



THE ONLY GLOBAL ASSOCIATION OF YOUNG LAWYERS



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27-28 October 2006

TALLINN

Estonia

BALTIC SEA
FESTIVAL 2006

Buying and Merging in
Emerging Europe:
M&A Trends in Old and
New Europe



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ASSOCIATION INTERNATIONALE DES JEUNES AVOCATS - INTERNATIONAL ASSOCIATION OF YOUNG LAWYERS



Introduction



The AIJA Baltic Sea Festival will be the first regional meeting for lawyers and in-house counsel of the countries surrounding the Baltic Sea. However, participants are also welcome from all over Europe and the rest of the world. The festival will offer an excellent place for networking in the region along with developing legal skills.

The seminar will focus on how legislation and practice is responding to the revived European market of mergers and acquisitions. European M&A is having its best time since 2000 and lawyers are constantly facing new challenges in this fast-growing market. The seminar will offer tools to overcome the major new challenges in light of newly-introduced EU legislation in the field. Tallinn is a perfect venue for the first AIJA Baltic Sea Festival. It is here where old and new meet. Tallinn's Old Town, belonging to UNESCO's World Heritage List, is a magnificent blend of medieval streetscapes and modern convenience, with cafes, restaurants, shops and street fairs inside the impressive city walls.

Programme

Friday | 27 October 2006

12.30 Registration

13.00 Welcome Addresses

Christian Lundgren, President of AIJA, *Copenhagen, Denmark*
Toomas Vaher, Raidla & Partners / RoschierRaidla, *National Representative of Estonia*

13.10 The Takeover Directive – From Idealistic Idea to Implementation

Moderator: Tarja Wist, Waselius Wist, *Helsinki, Finland*

The Directive – Purpose and End Result

Jan Schans Christensen, LLD, *University of Copenhagen, Denmark*

Implementation in Practice

Tarja Wist, Waselius Wist, *Helsinki, Finland*
Vita Liberte, Deloitte, *Riga, Latvia*
Harm Uittien, Van Doorne, *Amsterdam, the Netherlands*

15.00 Coffee Break

15.30 The Cross-Border Merger Directive – Merging in an Emerging Market

Moderator: Anders Forkman, Vinge, *Malmö, Sweden*

The Directive – An Overview

Björn Neumeuer, Hoffmann Liebs Fritsch & Partner, *Düsseldorf, Germany*

Challenges in Incorporating and Applying the Directive

Sven Papp, Raidla & Partners / RoschierRaidla, *Tallinn, Estonia*

The M&A Lawyer's Perspective: What Opportunities the Directive Offers

Erik Gabrielson, Vinge, *Malmö, Sweden*

17.20 Closing of Day 1 of the Seminar

18.30 Reception at Tallinn Town Hall, Raekoja plats 1

20.30 Dinner at Restaurant Grand Tallinn, Meriton Grand Hotel Tallinn, Toompuiestee 27

Saturday | 28 October 2006

09.20 Opening of Day 2

09.30 How to Overcome the Antitrust Hurdles of the M&A Transaction?

Moderator: Martin André Dittmer, Gorrissen Federspiel Kierkegaard, *Copenhagen, Denmark*

Managing Merger Control Multi-Filings

Astrid Ablasser-Neuhuber, bvp-hügel Rechtsanwälte, *Vienna, Austria*

What If There is a Choice of European and National Filings?

Martin André Dittmer, Gorrissen Federspiel Kierkegaard, *Copenhagen, Denmark*

Testing the Limits of the Ancillary Restrictions:

Unicredito/BPH v. Poland

Aleksander Stawicki, Wierciński, Kwieciński, Baehr, *Poznań, Poland*

11.00 Coffee Break

11.30 Dynamics of the M&A Market in Europe

Moderators: Sven Papp, Raidla & Partners / RoschierRaidla, *Tallinn, Estonia* and
Pekka Puolakka, Sorainen Law Offices, *Riga, Latvia*

Trends in the Revived European M&A Market

Žygintas Mačėnas, SEB Vilfima, *Vilnius, Lithuania*

M&A from a Business Perspective

Allan Martinson, Martinson Trigon Venture Partners, *Tallinn, Estonia*

M&A Advisors: Big is Beautiful?

Giovanni Amodeo, Mergermarket, *Frankfurt, Germany*

13.00 Lunch

14.30 Pitfalls and Peculiarities of M&A Transactions in the Baltic Sea Region

Moderator: Fredrik Andretzky, Mannheimer Swartling, *Stockholm, Sweden*

Baltic M&A: Small Market But the Differences Count

Pekka Puolakka, Sorainen Law Offices, *Riga, Latvia*

How to Avoid Pitfalls in Nordic Private Equity Investments?

Fredrik Andretzky, Mannheimer Swartling, *Stockholm, Sweden*

East Meeting West – Doing M&A in Russia

Sergey Pechenin, Basic Element, *Moscow, Russia*

M&A Transactions in Germany – Major Issues and Solutions

Götz Grevesmühl, Blaum Dettmers Rabstein, *Bremen, Germany*

16.20 Closing of Day 2 of the Seminar

17.00 Cultural Tour of Tallinn

20.00 Closing Dinner at Maikrahv Restaurant, Raekoja plats 8

Administration

Venue of the Seminar

Radisson SAS Hotel, Rävåla pst. 3, Tallinn 10143, Estonia

Language - Number of participants - Cancellation

The Seminar will be held in English. The number of participants is limited. Registration is made on a first-come-first-served basis. The organisers reserve the right to cancel or modify the Seminar. In case of cancellation by a participant, no money can be refunded. A participant who cannot attend may send a substitute participant.

Registration Fees

	before 18.9.2006	after 18.9.2006
AIJA member < 35	EUR 280,-	EUR 300,-
AIJA member ≥ 35	EUR 290,-	EUR 320,-
AIJA non member	EUR 300,-	EUR 330,-
Accompanying person	EUR 120,-	EUR 150,-

The participant's registration fee includes attendance at the Seminar, documentation, all coffee breaks, reception and dinner on Friday and lunch on Saturday. Price for accompanying persons includes Friday reception and dinner.

Please note that the Seminar will justify as offering points for continuing legal education under the rules of the Estonian Bar Association. The same may apply also in other jurisdictions (please contact your local Bar association).

Payment should be transferred in **EURO** with no cost to the organisers to the following account:

IBAN LU25 0030-1029-7491-0000 – BIC BGLLLULL

Fortis Banque Luxembourg - Agence

Royale Monterey, 27, avenue Monterey

L-2951 Luxembourg

Ref: AIJA BALTIC SEA FESTIVAL

Accommodation

Accommodation is not included in the registration fee. A limited number of rooms has been reserved at the following hotels:

Radisson SAS Hotel

(Seminar venue), Rävåla pst. 3, Tallinn 10143, Estonia

Phone: +372 682 3 500, Fax: +372 682 3 001, Email: reservations.Tallinn@RadissonSAS.com

(standard class room (single/double/twin) EEK 1.580. Note: EEK 1.580 is approximately EUR 101)

Viru Hotel

Viru väljak 4, Tallinn 10111, Estonia

Phone +372 680 9300, Fax +372 680 9236

Email: viru.reservation@sok.fi

(superior class single room EEK 1.383, superior class double/twin room EEK 1.587)

Reservations to be made directly with the hotels, quoting "AIJA".

Prices are indications only.

Note: The above preferred rates apply only to a limited number of rooms and reservations must be made by 18.9.2006.

Dress code: Seminar - business, Friday dinner – business attire, Saturday dinner – Smart casual



REGISTRATION FORM

AIJA BALTIC SEA FESTIVAL 2006 - 27-28 October 2006



THE ONLY GLOBAL ASSOCIATION OF YOUNG LAWYERS

To be returned **before 18 September 2006** to:
 Association Internationale des Jeunes Avocats
 avenue Louis Lepoutre 59/20
 BE – 1050 Bruxelles – Belgium
 Fax +32-2-347.55.22
 Or register online at www.aija.org

Name

Law firm

Address

.....

Telephone Fax

E-mail

Date of birth

Accompanying person(s)

First AIJA Event? Yes No

Registration Fees	< 18.09.2006	≥ 18.09.2006
<input type="checkbox"/> AIJA member < 35	EUR 280,-	EUR 300,-
<input type="checkbox"/> AIJA member ≥ 35	EUR 290,-	EUR 320,-
<input type="checkbox"/> Non AIJA member	EUR 300,-	EUR 330,-
<input type="checkbox"/> Accompanying person	EUR 120,-	EUR 150,-
<input type="checkbox"/> Excursion on Saturday	EUR 10,-	EUR 10,-
<input type="checkbox"/> Saturday's Closing Dinner	EUR 60,-	EUR 60,-
<input type="checkbox"/> Donation SOS Avocats	EUR	EUR
	TOTAL		EUR

I attach proof of payment by **bank transfer** at no charges for the payee at the account:
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PAYMENT VISA/MASTERCARD
 I authorise AIJA to debit my credit card (Visa/Mastercard/) of the amount ofEUR
 (+ 20 EUR for bank costs per registration)
 Credit card Number:

Exp. Date:

Security Code:

(3 last digits, printed at the back of your credit card under the signature panel)

NO CHEQUES

Hotel reservations must be made directly with the listed hotels.

Date Signature



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AIJA is the only global association devoted to lawyers and inhouse counsel aged 45 and under. AIJA, through a wide range of meetings, seminars, law courses and advocacy, promotes professional cooperation and friendship among young, career building legal professionals around the world.

Intrigued by issues on the cutting edge of international law? Interested to build an international practice? Eager not only to become part of a network of thousands of career building lawyers and inhouse counsel from all over the world but also, with a little effort, to become their friends? Keen to go to seminars run by enthusiastic professionals who will share their ideas and involve you in discussions on the latest developments in law and business? Then AIJA is your association.

AIJA gives legal professionals an excellent opportunity to contribute to important topics concerning the profession

in an international environment. Within AIJA, lawyers and inhouse counsel can share views and experiences with other colleagues from around the world and enhance their professional skills. We focus not only on legal skills but equally importantly on contributing to the broader professional development of our members which is of paramount importance to the 21st century lawyer and includes negotiation and management skills and the ability to work in a multi-cultural environment. By joining AIJA you will benefit from the input of and discussions with colleagues on an equal footing. We do not “lecture” – we “share, learn and benefit”.

Defending those principles, which are an intricate part of the legal profession worldwide, AIJA is also committed to the defence of human rights and the social responsibility of legal professionals.

Estonia

[Young lawyers of every country stand together. They intend to defend those principles which are common and which they consider to be indivisible from the notion of justice and law]

AIJA, Declaration of Athens. Adopted, August 27, 1966.

