

Luther.



Luther.Logistics

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Dear clients, dear entrepreneurs,

The automotive and car engineering industry is traditionally one of the largest and strongest sectors in Germany. At the same time, Germany is also one of the leading logistics locations worldwide. This is why we place such an important focus on the “Mobility & Logistics” industry in our advisory services. A large number of big German industrial clients and internationally operating medium-sized companies from the areas of automotive, logistics, air, rail and sea rely on our expertise in all legal matters, including tax law.

Yours sincerely

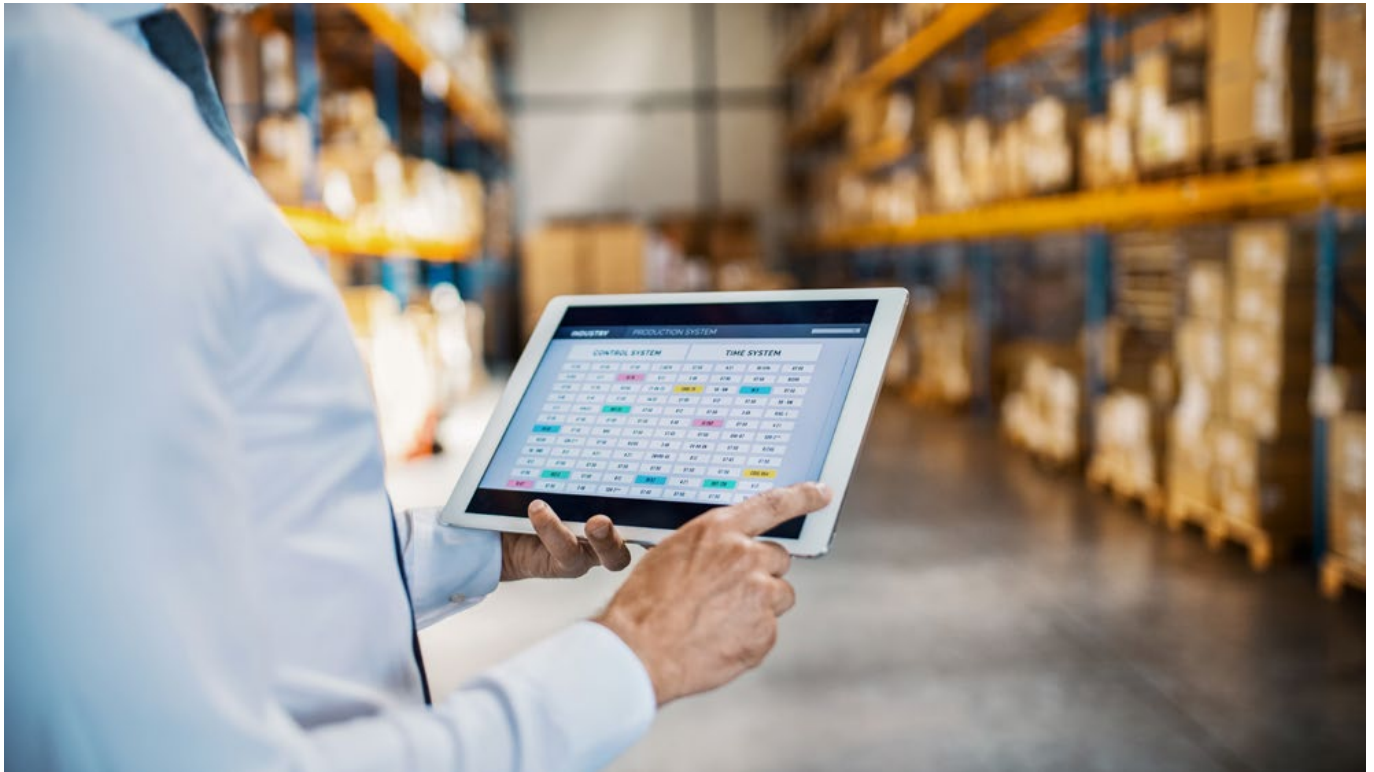


Dr Steffen Gaber, LL.M. (Sydney)
Partner, Stuttgart



Dr Maximilian Dorndorf,
Partner, Essen

Our services in detail



Logistics is about continuously ensuring the transport, handling, warehousing, supply, procurement and allocation of goods, people, money, information and energy. This requires managing, monitoring and optimising all related processes and tasks. In addition to reducing the cost of logistics activities, the goals are, in particular, to further improve the flexibility of logistics systems and to make adaptations and changes to the existing environment.

In times of an ever-increasing division of labour, digitisation and internationalisation, complex big-picture thinking is required to be successful in logistics. The implementation of logistics systems is a great challenge both for companies within the value chain and for providers of logistics services.

We advise on all aspects of logistics, throughout the value and supply chain.

Capital Markets, Banking & Finance

In the logistics sector, there is a competitive market in combination with high-volume long-term obligations and a continuously changing environment. Our experts are familiar with all aspects of the special requirements that exist in this industry:

- Advising on equity and debt financing, developing factoring models
- Taking the requirements which result from the financing structure into account in logistics contracts (invoicing models, structuring of maturities and collateral)
- Advising with regard to internal loan agreements
- Advising with regard to capitalisation agreements
- Advising on how to finance acquisitions and investments
- Structuring international cash pools

Commercial and Distribution Law, IP/IT

In particular in the area of contract logistics, the “contract” is the key asset of a transaction. This brings with it considerable opportunities and risks for both parties, as the logistics element is crucial to the transaction. Our experts are known and respected across the industry for their comprehensive expertise and their pragmatic solutions, provided to both providers and customers, which take all interests into account. Our services include, without limitation, advising on:

- All kinds of logistics contracts (warehousing, transport, lead logistics partner (LLP) models, etc.), in particular, high-volume and long-term agreements taking into account aspects such as price adjustments, performance adjustment, performance assessment, liability, business transfer, investment protection, IT concepts
- Leasing agreements (e.g. regarding warehouse technology)
- Purchase/sale of warehouse equipment/technology
- Subcontractor agreements
- Load carrier management
- Cooperation agreements/non-compete agreements
- General terms and conditions for the logistics industry
- Software licence agreements

Corporate/M&A

Our experts have experience in dealing with the specifics of the logistics industry, which is indispensable for M&A projects.

- Designing the corporate structure with the customer agreements in mind (protection from liability), advising on the transferability of individual customer transactions, providing advisory services at a national and international level (also to groups of companies) and assisting with restructurings (merger agreements, shareholder resolutions, withdrawal agreements)
- Providing buy-side and sell-side advice within the context of national and international mergers and acquisitions (carveouts, bidding processes); comprehensive legal assessment of the contracts that are decisive for the value of a company
- Advising on joint ventures with a geographic focus on Europe and Asia
- Advising OEMs and tier suppliers with regard to investing in start-up companies and in venture capital (VC)

Employment Law

The logistics sector presents particular challenges in the area of employment law:

- Preparing, managing, and assessing business transfers at the beginning and at the end of logistics contracts, in particular when changing service providers or in the event of first-generation outsourcing
- Assessing the various applicable collective bargaining agreements/pay scales
- Advising on whether to use temporary agency workers or conclude “contracts for work and services”
- Identifying joint operations in multi-user centres
- Negotiating works agreements when new technologies are introduced (smart logistics, IT system) and in the area of safety at work
- Providing advice with regard to consultancy agreements and fictitious self-employment in the areas of logistics consulting and IT support

Our services in detail

International Trade Law/Export Control/ Investment Control

International trade law issues are of great importance throughout the supply chain. Our experts are familiar with the typical issues:

- Certification as Authorised Economic Operator (AEO)
- Advising on how to handle customs clearance (direct vs. indirect representation)
- Drafting contractual provisions for customs security documents, such as bank guarantees
- Advising companies on matters pertaining to export control law (embargos, dual-use goods, transfer of know-how, etc.), providing training for managing directors and staff, drafting corporate export control policies
- Advising foreign acquirers and also sellers on the investment control requirements under the German Foreign Trade and Payments Act (AWG) and the German Foreign Trade and Payments Ordinance (AWV), especially in the context of bidding procedures, and preparing and carrying out certificates of non-objection and approvals by the German Federal Ministry for Economic Affairs and Energy (BMWi), also and in particular in connection with Chinese investors

Real Estate & Infrastructure

Logistics properties are one of the most popular and most stable classes of assets. Our experts advise developers as well as investors and also users on all relevant aspects:

- Project development regarding logistics properties (including forward-funding projects)
- Commercial leases with particular regard to logistics/conveyor technology
- Property purchase agreements
- Business leases
- Urban development contracts
- Building law, including building planning law
- Environmental law
- Architect agreements
- Building contracts
- Project development and project management agreements

Restructuring & Insolvency

- Providing integrated advice to logistics companies in an impending crisis (inter alia, advice on corporate law, (re-) financing, supply contracts, protection of assets (know-how), employment law, and the options available under insolvency law, such as protective proceedings etc.)
- Advising on how to provide for hedging instruments in logistics contracts (liens, invoicing models, etc.)
- Advising companies on their own judicial restructuring (insolvency proceedings, protective proceedings)
- Advising companies in the event of a customer's or supplier's insolvency (trade agreements)
- Distressed M&A: advising on the acquisition of companies prior to their insolvency (as part of their restructuring) and on the acquisition of insolvent companies
- Advising on the introduction of short-time work, negotiating the appropriate works agreements
- Providing advice and assistance in connection with staff reductions and restructuring measures, in particular, negotiating reconciliation-of-interests agreements and social compensation plans

Your contact



Dr Maximilian Dorndorf

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Dr Maximilian Dorndorf started his career at the international law firm Freshfields Bruckhaus Deringer in Cologne (Germany), where he worked from 2001 to 2005. From 2005 to 2009, he then had his own specialist one-man law firm in Münster (Germany), working at the same time as an in-house lawyer and head of legal department for the international logistics group Fiege.

He joined Luther's Essen office as a partner in 2009 and is co-head of Luther's Mobility & Logistics industry group.

Maximilian Dorndorf is also a visiting lecturer at the University of Applied Sciences of Münster (Germany) (Master's degree course in "Logistics"), a lecturer at Ruhr University in Bochum (Germany), where he teaches company law as part of the "RUBlaw-active" course, as well as an arbitrator at the German Logistics Court of Arbitration.

Areas of practice

Dr Maximilian Dorndorf's practice is focused on logistics law (in particular, outsourcing/purchasing), including intra-logistics and materials handling, IT law (with an emphasis on outsourcing/purchasing, licences and data protection), as well as IP law (especially competition and trademark law), including distribution law.

In IT and logistics law, Maximilian Dorndorf primarily advises on complex outsourcing/purchasing projects. Within his industry focus areas, he further advises comprehensively on contractual matters, for example, on software licence agreements, affiliate agreements and contracts regarding content distribution. He advises both out of court and in judicial disputes.

Maximilian Dorndorf is an experienced and respected advisor in international contract negotiations, in particular in the context of IT and logistics projects. He uses this expertise to comprehensively advise his clients on all matters pertaining to digitalisation (in particular, FinTech) and Industry 4.0. However, he also provides comprehensive litigation advice (e.g. when defending advertising campaigns, or when proceeding against competitors' campaigns or against trademark or patent infringements).

At Luther, Maximilian Dorndorf additionally coordinates the Mobility & Logistics sector.

Your contact



Jette Gustafsson, LL.M. (Boston)

**Lawyer, Certified Specialist in Transport and Forwarding Law, Partner
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Jette Gustafsson studied law at the University of Hamburg (Germany) from 2003 to 2008. After completing her legal training at the Hamburg Hanseatic Higher Regional Court, she worked in the legal department of a rail logistics company. In 2015, Jette Gustafsson received a Master of Laws (LL.M.) degree from Suffolk University in Boston, Massachusetts (USA), where she worked in international arbitration and litigation at Fitch Law Partners LLP. In early 2016, she moved to a Hamburg law firm that specialised in transport law. Jette Gustafsson joined Luther in 2022. She is a certified specialist in transport and forwarding law.

Areas of practice

Jette Gustafsson advises her clients on international business law, with an emphasis on maritime trade law, general transport law (rail, land and air transport, as well as multimodal transport), and forwarding and logistics law. In addition to drafting and negotiating contracts, she also represents her clients in legal disputes before national courts and arbitral tribunals. Her legal practice further focuses on advising on all aspects of digitalisation in shipping.

Your contact



Dr Maresa Hormes

Lawyer, Senior Associate

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Dr Maresa Hormes studied law at the University of Münster (Germany) and the Università degli Studi Roma Tre in Rome (Italy) from 1998 to 2004. In 2006, she received her doctorate from the University of Münster (topic: “Success- and performance-oriented executive remuneration”). After completing her legal training in the German state of Baden-Württemberg, which also included a training period in Rome, Maresa Hormes was admitted to the German Bar in 2008. She joined Luther as a lawyer in 2009.

Maresa Hormes is also a lecturer at Ruhr University in Bochum (Germany), where she teaches company law as part of the “RUBlaw-active” course.

Areas of practice

Dr Maresa Hormes primarily advises our clients on what is referred to as contract logistics, in particular, complex logistics outsourcing and intra-logistics projects. Maresa Hormes further focuses her legal practice on transport law, as well as on classic civil-law issues, such as sales contracts, contracts for work and services, and service agreements. She also represents our clients in judicial and extra-judicial disputes.

Maresa Hormes is a member of Luther’s Italian Desk and of our Mobility & Logistics industry group (industry focus: Logistics).

Hits the mark. Luther.

Luther Rechtsanwaltsgesellschaft mbH is one of the leading corporate law firms in Germany. With some 420 lawyers and tax advisors, we can advise you in all fields of German and international corporate law. In addition to having offices in every economic centre throughout Germany, we are also present in 11 locations abroad: in Brussels, London and Luxembourg in Europe, and in Bangkok, Delhi-Gurugram, Ho Chi Minh City, Jakarta, Kuala Lumpur, Shanghai, Singapore and Yangon in Asia.

Our advisory services are tailored to our clients' corporate goals. We take a creative, dedicated approach to achieving the best possible economic outcome for each of our clients. The name "Luther" stands for expertise and commitment. With a passion for our profession, we dedicate all our efforts to solving your issues, always providing the best possible solution for our clients. Not too much and not too little – we always hit the mark.

We know how crucial it is to use resources efficiently and to plan ahead. We always have an eye on the economic impact of our advice. This is true in the case of strategic consulting as well as in legal disputes. We have complex projects on our agenda every day. At Luther, experienced and highly specialised advisors cooperate closely in order to offer our clients the best possible service. Thanks to our fast and efficient communication, permanent availability and flexibility, we are there for you whenever you need us.

Luther has been named "Law Firm of the Year: Germany 2021" and also "European Law Firm of the Year 2021" by The Lawyer, one of the most well-known legal magazines worldwide.



About unyer

unyer, founded by Luther and Fidal in 2021, is a global organisation of leading international professional services firms. Besides law firms, unyer is also open to other related professional services, especially from the legal tech sector. unyer is based in Zurich as a Swiss Verein. unyer is globally connected but has strong local roots in their respective markets.

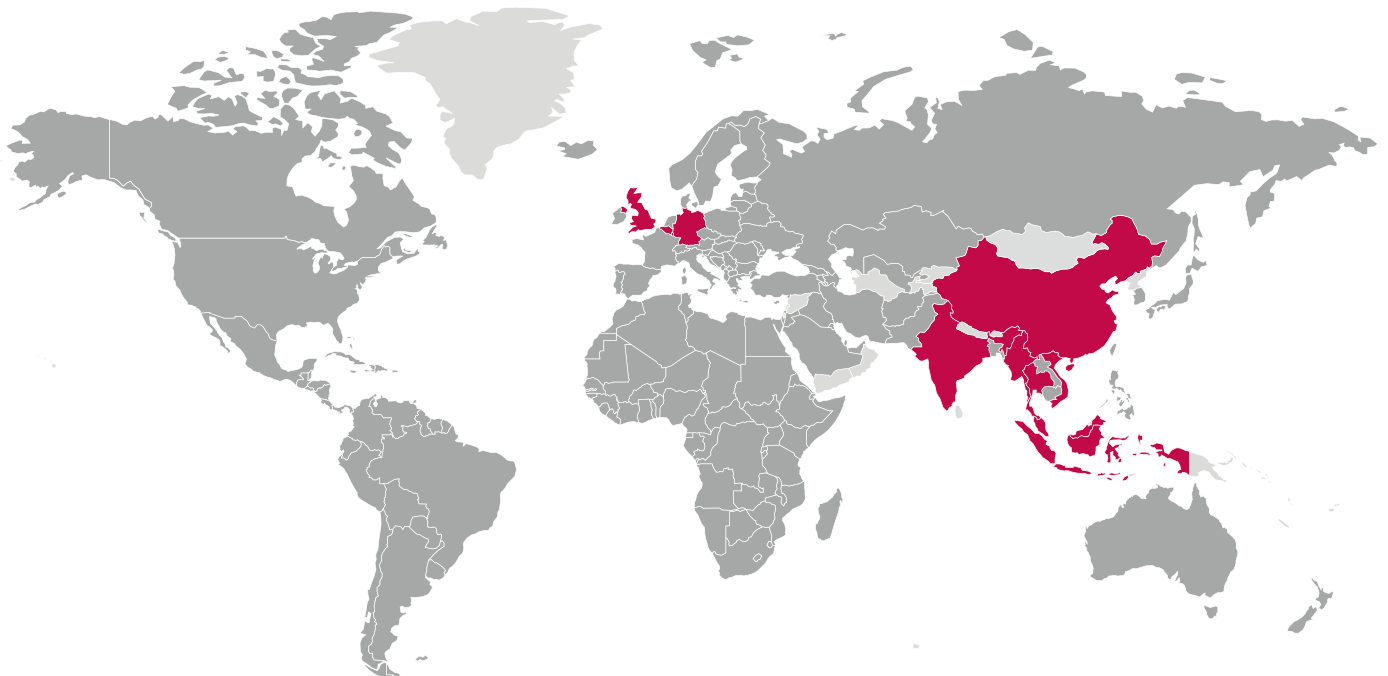
unyer has an exclusive approach and only accepts one member firm from each market. unyer members offer its clients full services across all jurisdictions with a compelling industry focus. The organisation has an annual turnover of more than EUR 650 million and includes over 2,550 lawyers and advisors in more than 10 countries in Europe and Asia. In September 2021, Pirola Pennuto Zei & Associati joined the international organisation. In the spring of 2023, the Austrian law firm KWR joined the group. www.unyer.com



Our locations

We have a global outlook, with international offices in 11 key economic and financial centres in Europe and Asia. We also maintain close relationships with other commercial law firms in all relevant jurisdictions. Luther is a founding member of unyer (www.unyer.com), a global organisation of leading professional services firms that cooperate exclusively with each other. This way, we ensure a seamless service for our clients throughout their demanding international projects.

Our partner firms are based in Africa, Australia and New Zealand, Europe, Israel, Japan and Korea, the Middle East, Russia and the CIS, South and Central America, the US and Canada.



- Luther locations
- Best friends

Our locations

- | | |
|------------------|--------------|
| Bangkok | Jakarta |
| Berlin | Kuala Lumpur |
| Brussels | Leipzig |
| Cologne | London |
| Delhi-Gurugram | Luxembourg |
| Dusseldorf | Munich |
| Essen | Shanghai |
| Frankfurt a.M. | Singapore |
| Hamburg | Stuttgart |
| Hanover | Yangon |
| Ho Chi Minh City | |

Our industries

We focus on advising transactions with respect to targets in five industries.

Energy



Conventional or renewable energies: We work efficiently and sustainably.

Health Care & Life Science



With our expertise, we have our finger on the pulse of time.

Information Tech & Telecommunications



We connect today with tomorrow.

Mobility & Logistics



We understand what gets you moving and can set you on the right course.

Real Estate & Infrastructure



We lay the foundation for you to build on.

Our practice areas

Antitrust Law

Capital Markets &
Banking

Commercial &
Distribution Law,
Product Liability/
Product Compliance

Complex Disputes

Compliance &
Internal Investigations

Corporate/M&A

Data Protection Law

Employment Law

Energy Law

Environment &
Planning Law
Regulatory

Financial Services
Investment Funds &
Alternative Investments

Insurance Law

International
Trade Law

IP & Copyright Law

IT Law

Media & Entertainment

Notarial Services

Public Procurement
Law

Public Subsidies/
State Aid Law

Real Estate

Restructuring &
Insolvency

Start-ups & Venture
Capital

State, Administration,
Public Undertakings

Tax Law

Telecommunications
Law

White-Collar Crime &
Tax Offences

Digitalisation

The digital revolution is well under way. In a highly competitive market new business models are always being developed and existing processes are continually being challenged. Groups, medium-sized businesses and start-ups are all looking for the best possible ways to position themselves in this environment. In this way, new, innovative forms of cooperation are constantly being created. This revolution is being driven by numerous recent technological developments: cloud computing, digital platforms, Big Data and artificial intelligence, the Internet of Things and blockchain technology.

Luther advises on all legal topics relating to digital business models, agile architectures and technical levers. Our team provides support in all phases of the necessary transformation processes within the company, the law firm or the group, from strategic dialogue to conceptual work and the realignment of value chains, also including the subsequent change process. When providing advice, the Luther team also considers relevant topics and changes in commercial and distribution, employment, IT and data protection law.



Our awards



JUVE

In the 2022/2023 JUVE Guide to Commercial Law Firms, 52 lawyers from Luther were recommended, and 10 of these were also listed as “leading advisors”. The legal publisher JUVE ranked Luther in 31 areas of law. In 2022, Luther was nominated for the JUVE award “Employment Law” as well as “Real Estate” and was named “Law Firm of the Year” by JUVE in 2019. In the past, Luther already won the JUVE award “Law Firm of the Year 2017 for Environmental and Regulatory Law”.



The Legal 500

The Legal 500 Germany 2023 recommends Luther in 30 areas of law, with “Top Tier” rankings in two of these areas. 72 lawyers are being recommended, 12 of whom have been specially recognised as “Leading Individual” or “Next Generation Partner”. Luther has also been included for Germany in the first edition of **The Legal 500 Green Guide EMEA 2022**. This guide provides an overview of law firms’ engagement with sustainability, including both work for clients as well as firms’ own best practices and initiatives.



Chambers

In 2023, Luther was recognised by Chambers Europe for 13 practice areas in Germany as well as in two practice areas in Luxembourg. Moreover, 15 partners were included in the Individual Ranking. Additionally, in 2023, Luther was recognised by Chambers Global in three advisory areas in Germany and Myanmar, while five partners were also included in the Individual Ranking.



The Lawyer European Awards

Luther has been named “Law Firm of the Year: Germany 2021” and also “European Law Firm of the Year 2021” by The Lawyer, one of the most well-known legal magazines worldwide.



Kanzleimonitor

Kanzleimonitor 2022/2023 recommends Luther in 25 areas of law and has also included 16 Luther lawyers among the recommended lawyers mentioned by name.

Best Lawyers

„Best Lawyers in Germany 2024“

For the year 2024, 99 lawyers have been recommended by Luther as “Best Lawyers in Germany 2024”, an award presented by the US publisher “Best Lawyers” in cooperation with the German Handelsblatt, including one partner as “Lawyer of the Year” for his area of law, and 19 colleagues who have received the recommendation “Best Lawyers - Ones to Watch”.



WHO'S WHO LEGAL

WHO'S WHO LEGAL listed 21 lawyers in December 2022, four of whom were recognised as Thought Leaders, which is the highest award, and three of whom were named Future Leaders.

Luther Rechtsanwaltsgesellschaft mbH

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For reasons of better legibility, the simultaneous use of gender-specific language forms is dispensed with. Corresponding terms apply in principle to all genders in the sense of equal treatment. The abbreviated form of language has editorial reasons and does not imply any valuation.

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Luther.

**Bangkok, Berlin, Brussels, Cologne, Delhi-Gurugram, Dusseldorf, Essen,
Frankfurt a.M., Hamburg, Hanover, Ho Chi Minh City, Jakarta, Kuala Lumpur,
Leipzig, London, Luxembourg, Munich, Shanghai, Singapore, Stuttgart, Yangon**

You can find further information at:

www.luther-lawfirm.com

www.luther-services.com

