

# Litigation and Dispute Resolution.

GSK. The Difference.



Why settle for less?



There is so much more that can be achieved.

Can you tell the difference? The difference between searching and finding? Between fighting and negotiating? Between reaching some arbitrary result and a truly successful outcome? Between a decision with which it is possible to live and a decision that is a significant step in the right direction? That's good to hear. So you do know what makes all the difference.

# Litigation and Arbitration.



**GSK provides its clients with creative and results-oriented litigation and arbitration advice** ranging from major commercial disputes to sensitive internal and regulatory matters. Our dispute resolution practice provides comprehensive advice on resolving international and domestic disputes, whether by litigation, arbitration or alternative mechanisms such as mediation. We are able to provide advice within the tightest deadlines. For cross-border matters, together with our network partners we can assemble a tailor-made team of experienced litigators. Our clients include national and international enterprises, financial institutions as well as state agencies. We also advise employers as well as directors and managers on labour and employment law issues.

While it is common practice in German law firms for the same lawyer who has advised a client on non-contentious matters to also represent the client in the event that a matter becomes litigious, GSK maintains a separate litigation practice group comprising lawyers, who are specialized in litigation and arbitration as well as in the particular legal fields concerned whilst at the same time working closely with other GSK specialists. In this way we combine our vast litigation know-how with a precise understanding of the economic and legal issues involved. Furthermore, we also provide advice on implementing systems to minimise the risk of disputes in the future. By virtue of our experienced and long-standing forensic practice and our multi-office approach, we have acquired a solid knowledge of the local characteristics of the various local and regional courts and their judges.

# Qualifications and expertise.

We represent our clients in all types of commercial dispute involving our specialist practice areas, including:

- > Corporate/M&A
- > Banking/Finance
- > Planning and Building
- > Real Estate and Construction
- > Architecture and Engineering
- > General Contractors
- > Commercial Leases
- > Public Law
- > Public Procurement
- > Tax, Trusts and Funds
- > Regulatory
- > Restructuring and Insolvency
- > Intellectual Property and Unfair Competition
- > Information Technology
- > Employment and Labour Law
- > Contracting
- > International Trade and Commodities
- > Commercial Law
- > Transport and Delivery
- > Product Liability

## ■ Corporate/M&A:

**We act on the resolution of disputes, which arise out of national and international acquisitions,** whether pre-closing or post-closing disputes, including warranty and purchase price adjustment claims arising out of the sale of shares, sale and purchase agreements or merger agreements. Furthermore, we deal with intra-company disputes in areas such as compensation payments, profit distribution, withdrawals and settlements, actions to have shareholders' resolutions set aside and all aspects of taking defensive action against capital market or other damage claims. One of our core competences is the settlement of disputes between shareholders and between shareholders and the company and/or its management.

### Recent practice highlights:

- > Representing an investor in DIS arbitration proceedings (German Institute of Arbitration) concerning a purchase price dispute following the divestiture of its shares in a pharmaceutical company
- > Representing an Italian company in ICC arbitration proceedings concerning an international joint venture for the development and construction of an aircraft
- > Representing an US company in ICC arbitration proceedings concerning a purchase price reduction and damages after its purchase of a pharmaceutical company
- > Defending a large European energy supplier against a claim filed by the Federal Privatization Authority concerning additional purchase price payments for the privatization of two East German energy suppliers

## ■ Intellectual Property and Information Technology:

**We have a wealth of experience in litigating cases** involving intellectual property and information technology. In this area we act on behalf of parties involved in virtually any kind of dispute involving software, hardware, licensing, distribution, patents, trademarks, copyrights, idea theft, unfair competition, misleading business behaviour or defamation. Our lawyers have a particularly deep understanding of the unique character of the entertainment, media, software and telecommunications industry as well as the internet business as a distribution channel for goods, services and information. We provide a pragmatic and fast approach in order to protect or defend the interests of our clients and to resolve disputes. Consequently, we often obtain or prevent preliminary or permanent injunctions concerning patents, trademarks, copyrights as well as other counterfeit or infringing goods.

### Recent practice highlights:

- > Representing an IT solutions provider for the German railway in a failed IT project dispute against a software developer
- > Representing the Academy of Motion Pictures Arts and Sciences (ACADEMY AWARDS) in the protection of their intellectual property rights in Germany, particularly the famous OSCAR

## ■ Real Estate and Construction:

**With our competence in real estate law we advise on all disputes** arising out of project development and major construction projects such as the enforcement of contractual and warranty claims by and against construction companies, general contractors or architects and engineers. We also deal with all disputes in connection with real estate transactions such as disputes concerning encumbrances and property in general, warranty claims and commercial lease agreements. Our services comprise all kinds of legal proceedings such as litigation and arbitration as well as proceedings for the taking of evidence.

### Recent practice highlights:

- > Representing a public building company in various lawsuits concerning the enforcement of claims in connection with construction contracts
- > Acting on behalf of a municipality in litigation against a construction firm for corruption in connection with a building project
- > Defending the State of Berlin against claims for compensation in connection with the construction project "Akademie der Künste" (next to the Brandenburg Gate in Berlin), filed by the insolvency administrator of the general contractor
- > Advising a municipality on litigation proceedings against a surety company regarding claims in connection with a public transport infrastructure project

## ■ Public Sector:

**We represent companies,** public sector clients and private clients in proceedings before the administrative and constitutional courts concerning planning and environmental law, subsidies, regulatory affairs and public enterprises and projects. Our extensive litigation experience ranges from defending infrastructure projects, such as highways and railroads against third-party litigation, through to procedures for challenging the legality of development plans, building and environmental permits and to the granting and reclaiming of subsidies for projects and companies.

**In public procurement** matters, we represent bidders who submit infringements of public procurement rules as well as infringements by contract-awarding authorities to public procurement tribunals, the competent divisions of the higher courts, the EU Commission and the European Court of Justice.

## ■ Banking/Finance:

We have many years of experience in acting on behalf of licensed credit institutions, financial service institutions and non-licensed service providers and successfully averting prospectus liability claims, claims because of the alleged unlawful issuing of securities and investor liability claims alleging poor advice or lack of authority. We advise on disputes concerning investment funds, securities, loan facilities, payment transactions, various kinds of services provided in relation to capital investments, banking supervision and banking law in general. We represent our clients before all regional and – in the event of an appeal – higher regional courts as well as before all of the corresponding levels of administrative courts.

### Recent practice highlights:

- > Representing an international consortium of investors in an action against the German banking supervision authority (BaFin) because of its refusal to allow the acquisition of a significant shareholding in a German bank
- > Litigation for a cross-border credit card acquirer against credit card accepting merchants and credit card resellers
- > Advising on various legal actions against payment providers in relation to credit card services
- > Representing a major German bank in more than 100 proceedings concerning closed-end real estate funds, “junk properties”, guarantees, land register procedures and the liability of public notaries

## ■ Taxes:

**Tax litigation is one of the key areas of our tax group.** We clarify intricate contentious issues in advance by providing binding information and/or a settlement agreement with the tax authorities, and we actively support our clients in the context of all negotiations relating to external audits – in case of comprehensive issues, we will provide support on all levels, including at the Oberfinanzdirektion (Regional Financial Management Office) or the ministries of finance, at both the state and the federal level.

Defending our clients' interests is not merely restricted to tax litigation itself, but also includes the following:

- > Obtaining binding information and settlement agreements with the tax authorities
- > Advice regarding negotiations with external tax auditors
- > Opposition proceedings
- > Court proceedings before the fiscal courts and the Federal Fiscal Court of Germany (Bundesfinanzhof), the European Court of Justice, or the Federal Constitutional Court of Germany (Bundesverfassungsgericht)
- > Taking charge of all issues relating to tax litigation before the criminal courts, civil courts, administrative courts, social courts, or labor courts

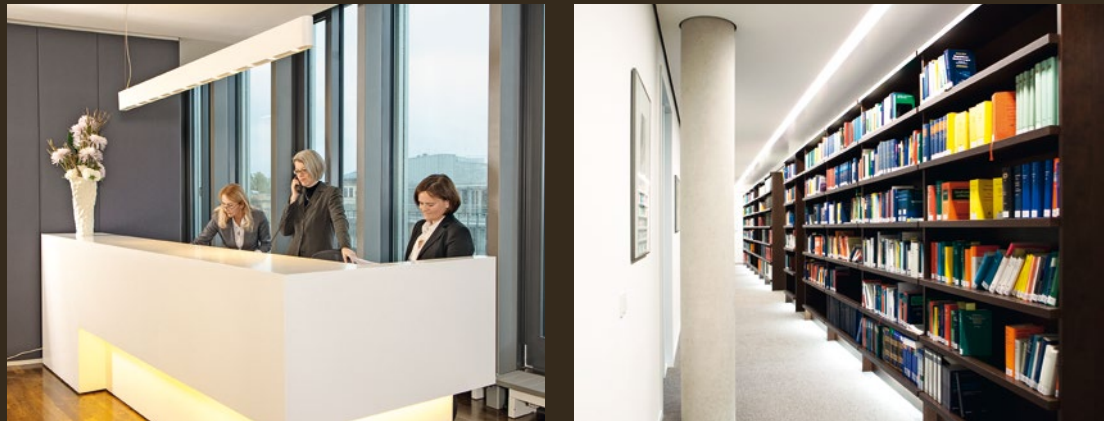
## GSK. Who we work with.



Wherever your business venture will take you – we will be there with you to support and meet your needs. For cross-border transactions and international projects, GSK works closely with a select group of highly respected partner law firms abroad.

[www.gsk.de](http://www.gsk.de)

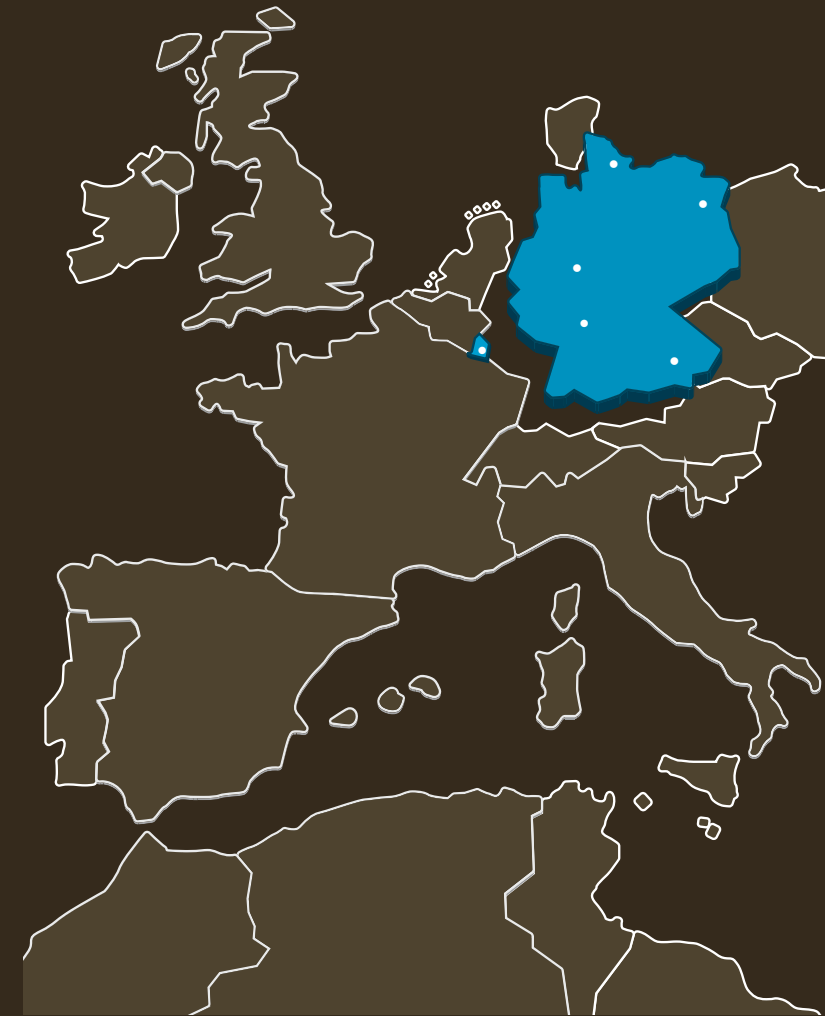
# GSK. Who we are.



“The difference” has existed since 1997, when GSK was created as an association of lawyers from leading German commercial law firms. Today, our clients can call upon more than 160 lawyers and certified tax advisers with outstanding reputations both nationally and internationally at our offices in Berlin, Frankfurt am Main, Hamburg, Heidelberg, Munich as well as Luxembourg. And it is this close cooperation between our lawyers, in addition to our lawyer’s expert legal knowledge and their commercial know-how, that extends to an ever-increasing number of sectors, which makes all the difference for our clients. It is therefore not surprising that we are one of the leading commercial law firms in Germany and Luxembourg in the area of real estate, corporate, banking/finance and projects & public sector.

We are neither too large nor too small. This is why we are particularly efficient, competent and able to deliver in a timely manner. GSK is independent, GSK is partner-led, GSK is part of an international network. This may not be the norm, but it is very much to your benefit. Due to the expertise of our partners, GSK also regularly advises and assists in cross-border transactions. The amicable and personal atmosphere, and working with highly qualified but small approachable teams make GSK a particularly attractive partner. Consequently, national and international businesses, banks and financial institutions, corporations and public bodies, as well as governments, ministries, supervisors and central banks enjoy working with us. Therefore, whatever your needs, you can always expect exceptional service. Can you already feel the difference?

# Where we are.



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This brochure gives you an insight into our services in the cross-departmental field of litigation and dispute resolution and into the features which set us apart from other law firms. For further information on us, our main areas of practice, strengths and references, please visit [www.gsk.de](http://www.gsk.de) as well as [www.gsk-lux.com](http://www.gsk-lux.com). But the best thing to do would be to contact us personally straight away.