



LAW FIRM

TSIMIKALIS KALONAROU

EST. 1911



AN INDEPENDENT LAW FIRM
WITH A RICH HISTORY

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AND TACKLE THE CHALLENGES OUR CLIENTS
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HISTORY

TSIMIKALIS KALONAROU is an independent law firm which was founded in 1911 by Constantinos Papapanos and a small group of lawyers whose mission was to provide top quality advice and expertise. The core of their practice was to provide legal advice to foreign investors who wished to expand their businesses into Greece. In 1938, after the passing of Constantinos Papapanos, the

Firm's management was passed onto his close associate, Platon Tavlaridis, who diligently built a team of distinguished lawyers and expanded the Firm's client basis considerably. In 1980 Athanasios Tsimikalis took over the management of the Firm and in 1985 Chariklia Kalonarou joined as a partner. In 2011, it was registered in the Athens Bar association book of companies.

OUR PHILOSOPHY

We respond rapidly and sensitively to your particular circumstances. The core of our philosophy is to address and tackle the challenges our clients face by finding the optimum solution to their legal issues, thereby enabling our clients to focus on what really is commercially important to them. To succeed in this, we believe that it is essential to approach each matter with a practical spirit; always recommending workable solutions. This type of consultative legal practice requires a profound understanding of the sectors in which our clients operate, a commercial approach to the legal aspects of their proposed business venture or dispute and a deep dedication to achieving their best interests.

Working together as a team is key to delivering a successful result and we therefore embrace all our matters with a collegiate spirit bringing together a mix of people with different backgrounds and expertise across our practice areas. Our size, flexible structure and philosophy enable us to achieve excellent results for our clients in complex and critical legal matters.

Moreover, the long history of the Firm's practice and the experience it has acquired in specific areas of law underpin the high quality of our work.

COMMERCIAL & CORPORATE LAW

Historically, this is the Firm's core practice area. The fact that associations of individuals participate dynamically in economic and social life is of paramount importance, since they promote goals that would otherwise be either very difficult or impossible to achieve. There are many drivers behind each transaction and we are well aware of the challenges that may arise. We have an established practice in providing private and public companies that are active in various sectors of industry and cover the full spectrum of corporate forms (civil companies, general partnerships, limited partnerships, limited liability companies, corporations etc.) representation to a wide range of matters.

We act for both buyers and sellers from negotiation, documentation and due diligence reviews, to sign-off and closing in different types of transactions such as:

- Incorporating companies and keeping the minutes of General Assembly and Board meetings
- Drafting shareholders' agreements
- Advising on corporate governance issues
- Advising on management rights and responsibilities
- Drafting of and advising on commercial agency and distribution agreements and advising on disputes connected with the termination of such agreements
- Transfer of stock, assets or entire businesses
- Minority investments
- Contributions in kind
- Restructuring and reorganizations
- Transformation and conversion of legal form
- Joint ventures

LITIGATION, ARBITRATION AND DISPUTE RESOLUTION

Our Litigation, Arbitration & Dispute Resolution practice is specialised in commercial and civil law matters. One of our core beliefs is that the prevention and avoidance of unnecessary litigation is often the most appropriate way to secure the best interests of our clients. Adopting a pragmatic, commercial approach in the context of a predefined strategy, following an in depth analysis of the legal grounds and the facts of each case, is what makes our track record positive. We specialise in all areas of product liability and product safety law, representing manufacturers, importers and retailers across a wide spectrum of industries in connection with such matters. Complex litigation work, up to the highest courts is part of our daily work. In more detail we represent clients in disputes relating to:

- Breach of contract in the areas of investments, acquisitions, joint ventures, share sale and purchase agreements, employment, transportation of goods and passengers (especially aviation)
- Product liability and product safety
- Termination of commercial agreements such as agency and distribution agreements
- Enforcement of foreign judgments in Greece
- Infringement of patents, trademarks, designs, domain names and copyright
- Administrative proceedings pertaining to the annulment or revocation of government acts and decisions
- Breach of environmental legislation
- Debt recovery proceedings



EMPLOYMENT LAW

A company's labour relations are of special importance, among other things, because of the decisive contribution of the staff to achieving its commercial targets. The constant evolution of the labour legislation on the national and European level, the free movement of citizens and the alternation of economic cycles, make it urgently necessary for companies to always have correct, informed advice. Greek employment Law is a complex area but our Firm has the ability to assist foreign clients in understanding and navigating the system. Our Firm advises international and domestic companies on the following issues, among others:

- Drafting employment contracts for personnel and executives
- Terminating employment contracts and determining compensation
- Negotiations with trade union bodies
- Drafting internal Work Regulations and Codes of Behaviour
- Advising on issues arising from the employment in foreign companies and on the conformity of the relevant provisions with Greek labour regulations
- Advising on social insurance obligations
- Resolving issues arising from the merger or transfer of companies and from the abolition of company departments
- Data protection in the workplace
- Health and safety issues in the workplace
- Resolving judicial disputes before all authorities and courts
- Residence and work permits



AVIATION LAW

The transporting of persons or commodities by air plays a vital role in fostering and expediting all forms of trade in this day and age. It is certainly the primary form of commercial use of air space, and has become an integral part of the community's daily, social, financial and civic life. This explains the in-depth but also exhaustive regulation of some aspects of air transport, which are not encountered in other transport-related sectors. For many decades, our Firm has represented leading international companies in the aviation industry in connection with:

- The establishment of branches of foreign airlines in Greece
- Drafting general sales agreements (GSA)
- The rescinding of contracts with travel agents for ticket sales
- Disputes regarding debts owed by travel agencies and passenger claims
- The scope of IATA Regulations and Decisions

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REAL ESTATE

The real estate market has always been extremely important for the Greek economy, as Greeks, by tradition, place their savings into real estate. Historically, this is due to the fact that for many decades, following World War 2, and in order to protect the national economy from inflation and the national currency from uncontrolled devaluation, the Greek state forbid transactions in gold and foreign currencies, and consequently the stock market remained, until the early 1990s, in an embryonic state. Hence the perception of many Greeks and foreign investors in Greece that the best way to invest money was to purchase real estate assets was created.

However the recent financial crisis has upset this long standing tradition underscoring the significant impact that fluctuations in the real estate market have on the economy. As the real estate market is trying to regain momentum, investors are once again moving into the Greek market. Our Firm will help you navigate the waters of the legal and regulatory framework concerning any kind of real estate related transaction.

More specifically we represent the interests of our clients on matters such as:

- Purchase and/or sale transactions
- Sale and leaseback agreements
- Issues related to commercial leases
- Commercial development of real estate





INTELLECTUAL PROPERTY

The field of Intellectual and Industrial Property is the focal point of the sweeping changes brought about by globalisation and the rapid spread of new technologies and media. At the same time, the special intangible value to companies of trademarks, patents and designs remains unchanged. It is common ground that the safeguarding of intangible assets by patenting inventions or by registering trademarks has since long become an essential part of any organisation's strategy.

We have a long history of advising on intellectual property matters and this field is a key practice area of our Firm. Since the 1950s, we have represented and handled our clients' interests in this field in a consistent and dedicated way. Of particular significance to our Firm's practice in this sector was our successful recovery of trademarks that had been confiscated during World War II.

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Our Firm will support your efforts by protecting your intangible rights in Greece whether they are innovative ideas, inventions, commercial trademarks or intellectual property. Our services cover the submission of applications to register trademarks, patents on inventions and designs, with either the Greek authorities or international organisations such as the European Trademark Office (OHIM), the European Patent Office (EPO) or the World Association for the Protection of Intellectual Property (WIPO). Our decades-long engagement in this field has added significant multinational giants to our clientele.

We also advise on issues regarding the internet and electronic commerce matters.

Trademarks

The high value of trademarks as an asset is undisputed. Indeed, there are not a few instances in which a trademark is a company's most valuable asset. Our services extend from handling trade mark portfolios, to the registration of trademarks and ensuring their judicial protection is secured.

The services we provide include the following, among others:

- Applying for the registration of national, community and international trademarks
- Representation at the National Trademark's Office, at the OHIM and WIPO, including the filing of oppositions, applying for cancellations and appeals.
- Conducting searches to evaluate the possibility of success in applying for new registrations
- Renewing trade marks
- Drafting license agreements
- Transferring of trade marks
- Management and monitoring of trade mark portfolios
- Judicial pursuit of the protection of trade marks against imitations and breaches of rights

Domain names

The advent of domain names is a rapidly expanding area of law with enormous importance as regards the ability to approach consumers. The interplay of domain names with trademarks frequently creates a conflict of interests, owing to the different legal framework governing each of these rights. Our Firm keeps well informed of international developments so that we can provide the best possible advice to our clients.

In particular we engage in:


- Registration of domain names and facilitating the payment of fees
- Representation of domain name owners before the national supervising authority (EETT) and local courts
- Drafting concession documents
- Taking action against cybersquatters

Patents

A company's ability to obtain patents ensures a return on its research investment. In our view, a significant factor in the secure and successful exploitation of a patent is not solely its successful registration, but also the consistent upholding of the patent in question before the courts. In this regard, our Firm is active from the stage of registering a patent until the successful judicial imposition of the right, under it.

The services we provide include:

- Applying for national and European patents
- Validations of European patents
- Securing judicial protection and representing clients at hearings to cancel or dispute a patent
- Drafting license agreements
- Monitoring a patent's validity period and ensuring payment of annual fees
- Advising on contracts to transfer technology
- Support in respect of biotechnological inventions and certificates of plant creations

A person wearing a grey hoodie and glasses is sitting on a wooden deck, focused on a laptop. A glowing lightbulb is positioned in the upper left corner, with a thin black wire extending from it to the laptop, symbolizing a connection between an idea and technology. The background is a soft-focus sky with light clouds.

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Industrial Designs

Although not particularly widespread in Greece and, indeed, rather neglected, industrial designs are a reliable option to protect the form (in two or three dimensions) of a product and its particular characteristics. Given in particular the widespread importation of imitations into Greece, the right in question provides effective protection.

Our Firm, with its many years of experience in registering and managing these rights on both the national, international and European level, engages in:

- Applying for national and community designs
- Ensuring payment of annual fees and informing clients of critical deadlines
- Achieving judicial and extra-judicial resolution of disputes

Unfair Competition

The ultimate goal of every financially active enterprise is to attract the consumer. To achieve this goal, unfair practices are often adopted, such as appropriating the fame of someone else's distinctive feature. Our mission is to seek protection for our clients who have distinctive features that are not registered, but have been established in the market.

We handle, among other things:

- Securing protection for distinctive features such as a brand name and distinctive title
- Taking action against boycotting and discriminatory treatment
- Taking action against the canvassing of customers
- Comparable, unfair and misleading advertising.
- Legal support during the conception and execution of advertising campaigns

Copyright

In a globalised world dominated by the internet and new technologies, protection of copyright is a major challenge.

In this area we provide advice on:

- Judicial and extra-judicial protection of intellectual property
- Drafting and negotiating transfer and leasing contracts and concession licences
- Conducting legal checks as part of purchase or sale agreements
- Drafting publishing contracts

Anticounterfeiting & Custom's monitoring

To facilitate the most effective protection of our clients' interests against the illegal importation of imitation products and the unlicensed use by others of protected marks we liaise with the customs authorities, to help ensure that reliable customs checks are conducted on products of doubtful origin. In this regard, we maintain channels of communication with local authorities, such as Customs, the Market Police, the Municipal Police and Tax Authorities, so that we are informed promptly and, after communicating with the client, proceed to have these goods either seized or destroyed.



SPORTS, MEDIA AND ENTERTAINMENT

In an ever evolving business such as that of sports and entertainment it is important to understand the plethora of different parameters that have to be taken into account, and the legal implications that may arise. We provide athletes including teams and their owner, artists, authors, models, and musicians with strategic advice in both their professional and private activities, serving as counsel on a wide array of matters from high-stakes litigation to labour, and intellectual property matters. We work closely with agents, managers, publicists and other professionals on the structuring and negotiation of primary contracts. We advise on player disputes, endorsement deals, venue leases and sponsorship agreements.

The services we offer include:

- Sports litigation and arbitrations
- Licensing agreements
- Structuring, drafting and negotiating agreements and contracts
- Media rights
- Franchise

The media industry has found itself amid a rapidly changing landscape in Greece. Innovation is the word that defines those who will succeed and remain in a leading position. We understand the challenges our clients face and that is why we strive to deliver innovative and commercial solutions to international media corporations by utilizing our knowledge of the media industry and media transactions. The rapidly evolving landscape of Information Technology calls for precise and up-to-date advice.

The areas we advise on include:

- Social media related issues and the drafting of social media policies
- Online, mobile and video games
- Advertising, marketing and communications
- Negotiating and drafting of commercial agreements relating to the transmission, production and management of programmes
- Digital media publishing
- Content licensing and distribution
- Negotiating and drafting software agreements and subsequent licensing

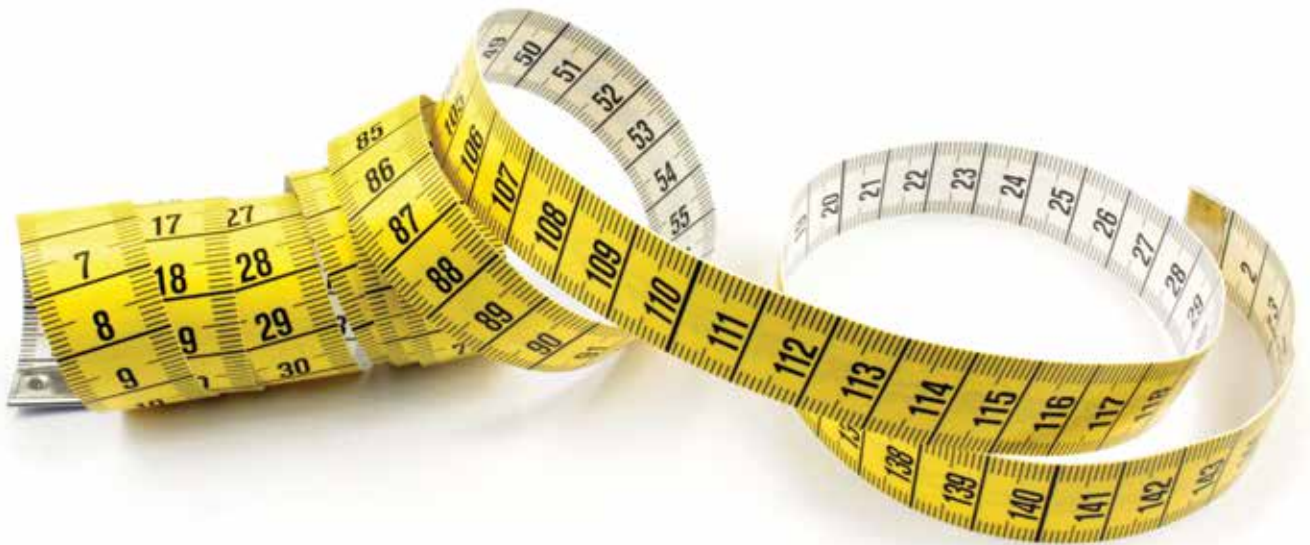
PRIVATE CLIENTS

It is our goal to provide first rate, tailor-made services to clients who want to safeguard their private wealth. Advising our individual clients and their families has always been an important part of our practice. We pride ourselves in always seeking to gain an in-depth understanding of each of our client's specific needs, putting their legal concerns at ease and playing the crucial role of trusted adviser for whatever type of considerations they might have.

The services we offer to individuals, families, entrepreneurs and closely-held businesses in this field include:

- Wills & succession planning
- Family business governance & succession issues
- Investment property
- Art transactions and protection
- Taking legal measures where mental capacity issues arise
- Advising individuals and their families on their domicile and residence status
- Advice in connection with philanthropic activities
- Reputation management

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THE LONG HISTORY OF THE FIRM'S PRACTICE
AND THE EXPERIENCE IT HAS ACQUIRED IN
SPECIFIC AREAS OF LAW UNDERPIN THE HIGH
QUALITY OF OUR WORK.

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