportunity to organize a seminar in South America in the next years, since our Commission has not been active in that region lately. Please consider proposing any future event in that region.

If you have any ideas about future activities of our Commission, please send your comments to us.

Our next meeting will be held in **Girona** at the next **HYC** in November.

Manuela thanked the attendees and closed the meeting.

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With warm regards from your Commission officers.

Manuela CAVALLO

Marie BRASSEUR

Moritz MAURER