



DORSEY™

DORSEY & WHITNEY LLP

USA CANADA EUROPE ASIA-PACIFIC



London

+44 (0)20 7826 0800 P

+44 (0)20 7588 0555 F

graf.bernd@dorsey.com

Bernd U. Graf

Of Counsel

Of Counsel in Dorsey's International Practice Group. Mr. Graf's practice is focused on the main legal aspects encountered by international clients doing business in Germany and/or Europe, involving in particular commercial and corporate law (distribution, M&A), employment law, data protection law as well as competition law, trade law, and other regulatory matters.

Mr. Graf's experience includes numerous transactions for multinational and small and medium sized companies in a variety of industries, including, among others, technology, life sciences, media and services companies. He also has significant experience in the formation of companies and regulatory matters before EU and German authorities.

Representative Work

- ✦ Multinational European due diligence, closing implementation, and post-closing integration work concerning a U.S. company's acquisition of a multinational group owning the pre-eminent consumer brand for optical and magnetic data storage media products
- ✦ Acquisition of a German transport services business by a Fortune 500 logistics company
- ✦ German implementation of the multinational acquisition of a U.K. based publishing software business by a U.S. based software company
- ✦ Post-acquisition corporate and/or labor integration activities in various industry sectors, such as transport services, digital images and footage, software and electronics businesses
- ✦ Divestitures of German parts of U.S. based multinational telecommunications business, with emphasis on employee and asset deal issues
- ✦ German merger control clearance for international acquisition of a multinational aviation supplies business
- ✦ Corporate and labor law implementation of new German establishments of U.S. based storage area networks and software businesses
- ✦ Design and implementation of EU/German data protection compliance solutions for human resources operations of U.S. based multinational electronics company
- ✦ Agreement for international sale of, and software license for, high tech machinery equipment for PCB production processes
- ✦ Consulting agreement for European Regulatory Representative of U.S. based medical device business
- ✦ Consulting agreement concerning R&D services of German researcher for Israel based high tech business
- ✦ Materials transfer agreement between U.S. life science company and German

- university research institute
- ✦ Patent assignment and license option agreements between German and U.K. life science / medical device companies
- ✦ Distribution agreement between U.S. distributor and German supplier in the ceramics sector
- ✦ Agency agreement between German agent and Belgian supplier of high tech equipment
- ✦ Management agreements for German country managers and/or European managers of multinational media, software and medical device businesses
- ✦ Implementation of employee incentive plans of U.S. based multinational company for employees in Germany
- ✦ Settlement of German/European management and employee termination disputes
- ✦ Settlement of German agency termination dispute in high tech machinery sector

Admissions

- ✦ Germany

Honors

- ✦ Fulbright Scholar, 1987-1988
- ✦ German Academic Exchange Service Scholar, 1987-1988
- ✦ German-French Exchange Service Scholar, 1985

Education

- ✦ University of Augsburg, Germany
J.D. Equivalent, 1987, Valedictorian, in a class of 200
- ✦ University of Georgia School of Law
LL.M., 1988

Professional Activities

- ✦ Member, Fulbright Alumni Association
- ✦ Member, German-American Lawyers Association

Presentations

- ✦ Teaching Assistant in Constitutional, International and EC Law, University of Augsburg, 1988-1990

Attorney Articles

- ✦ [ECJ Case C 40/08 *Asturcom* – EU Unfair Terms Law Confirmed as a Matter of Public Policy](#), June, 2010
- ✦ ["New German Investment Controls," Private Equity Focus](#), June 2009
- ✦ ["German Corporate Tax Changes: New Limitation of Interest Deductions, Exclusion of Loss Carry Forwards, Tax on Relocation of Functions," Private Equity Focus](#), June 26, 2008
- ✦ Co-author, "Freedom of Speech and Assembly Versus Trade and Transit Rights: Roadblocks to EU and MERCOSUR Integration" *Kluwer Law International Legal Issues of Economic Integration*, Issue 3, 2007
- ✦ Co-author, "Elisa María Mostaza Claro v Centro Móvil Milenium: EU Consumer Law as a Defence against Arbitral Awards, ECJ Case C-168/05," *Kluwer Law International ASA Bulletin*, Issue 1, 2007
- ✦ Co-author, "Due Diligence - Ein Handbuch für die Praxis," Vienna, 2001
- ✦ Co-author, "The New EC Environmental Framework For Packaging," *Export Today*, March 1993

Languages
German, French, Spanish