

Law II

Lecturer: Arthur Braun, M.A., Haarmann Hemmelrath & Partner, Czech Republic

Course Objectives

The first course provides participants with basic legal aspects of mergers and acquisitions necessary for decision makers in order to understand risks and structures of such procedures. Both due diligence procedures and contracts as well as possible tax structuring of such acquisitions are being discussed.

The second course provides participants with the structure of the National Tax Law relevant to natural persons, companies or branches of foreign companies. The participants will also get an introduction into the International Tax Law, Double Tax Treaties, Transfer Pricing Guidelines, Mergers & Acquisitions, Corporate Governance, Methods of avoidance of the double taxation with respect to the impact on the taxpayers in the Czech Republic. There will be a lot of practical examples how to deal with the tax authorities and compliance with the tax regulations.

Knowledge and skills after completing the course

Having gained from the lecturer's considerable experience in major and minor acquisitions, the students will have gained a basic understanding of standard instruments and procedures in acquisitions as well as well legal risks that must be covered by the contract.

Having gained from the lecturer's considerable experience in Tax Law in the Czech Republic, Austria and Germany, the students will have gained a basic understanding of the Czech Tax Law which will be compared to those in the European Union.

Course format and teaching methods

Since most of the learning will occur in the classroom, attendance is crucial. More than two unexcused absences will result in a lowered final grade. If you have a problem with any class dates, see me ahead of time. Grading will be based substantially on in-class and homework assignments, along with a mid-term, and a final exam.

The purchase of all text materials is encouraged three weeks before commencement of the course. You should also have a notebook for your personal journal. We will work with an overhead projector and you will receive copies of the transparencies being used. You will also receive numerous handouts in class and file them in consecutive order. It is imperative that you keep a large folder with all handouts, which must be used as study guides in preparation for all exams.

Also online-course available.

Course content

1. The basics of Czech Tax Law
2. Case Study Structuring of International investments
3. Flexibility in Czech Labour Law
4. Duties for corporate bodies/Corporate governance
5. Basic know-how of Real Estate
6. Internat Law, E-Commerce, Trademarks
7. Mergers and Acquisitions, due diligence
8. International aspects for Litigation and Arbitration
9. Law on groups of companies
10. Antitrust Law

Exam

Regularly written exam. In addition written homework and presentation.

Reading list

Braun/Alfery : Wirtschaftsrecht der Tschechischen Republik, 4. edition 2001 (library)