

**UNION INTERNATIONALE DES ADVOCATS
CONFERENCE**

DUBLIN 16TH – 17TH JUNE 2006

SEMINAR

**EMERGING TRENDS IN CROSS BORDER
MERGERS AND ACQUISITIONS
CORPORATE, TAX AND FINANCIAL LAW ASPECTS**

A PRACTICAL GUIDE TO MERGERS AND ACQUISITIONS

Venue: [The Morrison Hotel]

[Address]

Dublin

UIA M&A SEMINAR (Dublin 06)**DAY 1**

9:00am	Opening Address
9:15am – 10:00am	<p>Keynote Speaker and Q&A</p> <p>Current trends in Mergers and Acquisitions in Europe.</p> <p>A view from a leading London investment banker on current trends and the future for M&A in Europe covering topics such as the growth sectors for M&A, new M&A techniques, the growing importance of private equity and hedge fund investors and the future for M&A – will we buy and sell companies on eBay?</p> <p><i>Speaker: [to be confirmed]</i></p>
10:00am – 10:30am	<p>The respective roles of professional advisers and current developments in middle market M&A transactions</p> <p><i>Ward Wickwire of the International Merger and Acquisition Professionals</i></p>
10.30 am – 10:45 am	Coffee Break
10.45am -11.00 am	<p>Presentation of case study</p> <p>The Case Study will illustrate the practical issues typically encountered in an M&A transaction with a particular emphasis on cross border M&A</p> <p><i>Speaker: Dr Christian Dorda, senior partner of Dorda Brugge Jordis, Vienna Austria and president of the M&A Commission of the UIA</i></p>
11:00am – 12:30pm	<p>Panel Discussion</p> <p>Discussion of points arising from case study and comparative issues in different jurisdictions</p> <p>The panellists will address the practical issues, obstacles and solutions encountered in M&A transactions such as anti-trust issues, employment rights, when is it appropriate to get to give warranties and indemnities and what are the key issues to bear in mind when acquiring a foreign company or business or selling to a foreign purchaser</p> <p><i>Chairman: Jorge Marti Moreno, partner, Uria and Menendez, Valencia, Spain and President of the Corporate law commission of the UIA</i></p> <p><i>Panellists will include: Patricia Lopez Aufranc of Marval, O'Farrel and Mairal, Argentina; Judit Budai of Szecskay Ugyvedi, Hungary; Stephan Konig of Linklaters, Germany and Maria Antonia Cameira of Pacsa and Cameira, Portugal</i></p>
12:30pm – 2:30pm	Lunch
2:30pm – 3:15pm	<p>Private Equity Investors: Their perspective on M&A</p> <p>Presentation on the role of private equity investment firms in M&A focusing on what a lawyer needs to know about their approach to M&A transactions and what they expect of lawyers</p>

	<p><i>[Details of speaker]</i></p> <p>Followed by Q&A</p>
3:15pm – 3:30pm	Coffee Break
3:30pm – 5:00pm	<p>Financing a Cross-Border Takeover</p> <p>A practical guide to financing M&A transactions addressing these from both a legal and banking perspective</p> <p><i>Speakers: Nollaig Murphy, partner, A&L Goodbody on the key elements of banking documentation. An industry expert on the criteria applied by banks to decide whether to finance an M&A transaction, the bank's requirements (including acceptable forms of security) types of financing package available to clients and what banks expect of lawyers [to be confirmed]</i></p> <p>Followed by Q&A</p>
5:00pm	End of Day One

DAY 2

9.30am – 10.30am	<p>Tax aspects of international M&A</p> <p>Tax considerations are a key element of M&A transactions; often determining whether a transaction can take place and shaping its structure. This session will focus on what every lawyer needs to know about tax in an M&A transaction including typical tax traps and solutions to tax problems.</p> <p><i>Speakers: [C. Dorda to complete]</i></p>
10.30am – 10.45am	Coffee Break
10.45 am – 12.30pm	<p>2x45 Session</p> <p>Debate 2 topics in 90 minutes</p> <p>This session will consist of a short presentation for and against the motion and lively audience participation encouraging all delegates to share their experiences</p>
10.45 am – 11.15am	<p>“Increased levels of regulation of M&A – friend or foe?”</p> <p><i>Presentations by Dr Michel Hayman, Hayman and Baldi, Switzerland and Marc Fyon, Stibbe, Belgium</i></p>
11.15am – 12.00pm	<p>“Vendor due diligence – not worth the paper it’s written on?”</p> <p><i>[Presentations by Christoff Ramstein, Managing partner of Pestalozzi Lachenal Patry, Switzerland, and Peter Korsch, Peter M Korsch Anwaltsbüro, Germany]</i></p>
12.00pm – 12.30	Closing remarks and end of Seminar.