



GEORGESCU & LAWYERS

- ATTORNEYS AT LAW -

PRACTICE AREAS





BRIEFING

Georgescu & Lawyers was formed in 2012, as an association of individual law offices lead by attorneys with solid background and extensive expertise as business law practitioners, based on the principle that the whole is greater than the sum of its parts.

The core of our association is formed by a well-established Romanian team with exceptional local law capabilities, outstanding knowledge of the local markets and over 10-years' practical experience.

We are a full-service firm, providing both contentious and non-contentious legal advice in every key business practice area.

Georgescu & Lawyers provides assistance with any legal needs a business might have, ranging from handling complex transactions, including ones of a cross-border nature, to day-to-day operational support on corporate, commercial, real estate, finance, employment and IP-related matters.

We always aim to get an in-depth understanding of our clients' businesses, allowing us to anticipate issues and to provide our clients with legally robust advice, tailored to its context and based on a clear understanding of the business drivers behind the legal issues. Although we excel in minimising conflict, when litigation is unavoidable, we have an undisputable record of prevailing in court.

Georgescu & Lawyers holds strong ties to carefully selected partners. Our relationships with foreign law firms are privileged, so that we can refer work to, and work with, whichever firm is best placed to meet the requirements of our clients in any particular case.





COMMERCIAL & CORPORATE LAW

The Commercial practice area is central to the broad range of legal services we provide, not only because of our attorneys' extensive expertise, but also because such area is closely connected with many other fields of law and thus requires special knowledge.

In particular, since contracts are concluded every day by thousands of commercial actors in numerous sectors, they are at the core of our clients' activities and our Commercial Contracts practice is proud to be considered not only as an outstanding provider of legal services, but also as a partner in business.

At the same time, Georgescu & Lawyers offers trusted advisors who provide our clients with practical and business-wise solutions in all Corporate and M&A matters, including mergers and acquisitions, corporate governance, corporate (re-)structuring, private equity, business set-ups, corporate advice, joint ventures and corporate litigation.

Our clients rely on our assistance to achieve their business goals. We contribute by acting responsively and professionally, by staffing their projects with talented and passionate attorneys and by identifying and mitigating legal risks.

We believe that delivering pragmatic legal advice requires a close partnership with our clients and we are willing to get to know them and become part of their team, including through secondments, which we offer regularly. Actually, our remarkable results derive both from the attorneys excellent knowledge of Commercial Law and a very good understanding of how each of our clients operates.





Scope of practice:

- (i) *Corporate Establishment & Restructuring* – acquisitions, mergers, de-mergers, establishment of new companies; drafting/amending the constitutive documents of companies; legal assistance during registration and obtaining the authorizations to operate, including, but not limited to, legal representation before the Register of Commerce Offices and NGOs National Register
- (ii) *Corporate Governance* – legal advice and assistance on governance and compliance issues, including management agreements and codes of conduct; advice on corporate governance, including in respect to voting rights and taking decisions at General Meetings of Shareholders/Associates
- (iii) *Corporate Disputes* – legal assistance and representation in disputes involving Shareholders/Associates and/or companies management
- (iv) *Commercial Contracts* – legal assistance in drafting, amending, negotiating, concluding, implementing or terminating virtually any type of commercial agreement
- (v) *General Corporate Counselling* – legal advice in respect to any aspects related to the daily activity of the client





DEBT RECOVERY

We recognise that cashflow is the lifeblood of a successful business and understand that credit control is vital to keep this income flowing. Actually, one of the causes generating the financial blockage is the failure of the debtors to fulfill their commercial obligations towards the creditors.

Chasing debtors can be complicated, frustrating, time-consuming and eat into management time and resources that could be better utilised elsewhere. The burden of debt recovery can be greatly relieved by outsourcing the debt recovery process to experienced legal advisors.

Georgescu & Lawyers has a proven track record of successfully recovering debts on behalf of its clients. Whatever the size of debt that is owed, our recovery service is quick, efficient and cost-effective.

Depending on the specifics of each case, we present to the client the best solution for it to recover the debt, at a rate as high and in a time-frame as short as possible. The client receives practical, tailored, commercial advice from the outset, and its debt is treated in the most appropriate way to maximise chances of recovery.

Over time, Georgescu & Lawyers has successfully assisted and represented, throughout Romania, both secured and unsecured creditors, providing them with our know-how and a variety of legal instruments of coercion against their delinquent debtors. Moreover, we can bring many cases to a resolution without resorting to legal proceedings, due to our client-focused procedures and practices.





Most collections follow a 5-stage process, respectively:

Stage 1 – *Pre-Action*

Such stage comprises: (i) preliminary investigation work; and (ii) serving a robust letter before action to the debtor.

Stage 2 – *Court Proceedings*

If the debt is not paid after the letter before action, we shall prepare and issue court proceedings in the competent court of law.

Stage 3 – *Judgment*

Georgescu & Lawyers shall request judgment on client's behalf. Once we have obtained a court judgment, the client will then have a range of options available to enforce such judgment and receive payment.

Stage 4 – *Enforcement*

Once the client has obtained a judgment, our debt recovery specialists can advise it on the most effective way of enforcing the judgment against the assets of a debtor (e.g. garnishment, seizure, insolvency proceedings).

Stage 5 – *Settlement*

In seeking to enforce judgement, the client and its debtor may look to come to a settlement for payment of the debt owed. Such negotiations are conducted without prejudice basis (i.e. without involving the court or jeopardising client's enforcement right).





DISPUTE RESOLUTION

Georgescu & Lawyers provides a complete dispute resolution service of the highest calibre and advise on all forms of commercial dispute resolution, whether court proceedings, arbitration, mediation and other alternative dispute resolution mechanisms.

We believe in achieving effectiveness by investing adequate time and resources in understanding the client's business and through an analysis of all details relating to each potential and existing contentious matter. We understand that disputes, although undesirable, must be handled in a manner consistent with the client's business needs and commercial strategy.

We also keep in mind that a trial is not always in the client's interest. Therefore, we approach our clients to determine the right strategy, ensuring that they either obtain the most advantageous amicable settlement of the case or choose the most adequate way to litigate, both in respect to financial terms, as well as efficiency.

Where formal litigation suits the client's interests or is unavoidable, our approach is to focus on generating results that are commercially relevant to our clients' needs. Our lawyers provide dispute resolution services to the highest professional standards, whether in a court room, arbitration, mediation or in any other dispute resolution process.

Our considerable experience in the field, familiarity with clients' needs and capacity for out-of-the-box thinking enable us to combine tenacity and prudence. We provide clear, practical and sound solutions, even when the matter is highly complex.





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Our dispute resolution team's assistance is sought in all areas of law, but most notably in the following:

- *Administrative, Public Law & Regulatory*
- *Alternative dispute resolution*
- *Antitrust & Competition*
- *Arbitration*
- *Bankruptcy, Restructuring & Insolvency*
- *Commercial litigation*
- *Commercial offences & White collar crime*
- *Commercial property & Real estate*
- *Constitutional advice/litigation*
- *Construction & Engineering*
- *Copyright*
- *Designs*
- *Domain names*
- *Employee benefits, Pensions & Medical Aid dispute resolution*
- *Employment dispute resolution*
- *Environment, Mining, Energy & Natural resources*
- *Family Law litigation*
- *Information Technology*
- *Intellectual Property*
- *International Trade*
- *Maritime & Transport*
- *Media & Entertainment*
- *Mediation*
- *Patents*
- *Trademarks*





FINANCE & BANKING

Georgescu & Lawyers is a fully-integrated practice providing transactional and regulatory advice to a broad range of clients, including domestic banks and borrowers, other financial institutions, intermediaries and corporates, acting on many complex transactions both in Romania and internationally.

Our team combines in-depth practical experience in banking and financial services with a focus on economic reality. We make sure we truly understand our client's objectives, anticipate the issues and tailor our services to its business goals.

We focus on all aspects of finance, including structured products and derivatives, securitisation, leveraged finance (including public and private acquisition finance), asset finance, project and PFI finance, real estate finance, capital markets, tax-based structured finance, venture capital lending, trade finance, workouts, special servicing, restructuring and insolvency.

We have a real understanding of the technical rules. We constantly invest in optimizing know-how. We believe that we best serve the interests of our clients by constantly monitoring and updating regulatory developments – and sharing such information with our clients.

Whether it is a lender or a borrower, our client can expect sophisticated yet pragmatic advice on corporate funding and related security schemes. Our team has the know-how, the size and the capacity to ensure successful deal-making in Romania and abroad.





Scope of practice:

(i) *General Banking Law & Litigation*

We have in-depth knowledge of all banking-specific legal issues, with a focus on banking contract law, private banking, legal assessment of new banking products and financial instruments, as well as advice on ongoing banking operations. In the event of disputes with customers or other banks, we also advise on legal action or conduct litigation.

(ii) *Banking & Financial Service Regulations*

In the regulatory field, we advise credit and financial services institutions as well as investment companies on establishment and structuring, licensing procedures and on all the regulatory issues associated with ongoing business operations. We also advise on mergers & acquisitions and equity investment in the banking and financial services sector.

(iii) *Finance Transactions & Project Finance*

We advise on all aspects of finance transactions, particularly acquisition, corporate and asset finance, as well as project finance. With our broad experience of acting for banks and investors, we benefit from valuable insights into their respective priorities and needs. Applying our profound knowledge of market standards and current trends is all part of our value-added approach.

(iv) *Advising on Financial Restructurings*

We also provide guidance to banks and companies ahead of imminent debtor insolvencies, as well as support with the restructuring of existing credit arrangements in a problematic market environment and with distressed finance.





REAL ESTATE TRANSACTIONS

When some people look at real estate, they see land and buildings. We look at real estate and see the full range of possibilities. That is because our Real Estate practice includes attorneys experienced in all aspects of Real Estate Law. So we naturally take a 360-degree view of every deal, including all the ways it could be structured, financed, entitled, developed, occupied and divested.

Georgescu & Lawyers emphasizes clear, practical but sound solutions, regardless of the complexity of the matter. Being cost-effective is essential to us. We make sure that we understand our clients' objectives and their internal decision processes, we anticipate the issues and tailor our services accordingly, in order to achieve the best possible results.

The combination of theoretical excellence and practical knowledge means our real estate team can advise clients in a cost-efficient way on how to deal with challenges.

Property-related projects are non-core business for many of our clients. We help them navigate through unfamiliar and complicated matters and find a viable solution. The resources and practical experience accumulated by our real estate team over many years provide a solid foundation, ensuring that our clients receive quality legal services in the commercial real estate area. In addition to our established legal expertise, we have developed innovative management systems and sophisticated information systems, enabling us to effectively implement even the largest and most complex engagements.





Scope of practice:

(i) *Up-front Audits*

We carry out due diligence to enable our clients to assess the risks of a real estate project and advise how to exclude or mitigate such risks.

(ii) *Structuring of Real Estate Projects*

We advise clients about possible structures (options, asset or share deals, acquisition or assignment of real rights, split-sales, sale & leaseback transactions, etc.) and, if necessary, about all aspects of financing a development or acquisition project (including the relevant securities). We also assist them with negotiating and drafting agreements and other documentation for their projects.

(iii) *Zoning & Planning*

Our team is used to helping planning initiators navigate the procedures, as well as helping to oppose initiatives. Because we understand the interests of the concerned parties, we ensure that our clients opt for the most efficient strategies.

We are also experienced in issues related to permit acquisition and allotment, as well as expropriation and property rights (e.g. public servitudes, preemptive rights).





IMMIGRATIONS

Georgescu & Lawyers offers a wide range of immigration services for all types visas, business migration services and naturalization process to Romania, albeit we have been engaged to advising our clients for other countries, through our well developed professional network which includes strategic partnerships with respectable law firms in the United Arab Emirates, Australia, Kingdom of Saudi Arabia, United Kingdom and Canada.

Our attorneys have a thorough understanding of the legal, political and business contexts in which immigration concerns arise. We work closely with businesses and individuals, as they contend with complex regulations, evolving statutes and legislation, and increased Government scrutiny.

We pride ourselves on providing a friendly, personal service, while maintaining the highest standards of professionalism, confidentiality, integrity and dedication to client service. Our commitment to maintaining a positive working relationship with Government and Immigration Authorities ensures the smooth processing of our clients' visa applications.

Whether our client is an organization, a family or an individual, when it comes to crossing borders and cultures, we can take care of all the challenges, so that the client can focus on its goals.





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Scope of practice:

(i) Short-stay Visa

- airport transit visa (marked A), which is granted in accordance with the provisions of Article 3 from the Community Code on Visas
- transit visa (marked B)
- short-stay visa (marked C), which is granted for the following purposes: mission (marked C/M); tourism (marked C/TU); visiting (marked C/VV); business (marked C/A); transport (marked C/TR); sports (marked C/SP); cultural, scientific and humanitarian activities, as well as short-term medical treatment or any other activities that do not breach Romanian law (marked C/ZA)

(ii) Long-stay Visa

- long-stay visa for economic activities (marked D/AE)
- long-stay visa for professional activities (marked D/AP)
- long-stay visa for commercial activities (marked D/AC)
- long-stay visa for employment (marked D/AM)
- long-stay visa for studies (marked D/SD)
- long-stay visa for family reunification (marked D/VF)
- long-stay visa for other purposes (marked D/AS)

(iii) Asylum Procedure





INTELLECTUAL PROPERTY LAW

All activities are based on an idea and on the creative processes that flow from it. One of a successful company's major strengths is its intellectual potential. By converting this potential into the relevant property rights, such as patents, registered designs and copy rights, and by realising it through licences, it becomes a valuable company asset.

Ownership of ideas and the investment in building a strong brand are key assets which must be professionally managed and rigorously protected. Georgescu & Lawyers provides comprehensive legal advice on all issues surrounding the acquisition, enforcement and exploitation of property rights.

Our strategy follows the requirements that arise as a business becomes established and begins to enjoy success. First of all, we determine the specific IP needs and advise the client on the registration process. A cost-benefit analysis with regard to the individual property rights is vital here. While protection must be seamless, it is important to avoid unnecessary spending on excessive protection.

A further core focus of our advice is the exploitation of IP rights. Services include finding solutions for our clients that enable them to make profitable use of patents or to grant or acquire licences. Georgescu & Lawyers provides a comprehensive package of intellectual property services and offers national and international clients, whether SMEs or global players, individual advice tailor-made to meet their needs.

Last but not least, when rights are infringed, we help our clients with enforcement. Official warnings, preliminary injunctions, claims and copyright/trademark/patent infringement actions are just some of the legal means we use in such case.





LABOR LAW

Our Labor & Employment practice helps companies and organizations meet the challenges of the modern workplace, both in Romania and abroad. Our experience spans a wide spectrum, from handling complex class and individual employment litigation, and providing advice on routine employment law issues, to helping address complicated labor and privacy problems.

Georgescu & Lawyers provides advice and litigation representation regarding a variety of employment contract matters, including disputes involving trade secrets, non-competition agreements and executive compensation. Additionally, we help employers draft and implement personnel policies and procedures that both comply with applicable law and meet the clients' business objectives.

We also provide our clients with sophisticated and practical answers to compliance questions arising under the full range of national employment laws.

We collaborate with our clients to ensure the protection of their trade secrets and proprietary business information through preparation of non-competition, non-solicitation and confidentiality agreements, tailored specifically for their workplaces and the industries in which they operate. We also draft employment agreements for senior executives and managers, as well as executive compensation agreements.

Our know-how addresses various legal matters related to: hiring and dismissal; collective labor law; compensation and benefits; business immigration and expats; social security; supplementary pension plans.





FAMILY LAW

At a time when many other law firms have discontinued the provision of private client services, Georgescu & Lawyers has recognised the increasing importance of such fast changing area of the law.

Family problems can take a huge emotional and financial toll on every member of the family, including grandparents and children. Often our clients will have tried their very best to resolve problems themselves, and coming to see an attorney can be a huge step for them. We understand how hard it can be.

We understand that family disputes are different to any other dispute and that no two families are the same. We are committed to assisting our clients to achieve a practical and sensible outcome, whilst keeping their dignity and self esteem intact.

Basically, Family Law consists of divorce, child and spousal support, custody, equitable distribution of marital property, alimony, APL, protection from abuse and adoptions.

Our team of Family Law experts have helped many families through the traumatic process of divorce or separation, ensuring the best outcome for the clients and, in many cases, the children. Care is also taken to clearly resolve financial matters and, wherever possible, we always look to find an amicable solution, so the client can move forward with its life.





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