

2nd edition

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Dr. Beata Gessel-Kalinowska
vel Kalisz

*President of the Lewiatan
Court of Arbitration, GESSEL,
Poland*

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SWISS CHAMBERS' ARBITRATION
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International Conference For Promoting Arbitration

Dispute Resolution in M&A Transactions

Tactics, Challenges, Defences

June 6-7 2013

National Stadium, Warsaw, POLAND

An extensive two-day conference with the participation of world-class experts to ensure thought-provoking discussions on cutting-edge practical issues in arbitrating M&A disputes

TOPICS INCLUDE:

- Hot topics about arbitration in M&A
- Procedural issues in M&A arbitration
- Shareholder disputes – case study
- Computation of damages in case of breach of SPA and related agreements
- Mandatory public law and antitrust law in M&A-related disputes

WHO SHOULD ATTEND:

- Arbitrators
- Attorneys
- In-house counsels
- M&A legal and business advisors

more information: www.arbitrationcourt.org.pl

Project co-financed by the European Union within the framework of the European Social Fund



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PROGRAMME

8:30 – 9:45 OPENING AND WELCOME

8:30 – 9:15 Registration and breakfast

9:15 – 9:30 Welcome

from the President of the Lewiatan Court of Arbitration,
Beata Gessel-Kalinowska vel Kalisz

9:30 – 9:45

Opening remarks

Maciej Szpunar, Undersecretary of State for legal and treaty affairs, Ministry of Foreign Affairs of Republic of Poland

Henryka Bochniarz, President of the Polish Confederation of Private Employers Lewiatan

9.45 – 17:25 PANEL DISCUSSIONS

9:45 – 11:15

PANEL I: Hot topics in M&A Arbitration

- M&A activity in various regions of the globe and its impact on the potential growth of M&A disputes
- What is new in M&A arbitration from the perspective of the arbitrator and counsel - faster, cheaper and less complicated?
- ICC awards in M&A arbitration over the last decade
- What lesson should transactional lawyers learn while negotiating the transaction?

MODERATOR:

Beata Gessel-Kalinowska vel Kalisz, Lewiatan Court of Arbitration, GESSEL, Poland

SPEAKERS:

Andrea Carlevaris, ICC International Court of Arbitration, France

Nelson Eizirik, Carvalhosa e Eizirik Advogados, Brazil

Michael Hwang S.C., Michael Hwang Chambers, Singapore

Penny Madden, Skadden Arps, UK

11:15 – 11:35

BREAK



11:35 – 13:05

PANEL II: To Bifurcate or Not to Bifurcate - This and Other Procedural Issues in M&A Arbitration

- Bifurcation: does it always save costs and time? When one should not do it at all
- Discovery in favourite M&A jurisdictions - disputes against Cypriot SPV
- Fast track in M&A transactions: pre-closing and post-closing disputes
- Emergency arbitrator for M&A deals - SCC experience

MODERATOR:

Paula Hodges, HerbertSmith Freehills, UK

SPEAKERS:

Philipp Habegger, Walder Wyss, Switzerland

Mirèze Philippe, ICC International Court of Arbitration, France

Paweł Pietkiewicz, White&Case, Poland

Soteris Pittas, Soteris Pittas & Co., Cyprus

Jakob Ragnwaldh, SCC, Mannheimer Swartling, Sweden

13:05 – 14:05

LUNCH

14:05 – 15:05

Panel III: Shareholders Dispute - Case Study under the Patronage of Dechert LLP

MODERATOR:

Krzysztof Stefanowicz, Lewiatan Court of Arbitration, Poland

SPEAKERS:

Cecile Amayen, Telecom-Orange Group, France

François Hellot, Dechert, France

Xavier Nyssen, Dechert, France

15:05 – 15:25

BREAK

15:25 – 16:55

Panel IV: Computation of Damages – Panel of Witness Experts

- Role of witness experts versus experts appointed by the arbitral panel - any code of conduct to follow
- M&A Arbitration versus M&A litigation from the perspective of the expert
- Business evaluation versus damage computation
- Methods used to compute damages resulting from breach of representations and warranties / obligation to close / minority corporate rights / price adjustments?

MODERATOR:

Loukas Mistelis, Queen Mary University of London, UK

SPEAKERS:

Vladimir Bosiljevac, Harvard University, USA

Anthony Charlton, FTI Consulting, France

Colin Johnson, Grant Thornton, UK

Frank Ilett, Deloitte, UK

16:55 – 17:25

Closing Remarks

Catherine Kessedjian, University of Panthéon-Assas, France



Second day sessions chaired by **Bartosz Krużewski**, Clifford Chance, Lewiatan Court of Arbitration, Poland.

8:30 – 14:25 PANEL DISCUSSIONS

8:30 – 9:45

BREAKFAST PRESENTATION: M&A and Shareholders Disputes in the CEE Region from the Perspective of Arbitral Institutions

MODERATORS:

Krzysztof Stefanowicz, Lewiatan Court of Arbitration, Poland

Małgorzata Surdek, CMS Cameron McKenna, Lewiatan Court of Arbitration, Poland

9:45 – 10:05

BREAK

10:05 – 10:35

Lecture by Marc Blessing, Bär & Karrer AG, Switzerland

- Setting the scene: is M&A the way-out from the hurdles of Articles 101/102 TFEU?
- The effects of Article 101 TFEU limiting dealings between commercial parties
- The trouble of Article 102 TFEU for dominant players
- Embarking on an M&A transaction: is this the rescue-recipe, or the way-out, to avoid the troubles under 101/102?
- M&A: a Pandora box for inter-partes disputes on different levels

10:35 – 12:05

Panel V: Antitrust Law in M&A Disputes

- Arbitrability of competition law issues
- Power to raise competition law issues by arbitrators on its motion
- What is typical competition law issue in M&A arbitration: anti-competition clauses; invalidity of the SPA due to breach of merger control rules
- M&A in privatization process: arbitrating of state aid issues
- How far are anti-competition bodies bound by decisions of arbitration and vice-versa
- Arbitrating competition law issues: the user's perspective

MODERATOR:

Marc Blessing, Bär & Karrer AG, Switzerland

SPEAKERS:

Gordon Blanke, Habib Al Mulla, UAE

Mark Kantor, USA

Phillip Landolt, Landolt & Koch, Switzerland

Jean-Claude Najjar, Curtis Mallet-Prevost Colt & Mosle, Professor of Compliance, Law School of Sciences Po in Paris, France/Turkey

Anna Maria Pukszto, SALANS, Lewiatan Court of Arbitration, Poland

12:05 – 12:25

BREAK



PROGRAMME

12:25 – 13:55

Panel VI: Mandatory Public Law in M&A arbitration

- Arbitrability issues in M&A arbitration - the interaction of arbitration with domestic and public international law and enforcement regimes
- How does M&A arbitration address criminal, insolvency, IP or taxation issues? The interaction with mandatory public law explained
- Mandatory laws in investments' regulations

MODERATOR:

Justin Michaelson, Fried Frank Harris Shriver & Jacobson, UK

SPEAKERS:

Courtenay Griffiths QC, 25 Bedford Row, UK

Maciej Jamka, K&L Gates, Poland

Irina Nazarova, Engarde, Ukraine

Baiju S. Vasani, Jones Day, USA/UK

Stephan Wilske, Gleiss Lutz, Germany

13:45 – 14:15

Closing Remarks

Tomasz Gizbert-Studnicki, SPCG, Poland



REGISTRATION

Registration must be submitted to the Lewiatan Court of Arbitration by 24 May 2013.
Participation is free of charge.

ON-LINE REGISTRATION:

www.arbitrationcourt.org.pl

OR:

Please complete the below registration form and send by e-mail: conference@arbitrationcourt.org.pl

FOR MORE INFORMATION PLEASE CONTACT:

Ms. Agnieszka Różalska,

Tel. +48 22 55 999 72

e-mail: conference@arbitrationcourt.org.pl

REGISTRATION FORM

Yes, I am registering for the conference “Dispute Resolution in M&A Transactions (Tactics, Challenges, Defences)” Warsaw, Poland, National Stadium, 6-7 June 2013.

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