



Ogier

Legal Services in  
Luxembourg

# The team provides high quality, responsive and cost-effective advice

Legal 500 EMEA, 2023

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## Who we are

We get straight to the point.  
Managing complexity to get to  
the essentials.

Ogier in Luxembourg is a full-service business law firm, specialising in international investment structures. We are uniquely placed to provide fully integrated advice on both Luxembourg and offshore laws and structures.

We provide legal advice to leading fund managers, banks, corporate and institutional clients based primarily in London, North America, continental Europe and east Asia. Our team of internationally experienced partners and senior lawyers provide specialised legal advice (including on a multi-jurisdictional basis) through the full life-cycle of our clients' structures.

We advise in English, French and German.

### Our core products

- Set-up of European, regulated and non-regulated alternative funds in the private equity, venture capital, debt, real estate and infrastructure sectors
- EU portfolio acquisition, finance and holding structures
- Inbound/outbound European investment structures
- Institutional corporate financing
- Tax structuring
- Securitisation vehicles
- UCITs and specialised investment funds for complex, alternative funds with hedge strategies
- Corporate reorganisation and special situations investment
- Fund finance
- Leveraged finance
- Real estate investment finance
- International M&A
- Corporate, financial and commercial disputes
- Employment law services



The team is a stand-out for its mixture of technical depth, prompt and clear communication, availability and general user friendliness.  
Legal 500 EMEA, 2023

## Our services and expertise

We provide specialised legal and tax advice through the full life-cycle of our clients' multi-jurisdictional investment structures.



Best Offshore  
Law Firm  
Wealth Briefing European  
Awards 2023



Law Firm of the Year -  
Litigation  
Citywealth IFC Awards  
2023



Deal of the Year - loan  
category  
IFLR Asia-Pacific Awards  
2023



Offshore Firm of the Year  
privateclient Excellence  
Awards 2022



Sustainability Initiative of  
the Year  
Citywealth Brand  
Management and  
Reputation Awards 2022

### Banking and Finance

Our team provides expert advice on the full range of Luxembourg banking and finance matters.

#### Banking and Finance services


- Secured financing documentation
- Advice on Luxembourg financing structures, including fund finance, leveraged finance, real estate acquisition finance, investment fund portfolio-holding structures and distressed asset situations
- Advice on Luxembourg security packages and enforcement of security
- Drafting and reviewing of corporate due diligence and condition precedent documentation
- Establishment of banking businesses
- Ongoing regulatory and compliance advice
- Set-off and netting advice
- General banking legal advice, including on data protection and confidentiality
- Luxembourg securitisation vehicles

### Corporate Securities, Mergers and Acquisitions

Our Luxembourg team specialises in international investment structures with extensive experience in advising on the establishment and financing of many forms of domestic and cross-border corporate vehicles, multi-jurisdictional mergers and acquisitions, joint ventures as well as initial and other public offerings.

#### Corporate services

- Inbound/outbound European investment structures
- Structuring of real estate transactions
- Corporate advice
- Reorganisations and cross-border corporate migration
- Joint ventures
- Corporate restructuring
- Venture capital and private equity transactions
- Public offerings
- Debt and equity listings
- Mergers and acquisitions, including negotiated acquisitions and divestures
- Management incentive packages

 The whole Ogier team were fantastic throughout the matter. They did really well... without a doubt we would use them again for the same type of thing. Would we recommend to others? Definitely.  
Client feedback





The team provides an excellent service and has strong market knowledge. Legal 500 EMEA, 2023



Luxembourg - Best Law Firms for Corporate Leaders League, 2023

### Investment Funds

Our investment funds team provides legal advice on fund formation, structuring, taxation, regulation and ongoing advice to investment funds and managers.

We advise on all types of investment funds, regulated and non-regulated, including open-ended funds, closed-ended funds, single investor funds across all alternative investment strategies including private equity, hedge, real estate, credit funds, infrastructure, special situations and structured products. We advise managers located throughout the world on the full spectrum of investment strategies.

### Investment Funds services

- Credit
- Hedge
- Infrastructure
- Investment management
- Parallel structures
- Regulatory
- Structured products
- Private equity
- Real estate
- Special situations

### Tax

Where Luxembourg tax advice is an important consideration in an international transaction, Ogier's Tax team provides specific tax expertise to support financial institutions, multinational corporates, funds and asset managers. In each case we offer practical experience of how issues of management and tax residence are addressed.

### Tax services

- Direct and indirect taxes and duties
- Local property taxes, consumption taxes and charges
- Advice to businesses wishing to establish an entity in our locations
- Tax advice on corporate restructuring
- Corporate redomiciliation, migration and tax residence
- Advice on bilateral and multilateral agreements on exchange of information and international conventions regarding mutual assistance between tax authorities
- Advice on substance
- Transfers of assets within the jurisdiction related to aircraft and other high value movable assets



## Welkin & Meraki

Ogier's Luxembourg team advised on the acquisition of share capital and voting rights of Welkin & Meraki.



We're happy to have assisted Industrious to better position itself to capture the growing demand for flexible workplace solutions. Bertrand Gérardin on the transaction

Ogier in Luxembourg advised Industrious on the acquisition of 100% of the share capital and voting rights of European-based Welkin & Meraki.

As a result, Industrious is now one of the largest flexible workplace companies in the world, having a strong presence in markets across the US and the UK.

The Corporate team provided counsel on all Luxembourg aspects of the transaction.

Ogier celebrated its 10th anniversary in Luxembourg in 2022, where the firm has grown from two to seven partners, and now has a headcount of more than 50.

With many dual-qualified Advocates, who bring a wealth of international client service experience in their individual disciplines, Ogier in Luxembourg delivers advice with a global perspective to help clients with their complex needs.



I hold the Ogier team in very high regard. They are efficient, reliable and always make themselves available.

Chambers Global,  
Investment Funds, 2022



They are always available and responsive and are able to explain the reasons for inclusion of provisions in documents to non-Luxembourg lawyers and clients.  
Legal 500 EMEA, 2022

### Private Wealth

Ogier's Private Wealth offering focuses on estate planning, matrimonial regimes, succession and relocation.

Our clients include independent financial advisors and insurance intermediaries, family offices, and financial institutions including private banks, asset management companies, insurance companies and non-luxembourg law firms.

### Private Wealth services

- Estate planning
- Life insurance structuring
- Ownership, assignments and beneficiary clauses
- Matrimonial regimes & succession
- Common law and civil law solutions
- Trusts, foundations, limited partnerships
- Entrusted insurance policies
- Probate and estates
- Ownership structuring
- Relocation of private individuals
- Inheritance
- Philanthropy
- Taxation

### CAYLUX Fund Finance

Ogier's CAYLUX fund finance offering is a collaboration between our Cayman and Luxembourg fund finance teams specifically aimed at lenders and their counsel active in the fund finance space. Our CAYLUX team is able to offer combined Cayman and Luxembourg legal advice for all types of fund finance transactions.

Ogier's fund finance team offers Luxembourg legal advice from a US time zone.

### CAYLUX services

Ogier's CAYLUX fund finance team can provide

- One team for Cayman and/or Luxembourg fund finance matters
- A proactive consistent approach with the Ogier service level that you expect
- Luxembourg legal advice from Cayman and within US time zones. Cayman legal advice within European time zones
- Ogier's established reputation for acting for banks and financial institutions and we are listed as approved local counsel with many banks
- A well-staffed team of transactional experts that understand funds and the local counsel role
- By minimising duplicative local counsel costs and reducing inefficiencies our combined team is able to offer better value to lenders (and ultimately fund borrowers)



### Dispute Resolution

When disputes arise in our jurisdictions, they are often complex, international and high value. Our dedicated experts have a pedigree in local and cross-border trust dispute resolution and advise on technical, strategic and procedural aspects across the spectrum of contentious commercial issues and disputes.

Our Dispute Resolution experts also work as part of Ogier's global Restructuring and Corporate Recovery team, which offers legal advice to banks, financial intermediaries and corporates, as well as onshore counsel and other professional services providers in connection with company structures. Our multidisciplinary approach enables us to advise on all aspects of restructurings from consensual workouts to contentious schemes of arrangement.

#### Dispute Resolution services

- Commercial disputes - including fraud and asset tracing claims, freezing and other injunctions and enforcement of foreign judgments
- Corporate disputes - claims against directors, shareholder disputes, malpractice and professional negligence
- Insolvency and restructuring - winding up and cross border insolvency applications, restructuring applications, liquidation, negligence and partnership disputes
- Financial services disputes - including funds, banking and insurance claims and claims by investors and creditors
- Regulatory advice - including assisting our clients in case of dawn raids from any of the Luxembourg regulators
- Alternative dispute resolution - arbitration, mediation and all other forms of alternative dispute resolution
- Property related disputes -

including planning, construction, landlord and tenant and environmental claims

### Employment

Our employment team in Luxembourg advises on a wide range of employment matters from standard employment instructions, tribunals and the courts, to immigration, work place safety, data protection, licencing and relocation support.

Our particular experience in human resources (HR) and training facilitates a breadth of service that meets the needs of businesses across sectors, from small local operations to major international clients.


#### Employment law services

- Contracts of employment, policies and procedures
- Data protection
- Drafting and enforcement of restrictive covenants
- Employment aspects of acquisitions and disposals
- Health and safety at the workplace
- Redundancy and termination
- Training programmes covering issues faced by businesses, eg employment law and HR issues
- Immigration
- Remuneration policies
- Social elections



Friendly and easy people to deal with who put no barrier between lawyers and their clients, strict respect of the imposed deadlines which is vital in transactions.

Legal 500 EMEA, 2023

 A great pleasure to work with you and the team and we appreciate all the help and support the team has provided us on both Lux and Cayman end.  
Client feedback



## Reasons to use Luxembourg

Luxembourg is one of the largest global financial centres, benefitting from flexible and attractive legal, regulatory and tax regimes.

Luxembourg is home to a significant concentration of professional services providers. Luxembourg's investment funds industry ranks as the largest EU fund domicile jurisdiction and the second largest fund domicile jurisdiction globally.

Luxembourg's sophisticated financial services infrastructure, global brand recognition, full EU single market access and extensive double tax treaty network has also led to its development as a core jurisdiction for non-fund investment structures. This has resulted in the domiciling of several tens of thousands of investment holding companies, many of which form part of globally recognised institutional corporate groups or hold the portfolio investments of leading international investment funds.

Luxembourg's securitisation vehicle forms a third principal pillar of its financial services sector.

As a leading global jurisdiction for the establishment of investment vehicles, Luxembourg has demonstrated one of the most solid track records of stability, with AAA credit rating, low levels of sovereign debt and one of the highest per capita GDPs globally. This economic and political stability, allied to the legal, regulatory and fiscal attributes of its financial services industry, has resulted in Luxembourg's position as a premier ranking global investment domicile.

Global regulatory change is giving increasing prominence to the use of complementary structures tailored to the needs of particular clients and particular investor groups. Luxembourg has a strong track record of successfully applying regulatory change to the benefit of clients and investors – the growth of institutional, alternative investment funds providing one example of this among many.

Luxembourg regularly reviews and updates its domestic regulatory framework in light of market change opportunities as they arise; for example, to optimise the efficient utilisation of the EU investor distribution passport introduced for professional investor funds under the EU AIFM directive.



A highly competent, professional and organised firm with a strong team of partners and associates who work cohesively together.  
Chambers Global

# Ogier | To the point.

Ogier is a professional services firm with the knowledge and expertise to handle the most demanding and complex transactions and provide expert, efficient and cost-effective services to all our clients.

## We have three divisions:

**Legal:** Practical advice on BVI, Cayman, Guernsey, Irish, Jersey and Luxembourg law.

**Corporate and Fiduciary:** Corporate administration services with a strong reputation in governance and regulatory compliance.

**Consulting:** Independent guidance on sustainable investing, regulatory compliance and tech.

### Core legal services

- Banking and Finance
- Corporate
- Dispute Resolution
- Investment Funds
- Private Wealth
- Regulatory
- Tax

### Core corporate and fiduciary services

- Corporate Administration
- Debt Capital Markets
- Funds
- Investor Services
- Private Wealth
- Real Estate

### Core sector services

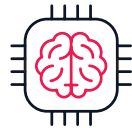
- Aviation and Marine
- Family Office
- Private Equity
- Real Estate
- Restructuring and Insolvency
- Sustainable Investing and ESG
- Technology and Web3

1,100  
Employees

110 Partners  
40 Directors

## Investment in technology

Our continued investment in our people and technology is transforming the delivery of professional services to our global client network, from live client portals to digital contracts, digital collaboration areas and document compilation.



## Sustainability

As an international firm, we support efforts to protect global and local ecosystems. We are continuously and actively reducing our global carbon emissions and environmental impact. We are embedding sustainability at every level.



## Corporate Social Responsibility

We're committed to being a good corporate citizen and supporting causes that empower people and enable our communities to thrive. We achieve this through community partnerships, pro bono work and volunteering.



## Innovation

Whether we're pioneering new ways to service clients or fostering a culture of continuous improvement, innovation is at the heart of everything we do. We are committed to providing a market-leading service that empowers clients.



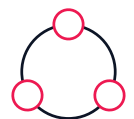
## Client Centric

We understand what our clients need to succeed, and do everything to ensure they meet their goals as simply and effectively as possible.



## Diversity, Equity and Inclusion

We believe in putting people first. As a global business we recognise diversity, equity and inclusion can be complex, challenging and nuanced. So we're meeting it with courage, drive and openness.



**Best Offshore Law Firm**  
WealthBriefing European Awards 2023



**Law Firm of the Year**  
- Caribbean, Guernsey and Jersey Citywealth  
IFC Awards 2023



**Offshore Firm of the Year**  
HFM Asian Services Awards 2023



**Offshore Firm of the Year**  
The Lawyer European Awards 2023





WISAG

## Ogier in Luxembourg assisted WISAG in acquisition of Nettoservice.

Ogier's Corporate team in Luxembourg assisted WISAG Service Holdings Luxembourg SARL, a subsidiary of the German WISAG Group, with the acquisition of Nettoservice SARL.

The team was headed by mergers and acquisition specialist Bertrand Gérardin, with the acquisition process managed by senior associate Sarah Verlande from Ogier's German Desk. Senior associate Olivia Colette also assisted with local law aspects of the transaction.

"Our German Desk, and being able to advise clients in German, has played an important role in Ogier's success in Luxembourg. We're delighted to have assisted WISAG in its successful acquisition," said Bertrand.

WISAG is one of the leading service companies in Germany, with around 50,000 employees and more than 250 locations in Germany and abroad. Nettoservice is the largest cleaning service provider on the Luxembourg market, employing around 1,400 employees.



## Key contacts



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**Legal  
Corporate and Fiduciary  
Consulting**

Beijing  
British Virgin Islands  
Cayman Islands  
Dubai  
Hong Kong  
Guernsey  
Ireland  
Jersey  
London  
Luxembourg  
Shanghai  
Singapore  
Tokyo

Ogier provides practical advice on BVI, Cayman Islands, Guernsey, Irish, Jersey and Luxembourg law through our global network of offices across the Asian, Caribbean and European timezones. With a growing team of more than 1,100 people around the world, we regularly win awards for innovation, client service and quality. Regulatory information can be found at [ogier.com](http://ogier.com)