

request the pleasure of your company **on 17 November 2014** at a seminar on:

***Protecting your business from common risks –
The role of English and Russian Law
(Part 1: Contract Law Issues)***

The **British-Russian Law Association**, the **St Petersburg Chamber of Advocates** and the **Institute of Advocacy** are pleased to announce their collaboration in organizing a programme of seminars **in St Petersburg** on the subject of: ***Protecting your business from common risks – The role of English and Russian Law.***

This novel programme will consist of **5 linked seminars** to be held over the course of a year in which English and Russian legal experts and business representatives will consider practical techniques under English and Russian law for managing common business risks.

Each of the seminars will consider this issue in a different commercial context, specifically:

- (i) a contract for the supply of goods and/or services;
- (ii) the purchase of a business;
- (iii) the financing of that purchase;
- (iv) addressing (post-purchase) an historic fraud or wrongdoing against the business;
- (v) dealing with a shareholder's dispute that has arisen in relation to the business under new ownership.

The seminars will comprise a mixture of:

- presentations and panel debates on relevant commercial and legal issues that commonly arise in the contexts referred to above and how best to address them;
- an evolving case study in which each of these principles will be applied to a practical problem.

The first seminar will consider ***How to Protect Your Business when Negotiating and Enforcing a Commercial Contract*** issues. It will take place on **Monday 17 November 2014** at **Room 11, 7 Kazanskaya Street, St Petersburg, 191186.**

Participation is free. Participants must register in advance.

Deadline for registration is 14 November 2014.

For registration please contact Irina Petrovskaya, tel. +7 (812) 490-75-71, or email: institut@apspb.ru.

*Seminar 1: Protecting Your Business
When Negotiating and Enforcing a Commercial Contract*

9:30 - 10:00	Registration
10:00 – 10:15	Opening re marks: Maxim Semenyako (Council Member of the Saint-Petersburg Chamber of Advocates)
Session 1 – Basic Contractual Principles and Their Application in a Commercial Context	
10.15 – 11.45	<ul style="list-style-type: none"> • What is a contract? <ul style="list-style-type: none"> ○ Intention to create legal relations; framework agreements; incomplete agreements; parties to the contract (privity of contract; agents + principals; piercing the corporate veil) • What does it mean? <ul style="list-style-type: none"> ○ The intentions of the parties; implied terms; changing the terms of the contract (waivers; estoppel; variations) • A Russian lawyer’s experience of English contract law <ul style="list-style-type: none"> ○ Common misconceptions <p>Moderator: Sergey Golubok, Partner (Semenyako, Golubok & Partners, St Petersburg)</p> <p>Speakers: 1.Sophie Palmer, Senior Associate (Dentons (UK) LLP, London) 2.Dean Nicholls, Consultant (Gordon Dadds LLP, London) 3.Nina Boer, Managing Partner (Semenyako, Golubok & Partners, St Petersburg)</p>
11.45 – 12.15	Coffee Break
Session 2 – Common techniques for protecting against risk	
12.15 – 13.45	<ul style="list-style-type: none"> • Protection your business against non-payment: <ul style="list-style-type: none"> ○ Advance payments, termination rights, retention of title clauses; guarantees, indemnities & performance bonds • Protecting your business against its own breach of contract <ul style="list-style-type: none"> ○ Contractual right to cure a breach; limiting and excluding liability • Analogies in Russian law

	<p>Moderator: Artem Zhavoronkov, Partner (Dentons (UK) LLP, St Petersburg)</p> <p>Speakers:</p> <ol style="list-style-type: none"> Tatiana Menshenina, Counsel (Simmons & Simmons (UK) LLP, London) Christopher Coffin, Partner (Withers (UK) LLP, London) Vsevolod Baibak, Advocate, Ph.D., (St Petersburg)
13.45 – 15.00	Lunch
Session 3 – What happens if there is a problem with the contract?	
15.00 – 16.30	<ul style="list-style-type: none"> Frustration, force majeure and sanctions Remedies for breach of contract <ul style="list-style-type: none"> damages (including liquidated damages and penalty clauses); specific performance; injunctions; declarations A Russian perspective <p>Moderator: Irina Onikienko, Partner (Capital Legal Services, St Petersburg)</p> <p>Speakers:</p> <ol style="list-style-type: none"> Rupert D’Cruz, Barrister (Littleton Chambers, London) Nicholas Scott, Partner (Memery Crystal LLP, London) Anna Leksashova, Associate (Capital Legal Services, St Petersburg)
16.30 – 17.00	Coffee break
Session 4 – Case Study	
17.00 – 18.00	<p>In this session a panel of English and Russian law experts will discuss the application of the principles discussed in Sessions 1-3 to the facts of a case study of a breach of a commercial contract between a Russian and an English company.</p> <p>Moderator: Rupert D’Cruz, Barrister (Littleton Chambers, London)</p> <p>Speakers:</p> <ol style="list-style-type: none"> Victor Dumler, Managing Partner, (Dumler & Partners, St Petersburg) Sergey Krylov (Pulkovo Airport) Tatiana Menshenina, Counsel (Simmons & Simmons (UK) LLP, London) Christopher Coffin, Partner (Withers (UK) LLP, London)
18.00 – 19.30	Networking Business Reception



The **British-Russian** Law Association,
The St Petersburg Chamber of Advocates,
The Institute of Advocacy



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