

Ernst & Young Legal Services - Experienced in Corporate / M&A / Commercial

Ernst & Young Legal Services is nationally and internationally active in all the relevant fields of business law. In particular, we focus on corporate law, mergers & acquisitions, contract law, insolvency and recovery services, IT law, finance and capital market law as well as labour and social security law.

Our experienced company and contract law / mergers and acquisitions specialists in Basel, Berne, Geneva and Zurich offer you professional and efficient advice on all issues relating to a company's existence - from its establishment to its liquidation - as well as mergers and acquisitions and all types of commercial contracts.

Our clients include numerous multinational groups and national companies of all sizes from various sectors.

Around 30 lawyers with wide-ranging specialist expertise are working in our dedicated company and contract law / M&A sector.

On request, we can also put together well-established teams for large-scale transactions for short periods of time on a needs-oriented basis.

Our colleagues are used to working in a target-oriented, flexible manner and to tight deadlines.

Being part of the Ernst & Young Group, it goes without saying that we adopt an interdisciplinary approach. We work closely with other specialists from the Corporate Finance, Tax Advisory, Transaction Services and Audit departments. This allows clients to obtain financial, fiscal and legal due diligence reports from under one roof, for instance. We also offer turn-key solutions: in consultation with us, the client defines a specific project, e.g. a tax-optimized sales structure. We then develop and implement an action plan, making full use of our experts' specialist expertise.

For international projects and problems we also regularly work closely with our partner law firms abroad.

Our main advisory services in the field of company and contract law:

- ▶ **Establishment / reorganization / liquidation**
Providing advice and preparing documents to set up companies, carrying out capital changes, mergers, spin-offs, conversions, asset transfers, liquidations
- ▶ **Group restructuring**
Project management, coordinating and implementing the restructuring of internationally active groups with the aim of improving supply chain management or introducing a principal structure
- ▶ **Transferring registered offices / setting up branches**
Providing advice and transferring the registered office of foreign companies to Switzerland / establishing branch offices in Switzerland
- ▶ **Corporate governance**
Providing advice, preparing, reviewing articles of association and organizational, committee and executive board regulations
- ▶ **Outsourcing the legal department**
For companies without a legal department of their own, we perform all legal duties on their behalf (legal advice, compliance)
- ▶ **Contracts**
Providing advice, preparing, reviewing contracts of all kinds and general business conditions

Our main advisory services in the field of mergers and acquisitions:

- ▶ **Structuring**
Advising purchasers and vendors on how to structure a transaction in conjunction with Transaction and Corporate Finance and Tax experts
- ▶ **Due diligence**
Helping vendors prepare due diligence procedures / carrying out due diligence checks for purchasers or vendor due diligence
- ▶ **Contracts**
Negotiating and preparing all contracts, such as confidentiality declarations, letters of intent, memoranda of understanding, purchase contracts, shareholder association contracts
- ▶ **Merger control**
Carrying out merger control procedures in Switzerland and abroad (in cooperation with correspondence lawyers)
- ▶ **Legal opinion**
Providing legal opinions, especially on transactions with listed companies

Your contacts:

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