

Tax Related Insolvency Transactions and Reorganizations

Overview

Whether your company is experiencing financial difficulty or has an investment in a financially troubled company, Dentons can help you take advantage of or preserve valuable tax attributes.

Our tax lawyers work closely with our restructuring and insolvency lawyers to design and implement tax-efficient structures to minimize your immediate tax liability and safeguard valuable tax attributes to reduce your taxes in the future or increase your return.

We work collaboratively with debtors, equity holders and creditors to align their business goals and help develop innovative tax-efficient structures for all parties involved. Our experience includes structuring transactions and crafting legal solutions to benefit clients, whether through less costly out-of-court processes or through insolvency proceedings around the world.

Our global team of tax lawyers and restructuring and insolvency lawyers has experience across a wide variety of industries with all types of restructurings, and combined with our global reach, we can address your needs wherever they may be.

Representative Experience

- **Crystal Palace Football Club:** Advising the Crystal Palace Football Club and its board on its general financial difficulties, including a winding up order from Her Majesty's Revenue and Customs over a large tax bill. We subsequently advised the club's chairman, Simon Jordan, on his position as a significant creditor in the high profile administration of the club. The club was placed into administration and searched for buyers.
- **Grossman's Inc.:** Representing as Chapter 11 debtor's counsel in the first Chapter 11 filing by this hardware retailing chain. A key component of the confirmed plan of reorganization was an investment by a major trade supplier and other creditors receiving equity in the reorganized business in a manner which preserved substantial tax net operating loss carryforwards.
- **Hilco:** Advising a specialist retail investment group led by Hilco UK, on its purchase of Habitat, a leading retail brand with 35 stores in Britain-26 in France, five in Spain and five in Germany. This cross border engagement involved multi-disciplinary teams in each relevant jurisdiction advising on corporate, tax and restructuring law, with several complicated conflict of laws issues arising.
- **Independent oil company:** Advising an independent oil company on insolvency and restructuring issues consequent on tax rulings in the Ukraine where it had concessions.
- **Petroplus:** Advising the administrators, PricewaterhouseCoopers, on the administration of two of the UK subsidiaries of Petroplus, which owned and operated a refinery at Coryton and a storage facility in Teesside, including advising on the tax issues arising. The refinery employed around 500 staff and 350 contractors, supplying approximately 20% of fuel for London and the surrounding region. We were shortlisted for The Legal Business Restructuring Team of the Year Award 2012 for our work on this matter.
- **Pumpster Property Limited:** Advising Pumpster and Yates's groups in relation to a £305 million facility from the Royal Bank of Scotland to refinance a portfolio of 105 pubs let to the Slug and Lettuce, Yates's and Laurel Pub operating companies. The deal involved a significant tax and corporate reorganization to allow the shareholders to take out the £85 million surplus generated to the refinancing, and also an amendment to most of the leases to increase the value of the portfolio.

- **UAL Corporation:** Represented the Official Committee of Unsecured Creditors of UAL and United Airlines in their Chapter 11 cases in the Chicago bankruptcy court. Dentons with the assistance of committee retained actuaries and its experienced Benefits Group explored all alternatives to termination of the plans and later in the cases, tested the PBGC's resulting claim on behalf of unsecured creditors.