

Overview

Smart, effective tax planning is an essential component of virtually every successful business transaction. When tackling critical tax issues, you need lawyers with the experience to navigate the sea of complex, constantly changing business and individual tax laws. Look to Dentons.

We are here to help structure your organization and transactions to maximize tax efficiencies and minimize risk. With tax specialists in more than 30 countries, we advise on business strategies in jurisdictions around the globe, through issues including:

- Complex financings
- Joint ventures
- Mergers & acquisitions
- Restructurings and reorganizations
- Employee compensation
- Loss planning
- Exit strategies.

From initial strategy and corporate planning to obtaining advance tax rulings to mitigating tax disputes, together, we can achieve your goals.

Representative Experience

- **Afinum Management GmbH:** Advising on their investment in the British Overclockers Group. Afinum acquired Overclockers on behalf of its subsidiary Caseking Group, a leading German wholesaler and reseller of specialist PC components, accessories, and devices. With the acquisition of Overclockers Group, Caseking takes over a major British supplier with distribution structures across Europe. Our experienced private equity team in Frankfurt and London provided full-service advice to Afinum and Caseking on all legal, tax and structural aspects of the transaction.
- **AXA Investment Managers Private Equity Europe SA:** Advising on the acquisition of a majority of shares in Competence Call Center Group (CCC) as well as on the structuring and financing of the transaction. This was AXA's first commitment in the sector of call center and outsourcing services. The CCC Group, headquartered in Vienna and present in Austria, Germany, Turkey, Switzerland, Slovakia, and Romania, counts more than 2,000 employees and is a leading European company in this sector. Our private equity teams in Frankfurt, Bratislava, and Bucharest advised AXA on all relevant legal and tax structuring aspects of the transaction, working closely together with Vienna-based law firm Hausmaninger Kletter on aspects of Austrian law.
- **Continental Wind Partners:** Advising the investment fund on the sale of the first significant wind project in Romania to Czech-based CEZ, including liaising with the Romanian public authorities. Following this project, Dobrogea became the preferred location for renewable energy source (RES) investments in Romania.

- **EQT Expansion Capital II / Roeser Group:** Advising on the legal and tax aspects of the MBO and financing of Roeser Group and Roeser Group itself in the subsequent structuring and financing of two add-on acquisitions. Roeser Group is a leading provider of medical supplies and services for hospitals, with a product portfolio that covers products, processes, and services for 750 hospitals across Germany. The add-on acquisitions involved EHS Medizintechnik GmbH in Leinenfelden-Echterdingen and the entire operating business of Klingenfuss GmbH in Freiburg.
- **ESI Group:** Advising this global provider of prototyping software on their acquisition of venture backed ICIDO GmbH, a leading provider of virtual reality software solutions.
- **Family offices and ultra high net worth individuals:** Acting for a number of clients providing tax advice on international investments, global portfolio structuring, yacht and jet leasing and acquisitions.
- **Katz Group Canada Inc.:** Advising on the sale of its independent pharmacy banner business conducted by Drug Trading Company Limited and all of the shares of its independent franchise retail pharmaceutical business carried on by Medicine Shoppe Canada Inc. to McKesson Canada Corporation for CA\$925 million.
- **Leading company in the rolling papers sector:** Advising on the most efficient way from a tax point of view regarding the cross-border restructuring where the Spanish company sold its subsidiaries in Catalonia and Austria to a French company, cancelling the operations with the American headquarters. The team also advised on the implementation of the mentioned structure.
- **Multinational dairy products corporation:** Advising and assisting the second largest dairy products group in the world and the second largest food products group in France on all tax aspects of its acquisition policy across Europe with special focus on the markets in Germany, France and Poland. Among the different specific services, our tax lawyers mainly focused on tax structuring work, an in-depth tax due diligence, financing schemes and Transfer Pricing schemes.
- **Natixis Zweigniederlassung Deutschland:** Acting as lead adviser to the lenders in respect of the €190 million refinancing of a property financing facility relating to the Nova Eventis Shopping Center in the proximity of Leipzig; our real estate finance team advised the consortium of lenders led by Natixis Zweigniederlassung Deutschland and comprised of ING Bank, Deutsche Postbank and Bawag in a complex, cross-border structured real estate refinancing which spanned several jurisdictions and involved additional foreign counsel in UK, Guernsey and the BVI.
- **Polish, Luxembourg and Dutch tax:** Advising on the Polish, Luxembourgian and Dutch tax aspects of setting up investment funds to operate on the Polish real estate market. International tax structuring allowing for tax-efficient conversion of tax into the target structure and obtaining relevant tax rulings in Poland and the Netherlands. The advice on the transaction addressed tax, legal and business goals of the client, taking into consideration the old structure and potential future changes to applicable laws.
- **Premier Gold Mines:** Advising with respect to its CA\$104 million acquisition of Goldstone Resources Inc. The acquisition consolidates 100 percent ownership of the Hardrock Project in Canada that is host to a multimillion-ounce National Instrument 43-101 compliant resource estimate.
- **Private banks:** Advising on lending to ultra high net worth individuals, including Shariah compliant structures and personal jet and yacht financing.
- **Solarwatt AG:** Advising on a successful restructuring in the context of a protective shield proceeding as a debtor-in-possession. Our team drafted the restructuring plan and implemented the restructuring concept via a capital reduction to zero with a subsequent cash and capital increase. Furthermore, we advised Solarwatt AG on the negotiations with the works council regarding personnel measures, which resulted in a successful settlement.
- **US Gold Corporation:** Advising on its acquisition of Minera Andes Inc. by plan of arrangement with a transaction value at the time of closing of approximately CA\$1.4 billion for the combined company, which was renamed McEwen Mining Inc. This transaction was highlighted as a “Big Deal” in LEXPERT's April 2012 issue.