

European Company and Financial Law Review

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Invitation to the
7th ECFR Symposium

in Luxemburg

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Hamburg and Luxemburg, May 28, 2012

Dear Colleagues,

On behalf of the editors of the European Company and Financial Law Review (ECFR), the editors of the Revue des sociétés (Daloz), and the University of Luxemburg, I would kindly like to invite you to the Seventh ECFR Symposium, which will take place

in **Luxemburg, Luxemburg**, on **Friday, September 28, 2012** (9.00 – ca. 18.00) on

1) Corporate Governance: Duties and Liabilities of Board Members

and

2) The Transfer of Seat (afternoon session).

The ECFR Conference will be held in the Luxemburg Chamber of Commerce, 7, rue Alcide de Gasperi, Luxembourg-Kirchberg, L-2981 Luxembourg. The Conference will be held in English.

On the basis of talks by both academics and practitioners, our conference schedule will visit the following topics:

Opening remarks

Pierre Gramegna
(Director, Chamber of Commerce, Luxembourg)

Heribert Hirte
(Professor, University of Hamburg, Germany)

Pierre-Henri Conac
(Professor, University of Luxembourg, Luxembourg)

Morning Session I: Duties and Liabilities of Board Members in Investment Funds

President: Heribert Hirte

The Legal Situation in Luxembourg and in Europe

(Isabelle Riassetto, Professor, University of Luxembourg, Luxembourg)

The View of the Industry

(Claude Kremer, President of the European Fund and Asset Management Association - EFAMA, Brussels, Partner at Arendt & Medernach, Luxembourg)

The View of the Luxembourg Regulator

(Simone Delcourt, Member of the Executive Board of the Commission de Surveillance du Secteur Financier, CSSF, Luxembourg)

– Morning break –

Morning Session II: Duties and Liabilities of Board Members in Listed Companies

President: Niamh Moloney, Professor, London School of Economics, London)

Mapping Directors' Duties: Current Trends and Developments in the EU

(Carsten Gerner-Beuerle, Senior Lecturer, London School of Economics and Edmund Schuster, Lecturer, London School of Economics)

A Case Based Study on Duties and Liabilities of Board Members

(Theis Klauberg, bnt attorneys-at-law, Riga, Latvia)

Risk Management, Procedures and Company Law

(Dirk Zetsche, Professor, University of Liechtenstein)

Duties and Liabilities of Independent Board Members

(Erich Vermeulen, Professor of Law and Management [Faculty of Law, Tilburg University], Professor of Financial Market Regulation [Tilburg Law and Economics Center] and Vice President Philips Corporate Legal Department [Corporate and Financial Law Group], Philips N.V., Eindhoven, Netherlands)

– Lunch break –

(Walking Lunch in the Chamber of Commerce)

Afternoon Session I: Related Parties Transactions

President: Isabelle Urbain-Parleani (Professor, Université Paris Descartes, Paris, France)

Conflict of Interest, Secrecy and Insider Information

(Klaus Hopt, Emeritus Professor, Max-Planck Institut für Ausländisches und Internationales Privatrecht, Hamburg, Germany)

The OECD Report on Related Party Transactions and Minority Shareholder Rights
(Belgium, France, Italy, Israel and India)

(Daniel Blume and Grant Kirkpatrick, OECD, Paris)

Director's Duties in Groups of Companies – Legalizing the Interest of the Group at
the European Level

(Pierre-Henri Conac, Professor, University of Luxembourg, Luxembourg)

– Afternoon break –

Afternoon Session II: The Transfer of Seat

President: Marco Ventoruzzo

(Director, Max Planck Institute for International, European, Regulatory and Procedural Law, Luxembourg,
Professor, Bocconi University, Milan, Italy, and Penn State Dickinson School of Law, U.S.A.)

The Proposal of the Directive on the Transfer of Seat and the Vale Case

(Jesper Lau Hansen, Professor, University of Copenhagen, Denmark)

Corporate Mobility in the EU - a Flash in the Pan?

(Georg Ringe, Professor, Copenhagen Business School, Copenhagen, Denmark)

Closing remarks

(Marcus Lutter, Prof. Dr. Dr. h.c. mult., University of Bonn, Germany)

Please let us know whether you would like to attend the conference by returning the attached form by, at the latest, **August 20th**. As soon as we receive your confirmation, we will arrange a room in Luxembourg, Luxembourg, for you according to your specification. The cost of accommodation will be billed to you separately by the hotel. The cost of participation in the conference is 100 Euros (exemption from the registration fee for academics and young scholars upon request). Additional 50 Euros per person will be charged for participating in the conference dinner, which will be held on 27 September 2012 at 8 p.m. in the Restaurant Oro e Argento, Sofitel Luxembourg Europe, 4, Rue du Fort Niedergrunewald, Quartier Européen Nord, Plateau de Kirchberg, 2015 Luxembourg, Luxembourg (phone (+352)437761 - (+352)425091).

If you have further questions, please feel free to contact Dr. Sebastian Mock (sebastian.mock@jura.uni-hamburg.de) at the University of Hamburg.

Kind regards
Yours

Heribert Hirte

Sender

Name: _____

Address: _____

E-Mail-Address: _____

Signature: _____

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I hereby register by **August 20th, 2012**, at the latest (registering later may cause problems regarding the reservation of rooms), for the

7th ECFR Symposium

on

Corporate Governance: Duties and Liabilities of Board Members

and

The Transfer of Seat

on Friday, September 28th, 2012 in the Luxemburg Chamber of Commerce.

(7, rue Alcide de Gasperi, Luxembourg-Kirchberg, L-2981 Luxembourg, www.cc.lu).

You may also register by mail, returning the completed form to Dr. Sebastian Mock (sebastian.mock@jura.uni-hamburg.de) at the University of Hamburg.

Participation fee:

I sent a cheque of € 100 (plus costs for the conference dinner) to the above mentioned address.

I transferred the amount of € 100 (plus costs for the conference dinner) to the account number 3631355 00 of the Legal Research Center Ltd. that administers the funds on behalf of ECFR at Deutsche Bank Hamburg (BLZ 20070024) (for international money transfers the IBAN is DE97200700240363135500 and the BIC/SWIFT-Code is DEUTDEDBHAM) **(Please state your name as the reason of transfer)**.

I will participate in the **conference dinner** at the price of € 50 p.p. which will be held on Thursday, September 27th at 8 p.m. in the Restaurant Oro e Argento, Sofitel Luxembourg Europe, 4, Rue du Fort Niedergrunewald, Quartier Européen Nord, Plateau de Kirchberg, 2015 Luxembourg, Luxembourg.

yes

no

Please indicate the number of persons attending _____

Please make arrangements for accommodation

at between € 150 and € 200 per single room and night in one of the nearby hotels

from Thursday, September 27th to Friday, September 28th

from Friday, September 28th to Saturday, September 29th

from Saturday, September 29th to Sunday, September 30th

Please reserve a single room double room

I prefer a higher lower
category category

Cancellations have to be made three days prior to the beginning of the conference.