

MANGEAT

Attorneys at Law





Who We Are

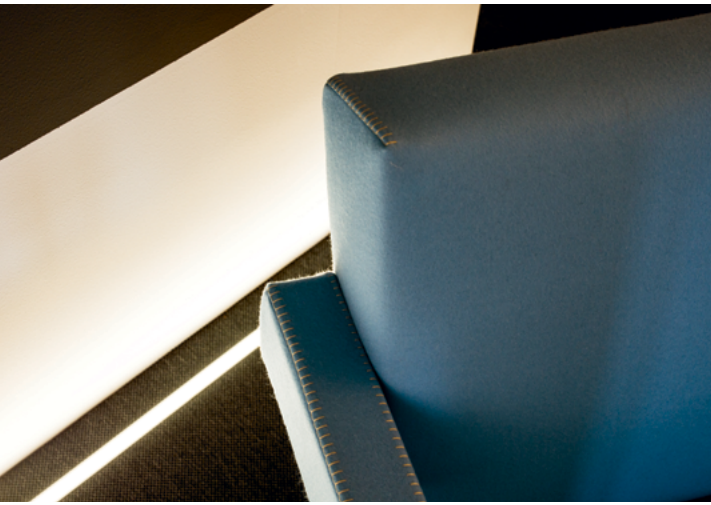
MANGEAT Attorneys at Law LLC is a growing law firm with a well-established expertise in diverse and complex legal fields. We combine an innovative and creative approach to help our clients achieve their objectives and mitigate their risks in an ever-changing and uncertain economic, health and regulatory environment.

Our clients' operating environment, challenges and communication channels have evolved drastically. We teamwork continuously with our clients, seeking their constructive feedback and suggestions for our improvement. We anticipate and listen to our clients' needs for on-time, succinct and practical legal advice and tools.

Our ambition is to be at the forefront of the legal profession: by always thinking ahead, and by offering to clients a seamless collaboration with a wide range of talents. We are continuously enriching our firm's team by including diverse ways of thinking, backgrounds, and cultures.

Our attorneys work tirelessly to find innovative and creative solutions, developing bespoke strategies for each individual case and, in doing so, challenging leading international law firms.

We put our clients' needs before our own, and our mission is to deliver the outstanding results expected of us.





A blurred, black and white photograph of an office interior. In the foreground, a desk with a computer monitor and keyboard is visible. In the background, there are office chairs and a desk. The overall atmosphere is professional and modern.

MANGEAT

Avocats Sàrl
Attorneys at Law LLC

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Banking, Finance & FinTech

Expert legal advice in response to an ever-changing financial market environment.

Clients have no choice but to understand and comply with a complex, constantly evolving legal and regulatory landscape. We are experienced in assisting with the many challenges that arise: obtaining authorisations from supervisory authorities; ensuring compliance with legal, regulatory and internal duties; amending internal documents and general terms and conditions; anticipating forthcoming regulations; closing transactions with appropriate risk assessment and contractual documentation; dealing with unforeseen issues. Beside “traditional” financial institutions, we regularly advise clients which focus on crypto business or STO- and DLT-related projects, and we provide strategic advice to Fintech clients on matters of banking & finance regulation, anti-money laundering, commercial and corporate law. We are also used to joining forces with our firm’s Dispute Resolution team in scenarios where litigation is unavoidable.

In this context, expert and up-to-date legal advice is crucial. Our mission is to provide it. To do so, our lawyers draw on their continuous specialist education and on their years of experience within major international and Swiss law firms.

Our practices of Banking & Finance and Fintech have been ranked in the international professional directories of The Legal 500 EMEA, Leaders League, and Chambers FinTech Legal.

Our experience includes:

- Obtaining authorisations from FINMA for various financial companies to operate as asset managers, as representatives of collective investment schemes and as portfolio managers.
- Providing strategic advice to boards of directors of financial institutions, both for traditional financial services and for FinTech companies.
- Advising crypto-entrepreneurs on regulatory issues for contemplated activities to be performed from Switzerland, including regarding authorisation requirements, anti-money laundering and implications of a DAO; obtaining of a non-action letter from FINMA.
- Issuing legal opinions on retrocessions and related commissions or advantages.
- Drafting investment management, advisory and service agreements for independent asset management companies and portfolio managers.
- Drafting a prospectus for the issuance of and subscription to tokenized bonds, including legal and regulatory analysis.
- Advising multinational companies on banking relationships triggering sanction issues, including on communications with banks and supervisory authorities.
- Assisting a foreign bank in conducting a due diligence, negotiating, completing and implementing a Swiss-law share deal pertaining to a financial institution.

Corporate, Commercial and M&A

Combining strategic understanding and a commercial and pragmatic approach with in-depth technical knowledge and industry sector expertise.

Our corporate and commercial lawyers cooperate seamlessly with our other practices and specialists to offer our clients comprehensive services, ensuring that their legal needs are met with a "one-stop shop" approach.

Our scope of services includes compliance, corporate governance, subsidiary maintenance, mergers and acquisitions, due diligence, divestitures, corporate reorganisations, and shareholders' agreements. We regularly advise clients on share and asset deals involving privately held companies. We draft, review and amend commercial contracts governed by Swiss law, from distribution agreements and licence agreements, to sale agreements and development and supply agreements. We also assist our clients with their terms and conditions. We offer bespoke fee solutions.

Our practice of Commercial, Corporate and M&A has been ranked in the international professional directories of The Legal 500 EMEA and Leaders League.

On the corporate and M&A side, our experience includes :

- Advising a group of companies on its wholesale reorganisation in Switzerland, including the incorporation of a holding company and a foundation.
- Advising entrepreneurs on a carve-out transaction and the resulting joint venture.

- Advising start-up businesses on their financing options.
- Advising clients, such as a company active in big data consumer analytics and a growing social media company, on investment rounds and shareholders issues.
- Providing corporate secretarial services for the Swiss entities within an international group of companies in the commodity-based industry.

On the commercial side, our experience includes :

- Strengthening the legal department of a global healthcare company for all commercial matters for several periods of months to assist the client in coping with a workload increase for its legal team in all EMEA regions.
- Drafting and reviewing distribution, agency, licence and supply agreements for a Swiss healthcare company active in various countries around the world.
- Advising a Swiss entity in negotiating, completing and implementing a global agreement with a multinational company performing transportation services, including transfer of undertakings for a large number of drivers and provision of software solutions.
- Drafting outsourcing agreements for a Swiss IT company providing solutions to financial institutions.

Data Protection

A challenging and evolving environment in which the rights of data subjects are prioritized.

Data protection is a challenging area for most companies: in particular, when they are processing a large amount of data from Swiss and foreign sources (e.g. clients, service providers, suppliers, contractors, and employees), and transferring data outside Switzerland.

The new technologies and businesses created around personal data processing have increased the need to strengthen the protection of data subjects and sensitive data, and to scrutinise the collection, processing and use of personal data. The adoption of new rules and regulations worldwide, in particular in the EU (with possible effects on Swiss companies) and in Switzerland, makes data protection an even more challenging field.

We have expertise in both the Swiss and the EU rules and regulations. Together with specialists in complementary practice areas, we provide legal advice to companies; review contracts, general terms and conditions and employment agreements; and provide customised and cost-effective assistance in the drafting of internal documents and guidelines, the implementation of adequate processes and the training of employees. We also assist clients in HR, outsourcing, internal investigations and litigation matters that involve data protection.

Our experience includes:

- Reviewing Swiss data protection issues relating to the CCTV monitoring of a private property.
- Advising a leading energy company in relation to the monitoring of employees' emails and reviewing the company's email and Internet policy.
- Advising a multinational company on the possibility of accessing emails of a former employee for specific reasons (and the limitations to such access).
- Assisting a Swiss big data company in the assessment of the implications of the GDPR on contemplated profiling activities involving pseudonymised data.
- Advising various Swiss financial institutions on the applicability of the GDPR.

Dispute Resolution

Whether in civil or criminal matters, we stand alongside our clients and defend their interests.

Civil and commercial disputes have become more difficult to navigate. Whether arising in the context of complex cross-border transactions, international business expansion or evolving regulatory requirements, cases are often high stakes, with clients facing a wide array of legal challenges. We are experienced in offering not only to-the-point legal advice but also pragmatic solutions in these highly sensitive contexts.

Our litigation team also has extensive experience in criminal proceedings, and regularly assists clients before various criminal prosecution authorities. Our expertise includes the enforcement of judgments, asset recovery, civil and criminal mutual legal assistance and cross-border enforcement proceedings.

We assist clients in managing their litigation risks and preventing disputes and legal proceedings through mediation.

We advise in family law matters (including divorce, separation, parental rights, child support, child abduction, adoption, and cohabitation and prenuptial agreements) and have experience in complex and cross border cases.

Our Dispute Resolution practice is ranked in the international professional directories of Leaders League and The Legal 500 EMEA Dispute Resolution – Litigation category.

Our experience includes:

- Assisting a European bank in recovering a multi-million claim from a former client and enforcing a first-demand guarantee.
- Assisting an individual in claiming damages against his former wealth manager for serious breach of contractual obligations.
- Assisting a pharmaceutical company in opposing payment claims filed by a former distributor including compensation for goodwill and clientele.
- Representing a hospital in criminal proceedings against a former patient. The case required full knowledge of medical procedures and hospital management issues, as well as the management of possible press release risks.
- Assisting a neurosurgeon in criminal and disciplinary proceedings arising from alleged medical malpractice.
- Assisting a client in obtaining the withdrawal of a press article within a couple of hours of its release.
- Assisting an individual involved in judicial proceedings in the United States in obtaining the necessary authorisation to take evidence on Swiss territory, in accordance with The Hague Convention on the Taking of Evidence Abroad in Civil or Commercial Matters.

- Assisting a client in opposing his extradition to the United States within the context of the FIFA scandal.
- Assisting a construction company in disputes with its business partners, arising during or after the construction work performed, in particular in relation to alleged defects and the recovery of unpaid sums.
- Representing a commodity trading company in a civil claim filed by a foreign national bank for the payment of USD 460m in relation to an alleged fraud committed by its former managers.
- Representing a client in a multi-jurisdictional inheritance litigation case involving a complex asset structure, including companies, real estate, art and vehicles.

Employment

We offer bespoke employment solutions that respond to the needs of our clients, from global businesses to smaller enterprises.

Companies, boards of directors, individual executives and management teams are all under growing pressure. The legal requirements with which companies must comply are rapidly changing and HR-related issues continue to gain in importance.

It has become essential for companies to be able to handle employment, compensation and benefits-related issues, labour relations, as well as immigration and other developments in the sphere of employment law; whether they are individual or collective employment matters, these matters involve key resources and may have a substantial impact on their whole organisation.

Our team has expertise in both private employment and public labour law and draws on the firm's experience in related practice areas (including corporate, contracts and dispute resolution). The combination enables us to provide pragmatic, tailored solutions.

Besides, we advise and represent our clients in labour Courts, including up to the Swiss Supreme Court.

Our Employment practice has been ranked in the international professional directory Leaders League in the Employment Litigation and Advisory categories.

Our experience includes:

- Assisting a multinational energy company in handling all Swiss employment matters.
- Advising a group of healthcare companies in dealing with TUPE (Transfer of Undertakings, Protection of Employment) issues.
- Advising a leading pharmaceutical company on negotiating a full settlement agreement with its former CEO.
- Advising a healthcare company on dealing with allegations of harassment and mobbing against a member of its management.
- Drafting an employee stock option plan for a social media company.
- Assisting a watch and jewellery retail company in a dispute with a former employee regarding alleged wrongful dismissal.
- Assisting a multinational accounting firm in a dispute with former employees regarding payment of alleged additional hours, bonuses, and professional fees.
- Advising former bank employees in the context of a social plan.
- Advising on staff regulations and internal policies.
- Advising companies on matters related to their employees' life cycle such as employment contracts, work certificates, disciplinary procedures, individual and collective dismissals, settlement

agreements, termination agreements, non-compete, non-solicitation, and bonus schemes.

- Counselling and representing a transportation company on the takeover of the transportation business through a transfer of undertakings. This included (individual and collective) employment matters, proceedings in front the Collective Labour Relationships Court, discussions with syndicates, press releases and discussions with competent authorities in Geneva (including political instances).
- Advising clients in relation to the procedure to request short working time compensation ("RHT") during the COVID-19 pandemic.
- Representing a client in successful appeal proceedings before the Cantonal Social Insurances Court to obtain compensation meant to help cover 80% of the salaries of the employees for short periods, during the subsequent waves of COVID-19 pandemic.
- Assisting a company in adapting its working time registration system and implementing measures to ensure health and safety at work.
- Advising on immigration matters (including advising on lump sum taxation for high net worth individuals).

Financial Crime & Investigations

Increasingly aggressive regulatory supervision and scrutiny in the financial sector demand equally determined and focused legal representation.

In recent years, white-collar crime (ranging from bribery and money laundering offences to securities violations and fraud) has been drawing more attention. Prosecutors and regulators are targeting businesses, companies, and individuals around the world as never before. Countries actively pursue the regulation of financial activities beyond their borders, leading to increased cooperation between law enforcement and regulatory bodies around the world.

We assist clients in the development and implementation of compliance programmes, codes of conduct, codes of ethics and whistle-blowing programmes. We assist clients in the turmoil of investigations led by public prosecutors, and we lead internal investigations requested by our clients.

We dare to care about our clients' reputational risk. We help them navigate through their crisis. In litigation cases that are subject to media scrutiny, we also assist our clients in their communication strategy, and we stand by them in press conferences whenever required.

Chambers and Partners Europe ranks our partners among Switzerland's leading white-collar crime practitioners. Our practice is also ranked in the international professional directories of The Legal 500 EMEA and Leaders League.

Our experience includes

- Assisting the daughter of a foreign state's former leader in criminal proceedings for money laundering conducted by the Federal Office of the Attorney General within the context of a major bribery scandal that led to the seizure of assets amounting to around USD 800 million and mutual legal assistance requests from 20 foreign states.
- Assisting a Swiss bank in relation to anti-money laundering and other regulatory issues regarding a client relationship having certain links to an individual subject to sanctions.
- Assisting a relative of a foreign state's former leader accused of having received bribes from international companies in exchange for public procurement contracts in his home country.
- Assisting a foreign financial firm in obtaining the release of funds seized within the context of criminal proceedings initiated on suspicion of insider trading.
- Assisting a client suspected of having provided undue advantages to a representative of a sports federation in exchange for the award of media rights for major sporting events.
- Assisting a foreign central bank within the context of criminal proceedings initiated by the Federal Office of the Attorney General in relation to bribes paid to certain employees.

- Assisting clients active in the art world accused by former clients of fraud for having allegedly taken hidden commissions on the acquisition of art works.
- Assisting clients in the delisting of their personal data from sanctions lists and the World-Check database.
- Defending the former president of the Geneva Canton State Council in criminal proceedings for acceptance by a public official of an undue advantage in relation to an invitation, he received from the Abu Dhabi Crown to attend the Formula One Abu Dhabi Grand Prix, as well as the private funding of a political survey by Geneva businessmen.
- Defending a former bank relationship manager in criminal proceedings opened by the Federal Office of the Attorney General for suspicion of money laundering.
- Defending a former lawyer in criminal proceedings opened by the Geneva prosecutor's office for suspicion of money laundering and forgery.

Pharmaceuticals, Healthcare & Life Sciences

The pharmaceutical, healthcare and life sciences sectors are not only major contributors to the Swiss economy; they are also among the most regulated industries.

Pharmaceutical, healthcare and life sciences companies constantly face a variety of challenges, including intellectual property matters, business reorganisation, increasing regulations, contractual issues, data protection, competition law, to name a few. We assist branded and generic pharmaceutical firms as well as other healthcare companies in their highly competitive environment.

We are locally implanted and understand the business of our clients thanks to the long-lasting relationships we maintain with them. We require our specialists to fully comprehend and consider the financial implications and risk tolerance of the specific environment in which our clients operate.

Our practice is ranked in the international professional directories of The Legal 500 EMEA Healthcare and Life Sciences category and Leaders League Switzerland – Best Law Firms for Life Sciences category.

Our experience includes:

- Representing a hospital in criminal proceedings against a former patient. The case required full knowledge of medical procedures and hospital management issues, as well as the management of possible press release risks.
 - Assisting a neurosurgeon in criminal and disciplinary proceedings arising from alleged medical malpractice.
 - Strengthening the legal department of a global healthcare company for all commercial matters for a period of over six months, to assist the client in coping with a workload increase for its legal team in all EMEA region.
 - Drafting and reviewing distribution, agency, licence and supply agreements for a Swiss healthcare company active in various countries around the world.
 - Assisting a Swiss healthcare company in the assessment of the implications of the GDPR on contemplated profiling activities.
 - Advising a group of healthcare companies on dealing with TUPE (Transfer of Undertakings, Protection of Employment) issues.
- Assisting a major German pharmaceutical company in negotiating supply and quality agreements with a Swiss pharmaceutical company.
 - Assisting a pharmaceutical company in opposing payment claims filed by a former distributor including compensation for goodwill and clientele.

Real Estate & Construction

The fast-changing needs of property owners and investors have led to significant evolution in the global real estate industry.

Our real estate and construction team is well integrated within the construction and architect local communities, and is knowledgeable about the investors' evolving backgrounds and needs. Investors increasingly come from different investment areas and bring innovative ideas that require differentiated and tailored approaches. Besides, we have developed deep knowledge of local stakeholders and the commercial realities of the market. Key clients have entrusted us with their multi-year real estate development projects. We have continuously demonstrated our ability to provide value added services in accompanying our clients through the whole life cycle of their real estate development projects.

We have the versatility to advise both private and public companies, and private clients on a diversified spectrum of real estate and construction matters including for instance: real estate development, real estate contracts, financing and securitisation, sale and lease-back transactions, building due diligence, permits for acquisitions of real estate, matters involving second homes, and leases.

We also advise our clients on environmental matters such as the treatment of waste, energy usage, and how best to deal with hazardous waste and contaminated land.

Our practice is ranked in the international professional directories of The Legal 500 EMEA and Leaders League.

Our experience includes:

- Assisting a well-known developer and architect in relation to a major industrial

and artisanal development project, with a value of more than CHF 40 million.

- Advising a client for the complete lifecycle of its real estate development of twelve luxury apartments, including the negotiation and purchase of land, the structuring of the private equity financing and the bank loans and obtaining the building permit.
- Advising a client in a multi-year project to build one of the largest sites in the Rhone-Alpes region, France to develop a medical center and ancillary activities, including the handling of all administrative steps and negotiations with the public authorities to obtain a zoning change.
- Advising a client on the issuance of two private bonds to finance a real estate project involving Swiss and Greek cross-border aspects.
- Assisting a future owner in obtaining real estate bank financing in Switzerland.
- Assisting a client in relation to the constitution and development of a residential real estate portfolio in Switzerland and providing strategic advice for the creation and listing of a real estate investment fund.
- Advising a real estate company on the acquisition, development and leasing of a shopping mall, including drafting and negotiating the related commercial lease agreements.
- Advising various potential buyers on the Swiss federal legislation applicable to the acquisition of real estate by individuals living abroad.

Restructuring & Insolvency

We provide creative and cost-effective services in restructuring and insolvency matters.

Our team has extensive experience in the restructuring of clients' businesses to ensure they are best organised to face their evolving challenges. Part of our mission is to assist board members in avoiding, and minimising the risks of, insolvency situations arising. We also represent our clients in national and international debt enforcement and insolvency proceedings.

To ensure all our clients' needs are met, we cooperate seamlessly with other practices and specialists within the firm, in areas such as employment, real estate and dispute resolution.

Our experience includes:

- Obtaining court approval for composition proceedings and agreements.
- Recovering debts, in particular by the realisation of pledged assets (including mortgages), by either mutual agreement or forced execution.
- Assisting board members in relation to liability claims and criminal proceedings in the context of bankruptcy situations.
- Assisting companies in proceedings for bankruptcy discharge.
- Restructuring groups of companies in financial difficulties, including advising on clawback issues and possible criminal offences related to the bankruptcy.
- Assisting a foreign bank in the recovery of its outstanding debt against a Swiss company subject to bankruptcy proceedings.

Our Team



Salvina Abate
Trainee Lawyer



Fabien Aepli
Partner



Flore Auberjonois
Senior Associate



Maxime Barthassat
Trainee Lawyer



Joël Chevallaz
Partner



Laurence Crittin
Counsel



Rachel Cudré-Mauroux
Associate



Grégoire Mangeat
Partner



Fanny Margairaz
Partner



Pierre Rüttimann
Partner



Jessica Schwalm
Senior Associate



Jan Vouillamoz
Trainee Lawyer



Romain Wavre
Associate

We have identified the 5 core elements that make up our DNA

— Our clients are the heart of our concern.

Keeping our clients at heart is the cornerstone of how we work. We dare to care and put our clients' needs and interests before our own. We build long-term relationships with our clients, so that our results must meet and exceeds their expectations.

— Teamwork is a key component of our approach.

MANGEAT has a permanent team-oriented approach. Each individual mandate is taken into consideration as a group project, as we ensure that the most qualified team members work together, and we foster synergies across our practice groups.

— We have the ambition to grow steadily as a reputable firm.

As a growing firm, we aim to build up and maintain impeccable credentials and reputation, as well as from our clients. Continuous growth is an important aspect of our strategy as we strive to offer new, innovative, and effective solutions in an ever-changing environment.

— We are combative and determined, but always accessible and available to our clients.

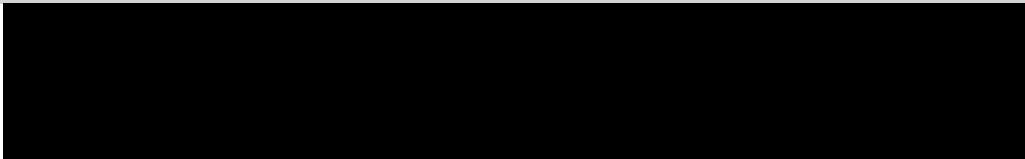
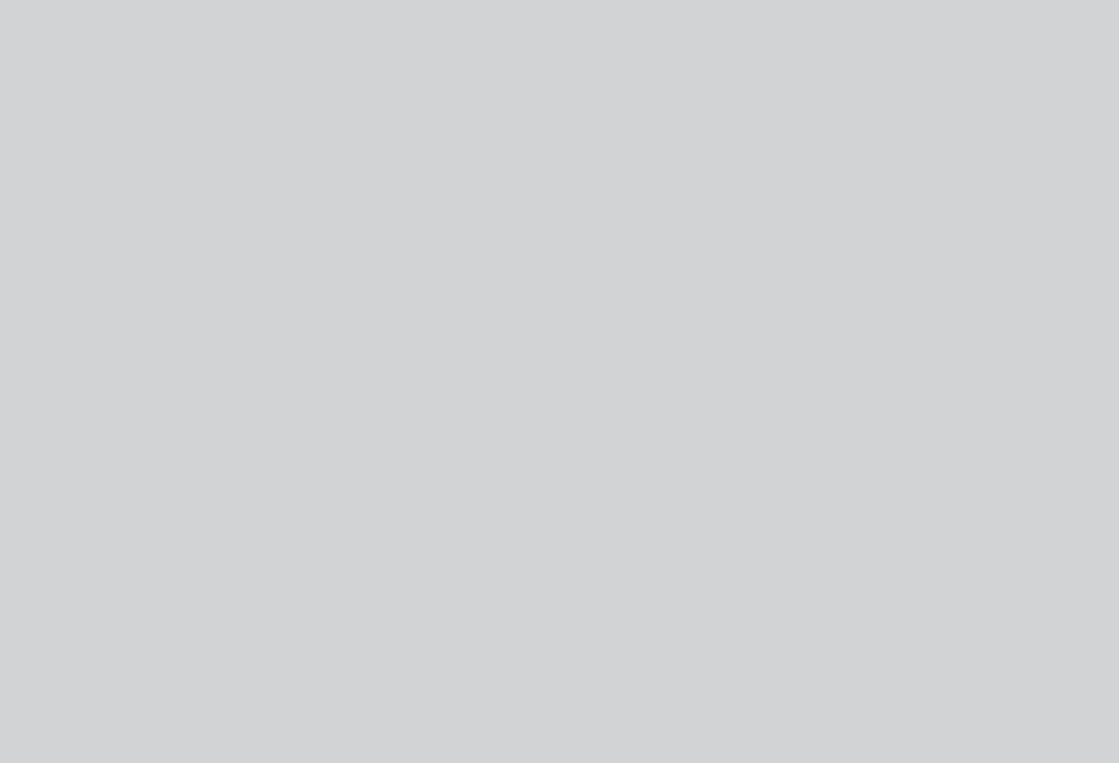
While focusing our efforts on being as professional and efficient as demanded in approaching the different challenges we face, we insist on remaining entirely accessible and available to our clients' needs or queries. Because of our strict choice in team members, we demand a great deal of flexibility and creativity to our attorneys.

— We aim to be at the forefront of the legal profession.

Building a new firm with experienced partners, counsels and attorneys is the opportunity for us to continuously think ahead and offer alternative, modern and agile solutions that differentiate us from competitors. We are not afraid to push boundaries and challenge existing thinking.

10 Key features about us

- 1 **"One" Team:** MANGEAT is a young and growing firm, but most of us have been working and/or collaborating for more than 15 years.
- 2 **Diversified experience:** Our lawyers' professional, industry and cultural experiences go beyond Switzerland and beyond law firm environments.
- 3 **International experience:** Most of our partners, counsels and associates have worked at leading international law firms and/or companies.
- 4 **International network:** MANGEAT has developed a global network of over 250 lawyers in multiple jurisdictions across the regions to assist our clients in all types of cross-border activities.
- 5 **Legal spend:** We understand our clients' budget requirements and we have designed legal products to provide our clients with legal services within fixed budgets.
- 6 **Fee arrangements:** We offer alternative fee arrangements (including blended rates, capped fee, daily fee) for specific projects, whenever convenient.
- 7 **On-demand alternative legal services:** We offer alternative legal support solutions to legal departments (including secondment) to help bridge temporary shortfalls in resources and/or expertise, at flexible conditions and competitive prices.
- 8 **Legal project management:** We are experienced in project management, beyond legal expertise. We leverage our operational and soft skills to assist our clients in efficiently managing their cross-border transactions, complex litigation matters, and special projects.
- 9 **Continuous learning:** We have been actively supporting the continuous education and training of our team, our clients and the legal community.
- 10 **Languages:** We work in several languages, including English, French, German, Spanish and Teochew.





Connect with us and learn more about our team of lawyers and professionals. We are available to meet with you and advise you in a range of languages including English, French, German, Spanish and Teochew.

Let us stay in contact!

Visit our website www.mangeat.ch and follow us on LinkedIn.



Download our brochure

MANGEAT Attorneys at Law LLC

**Le Plaza
Rue de Chantepoulet 1
P.O. Box
1211 Geneva 1 — Switzerland**

**Tel. — +41 22 319 22 00
Fax — +41 22 319 22 01
Email — info@mangeat.ch**





