



100^{years}
1911
2011



CORPORATE & TRANSACTIONS
PRACTICE GROUP

MAR 11

OUR CORPORATE & TRANSACTIONS PRACTICE

The Corporate & Transaction practice group provides domestic and foreign clients with the full range of Swiss corporate and commercial legal advice (contracts, corporate law, corporate services and M&A).

The Corporate & Transaction practice group has provided commercial and corporate law solutions to domestic and foreign companies for a century. It advises a diverse range of international and domestic companies on all aspects of commercial and corporate law (e.g., corporate governance, corporate control, director and officer liability, shareholder relations, group internal reorganizations, restructurings, executive compensation and corporate compliance).

The group represents buyers, sellers, and their respective financial advisors in all fields of cross-border and domestic M&A transactions, in addition to other corporate control transactions ranging in value from a few million to multi-billion CHF. Our practice group designs and implements acquisition and disposition strategies for public and private companies (including solicited and unsolicited tender offers). It conducts due diligence and structures share and asset transactions. It creates appropriate legal structures for existing and newly created groups and joint ventures. It accompanies enterprises in their transformation from government owned to privately owned as well as from public to private or private to public.



JAKOB HOEHN

Jakob Hoehn, is a partner and head of Pestalozzi's Corporate & Transaction group in Zurich. He advises clients on corporate law, corporate transactions and M&A. He is an authorized issuer's representative at the SIX Swiss Exchange.

He graduated from the University of Zurich (lic.iur., 1985; Dr.iur. 1990) and Georgetown University School of Law (LL.M., 1991). Jakob Hoehn joined Pestalozzi in 1991. Before that, he worked as a law clerk at the District Court of Meilen, as a teaching and research assistant at the University of Zurich Corporate Law Department and as a foreign associate with a law firm in New York. He has been a partner with Pestalozzi since 1996. Jakob Hoehn was admitted to the bar in Switzerland in 1988. His professional languages are German and English.

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SÉBASTIEN ROY

Sébastien Roy is a partner and heads the Financial Services group in Geneva. He is also a member of the Corporate/M&A group. He specialises in banking and finance, mergers and acquisitions as well as in corporate matters and contracts. His practice covers all types of domestic and cross-border banking transactions, with an emphasis on acquisition finance, trade finance and corporate lending. Sébastien Roy also advises clients on financial services regulations, including regulatory and contractual issues relating to the establishment and the business of banks, securities dealers and asset managers. Sébastien Roy represents companies and individuals in the acquisition and disposal of companies and assets, in private equity and venture capital transactions, as well as in corporate restructurings and joint ventures. Sébastien Roy advises a number of domestic and foreign-owned companies based in Switzerland on corporate and contractual matters.

Sébastien Roy, born in 1969, was admitted to the bar in 1994 and as a solicitor in England and Wales in 2001. Sébastien Roy joined Pestalozzi as a partner in 2005. He previously worked for two major Swiss law firms in Geneva and Zurich for a total of nine years. He also worked for a leading law firm in Singapore in 1995 and for a top ten City law firm in London in 2000. Sébastien Roy speaks French, English and German.

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CHRISTOPH R. RAMSTEIN

Christoph R. Ramstein is a partner and member of Pestalozzi's Corporate/M&A group in Zurich. His areas of practice are corporate law, business organization, mergers & acquisitions and integration, supply chain management, trade distribution and related tax work. He served as arbitrator in commercial disputes. He has expertise in the following industries: life sciences, consumer, banking & finance, chemical and hospitality.

Christoph R. Ramstein born in 1951, graduated from the University of Zurich (lic.iur. 1978), earned a Masters in Business Administration at the University of St. Gall (lic.oec. 1976), served in 1978 as law clerk at the District Court of Meilen, and was admitted to the bar in 1980. In 1983/1984, he worked with Milbank, Tweed, Hadley & McCloy, New York. In 1986, he became a partner of Pestalozzi. Christoph R. Ramstein is a former Managing Partner of Pestalozzi, a former president of the Banking and Finance Commission of AIJA, and an active member of the Company Law Commission of „UIA – Union Internationale des Avocats“. He is a frequent speaker in national and international professional organizations.

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ROBERT FURTER

Robert Furter is the managing partner of Pestalozzi and a member of the Financial Services group as well as the Corporate/M&A group in Zurich. His areas of practice are banking and capital markets as well as corporate/M&A. He is an authorized issuer's representative at the SIX Swiss Exchange.

Robert Furter, born in 1953, graduated in 1977 from the University of Zurich and was admitted to the bar in 1979. In 1981, he earned a doctorate at the University of Zurich. During 1983/1984, Robert Furter worked as a foreign associate with Winthrop, Stimson, Putnam & Roberts, New York. He has been a partner with Pestalozzi in Zurich since 1988 and has served as managing partner since 2002. He is also the chairman of the board of directors of Pestalozzi Attorneys at Law Ltd. He is named in various publications as one of Switzerland's leading financial services practitioners and contributes regularly to national and international publications in his areas of expertise. Robert Furter is a member of various international professional organizations, including the IBA (where he served as Secretary of Committee Q) and the ABA. He chaired Lex Mundi (The World's Leading Association of Independent Law Firms) and has been a member of its executive committee.

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ANNE-C. IMHOFF

Anne-C. Imhoff is a partner and member of Pestalozzi's Real Estate group in Zurich. She specializes in the fields of corporate/commercial and residential real estate, as well as in the international law of succession and estate planning. Her fields of expertise include structuring real estate transactions, security interests in real properties, commercial and residential leases, construction contracts including public private partnerships. She has long experience in assisting foreign companies and private clients regarding real estate investments and divestments in Switzerland and the relocation of their centers of activities to Switzerland, including permits for the acquisition of real property.

Anne-C. Imhoff graduated from the University of Geneva. After further studies in St. Gall and London, she served as head graduate assistant at the University of Geneva in its Private International Law Department between 1975 and 1980. Her doctoral thesis (1978) was awarded the Walter Hug Prize in 1981. She held academic positions as a lecturer and research fellow of the Swiss National Fund for Scientific Research between 1981 and 1984. Until 1992, Anne-C. Imhoff was a member of the Swiss Committee on Unfair Advertising and of the Swiss Federal Commission on Consumer Matters. After working as a lecturer at the University of St. Gall, she joined Pestalozzi in 1990. Her native languages are German and French, and she also is fluent in English.

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URS KLÖTI

Urs Klöti is a partner and heads Pestalozzi's Financial Services group in Zurich. His practice is focused on banking and capital markets, corporate finance, securities and corporate law.

Urs Klöti, born in 1965, graduated in economics from the University of St. Gall in 1990. In 1991/1992, he worked for a Swiss firm in Indonesia. In 1994, he graduated in law from the University of St. Gall and joined Pestalozzi in 1995. In 1998, he was admitted to the bar in Switzerland. From 2000 to 2003, Urs Klöti was Head of Law and Compliance of the Swiss institutional client bank in Zurich of one of the world's leading US investment banks. Urs Klöti's professional languages are German and English and he also speaks some Spanish.

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CHRISTIAN ROOS

Christian Roos is a partner and member of Pestalozzi's Corporate/M&A and Employment groups in Zurich. His fields of expertise include international trade law, contracts, pharma and life sciences, employment and immigration. His professional languages are German, English, French, Italian and Swedish.

Christian Roos, born in 1963, graduated from the University of Fribourg in 1990 (lic.iur.) and thereafter worked as an assistant for EC law in international public law. After spending two years with the law firm van Bael & Bellis in Brussels, he joined the Swiss Federal Office for International Economic Foreign Affairs and was involved in the bilateral negotiations EC–Switzerland. He joined Pestalozzi in 1996.

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CHRISTOPH G. LANG

Christoph G. Lang is a partner and member of Pestalozzi's Corporate/M&A group as well as the Competition & Trade group in Zurich. While he specializes in Swiss and European antitrust law, his other preferred practice areas are corporate law and commercial transactions, with a particular focus on corporate governance. He represents major Swiss and multinational corporations in domestic and cross-border M&A transactions as well as joint ventures and frequently advises clients on policy and governance issues.

Christoph G. Lang was born in 1970. He studied law at the University of Berne (Dr.iur., summa cum laude, 1999) and Columbia University School of Law (LL.M., Harlan Fiske Stone Scholar, 2000). He was admitted to the bar in 1997. Before joining Pestalozzi in 2000, he was a teaching and research assistant for two years at the University of Berne Corporate and Commercial Law Department. Christoph G. Lang regularly publishes in his fields of expertise. He is a member of the Zurich, Swiss and International Bar Associations, as well as the „Studienvereinigung Kartellrecht“. His professional languages are German, English and French, although he also speaks Italian.

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FRANZ SCHUBIGER

Franz Schubiger is a partner and member of Pestalozzi's Corporate / M&A group in Zurich. His practice focuses on corporate law, mergers & acquisitions, reorganizations, corporate finance, private equity and venture capital as well as general contract and commercial law. Further, Franz Schubiger has experience in the fields of consumer and healthcare products.

Franz Schubiger, born in 1972, graduated from the University of Zurich in 1999 (lic.iur.) and Cornell University in 2004 (LL.M., Fulbright Scholar). He was admitted to the bar in 2001. Before joining Pestalozzi in 2001, he served as a law clerk at the District Courts Gaster/See and worked as an associate for a law firm. His professional languages are German and English, and he also has a good knowledge of French and Italian.

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MARTIN L. MÜLLER

Martin L. Müller, is a partner and member of Pestalozzi's Corporate/ M&A as well as Employment groups in Zurich. Martin L. Müller advises clients on corporate transactions and restructuring, corporate immigrations, private equity and venture capital, executive employment (in particular structuring of compensation schemes) and commercial contracts.

He graduated from the University of St. Gallen (lic.iur., 1994; Dr. iur. 1997) and Columbia University School of Law (LL.M., 2002). Martin L. Müller joined Pestalozzi in 2002. Previously, he worked as a teaching and research assistant at the Institute of European and International Business Law at the University of St. Gallen, was granted the 1997/1998 fellowship at the University of Zurich by the Swiss National Fund for Academic Research, served as a law clerk and worked as an associate in an international law firm in Zurich. Martin L. Müller was admitted to the bar in 1999. His professional languages are German, English and French.

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MICHAEL LIPS

Michael Lips is a partner and member of Pestalozzi's Real Estate group in Zurich. He specializes in real estate and environmental law as well as in corporate and commercial law. His fields of expertise include commercial and residential leases, sales, pledges and encumbrances of real properties, building and other work contracts, real estate transactions including public private partnerships as well as all types of environmental matters. Moreover, he is experienced in M&A transactions and the reorganization of corporate groups.

Michael Lips, born in 1970, graduated from the Zurich University (lic. iur., 1997; Dr.iur., 2003) and from the University of Virginia (LL.M., 2004). He served at the District Court of Meilen for two years, first as a law clerk and then as a secretary to the judge. Michael Lips was admitted to the bar in 2001 and joined Pestalozzi in 2002. His professional languages are German and English, and he also has a good knowledge of French.

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SEVERIN ROELLI

Severin Roelli is a partner and member of Pestalozzi's Corporate/M&A group in Zurich. He has advised both foreign and domestic clients on private and public M&A transactions, acquisition finance, capital market, securities and stock exchange law, corporate reorganizations, joint venture and general corporate law. He is an authorized issuer's representative at the SIX Swiss Exchange.

Severin Roelli graduated from the University of Zurich in 1998 (lic. iur.) and from the Columbia University School of Law, New York in 2002 (LL.M., Harlan Fiske Stone Scholar). He was admitted to the bar in 2000, after which he joined Pestalozzi in 2002 and became partner in 2007. Severin Roelli is Vice-Chair of the Banking, Finance and Securities Law Commission of AIJA and member of several professional associations. His professional languages are German and English.

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KARL ARNOLD

Karl Arnold is counsel to Pestalozzi in Zurich. He was Partner of the firm from 1973 to 2005. During his professional career he has engaged in a wide range of international commercial and corporate transactions and dispute resolution procedures for corporate clients.

Karl Arnold studied law in Fribourg (lic.iur., 1964, Dr.iur., 1969), Cambridge and Luxembourg (Diplôme de droit comparé, 1967) and was admitted to the bar in 1968.

He was a law clerk of the District Court of Luzern-Land and foreign associate with Winthrop, Stimson, Putnam & Roberts, New York.

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PETER A. PESTALOZZI

Peter Pestalozzi is a partner and was until recently head of Pestalozzi's IP & TMT group in Zurich. His main practice areas are corporate and commercial law and intellectual property. His experience includes corporate transactions and profit participation plans as well as copyright, licensing, media, patents and unfair competition.

After graduating from the University of Zurich, Peter Pestalozzi worked in the field of industrial property (research and licensing). He joined Pestalozzi in 1974 and was admitted to the bar in 1976. In 1977, he worked as a foreign associate with Curtis Mallet-Prevost Colt & Mosle, New York, and has been a partner with Pestalozzi since 1980. His most important clients rank among international corporations in the field of commodity trading, IT services and consumer products. He is a member of various national and international professional organisations with an emphasis on industrial property organisations such as AIPPI, where he has served on various committees.

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OUR LAW FIRM

We support our international and domestic clients from our offices in Zurich and Geneva regarding all aspects of Swiss law. With the extensive experience and the strong commitment of our staff, we help our clients achieve their goals quickly and efficiently. We are known for our integrity, our high quality, as well as for our efficacy.

As a client, you benefit from the expertise and know how of our staff of more than 150 people. For each project, we form a customized team to accommodate your specific needs. We have direct access to an international network of lawyers and can introduce you to an appropriate law firm in jurisdictions worldwide.

We are committed to maintaining a work environment that puts the care for the client at the center. The diversity of our employees creates a dynamic company culture.

Our international clients are large domestic and foreign enterprises as well as medium-sized companies and private clients. Our clients come from a broad range of sectors, including financial services (commercial and investment banks and financial intermediaries), industry (pharmaceuticals, chemicals and biotechnology, electronics, automobiles, mechanical engineering, food and beverages, tobacco, graphic products, textiles, watches), media, trading and retail, telecommunications, shipping, aviation, and the travel and entertainment industries.

Pestalozzi's roots go back to 1911. Of the major Swiss law firms, Pestalozzi has the longest tradition.

KEY MESSAGES

- International and domestic clients
- Experienced and committed
- International network
- Care
- Integrity, high quality, efficacy
- Large organization
- Diversity
- Teamwork
- Independent
- Tradition
- Zurich and Geneva

EXPERTISE

- Antitrust
- Arbitration
- Art
- Asset Finance
- Asset Tracing
- Banking & Finance
- Bankruptcy
- Business Organization & Compliance
- Capital Markets
- Civil Liability
- Commercial
- Commercial Disputes
- Commodities
- Competition
- Construction
- Contracts
- Copyright
- Corporate
- Coverage Claims
- Customs
- Data Protection & Privacy
- Dispute Resolution
- Employment & Pensions
- Energy
- Environment
- Estate Planning
- Financial Products
- Food
- Health & Safety
- Immigration
- Indirect Tax
- Information Technology
- Inheritance
- Insolvency
- Insurance
- Intellectual Property
- International Mutual Assistance
- Investment Funds
- Joint Ventures
- Licensing & Sponsoring
- Litigation
- Media
- Mediation
- Mergers & Acquisitions
- New Technologies
- Patents
- Private Banking
- Private Equity
- Private International Law / Conflict of Laws
- Product Liability
- Public Procurement
- Real Estate & Environment
- Restructuring & Insolvency
- Securities
- Sports
- Tax
- Telecommunication
- Trade & Retail
- Trademarks
- Transportation
- Trust & Foundations
- Unfair Competition
- Value Added Tax
- Venture Capital
- White Collar Crime

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