

Key Elements Of Shareholders Agreements

Continuing Professional Development

Instructor:

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Aim:

To provide an understanding of what shareholders' agreements are ("SHA"), their use and application.

Objectives:

To provide the participants with an understanding of:

- When and why is a SHA needed? Advantages and disadvantages;
- Areas/topics/matters to be covered/included;
- Impact to the company's constitutional documents (Articles of Association);
- Impact to the company's operations/running;
- When should a SHA be disclosed and to whom.

Who should attend the seminar?

- Lawyers
- Accountants
- Corporate service providers/ADMINISTRATORS
- Bankers
- Tax officers
- Professional advisors

2 May 2023
10:00-14:30 (4 CPD Units)

Registrations:
Fee: €140
Click [here](#) to register

SEMINAR PROGRAMME

		Key Elements Of Shareholders Agreements
Time	Duration	Description
10:00 – 10:30	0:30	Introduction: <ul style="list-style-type: none"> • What is a SHA • When is it needed • Why (advantages/disadvantages) • Parties and why (company to be a party?) • Use • Application
10:30 – 11:30	1:00	Content (areas/topics/matters to be covered/included in a SHA) <ul style="list-style-type: none"> • Preamble (explaining the background and intentions) • Share capital (including classes, rights, nominal value) • Transfer of shares/permitted transfers/restrictions on alienation of shares • Lock-in • Pre-emption/first refusal/drag along/tag along • The business • Directors and management • Reserved matters • Continuing obligations • Distribution policy • Restrictive covenants • Intellectual property/other assets • Term and termination • Representations and warranties • Confidentiality and announcements • Compliance • Tax matters • Restructuring
11:30 – 11:45	0:15	C O F F E E B R E A K
11:45 – 13:15	1:30	(Continued) Content (areas/topics/matters to be covered/included in a SHA) <ul style="list-style-type: none"> • Preamble (explaining the background and intentions) • Share capital (including classes, rights, nominal value) • Transfer of shares/permitted transfers/restrictions on alienation of shares • Lock-in • Pre-emption/first refusal/drag along/tag along • The business • Directors and management • Reserved matters • Continuing obligations • Distribution policy • Restrictive covenants • Intellectual property/other assets • Term and termination • Representations and warranties • Confidentiality and announcements • Compliance • Tax matters • Restructuring
13:15 – 13:30	0:15	C O F F E E B R E A K
13:30 – 14:30	1:00	<ul style="list-style-type: none"> • Impact to the company’s constitutional documents (Articles of Association) – conflicts/which one prevails? What about “innocent third parties not being aware of the SHA” • Impact to the company’s operations/running • When should a SHA be disclosed and to whom
TOTAL NET DURATION	4:00	END OF SEMINAR