

POLAND

Thursday, 4 December 2014



Despite the economic turmoil facing many of its neighbours, Poland has remained relatively buoyant in recent years. While merger control work is down, it is certainly not out; almost all firms have a regular turnover of deals and joint ventures, many of which involve other eastern European or Asian businesses

Elite

[Marta Sendrowicz](#)'s work as practice chief at **ALLEN & OVERY** – one of Poland's best competition practices – was recognised with her promotion to partner in May 2012. Nominated to *The International Who's Who of Competition Lawyers & Economists*, Sendrowicz is regarded by many as one of Poland's leading antitrust partners. She leads a team of six lawyers in a Warsaw office. Senior associate Justyna Michalik was formerly a director at Poland's Office for Competition and Consumer Protection, demonstrating the experience in the team.

Litigation work is high on Allen & Overy's agenda. Sendrowicz and Michalik continue to represent construction materials company Cemex in an appeal against a cartel decision; the company was one of five punished with record fines. Similarly, the firm defends Samsung Electronics Polska before the president of the Polish Competition Authority in a consumer case and in appeal proceedings before the Court of Competition and Consumer Protection against the Polish Competition Authority's decision.

On the transactional front, Allen & Overy advised six leading Polish banks on the creation of the joint venture to manage a mobile payments platform. Coming from a full-service competition practice, that advice included preparing a merger notification to the authority and representing those companies before the authority. It also advised Innova Capital on the competition law aspects of the takeovers of Wirtualna Polska, Rieber Foods and Bakalland, with the same services.

Who's Who Legal nominee Agnieszka Stefanowicz-Barańska leads an impressive team at **DENTONS**, previously called Salans until the firms merged in March 2013. Her peers have long recognised her as a market leader, as signified by her years as chairperson of the Polish Competition Law Association. The group she heads handles a large amount of Polish and international work.

Upcoming amendments to the Polish Competition and Consumer Protection Act, which may introduce directors' personal liability for antitrust infringements, a two-phase merger control procedure and new leniency principles, make a long-term expert's advice particularly crucial. The firm is involved in multiple investigations brought by the authority, and represents telecoms company P4 over alleged complaints of discriminatory practices. The practice also heavily supports its counterpart in Brussels in the European Commission's investigation of Gazprom; Stefanowicz-Barańska says the case requires significant central and eastern Europe expertise, which her practice offers.

Stefanowicz-Barańska continues to advise Carrefour in its long-running appeal against a 2006 decision fining the supermarket for allegedly contravening commitments placed on its takeover of Ahold. Her corporate colleagues helped the companies consummate the deal in 2007, but after a 2012 loss at the court of appeal, proceedings are pending before the Supreme Court. Merger work is still strong, including for Carrefour; it bought out the RAST supermarket chain in January 2014.

As of the time firms reported information to *GCR*, the competition group at **LINKLATERS** was still headed by its sole partner, Who's Who Legal nominee Małgorzata Sz waj. However, Sz waj departed for the Hansberry boutique in October 2014, and Linklaters has yet to announce her replacement. A likely candidate appears to be Marius Laszczyk, who was promoted from senior to managing associate in the past year.

Linklaters advised Alinda Capital Partners on its acquisition of leading broadcast infrastructure provider Emitel, reportedly the largest private equity deal ever done in Poland. The firm also provided cross-border notifications and advice to PZU in acquiring four companies from British insurance group RSA, which will make PZU the largest insurer in the Baltic region. At the EU level, Linklaters counsels a multinational oil and gas company on notification of a jet fuel joint venture.

The firm defends a leading telecoms company against bid-rigging allegations before the authority, with a full suite of services that includes a compliance audit. It also assists the same company in proceedings at the Polish authority and the European Commission regarding the legality of its infrastructure cooperation with rivals. In unilateral conduct, Linklaters represents a postal service company in proceedings by the Polish authority concerning alleged abuse of dominance.

With its excellent competition and intellectual property practices, **MARKIEWICZ & SROCZYŃSKI** maintains its position among the elite. Though its slate of senior practitioners has been somewhat depleted, the addition of two associates keeps the team the largest in Poland. It is headed by Who's Who Legal nominee Jaroslaw Sroczyński, who was the first director of the competition authority's Cracow branch.

In front of that authority, M&S successfully rebutted excessive pricing allegations against HS Wroclaw. The firm advised Tauron Energy in dominance and behavioural cases, Grupa Żywiec and Kia Motors in distribution matters, and ThyssenKrupp Marine Systems regarding the tender for the delivery of submarines to the Polish navy.

M&S assisted in two leniency cases, and worked on several merger control cases. In a compliment to a Poland-only firm, it notified the joint venture between Saudi Arabian Sabic and SK of Korea.

The elite team at **SOŁTYSIŃSKI KAWECKI & SZŁĘZAK** (SKS) had no personnel changes but plenty of new work in the past year. Practice head and Who's Who Legal nominee Krzysztof Kanton had a hand in most of the firm's big matters, but also distributed at least one to each senior associate.

SKS represents Górażdże Cement at the Court of Appeals in a bid to reduce a cartel fine levied by the Polish competition authority, which the first-reviewing competition court already reduced by nearly 20 per cent. In another appeal, pending at the competition court, SKS is seeking to overturn a fine imposed by

the authority on Royal Canin Polska for allegedly restricting internet sales. The firm defends the Polish portion of the Swatch Group against the authority's charges of price fixing by its distributors.

Two of the merger control proceedings in the consumer goods sector that *GCR 100* noted last year – Auchan's acquisition of Real Polska and Henkel's purchase of PZ Cusson's Polish detergent business – were completed in early 2014, with the authority clearing them subject to certain remedies.

Founding partner and Who's Who Legal nominee Tomasz Wardyński leads the four-lawyer competition team at **WARDYŃSKI & PARTNERS**, which is particularly experienced in behavioural practice, cartels litigation and merger control. It is also known as the first to be involved in a successful leniency application in Poland. Legal adviser Sabina Famirska has experience both as an in-house lawyer for several companies and from the Office of Competition and Consumer Protection.

Currently, the firm is appealing against a case of alleged price fixing, market allocation and information exchange by cement producers that dates back to December 2009, when the authority imposed the highest fines in its 20-year history. Wardyński & Partners continues to represent a Polish chain of DIY stores before the competition court in appeals against the authority's cartel decisions in the paint and varnishes sector. It also represents a credit card organisation in an interchange fee case, and advises several companies on their compliance programmes.

The team has obtained unconditional clearances for several international deals, such as Zebra Technologies' purchase of the business division of Motorola Solutions, and private equity acquisitions of a frozen foods producer and a Greek manufacturer of packaging systems.

FIRM	HEAD(S) OF COMPETITION	SIZE	CLIENTS
ELITE			
Allen & Overy	Marta Sendrowicz	1 partner 3 senior associates 2 associates	Samsung, Cemex, AkzoNobel Decorative Paints, Innova Capital, Tesco
Dentons	Agnieszka Stefanowicz-Baran´ska	1 partner 2 senior associates 2 associates	PSE, Fruktus, Carrefour, CH Robinson Europe, Kronopol, nc+
Linklaters	Małgorzata Sz waj (until October 2014)	1 partner 1 managing associate 1 associate 2 junior associates	Alinda Capital Partners, PZU, MasterCard, EMPiK Media & Fashion

FIRM	HEAD(S) OF COMPETITION	SIZE	CLIENTS
Markiewicz & Sroczyński	Jaroslaw Sroczyński	1 partner 2 senior associates 3 counsel 5 associates	Swiss Alpiq, Tauron, Fortum, Maspex, Sofort, Castorama, ThyssenKrupp, Dyckerhoff
Sołtysiński Kawecki & Szlejak	Krzysztof Kanton	1 partner 3 senior associates 1 associate 3 junior associates	Auchan, Henkel, Swatch Group, Górażdże Cement, PKN Orlen, Microsoft, Mars, Royal Canin, Nike, Eurocash
Wardynski & Partners	Tomasz Wardynski	1 partner 3 senior associates	Castorama, Grupa Ozarów, Visa, PM Sport, Evonik, Agusta Westland

FIRM	HEAD(S) OF COMPETITION	SIZE	CLIENTS
HIGHLY RECOMMENDED			
Clifford Chance	Iwona Terlecka	1 counsel 2 associates	Advent International, Monsanto, AXA, Pfizer, Philip Morris, Citibank, Lafarge Cement, Polskapresse, L'Oréal, Ringier Axel Springer, Mediq International/ ACP Pharma, Shell, Mondelez
CMS Cameron McKenna	Małgorzata Urban´ska	1 partner 6 associates	Bombardier Transportation, Diageo, Kazar, Mid Europa Partners, Nutricia Poland (Danone Group), P4, Prima Poland (producer of Prima and Douwe Egberts coffees), PZ Cussons, Z'abka Polska, PZU Zycie, Sportsdirect.com
Hansberry Tomkiel	Dorothy Hansberry- Biegun´ska	2 partners (since October 2014)	Visa, Shaunghui

FIRM	HEAD(S) OF COMPETITION	SIZE	CLIENTS
Hogan Lovells	Robert Gago	1 counsel 2 associates	Aviva, Sita Polska, AB Orlen, Orlen Oil, Vue Entertainment, Heitman, Amazon, Eurolot, Lesaffre, Twinings/ABF, Union Investment
Wiercin´ski Kwiecin´ski Baehr	Aleksander Stawicki	1 partner 1 counsel 5 associates	ACN Europe BV, Alstom, Allegro, AXA, AP.Moller-Maersk A/S, Boehringer Ingelheim, MSC Mediterranean Shipping, De Laval, ENEA Operator, Harley Davidson, Hutchison Port Holdings, Polish National Forests, Polish Chamber of Insurance, Polish Association of Styrofoam Producers
RECOMMENDED			
Baker & McKenzie	Mikołaj Piaskowski	1 counsel 2 associates	Fresenius Medical Care, UEFA, Alcon, 3M, Zimmer

FIRM	HEAD(S) OF COMPETITION	SIZE	CLIENTS
Wolf Theiss	Włodzimierz Kozłuchowski	1 partner 1 senior associate 1 associate	VEKA, Praktiker Polska

Highly recommended

Iwona Terlecka is in charge of the competition practice at **CLIFFORD CHANCE** in Warsaw, which thanks to the firm's global presence boasts an unusually large number of multinational clients. It handles behavioural and transactional matters for them but also works for major local companies. For example, it advised Polskapresse on buying Media Regionalne, the Polish operation of Mecom Europe. The firm also shepherded Advent International and Mediq International through the sale of ACP's wholesale pharmaceutical unit to Neuca, where it negotiated remedies with the authority, and of ACP's retail unit to BRL Center Polska. Clifford Chance advises on several media and telecoms mergers, such as Axel Springer's purchase of Polish internet portal Grupa Onet, and Warburg Pincus on its investment in Inea. The firm does more than just mergers. It obtained a positive outcome for Lafarge Cement in a competition court appeal against the authority's historically massive 2009 cement cartel decision, as the court upheld the full leniency that the enforcer initially granted.

The practice at **CMS CAMERON MCKENNA** lost an associate but at seven lawyers remains one of the larger antitrust teams in Warsaw. Led by sole partner Małgorzata Urbańska, it benefits from being part of

the extensive eastern European network of a 150-lawyer firm. It advises longstanding private equity client Mid Europa Partners on Polish investment projects as well as acquisitions of the store chains PS Food, Dobry Wybór and Społem Zabrze. Another fund management client, RREEF of the Deutsche Bank Group, received the firm's counsel on a €300 million acquisition of the Rondo 1 office building. The firm guided PZ Cussons, a global consumer products group, on the sale of its Polish detergents business to a competitor, a deal that attracted competition authorities' attention but successfully closed thanks to the presentation of strong legal and economic arguments.

Outside merger work, CMS represents Poland's largest life insurancy company PZU in an abuse of dominance appeal in front of the competition court, against the authority's €12.5 million penalty for allegedly unfair market practices in the group life insurance market. The firm advises Prima Poland on all antitrust aspects of sales and distribution.

As *GCR 100* was going to press, Dorothy Hansberry-Bieguńska pulled off a coup by recruiting to her own boutique Małgorzata Krasnodębska-Tomkiel, former president of the Office of Competition and Consumer Protection and erstwhile head of Linklaters' Polish office. Now called **HANSBERRY TOMKIEL**, the firm was originally established as Hansberry Competition in January 2011. Krasnodębska-Tomkiel said, "after many years of enforcing and establishing competition law, I shall be advising entrepreneurs on how to observe it and how to decide upon the best course of action if accused of violating the law."

Hansberry-Bieguńska has her own experience as an enforcer after 16 years at the US Department of Justice's antitrust division, where she spent the majority of her time on cartel matters. Other firms see her as an appellate star, as she leads their teams in matters such as preparing an appeal to the Supreme Court concerning the authority's withdrawal of leniency; defending at the court of appeals a cement company charged with price fixing; and representing Visa back and forth between the competition court and court of appeals.

Although the **HOGAN LOVELLS** team predominantly acts before the Polish Office for Competition and Consumer Protection and represents clients in proceedings before Polish courts, it also has experience before the European Commission in merger control and other antitrust cases.

Hogan Lovells counsel Robert Gago, who heads the competition practice, says his team is kept busy by PKN Orlen. The firm is long-time counsel to Poland's largest company and the main player in the energy market. For example, it represents Lithuanian refinery Orlen Lietuva in European proceedings examining whether Lithuania's incumbent railway operator abused its dominant position. It assists another client with a complaint to the Polish competition authority and a sector regulator in instigating an investigation of abuse of dominant position and exclusionary practices.

WIERCIŃSKI KWIECIŃSKI BAEHR (WKB) promoted senior associate Bartosz Turno to counsel and hired a new associate; its seven lawyers make it a bigger-than-average competition practice in Warsaw. Head of practice, partner and Who's Who Legal: Competition nominee Aleksander Stawicki counts a host of both international household names and local companies and associations among his clients. The firm handled proceedings at the Polish competition authority for the colossal and complex joint venture among Maersk, MSC Mediterranean and other shipping companies intended to create cooperation platforms in the container liner shipping business. Acting on behalf of both pharma companies, WKB notified the *Sun Pharmaceutical/Ranbaxy* tie-up to the Polish authority.

The firm advised the largest natural gas company in Poland on the authority's abuse of dominance allegations, a case in which the authority ran its first market test of the commitment proposal made by PGNIG. It ultimately accepted those commitments and settled the case, and WKB continues to counsel the company on fulfilling its promises. The firm can also play the other side of the authority, such as in advising Hutchison in a dispute over the alleged distortion of seaport competition by one of its competitors and the Polish port's administrator.

Recommended

BAKER & MCKENZIE lost practice head and sole partner Marcin Kolasiński in April 2014. Counsel Mikołaj Piaskowski replaced Kolasiński in the office leadership, and associate Łukasz Karpiesiuk is making a name for himself specialising in state aid issues. The firm prides itself on cutting-edge work, such as representing UEFA against the authority's accusation of applying illegal sales conditions on tickets for the UEFA Euro 2012™ championship in Poland. The high-profile case is before the competition court.

Partner Włodzimierz Kożuchowski leads Wolf Theiss' Warsaw competition team, which doubled its number of merger control proceedings. One of its notifications to the authority was for VEKA AG, a leading manufacturer of window and door frames, in a deal concerning markets that the enforcer had not previously investigated and therefore is now scrutinising closely. It represents German DIY store Praktiker Polska in three parallel proceedings before the competition and appeals courts regarding alleged participation in anti-competitive agreements in the paints and varnishes market. These three are one of the Polish authority's first instances of considering vertical agreements between a manufacturer and its distributors to be a horizontal, "hub and spoke" collusion, and the case has resulted in very high penalties.