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COURSE BROCHURE

Cross-Border Entity Structuring and Joint Venture Law Training Course

8 – 12 March 2027
Barcelona

Cross-Border Entity Structuring and Joint Venture Law Training Course

Ref: 915_34575 **Date:** 8 – 12 March 2027 **Location:** Barcelona **Fees:** 5600 GBP

Cross-Border Entity Structuring and Joint Venture Law is a 1-week training course for business development managers and legal advisers who choose how an organisation enters a new market, and who leave with a Market Entry Structure Evaluation. Foreign ownership limits, partner expectations and tax exposure now shape whether an overseas launch succeeds or stalls. Jupiter Prime Training delivers this course on cross-border entity structuring.

Why Cross-Border Entity Structuring and Joint Venture Law Matters Now

Three forces shape cross-border entity structuring today. Host states increasingly tie market access to local partners, licensing conditions or minimum equity held by nationals. Investors and lenders scrutinise how control, profit and exit rights are split before funding a venture. Commercial partners such as agents and distributors negotiate harder for exclusivity and compensation on termination. Sound structuring speeds entry and keeps control; weak structuring leaves deadlocks and disputes in an unfamiliar forum. The course rests on choice-of-law reasoning, shareholder agreement design and the enforcement of arbitral awards under the New York Convention.

Who Gains Most from Cross-Border Entity Structuring and Joint Venture Law

- Those who scope new markets and recommend the legal vehicle for entry
- Those who draft and negotiate joint venture and shareholder terms
- Those who appoint and manage overseas agents and distributors
- Those who assess investment approvals, ownership caps and profit repatriation routes
- Those who review governing law and dispute clauses in partner contracts

A regional expansion unit gains most when its deal lead and legal adviser attend together and test entry options against the same criteria.

Cross-Border Entity Structuring and Joint Venture Law Capabilities

Participants compare entry vehicles on control, liability, tax and exit and turn the chosen option into terms.

- Weigh branch, subsidiary, joint venture and contractual entry routes — the board's market entry decision
- Specify reserved matters, deadlock mechanisms and exit rights — joint venture partners
- Assess agency and distribution terms for exclusivity and termination exposure — commercial directors
- Calculate how holding structures affect dividends and repatriation — finance leads
- Design governing law and arbitration clauses for partner contracts — in-house counsel
- Communicate a structured entry recommendation — executive sponsors

Key Cross-Border Entity Structuring and Joint Venture Law Terms

- Equity joint venture — a jointly owned company whose partners share capital, control and profit.
- Contractual joint venture — partners combining resources for a project without forming a company.
- Reserved matters — decisions needing every partner's consent, protecting a minority investor.
- Deadlock clause — a mechanism such as escalation, mediation or a buy-sell option that breaks a stalemate between partners.
- Commercial agent — an intermediary negotiating sales in the principal's name.
- Governing law clause — the contract term choosing which legal system interprets the agreement and its obligations.

Cross-Border Entity Structuring and Joint Venture Law Day by Day

Day 1: Entry Routes and Ownership Limits

- Branch Versus Subsidiary Comparison — Liability Ring-Fencing and Licensing Needs
- Foreign Ownership Caps and Local Partner Rules — Equity Split Options
- Investment Licence and Approval Pathways — Timeline for Market Launch
- Representative Office Limits — Activities Allowed Before Full Entry
- Entry Route Scoring Matrix — Control, Cost and Speed Trade-Offs

Day 2: Joint Venture Architecture

- Equity and Contractual Joint Venture Models — Choosing the Vehicle
- Shareholders' Agreement Core Terms — Capital Calls and Profit Sharing
- Reserved Matters and Board Seats — Protecting the Minority Partner
- Deadlock Mechanisms and Buy-Sell Options — Ending a Stalemate
- Exit, Transfer and Pre-Emption Rights — Planning the Way Out

Day 3: Agency, Distribution and Franchise Channels

- Commercial Agency Agreements — Authority Limits and Commission Terms
- Exclusive Distribution Contracts — Territory, Targets and Brand Use
- Termination Compensation and Indemnity Claims — Exit Cost Exposure
- Franchise and Licensing Alternatives — Brand Control Without Equity
- Competition Law Limits on Resale Terms — Pricing and Territory Restrictions

Day 4: Investment Structuring, Governing Law and Disputes

- Holding Company and Treaty Structuring — Dividend Flows and Repatriation
- Thin Capitalisation and Shareholder Loans — Funding the Local Entity
- Governing Law Clause Drafting — Predictability Across Legal Systems
- Arbitration Versus Court Jurisdiction — Enforcing Awards Under the New York Convention
- Political and Regulatory Change Clauses — Allocating Host-State Risk

Day 5: Practising the Market Entry Structure Evaluation

- Entry Route Scoring for a Logistics Expansion — Preferred Vehicle Chosen
- Joint Venture Term Sheet for a Healthcare Partnership — Reserved Matters Set
- Distributor Appointment Review for Consumer Goods — Termination Exposure Rated
- Dispute Clause Selection for Partner Contracts — Forum and Seat Agreed
- Market Entry Structure Evaluation — Recommendation for Board Approval

Applying Cross-Border Entity Structuring and Joint Venture Law After the Course

- Score a pending market entry against the branch, subsidiary, joint venture and contractual routes.
- Audit existing agent and distributor contracts for exclusivity, termination compensation and governing law gaps.

Cross-Border Entity Structuring and Joint Venture Law Questions FAQ

What is cross-border entity structuring and joint venture law, and why does it matter now?

It is the legal choice of vehicle and partner terms for entering a foreign market. It matters now because ownership limits, partner demands and investor scrutiny make a poorly chosen structure costly to unwind.

Which roles gain most from cross-border entity structuring and joint venture law training?

Business development managers and legal advisers gain most. They recommend entry vehicles, negotiate partner terms and draft the clauses that decide control, profit and exit.

How does a cross-border entity structuring and joint venture law course differ from a company formation course?

It looks outward to foreign markets and partners rather than inward to incorporation steps. A company formation course follows registering one domestic company; this one compares entry vehicles and partner contracts across borders.

What do you bring back from cross-border entity structuring and joint venture law training?

You bring back a tested way to compare entry routes and a recommendation ready for approval. It comes with term sheet checklists, distributor review points and dispute clause options.

Cross-Border Entity Structuring and Joint Venture Law: The Way Forward

The Market Entry Structure Evaluation first informs the board's choice of vehicle for the next overseas launch. Deal leads, legal advisers and finance partners use it to align on control, cost and exit before talks with partners begin. After its first use, revisit the exit and deadlock assumptions, since these are the terms most often tested once a venture is live.