



## GGI CONFERENCES GMBH

**GGI EasyMeet  
Milan, Italy  
12 March 2011**

### WORKSHOP SUMMARIES

#### Workshop 1

##### **Using Social Media to expand our business**

Elisabeth Heller, Heller Consult Tax and Business Solutions Ltd.

The Practice Group Enhanced Business Opportunities – Interdisciplinary Business Consultancy – promotes a special project for our “GGI-Young Professionals”: How does the „Young Generation“ use internet based networks to acquire new client’s groups?”

The PG-Meeting in Milan is dedicated to elaborate the organisational structure of the Social Media Project and to fix the further milestones. We will exchange practical experiences and tips how:

- to be efficiently present in social media networks,
- to concisely demonstrate one’s skills
- to interact in a permanent creative and diverting way
- to fascinate and to intrigue the participant’s interest
- to pay attention to business and network etiquette
- all this while befitting one’s rank.

Examples of „Guerilla Marketing“, Network Marketing, SEO-Marketing and other multiplication effects will be presented and discussed. Benefit from the manifold ideas and inputs. Prepare your own reflections and experiences.

#### Workshop 2

##### **A flexible form of private company**

Pietia Laarhoven - van der Mark (attorney at law), TeekensKarstens advocaten notarissen  
Brigitte Verdegaal - van der Laan (civil law notary), TeekensKarstens advocaten notarissen

Currently, many statutory provisions relating to Dutch private limited liability companies (BVs) are viewed as lacking flexibility and as an unnecessary burden. They are not always effective in achieving the desired objective (e.g. capital protection and protection of creditors).

In a number of European countries a flexible form of private company has already been introduced or legislation has been amended to that effect. More flexibility is seen as an important step to ensuring the Netherlands remains an appealing place in which to do business.

Therefore, Book 2 of the Dutch Civil Code is about to be amended through the Act on the Simplification and Flexibilisation of the BV Law (the ‘Flex Act’). The Flex Act intends to increase the freedom in how to structure BVs while at the same time ensuring creditors are protected.

The Flex Act will affect the contents of the articles of association as well as additional arrangements between shareholders (such as shareholders' agreements). In the workshop we will discuss whether the introduction of these amendments will have any consequences for current practice. Moreover, we will discuss to which extent a flexible form of private company has already been introduced in the countries of the participants of the workshop.



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### Topics:

- capital and capital protection
- transfer of shares
- distributions
- voting rights and rights to profit
- obligations of shareholders
- dispute settlement (e.g. right to squeeze out other shareholder)
- shareholders arrangements

### Questions:

- What are the statutory provisions on these topics in your country?
- What is practice in your country (in general and in joint-venture structures): to include shareholders arrangements in the articles of association, or is there a need for further contractual arrangements between shareholders?
- What is your experience in setting up a private company in the Netherlands for your clients?

### **Workshop 3**

#### **Functional validity of Trusts & Risk management practices**

Dr. Robert D'Alessandro, CREDALTRUST Management Ltd.

In discussing trusts, one should be clear about not only the formal (textbook) requirements for establishing a trust but the equally important functional elements to ensure the trust is a valid one not a sham trust due to unacceptable levels of client control.

### **Workshop 4**

#### **Tackling aggressive tax planning through improved transparency and disclosure**

Oliver Biernat, Benefitax GmbH

Since consequences of recent global crisis asked for extraordinary financial efforts by governments with increased needs of additional resources, tax planning became a subject of great interest for all countries in past years.

OECD in a new report approved by all members shows how countries are tackling aggressive tax planning through improved transparency and disclosure.

On the basis of this background under which conditions reducing tax burden installing holding companies in offshore centres can be effective and acceptable?

The discussion will be supported by a case deriving from the professional experience.

### **Workshop 5**

#### **Accounting for non accountants**

Ugo Girardi, REFIDATA

Understanding accountings seems to be the "privilege" of a few specialists.

It can become ordinary stuff for all professionals involved in business assessment and or consultancy and represent a significant advantage developing their professional skills.

The workshop is going to be an opportunity to approach such topics:

- financial statements documents and papers
- accounting and auditing principles
- understanding accrual basis and cash basis in drafting financial statements
- profits and losses statement versus cash flows statements.