

## List of speakers

**Jean-François Bellis** is a partner at Van Bael & Bellis in Brussels specialising in EC competition law

**Prof. Massimo V. Benedettelli** is a partner at Freshfields Bruckhaus Deringer in Milan and Professor of public and private international law at the University of Bari

**André Bouquet** works at the Legal Service of the European Commission, where he is dealing with the green paper on damages actions

**Christopher J. Cook** is a counsel at Cleary Gottlieb Steen & Hamilton LLP in Brussels, focusing on international competition and antitrust law

**Jens Haubold** is a lawyer at Thümmel, Schütze & Partner in Stuttgart and a research fellow at the Institute of Comparative and Private International Law of the University of Heidelberg

**Prof. Catherine Kessedjian** is Professor at the University of Panthéon-Assas (Paris II). She was Deputy Secretary General of the Hague Conference on Private International Law

**Pascal de Moidrey** is a corporate partner in the Paris office of Eversheds, *ECLA Foundation Sponsor*

**Dr Hanns Peter Nehl** is a legal secretary at the European Court of First Instance and a former DG Competition official with investigation experience

**Dr Claudia Schmidt** is an expert on European company law working as a legal secretary at the European Court of Justice, seconded from the European Commission

**Michael Jürgen Werner** is a partner at Norton Rose in Brussels in the competition, regulatory and EC practice specialising in EC competition law

**Geert A. Zonnekeyn** is an in-house counsel experienced in competition law

## Contents

This conference is the first to :

- combine the pragmatism of an in-house lawyer association with the expertise of a first class European training institute;
- translate in-depth knowledge of recent EU developments into practical experience;
- focus on the shift in companies' decision-making processes due to Europeanisation of law and business;
- combine the various aspects of European law with which an in-house counsel is confronted.

The seminar will consist of three sessions. The first will be devoted to company law (company restructuring and cross-border transfer of the registered office). The second will deal with jurisdiction, recognition and enforcement of judgments. The third session will focus on current issues related to competition law (in particular anti-trust).

**CPD**

The event is recognised as a postgraduate course for the compulsory continuing professional development (CPD) of solicitors by the Law Society of England and Wales, London (course grade: S.U.R.).

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European Company Lawyers Association  
Association Européenne des Juristes d'Entreprise



EUROPÄISCHE RECHTSAKADEMIE  
ACADEMY OF EUROPEAN LAW  
ACADEMIE DE DROIT EUROPEEN  
ACCADEMIA DI DIRITTO EUROPEO  
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# EUROPEAN FORUM FOR IN-HOUSE COUNSEL

### Organisers:

Leyre Maiso, ERA  
and

the European Company Lawyers Association  
(ECLA/AEJE)

### In co-operation with

the Bavarian Representation  
to the European Union

### Languages:

English, French  
(simultaneous interpretation)

106DT41



with the support of the European Union

**Brussels, 4-5 May 2006**

The Bavarian Representation, Rue Wiertz 77, Brussels

## Thursday, 4 May 2006

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13:30 Arrival and registration of participants

### 14:00 Welcome and introduction

*Jean-Philippe Rageade, Programme Director, ERA*  
*Bengt Gustafson, President ECLA*

### I. European Company Law

Chair: *Bengt Gustafson*

#### 14:15 Corporate mobility: Can a company move anywhere in Europe?

- ECJ case-law: *Centros*, *Überseering* and *Inspire Art*
- The proposed 14<sup>th</sup> company law directive on cross-border transfer of companies' registered offices
- What are the implications if the company does so (tax, legal personality, employment law...)?

*Massimo Benedettelli*

15:15 Discussion/Questions

#### 15:30 Cross-border mergers:

- ECJ case-law: *SEVIC*
- The new 10<sup>th</sup> directive on cross-border mergers of limited liability companies
- How to merge companies active in more than one Member State yet too small to form a European company?

*Pascal de Moidrey*

16:30 Discussion/Questions

16:45 Coffee Break

#### 17:15 Round table discussion:

- Competing or harmonising company law systems? What are the practical effects?
- What are the different practical implications between formally moving the registered office or just moving the *de facto* head office?

- What are the remaining difficulties for corporate mobility and cross-border mergers?
- What happens if the transfer or merger results in a loss or reduction of employee participation rights?

Chair: *Claudia Schmidt*  
*Massimo Benedettelli*  
*Pascal de Moidrey*

18:00 End of First Conference Day

19:30 Dinner offered by *Law Europe*

## Friday, 5 May 2006

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### II. Private International Law

Chair: *Leyre Maiso, Course Director, ERA*

#### 09:00 The Europeanisation of private international law:

- The relevant regulations and draft regulations (Brussels I, Rome I, Rome II) and what they bring
- When a dispute with a company from another Member State arises:
  - What is the venue for European cross-border disputes?
  - Which law is applicable in European cross-border disputes?

*Catherine Kessedjian*

09:45 Discussion/Questions

10:00 Coffee Break

10:30 **Workshop:** Case-study and analysis of clauses on the law applicable, competent jurisdiction in European cross-border situations, arbitration clauses, limitations of liability in contract and/or tort, etc.

*Jens Haubold*

12:00 Lunch

### III. European Competition Law

Chair: *Jettie Van Caenegem, Secretary General, ECLA*

#### 13:30 Dawn raids and other investigations by the European Commission

*Christopher Cook*  
*Hanns Peter Nehl*

#### 14:15 Leniency programmes: benefits and risks from an EU perspective

*Geert Zonnekeyn*

#### 15:00 The future:

- DG Competition's review of its position relating to abuse of dominant position
- Green paper on damages actions for breach of anti-trust rules

*Jean-François Bellis*  
*André Bouquet*

15:45 Coffee Break

#### 16:15 Transfer of technology – Salient features of the 2004 Block Exemption:

- What's covered?
- Market-share thresholds
- Hardcore restrictions
- Need for self-assessment

*Michael Jürgen Werner*

#### 17:00 Round table discussion: The role of in-house counsel in competition matters

Chair: *Jettie Van Caenegem*  
*Jean-François Bellis*  
*Hanns Peter Nehl*  
*Geert Zonnekeyn*

17:45 End of seminar

Programme may be subject to amendment  
For programme updates:  
[www.era.int](http://www.era.int)