

Polish Council of Shopping Centres is pleased to invite you to the following seminar

## **“Due Diligence of Shopping Centres”**

(The seminar will be conducted in Polish)

**Date:** 28 January 2010  
**Time:** 9:00 a.m. – 4:45 p.m.  
**Venue:** Conference Room in the Unitra building, I floor, ul. Nowogrodzka 50, Warsaw

Speakers:

the lawyers from the Real Estate Law Department of Gide Loyrette Nouel Warsaw Office:

**Andrzej Lulka**, legal advisor; **Marcin Jasiński**, legal advisor and **Błażej Czwarnok**, lawyer  
and

**Kinga Barchoń**, Senior Manager in the real property team, PricewaterhouseCoopers

**Katarzyna Kopczewska**, Manager in the Legal-Fiscal Department, PricewaterhouseCoopers

Participants of a panel discussion:

**Magdalena Zasiewska**, Director of Tax Consulting, PricewaterhouseCoopers

**Katarzyna Kopczewska**, Manager in the Legal-Fiscal Department, PricewaterhouseCoopers

**Anna Duchnowska**, Board Member, Head of Asset Management, Polonia Property Funds

**Agata Sekuła**, Head of Retail Investment CEE, Jones Lang LaSalle

The panel will be hosted by: **Andrzej Lulka**, a legal advisor and a partner responsible for the Real Estate Law Department at Gide Loyrette Nouel Warsaw Office

### **WHO SHOULD ATTEND?**

- buyers and sellers of shopping centres: real estate funds, financial institutions, developers, owners, property and asset management
- in particular, representatives of legal departments, directors and principal financial accountants, consultants and advisers commercial real estate market, real estate agents, real estate appraisers, persons engaged in transactions in the property market

**Please register by 27 January to: [pbronowicz@prch.org.pl](mailto:pbronowicz@prch.org.pl)**

### **FEES:**

**600 PLN** + VAT, for employees of Polish Council of Shopping Centres member companies

**1,200 PLN** + VAT, for non-members

**Group discount: 30% for the fourth and each additional attendee from the same company**

The fee includes coffee breaks and lunch

We reserve the right to cancel or change the date of the seminar for organisational reasons

Number of places is limited



Gide Loyrette Nouel

**Partner:**

## SEMINAR SCHEDULE

**9:00 – 9:15 a.m.** Registration, coffee

### Part I:

**9:15 – 10:15 a.m.**

**1.** Introduction and basic issues

**1.1** The *due diligence* concept

**1.2** The scope of *due diligence*

**1.3** The reasons for and purpose of *due diligence*

**10:15 – 10:30 a.m.** Coffee break

**10:30 a.m. – 12:30 p.m.**

**2.** The methodology of *due diligence*

**2.1** Specifying the addressees, purpose, scope

**2.2** Conducting the *due diligence*

**2.3** Documents prepared as part of *due diligence* (Red Flag List, Executive Summary, Report, *Release Letter*, *Reliance Letter*)

**12:30 – 1:30 p.m.** Lunch

**Partner:**



Part II:

**1:30 – 3:30 p.m.**

**3.** What shopping centres auditors look for and what they find?

**3.1** Commonly examined areas of the legal status of commercial real properties

**3.2** Legal risks most often identified under *due diligence* of shopping centres

**3.3** The means of minimising the effects of identified risks

**4.** Other types of *due diligence*

**4.1** Economic audit

**4.2** Technical audit, environmental audit

**4.3** Tax audit, financial audit

**3:30 – 3:45 p.m.** Coffee break

Part III:

**3:45 – 4: 45 p.m.** Discussion panel: In search of an 'ideal' *due diligence*

**Participants of a panel discussion:**

**Magdalena Zasiewska**, Director of Tax Consulting, PricewaterhouseCoopers

**Katarzyna Kopczewska**, Manager in the Legal-Fiscal Department, PricewaterhouseCoopers

**Anna Duchnowska**, Board Member, Head of Asset Management, Polonia Property Funds

**Agata Sekuła**, Head of Retail Investment CEE, Jones Lang LaSalle




The panel will be hosted by: **Andrzej Lulka**, a legal advisor and a partner responsible for the Real Estate Law Department at Gide Loyrette Nouel Warsaw Office



Gide Loyrette Nouel

**Partner:**

**SPEAKERS PROFILES:**

	<p><b>Andrzej Lulka</b> is a legal advisor and a partner at Gide Loyrette Nouel's Warsaw Office and head of the Real Estate Department. Andrzej Lulka holds a Master's degree in law and a Master's degree in applied linguistics from the University of Warsaw. He has also obtained a European diploma from the University of Giessen (Germany). Additionally, he holds a postgraduate diploma (DESS) in French and European business law from the College of French and European Law at the University of Warsaw and the University of Poitiers.</p> <p>He specialises in real estate transactions and construction law. He has been involved in major real estate projects.</p> <p>Andrzej Lulka regularly speaks at conferences relating to the real estate sector, and has written many articles for publications such as Eurobuild, RNW Magazine, Rzeczpospolita and Gazeta Prawna.</p> <p>He is a lawyer recommended by Legal 500 in 2008 and in 2009 and PLC Which Lawyer 2009 in the Real Estate sector.</p> <p>He is fluent in French, English and German.</p>
	<p><b>Marcin Jasiński</b> is a legal advisor at Gide Loyrette Nouel's Warsaw Office. Marcin Jasiński holds a Master's degree in law from Warsaw University and received a Diploma in Business Law from the Academy of French Law run by the University of Warsaw under the auspices of the University of Poitiers. Before joining GLN he worked for the Polish President's Office.</p> <p>He specialises in real estate law and construction permits.</p> <p>Marcin Jasiński has also written many articles for publications such as Rzeczpospolita, Gazeta Prawna, Gazeta Finansowa and The Warsaw Voice.</p> <p>He speaks French and English.</p>
	<p><b>Błażej Czwarnok</b> is an associate at Gide Loyrette Nouel's Warsaw Office. Advocate's trainee, he holds a Master's degree in law from the Faculty of Law and Administration at Warsaw University, a Master's degree in French and European business law from the University of Poitiers (in association with the University of Warsaw), and a Master's degree from the Faculty of Law, Economy and Management at the University of Orléans.</p> <p>Błażej Czwarnok joined GLN in 2005.</p> <p>He specialises particularly in real property sales, investment processes, court, administrative and court-administrative proceedings.</p> <p>He speaks French and English.</p>

**Partner:**



**Kinga Barchoń** is a Senior Manager in the real property team. She graduated from the Cracow Academy of Economics and the Stockholm University, where she majored in Enterprise Management, and she also expanded her knowledge in a post-graduate college of Real Property Valuation at the Warsaw University of Technology . Kinga is also a member of RICS. She has over 9-year experience in the conduct and management of due diligence projects.

Kinga specialises in particular in the review of Net Operating Income, transaction accounting, reviewing of financial projections companies and company sales contract terms, as well as post-transaction services. So far, Kinga has realised about 75 projects related to transaction service, the majority of which pertained to the real property and construction sectors. Within these sectors, Kinga has also supported clients in the resolution of disputable issues which ensued during the investment process, and represented developers in disputes with general contractors.



**Katarzyna Kopczewska** is a Manager in the Legal-Fiscal Department. She majored in law at the Łódź University. She is a licensed tax advisor. Katarzyna began her career as a lawyer in 2000 and she began work with PricewaterhouseCoopers in September 2003.

Katarzyna specialises mainly in international structuring transaction consultancy, including the designing of optimal financing strategies and tax planning. During her professional career, on numerous occasions she has provided assistance to developers in the commercial and housing market, construction companies and Polish, as well as foreign investment finds. Katarzyna is an author of press publications on tax problems related to the real property market.

Partner: