



IPBA 2014 Vancouver, Canada

For a list of speakers, please click on the title of the session. For speaker bios, please go to the Vancouver Conference web site: <http://www.ipba2014.com/ipbacommitteepresentations>

Session Title: [The Asian-Canadian-Latin American Investment Triangle](#)

Date: May 9, 2014

Time: 13:30 to 15:00/(30 min. break)/ 15:30 to 17:00

Duration: 180 minutes

Synopsis: With the Canadian perspective as an anchor, the session will investigate complex cross border issues and political risks arising from in-bound and outbound investments cutting across Canada, Asia and Latin America. The panelists will discuss controversial foreign acquisitions vexed by national interest advocacies and current developments that may restrict or qualify foreign investment such as foreign equity restrictions, exchange controls, socio-political instability, or expropriation. The discussion will be productive in focusing on deal planning, negotiation and implementation points, and the use of identification, mitigation, and management tools in addressing multi-country macro risks, cultural differences and the requirements of data protection and the protection of intellectual property rights of an investor. The session will feature, among others, the two way investment traffic between Canada and China with a comparative view of Southeast Asian and Latin American jurisdictions to be discussed by a panel of Canadian corporate counsels and practicing lawyers from Canada, Asia and Latin America.

Committee: Cross-Border Investment Committee

Session Title: [P3/PFI/PPP and Public Infrastructure](#)

Date : May 10, 2014

Time : 08:30 to 10:00/(30 min. break)/10:30 to 12:00

Duration: 180 minutes

Synopsis: The use of the P3 model for delivery of major public infrastructure is increasing across the globe. It has been used for transit systems, water and waste water treatment facilities, highways, roads, bridges and other major civil infrastructure projects. The P3 approach has also been used for many projects in the social sector, including hospitals, long term care facilities, schools and social housing. From a legal practice perspective, this integrated and long-term delivery model brings together many key practice areas, including procurement, construction, project finance, public and commercial law (among others). This session will survey the use of, and challenges to, the P3 model in various jurisdictions. The session will also address foreign investments in government infrastructure projects. The panelists of this session will tackle complex project finance issues; the role of public private partnerships and private finance initiatives and the corruption that can plague some of these projects

Committees: Cross-Border Investment Committee in cooperation with the International Construction Projects Committee; & Banking Finance and Securities Committee

Session Title: [White Collar Crime & Other Regulatory Offences in Cross Border Investments — The Sustainability of Compliance](#)

Date: May 10, 2014

Time: 13:30 to 15:00/(45 minute break follows)/15:45 to 17:15

Duration: 180 minutes

Synopsis: The session will explore white collar crimes and other violations in cross-border investments that plague compliance management. The session will tackle manipulation of stock price, insider dealings, investment fraud, export control violations, money laundering, corrupt practices and other regulatory offences. A number of large international corporations have started developing international regulatory roadmaps as an integral part of their compliance systems to take these risks into consideration. The question is asked: Are the legal and compliance functions effective guardians of a company's reputation?

Special Feature: The ad hoc Anti-Corruption and Rule of Law Committee will be launched during this session with keynote addresses delivered by our President Dr. Young-Moo Shin and our Past President Gerold W. Libby. The officers of the ad hoc Committee will also be introduced.

Session Structure: The session will have two sub-sessions. The first sub-session will focus on the perspectives of multi-nationals and the second sub-session after the coffee break will focus on the Asian perspective.

Committees: Cross-Border Investment Committee in cooperation with the Ad Hoc Anti-Corruption and Rule of Law Committee

Session Title: [Trade Due Diligence in Corporate Acquisitions](#)

Date: May 10, 2014

Time: 15:45 to 17:15

Duration: 90 minutes

Synopsis: This session will give due consideration to international regulatory compliance in cross-border transactions, including some subset of export controls, sanctions, AML, anti-boycott, and anti-corruption.

Committees: Cross-Border Investment Committee in cooperation with the International Trade Committee

Session Title: [Cross-Border Investment in Real Estate through REITs & Other Fund Management Operations](#)

Date: May 11, 2014

Time: 8:30 - 10:00

Duration: 90 minutes (30 minute break follows, then followed by AGM)

Synopsis: The panelists will delve into real estate investment trusts in relation to fund structures, including real estate private equity and hedge funds and explore sustainable tax planning opportunities. There will also be a discussion on jurisdiction specific cross border issues such as currency controls, restrictions on foreign investments and other regulatory concerns.

Committees: Cross-Border Investment Committee in cooperation with the Tax Law Committee

3-PART M&A SERIES WITH THE M&A Committee of ABA's Business Law Section

Session Title: [Hostile Take-Over Bids – A Comparative Snapshot](#)

Date: May 10, 2014

Time: 13:30 to 15:00 (45 minute break follows)

Duration: 90 minutes

Synopsis: This session will make a comparison of hostile offers and relevant defenses across regions against the backdrop of regulatory framework and practices in various jurisdictions. The panelists will examine recent developments in takeover strategies by aggressive suitors, the resistance put up by unwilling elements of a Target and the role played by regulatory bodies.

Committees: Cross-Border Investment Committee in cooperation with the ABA

Session Title: [Protecting Value in M&A Transactions](#)

Date: May 10, 2014

Time: 15:45 to 17:15

Duration: 90 minutes

Synopsis: The panelists in this session will meet head-on the challenges of dealing with and protecting against variations in target valuation, after completion of M&A and private equity transactions. The audience will be treated to a buffet of short term/immediate price adjustments, extrinsic and intrinsic earn out, ratchet and reallocation techniques, tracking clauses and other methods of dealing with subsequent changes in value; and creative post closing adjustment mechanisms. While the session will not get into the actual financial valuation techniques, it will not shy away from critical negotiating points and will put into perspective the rationale behind the various options available to the parties to correct or adjust the assessed or anticipated valuation of a Target.

Committees: Cross-Border Investment Committee in cooperation with the ABA

Session Title: [Joint Venture Critical Issues: Governance, Competition, and Exit](#)

Date: May 11, 2014

Time: 8:30 - 10:00

Duration: 90 minutes (30 minute break follows, then followed by AGM)

Synopsis: Structuring, negotiating, and executing a successful joint venture is no easy feat. When layered with the complexity of disparate laws, customs, and cultures, cross-border joint ventures raise the "degree of difficulty" to Olympic levels. This panel will focus on some of the most critical and complex issues that arise in virtually all JVs: governance, competition, and exits. Understanding the twists and turns of these legal and practical nuances could make the difference between your next JV being a Gold Medalist or a lonely economy class trip home in the middle seat next to the lavatory.

Committees: Cross-Border Investment Committee in cooperation with the ABA