



Luca Bianchi, LL.M., MAS UZH in Finance

Senior Associate (born 1982)

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Languages

German, English, French, Italian

■ Areas of Practice

Luca Bianchi regularly advises fund management companies, asset managers, investment banks, promoters, and distributors with respect to the structuring, listing, and distribution of collective investment schemes (e.g., mutual funds, exchange traded funds (ETFs), hedge funds, real estate funds, private equity and real estate limited partnerships, as well as investment foundations). His practical experience includes establishing funds for institutional investors as well as for the retail market. Mr. Bianchi focuses on legal structuring, regulation, listing, and distribution related issues. He advises and represents collective investment schemes and Swiss representatives in product approval proceedings before the Swiss Financial Market Supervisory Authority (FINMA).

Furthermore, he has devoted a substantial amount of time to advising issuers with respect to the creation, regulation, and distribution of complex financial products. His practical experience includes the legal engineering of structured products (e.g., structured notes, certificates and warrants, all types of products set out in the Swiss Derivative Map, actively managed certificates (AMCs), credit-linked notes (CLNs), collateral secured instruments (COSI)/triparty collateral management (TCM)-secured products, as well as exchange traded products (ETPs)) and other derivatives. Besides, he advises with respect to the issuance of debt capital markets instruments such as bonds and notes. Mr. Bianchi regularly represents issuers of a broad range of financial instruments in listing proceedings before the SIX Swiss Exchange (SIX) and is a SIX-recognised representative.

In addition, Luca Bianchi advises clients on all aspects of the regulation of financial services, financial institutions and financial markets (including licencing proceedings and regulatory change projects). He has a particular focus on the banking, fund & asset management, structured product, and FinTech industries.

Furthermore, he advises with respect to stock exchange law, securities law, contractual law, and other capital markets related legal fields.

■ Professional Career

- 2016 – Senior Associate with Niederer Kraft & Frey
- 2012 – Associate with Niederer Kraft & Frey
- 2009 – Junior Associate with Niederer Kraft & Frey
- 2008 – Traineeship with Lehman Brothers (Equity Derivatives Sales), Zurich
- 2007 – Traineeship with Niederer Kraft & Frey
- 2005 – Traineeship with the Public Prosecutor's Department in Zurich

■ Education

- 2017 – Northwestern University Pritzker School of Law, Chicago (USA), LL.M.
- 2015 – University of Zurich, Master of Advanced Studies UZH in Finance
- 2012 – Admitted to the Zurich and Swiss Bar (*Rechtsanwalt*)
- 2010 – Exchange Trader License SIX
- 2009 – Universities of Zurich and Rome (IT), Licentiate (*lic. iur.*)

■ Recent Experience

The following is a selection of cases in which Mr. Bianchi acted as counsel to:

- Swiss Prime Investment Foundation in connection with the offering of claims of the investment group „SPA Immobilien Schweiz“ with a volume of CHF 470 million. The total equity capital of the investment group is now above CHF 1 billion (2016)
- Swiss Capital Group in connection with its successful launch of the Swiss Capital Investment Foundation I. In this context, two innovative investment groups in the asset class Private Debt (Private Debt Allocator I and II) were launched. The setting up of the investment foundation comprised a regulatory product approval proceeding before the Occupational Pension Supervisory Commission (OPSC) (2016)
- Various Swiss issuers of structured products concerning the drafting of their issuance programmes for structured products and numerous structured products thereunder (2015)
- Swiss Prime Site in connection with its successful launch of the Swiss Prime Investment Foundation with a primary issuance of CHF 550 million. The setting up of the investment foundation comprised a regulatory product approval proceeding before the Occupational Pension Supervisory Commission (OPSC) (2015)
- Swiss Prime Site with respect to obtaining an asset management license regarding real estate asset management for pension funds from the OPSC (2015)
- Bank of America and Merrill Lynch concerning the registration of their Note, Warrant and Certificate Programme with SIX (2015)
- A Swiss bank regarding the listing of a warrant (2014)
- A global investment bank regarding the structuring of express certificates (2014)
- A global investment bank regarding the structuring of barrier reverse convertibles (2014)
- A Swiss promoter regarding the launch of a Swiss investment fund (2014)
- A global investment bank regarding the listing of foreign ETFs with SIX (2014)
- Various Swiss promoters regarding the structuring of ETFs (2014)
- A global investment bank concerning the distribution of credit-linked notes in Switzerland (2013)
- Various Swiss issuers concerning the structuring and listing of structured products (2013)
- Various Swiss issuers of structured products concerning the drafting of their offering circular, distribution agreements and final terms (2013)
- Various global investment banks regarding the drafting of their EMTN programmes (2013)
- Several Swiss fund providers with respect to the structuring of Swiss collective investment schemes, including the regulatory approval proceedings before FINMA and the launch of the funds (2013)
- Various Swiss and foreign issuers concerning the drafting of their listing prospectuses for structured products (2013)
- EFG International on EUR 251 million cash offer, consent solicitation and related issuance of CHF 180 million in new Tier 2 Notes. BNP Paribas (Suisse) SA and UBS acted as joint lead managers (2013)
- Various foreign fund promoters concerning the structuring and the FINMA approval of several new funds (2013)
- Various issuers of structured products concerning the issuance and distribution of structured products in Switzerland (2013)
- A global investment bank concerning the listing of structured products on SIX (2013)
- Credit Suisse, UBS and Zürcher Kantonalbank as joint lead managers and joint bookrunners in the rights offering of Swiss Prime Site. Swiss Prime Site raised gross proceeds of approximately CHF 349 million by issuing a total of 5,455,601 new registered shares. Swiss Prime Site is one of the leading real estate investment companies focusing on commercial real estate in Switzerland (2012)
- Zurich-based integrated structured investment service provider EFG Financial Products (today: Leonteq) and global private banking group EFG International (SIX: EFGN) as selling shareholder in connection with the CHF 145 million initial public offering (IPO) and listing on SIX of EFG Financial Products Holding AG (2012)
- Various investment banks regarding numerous issuances and listings of collective investment schemes, derivatives, structured products, equity and bonds (2012)
- Several fund managers and issuers of structured products with respect to public distribution or private placements of financial products in Switzerland (2012)
- France Telecom in the proposed CHF 4 billion combination of number 3 Swiss telecom operator Orange Communications SA, Switzerland (owned by France Telecom), and number 2 Swiss telecom operator Sunrise Communications AG (owned by TDC A/S) (2010)
- Various Swiss and foreign issuers of structured products concerning the issuance of structured products (2009-2010)