



M&A, company law, taxes

REDEKER SELLNER DAHS advises clients in corporate transactions, restructuring, on complex contract structures as well as in housekeeping and tax matters.

CORPORATE

REDEKER | SELLNER | DAHS



Corporate transactions, complex contract structures, legal advice across the full range of corporate law, from restructuring to corporate housekeeping, taxes: We advise corporate clients and individuals on all matters of commercial law.

As a full service law firm with extensive experience, we bring together the knowledge and experience of lawyers from different areas. We are able to put together specialized, multidisciplinary teams at short notice to cater for our clients' unique needs. Our lawyers work with our clients' internal legal departments, with auditors and tax advisors, banks or other transaction advisors at home and abroad to develop efficient and optimal solutions. We help clients select the best transaction structure, we advise on the preparation and execution of due diligence reviews, and draft transaction contracts. We conduct contract negotiations and, if the client so requests, even structure the complete transaction process. Our clients value our pragmatic approach and our efficient, practical advice with the focus on the right priorities.

When management or internal legal departments encounter complex contractual or special corporate law issues, our highly experienced Corporate and M&A team will bring in its expertise and advice and will even support clients' corporate housekeeping. In more complex cases at the interface of other areas of law, we pull experts from other areas into the case after consultation with the client.

Our special expertise includes advising public enterprises and their owners and providing legal support in privatisations. Our specialised tax lawyers offer competent advice in a very complex and dynamic field of law. We conduct tax proceedings and conduct litigation in the tax courts, we assist with tax audits (second opinion, enquiries from tax consultants) and advise in M&A procedures. In the areas of corporate law, foundation law and commercial law, our tax team supports our multidisciplinary teams with its expertise on the full spectrum of tax law.

We are trusted partners in the areas M&A, corporate law and taxes. Contact us.

Areas of practice (selection)

Our dedicated lawyers provide a full range of services, advising and representing clients on all legal aspects of

- ▶ Company acquisitions, MBOs, privatisations
- ▶ Conversions and reorganisations
- ▶ Commercial and corporate law (corporate housekeeping)
- ▶ Public enterprises, privatizations and complex restructurings in the public banking, energy supply and healthcare sectors
- ▶ National and international taxes
- ▶ Excise duties
- ▶ Customs and foreign trade

Clients

DAX companies, domestic and foreign companies of all sizes and organisational forms, public service enterprises and their owners, foundations, private clients.



Dr. Jürgen Lüders, vBP

Partner
Specialist attorney for tax law
juergen.lueders@redeker.de

Mergers and acquisitions, corporate law, tax law, restructuring and privatization of public enterprises, in particular with regard to tax and company-law issues.

Joined the firm in 1989.

Born in Essen in 1955. Studied law in Bonn. 1980 first State Examination, 1983 second State Examination. Research assistant at the University of Bonn, 1983. 1986 doctoral degree with Prof Dr Knobbe-Keuk, Bonn. Lawyer in Bonn, 1985 to 1988. Foreign Associate at Cleary, Gottlieb, Steen & Hamilton, New York, 1988.

Certified accountant.

Publications on Corporate law.

Advising companies in acquisitions and restructuring, primarily in the healthcare sector and the public banking industry. (e.g. Malteser, Charité, RegioMed, federal and Länder ministries on the one hand, Sachsen LB, Bayerischer Sparkassenverband, Ost-sächsische Sparkasse Dresden on the other). Advising clients in international company acquisitions in other sectors: SAGE Group plc; Harman Becker GmbH.



Dr. Jakob Wulff

Partner
wulff@redeker.de

Corporate law, commercial law, mergers and acquisitions, reorganisations, company law.

Joined the firm in 2001.

Born in Neuwied in 1972. Studied law in Bonn. 1996 first State Examination, 2000 second State Examination. 1999-2000 research assistant with the firm (wills & probate dept.). 1999 doctoral degree with Prof Dr Lutter, Bonn.

Lecturer on civil law, commercial and corporate law in the master's course on construction law during the life cycle of buildings at the technical college of Münster.

Publication on corporate law.

Advising companies and associations in the field of corporate law (articles of association, amendments and interpretation of articles of association, liability of governing institutions, etc.); corporate law advice and counsel for shareholders (shareholders' meetings, shareholder disputes, claims for information, etc.); advising and supporting medium-sized companies in transactions involving the acquisition/divestiture of companies; advising savings banks and their funding agencies on savings bank mergers; advice on commercial agreements (supply agreements, purchase agreements, collaboration agreements) [particularly in the automotive and pharmaceutical sectors].



Dr. Markus Dierksmeier, LL.M.

Partner
Specialist attorney for commercial and corporate law
dierksmeier@redeker.de

Corporate and company law, mergers and acquisitions, private contract law, customs and trade law (WTO).

Joined the firm in 2007.

Born in Münster in 1976. Studied law in Münster and Poitiers, France. 2001 first State Examination, 2004 second State Examination. Postgraduate programme at the University of Bristol, United Kingdom, in 2001, received an LL.M. degree in 2002. Lawyer in Düsseldorf in 2006. 2007 doctoral degree with Prof Dr Wolffgang, Münster.

Publications on corporate law, customs and WTO law.

Advised and acted as counsel for Bayer AG on the transfer of production sites and facilities in connection with the divestiture of crop science businesses to BASF (transaction volume € 5.9 billion); advised a hospital company and other enterprises in the healthcare sector to support transactions; regular transaction support, e.g. for an international paper group in the divestiture of a business unit in Germany.



Prof. Dr. Peter-Andreas Brand

Partner

brand@redeker.de

Corporate and commercial law, competition law, trademark and copyright law, litigation, conflict of laws.

Joined the firm in 1991.

Born in Hanover in 1958. 1982 first, 1986 second State Examination. Research assistant at the Institute for International Law at the University of Göttingen 1982 to 1984. 1984 doctoral degree. Lawyer in Hanover 1986 to 1987. Worked in the Department of Law and Insurance at the Federal Association for the German Industry and lawyer with the firm. Head of the office of the President of the German Bundestag 1989 to 1991. Worked at the London office till 1997. Working at the Berlin office since July 1997.

Since 1998 lecturer at Humboldt University Berlin on German Civil Procedural Law, Private International Law and Law of International Civil Procedure. and one of the Directors of the Research Institute for the Law of the Legal Profession at Humboldt University Berlin in 2017.

Various publications in the areas of private international law, German, European, and international civil procedure law, and European law.

Legal advice in German and international commercial law; advising and acting as counsel for public entities and institutions operating in the political sphere; international and European civil procedure law and private international law.



Dr. Thomas Stickler

Partner

stickler@redeker.de

Corporate law national and international building law, procurement law.

Joined the firm in 1994.

Born in Hanau in 1963. Studied law in Würzburg, Lausanne and Regensburg. 1988 first State Examination, 1991 second State Examination. 1992 doctoral degree with Prof Dr Arnold, Regensburg. Lawyer in Frankfurt am Main, 1991 to 1994. In the intervening period lawyer in London from 1992 to 1993.

Member of the firm's management committee. Member of the International Bar Association, Member of the public procurement law committee of DAV .

Lecturer at the Münster University of Applied Sciences.

Co-author of Reidt/Stickler/Glahs, Kommentar zum Vergaberecht, 4th ed. 2018; co-author of Kapellmann/Messerschmidt, VOB, 7th ed. 2020, co-author of Messerschmidt/Voit, Privates Baurecht, 3rd ed. 2018.

Advising state and municipal companies in connection with incorporations, capital increases, amendments to articles of association, mergers and transformations.



Hans-Peter Hoh

Partner

hoh@redeker.de

Corporate, association and corporate law, real estate law, labour law, business mediation.

Joined the firm in 2013.

Born in Landshut in 1964. Studied law in Munich. 1992 first State Examination, 1994 second State Examination. Member of the legal team of a commercial law firm in Munich, 1993-1995. Lawyer since 1994. Honorary member of the Munich City Council, 1994-1996. Trainee and later loan officer with the Bavarian Landesbank Girozentrale in Munich, 1995-1999. Account manager and team leader for structured finance and project financing with the real estate bank of the Dresdner Bank Group in Frankfurt am Main, 1999-2001. Various executive positions, eventually as Chief Financial Officer of the holding, in the Schörghuber Group in Munich, 2001-2009. Chief Financial Officer of the charitable Malteser group in Cologne, 2010-2013.

Certified mediator according to §2 ZMedia-tAusbV.

Chairman of the Board of Trustees of the Jesuit University of Philosophy in Munich.

Advice on building of a training centre for rescue services; advice in the field of corporate and association law (corporate governance, compliance); advice on transactions in the health and social sectors; out-of-court conflict resolution (mediation) in company succession and shareholder disputes; advising church institutions.



Dr. Klaus Walpert

Partner

walpert@redeker.de

National and international tax law, in particular VAT law, commercial law, corporate law, mergers and acquisitions, advice on tax structures in the context of transfers of property and assets pursuant to anticipatory inheritance settlements and dispositions mortis causa.

Joined the firm in 1990.

Born in Hagen, Westphalia in 1956. Studied law in Bonn. 1983 first State Examination, 1988 second State Examination. Research assistant for Civil Law at the University of Bonn.

Various articles on tax and corporate law, co-author of Sudhoff, Personengesellschaften, 8th ed. 2005; co-author of Frieser, Handbuch des Fachanwaltes Erbrecht, 6th ed. 2015.

Tax and corporate law advice and litigation, including in international tax law. Tax advice for gambling companies. Succession planning for private individuals and businesspersons, including setting up foundations. Advising non-profit institutions, transactions, company transformations and recourse claims against tax advisors.



Sabine Wildfeuer

Partner

Specialist attorney for intellectual property

wildfeuer@redeker.de

Corporate and commercial law, international civil procedure law, intellectual property, especially competition law, media and copyright law, IT and new media law.

Joined the firm in 2006.

Born in Dresden in 1974. Studied law in Berlin and Barcelona. 2002 first State Examination, 2005 second State Examination. Research assistant at law firms in Barcelona and New York.

Member of Deutsche Vereinigung für gewerblichen Rechtsschutz und Urheberrecht e. V. and the working group on intellectual property and media of the German Bar Association. Chairman of the board of the German Women Lawyers Association (Deutscher Juristinnenbund), Berlin chapter.

Publications on competition and copyright law, European and international civil procedure law.

Advising and acting as counsel for public authorities, research institutions and enterprises in drafting and negotiating software and other licensing agreements. Advised and acted as counsel for a large water and wastewater association in disputes involving termination, liability, information and know-how clauses emanating from an operator agreement for drinking water supply, wastewater discharge and treatment in its contractual territory.



Eugen Kunz

Counsel

kunz@redeker.de

Contract law (drafting, negotiations), corporate (commercial and company law, mergers and acquisitions).

Joined the firm in 2007.

Born in 1977. Worked for NATO, Belgium, 1997-1999. Studied law in Augsburg and Heidelberg. 2004 first State Examination, 2006 second State Examination. Research assistant with Prof Dr Schmidt, University of Augsburg, in 2002. Research assistant with Prof Dr Schmidt-Aßmann, University of Heidelberg, in 2003. Internments at several international business law firms and the European Parliament. Worked as a lawyer with an international business law firm in Toronto in 2006. Currently working on his doctoral thesis with Prof Dr Hillgruber, University of Bonn.

Lecturer at the Cologne Rhenish University of Applied Sciences (Rheinische Fachhochschule Köln (RFH)) for International Business Law in the studies program Business and Industrial Engineering II (Wirtschaftsingenieurwesen II).

Various publications.

Ongoing advice and counsel for globally operating automotive suppliers, in particular a top 100 supplier of globally operating automotive OEMs; ongoing advice and counsel for an internationally operating German company with several sites in Germany and abroad working in the fields of engineering, plant construction, automation and robotics; advising and acting as counsel for a highly specialised aircraft engine manufacturer; advising and acting as counsel for an American chemicals company.



Matthias Flotmann

Counsel

flotmann@redeker.de

Corporate (mergers & acquisitions, company law), bankruptcy law.

Joined the firm in 2013.

Born in Münster in 1982. Studied law in Osnabrück, trainee lawyer in Berlin. 2009 first State Examination, 2012 second State Examination. Lawyer with a big commercial law firm in Berlin in 2012.

Member of the bankruptcy law and restructuring working group of the German Bar Association.

Lecturer at the Cologne Rhenish University of Applied Sciences (Rheinische Fachhochschule Köln (RFH)) for International Business Law in the studies program Business and Industrial Engineering II (Wirtschaftsingenieurwesen II).

Advising and acting as counsel for Bayer AG on the transfer of production sites and facilities in connection with the divestiture of crop science businesses to BASF (transaction volume € 5.9 billion); regular support for transactions, e.g. advising the British Sage Group on the acquisition of Exact Software Deutschland GmbH, a member of the Dutch Exact Group.



Dr. Cathrin Brünkmans

Senior Associate

bruenkmans@redeker.de

Company law, reorganisations, mergers and acquisitions, bankruptcy law.

Joined the firm in 2019.

Born in Andernach in 1990. Studied law in Mainz and Bonn. 2015 first State Examination, 2019 second State Examination. 2015 to 2017 research assistant at a German law firm. 2018 doctoral degree with Prof Dr Thole, Dipl.-Kfm, Köln. 2017 to 2019 legal clerkship with stations, among others, at a German law firm in corporate law and the (German) Federal Financial Supervisory Authority.

Publications on corporate and bankruptcy law.

Advising on national and international corporate acquisitions and mergers. Advising companies and shareholders on all issues relating to corporate and bankruptcy law.



Caroline Glasmacher, LL.M.

Senior Associate

glasmacher@redeker.de

General civil and commercial law, contract law, international civil procedure law, IT law, intellectual property law, litigation.

Joined the firm in 2018.

Born in Hamburg in 1989. Studied law in Freiburg im Breisgau and at the Université Paris-Est Créteil. 2014 first State Examination, 2017 second State Examination. 2014-2015 Master of Law (LL.M.) at the University of Melbourne, Australia. Legal clerkship at the Berlin Court of Appeal, including one station at the Federal Foreign Office headquarters.

Acted as counsel for an international energy-supply company in a company-law dispute arising from an operator's agreement; advised a public corporation at federal level on legal forms for the promotion of sea rescue and liability issues relating to this.



Anna Lohmann

Associate

lohmann@redeker.de

General civil and commercial law, international private law and German and international civil procedure law.

2020 Joined the law firm.

Born in Munich in 1990. Studied law with specialised foreign language training in common law at the University of Münster. First state examination in 2015, second state examination in 2020. 2015 to 2018 research assistant at various major international law firms and the Institute for German and International Family Law at the University of Münster (Chair of Prof. Dr. Heiderhoff). Since 2016 doctoral thesis with Prof. Dr. Gerald Mäsch on international commercial arbitration law. 2018 to 2020 legal clerkship at Berlin Court of Appeal, inter alia at a law firm specialised in arbitration law in Lima, Peru.

Representation in national and international litigation in commercial matters as well as antitrust damages, advising companies and foreign states in matters of German international civil procedure law, representation of a German federal authority in court, advising an international fashion company in contract negotiations with a major internet platform.

BERLIN

Leipziger Platz 3
10117 Berlin
T +49 30 885665-0
F +49 30 885665-99
berlin@redeker.de

BONN

Willy-Brandt-Allee 11
53113 Bonn
T +49 228 72625-0
F +49 228 72625-99
bonn@redeker.de

BRUSSELS

172, Av. de Cortenberg
1000 Brussels
T +32 2 74003-20
F +32 2 74003-29
brussel@redeker.de

LEIPZIG

Mozartstraße 10
04107 Leipzig
T +49 341 21378-0
F +49 341 21378-30
leipzig@redeker.de

LONDON

4 More London Riverside
London SE1 2AU
T +44 20 740486 41
F +44 20 743003 06
london@redeker.de

MUNICH

Maffeistraße 4
80333 Munich
T +49 89 2420678-0
F +49 89 2420678-69
muenchen@redeker.de

www.redeker.de

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