



## Tomasz Szarek

Attorney-at-law  
Managing Partner

### Contact details

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### Main areas

- Corporate
- Antitrust / Contract Law
- Antitrust and State Aid
- Real estate
- IP / IT
- Corporate Sucession
- Data protection
- Contract Law
- Compliance
- Company restructuring
- Insolvency proceedings
- Distressed M&A
- Legal assistance of restructuring advisors
- Corporate Litigation
- Corporate / M&A

### Background

Tomasz Szarek is Managing Partner of SDZLEGAL Schindhelm and heads the Corporate and M&A Law Department at the firm.

Chairman of the Board of Directors of International Advisory Group IAG GLOBAL, a global network of law firms with 55 member firms from 60 locations around the world and on all continents.

Board member of ITCORNER association, a nationwide cluster of technology companies with more than 100 members based throughout the country.

From 1998 to 2003, he studied law at the Faculty of Law, Administration and Economics at the University of Wrocław.

In 2004, he began his attorney-at-law training and in 2008 was registered as attorney-at-law by the Bar Association of Attorneys-at-Law in Opole.

In 2010, he graduated from the Academy of Companies at the Warsaw School of Economics.

Author of numerous commentaries and studies on corporate law and editor-in-chief of the law blog "Company and Law" ["Spółka i prawo"] [www.spolkaiprawo.pl](http://www.spolkaiprawo.pl)

## Expertise

As part of his specialization in commercial and corporate law, Tomasz Szarek advises clients on, i.a., the establishment, management and reorganization of companies. He also serves associations, foundations and non-profit organizations. He provides his counsel to Poland's largest public and non-public companies. His *Certified AML Compliance Officer* credentials enable him to provide consulting services to domestic and foreign entities in the implementation and management of money laundering and *compliance procedures*.

As head of the M&A department, he supports entrepreneurs in mergers and acquisitions, as well as company transformations, restructurings, bankruptcies and recovery and liquidation proceedings.

He is the author of a numerous publications and studies in the field of corporate and antitrust law.

## References

- Advising on the mergers of joint stock companies, in particular in the construction industry;
- Conducting due diligences for leading joint stock companies from the financial sector as part of M&A transactions;
- Advising leading companies from the financial and banking sector, including advising with regard to cooperation law;
- Legal advisory during the process of the acquisition of the group of Polish companies from the wind farm industry by the investment fund from Austria;
- Implementing the merger process involving group of companies from the engineering design and construction industry (French capital);
- Legal advisory during the merger process involving leading companies in the steel wholesale industry (Swedish capital);
- Legal advising during the takeover process of the company from the financial advising sector (Polish capital) by the Spanish company from the banking sector;
- Implementing the M&A process concerning the introduction of the foreign investor (Ukrainian capital) to the company managing the hotel chain in Poland (Polish capital);
- Implementing the tax optimization of the transaction consisting in the family succession of the enterprise (German capital) from the hotel industry;
- Implementing the takeover processes (*share deal / asset deal*), transformations, and mergers of the share capital companies (Polish, French, Swedish and Dutch capital);
- Implementing the processes of transformation of single commercial activities into share capital companies;
- Preparing, negotiating and implementing of the complete M&A transactions, starting from preparing the NDA agreements, carrying out due diligence process and preparing, as well as negotiating SPA agreements;
- Representing shareholders at the ordinary and extraordinary meetings in share capital companies (Polish, German, Austrian, Korean, French, Spanish, American, British, Ukrainian and Dutch capital);
- Asserting liability on behalf of company and shareholders against members of the bodies of share capital companies on account of the actions that caused damages for the company (Polish capital);
- Preparing the structure and legal concept of the managing of the real estate investment under the form of the first sustainable city in Poland (Polish capital);
- Implementing a series of trainings concerning the liability of managers, attorneys, and proxies in share capital companies (Polish, German, American capital);
- Tax optimization of the process of financing the share capital company in Poland by the mother company (German, French, Spanish, American, Swedish capital) Preparing and negotiating of investment agreements and shareholders agreements (Dutch, Polish, German capital);
- Advising concerning the settlement of disputes between shareholders, as well as between share- holders and management board;
- Implementing the process of divestiture and transfer of the organized part of enterprise (transaction optimization);
- Participating in the supervisory authorities of the legal persons – legal support in a scope covering the activities of the supervisory authorities (Polish capital);
- Legal advisory in the process concerning the exit by the strategic investor from the share capital company – tax optimization of the transaction (Polish, Dutch capital);
- Legal advisory in the course of the antimonopoly proceeding concerning the obtaining of the permit of the President of the Polish Antimonopoly Office (UOKiK) for the implementation of the transaction under which the entity from the industrial sector would take over a group of companies providing specialized solutions for the purposes of variety of branches (Belgium capital);

- Legal advisory in the course of the antimonopoly proceeding concerning the obtaining of the permit of the President of the Polish Antimonopoly Office (UOKiK) for the implementation of the joint venture transaction between the companies from electronic and electrotechnical industries (Polish, Chinese capital);
- Legal advisory during the takeover process of the organized part of the enterprise from the heavy industry sector (Finnish capital) by the Swedish company from the steel forming sector. Estimated value of the transaction PLN 60,000,000.00.;
- Legal advisory in the process of selling a group of companies from the waste management sector (German capital). Estimated value of the transaction PLN 120,000,000.00;
- Legal advisory in the process of selling an organized part of enterprise of the capital group from the automotive industry (German capital). Estimated value of the transaction PLN 130,000,000.00;
- Legal support to customers from IT sector within the field of negotiations and finalization of implementation agreements, license agreements and within the field of copyrights; e-commerce B2B / B2C;
- Legal support in the project of obtaining financing for IT start-up from a private equity fund (estimated value 2 million EUR);

#### Languages

English, Polish