



YOUR BUSINESS LAWYERS

# BANKING & FINANCE

LUCRATIVE PROSPECTS FOR YOU



# Knowledge that pays off: our banking and finance expertise

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GÖRG is one of the top independent business law firms in Germany, with many years of experience providing national and international advisory services.

Our banking and finance team will assist you skilfully as personal partners in all matters of banking and finance law.

## Many options – major challenges

The range of available financing sources and products is continually growing. Finding the right choice or combination is a major challenge for investors and businesses alike. Bank loans continue to be a significant source, but alternative investors such as insurance providers, pension funds or so-called debt funds occupy a growing presence in the market – and forms of financing based on capital markets are becoming increasingly more important.

## Comprehensive skills – for individual demands

Our banking and finance team of around 30 experienced specialist lawyers will provide you with comprehensive, practical and skilled advice, along with their extensive experience in litigation for financial service providers and credit institutions.

Thanks to the size of our firm and our nationwide presence, we remain flexible and able to put together an expert team tailored to your individual requirements at any time, offering you rapid, thorough and practical advice even for complex projects.

## An excellent network around the world

Our clients include German and foreign credit institutions, regional banks and savings banks, insurance providers, management companies, funds, asset managers and issuing banks, financial service providers, public-sector businesses, mid-sized businesses and internationally operating corporations as well as financial investors within Germany and abroad, including fintech/start-ups.



# A single source across all fields for your benefit: our range of expertise and advice

Whether financing, banking law, litigation, restructuring, financial supervision law, matters of corporate governance and compliance or matters of investment and capital investment law:

**Our legal experts are fully committed to and enthusiastic about placing their extensive knowledge and many years of experience at your service.**

## Financing

No matter how you are involved in financing, whether as a lender, borrower or in another capacity, such as a sponsor, trustee, servicer or other type of provider – we will advise you comprehensively on all types of financing, both in the primary and secondary markets. Here is a brief overview:

- Loan agreements, inter-creditor and securities documentation in accordance with German standards and international standards (such as the LMA)
- Bilateral and syndicated financing
- Business financing
- Real estate financing
- Project and infrastructure financing
- Acquisition financing
- Structured financing including CMBS/RMBS transactions
- Advice on loan transactions for trustees and other service providers
- Asset financing, e. g. leasing, factoring and asset-based lending
- Bond issuance including prospectus drafting
- Promissory note loans
- Internal group financing including cash pooling



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## General banking law

For all matters of banking law, you can rely on our experienced experts who specialise in the following areas:

- Banking contracts, including terms and conditions
- Fintech including start-ups
- Sale of financial instruments and investment advice
- Derivative financial instruments of all kinds
- Securities transactions, both exchange-traded and OTC products
- Electronic banking, data protection, cyber law and cyber liability
- Money laundering
- Banking tax law
- Deposits and investments, including funds accounts/ securities accounts and fund asset management accounts
- Private banking, asset management
- Outsourcing of bank accounts/banking operations

## Dispute Resolution | Litigation

We represent your interests with our skilled, committed and reliable approach: whether out of court or for litigation or arbitration. Our team has extensive litigation experience in all aspects of banking law:

- Individual litigation and mass litigation, such as nationwide assertion of claims against credit institutions and insurance providers
- Complex large-scale litigation
- Disputes between banks
- Representation of financial institutions in dealings with private and professional investors, such as payment transactions, financing, collateral and investment advice
- Capital market disputes of all kinds, including disputes involving complex financial instruments (derivatives, securities), inaccurate capital market disclosure and prospectus liability



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## Restructuring of all types of financing

As one of the top firms in Germany for restructuring non-performing and distressed financing, GÖRG has an excellent reputation for advising debtors and creditors.

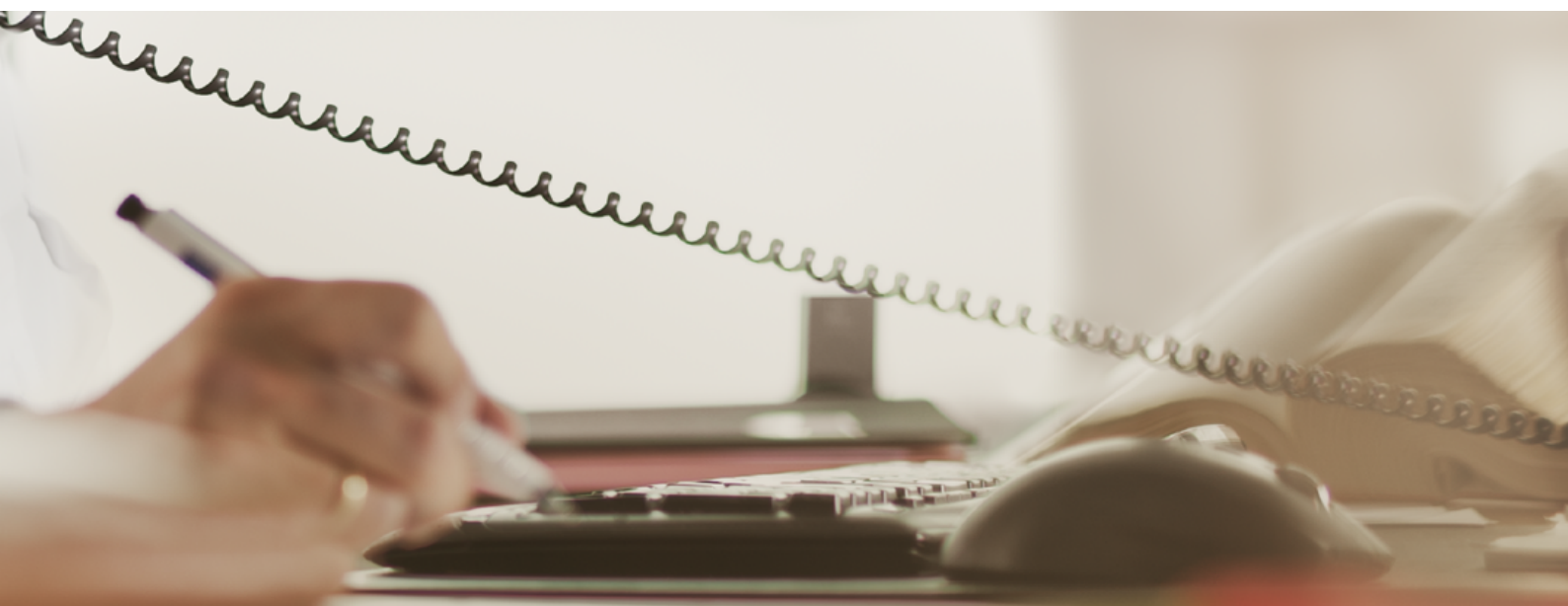
We provide skilled, comprehensive and trustworthy advice on critical and impaired financing, particularly for defaulting loans. When needed for complex projects, we draw on the pooled expertise of our restructuring and reorganisation team. Our services include the following:

- Restructuring all types of credit financing
- Restructuring bonds
- Advice on non-performing and impaired financing, particularly sub-performing loans (SPL) and non-performing loans (NPL)
- Advice on bringing such credit claims (collateralised/non-collateralised)
- Advice on the acquisition of (defaulting/distressed) loan portfolios
- Bridging loans and restructuring loans

## Banking supervisory law | Insurance supervisory law | Payment supervisory law

Banks, insurance providers, payment institutions and electronic funding institutions trust us in matters of supervisory law. If you are responsible for managing a business regulated by laws such as KWG/VAG/ZAG, whether as a credit institution, insurance provider, pension fund, payment institution, electronic funding institution or other business in the financial services sector such as a fintech business – we offer skilled advice on all aspects of financial regulatory law. We will guide you through new legislative developments, advise you on how to handle highly-complex regulatory issues and reliably assist you during approval procedures or in the preparation of institutional notifications and reports. You can rely on our comprehensive expertise in matters such as:

- Approval procedures for institutions in accordance with KWG and ZAG
- Clarification of whether approval or supervision is required for banks, insurance providers, payment providers and electronic funding institutions, as well as on matters relating to money-laundering law
- Notifications in accordance with KWG and ZAG
- Ownership control procedures and notification requirements related to mergers and acquisitions in the financial sector
- Regulatory requirements for the internal organisation of credit institutions and financial service institutions, such as minimum requirements for risk management and compliance (MaRisk, MaComp) and the Remuneration Regulation for Institutions (Institutsvergütungsverordnung).
- Regulatory requirements as well as contractual arrangements for financial services outsourcing
- Insurance supervision regulatory requirements under the VAG



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## Corporate Governance and Compliance

One of our core advisory areas covers company law and corporate constitution law in the financial sector, alongside common topics in banking and finance law. Our lawyers provide you with comprehensive advice concerning, for instance:

- Business-specific corporate governance (e. g. for private and public banks, savings banks and insurance providers)
- Liability of management bodies, including representation of credit institutions and management bodies in court
- D&O insurance matters
- Compliance in the financial sector
- Internal investigations in the financial sector
- Advisory of supervisory boards

## Investment law | Capital investment law

The complexity of advising in the field of investment law and capital investment law requires extensive specialist knowledge. Investment law advice is one of our core skill areas. We provide you with comprehensive and skilled advice on all related matters, including the following:

- Developing legal and tax concepts and ongoing advice on investment assets
- Collaboration with supervisory authorities in approval and notification processes
- Establishing investment assets in the form of OGAW funds and AIF funds, as well as investment stock corporations or limited investment partnerships
- Preparation and updating of mandatory documents for investment assets; drafting of a prospectus/information memorandum, general and specific conditions for investment, key investor information document (KIID)
- Negotiation and review of contracts with depositaries and service providers
- Negotiation and review of outsourcing contracts for management companies, including with portfolio managers
- Negotiation and review of sales contracts, notification of cross-border sales (passporting of funds in the EU and EEA) and review of promotional materials
- Legal advice on transferring funds, changes in depositaries or management companies as well as fund mergers

At GÖRG, we are also able to transfer funds to other countries through our partner firms. For matters involving international sales activities, we also collaborate with external independent firms.



# Local presence: your contacts

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# Where you'll find us: our locations

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### FRANKFURT AM MAIN

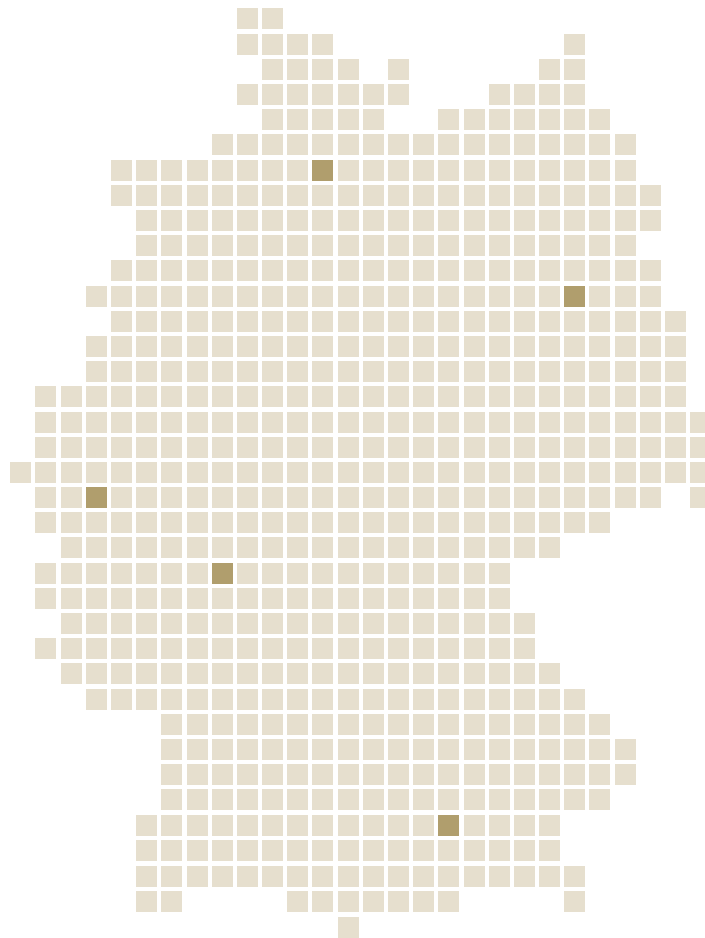
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## About us:

GÖRG ranks among Germany's leading independent business law firms. With some 290 lawyers and tax advisors based at our five locations – in Berlin, Cologne, Frankfurt am Main, Hamburg and Munich – we are able to offer our clients the full breadth and scope of legal expertise and experience needed to cover all core areas of business law.