



## ABA Section of Business Law – Global Business Law Conference

May 29-30, 2008  
The Westin Grand  
Frankfurt, Germany

### Programs Sponsored by Committees on:

- Business and Corporate Litigation
- Commercial Finance
- Corporate Compliance
- Corporate Counsel
- Corporate General Counsel
- Corporate Governance
- Cyberspace Law
- Developments in Business Financing
- Dispute Resolution
- Federal Regulation of Securities
- International Business Law
- International Coordinating
- Law and Accounting
- Legal Opinions
- LLCs, Partnerships and Unincorporated Entities
- Negotiated Acquisitions
- Professional Responsibility
- Taxation
- Uniform Commercial Code



Program Supporter: **Deutscher Anwaltverein**



## Program Schedule – THURSDAY, MAY 29

2:00 p.m. - 4:00 p.m. -  
CONCURRENT SESSIONS (continued)

### ***Recent Regulatory (Antitrust and Foreign Investment Review) Developments Affecting International M&A Transactions***

Sponsored by Committee on International Business Law

**Program Chair:** Sandra L. Walker, Counsel, Stikeman Elliott LLP, Toronto, ON, Canada

**Speakers:**

**Dr. Thomas Luebbig**, Partner, Freshfields Bruckhaus Deringer LLP, Berlin, Germany

**Thomas McGrath**, Partner, Linklaters, U.S., New York, NY

**Susan Ning**, Partner, King & Wood, Beijing, China

**Pallavi Shroff**, Partner, Amarchand & Mangaldas & Suresh A. Shroff & Co., New Delhi, India

This program will survey the regulatory landscape for international M&A transactions, focusing on recent changes to merger control and foreign investment review laws, including rules relating to sovereign investors, in major jurisdictions. In particular, the panel will review developments in a number of jurisdictions, including the E.U., U.S., Canada, China and India.

### ***Ethical Issues for the Global Law Firm and Law Department***

Sponsored by Committee on Professional Responsibility; Committee on Corporate Counsel and Committee of Corporate General Counsel

**Program Chair:** Robert H. Mundheim, Of Counsel, Shearman & Sterling LLP, New York, NY

**Speakers:**

**Dr. Hans-Michael Giesen**, Partner, Freshfields Bruckhaus Deringer LLP, Berlin, Germany

**David J. Greenwald**, General Counsel, Goldman Sachs International, London, England, U.K.

**Dr. Han-Juergen Hellwig**, Partner, Hengeler Mueller, Frankfurt, Germany

**Robert H. Mundheim**, Of Counsel, Shearman & Sterling LLP, New York, NY

**Chris Perrin**, Executive Partner and General Counsel, Clifford Chance, London, England, U.K.

This panel will discuss ethical issues as they relate to business lawyers practicing in a global law firm or a multinational corporation. Topics will include:

- Privilege issues in connection with in-house counsel participating in an internal investigation
- Imputation and screening in the context of hiring by a company of a lawyer who has confidential information about a matter in controversy between the new employer and the old employer
- Reporting up information which points to the corporation having or being about to commit a crime
- Lawyer participation in sting operations
- Thrust upon conflict in the context of a take-over

### ***LLCs, LLPs, DSTs, LPs: Why and How are Alternative Entities Used in Cross-Border Transactions?***

Sponsored by Committee on LLCs, Partnerships and Unincorporated Entities and Committee on International Business Law

**Program Chair:** Ellisa Opstbaum Habbart, Partner, The Delaware Counsel Group LLP, Attorneys at Law, Wilmington, DE

**Speakers:**

**Adrienne Bond**, Bond & Smyser LLP, Houston, TX

**Robin Johnson**, Partner, Eversheds LLP, London, England, U.K.

**Ian Molyneux**, European General Counsel, Parker Hannifin, London, England, U.K.

Alternative entities are used instead of the corporate structure in an array of transactions ranging from private equity funds to property financings. The distinctions among such entities and the flexibility afforded to them must be understood in order to identify the issues that should be addressed in the transaction documents. The issues are many and include everything from applicable fiduciary duties, management consent issues and governing law provisions. It is only with such an understanding that transaction documents which accurately reflect the intent of the parties may be prepared.