

Further. Better. Together.

2024

Discover our catalogue of trainings



Topics

- 1. THE ACADEMY by Loyens & Loeff
- 2. Governance
- 3. AML & CFT
- 4. Luxembourg Alternative Investment Funds
 - Fund structuring
 - Fund operations
 - Acquisition finance and fund finance
 - Acquisition and structuring of investment & Exit strategie and
 - disposal of portfolio
- 5. Tax
- 6. Private Wealth
- 7. Data protection and employment law

THE ACADEMY by Loyens & Loeff

Legal & Tax training centre



Your training challenges

- Is your company subject to training obligations imposed by laws or regulations?
- Did you get a new role or position which requires to become more familiar with some topics, laws or regulations?
- Do you need to update your employees on a new law or regulation?
- Do you need to train your new joiners on specific topics, laws or regulations?

Whatever your challenge, **T**HE **A**CADEMY is uniquely positioned to answer your training needs with our trainers at the forefront of legal, tax and regulatory developments.

2. Your professionnal training centre in Luxembourg

THE **A**CADEMY is Loyens & Loeff's legal, regulatory and tax training centre. It was set up in response to the increasing needs of our clients to stay fully abreast of the ever changing legal, tax and regulatory developments.

THE ACADEMY offers:

- Open training sessions as announced in our training agenda, organised on a regular basis in our premises or remotely
- Tailor-made training sessions, organised at a time and location that are most convenient for you, whether it be at your premises or ours

Our multidisciplinary training sessions are delivered by experienced lawyers and tax advisers who are partners, counsels or senior associates at Loyens & Loeff. Each training session relies on concrete examples, using cases or scenarios drawn from our trainers' deep experience to enable participants to transition from the theory to the practice.



- **Pragmatic:** Our trainers use concrete examples, cases and scenarios drawn from their experience and explore them in an interactive manner
- **Multidisciplinary:** Your daily issues are multifaceted, and so are our training sessions
- **Impactful:** Approximatively one month after each session, we provide a follow-up call to clarify any points related to the training
- Flexible: You are our clients so we adjust to your needs. Topics, audience, duration, languages, on-site or remote: these are all parameters to discuss and agree with you for tailor-made training sessions
- **Certifying:** Training certificates are issued after each training session
- Relaxed: Just because we are discussing serious topics does not mean that we have to be serious at all times. Our experts are approachable and each training session in our premises includes a break with a snack or a breakfast allowing for networking

THE ACADEMY by Loyens & Loeff

Legal & Tax training centre

Practical information

Languages:

- English
- French
- Other languages
 upon request

Locations:

- In our premises
- In your premises

Remotely

Format:

- Onsite
- Online



Audience

Functions:

- Legal
- Tax
- Regulatory
- Compliance & Risk
 Management
- Portfolio Management
- Front/Middle/Back office
- Marketing & Distributions of investment funds
- Finance
- Accouting



Experts

- Experienced Luxembourg law and tax experts at Loyens & Loeff offering integrated services to clients
- Deep expertise gained through years of assistance and advice provided to domestic and international clients
- Recognised for their tailor-made and pragmatic approach
- At the forefront of the recent developments and strongly involved within key Luxembourg professionals' associations: ALFI, LPEA, ABBL, LuxCMA and IFA

2. Governance

Understanding the Duties

and Remuneration of Directors

OBJECTIVES

The objective of this training is to provide participants with a thorough understanding of directors' legal, tax and social security obligations as well as situations that may lead to liability and existing protection mechanisms.

AUDIENCE

This training is directed at anyone interested in gaining an understanding as to the main legal, tax and social security obligations as a business executive, the risks directors run as well as the best ways to anticipate and mitigate them.

SPEAKERS

Experts in **Corporate**, **Tax** and **Litigation & Risk Management** will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by our Partner Ana Andreiana together with Kheira Mebrek and Pierre-Antoine Klethi, Senior Associates, and Anissa Sophie Kabbage, Associate.

More info

AGENDA

- Duties of Directors
- · Civil liability of Directors
- Criminal liability of Directors
- Tax liability of Directors
- Transfer of liability and coverage of the financial risk
- Offshore tensions and the need to demonstrate "economic substance"
- Remuneration, taxation of Directors' fees and social security status of Directors



3. AML & CFT

Overview of the Luxembourg AML / CFT

framework, practical guidance, and hot topics

OBJECTIVES

The training aims to provide a solid understanding of Luxembourg's AML & CFT framework, sector-specific issues, current topics, and practical compliance guidance.

AUDIENCE

This training is directed at anyone interested in gaining a general and comprehensive understanding of AML / CFT obligations and in being up to speed with the latest trends and developments.

SPEAKERS

Experts in **Investment Management**, **Litigation & Risk Management** and **Banking & Finance** will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by our Partners Christophe Boyer, Henri Dupong and Adrien Pierre.

More info

AGENDA

- Luxembourg Legal and Regulatory AML / CTF Framework
- Overview of Professional Obligations
- Focus on RR, RC, and Board Responsibilities
- Guidance for Key Attention Points
- Hot topics in the Investment Funds industry
- Money Laundering Indicators
- Potential Sanctions



4. Luxembourg Alternative Investment Funds

Fund structuring

ELTIF demystification and

practical aspects

OBJECTIVES

Provide participants with an accurate practical overview of the ELTIF regime, with a particular focus on its evolution, advantages and challenges.

AUDIENCE

The training is directed at anyone interested in understanding the opportunities offered by ELTIF, as well as its legal and operational constraints.

SPEAKERS

Experts in **Investment Management** will share their experience and answer your questions at the same occasion.

This training session has been developed and will be delivered under the supervision of Marc Meyers, Managing Partner, and Dr. Sebastiaan Hooghiemstra, Senior Associate. More info

AGENDA

- What is an ELTIF
- The road from ELTIF 1.0 to ELTIF 2
- ELTIF 2.0 overview changes
- Product Requirements
 - Eligible investment assets
 - Conflicted investments
 - Investment Restrictions
 - Portfolio Composition & Diversification Rules
 - Concentration Rules
 - Restricted Activities
 - Borrowing Restrictions
- Luxembourg fund toolbox & ELTIFs
- Redemption, Matching Mechanisms & Listing
- ELTIF Depositary Requirements
- Transparency requirements (e.g. prospectus, PRIIPs)
- Protection for Retail Investors
- European obstacles ahead



LANGUAGES

English French version available upon request, training materials in English



DURATION

2 hours



PARTICIPATION CERTIFICATE

Luxembourg Limited Partnerships:

Everything you need to know

OBJECTIVES

The objective of this training is to educate and inform participants on the principles and best practices regarding the operations and governance structuring in Luxembourg limited partnerships.

AUDIENCE

This training is suitable for anyone interested in understanding more about the main features of Luxembourg limited partnerships, how to establish and manage such an entity, and the applicable laws and best practices.

SPEAKERS

Experts from our **Corporate** and **Investment Funds** teams will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by our Partners, Siobhán McCarthy and Christophe Boyer More info

AGENDA

- Legal framework and main features for Luxembourg limited partnerships
 - Limited Partnership (société en commandite simple SCS)
 - Special Limited Partnership (société en commandite speciale SCSp)
 - Partnership Limited by Shares (société en commandite par actions - SCA)
- Contexts in which partnerships are being used
- Initial Limited Partnership Agreement
- Filings
- Document management for common operations



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AIF

Legal and Tax Environment

OBJECTIVES

The objective of this training is to provide participants with a solid understanding of the key legal and tax developments affecting Luxembourg alternative.

AUDIENCE

This training is directed at anyone interested in having accurate knowledge of the legal, regulatory and tax framework for AIFs in Luxembourg.

SPEAKERS

Experts in **Investment Management**, **Tax** and **Litigation & Risk Management** will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by our Partner, Christophe Boyer and our Senior Associates Pierre-Antoine Klethi and Patrick Ries.

More info

AGENDA

- Key trends for alternative funds for professionals and retail investors (AIFMD II, democratization of funds)
- Structuring of investment funds
- Key tax developments affecting alternative investment fund structures
- Litigation tools for GPs and investors



Private Debt Funds -

Structuring trends

OBJECTIVES

Provide an overview of Luxembourg's offerings for raising and launching private debt funds, covering key legal and tax structuring aspects and market trends.

AUDIENCE

This training is directed at professionals in charge of legal, regulatory, compliance and operations in the fund industry or any professionals of the investment management sector interested by private debt funds.

SPEAKERS

Experts in **Investment Management** and **Tax** will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by Jérôme Mullmaier and Frank van Kuijk, Partners, Natalja Taillefer, Counsel and Kévin Emeraux, Associate. More info

AGENDA

- Overview of credit funds landscape
- Credit funds versus PE funds
- Luxembourg preferred jurisdiction for credit funds
- Trends in fund raising
- Building and launching an investment structure
- AIFMD 2 impact



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Luxembourg PE fund products

and Alternative Investment Funds

OBJECTIVES

The objective of this training is to provide participants with a solid understanding on key concepts in private equity, fund structure setup, fund marketing and fund finance.

AUDIENCE

This training is directed at anyone interested in having a good understanding of the private equity key concepts and environment in Luxembourg, as well as fund marketing, fund financing and possible options in terms of fund regimes offered by Luxembourg.

SPEAKERS

Experts in **Investment Management** will share their experience and answer your questions during the session.

This training has been developed and will be delivered by our Partners Marjorie André, Christophe Boyer, Frank van Kuijk and Maude Royer.

More info

AGENDA

- Private Equity key concepts
- Key characteristics of each Luxembourg fund regime
- Typical example of Luxembourg unregulated private equity fund set-up
- Key actors for the AIF (AIFM, Depositary, Portfolio manager, Investment advisor, central administrator, general partner)
- AIF Concept
- Capital Raising in Europe for PE funds
- Democratisation of AIFs
- Fund Finance



4. Luxembourg Alternative Investment Funds

Fund operations

Data protection for Investment Funds -

Do's and Don'ts

OBJECTIVES

This training provides an overview of the legal and regulatory framework for personal data processing in investment funds, with practical tips for ensuring data security and confidentiality.

AUDIENCE

This training is directed at in house counsel, Legal officers, Risk Managers, Compliance Officers, DPOs, CISOs, IT Managers, Chief IT Officers, COOs, Managing Directors, CEOs, or anyone interested in understanding the data protection framework in the context of investment funds.

SPEAKERS

Experts in **Investment Management** will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by Adrien Anese and Agata Szymoniak, Senior Associates.

More info

AGENDA

- Introduction: why data protection is relevant in the funds industry?
- Data protection legal framework
- Key notions and principles in data protection
- Overview of main actors involved in data processing in an investment fund
- Transfers of personal data inside and outside the EEA
- How to manage data protection obligations in an investment funds context?



Share Capital Variations:

Increases, Decreases and Premiums

OBJECTIVES

Provide participants with a good understanding of the different types of variations of the share capital for both corporate entities and funds and their legal and practical implications.

AUDIENCE

This training is dedicated to governance professionals as well as professionals operating on the investment funds market who are interested in further developing their knowledge of share capital operations.

SPEAKERS

Experts in **Corporate** and **Investment Funds** will share their experience and answer your questions during the training session.

This training session has been developed and will be delivered by our Partners, Mathilde Lattard and Marjorie André. More info

AGENDA

- Considerations on share capital and share capital structure
- The share capital at incorporation
- Share capital increase
 - Rationale
 - Methods and process of share capital increase
- Share capital decrease
 - Rationale
 - Methods and process of share capital reduction



The Luxembourg SARL: from

incorporation to liquidation

OBJECTIVES

The training aims to provide clear insights into company secretary operations and governance structuring for private limited liability companies in Luxembourg.

AUDIENCE

This training is directed at anyone interested in being acquainted with the main corporate secretarial actions to be undertaken in a Luxembourg private limited liability company, as well as with the applicable laws and best practices.

SPEAKERS

Experts in **Corporate** and **Tax** will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by our Partner Siobhan McCarthy and Senior Associate Sabrina Million.

More info

AGENDA

- Legal framework for a Luxembourg private limited liability company
- Main characteristics of a Luxembourg private limited liability company
- Board meetings (organization, convening notices, presentation and minutes)
- Preparation of written resolutions
- Incorporation documentation and process
- Register of shareholders management
- Document management for common formalities (power of attorney, change in management, transfer of registered offices, appointment of auditors, apostilles, business license)
- UBO/RBE monitoring
- Domiciliation
- Liquidation documentation and process



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4. Luxembourg Alternative Investment Funds

Acquisition finance and fund finance

Legal and tax aspects of Luxembourg pledge enforcements

in the context of a Double LuxCo - Advanced level

OBJECTIVES

Provide participants with a solid understanding of pledges and their enforcement in a double LuxCo context covering legal and tax aspects, and including recent case law developments.

AUDIENCE

This training is dedicated to senior professionals in particular those operating on the private equity market, who are interested in further developing their knowledge of the popular double LuxCo structure.

SPEAKERS

Experts in **Banking & Finance**, **Tax** and **Litigation & Risk Management** will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by our Partners Anne-Marie Nicolas and Peter Moons, together with Patrick Ries, Senior Associate.

AGENDA

- Luxembourg preferred jurisdiction for enforcements
- The legal and tax reasons for the use of a Double LuxCo structure

More info

- Key security enforcement principles
- Security enforcement options
- Court tested enforcements



Fund Finance - Luxembourg

essential insights

OBJECTIVES

The objective of this training is to provide participants with a solid understanding of the main fund finance products from a Luxembourg law perspective.

AUDIENCE

This training is directed at anyone interested in obtaining an overview of the structure, due diligence, security package, and other legal and regulatory matters with respect to fund financings in Luxembourg from a Luxembourg law perspective.

SPEAKERS

Experts in **Fund Finance** will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by our Partner, Maude Royer, and Sarah Ambulante, Senior Associate. More info

AGENDA

- What is fund finance?
- Subscription line financing (purpose, main characteristics, structure, due diligence, security package)
- NAV financing (purpose, main characteristics, structure, due diligence, security package)
- GP / Co-investment / Management line Financing
- Sponsor credit support



Luxembourg securitisation

vehicles: the essentials

OBJECTIVES

Give participants a solid understanding of securitisation essentials in Luxembourg and Europe, including structures, vehicles, regulatory and tax frameworks.

AUDIENCE

This training is directed at anyone interested in obtaining insights on securitisation as a complex structured financing process, in particular credit fund managers, service providers and lenders.

SPEAKERS

Experts in **Securitisation** and **Tax** will share their experience and answer your questions during the session.

This training has been developed and will be delivered by our Senior Associate Tom Hamen and Counsel Natalja Taillefer.

More info

AGENDA

- What is securitisation?
- EU Securitisation Regulation and
- Luxembourg Securitisation Law
- Main characteristics of securitisation
- Typical securitisation structures
- Securitisable assets and their management
- Financing of the acquisition of the securitised risks
- · Regulatory aspects of securitisation
- Reporting obligations
- AIFMD- SSPE exemption
- Main tax aspects of securitisation transactions



4. Luxembourg Alternative Investment Funds

Acquisition and streaturing of investment & Exit strategie and disposal of portfolio

Private Equity acquisitions structuring and financing

OBJECTIVES

Provide participants with a better understanding on the entities which are set-up to make an acquisition, the different capital sources for funding the acquisition, as well as the basics of management incentive plan.

AUDIENCE

This training is directed at professionals interested in having a thorough understanding of the acquisition structuring and financing, as well as of one the most common tools to align the interests of investors and management of the target being acquired: the management incentive plans.

SPEAKERS

Experts in **Banking & Finance**, **Corporate** and **Tax** will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by our Partners Anne-Marie Nicolas and Mathilde Lattard together with our senior associates Alina Stoica and Kevin Emeraux.

More info

AGENDA

- The Acquisition structure and the internal financing
 - Master LuxCo
 - Special purpose vehicles
- The Value creation via leveraged buy-out (LBO) the external financing
- The basics of MPP key structuring considerations



Corporate and Fund aspects of an asset

acquisition and their regulatory framework

OBJECTIVES

Provide participants with a solid understanding of corporate closing and key regulatory aspects in the pre- and post-acquisition phases of an alternative investment fund.

AUDIENCE

This training is directed at professionals in charge of business, legal, regulatory and operational aspects inherent to investment funds.

SPEAKERS

Experts in **Corporate** and **Investment Management** will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by Christophe Boyer, Partner, Irina Stoliarova, Counsel, and Jordan Kaselow, Senior Associate.

More info

AGENDA

- Pre- and post deal acquisition considerations
- Restrictions at fund level (regulated and unregulated funds specifics) to acquire assets and AIFM license considerations
- Due Diligence on assets: general, and from an ESG and AML perspective
- Investment breaches
- Leverage restrictions
- Decision to acquire: corporate and regulatory perspectives
- Share purchase agreement: general overview of the main features
- Board decisions and implementation of the corporate closing
- Notification of acquisition simplified and enhanced notifications
- AIFMD notification rules
- Divestment asset striping rules



5. Tax

Multinational enterprises in Luxembourg -

Trending tax topics

OBJECTIVES

The training aims to cover recent tax developments affecting multinational enterprises, their interactions, and actions to mitigate negative impacts.

AUDIENCE

This training is directed at anyone interested in familiarising themselves with the best practices and methods related to labour law with the aim of an effective staff management.

SPEAKERS

Experts in Litigation & Risk Management and **Tax** will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by our Counsel Farah Sophia Jeraj and Senior Associate Kheira Mebrek. More info

AGENDA

- Legal framework relating to labour relations
- · The employment contract Attention points
 - Types of contract
 - Content
 - Benefits
 - Amendment
- Managing termination procedures
- Tax and social security aspects
- Global employment contracts



Tax audits and tax controversy

OBJECTIVES

The training aims to offer best practices for Luxembourg tax audits and disputes to help participants prevent, manage, and resolve them effectively.

AUDIENCE

This training is directed at anyone interested in minimising the likelihood of a challenge or audit before a tax dispute arises, in learning how to best address it or in resolving tax disputes efficiently.

SPEAKERS

Experts in **Tax** will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by our Partner Peter Moons and our Senior Associates Karin Finné and Pierre-Antoine Klethi

More info

AGENDA

- Overview of applicable legislation and relevant authorities
- Setting up a controversy strategy
 - Preparing for audits, drafting, and filing responses and objections
 - Preparing for tax litigation
- Developments in tax litigation strategies and procedures.
- Key topics in Luxembourg tax controversy (including VAT)

- Relevant recent Luxembourg case law developments
- Strategic considerations and trends



6. Private Wealth

Luxembourg as investment

platform for HNWIs

OBJECTIVES

The training covers investment structuring options in Luxembourg for high-net-worth individuals and families, highlighting legal and tax considerations for risk protection.

AUDIENCE

This training is directed at professionals of the private wealth sector (family offices, private banks, advisors) or anyone interested in learning how to better address legal and tax structuring aspects of their (family) wealth in Luxembourg.

SPEAKERS

Experts in **Tax**, **Corporate** and **Investment Management** will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by Peter Adriaansen, Siobhan McCarthy and Christophe Boyer, Partners and Aline Nunes, Senior Counsel. <u>More info</u>

AGENDA

- Structuring domestic and foreign activities
- Structuring a business transfer
- Protection of wealth and privacy
- Tax compliance
- SIF non-AIF



7. Data protection and employment law

Labour Law:

The essentials

OBJECTIVES

The objective of this training is to provide participants with a strong understanding of how to manage employment contracts in an operational and effective way.

AUDIENCE

This training is directed at anyone interested in familiarising themselves with the best practices and methods related to labour law with the aim of an effective staff management.

SPEAKERS

Experts in Litigation & Risk Management and Tax will share their experience and answer your questions during the training session.

This training has been developed and will be delivered by our Counsel Farah Sophia Jeraj and Senior Associate Kheira Mebrek. More info

AGENDA

- Legal framework relating to labour relations
- The employment contract Attention points
 - Types of contract
 - Content
 - Benefits
 - Amendment
- Managing termination procedures
- Tax and social security aspects
- Global employment contracts



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GDPR

General overview

OBJECTIVES

The objective of this training is to provide participants with an understanding of key notions on data protection, as well as the legal framework at local and European level.

AUDIENCE

This training is directed at anyone interested in becoming aware of the key principles and concepts underpinning personal data protection and their practical impact at the organisation level.

SPEAKERS

An expert in **Litigation & Risk Management** will share her experience and answer your questions during this training session.

This training has been developed and will be delivered by Emilia Fronczak, Senior Associate. More info

AGENDA

- Legal framework at national and European level
- GDPR scope and applicability
- Principles relating to processing of personal data
- Compliance milestones
- Key notions
 - Personal data
 - Data subject
 - Data controller
 - Data processor
 - Processing
 - Legal basis
- Data transfers



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How to become

GDPR compliant

OBJECTIVES

Provide participants with a thorough understanding of the core tenets of GDPR and a pragmatic overview of the best practices related to GDPR compliance.

AUDIENCE

This training is directed at anyone interested in having a general understanding of the steps required and actions to be undertaken in order to ensure compliance with GDPR.

SPEAKERS

An expert in **Litigation & Risk Management** will share her experience and answer your questions during this training session.

This training has been developed and will be delivered by Emilia Fronczak, Senior Associate.

More info

AGENDA

- Legal framework at national and European level
- Guidelines on the concepts of controller and processor
- Data flow analysis
- Register of processing activities
- Legal basis for data processing
- Focus on consent requirements
- Compliance documentation
- Managing data breaches
- International transfers



Data protection in HR matters -

Do's and Don'ts

OBJECTIVES

The training aims to clarify the legal framework for personal data processing in HR and offer practical tips to ensure employee data security and confidentiality.

AUDIENCE

This training is directed at anyone dealing with HR matters and interested in effectively processing personal data in their day-to-day activities.

SPEAKERS

An expert in **Litigation & Risk Management** will share her experience and answer your questions during this training session.

This training has been developed and will be delivered by Emilia Fronczak, Senior Associate. More info

AGENDA

- Legal framework at national and European level
- Key notions and principles
- Guidelines on the concepts of controller and processor
- · Legal basis for data processing
- Appropriate documentation
- Processing candidate personal data
 - Focus on background checks
- Processing employee personal data
 - Focus on surveillance
 - Focus on consent
- Employees' rights



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One Firm: Law & Tax, we are proud of the unique service we offer multinational enterprises, financial institutions, investors and High Net-Worth Individuals from our home markets of the Netherlands, Belgium, Luxembourg and Switzerland. With offices in key financial centres and a global partner network, we reach out and support you wherever you need.

As a leading law & tax firm in continental Europe, we have a particular focus on Private Equity & Funds, Real Estate, Life Sciences & Healthcare and Energy & Infrastructure. We integrate tax, civil law and notarial expertise to support you with smart and efficient solutions through advice, transactions and litigation.

As a trusted partner, the best advice is not just about expertise, but also about cultivating an in-depth understanding of your business and finding the best solution for you. This commitment is fundamental to our success.

Join us in going **Further. Better. Together.**

Amsterdam, Brussels, London, Luxembourg, New York, Paris, Rotterdam, Tokyo, Zurich