



## **Banking and finance**

We advise private clients, medium-sized and large companies as well as credit institutions and public authorities on issues of banking and finance law – from out-of-court assessments to representation before the courts and in administrative proceedings. We work in close collaboration with the other Practice Groups within our firm in order to ensure that our clients receive comprehensive and forward-looking advice.

As a leading law firm in construction and architects' law as well as real estate law, we can provide particular expertise on all issues of project finance law relating to construction projects and real estate. We also support banks that provide project finance in the development and implementation of controlling and monitoring systems for the fulfilment of supervisory (risk minimisation) obligations. Advising on regulatory requirements with respect to public offerings, in particular in renewable energy projects, is another focus of our practice. We also regularly advise on issues of licensing and supervision, and in relation to capital investment, credit agreement and collateral security law.

### Legislation governing payment transactions and payment services

The payment transactions market is becoming increasingly complex. Online solutions for transfers are becoming ever more popular, frequently using third party payment service providers. The two recent EU Payment Services Directives have led to stricter regulation and to complex legal frameworks for payment transactions and payment services.

We help our clients to identify possible pitfalls in good time, thus avoiding unnecessary complications. We also represent clients in the assertion of legal claims, for example in the event of failed transfers.

### **Experience includes**

- Provision of regular advice to a medium-sized bank on general banking law matters (e.g. on bank transfer business, enforcements, etc.)
- Advising national and international companies on the contractual arrangement (in accordance with standard terms and conditions) of online ordering and payment processes
- Advising medium-sized and large companies on the design and structuring of internal authorisation processes for payment instructions

- Legal and out-of-court representation of a wide range of clients regarding failed or unauthorised transfer processes

#### Capital investment law

Credit institutes and other investment advisors have a duty to advise their clients appropriately and in an investor-oriented manner and to either avoid conflicts of interest or disclose them. Any recommendations they make must correspond to the investment goals of the client.

We have many years' litigation experience – both in the assertion and in the defence of the claims for damages that can result from the breach of these duties.

#### **Experience includes**

- Legal assertion of damage claims based on misleading advice on swap transactions and other derivative financial products
- Out-of-court and court representation for breaches of (investment) consultation obligations

#### Credit agreement and collateral security law

We advise both lenders and borrowers in the drafting of credit agreements and any corresponding securities, such as mortgages or guarantees.

#### **Experience includes**

- Long-term provision of advice to real estate companies and property development companies on the structuring of credit agreements and security agreements
- Advising real estate companies on safeguarding against credit risks using the land registry and other means

#### Advice on investments

Investment products include, for example, silent partnerships, shareholdings in limited partnerships, participation rights and loans including crowd-financing. The German Investment Products Act sets out numerous obligations with respect to the issuing of these investment products. With the necessary overview that this entails, we therefore advise our clients on e.g. the design of investment proposals, prospectus development and review as well as the ongoing obligations following an issue.

#### **Experience includes**

- Advising a trans-regional German airport on the issuing of participation rights to employees
- Advising multiple wind power companies and municipal utilities on the public offering of investments in wind park participations including the drawing up or review of sales prospectuses

#### Project and consortium financing

It is typical in a project finance transaction to set up a separate project company that is responsible for the establishment and implementation of the project. When making a credit commitment or an investment decision,

investors and creditors are more interested in the expected returns from the project to be financed than in the traditional loan collateral. We provide advice on traditional project finance transactions and any related security agreements as well as on complex consortium financings.

#### **Experience includes**

- Regular provision of advice to wind power companies and municipal utilities on the project financing of wind parks
- Advising a leading car-parts mail-order company on the uptake of a syndicated loan

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#### Corporate finance and restructuring

The law of corporate finance covers the general financing of businesses that are managed by a natural person or a company. Together with the traditional bank loan, this includes measures for company or acquisition financing, ranging from the provision of equity capital to the provision of debt capital and from shareholder loans to hybrid or mezzanine financing funds. The latter includes e.g. silent partnerships and convertible loans. Since there is significant overlap between this field and that of company law, we regularly work in collaboration with the

➤ **commercial and corporate law** Practice Group.

We support businesses in crisis situations in the development and implementation of rehabilitation and restructuring models. We advise creditors of companies going through crises on the protection and enforcement of their claims.

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#### Controlling and monitoring for construction and project financiers

Politics and banking supervision authorities around the world are striving to improve the regulation of the banking system. The requirements of the Basel III voluntary regulatory framework embody the vested interest of the banks: risk mitigation.

In that regard it is increasingly important for banks to augment their knowhow on the financing of construction projects and real estate business with specific expertise on building construction and technical building equipment. However, the right level of specialised construction knowledge cannot always be taken for granted.

We have therefore developed a “service profile” to enable us to systematically bring down the construction and financing risk of the banks that we advise.

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#### Leasing

In the field of leasing we advise, among other things, on the drafting and optimisation of relevant agreements or on the forfeiting of leasing receivables. In addition, we support our clients – depending on their requirements – in the legal assertion or defence of leasing claims.

#### **Experience includes**

- Advising a medium-sized bank on the acquisition of leasing claims
- Representing a leading company on various issues of leasing law relating to large hall construction

Immer auf dem Laufenden mit unseren Praxisinfos und Veranstaltungen!

LAWYERS



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#### BEITRÄGE ZUM THEMA BANK- UND FINANZIERUNGSRECHT



## » Stillschweigende Zustimmung? Zahlreiche AGB-Klauseln von Banken nach BGH-Urteil unwirksam

### NACHRICHTEN ZUM THEMA BANK- UND FINANZIERUNGSRECHT

								
<p>» <b>Unse r Team steht in den Startl öcher n - Kape llman n bald auch in Leipz ig</b></p>	<p>» <b>azur1 00 Top- Arbei tgeb er 2025: 5 von 5 Stern en von unser en Asso ciate s</b></p>	<p>» <b>Spen denü berg abe: Zu Gast beim Kind er- Hospi z Stern enbr ücke in Ham burg</b></p>	<p>» <b>Kape llman n setzt auf Zuku nft: Partn erzu wach s, Kanzl ei- Erwei terun g und CFO- Positi on</b></p>	<p>» <b>Flieg ende r Wech sel bei Kape llman n: Chris tian Bönk er löst Wern er Lang en plan mäßi g als neue r Sprec her der Gesc häfts führu ng ab</b></p>	<p>» <b>Recht vielfä ltig: Aufb au einer Com muni ty für Ersta kade miker :inne n im Juras tudiu m</b></p>	<p>» <b>Jubil äums - Webs ite: Eine Reise durc h unser e Kanzl eihist orie</b></p>	<p>» <b>JUVE Ranki ngs 2023/ 24: Kape llman n erne ut unter den natio nalen Top 50- Kanzl eien</b></p>	<p>» <b>Imm obilie ndeal an der Kö: Kape llman n begle itet Düss eldorf Tradi tions gesc häft Franz en bei gepla ntem Umz ug an die Scha dows traße</b></p>