



Prominent Matters Walder Wyss' one-firm approach ensures that our teams work seamlessly to handle the most complex challenges. Over 160 legal experts make Walder Wyss one of the most successful Swiss commercial law firms. We provide services to national and international clients in all language regions as the «Law Firm of Choice» in Switzerland.

walderwyss attorneys at law

«We would highly recommend Walder Wyss to other high-growth technology companies with international exposure.»

Georg Polzer, Founder and CEO Teralytics

«The team is very responsive and proactive, providing a great service.»

Chambers Europe

«Our exit to a NASDAQ-company would not have gone through without the experience and the tireless support by Walder Wyss. Brilliant teamwork.»

Michael Friedrich, Founder and former CEO aimago

«Walder Wyss Ltd.'s very experienced team gives excellent advice.»

Legal 500

Walder Wyss is one of Switzerland's foremost law firms. We have established a leading position in specific sectors and product areas, including, among others, financial services, healthcare & life sciences, energy & infrastructure, industry & commerce, information technology & telecommunications, media & communications and real estate.

We have handled a number of high-profile cases in a wide range of fields of expertise, such as (recent assignments only):

- Several IPOs, in each case advising the issuer.
- Three public tender offers.
- Several dozen domestic and cross-border private M&A transactions with an aggregate deal volume exceeding CHF 5bn.
- Several hybrid, convertible and regulatory bond/note issuances with an aggregate deal volume exceeding CHF 10bn.
- Several asset-backed securitisation transactions.
- Complex domestic and cross-border corporate restructurings and insolvency proceedings.
- Several venture capital transactions.
- Representing major multinationals in their successful trademark prosecution and litigation efforts (COS decision).
- Several acquisition finance transactions with an aggregate deal volume exceeding CHF 5bn.
- Currently representing clients in more than 20 international arbitrations, in particular in construction disputes over major infrastructure projects, and in joint-venture and post-M&A disputes.
- Representing a multinational in a USD 3.5bn dispute over proceeds from oil & gas production in the CIS.
- Several complex merger control proceedings (phase I and phase II) before the Swiss Competition Commission.
- Representing multinational pharmaceutical companies in their reimbursement & pricing strategies, applications and appeals before Federal Courts.

Finance, Capital Markets & Regulatory

Recent experience includes advising:

- Credit Suisse Securities (USA) and UBS Securities on the financing of the acquisition of VAT Holding AG by Capvis and Partners Group.
- NASDAQ-listed Auris Medical Holding AG on its first Controlled Equity Offering (structured as an «at the market (ATM) offering»).
- Schaeffler on its issuance of high-yield bonds with a total volume of EUR 2bn.
- Swiss Life Ltd. on its EUR 750m perpetual subordinated bond.
- Credit Suisse AG and Swisscard AECS GmbH on the overall structuring and on all Swiss legal, tax and VAT aspects of a credit card securitisation transaction to the Swiss capital market.
- Glarner Kantonalbank on its initial public offering (IPO) and listing of shares on the SIX Swiss Exchange.
- Minerva Neurosciences on its initial public offering and listing of shares on the NASDAQ Global Market.
- Cembra Money Bank AG (formerly GE Money Bank AG) on its IPO and listing of shares on the SIX Swiss Exchange.
- Lloyds in the first Swiss auto-lease ABS (conduit transaction) as Swiss transaction counsel for a Swiss subsidiary of a US-based client of Lloyds.

Corporate, M&A

Recent experience includes advising:

- Groupe SEB on its acquisition of the WMF Group from KKR.
- Komax Holding AG on its sale of Komax Medtech to the IMA Group.
- Oriflame Cosmetics SA on its relocation to Switzerland (incl. cross-border merger and listing of its shares).
- SIX Swiss Exchange-listed SHL Telemedicine Ltd. on a cross-border squeeze-out merger



with Shanghai Jiuchuan Investment (Group) Co., Ltd.

- SIX Swiss Exchange-listed media company Tamedia on its public takeover offer for all shares in PubliGroupe SA.
- L'Oréal SA on its acquisition of Decléor and Carita from Japanese manufacturer Shiseido Co.
- A leading confectionery, food, and beverage company on M&A related corporate restructuring.

Litigation & Arbitration

Recent experience includes advising and representing:

- A multinational in a USD 3.5bn dispute over proceeds from oil & gas production in the CIS.
- A Russian group in a USD 1bn dispute over guarantees.
- A contractor in a construction arbitration resulting from a several hundred million EUR infrastructure project in Turkey.
- A European bank against a former manager charged with embezzling more than EUR 700m.
- A German construction company in annulment proceedings brought by the Kingdom of Thailand against a bilateral investment treaty award.
- A subsidiary of a listed Russian conglomerate in a post-M&A dispute regarding a railway rolling stock production plant.

Insolvency & Restructuring

Recent experience includes:

- Acting as Swiss counsel for the ad hoc Committee of Noteholders and Lenders as supporting creditors of Pacific Exploration & Production Corp, Toronto, in its complex debtor in possession (DIP) financing restructuring transaction under CCAA.
- Representation of large creditors, including foreign administrators, in the Swiss insolvency proceedings of Petroplus Group companies.
- Advising client regarding restructuring/insolvency matter involving, inter alia, a USD 100m plus claim over contaminated syringe vaccine which led to a global product recall.



- Advice in the purchase of a worldwide telco patent portfolio from a Swiss company post the company's decision to voluntarily dissolve.
- Advice on the structuring and implementation of worldwide exclusive licensing of a biotech portfolio in financial distress to another listed biotech company.
- Representing Investec Bank plc, London, in the substantial bankruptcy proceedings of Immobiliengesellschaft Ausserholligen AG, Berne.
- Restructuring of a Swiss-based international group of companies active in the energy/electricity/green electricity sector.
- Serving on the Creditors' Committee in the composition agreement with liquidation of Helvetia Wealth AG, a large Swiss asset manager.
- Acting as Chairman of the Creditors' Committee in the liquidation proceedings of Flightlease AG (handling SAirGroup's aircraft portfolio).

Tax

Recent experience includes advising:

- A major Swiss insurance carrier in claiming Swiss income tax credit for foreign withholding taxes and winning the case at the Swiss Federal Supreme Court.
- Major foreign financial institutions in Swiss dividend withholding tax refunds through the judicial system up to the Swiss Federal Supreme Court.
- Norges in the structuring of the acquisition of the largest single real estate property in Switzerland.
- A foreign real estate fund in a complex cross-border restructuring and merger involving properties all over Switzerland.
- The seller of a privately owned Swiss-based technology group in the structuring of the sales process and getting the necessary tax clearances.
- A family-owned Swiss-based group in the reorganisation of its shareholder structure and transition to the next generation.
- An adjustment of the group structure of a multinational group in a 30-step transaction with massive cash repatriation.



Intellectual Property & IT Transactions

Recent experience includes:

- Representing Denner AG, a Swiss retail food company, in its successful dispute with Nespresso over selling Denner capsules usable with Nespresso coffee machines.
- Representing MEGA Brands Inc. in the proceedings to invalidate LEGO's three-dimensional trademarks (LEGO brick shape). LEGO's trademarks were declared null and void.
- Representing an international business in its high-stake, cross-border trademark litigation.
- Representing major multinationals, such as Novartis, H&M and Mövenpick, in their successful trademark prosecution and litigation efforts (COS decision).
- Representing the Scotch Whisky Association in Switzerland to enforce the designation «Highland» as a protected indication of origin for Scotch whisky.
- Advising an international bank specialising in consumer finance and leasing in the outsourcing of payroll, postal, hosting, website, e-mail and server services, and managed IT security.
- Advising a global Swiss-based financial services group in several global IT outsourcing transactions, including drafting and negotiating the contracts and assisting in their implementation.

Antitrust/Competition

Recent experience includes representing:

- Tamedia in the merger control proceedings with respect to the acquisition of the ricardo group, the leading online market place and auction platform in Switzerland.
- Tamedia, Ringier and their joint venture Job-Cloud in the merger control proceedings with respect to the acquisition of jobscout24.ch, another online market place for job listings in Switzerland.
- British Airways in the air cargo investigation and in the appeal proceedings in Switzerland.
- Migros in the merger control proceedings with respect to the acquisition of Lüchinger & Schmid AG, a major wholesaler of eggs and egg products in Switzerland.
- Groupe Mutuel in the merger control proceedings with respect to the acquisition of Supra, another health insurance company.

Healthcare & Life Sciences

Recent experience includes:

- Successful representation of Pfizer before the Swiss Federal Supreme Court in a pricing matter.
- Currently representing 5 top-ten (market share) multinational pharmaceutical companies (and other pharmaceutical companies) in their reimbursement & pricing strategies/ applications before Swiss Federal Office of Public Health and appeals before Swiss Federal Courts.
- Advising and representing numerous pharmaceutical and biotech companies in regulatory matters including white collar crime.
- Advising one of the major pharmaceutical trade associations.
- Advising and representing a major manufacturer of controlled substances.
- Assisting a Swiss non-profit organisation in selling a private clinic based in Zurich to Genolier Swiss Medical Network Ltd.
- Representing several private and public hospitals and clinics in litigation regarding questions of pricing against healthcare insurers and government authorities.
- Assisting Cenexi (toll manufacturer) in its spin-off from Roche and advising Cenexi regarding toll manufacturing agreements and other legal matters.
- Acting as arbitrator in a distributorship dispute between the UK/US principal and the German distributor, involving pharmaceutical and EC competition law issues.
- Advising pharmaceutical, food and cosmetic manufacturers with respect to advertising (regarding health-related and other claims).

Real Estate

Recent experience includes advising:

- Blackstone Group LP with respect to the Swiss part of the announced acquisition of assets of GE Capital Real Estate in a transaction valued at approximately USD 23bn globally.
- A Middle-Eastern sovereign wealth fund on its acquisition and financing of one of the largest real estate development projects in Switzerland.
- Norges Bank in relation to the acquisition of the Uetlihof Office Complex from Credit Suisse AG for CHF 1bn in a sale-leaseback transaction through the buyer's Luxembourg platform.

«They are very dedicated and committed lawyers. They have a very open style of communication. They are very diligent, don't mind long hours and put in the extra hours if they are needed.»

Client

«The team offers outstanding quality and tailor-made advice. It takes into consideration the client's specific needs and business environment.»

Chambers Europe

«They are doing everything that needs to be done; we are very satisfied. They are really professional and they always inform us of any changes in legislation. You get really good service with them.»

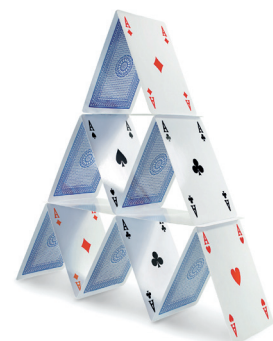
Client

«Walder Wyss Ltd provides high-level service, short response times and good value for money.»

Legal 500

«The team stands out for its expertise and responsiveness – it really knows what it is doing and has a reputation as experts in this area. Those are the key elements for me: they are commercial and they very much understand my business.»

Client



- The seller of the Wankdorf Shopping Center in Berne, Switzerland, in the sale of the Shopping Center to two UBS real estate funds and a pension fund relating to UBS.
- A UK-based investor group on Swiss real-estate transactions with a value of approximately CHF 500m.
- A major bank on the Swiss legal aspects in connection with the bridge financing of a Europe-wide real estate acquisition of EUR 1bn and the take-out financing involving the securitisation of the related commercial leases.
- Citigroup and a syndicate of international lenders with respect to the financing, restructuring and subsequent sale of a group of hotels in Switzerland.
- A multinational insurance company in the acquisition of a large office building fully let to Credit Suisse.
- An Eastern investor in connection with the development and construction of a large mountain holiday resort.

Public Law

Recent experience includes:

- Several private and public hospitals and clinics in litigation regarding questions of pricing against healthcare insurers and government authorities.
- The Swiss Federal Institute of Technology (ETH) against Greenpeace in a landmark case before the Swiss Federal Supreme Court involving the first field trial of genetically modified wheat.
- Eight Swiss cantons in two independent bankruptcy proceedings against strategic software and service providers.
- Chair of the expert group formed by the Swiss Confederation for the revision of the Federal Law on Public Procurement.
- Advising the Swiss Confederation as well as a Swiss canton in complex public procurement transactions.

Employment

Recent experience includes:

- Coordinating all employment aspects on a worldwide basis for a listed company in outsourcing/resourcing large parts of its IT infrastructure and IT support.
- Advising two pharma multinationals on the merger of their businesses in Switzerland,

- including the reduction of the workforce, relocation of businesses, streamlining of employment conditions and merger of legal entities.
- Termination of CEO of a listed company, negotiation of the termination agreement with the CEO and complex questions with regard to the new «Say on Pay» law.
- Various closures of production facilities, including negotiation with works councils and labour unions and the negotiation of a social plan.

Private Clients

Recent experience includes:

- Advising a high net worth individual to set up a Liechtenstein family foundation for estate planning purposes with special provisions of distribution of income, capital gains and capital to match the tax treatments thereof in the various countries where the family members reside.
- Representing an heir in a highly complex inheritance dispute with various shareholdings in companies, real estate assets and interests in a foundation.
- Representing a community of heirs in self-declaration, and subsequent supplementary tax and criminal proceedings.
- Advising a European entrepreneurial family in connection with the relocation of business activities and transfer of residence to Switzerland.
- Acting for the children of a high net worth individual in a multi-jurisdictional trust dispute and defending the challenge of very substantial donations made for their benefit.
- Acting for the child of a well-known philanthropist seeking to amend generous trust provisions made for his children in favour of a newly created charity.
- Advising a prominent art collector in the review of his estate planning including a new will providing for the fate of his collection.
- Advising the child of a European industrialist on the re-settlement of substantial family trusts, combining the use of civil law succession instruments and common law trusts.

Employees

More than 160 lawyers

More than 100 employees in support functions

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