



## Company Law – challenges for SMEs and their advisers

**Most New Zealand companies and businesses are small and medium sized enterprises. Recent cases and global economic change have raised some challenging issues for lawyers and advisers working with clients who run small companies.**

It is therefore timely to analyse the application of the Companies Act in the context of SME transactions, how recent case law impacts upon work coming across your desk, and to take that discussion beyond the scope of “Introduction to Company Law” to consider particular issues in more detail.

Professional development targeting this particular area is often difficult to find. If you have SME clients, are a commercial lawyer at intermediate level or beyond, a provincial lawyer, general practitioner or an accountant involved in business matters, take advantage of this opportunity. You will advance your awareness of best practice for SME advisers, changes to the law, recent cases and key company transaction issues.

### YOU WILL CONSIDER

- Structures for SMEs and SME transactions
- Best practice on warranties and transactions
- Quasi partnership companies, joint venture companies, and an update on limited partnership arrangements including how equity can creep into your commercial arrangements
- Shareholder agreements and shareholder duties
- Best practice for director arrangements, shareholder securities and guarantees

- Exit strategies – what they are and what to do when there are none in place
- Section 149, and shareholder transactions after *Fong v Wong*
- Transactional issues, including reporting requirements, using s 107 properly, and capital raising considerations
- Policy issues facing SMEs.

### WHO SHOULD ATTEND

Commercial lawyers at intermediate and specialist level, provincial and general practice lawyers, and accountants involved in business matters.

### MATERIALS

Materials will be distributed to registrants before the seminar.

### FORMAT

Presenters will use a rolling fact scenario in addition to discussion examples to enhance the PowerPoint and oral delivery. Practical exercises will be available to seminar attendees but not included in the booklet.

### FEE (INCL GST)

NZLS members and NZLS Associate members – \$196 for the seminar and \$160 for the video-conference. Non-members – \$256 for the seminar and \$220 for the video-conference.

### SPONSORED BY



### PRESENTERS



**THOMAS GIBBONS**  
PARTNER  
MCCAW LEWIS CHAPMAN  
HAMILTON

Thomas specialises in commercial law and property development, regularly advising SMEs and other entities on

business structures, share dealings, shareholder agreements (and disputes), securities issues, charities matters, and Companies Act compliance. He has co-authored texts on trust and property law, and written on commercial and property law topics for the *NZ Law Journal*, the *Company & Securities Law Bulletin* and the *Waikato Law Review*. His recent LLM studies have focused on strategy and governance.



**PAUL HUBBARD**  
PARTNER  
ANDERSON LLOYD  
DUNEDIN

Paul is a partner in the commercial team at Anderson Lloyd in Dunedin and his practice includes a wide variety of

small to large enterprises. He has a particular interest in the Companies Act and shareholder agreements and has experience in drafting equity sharing arrangements for businesses that involve two people to twenty plus parties. Paul has also acted in relation to the sale and purchase of a variety of assets, businesses, shares and/or mergers and acquisitions and has advised on several takeovers under the Takeovers Code.