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the legal profession

This course is part of an on-going programme devised by the IBA's Public and Professional Interest Division (PPID) to assist young lawyers and junior members of the profession with their understanding of the fundamentals of international legal practice.

# The Fundamentals of International Legal Business Practice

**0930 – 2200**

**Wednesday 28 November 2012**

**Malaysian Bar**

**Raja Aziz Addruse Auditorium Bar Council**

**15 Leboh Pasar Besar**

**50050**

**Kuala Lumpur**

A set of course materials will be made available to delegates.

The course will be conducted in English.

Registration fee is Ringgit Malaysia 200.00 and lunch will be offered to all participants.

# Programme

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Registration fee of Ringgit Malaysia 200.00 includes lunch and light reception

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0930 – 0945 **Welcome remarks and introduction**

*Speakers*

**Sunil Abraham** *Zul Rafique & Partners, Kuala Lumpur, Malaysia; Senior Vice Chair, IBA Asia Pacific Regional Forum, LPD Liaison Officer of Young Lawyers' Committee*

**Rouven Bodenheimer** *Lungerich Lenz Schuhmacher, Germany; Chair, IBA Young Lawyers' Committee*

0945 – 1115 **Mergers & Acquisitions Session**

**Cross-border M&A in Asia**

This session will cover the fundamentals of a typical international acquisition transaction. Topics will follow the lifecycle of a cross-border acquisition, beginning with preliminary matters such as non-disclosure agreements, letters of intent and term sheets. The session will then address the preparation and negotiation of the principal transaction documentation, including stock and asset purchase agreements, and related documentation such as non-competition agreements, shareholders agreements and other arrangements that are often present in transactional contexts. The relevance of foreign investment approval, tax, antitrust, employment and other legal and regulatory considerations in a typical cross-border acquisition context will be identified and discussed, as well as the important terms of acquisition documentation, such as representations and warranties, pre-closing covenants, purchase price adjustments, indemnification, termination and remedies. The session will also discuss various cultural and other practical considerations that are relevant in cross-border acquisitions and how lawyers should effectively contend with these matters.

*Speakers*

**Jeffrey Blount** *Fulbright & Jaworski, Hong Kong; Co-Chair, IBA Asia Pacific Regional Forum*

**Samuel Hong** *Kadir Andri & Partners, Malaysia*

**Thomas Hufnagel** *Luther, Singapore*

1115 – 1130 **Tea/coffee break**

1130 – 1245 **Due Diligence and Transaction Structuring in Cross-Border Transactions in Southeast Asia**

The session involves a round-table discussion involving in-house counsel and lawyers with an Asian practice. It will cover, amongst others, the different focus of due diligence exercises depending on the nature of the transaction, for example, whether an M&A, IPO or Greenfield project and the challenges, pitfalls, regulatory/compliance and investment requirements in different countries in Asia. The session will highlight how the data and information from a due diligence may be used to structure a transaction or investment to minimise investment risks.

*Speakers*

**Caroline Berube** *HJM Asia Law & Co Guangdong, China ; Vice Chair, IBA Asia Pacific Regional Forum*

**Ng Swee Kee** *Shearn Delamore & Co, Malaysia*

**MOBILE TELEPHONES**

Delegates are requested to ensure that mobile telephones and any other portable devices are switched off during the working sessions.

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1245 – 1500 **Lunch and Round Table**

*Raja Aziz Auditorium*

A roundtable discussion will be held to address common issues among young lawyers around the world. The young lawyers in the roundtable will discuss their experiences in their law firms/ companies over the last couple of years – in these times of global financial crisis and its impact and the positive impact of the recovery in the Asia Pacific Region.

The discussion could cover topics such as career options, impact on remunerations, promotions, client/corporate counsel expectations in recessionary times, changes in fee structure, changes in nature of client assignments.

1500 – 1615 **The A to Z of international arbitration – A quick guide**

This session will cover how different international arbitration is from domestic arbitration if at all and what investment treaty arbitration is all about. In addition there will be a discussion amongst the panel members on the interplay between arbitration and court proceedings and the different judicial approaches in different jurisdictions. Finally, the panel will also deal with the somewhat controversial topic of how one is to break into the 'arbitration mafia'.

*Speakers*

**Rouven Bodenheimer** *Lungerich Lenz Shumacher, Cologne, Germany; Chair, IBA Young Lawyers' Committee*

**Tan Sri Dato' Cecil Abraham** *Zul Rafique & Partners, Malaysia*

**Lawrence Teh** *Rodyk & Davidson, Singapore; Senior Vice Chair, IBA Asia Pacific Regional Forum*

1615 – 1630 **Tea/coffee break**

1630 – 1745 **Building a successful and satisfying legal career**

Building a successful legal career is akin to running a marathon. It is a long, hard road with ups and downs and a few bumps here and there but the reward at the end is most fulfilling. The panel of speakers will consider, how the field of law is changing, discuss new developments in different jurisdictions, and identify the principal areas of opportunity in legal practice. The speakers will provide a practical perspective on what building blocks younger practitioners ought perhaps to have in place in order to create the cornerstone for a successful legal career. Some of the key areas discussed will include knowledge of the law, team building, networking, time management as well as the ultimate goal for many – 'the road to partnership.'

*Speakers*

**Lim Chee Wee** *President of the Malaysian Bar, Malaysia*

**Wong Meng Meng SC** *Wong Partnership LLP, Singapore*

1745 – 1800 **Closing remarks**

*Speaker*

**Lim Chee Wee** *President of the Malaysian Bar, Malaysia*

1815 – 2200 **Drinks reception**

*Twenty-one Tables + Terrace*

**MOBILE TELEPHONES**

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## International Bar Association

The **International Bar Association** (IBA), established in 1947, is the world's leading organisation of international legal practitioners, bar associations and law societies. The IBA influences the development of international law reform and shapes the future of the legal profession throughout the world. It has a membership of more than 45,000 individual lawyers and over 200 bar associations and law societies spanning all continents. It has considerable expertise in providing assistance to the global legal community.

## Legal Practice Division and the Public and Professional Interest Division

Grouped into two divisions – the **Legal Practice Division** and the **Public and Professional Interest Division** – the IBA covers all practice areas and professional interests, providing members with access to leading experts and up-to-date information. Through the various committees of the divisions, the IBA enables an interchange of information and views among its members as to laws, practices and professional responsibilities relating to the practice of business law around the globe. Additionally, the IBA's high-quality publications and world-class conferences provide unrivalled professional development and network-building opportunities for international legal practitioners and professional associates.

### Contact information

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