



## International Corporate Reorganizations

Our vast multi-disciplinary knowledge and global experience in designing and implementing efficient, cost-effective legal structures and business operating models gets results.

### The need for change

Businesses regularly review their corporate structure to ensure it provides the most effective means of achieving current and future commercial plans while ensuring appropriate **tax efficiency** and **minimizing HR risk**. Structural and business flexibility is a competitive necessity to achieve efficiency, operational synergies, cost savings and enhanced shareholder value in fluid, fast-paced global markets.

Corporate reorganization achieves these goals and presents multinational corporations with further opportunities across all parts of the business. We can help you and your business to maximize the benefits of these transformations, with detailed, tailored strategies and effective execution.

### One global team

Our International Corporate Reorganizations team comprises cross-border, multi-disciplinary teams of corporate, employment, tax, intellectual property, IT, regulatory, commercial, finance and real estate practitioners. Our team will assist you and your business with a broad range of integrated services, including post-merger integration, carve-out/spin-off, supply-chain transformation, entity rationalization and general corporate structuring.

### Transfer pricing

In addition to tax and legal services, our **transfer pricing group**, comprising dedicated lawyers, economists and accountants can provide any transfer pricing and valuation services required to implement your reorganization.

### Helping you transform

Our extensive experience and our proactive, efficient approach to managing complex global projects has given us a comprehensive understanding of the operational, financial, legal and tax implications that accompany a reorganization.

Our internationally experienced lawyers in the Project Management Office combine know-how, project management skills, tailored technology and tools to effect efficient implementation. By providing a single point of contact, our lawyers manage all material aspects of the project and ensure seamless collaboration, with minimal disruption to your in-house team and day-to-day operations.

### Our methodology

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- Tax
- Corporate
- Restructuring
- Projects, Energy and Infrastructure
- Regulatory and Government Affairs
- Intellectual Property and Technology
- Finance
- Employment

Having devised and implemented a significant number of international corporate reorganizations, we have developed a robust approach that ensures projects are run in the most efficient and cost effective way.

This includes:

- Central coordination and communication
- Quality review
- Central billing
- Globally aligned documentation
- Tailored technology and tools

### **A truly one-stop solution**

Leveraging our global footprint, deeply rooted local focus and a strategic investment in technology, we deliver a solutions-led approach based on our client's global objectives. We help streamline processes, increase accountability and identify ancillary enhancement opportunities across all sectors globally.

## CAPABILITES

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## EXPERIENCE

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- Acting for a large multinational insurance brokerage company in creating a new holding structure for its non-US subsidiaries to enable it to better manage the internal cash needs of the group and to repatriate funds to the US as efficiently as possible.
- Leading a global multi-disciplinary team in implementing a 30+ country regulatory-mandated divisionalization of a leading multinational financial services company.
- Leading the segregation of the EMEA, LATAM, Caribbean and AsiaPac subsidiaries of a global professional services firm into new regional holding companies, followed by a sophisticated leverage transaction involving 40+ countries.
- Leading the global corporate implementation effort of a global science and technology innovator's separation into two publicly-traded entities. Implementing 41 step plans that covered 54 jurisdictions and involved nearly 4,000 documents, 500 share transfers, 25 assets transfers, and the formation of more than 50 entities.
- Advising a large multinational conglomerate in a carve-out sale of a multi-jurisdictional business from a larger division across more than 20 countries.
- Advising on a post-acquisition restructuring arising out of a takeover in IT services. This was a global transaction of US\$3.1 billion designed to increase Business Process Outsourcing (BPO) capabilities and to improve and increase the infrastructure platform.

### Publications

**Brazil: Transfer of a going concern – what you need to know**

#### CROSSROADS – ICR INSIGHTS

A transfer of a going concern (TOGC), commonly used in Brazilian asset deals and internal reorganizations such as carveouts, requires thoughtful planning. Learn what important aspects to consider with TOGCs.

By: [Alex Jorge](#) | [Rafaella Chiachio](#)

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**Canada: Choosing to incorporate your subsidiary in British Columbia**

#### CROSSROADS – ICR INSIGHTS

Looking to incorporate in Canada? British Columbia is consistently at the forefront of user-friendly, modern Canadian corporate law.

By: [Benjamin Bluman](#)

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**Cayman Islands: Benefitting from its flexibility and tax-neutral status**

#### CROSSROADS – ICR INSIGHTS

Migrating to the Cayman Islands offers benefits such as flexibility and tax neutral status. What to keep in mind?

By: [Sam Francis](#)

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**Hong Kong: Should you deregister or liquidate that subsidiary?**

#### CROSSROADS – ICR INSIGHTS

Learn the nuances between deregistering an entity and liquidating an entity when it's time to eliminate that subsidiary in Hong Kong.

By: [Heng Loong Cheong](#) | [Tommy Lam](#)

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**Japan: Navigating foreign direct investment rules when you are contemplating a corporate reorganization**

#### CROSSROADS – ICR INSIGHTS

When in Japan, if you are acquiring equity, changing a shareholder as part of a reorganization or taking certain other corporate actions, you need to beware of the new foreign investment rules.

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## Switzerland: Employee transfers in an asset deal

### CROSSROADS – ICR INSIGHTS

Learn the Swiss law exception to automatic transfers of existing employment relationships in an asset deal.

By: [Dominik Hohler](#)

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## Switzerland: Grappling with the financial assistance rules

### CROSSROADS – ICR INSIGHTS

Upstream or cross-stream financial assistance within a group of companies is a controversial topic in Switzerland. Dominik Hohler, Partner at Walder Wyss Ltd., provides a view of the current legal landscape.

By: [Dominik Hohler](#)

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## US: Tips on converting a corporate entity

### CROSSROADS – ICR INSIGHTS

What to do when one US state won't allow you to readily convert from one entity type to another.

By: [Benjamin Guez](#)

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## NEWS

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### DLA Piper advises on sale of Glofox to US tech group ABC Fitness Solutions

3 August 2022

DLA Piper is advising on the sale of Irish gym software company Glofox by founders Conor O'Loughlin, Anthony Kelly and Finn Hegarty and VC backers including Partech, Notion Capital, Octopus Ventures and Tribal.vc to US tech group ABC Fitness Solutions. The transaction is expected to close later this year.

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