

## **PRESENTERS**



### **Josh Blackmore, Chapman Tripp, Auckland**

Josh specialises in corporate and commercial transactions, with a focus on M&A and securities law. He advises clients on a broad range of corporate and commercial matters including mergers and acquisitions, capital raisings, corporate governance for listed and unlisted entities, and commercial agreements. Josh has advised a range of public and private sector organisations across industries including electricity, gas, telecommunications, transport and agribusiness.



### **Joshua Pringle, Chapman Tripp, Auckland**

Joshua specialises in corporate and securities law, focusing on mergers and acquisitions. He advises clients on a wide range of transactions including takeovers, negotiated mergers and acquisitions, equity capital markets, private equity and restructurings. He also advises clients on commercial matters, such as joint ventures, and on regulatory matters, including issues arising under the NZX Listing Rules, the Takeovers Code and the overseas investment regime.

# CONTENTS

BUSINESS STRUCTURING.....	1
INTRODUCTION .....	1
THE TOOLKIT.....	2
COMMON LEGAL FORMS FOR COMMERCIAL UNDERTAKINGS IN NEW ZEALAND.....	2
CAN I ASK A COUPLE OF QUESTIONS?.....	2
<i>Who are the participants?</i> .....	2
<i>What is the commercial undertaking?</i> .....	2
<i>What is the day one and forecast financial profile?</i> .....	2
<i>What are the financing needs?</i> .....	3
<i>Will interests be transferable?</i> .....	3
<i>Is confidentiality important?</i> .....	3
COMPANIES.....	3
<i>Governed by</i> .....	3
<i>Ownership</i> .....	3
<i>Management</i> .....	3
<i>Legal personality and liability</i> .....	4
LIMITED PARTNERSHIPS.....	4
<i>Governed by</i> .....	4
<i>Ownership</i> .....	4
<i>Management</i> .....	4
<i>Legal personality and liability</i> .....	4
PARTNERSHIP.....	5
<i>Governed by</i> .....	5
<i>Ownership</i> .....	5
<i>Management</i> .....	5
<i>Legal personality and liability</i> .....	5
UNINCORPORATED JOINT VENTURE.....	6
<i>Governed by</i> .....	6
<i>Ownership</i> .....	6
<i>Management</i> .....	6
<i>Legal personality and liability</i> .....	6
TRADING TRUST.....	6
<i>Governed by</i> .....	7
<i>Ownership</i> .....	7
<i>Management</i> .....	7
<i>Legal personality and liability</i> .....	7
COMPARING ADVANTAGES AND DISADVANTAGES .....	7