



## Dr. Michaela Balke

Dr. Michaela Balke (partner) is active in the fields of corporate and group law as well as M&A. A main focus of her work is consultation and representation of companies and board members in matters concerning corporate governance, compliance and liability. In addition, she is an expert in remuneration matters – also under consideration of statutory supervisory requirements. She is the author of numerous publications concerning corporate law and a speaker at seminars concerning stock corporation law.

### Fields of Expertise

Mergers & Acquisitions  
Corporate Law  
Compliance  
Litigation & Arbitration

### Education

University of Bielefeld

## ADDRESS

### Dr. Michaela Balke

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## MATTERS

- Compliance matters for various companies / executive boards / supervisory boards
- D&O Liability matters for various companies / executive boards / supervisory boards
- Daimler on the dissolution of the EADS shareholder pact and sale of the remaining EADS shares
- Consultation of UniCredit Bank AG's supervisory board in connection with alleged claims for damages against board members (with regard to the so-called "Heidel"-suit).
- DG HYP Deutsche Genossenschafts-Hypothekenbank AG with the planned merger with Münchener Hypothekenbank eG (said merger did not take place)
- MLP Finanzdienstleistungen AG in the acquisition of the financial intermediaries ZSH and TPC
- UNIWHEELS in the acquisition of the ATS group's European activities
- Daimler in the reduction of the investment in EADS by 7.5% by an indirect investment of a consortium of financial and insurance companies and placement of a 7.5% EADS package

- DaimlerChrysler Aerospace AG in the transformation into a GmbH & Co. KG
- Renolit AG in connection with diverse acquisitions, inter alia the acquisition of the business division "industrial foils" of Solvay S.A.
- Sanofi-Aventis in the dissolution of the joint venture with Pfizer and the transfer of rights to Exubera
- Deutsche Bahn AG in compliance matters
- Consultation of multiple large German banks in matters concerning the remuneration of the management board

## PUBLICATIONS

- Supervisory Board Committee for Related Party Transactions, AG 2022, 297 ff. (with Niklas Schmelzeisen and Dr. Cäcilie Lüneborg)
- „Der Gesetzentwurf zur Einführung einer Musterfeststellungsklage“, ZIP 2018, 1321 et. seqq. (with Dr. Thomas Liebscher und Dr. Ben Steinbrück)
- „Moderne Kommunikationsmittel für den Zivilprozess - was heute schon geht“, AnwBl Online 2018, p. 394
- "Vorstandshaftung für fehlerhafte Ausrichtung der Compliance-Organisation", ZIP 2017, p. 2038 et seq. (with Karen Klein)
- „Organhaftung und Compliance“, in Born/Ghassemi-Tabar/Gehle (ed.), Gesellschaftsrechtliche Streitigkeiten/Corporate Litigation (Münchener Handbuch des Gesellschaftsrechts, vol. 7)
- "Ein Anwalt im Aufsichtsrat schützt nicht vor Haftung", Frankfurter Allgemeine Zeitung of 29 March 2012, p. 21 (with Nicolas Ott)
- "Intensification of the Remuneration Requirements for Credit Institutions in the German and European Legal Areas", in: Asian Law Business 8-06
- "Die Berücksichtigung von Konzernzielen bei der variablen Vergütung des Vorstands einer abhängigen Gesellschaft im faktischen Konzern", Festschrift für Hans-Jürgen Hellwig, Cologne 2010, 285 et seq. (with Jochem Reichert)
- "Zu den Auswirkungen des VorstAG auf bestehende Vorstandsdienstverträge", ZIP 2010, 1471 et seq. (with Georg Jaeger)
- "Der Handelsvertreterausgleich nach § 89b HGB im Umbruch", NJOZ 2010, 1551 et seq. (with Simone Evke de Groot)
- "Arbeitshandbuch für die Hauptversammlung", Semler/Volhard/Reichert (ed.), 3<sup>rd</sup> Edition, (co-author; in preparation)
- "Uneingeschränkte Verfügung über Bareinlage für Kapitalerhöhung", annotation to BGH (German Federal Court of Justice), judgement of 18.3.2002 - II ZR 363/00, in: DZWIR 2003, p. 157 et seqq. (with Prof. Dr. D. Kleindiek)
- "Kompensation einer eigenkapitaleretzenden Gebrauchsüberlassung", annotation to BGH (German Federal Court of Justice), judgement of 18.12.2000 - II ZR 191/99, in: WuB II C § 32a GmbHG 1.02
- "Heilung nichtiger Satzungsbestimmungen analog § 242 AktG", annotation to BGH, judgement to 19.6.2000 - II ZG 73/99, in: WuB II C § 242 AktG 1.01 (with Prof. Dr. D. Kleindiek)

## MISCELLANEOUS

- Member of Gesellschaftsrechtliche Vereinigung (VGR)
- Member of Zivilverfahrensrechtsausschusses des Deutschen Anwaltvereins
- Member of Deutscher Juristentag (German Legal Association's Annual Meeting)
- Lecturer at conferences and seminars concerning stock corporation law/corporate governance

## LANGUAGES

- German
- English
- French