

Your World First

C/M/S/

Law . Tax

The Role of Board Members and Management in M&A Transactions

In our workshop “The Role of Board Members and Management in Transactions” we look at various aspects of the role, responsibility and exposure of the management and board members in M&A.

At what stage should the board and/or the management be involved in the transaction? How can the management be incentivised to make sure the transaction is successful? Which are the risks for the involved persons in a transaction and how can they be protected? What kind of conflict of interest-situations might arise and how should they be dealt with? How can a board member be liable in the context of M&A? To what extent does the Business Judgment Rule shield the members of the board and management from their liability? What are the peculiarities and what is different in a public takeover situation?

In this interactive workshop you will have the opportunity to determine which of the above questions should be addressed and we will discuss with you possible answers and outline best practices.



Stefan Brunnschweiler is the global head of CMS Corporate/M&A and specialises in international and domestic M&A transactions, corporate restructurings, corporate law and general contract matters (e.g. joint ventures, partnerships and shareholders' agreements). He is experienced in a broad

range of national and international transactions, both sell- and buy-side (including corporate auction processes).

Stefan Brunnschweiler

T +41 44 285 11 11

E stefan.brunnschweiler@cms-vep.com



Daniel Jenny specialises in M&A transactions (including private equity), capital markets, corporate restructurings, general corporate and contract matters (e.g. joint ventures, shareholders' agreements). Furthermore, he is a recognised expert in corporate governance, in particular concerning questions on directors' liability.

He often represents clients in directors' liability lawsuits and post M&A disputes or other corporate litigation.

Dr Daniel Jenny

T +41 44 285 11 11

E daniel.jenny@cms-vep.com

cms.law