International Conference for Promoting Arbitration

2015 Dispute Resolution in M&A/JV Transactions

The biggest M&A conference in the region, a truly unique event

Tactics, Challenges, Defences

3rd edition

PARTNERS:

GESSEL

TOPICS INCLUDE:

• Hot topics in M&A/JV arbitration from the perspective of ICC, AAA, DIS and VIAC
• Settlement in M&A/JV arbitration: voluntary, contractual, or induced by the arbitrators
• Evidence problems in M&A arbitration
• Four meaty case study sessions
• Two very special round table sessions dedicated to the challenges and the future of commercial and investment arbitration

WHO SHOULD ATTEND:

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

SAVE THE DATE:

28-29 May 2015
Royal Castle, Warsaw, Poland

More info: conference@arbitrationcourt.org.pl
Welcome
Dr Beata Gessel-Kalinowska vel Kalisz, President of the Lewiatan Court of Arbitration, Poland

Opening remarks
Mariusz Haładyj, Deputy Minister of Industry of the Republic of Poland
Maciej Jamka, President of the ICC Poland, Poland
Mireze Philippe, ICC International Court of Arbitration and ArbitralWomen, France

9:30 - 10:45 Panel I: Hot topics in M&A/JV arbitration

- What's new at arbitration institutions
- Court and arbitration decisions relevant to MA/JV practice
- Growth of interim measures in MA/JV arbitration?
- Effective claims management, speed of resolution/costs and process integrity

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

Panelists:
Mark E. Appel, AAA/ICDR, USA
Alice Fremuth-Wolf, VIAC, Austria
Maria Hauser-Morel, ICC International Court of Arbitration, France
Francesca Mazza, DIS, Germany
10:45 - 11:05 CMS Case Study

Małgorzata Surdek, CMS, Lewiatan Court of Arbitration, Poland

11:05 - 11:30 Coffee break

11:30 - 13:00 Panel II: Settlement in M&A/ JV arbitration: voluntary, contractual, or induced by the arbitrators

• Settlement by business divorce – arbitration and the process of ending an ongoing business relationship • Enforcement of future performance obligations embodied in a settlement – continuing arbitral jurisdiction, court enforcement or a specially-crafted settlement enforcement process? • Post-settlement competition between former co-investors/partners • Confidentiality and its limits in business divorce settlements in arbitration • Future recourse for unresolved issues – blanket waivers, preservation of rights or a combination? Continuing arbitral jurisdiction? • The role of legal and non-legal advisers in the arbitration settlement process • Ethics duties of counsel in settlements – are they altered by the use of arbitration as the disputes forum

Moderators: Mark Kantor, USA & Jean Claude Najar, Curtis Mallet-Prevost Colt & Mosle, France/Turkey

Panelists:
Crenguta Leaua, Leaua & Asociatii, Romania
Prof. Hilmar Raeschke-Kessler, Ziemions & Raeschke-Kessler, Germany
Antonio Sanchez-Pedreño, Madrid Court of Arbitration, Spain
Tomasz Wardyński, Wardynski&Partners, Lewiatan Court of Arbitration, Poland

13:00 - 13:20 GESSEL M&A Case Study

• Breach of R&W in light of Polish court award • Due diligence vs seller’s liability for breach of R&W • Proving breach of R&W: standards of proof

Małgorzata Badowska, GESSEL, Poland
Michał Pochodyła, GESSEL, Poland

13:20 – 14:20 Lunch
14:20 – 14:40 Clifford Chance Case Study

Bartosz Krużewski, Clifford Chance, Lewiatan Court of Arbitration, Poland


• Issues of burden of proof and how to prove your case from a legal perspective
• Specific aspects of joint venture or shareholder agreements
• Practical issues: does it make a difference if you are the buyer/seller? (or how to prove your innocence once you’ve given away the evidence)
• An expert’s perspective: evidence relevant to damages and valuation

Moderator: Edward Poulton, Baker & McKenzie LLP, UK
Panelists:
Alexander Demuth, Alvarez & Marsal, Germany
Sandra Gonzalez, Ferrere, Uruguay
Prof. Jacek Jastrzębski, PKO Bank Polski, Warsaw University, Poland
Noradele Radjai, Lalive, Switzerland

15:55 – 16:10 Coffee break

16:10 – 16:30 Greenberg Traurig M&A/JV Case Study

• Disclosure in post-M&A and joint-venture arbitration
• Timing of request
• Arguments pro and contra used by the parties
• Privilege
• Disclosure in international arbitration vs national secrecy

Richard A. Edlin, Greenberg Traurig, USA
Andrzej Wysokiński, Greenberg Traurig, Lewiatan Court of Arbitration, Poland

16:30 – 17:00 Keynote speech: Dr Michael Bühler, Jones Day, France

19:00 Cocktails and Gala Dinner
(Please register! Only registered guests can be admitted)
The second day of the conference will be a tribute to Professor Jerzy Rajski in recognition of his extraordinary half-century arbitration career.

9:30 – 10:15


Members of the Honorary and Organizing Committee of the Liber Amicorum

Toasts

10:15 – 11:45 Roundtable: Challenges and Future of Commercial Arbitration

- Slower or faster? • More professionalization, more judicialisation, or back to the roots?
- Relationship between arbitration and litigation: *ius and lex* as a criterium divisionis?
- Arbitration centres: multitude or consolidation? • New territories for commercial arbitration: banking and finance, class arbitration, corporate disputes

**Introduction and moderation:** Gary Born, Wilmer Hale, UK
Dr Stavros Brekoulakis, Queen Mary University of London, UK,
Jason Fry, Clifford Chance, France
Dr Werner Melis, ICCA, Austria
and Contributors to Liber Amicorum as well as young generation of Polish law trainees, winners of 2015 KAL (Lewiatan Arbitration Moot Court)

11:45 – 12:15 Break

• European path for investment arbitration
• New territories for investment arbitration: space disputes, environmental protection
• State-to-state arbitration: growth or stability
• Strategies for approaching and overcoming issues caused by states withdrawing from various investment-protection mechanisms

Introduction and moderation: Wendy Miles, QC, Boises Schiller & Flexner, UK
Prof. Julian Lew, 20 Essex Street, Queen Mary University, UK
Annette Magnusson, SCC, Sweden
Dr Pietro Ortolani, Max Planck Institute, Luxembourg
Lisa M. Richman, McDermott Will & Emery LLP, USA
Prof. Stanisław Sołtysiński, SKS Legal, Poland
and Contributors to Liber Amicorum

13:45 – 14:15 Keynote Speech: Gary Born, Wilmer Hale, UK

14:15 – 14:30 Closing remarks: Prof. Jerzy Rajski, Warsaw University

14:30 ... and, yes, a flute of champagne!

CONFERENCE LOCATION:
Zamek Królewski (Royal Castle)
Plac Zamkowy 4
00-277 Warsaw, Poland
CONFERENCE FEE (VAT inclusive)
Early bird (payment until 30 April): 250 EUR
Regular price: 360 EUR
Price for participants of KAL: 130 EUR
Conference fee includes all administration costs of the conference, conference
documents, one copy of publication “Polish Arbitration Law”, published by the
Lewiatan Court of Arbitration, lunch on the first day and refreshments as scheduled
in the program.
Payment must be received within 3 days after the registration.
Payment can be made by bank transfer only. Please find our bank details below.

For payments in EUR
Name of the bank: PEKAO S.A. III o/Warsaw
Account owner: Konfederacja LEWIATAN
IBAN: PL07 1240 1040 1978 0010 4940 5065
SWIFT: PKOPPLPW

For payments in PLN
Name of the bank: PEKAO S.A. III o/Warsaw
Account owner: Konfederacja LEWIATAN
IBAN: PL97 1240 1040 1111 0010 3840 4800
SWIFT: PKOPPLPW
Please put participant’s name as transfer’s title.
All additional bank transfer fees shall be covered by payer.
The registration form for the 2015 Dispute Resolution in M&A / JV Transactions
constitutes a legally binding agreement, which obliges a person who registers to pay
the stated amount.
Upon sending the registration form you shall receive a confirmation email on the
address provided. If you do not receive the confirmation email, please contact us at:
conference@arbitrationcourt.org.pl

The invoice will be issued immediately after receipt of the payment and sent to the
email address provided by the participant in the registration form.
Booking can only be guaranteed upon receipt of the payment.
The organizer reserves the right to make changes in the conference program.
CANCELLATIONS AND NON-ATTENDANCE
A 80% refund of the registration fee will be given for cancellations received up to 21 days before the conference. After this term there will be no refund. Cancellations must be made in writing. In case the originally registered participant cannot attend the 2015 Dispute Resolution in M&A / JV Transactions Conference, a substitute delegate is allowed to participate for no additional cost.

INSURANCE
The organizer of the conference cannot be held liable for personal injuries or for loss and/or damage to the personal belongings of participants either during or as a result of the conference.

CONTACT
Shall you have any questions regarding the registration, please contact us at: conference@arbitrationcourt.org.pl

ACCOMMODATION
We have created a dedicated accommodation booking platform for the participants of our conference. We advise you to do your accommodation booking as soon as possible as on the 27 May 2015 there is the UEFA Europe League final event at the National Stadium in Warsaw and thus the availability of hotels is limited.
Please use the following link to book your preferred hotel:
www.hrs.de/arbitration_accomodation
The accommodation services are provided by an external partner and therefore the Lewiatan Court of Arbitration does not assume any responsibility for bookings logistics.