

## **SUMMARY OF RECENT EXPERIENCE:**

(revised January 2020)

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### **Assignments 1994-2009:**

#### **Founding, running and liquidation of businesses:**

Founding subsidiary to German DIY Centre Corporation. Counselling mixed Danish German management and drafted manager contracts ref. to both daughter and mother company. Assisting counselling during continues operations and in connection with the subsequent liquidation of the business.

Founding company for import and sale of liquid gas in Denmark. Member of a mixed executive committee with German supplier and Danish general manager. Assisting counselling during continues operations and in connection with the subsequent liquidation of the business.

Assisting in comprehensive project with establishing Course and Seminar Business in Denmark for German Institute in Berlin. Counselling included among other things drafting company contract, Licence Agreements, issues connected with DTA (Double Taxation Agreement) etc. Also assisted with counselling during continues operations. Cf. under Real estate and other property law.

Assisted in connection with sale of Refuse Disposal Business to recently founded Danish company with two German shareholders (OHG and AG) and the seller as general manager.

Founding Danish ApS for German GmbH with the object of selling and distributing electric article in Denmark. Assisting counselling during continues operations and in connection with the subsequent liquidation of the business.

Founding Danish ApS for German Industry Cleaning Corporation with the object of serving Danish businesses in the border region (Danfoss, Tulip etc.).

Founding Danish ApS with the object of importing and leasing German registered motor vehicles to business customers.

Founding Danish ApS with the object of importing and selling exotic birds in Denmark.

Founding Danish ApS with the object of importing and selling medicaments in Europe.

Founding Danish ApS with the object of moving the German concrete foundry business to Denmark.

Founded German GmbH for graphic and electronic communication business in Denmark. Assisting counselling during continues operations and in connection with the subsequent purchase of the shares of the German joint owner.

Founding Danish ApS (optician), Danish/German partners, Danish/German articles of association and shareholders agreement.

Counselling Danish/German partners in Danish ApS (foil and print products). Assisted in connection with attempt of reconstruction including new liquidity, which ended in a private administration order with the German parent company and Danish creditors. Cf. under Dispute resolutions and the like.

Counselling larger telecommunication business in connection with international Terms of sale and delivery on issues like security (secrecy of mails), force majeure in connection with hacker and virus attacks and the like.

Founding Danish medical company for German owners with articles of association, shareholder agreement and rules of procedure. The documents had to be attuned to the shareholders expectations according to German law.

Counselling and assistance to manager and owner of a Danish ApS resident in Germany in connection with bankruptcy of the company including the difference between Danish and German law on the issue of shareholder loan and current accounts.

Counselling a tool making business in connection with marketing law (infringement of trade and business marks).

Founding Danish ApS for German owners with the object of selling pellets burner systems in Denmark. Subsequently assisted with counselling competitive law as the competitors were going to use predatory pricing and market dominant positions.

Recovering outstanding debts for GmbH (workforce hiring company) and analysing the concept.

Counselling German owner of Danish ApS (medical wholesale company) in connection with possible offence against medical law in Denmark and assisted in connection with liquidation and bankruptcy of the company (examination of claims).

Analysing English shareholders agreement in new Danish A/S (medical company with 7-10 persons and companies in Denmark, Germany and Hong Kong as shareholders).

Thorough examination of new IT service contract starting from the new standard model contract and including examination of case law from DIFO (Danish Internet Forum).

Counselling and assistance of wholesale shoe company in connection with marketing law (infringement of trade and business marks). Cf. under Dispute resolutions and the like.

Founding Danish ApS (1) for German owners (cable laying works for larger building owner consortium in Denmark). Also counselling in connection with cooperation agreement and posting working labour for activities in Denmark.

Founding Danish ApS (2) for German owners (cable laying works for larger building owner consortium in Denmark). Also counselling in connection with cooperation agreement and posting working labour for activities in Denmark.

Counselling of German owner of Danish ApS in connection with employment contracts (comparing Danish with German law).

Counselling larger European airline Transport Company in connection with aviation, competitive and marketing law in connection with international Terms of sale and delivery in Denmark. Other tasks have been with labour market substance and continue counselling and assistance with legal department.

Counselling and drafting contracts for Danish A/S (export/import of manure) in connection with exclusive distribution agreements, agency agreements and cooperation agreements.

Counselling e-commerce Company in connection with adjusting the homepage to agreement and purchase law.

Counselling larger Danish export company in connection with IT law and e-commerce, marketing law, competitive law and the whole organisation of distributors – national and global. Examined and drafted contract in Danish, English and German, Responsible for activities in e-commerce project group. Analysed and tailored both national and global marketing campaigns virtually, Cf. under Real estate and other property law, Education, training and other learning development, Relations with public authorities and Dispute resolutions and the like.

## **Real estate and other property law:**

Concerning the above-mentioned Course and Seminar Business from Berlin. Counselling in connection with purchase of real estate, working out a district plan and applying for rural area permit etc. Also counselling in connection with the subsequent transfer of a part of the company. Cf. Founding, running and liquidation of businesses.

Working out (to larger company selling diet supplements) tender for counselling job including comparative analysis of Danish and German contract and construct law in order to find out which of the laws should be applied in connection with a construction agreement with a German building contractor. In cooperation with German lawyer (Joint Venture).

Handling real estate transfers to German purchasers and counselling in connection with taxes, social security etc.

Counselling EU-citizens injured in Denmark, Germany or Europe in cooperation with foreign lawyers.

Handling conflicts in connection with family law and law of wills and succession (international private law – mainly jurisdiction and choice of law questions).

Cases in connection with Danish and German building contractors (relevant laws and conventions).

Concerning the above mentioned larger Danish export company. Examination of national and global lease agreements of the company (office and shop premises, housing accommodations etc.). Examination of loan agreements, warranties and indemnities of the company at home and abroad. Cf. under Founding, running and liquidation of businesses, Education, training and other learning development, Relations with public authorities and Dispute resolutions and the like.

#### **Education, training and other learning development:**

Giving lectures on law of will and successions, HR issues, real estate, building contractors etc.

Holding conferences for German advisers with clients (building contractors, craftsmen etc.) on the subject: "How to access the Danish market for building contractors concerning law, taxes and standards" in cooperation with architect and chartered accountant.

Concerning the above mentioned larger Danish export company. Prepared seminar for the consumer complaint department of the company. Cf. under Founding, running and liquidation of businesses, Real estate and other property law, Relations with public authorities and Dispute resolutions and the like.

#### **Relations with public authorities:**

Working out an analysis of the difference between the Danish and German health care system in cooperation with a German specialist (Fachanwalt für Medizinrecht). Working out a memorandum for public authority in order to consider efficient use of surplus capacity in the then hospital service.

Concerning the above mentioned larger Danish export company. Comparing preparedness, e-commerce concept and distribution contracts with the demands of the authorities to the selective, quantitative, qualitative, vertical distribution systems. Cf. under Founding, running and liquidation of businesses, Real estate and other property law, Education, training and other learning development and Dispute resolutions and the like.

#### **Dispute resolutions and the like:**

Concerning the above-mentioned Danish ApS (foil and print products). Counselling and assistance to the German Manager in connection with lawsuit at the Maritime and Commercial Court in Copenhagen against former employer concerning § 19 in the Danish marketing law, previous § 10. Cf. under Founding, running and liquidation of businesses.

Counselling and assistance to owner of a Danish ApS (container hire out company) in connection with lawsuit at the Maritime and Commercial Court in Copenhagen concerning clause of irrevocability and claims of compensation.

Counselling of German sea officers in connection with a corporate transfer of a subsidiary shipping company in Germany to the parent shipping company in Denmark about German and Danish labour legislation in cooperation with German specialist (Fachanwalt für Arbeitsrecht). During negotiations with group

management analysing the consequences of the systems of justice for the associates. Cf. under Founding, running and liquidation of businesses.

Concerning the abovementioned wholesale shoe company. Counselling and assistance against foreign shipping companies in connection with Harari Grosse, Cf. under Founding, running and liquidation of businesses.

Counselling of c 500 employees in connection with mass dismissal in a subsidiary Danish company to German Tele Call centre. Counselling about the conditions of legal actions in a mass lawsuit concerning infringement of several labour legislations in Denmark. An analysis revealed that the company had used German and Danish labour legislation at their own discretion.

Concerning the above mentioned larger Danish export company. Examining and settling the global complaints of customers of the company – both consumers and businesses. Cf. under Founding, running and liquidation of businesses, Real estate and other property law, Education, training and other learning development and Relations with public authorities.

### **New assignments 2009-2011:**

Current assistance and counselling of the management of a shopping mall related to labour legislative conditions (pension, termination, employment contracts, collective agreements etc.), insurance issues (interpretation of insurance policy and conditions in relation to water damages, dispute whether entering a new insurance agreement or not (contract law etc.)), termination of tenants and seceding the shareholder community of the shopping mall owners company, counselling relating to company law etc.

Counselling of an automobile dealership related to theft of a sold vehicle during transportation abroad (negotiations with the foreign buyer and his assurance company, the transporting carrier, the assurance company of the salesperson and others – interpretation of i. a. the Danish Sale of Good Act, CISG and transport law).

Counselling of a former manager of a larger Nordic electrical wholesaler about entering into potential reseller's agreements with Scandinavian and German group of companies.

Counselling of an assistance to the above-mentioned Danish ApS with German owners with the object of selling pellets burner systems in Denmark and related to company law consequences of not handing in the annual account to the authorities in time, including assistance in connection with reconstruction of the share capital of the company, assignment of assets and liquidation by declaration of the company.

Assisting lawyer's practice with linguistic and legal assistance in connection with a dispute on commercial agent matters between German and Danish companies.

Current assistance to lawyer's practice with legal and ethical coaching of younger attorneys in addition to legal and commercial mentoring. In spring 2011 entering into a co-operative agreement with the aim of a more intensive assistance of the practice – both internal and attending directly to customers.

Current assistance to estate agency chain including assistance in relation with parcelling out agricultural land into small holdings and hereafter putting it out to competitive tendering and concluding the deals.

Current assistance and counselling of a medium-sized company with production and servicing of various safety gear for lifting equipment, among other things trademark registration and competition rules, drafting sales and licence agreements, assistance in connection with restructuring the company (tax-free transfer of assets) and increasing the share capital with among other things new statutes and shareholders agreement.

Counselling of franchisee (convenience store) in connection with review of the contractual basis.

Assistance of property owner in connection with rental of real estate.

Counselling of major contractor from Northern Germany with review of various construction contracts and an extensive outstanding account with the Danish IRS (Internal Revenue Service) in consequence of problems with the registration for VAT.

Counselling of a patient with whiplash trauma in connection with a closer examination of the sequence of events in a former action for damages regarding reflections on whether to reassume the action with reference to the authorities or a legal action against former counsellors.

Counselling of lessee of a hostel in connection with extensive dispute with the lessor and later in connection with liquidating the business during suspension of payments at first and bankruptcy filing and rescheduling of debt afterwards.

Counselling of a house painter in connection with a survey report during an arbitration case at the Danish Board of Arbitration for The Building and Construction Industry concerning deficiencies in the work of the painter indicated by the building owner and contractor.

Counselling Nordic trader of telephone and computer gear regarding to the establishment of new shops – both in connection with entering into new tenancy agreements, reviewing a set of common Nordic shareholder agreements and other daily inquiries.

Counselling furniture retailer in connection with extensive defects in the roof structure of formerly acquired commercial building.

Counselling a German owned company with laying/burial of cables in Denmark in connection with alteration of the statutes (authorization of the board of directors for dividend declaration) and further on liquidation of the company through a solvent declaration hereupon.

Counselling of a landowner in connection with a railway companies unjustified use of a piece of land in connection with track maintenance work.

Administration of an estate with securities and various life insurance policies.

Current legal and commercial assistance and counselling of several venture companies, among other things issues relating to company law etc., of various safety gear for lifting equipment, among other things trademark registration and competition rules, drafting sales agreement and sales and delivery terms in English for global use, counselling relating to competition law and marketing practices etc.

Current legal and commercial assistance and counselling of company with sales of building materials, among other things issues relating to competition law and marketing practices, assignment of real estate, transition of company shares etc.

Assisting business group with rental services in connection with inter-group business.

Issuing demands for a Danish buyer of a vehicle in Germany in anticipation of a conviction awarding the buyer compensation or price reduction because of a defect motor all according to the Danish Sale of Goods Act and International Conventions.

Issuing claims for a Danish skiing tourist after bodily injury during a vacation because of an insufficient snow clearing of the hotel premises.

Counselling and assisting German employees in Denmark in connection with a dispute about using their vehicles with German registration plates in Denmark and the fiscal consequences hereof.

Counselling and assisting in connection with sending in an application of guardianship to the authorities and there upon the examination of the decision by the local court.

### **New assignments 2011-2020:**

Established a formalized cooperation with medium size law firm in the south of Denmark in May 2011 for the purpose of solving current tasks and cases through written preparation of lawsuits, drafting pleadings and statements, obtaining evidence and documents, arranging the submission of evidence during the court hearings, initiating and carrying out possible appeals in connection with the written preparation of lawsuits etc. – all in connection with the following examples of material content:

- A series of major construction lawsuits at the ordinary courts and at the Danish Board of Arbitration for The Building and Construction Industry concerning but not limited to the following matters:
  - deficiencies in connection with construction of a storage building,
  - deficiencies in connection with installing a concrete floor,
  - deficiencies in connection with construction of an additional building to a high school,
  - deficiencies in connection with construction of a new higher business school,
  - deficiencies in connection with constructing several major co-operative housing complexes,
  - deficiencies in connection with renovation of senior and nursing homes,
  - deficiencies in connection with installing of fire doors in a district heating power plant,

- written preparations in a series of cases against brickyards entrepreneurs and building contractors concerning deficiencies and flaws in connection with using a specific building brick, and hereunder a series of cases against projecting architects concerning an eventual consultant indemnity liability etc.
- A series of major lawsuits at the ordinary courts concerning agricultural subjects, hereunder cases concerning deficiencies in connection with the use of a milking robot facility, cases concerning dispute between fellow owners of major agribusinesses in Eastern Europa, cases concerning a major class action litigation about management liability on behalf of a larger group of farmers against the former board of managers of a bankrupt slaughterhouse, cases concerning assurance cover of damages in the agricultural sector, cases concerning compensation for economic damages as a result of consultant indemnity liability etc.
- A series of other major lawsuits i. a. concerning trading and renting of contractor's equipment, major criminal proceedings concerning economic crimes, multilingual legal assistance and concrete case management concerning cross-border insolvency and bankruptcy cases, many international cases for both Danish as foreign clients from i. a. Germany, Russia, Austria, Sweden, Poland and Italy in cooperation with the foreign colleagues, which were attached to the international network of lawyers with two annual meetings since 2011 etc.
- A series of assignments with labour law, among other things many cases with work-related-injuries and cases for the local union concerning dismissals, interpretation of union agreements etc.; solving staff-related commotion in an affiliated Danish company to an Austrian Concern; definite (lawsuit) cases concerning disloyal behaviour, employment-resembling assistances and other matters.

Several assignments for German Companies concerning labour legislative issues, several assignments concerning claims of compensation for Danish citizens abroad and several assignments concerning sale of real estate in Denmark to foreigners, deficiencies in building constructions in connection with a holiday house project, international law of inheritance etc.

Assignment for a German law firm, which client was a German company affiliated with a larger Danish global concern, that had sold a machine for food processing to a Polish buyer, that had made a pretended complaint short before the expire of the seller's guarantee, - probably to ease their own tight liquidity.

Assignment for Danish global concern with production of fire-resistant frontage concerning an attempt with negotiations with a south German company in order to consider a take-over.

Since August 2017, current occupied with many very different assignments for a Danish farmer's organization on a local, regional, national and international level, substantially assignments concerning counselling and management of sale and leasehold of agribusinesses from the recreational farming to major pig and cattle farms.

Beyond that active in a national specialist group under the central Danish farming counselling agency called SEGES concerning conveyance of real property and in addition to this active with assignments of claims caused by delivery of 27 F-35 Starfighter planes to an airport in the immediate neighbourhood, placing a new highway in the immediate neighbourhood, erecting electrical supply line masts and constructing large data centres for Google and Apple in the immediate neighbourhood resulting in consequences for drainage, traffic, canalisation etc., erecting a border fence against wild boars etc.

Assignment for IT Company regarding dismissal/disconnection of an employee, assignments for German buyers of real estate in Denmark in regard to EU resistance permit and a case against the property insurance company, counselling German buyers of Danish holiday cottage including application for acquisition permit, participation in an Alternative Dispute Resolution (ADR) between to former spouses about the division of property, assignments with company changes and international company drafting for customers to the abovementioned Danish farming counselling agency, collecting debts to a German business from a Danish company according to a EU legalized German judgement including filing for bankruptcy protection and other cases.

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SPH Consult.