

LYDIAN 



Commercial



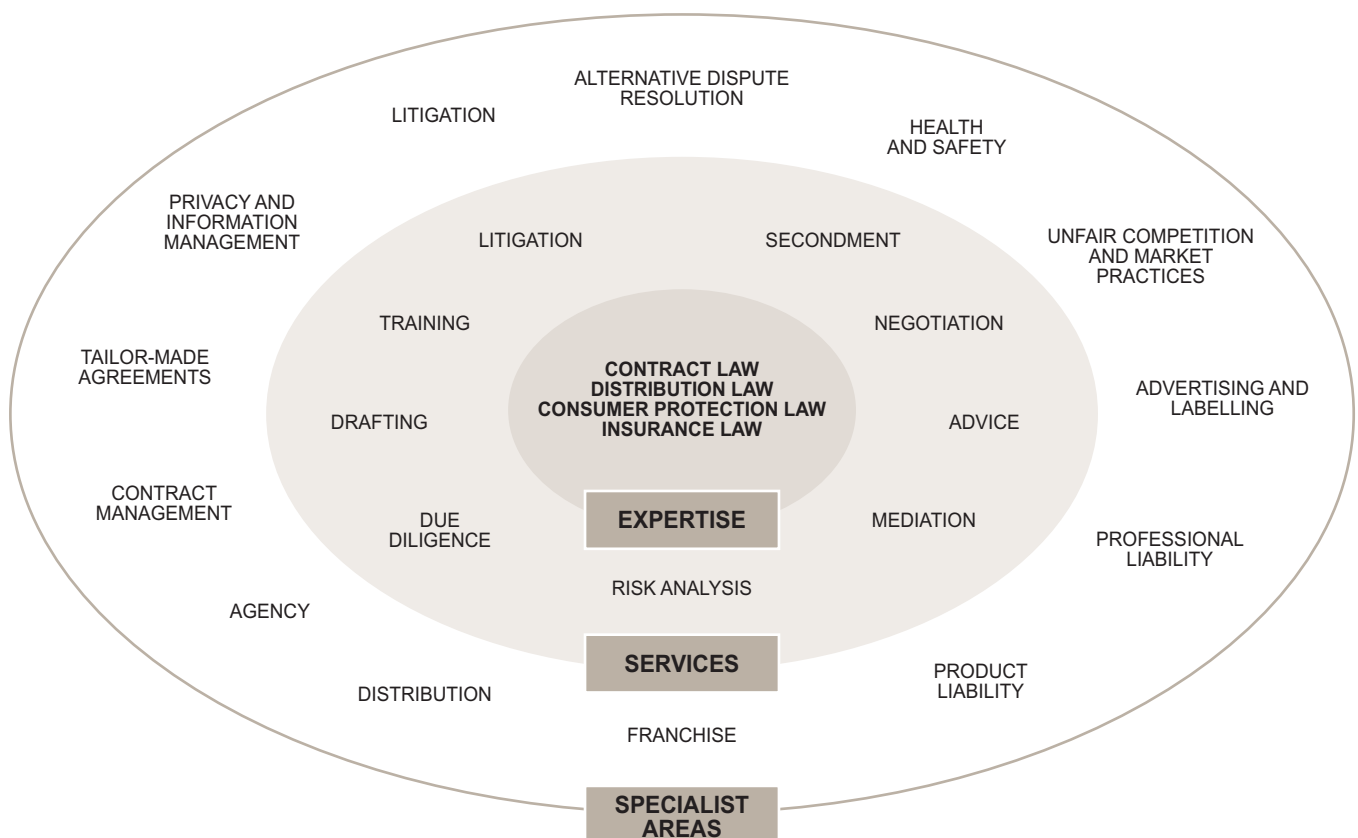
LEGAL
INSIGHT.
BUSINESS
INSTINCT.



A COMPREHENSIVE, HIGHLY EFFICIENT APPROACH

Commercial issues require expertise in many areas of practice. Lydian's commercial lawyers advise, draft contracts, assist client in negotiations and represent them before courts and arbitral tribunals with respect to all kinds of commercial contracts and issues. The size of Lydian's commercial team not only enables us to offer you a full range of services and immediate support, but also makes sure that your question is being handled by a specialist dedicated to the specific practice area you need.

Each question, each issue is pragmatically tackled. Our clients are looking for no nonsense answers and this is exactly what we deliver, always.



THE FULL SCOPE OF LYDIAN'S SERVICES

We have in-depth expertise in the following matters:

- Commercial Advisory and Contracts
- Distribution, Franchise and Agency
- Food and other Product Regulations
- Insurance and Reinsurance
- Liability - Product liability and Professional liability
- Privacy and Information management
- Unfair Competition and Market Practices

COMMERCIAL ADVISORY AND CONTRACTS

Businesses engage in commercial agreements on a daily basis. A wide variety of commercial deals are concluded and initiatives taken.

Our team is able to deliver the required legal framework balancing your business needs, opportunities, regulations and risks. Not only are Lydian's commercial team specialists in drafting and negotiating from a legal perspective, they also take the time to know what is important for your particular business. In drafting agreements, leading you through difficult negotiations or handling contract terminations, we always ensure your interests are fully protected.

Lydian's commercial lawyers advise in a wide variety of sectors and assist with complex cross-border arrangements and day-to-day contracts.

Our experience includes commercial set-ups such as sales and supply agreements, leasing and subcontracting agreements, research and development agreements, construction contracts, toll manufacturing agreements, partnership and co-operation agreements.

Lydian also has vast experience in contract management: assisting clients in defining and managing commercial risks by advising on contract standards and general conditions and the overall contracting process. Our commercial lawyers also regularly lecture on the principles of contract management and they provide in-house training on this subject.

On an on-going basis Lydian's commercial team organises client seminars and in-house training sessions on specific commercial law topics. We also keep our clients up to date through regular e-zines and our legal webinars.

DISTRIBUTION, FRANCHISE AND AGENCY

Lydian's professionals support diverse clients in the overall management of their distribution networks.

We assist them in the establishment and/or the restructuring of their network as well as in its daily management, drafting of the contracts and in their choice of the ideal distribution structure (distribution, agency, franchising), the termination thereof through negotiation and, if it cannot be avoided, litigation.

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Our commercial team is renowned for its top level legal skills and market knowledge which is extremely valuable for our clients' businesses. Whenever needed, we work with our tax colleagues to optimize the tax consequences of the chosen distribution model.

FOOD AND OTHER PRODUCT REGULATIONS

The EU has introduced an extensive regulatory framework on food safety, including the labelling of foodstuffs. These rules aim at ensuring a high level of food safety, animal health, animal welfare and plant health within the EU, but entail significant burdens for the producers and distributors concerned. The increasing complexity and large scope of the regulatory regimes consequently often requires companies to call upon the know-how of experienced legal professionals.

Lydian handles a multitude of complex legal challenges such as compliance requirements, labelling regulations and others. Our team provides timely, proactive, creative yet practical advice and solutions to clients. Our extensive experience and commitment in the different regulatory fields makes Lydian a reliable and value adding partner to our clients' businesses.

INSURANCE AND REINSURANCE

As one of Belgium's leading independent law firms, we have earned an impressive reputation in the area of insurance and reinsurance, both nationally as well as internationally. Hugo Keulers, at the head of our Insurance team, is regarded as 'one of Belgium's finest insurance lawyers' and Sandra Lodewijckx is also as an individual recommended by PLC Which Lawyer? Reinsurance - Insurance 2010.

Not only are our people specialists in their field, they also know what is important to the insurance industry: some of them have worked for insurance companies, and therefore know this world from the inside. This practical industry experience ensures that we are able to provide commercially driven legal advice. Our lawyers have excellent and frequent contact with academics, insurers' associations and regulators, and provide high quality assistance to a variety of clients in the insurance industry.

LIABILITY - PRODUCT LIABILITY AND PROFESSIONAL LIABILITY

Liability is one of the main areas of practice of our Commercial & Litigation Department.

In the product liability cases that we handle, we always focus on rigorous risk prevention rather than having to deal with disputes. We have represented clients in product liability claims in areas such as consumer goods, industrial goods, (consumer) electronics, life sciences, food and automotive. Furthermore, we assist clients in product recall operations. Very often we act in these cases upon instruction from or in close cooperation with product liability insurers.

Our practice in Professional Liability encompasses cases where we act for many professionals, such as bankers, lawyers, brokers, architects, accountants, tax advisers, consultants, engineers and advisors. The awareness of the insurance implications but also the potential reputational damage for the client if the case is tried in public are obviously important in determining a litigation strategy from the outset. Lydian has been involved in the most high profile Belgian professional liability cases of the last few years.

PRIVACY AND INFORMATION MANAGEMENT

The compliance challenges and business risks related to personal data are significant and growing. With advances in technology, personal information is increasingly collected, stored, used, and shared. At the same time, the regulation of data use and security is increasing worldwide.

Lydian has an extremely experienced Privacy and Information Management practice. The group assists clients with all of their compliance challenges, creating data transfer agreements, drafting policies, and providing advice. Our lawyers are conversant with the Belgian regulatory framework, the laws affecting data protection and the laws regulating sectors that collect sensitive personal information, such as finance and health.

UNFAIR COMPETITION AND MARKET PRACTICES

The proprietary information that makes our clients' goods or services unique, the employees that drive their success, and the customer relationships that every business works so hard to win and maintain, are key assets.

It is therefore paramount to protect and secure relationships with employees, service providers and customers against any unfair competition or market practices.

Our lawyers' experience allows them to advise on effective contractual arrangements and internal policies to secure your business investment.

Our team is equally ready to efficiently intervene when your business is threatened, or is at risk, through injunction proceedings.

Lydian also has broad experience in areas such as advertising, labelling and consumer protection, including lotteries and gambling. We have a particular expertise in Consumer Protection and Unfair Market Practice in the insurance industry, which resulted in a book on this subject in both French and Dutch edited by Kluwer.

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A TEAM WITH EXPERIENCE

We have a team with the experience to foresee problems and respond in an appropriate way to any change, challenge or threat.

All the lawyers in our team have particular areas of expertise, whether in commercial advisory and contracts, distribution, franchise and agency, food and other product regulations, insurance and reinsurance, liability - product liability and professional liability, privacy and information management and unfair competition and market practices. Together they have impressive experience of handling every aspect of commercial law. They are true experts in their field and have excellent contacts with the relevant authorities at national and regional level.

OUR EXPERTS

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Hugo Keulers is a partner at Lydian, where together with Annick Mottet Haugaard he heads the Commercial & Litigation Department.

Hugo graduated with a law degree from the Catholic University of Leuven (KU Leuven) in 1991. In 1995, he obtained a degree in insurance science from the IPO Management School of the University of Antwerp (UIA). In 2002 he completed a postgraduate course in financial management at the KU Leuven.

Hugo joined Lydian in 2001. Mainly because of him, our firm was quoted in the Legal 500 as 'a top name for insurance'.

PLC Which Lawyer?, the Legal Media Group's Expert Guides and the European Legal Experts all identify him as one of Belgium's top lawyers in the area of insurance. Hugo is recommended by The International Who's Who Legal in The International Who's Who of Insurance & Reinsurance Lawyers 2010 and 2011 handbook as well as in the International Who's Who of Business Lawyers Handbook 2012. Hugo is named by Legal 500 as one of ten leading Dispute Resolution individuals in Belgium.

He is one of the few Belgian lawyers with experience in handling complex reinsurance disputes before the Belgian courts. Hugo's practice today is mostly focused on large and complex liability and insurance claims in areas such as all risk property, construction all risk insurance, ALOP insurance, D&O, professional indemnity and product liability insurance. He is the trusted advisor of a large number of international and Belgian insurers on complex and sensitive legal issues, often with an important financial impact. Apart from that, he is also active in corporate litigation and arbitration.

Hugo is a member of the insurance committee of the International Bar Association, of the Belgian Risk Management Association (BELRIM) and of the Belgian Association of Insurance Lawyers. He has also contributed to the 2010, 2011 and 2012 Substantive Projects of the IBA Insurance Committee. He is a visiting Professor at 'Katholieke Hogeschool Leuven' on legal aspects of international trade.

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Annick Mottet Haugaard is a reputed Belgian expert in intellectual property law. The Legal 500-Europe, the European Legal Experts, Chambers Europe and PLC Which Lawyer? all recommend her in this area.

Annick graduated with a degree in law in 1987 from the University of Liège and a year later she obtained a postgraduate diploma in Advanced European Studies at the College of Europe in Bruges. She subsequently worked for two years as a trainee lawyer and an assistant in criminal procedure with Professor Franchimont at the University of Liège. In 1990, she joined the law firm Stibbe, where she became partner on 1 January 2000. She joined Lydian in 2006.

A partner in the Commercial & Litigation Department, Annick heads the Intellectual Property team. Her practice encompasses the full range of areas linked to the launching and marketing of products and services, including privacy issues related to personal data protection, distribution, franchising, advertising, product regulations, consumer protection and intellectual property (trademark, copyright, design and patent).

She acts for numerous prestigious international companies and has solid experience in litigation and negotiations, including with authorities.

She is the co-author of a reputed case-law review on the termination of distributorship agreements.

Since January 2010, she is a member of the Belgian Council for Intellectual Property.

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Between July 2010 and June 2012 she was the President of the European Communities Trade Mark Association (ECTA).

She is also a member of the International Trademark Association (INTA), the International Association for the Protection of Intellectual Property Law (AIPPI), the French "Association des Praticiens du droit des Marques" (APRAM) and the International League of Competition Law (LIDC).

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Yves is a partner in the Commercial & Litigation Department, where he heads the Ports & Logistics team.

Yves graduated with a law degree as a licentiate in law from the University of Antwerp (UIA) in 1998. He took specialist courses at the universities of Louvain-la-Neuve (UCL) and Paris (Paris I Panthéon- Sorbonne), obtaining a DES degree in economic law and a DEA degree in business law in 1999.

In 1999, he started as an attorney at Loeff Claey's Verbeke (now Allen & Overy Belgium), where he joined the Commercial & Litigation department.

On 1 January 2002 he joined Lydian, where he specializes in commercial law, litigation, port projects and logistics. He handles complex construction litigation matters and also has experience in post-acquisition litigation work. Yves' work also includes shareholders disputes. He regularly acts as trusted advisor to his clients on commercial matters, including advising, drafting and implementing legal documentation for his clients' businesses. Furthermore, he advises clients faced with insolvent or near insolvent counterparts. He is a trained mediator.

Yves is a member of the Defense Research Institute (DRI) and sits in the Leadership Committee of DRI International.

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Sandra Lodewijckx is a partner in the Commercial & Litigation Department and her practice is focused on the insurance industry.

Sandra graduated with a law degree from the KU Leuven in 1994. After her studies she took a number of supplementary courses in insurance and risk management, including at Assuralia and with the German reinsurer, Münchener Rück.

From 1994 to September 2000, she worked as a department manager at ING Insurance (now Vivium). In September 2000, she became an attorney at Loeff Claey's Verbeke (now Allen & Overy Belgium), where she was a member of the Banking & Finance Department. Sandra joined Lydian on 1 January 2002.

Sandra is specialised in insurance law and pensions law. She assists Belgian and international (insurance) companies, professional organizations and insurance intermediaries with all insurance-related issues. She also advises companies on the different aspects of supplementary pensions, corporate governance, pension plans and management agreements. She has extensive experience in litigation involving insurance and pension matters. She regularly assists large Belgian insurance companies in strategic litigation with their agent networks. Her combined knowledge of collective insurance and pensions makes her also a unique personality on the Belgian market.

Sandra maintains very good contact with insurers, actuaries and control authorities. She is in demand as a speaker on insurance and supplementary pensions and has written several articles on the subject, amongst others about the introduction of class actions in the Belgian legal system.

Sandra is a member of the Antwerpse Kring van het Verzekeringswezen, the Association des Juristes d'Assurances (AJA) and the Cercle Royal des Assureurs de Belgique (CRAB/ KKVB). She is also a member of the Belgian Pension Lawyers Association (BePLA) and a Member of the Board of Directors of the pension fund Voorzorgskas voor advocaten, gerechtsdeurwaarders en andere zelfstandigen OFP.

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Jo Willems is a senior associate in the Commercial & Litigation Department.

Jo graduated in 2004 with a law degree from the KU Leuven. In 2005, he obtained a DES degree in economic law from the University of Brussels (ULB). He was admitted to the Brussels Bar in 2005 and joined Lydian the same year.

Jo specializes in commercial law and litigation and has extensive experience of acting for clients in strategically important disputes. He assists clients in M&A litigation as well as matters of distribution, product liability and professional indemnity.

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Olivia Santantonio is a senior associate in the Commercial & Litigation Department and a member of the Intellectual Property team.

She graduated in 2006 with a law degree from the Catholic University of Louvain-La-Neuve. In 2007 she completed an LL.M. in Intellectual Property Law 'cum laude' at the Catholic University of Brussels.

Olivia has a strong experience in all fields of intellectual property law. She mainly assists her clients in brand protection, dispute resolution of trade practices and in distribution law (franchising).

Olivia has written some articles on insurance and trade practices as well as on the plain packaging issue.

She often is a speaker on contract drafting as well as on hot topics regarding intellectual property.

Olivia is an active member of the Belgian National Association for the Protection of Industrial Property (ANBPPI).



HIGHLIGHTS OF OUR RECENT EXPERIENCE

■ A LEADING BELGIAN TECHNOLOGY COMPANY

Assisting a leading Belgian technology company and its product liability insurer in (i) defence against liability claims by German companies, and (ii) subrogation claims against its Belgian supplier in relation to a high-tech construction of a media wall 120 meters high.

Our client's subrogation claim amounted to more than 3 million EUR.

■ AN INSURANCE COMPANY IN LITIGATION AND NEGOTIATION WITH ITS AGENTS

Successfully assisting one of Belgium's largest insurance companies in a class action litigation initiated by some of its agents, followed by helping our client in the negotiations with another group of more than 200 agents.

This case demonstrates our ability to handle complex distribution disputes involving numerous parties. This project represented an amount of 50 million EUR for our client.

■ A LEADING MANUFACTURER IN THE FIELDS OF COMPRESSION, AUTOMATION AND DRIVE TECHNOLOGIES

Advising and representing one of our clients in a corporate litigation before the Antwerp Court of First Instance against the (former) shareholders of a Belgian company over an aborted M&A transaction.

■ A BELGIAN WORK CLOTHING MANUFACTURER

Advising and representing a Belgian work clothing manufacturer in a post-acquisition litigation because of breach of several contractual warranties and representations. The target company, also represented by Lydian, initiated legal proceedings in D&O liability.

This litigation represented an amount of 2,5 million EUR.

■ ONE OF THE WORLD'S LEADING LOGISTICS SERVICE PROVIDERS

Advising and representing one of the world's leading logistics service providers in a litigation initiated by a third party and a former employee for alleged enticing away of personnel and third-party complicity in unfair trade practices. The claimed amount is close to 5 million EUR.

■ A WORLD LEADER IN THE SUPPLY OF DRIVELINE PRODUCTS AND POWER TECHNOLOGIES

Successfully advising and assisting one of our clients in negotiating and drafting commercial agreements with its key suppliers and customers.

■ A FAMOUS CHAIN OF BELGIAN HAIRDRESSING SALONS

Advising and representing a famous Belgian chain of hairdressing salons (more than 65 salons) in its everyday and strategic matters with the franchisees.

■ ONE OF EUROPE'S LARGEST CONSUMER ELECTRONICS RETAILERS

Advising and representing one of Europe's largest consumer electronics retailers in diverse matters (unfair competition and trade practices, contract review, litigation, etc).

■ SECONDMENT TO A LEADING INTERNATIONAL COMPANY BOTH IN THE CONSUMER AND INDUSTRIAL BUSINESSES

Seconding one of our commercial lawyers two days a week to one of our clients that temporarily lacked internal commercial law expertise following the partial absence of an internal legal counsel.

During the secondment, our commercial lawyer was fully integrated into the client's legal department and rendered commercial law advice on a daily basis at an agreed fixed daily rate.

■ INSURANCE COMPANIES IN LITIGATION CONCERNING MARKET PRACTICES

Assisting a leading Belgian insurance company in litigation initiated by a consumer organisation, concerning certain market practices.

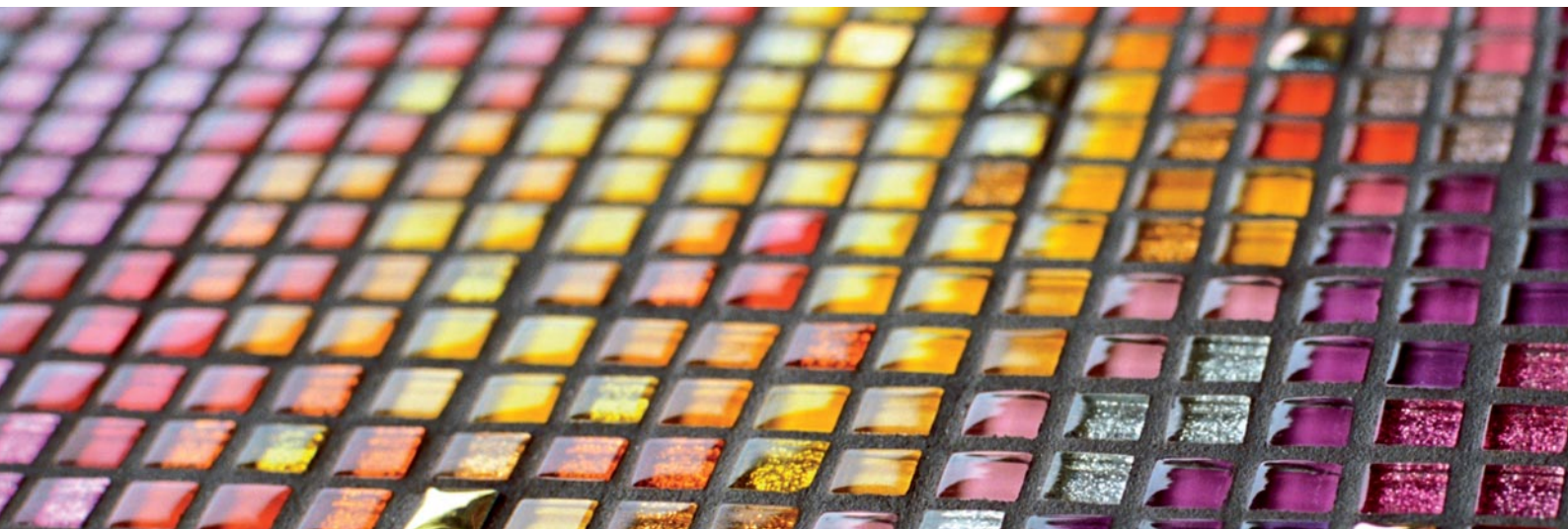
■ A LEADING BELGIAN WHOLESALER SUPPLIER TO THE NEWSSTAND AND CONVENIENCE STORE SECTORS

Assisting the client for the drafting and negotiation of a wholesale distribution agreement with the owner of the "Press shop" stores. The contract represents a turnover of 90 million EUR for our client.

"Lydian's 'very good' practice shows responsiveness and 'industry knowledge'. Insurance law is an area of strength. Sandra Lodewijckx and practice head Hugo Keulers are recommended."

(Legal 500 - 2013)





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