

Shareholders' Agreements

Training program – Module 5

Date

Monday, 22 April 2024

9:00-13:00

Location

Online

Speakers

Martin Frey, Attorney at Law at Baker McKenzie Switzerland

Manuel Meyer, Attorney at Law at Baker McKenzie Switzerland

Target audience

The course is designed for shareholders of unlisted Swiss companies who wish to contractually regulate their relationship as shareholders, as well as for their financial or legal advisors and various other players in the private equity sector. This is an introductory course illustrated with practical examples.

Prerequisites

No previous knowledge is required.

Program

Shareholders' Agreements

Goals

- Understanding the importance and challenges of shareholders' agreements in unlisted companies.
- Knowledge of the key provisions that should be included in a shareholders' agreement.
- Understanding the legal mechanisms usually contained in shareholders' agreements.

Description

A shareholders' agreement usually covers a time horizon of several years and for that reason alone is a very important contract.

The course addresses which rules must be observed when entering into a shareholders' agreement. It describes who the parties to such an agreement are and what these agreements typically stipulate. Other topics addressed: Should the shareholders' agreement be as precise as possible or rather general? How do you deal with conflicts of interest? How should decision-making processes be handled? All of this explained with practical examples.

The program in detail

- Introduction | Basics
- Legal aspects
 - Legal qualification of the shareholders' agreement
 - Relationship of the shareholders' agreement to other corporate documents (articles of association, organizational regulations)
 - Other legal aspects (e.g. inheritance law)
- Provisions on the organization
- Provisions on the transfer of shares
- Provisions on financial rights
- Provisions on the duration, termination and fate of the company
- Procedural aspects, place of jurisdiction, arbitration