

NEVEN & PARTNERS BV

Private Equity Law Practice

Start-ups & Emerging Growth Companies / Private Equity Funds

From technology starters and growth companies....

Private Equity deals are the foundation of our corporate practice and reflect our long-standing focus on entrepreneurial companies in the technology, life sciences, medical devices, software, telecom, energy, cleantech and healthcare industries, to name a few.

Our connection with a variety of venture capitalists and angel investors enable us to advise companies on what to expect in the financing process and how to circumvent common financing obstacles. As the business develops and grows, we employ our resources to help our clients with capital transactions, issuing securities, stock option and warrant plans, management contracts, service contracts, license agreements and multiple commercial contracts.

We are well-positioned to offer no-nonsense advice on a cost-efficient basis and provide the legal support growth companies need to go from start-up to venture capital financing to IPO to wherever their endeavor leads them next.

... To Private Equity funds

Our wide-ranging experience has been appreciated and used to initiate and develop several government initiatives to stimulate risk capital in Belgium, as well on the federal level as on the regional level. This cooperation went from measures to encourage an IPO-transaction to the creation of structures that can provide growth companies with the necessary capital. Examples of these are the legislation on public and private privaks/pricafs and the Arkimedes-regulation. Our expertise and experience has led us to advise private equity funds with their incorporation and their capital transactions, with their recognition as a private privak/pricaf or as an ARKIV (ARKimedes-recognised fund), with their private placements.

Services that we can offer technology start-ups, emerging growth companies and private equity funds are the following (the operating languages are English and Dutch):

Companies

- Assistance with incorporation (choice of corporate form, capital, management company or not,...)
- Articles of Association (with special features such as classes of shares, profit sharing certificates, transfer restrictions, administration of the company, rules on the decision making process in the board and the shareholders meeting,...)
- Proxy documents (delegation of powers, daily administration, company transactions,...)
- Corporate governance: drafting of a Corporate Governance Code, selection of board members, evaluation of board members, operating rules of the board,...
- Special Reports of the Board (procedure loss of capital, conflict of interests, special reports at the occasion of a change of rights of shareholders, issuance of warrants or convertible bonds, contribution in kind, issuance below par value,....)
- Internal regulations of the Board / Management Committee
- Confidentiality agreement for board members
- Responsibility board members
- Warrantplan and accompanying documents
- Service agreements / management agreements

Capital Transactions companies / funds

- Financial Adviser Agreement
- Finder's Agreement – Buyer
- Offering Memorandum
- Letter of Intent
- Term sheet
- Subscription Agreement
- Confidentiality Agreement
- Shareholders Agreement (commitments concerning financing, composition of the board, functioning of the board, delegation of powers, exit provisions, anti-dilution provisions, ratchet up or ratchet down-agreements, settlement of disputes, information provisions, reporting provisions, confidentiality clauses, reps and warranties,...)
- Coordination and guidance of the deal structuring and execution
- Seed Financing
- Angel Financing
- Mezzanine Financing
- Bridge Loan Agreement
- Convertible Loan Agreement, Loan Agreement

Private Equity funds / Investment companies

- Incorporation of private equity funds, private privaks/pricafs, public privaks / pricafs
- Memorandum Private Placement
- Recognition procedure as private privak/pricaf
- Recognition procedure as ARKIV (ARKimedes-InvesteringsVennootschap)
- Placement Agency Agreement
- Guidance in negotiations, structuring deals, realization of deals
- Management Agreement / Investment Management Agreement
- Administrative Agreement
- Investment Guidelines
- Internal Set of Rules Investment Committee
- Audit Charter, Compliance Charter, Ethical Code, Corporate Governance Charter, Dealing Code

Operating languages are English and Dutch. We understand German (100%).

For further information

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