



SHELTONS

Sheltons-SITTI in association with ABDF:
Sheltons International Tax Training Institute

Information Document on

The Blue & Silver Courses on International Taxation

Blue Courses held in

Sao Paulo 25-29 February 2008

Rio de Janeiro 3-7 March 2008

&

Silver Course in Rio de Janeiro

10-14 March 2008



International Taxation Principles & Planning (Blue Course)

Sao Paulo 25-29 February 2008 and Rio De Janeiro 3-7 March 2008 (9 am -5 pm)

A thorough and structured introduction to international taxation

Advanced International Taxation Principles & Planning (Silver Course)

10-14 March 2008 (9 am-5 pm)

International tax for the more experienced tax practitioner

Lead trainer: **Ned Shelton** (Denmark)

Course information in brief

| Course | Dates | Venue |
|---|--|---|
| International Taxation Principles & Planning (Blue Course) | 25-29 February 2008 3-7 March 2008 | Sao Paulo Rio de Janeiro, Brazil |
| Advanced International Taxation Principles & Planning (Silver Course) | 10-14 March 2008 | Rio de Janeiro, Brazil |
| Speaker | | |
| Ned Shelton Lead instructor | Managing Partner, Sheltons/Sheltons International Tax Training Institute, Denmark | 20 years of international tax experience, in Australia, Denmark and the Netherlands; author of the book, "Application and Interpretation of Tax Treaties" (Butterworths Tolley Lexis Nexis, London) |
| Who should attend? | | |
| Blue Course: International Taxation Principles & Planning | <ul style="list-style-type: none"> ■ This is for those who: ■ have a good knowledge of domestic (local) taxation in at least one jurisdiction, or ■ who have significant international business experience where tax has often played a role, but who have little or no international tax experience. | |
| Silver Course: Advanced International Taxation Principles & Planning | <ul style="list-style-type: none"> ■ This is for those who have: ■ attended our Blue course, or ■ who have a good knowledge of taxation and also have at least some recent experience or education in international tax. | |



Brief course content

(See page 6 for the detailed course content).

NB There are case studies each day.

| Blue Course International Taxation Principles & Planning With focus on Corporates | Silver Course Advanced International Taxation Principles & Planning With focus on Corporates |
|--|---|
| Day 1 – Terminology; tax consolidation; forms of doing business (branch, subsidiary, rep. offices, partnerships, hybrid entities, trusts, funds, foundations, cooperatives, associations); types of taxes (corporate, personal, stamp duties capital tax, sales tax, VAT, net worth tax, etc.). | Day 1 – Application of selected treaty provisions (residence, permanent establishment and business profits, dividends, interest, royalties, capital gains, employment income); treaty shopping; using different classification; interpretation of treaties including the Vienna Convention. |
| Day 2 - Factors determining the scope of tax liability (residency and source, territoriality versus world-wide systems); double taxation (juridical and economic double tax); double tax relief and tax sparing credits. | Day 2 – Hybrid entities - transparent and non-transparent entities; domestic law categorisation; impact of tax treaties; US “check the box” rules; the OECD report on Partnerships”; selected planning techniques covering partnerships, French SNC’s, US LLCs, German GMBH & Co KGs, UK LLPs |
| Day 3 - Introduction to tax treaties; introduction to the interpretation of tax treaties; introduction to the application of treaties to selected definitions and items of income (business profits, income from immovable property, dividends, interest, royalties, capital gains, other income). | Day 3 – Hybrid financing and hybrid financial instruments; characterisation under domestic law; treatment of hybrids under treaties; redeemable preference shares, profit sharing loans, perpetual debt, discounted securities, etc. |
| Day 4 – Anti-avoidance provisions under domestic law; CFC rules, thin capitalisations rules. | Day 4 – Topic 1: Tax efficient financing: withholding tax reduction techniques; triangular situations; double dip financing. Topic 2: International holding companies: characteristics of a good holding company location; specific jurisdictions - Austria; Belgium; Cyprus; Denmark, Malta, Netherlands (& Netherlands Antilles), Malaysia, Spain, Switzerland, the UK. |
| Day 5 – Anti-avoidance under treaties (treaty shopping, LOB clauses, etc.); transfer pricing; comprehensive case study. | Day 5 – Bringing it all together in real-life situations; problem solving – alone and in teams. |

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1. Sao Paulo, Brazil - Blue Course, 25-29 February 2008 Blue Course - International Taxation Principles & Planning



Sao Paulo - MAM - Museu de Arte

Timing & Venue

Timing: Monday - Friday: 9 a.m. – 5 p.m.
Friday ending time 3:30 p.m.

Venue:

Renaissance Sao Paulo Hotel

Alameda Santos, 2233

Sao Paulo, Sao Paulo 01419-002 Brazil

Phone: 55 11 3069 2233

Fax: 55 11 3064 3344

Sales: 55 11 3069 2220

The five star Renaissance Sao Paulo Hotel is considered one of the best hotels in Sao Paulo, Brazil, a great location with first class services and amenities.



From the Hotel's Website:

<http://www.marriott.com/hotels/travel/SAOBR?vsretype=&vsresect=x&vsrelink=vhw&vsrebrand=BR&vsremarsha=SAOBR>

2 Rio de Janeiro, Brazil - Blue Course (3-7 March) and Silver Course (10-14 March)

Blue course - International Taxation Principles & Planning

Silver course – Advanced International Taxation Principles & Planning

These are one-week courses in international tax, with Blue being for the least experienced.

These two courses are designed with special focus on Corporates. Other courses are designed with Private Client Advisors in mind. By "corporate" we are thinking of those persons employed with internationally operating companies, and their advisers.

2.1 Timing & Venue (Pestana Rio Atlantica hotel, Rio de Janeiro, Copacabana Beach)

Timing: Monday - Friday: 9 a.m. – 5 p.m. Friday ending time 3:30 p.m.

Venue: Pestana Rio Atlantica Hotel
Avenida Atlântica 2964 Copacabana - Rio de Janeiro RJ 22070-000 - Brazil
Tel. +55 (21) 2548-6332, Fax +55 (21) 2255-6410, reservas@pestanahotels.com.br
www.pestana.com

Or

<http://www.pestana.com/hotels/en/hotels/southamerica/RioJaneiroHotels/RioAtlantica/Home>



From the Hotel's Website:

Hotel & Location

Pestana Rio Atlantica hotel in Rio de Janeiro has a privileged location on the Avenida Atlântica and has a stunning view over Copacabana Beach. It is 25 km from Antonio Carlos Jobim International Airport, and 6 km from the Financial & Commercial Centre, ideal for a holiday or business trip. This hotel in Rio combines Brazilian hospitality with the international lifestyle.

Facilities & Strength - Leisure & Business

All apartments (also units for disabled guests) and suites are equipped with Air Conditioning, Cable TV, and High Speed Internet Access among other services. Children up to 12 years FREE when sharing room with the parents. A Pool, Saunas & Massage Service are some of the hotel facilities for its guests'. With meeting rooms, a complete Business Centre and video-conferencing room, Pestana Rio Atlântica is the hotel for corporate & business events.

■ **Transportation from Rio de Janeiro International Airport to the hotel:**

| | |
|-----------|---|
| Type: | Typical minimum charge: |
| Taxi | BRL 115.00/USD 50.00 |
| Transfers | BRL 70.00/USD 31.00 (booking required, 24 hour service) |
| Bus | BRL 8.00/USD 3.00 |



Sugar Loaf View

Detailed Course outlines

2.2 Blue course

International Tax Principles & Planning, with Ned Shelton

DAY 1

1. Introduction and welcome
 - 1.1. Case study 1: The nine choices – investing into Malaysia
2. International tax
 - 2.1. Important concepts and terminology
 - 2.2. Sources of international tax
3. Forms of doing business
 - 3.1. Subsidiaries
 - 3.2. Branches (permanent establishments)
 - 3.2.1. Terminology
 - 3.2.2. In general
 - 3.2.3. Legal entity & residency
 - 3.2.4. What is taxed in Country S?
 - 3.2.5. Accounts
 - 3.2.6. When does a foreign presence constitute a branch?
 - 3.3. Rep. offices (representative offices)
 - 3.4. Partnerships
 - 3.5. Hybrid entities & transparency vs non-transparency
 - 3.6. Trusts
 - 3.7. Foundations
 - 3.8. Funds SICAVs, UCITs, etc.
 - 3.9. Cooperatives & associations
 - 3.9.1. Example 1: Netherlands
 - 3.9.2. Example 2: Germany
 - 3.9.3. Example 3: United Kingdom
 - 3.10. European Economic Interest Groupings (EEIGs)
 - 3.10.1. Example 1: United Kingdom
 - 3.10.2. Example 2: Germany
4. Types of tax
 - 4.1. Income versus capital
 - 4.2. Corporate tax
 - 4.3. Branch profits tax (BPT)
 - 4.4. Personal taxes
 - 4.5. Income tax – comprehensive vs schedular systems
 - 4.6. Capital gains tax
 - 4.7. Wealth tax/net worth tax/net wealth tax
 - 4.8. Inheritance tax/estate duty/death duty
 - 4.9. Payroll tax

- 4.10. Indirect taxes
 - 4.10.1. VAT
 - 4.10.2. Sales tax
 - 4.10.3. Stamp duty
 - 4.10.4. Customs duties
- 4.11. Transfer taxes
 - 4.11.1. General
 - 4.11.2. Transfer tax on immovable property
- 4.12. Capital tax/formation tax/capital duty
- 4.13. Real estate tax
 - 4.13.1. Example 1: Germany.
 - 4.13.2. Example 2: United Kingdom
 - 4.13.3. Example 3: France
- 4.14. Case study 2

DAY 2

- 5. Factors determining the scope of tax liability
 - 5.1. Residence & source taxation vs. territoriality
 - 5.2. Residence
 - 5.2.1. Corporate residence
 - 5.2.2. Case study 3: Corporate residence – domestic law
 - 5.2.3. Residence of individuals
 - 5.3. Source taxation
 - 5.3.1. Unrestricted source-taxation
 - 5.3.2. Restricted source-taxation
 - 5.3.3. Source rules: pay rule vs. use rule
 - 5.3.4. Source rules: withholding taxes
 - 5.3.5. Source tax planning
 - 5.4. Case study 4: The scope of tax liability
- 6. Double taxation – juridical & economic
 - 6.1. Juridical double taxation
 - 6.1.1. General
 - 6.1.2. Withholding taxes on dividends: juridical double taxation
 - 6.2. Economic double taxation
- 7. Double tax relief
 - 7.1. General
 - 7.2. Methods - credit, exemption and deduction
 - 7.3. Relief from juridical taxation
 - 7.4. Relief from economic double taxation
 - 7.4.1. Economic taxation & classical, imputation & scheduler systems
 - 7.4.2. Economic triple taxation
 - 7.5. Tax sparing credits
 - 7.6. Case study 5: Corporate tax systems and relief from economic double taxation

DAY 3

- 8. Introduction to tax treaties
 - 8.1. Purpose of tax treaties
 - 8.2. Types of tax treaties
 - 8.3. Structure of tax treaties
 - 8.4. The main provisions of tax treaties (other than the limitation rules)
 - 8.4.1. Article 1: Personal scope
 - 8.4.2. Article 4: Definition of residence
 - 8.4.3. Article 5: Permanent establishment
 - 8.4.4. Article 23: Elimination of double taxation
 - 8.4.5. Article 24: Non-discrimination
 - 8.4.6. Article 26: Exchange of information
 - 8.5. The limitation rules
- 9. Introduction to interpretation of tax treaties
 - 9.1. The main treaty rule - Article 3 (2)
 - 9.1.1. The relevant provisions

- 9.1.2. Static or ambulatory
- 9.1.3. Which state's law applies?
- 9.2. Different classification as a tool in international tax planning
- 10. Residence of companies under treaties
 - 10.1. Case study 6: Corporate residence – treaties
- 11. Residence of individuals under treaties
- 12. Application of treaties to selected items of income
 - 12.1. Article 7: Allocation of profits to a permanent establishment
 - 12.2. Article 10: Dividends
 - 12.2.1. Principle
 - 12.2.2. Beneficial owner
 - 12.2.3. Definition
 - 12.2.4. Taxation of dividends under tax treaties
 - 12.2.5. Extra-territorial taxation of dividends
 - 12.3. Article 11: Interest
 - 12.3.1. Principle and definition
 - 12.3.2. The "gross – net" problem
 - 12.3.3. Source rule
 - 12.3.4. Transfer pricing provision
 - 12.4. Article 12: Royalties
 - 12.4.1. Principle
 - 12.4.2. Definition
 - 12.5. Article 13: Capital gains
 - 12.6. Article 15: Dependent personal services
 - 12.7. Article 16: Directors fees
 - 12.8. Article 17: Artistes & sportsmen
 - 12.9. Article 18: Pensions
 - 12.10. Article 21: Other income
 - 12.11. Case study 7: Treaty application - lending

DAY 4

- 13. Anti-avoidance provisions under domestic law
 - 13.1. France
 - 13.1.1. Anti-tax haven provisions
 - 13.1.2. Anti Parent-Subsidiary Directive shopping
 - 13.2. Germany
 - 13.2.1. General – Sec. 42AO
 - 13.2.2. Anti Parent-Subsidiary Directive shopping
 - 13.3. Italy
 - 13.3.1. General
 - 13.3.2. Anti-tax haven rules
 - 13.3.3. Non-discrimination
 - 13.3.4. Anti-dividend-stripping rules
 - 13.3.5. Anti-conduit rules
 - 13.4. Netherlands
 - 13.5. Spain
 - 13.5.1. General
 - 13.5.2. Tax havens
 - 13.6. Sweden
 - 13.7. Switzerland
 - 13.8. United Kingdom
- 14. Controlled Foreign Company (CFC) taxation
 - 14.1. What is a CFC?
 - 14.2. General overview
 - 14.3. How do CFC rules operate?
 - 14.4. Types of CFC income.
 - 14.4.1. Tainted Income
 - 14.4.2. Active Income
 - 14.5. Specific Issues
 - 14.5.1. What is control?
 - 14.5.2. What entities are covered and for what period?

- 14.5.3. Which "shareholders" are taxable?
- 14.5.4. Relevance of residence, tax regime and activities
- 14.5.5. Other exceptions
- 14.5.6. Interaction with double taxation relief
- 14.5.7. De minimus Exception
- 15. Thin capitalisation
 - 15.1. Concept
 - 15.2. Anti-avoidance approaches
 - 15.2.1. Fixed (debt/equity) ratio approach
 - 15.2.2. Excess interest approach
 - 15.2.3. General anti-abuse approach
 - 15.3. Case study 8: Tax treaties & anti-avoidance
- 16. Parent-Subsidiary Directive
 - 16.1. Introduction
 - 16.2. Qualifying Company.
 - 16.3. Dual Resident Companies.
 - 16.4. What is a parent and a subsidiary?
 - 16.5. Eligible Distributions.
 - 16.6. Anti-Abuse Provision.

DAY 5

- 17. Limitation on benefits under treaties
 - 17.1. General
 - 17.1.1. Base Companies
 - 17.1.2. Direct Conduits
 - 17.1.3. Stepping Stone Conduits
 - 17.2. Treaty shopping vs. avoidance of domestic rules
 - 17.2.1. USA
 - 17.2.2. Germany
 - 17.2.3. Canada
 - 17.3. Anti-avoidance measures under tax treaties
 - 17.3.1. OECD Report 1997: International tax avoidance and evasion
 - 17.3.2. Methods based on existing treaty provisions
 - 17.3.3. Methods in the area of treaty policy
- 18. The principles of transfer pricing
 - 18.1. General
 - 18.2. OECD Guidelines
 - 18.2.1. The arm's length principle
 - 18.2.2. Association does not itself justify a transfer pricing adjustment
 - 18.2.3. Acceptable methods
 - 18.2.4. CUP - Comparable Uncontrolled Price
 - 18.2.5. Resale price method
 - 18.2.6. The cost plus method
 - 18.2.7. Profit split
 - 18.2.8. Transactional net margin method
 - 18.3. Transfer pricing documentation
 - 18.4. Article 9 Of The OECD Model Convention
 - 18.4.1. Associated enterprises
 - 18.4.2. Corresponding adjustment
 - 18.4.3. Time limits for corresponding adjustment
 - 18.4.4. Secondary adjustments
 - 18.5. Transfer pricing and financing
 - 18.6. Case study 9: Transfer pricing
- 19. Case study 10: Final case study

2.3 Silver course

Advanced International Tax Principles & Planning, with Ned Shelton

DAY 1: Interpretation and Application of Tax Treaties

1. Principles of international taxation as relevant for the application of tax treaties
 - 1.1. Purpose and benefits of tax treaties
 - 1.2. Types of tax treaties
2. Model conventions
 - 2.1.1. Types
 - 2.1.2. Structure
 - 2.2. Relationship between tax treaties and domestic law
 - 2.2.1. Can tax treaties create tax liability?
 - 2.2.2. Can a treaty deteriorate the position of the taxpayer?
3. Residence issues
 - 3.1. Importance of the concept of residence
 - 3.2. Dual residence : the tie-breaker clause
 - 3.2.1. Individuals
 - 3.2.2. Companies
 - 3.3. Remittance basis (UK)
 - 3.4. Nationality taxation (US)
4. Permanent establishment and business profits
 - 4.1. The concept of permanent establishment in general
 - 4.2. The definition of pe under tax treaties (Art 5 OECD model)
 - 4.2.1. Overview
 - 4.2.2. Basic rule permanent establishment
 - 4.2.3. Small case study
 - 4.2.4. Construction clause permanent establishment
 - 4.2.5. Agency permanent establishment
 - 4.3. Case study
 - 4.4. Taxation of business profits
 - 4.4.1. Main rule
 - 4.4.2. Separate entity approach
 - 4.4.3. Allocation of expenses
 - 4.4.4. Head office – permanent establishment transfers
 - 4.4.5. Permanent establishment and dividend, interest and royalty income
 - 4.5. Transfer pricing under tax treaties
 - 4.5.1. Main rule
5. Dividends, interest and royalties
 - 5.1. Structure of provisions
 - 5.1.1. Dividends
 - 5.1.2. Interest
 - 5.1.3. Royalties
 - 5.2. Beneficial ownership
 - 5.3. Definition of dividends, interest and royalties (under treaties)
 - 5.3.1. Dividends
 - 5.3.2. Interest
 - 5.3.3. Royalties
 - 5.4. Branch profits tax
 - 5.5. Source rules
 - 5.6. Miscellaneous
 - 5.6.1. Dividends: the prohibition of extra-territoriality
 - 5.6.2. Interest: the “gross-net problem”
6. Capital gains
 - 6.1. Main rules
 - 6.2. Specific problems
 - 6.2.1. General
 - 6.2.2. Immovable property
 - 6.2.3. Business property
 - 6.2.4. Other assets
7. Employment income
 - 7.1. Main rule
 - 7.2. Exceptions

- 7.3. International hiring-out of labour
- 7.4. Taxation of directors
- 7.5. Pensions
- 8. Double taxation relief under tax treaties
 - 8.1. In general
 - 8.2. Exemption method
 - 8.3. Credit method
 - 8.4. Avoidance of double taxation on foreign source income
 - 8.5. Tax sparing credit
- 9. Tax treaties and tax planning
 - 9.1. Treaty shopping
 - 9.1.1. The concept
 - 9.1.2. Examples of treaty shopping
 - 9.2. Anti-treaty shopping provisions
 - 9.2.1. Domestic laws
 - 9.2.2. Tax treaties following the OECD Model Convention
 - 9.2.3. Limitation on benefits
- 10. Interpretation of tax treaties
 - 10.1. The OECD model
 - 10.1.1. Static or ambulatory?
 - 10.1.2. Which State's law applies?
 - 10.2. Different classification as a tool in international tax planning
 - 10.3. Vienna Convention
 - 10.3.1. The law
 - 10.3.2. Some background
 - 10.3.3. The Vienna Convention and interpretation

DAY 2: Hybrid Entities

- 11. Introduction
 - 11.1. Hybrid entities in tax planning – overview
 - 11.2. What is a hybrid entity and a reverse hybrid?
 - 11.3. Tax subjects and transparent entities
 - 11.4. Case study 4: OECD Example 1
- 12. Domestic law legal forms and categorisation
 - 12.1. The United States
 - 12.1.1. Corporation.
 - 12.1.2. Joint stock company. Features include:
 - 12.1.3. General partnership.
 - 12.1.4. Limited partnership.
 - 12.1.5. Limited Liability Company ("LLC").
 - 12.1.6. Entity classification for tax purposes
 - 12.2. Germany
 - 12.2.1. Stock company (public company) ("AG")
 - 12.2.2. Limited partnership with shares (KGaA)
 - 12.2.3. Limited liability company (private company) ("GmbH").
 - 12.2.4. Partnerships
 - 12.2.5. Association and cooperative
 - 12.2.6. Silent partnership
 - 12.2.7. GmbH & Co KG
 - 12.2.8. Entity classification for tax purposes
 - 12.3. Sweden
 - 12.3.1. Forms of business organization
 - 12.3.2. Public company
 - 12.3.3. Private company
 - 12.3.4. Partnerships
 - 12.3.5. Associations and cooperatives
 - 12.3.6. Foundation
 - 12.3.7. Non-profit associations
 - 12.3.8. Entity classification for tax purposes
 - 12.4. France
 - 12.4.1. Forms of business organization – companies
 - 12.4.2. Corporation (SA)

- 12.4.3. Limited liability company (SARL)
- 12.4.4. Holding companies
- 12.4.5. Economic groups (GIE and EEIG)

- 12.4.6. List of other legal forms

- 12.5. Belgium
 - 12.5.1. Forms of business organization - companies
 - 12.5.2. Public companies (corporation (NV/SA))
 - 12.5.3. Private companies (Limited liability company (BVBA/SPRL))
 - 12.5.4. Holding companies
 - 12.5.5. Portfolio companies (portefeuillemaatschappijen/sociétés de portefeuille)
 - 12.5.6. Partnerships
 - 12.5.7. Cooperatives
 - 12.5.8. Other business forms – without legal personality
- 12.6. The United Kingdom – LLPs
- 13. US “check the box” rules
- 14. The OECD report on “The Application of the OECD Model Tax Convention to Partnerships”
 - 14.1. Introduction
 - 14.2. When is a partnership entitled to treaty benefits?
 - 14.3. Is a partnership a person?
 - 14.4. Is a partnership a “resident of a Contracting State”?
 - 14.5. Is the partnership liable to tax
 - 14.6. Can the partnership be liable to tax and not be a resident?
 - 14.7. What if the partnership is not a resident?
- 15. Case studies 5 & 6: OECD Examples 2 & 3
- 16. Taxation of partnerships and other legal forms
 - 16.1. Germany
 - 16.1.1. Commercial partnerships (OHG, KG)
 - 16.1.2. Limited partnership with shares (KGaA)
 - 16.1.3. Silent partnership
 - 16.1.4. Economic interest grouping
 - 16.1.5. Associations
 - 16.1.6. Cooperatives
 - 16.1.7. Non-taxable entities
 - 16.2. Australia - partnership companies
 - 16.3. France
 - 16.3.1. Resident companies
 - 16.3.2. Tax liability based on legal form
 - 16.3.3. Tax liability based on doing business
 - 16.3.4. Tax liability based on election
- 17. Selected tax planning techniques using hybrid entities
 - 17.1. Example 1 – US check-the-box for US tax planning
 - 17.2. Using an LLC for Canadian tax planning
 - 17.3. Using a UK LLP for trading
 - 17.4. Profit sharing loans or profit participating loans
 - 17.5. Silent partnerships
 - 17.6. UK-French tax planning: the SNC structure
- 18. Case study 7 – Dividend from A to B
- 19. Case study 8 – Danish company with Spanish income

DAY 3: Hybrid financial instruments and financing

- 20. What is a hybrid instrument?
- 21. Main issues relating to debt versus equity
- 22. Equity finance
 - 22.1. Types of equity finance
 - 22.2. Who holds equity?
 - 22.3. What is the nature of the various types of equity?
 - 22.4. Why do the various types of equity exist?
- 23. Debt finance
 - 23.1. Types of debt finance

- 23.2. Who holds debt?
- 23.3. What is the nature of the various types of debt?
- 24. Tax implications in general
 - 24.1. Equity
 - 24.2. Debt
- 25. Identification and classification
 - 25.1. Who is the taxpayer (and according to the law of which state)?
 - 25.2. What type of income are we dealing with?
- 26. Hybrids
 - 26.1. In general
 - 26.2. Types of hybrids
 - 26.2.1. What is the nature of the various types of hybrids?
 - 26.2.2. Why do the various types of hybrids exist?
 - 26.3. Redeemable preference shares
- 27. Classification
 - 27.1. Characteristics of debt and equity
 - 27.1.1. Debt
 - 27.1.2. Equity
 - 27.2. Classification of hybrids
 - 27.2.1. Re A.: Characteristics in determining the classification of the instrument
 - 27.2.2. Re B: Are investors obliged to follow the classification adopted by the issuer?
 - 27.2.3. Re C: Should a hybrid instrument be classified in a manner inconsistent with its form?
- 28. Debt versus equity: Withholding tax implications under tax treaties
 - 28.1. General
 - 28.2. Treaty definitions
 - 28.2.1. Dividends
 - 28.2.2. Interest
 - 28.3. The treatment of hybrids under tax treaties
 - 28.4. Double taxation relief
- 29. Some tax planning structures/ case studies
 - 29.1. Using definitional mismatches: U.S. – U.K Hybrid instrument
- 30. Thin capitalisation
 - 30.1. Concept
 - 30.2. Anti-avoidance approaches
 - 30.2.1. Fixed (debt/equity) ratio approach
 - 30.2.2. Excess interest approach
 - 30.2.3. General anti abuse approach
 - 30.3. Country overview
 - 30.4. International tax implications
 - 30.5. Planning techniques to avoid thin capitalisation
 - 30.5.1. Non-interest bearing loans
 - 30.5.2. Short-term loans
 - 30.5.3. Back-to-back loans
 - 30.5.4. Third party loans (incl. loans guaranteed by the shareholder)
 - 30.5.5. The cascade effect
 - 30.5.6. Using hybrid financing instruments
- 31. Source rules
 - 31.1. Dividends
 - 31.2. Interest
 - 31.3. Royalties
 - 31.4. Lease payments
- 32. The effect of tax treaties

DAY 4 Topic 1: Tax efficient financing

- 33. Basic issues and financing techniques
 - 33.1. General issues
 - 33.2. Financing techniques
- 34. Double dip financing

- 34.1. Concept and objectives
- 34.2. Structuring techniques
- 34.3. Using limited partnerships
- 35. National and international tax issues relevant to international financing
 - 35.1. Withholding taxes
 - 35.2. Timing
 - 35.3. Currency issues
- 36. Withholding tax planning
- 37. Triangular situations
 - 37.1. The concept

 - 37.2. Income derived from a third country by a permanent establishment

- 38. Main features and tax aspects of international loans

- 39. Finance companies & other vehicles
 - 39.1. Reasons for using a finance company
 - 39.2. Location

 - 39.3. Belgian co-ordination centres
 - 39.4. I.F.S.C (Ireland)
 - 39.5. Jersey exempt company
 - 39.6. Luxembourg
 - 39.7. The Netherlands
 - 39.8. Spain (Canary Islands Special Zone – ZEC)
 - 39.9. Switzerland
- 40. Finance branches
 - 40.1. The finance branch of a Dutch company
 - 40.2. Capitalisation of finance branches
 - 40.3. Other jurisdictions
- 41. Case study 11: A triangular case

DAY 4 Topic 2: Selection and use of international holding companies

- 42. Tax factors of importance
- 43. The jurisdictions
 - 43.1. Austria
 - 43.2. Belgium
 - 43.3. Cyprus
 - 43.4. Luxembourg
 - 43.5. Malta
 - 43.6. The Netherlands
 - 43.7. Singapore
 - 43.8. Spain
 - 43.9. Sweden
 - 43.10. Switzerland
 - 43.11. United Kingdom
- 44. Case study 12: Selecting a holding company

DAY 5 – Various case studies

3 About the speaker

The lead speaker at the Copenhagen Blue and Silver one-week courses in March 2008 is Ned Shelton.



Ned Shelton

Ned Shelton is a graduate in law and commerce (UNSW) and qualified as a Chartered Accountant (Australia) in 1985. He has lived and worked in Australia, Denmark and the Netherlands for the past 21 years, and has worked intensively with international tax for the last 18 years.

In the September 2000 and in the September 2001 editions of the Euromoney publication "International Tax Review" he was named as one of Denmark's top five tax advisers.

In January 1986 he left Arthur Andersens in Sydney (where he was a Tax Manager) to move to Denmark to take up a position as International Tax Manager at the head office of Copenhagen Handelsbank. At the time the Bank was the second largest in Denmark, with operations in 10 countries.

In 1989 he moved to the Netherlands where he founded Horwath Tax Holland/Sheltons. After six years working with international tax matters in the Netherlands, he returned to Denmark, where he set up Sheltons (International Tax Counsel), Sheltons Corporate Services and Sheltons-SITTI (Sheltons International Tax Training Institute). In addition to his intensive Danish related work, he is still deeply involved with Dutch tax and trust company matters.

Mr Shelton was a member of the International Tax Committee of Horwath International from 1990 to 1993 and Chairman from 1993 until early 1996 when he moved back to Denmark from the Netherlands. He was the editor of the Dutch chapter of each of three highly regarded loose-leaf publications on international tax, published by CCH and written by Horwath International. He was also on the editorial board of the same three publications. He has written numerous articles in Danish and international tax journals. He has recently finished writing a book for Lexis Nexis Butterworths Tolley on the area of tax treaties and international tax planning.

He is a sought after speaker on international taxation and during the last 16 years has spoken on the subject in many different countries and is also frequently asked to chair conferences. Since commencing the specialist international tax training arm, Sheltons-SITTI, he has developed some 200 hours of international tax training courses and delivered numerous in-house and open courses in 20 countries throughout Europe and Asia.

He is a member of the Danish branch of the International Fiscal Association and the Canadian Tax Foundation. In addition, he is the immediate past Chairman of the Danish-British Business Club (BBLC) in Denmark and immediate past Vice-President of the Copenhagen International Rotary Club. Ned speaks fluent Danish and reads Dutch, Norwegian and Swedish.

4 Further information about our one-week courses

- 4.1 All Sheltons SITTI Open courses are fully transportable enabling you to benefit from at least two or three days if one week is too much and your work obligations do not permit.

If one full week is not possible or convenient, you can register for two, three or four days. The fee for each day is 25% of the full week's fees so for two days you will pay 50%, for three days 75% and for four days 100% of the one-week fee.

4.2 Attend anywhere

The courses are designed so that the same material is presented irrespective of the location. This means that the Blue and Silver courses to be held in Rio De Janeiro will have the same content as the Blue and Silver courses in Copenhagen in June 2008. There is no guarantee, however, that the courses will be identical - we are continually developing the courses, based partly on the very important comments from the participants' evaluation forms. Therefore, the longer the time between attending the first days at one location and attending further days at another location, the more likely that there will be changes.

4.3 Who should attend?

4.3.1 Blue

This is for those who have:

- a good knowledge of national taxation in at least one jurisdiction, or
- significant international business experience where tax has often played a role, but who have little or no international tax experience.

You are not expected to have any international tax education or experience, but by the end of the week you will have gained a significant level of understanding of a range of essential tax issues. You will experience 'Real life' situations shared 'first-hand', giving you insight, deeper understanding and easier application of International Taxation principles.

4.3.2 Silver

The Silver course is for those who have:

- attended our Blue course, or
- who have a good knowledge of taxation and also have at least some recent experience or education in international tax. The course will further enhance your knowledge and give you more confidence and professionalism within your field.

5 Fees and registration - Rio de Janeiro, Brazil

- **Blue** Course: USD 2,300 (plus taxes if applicable)
- **Silver** Course: USD 2,900 (plus taxes if applicable)

For two-four days of the week, the daily fee is 25% of the full-week's fee.

5 Cancellation Policy & Registration Form

| | | | |
|---|------|------------|------|
| Registration Form | | | |
| Sheltons International Tax Training Institute | | | |
| Type of course | Blue | Silver | Both |
| Please register me for the following Brazil course | | | |
| My details | | | |
| Title (Mr Mrs Prof Dr etc) | | First name | |
| Last name | | | |
| Position | | | |
| Company/Organisation | | | |
| Address | | | |
| Post/Zip code | | | |
| Country | | City | |
| Telephone | | Fax no | |
| E-mail | | | |
| Person in charge of training in your organisation | | | |
| Title (Mr, Mrs, Ms) | | First name | |
| Last name | | | |
| Position | | Telephone | |
| E-mail | | | |
| How did you hear about this course | | | |
| Payment: After receiving a registration request, an invoice giving payment information will be issued. | | | |

Signed: X

Date:

Cancellation policy

Cancellations must be received in writing at least 21 days before the date of the event. Cancellations made within 21 days will be subject to a 50% administration fee except that regretfully cancellations made within 7 days of the date of the event will not give rise to a refund, even if wishing to transfer to another date or course. You will however receive a copy of the documentation. You may always send another delegate in your place. We reserve the right to cancel the event if registrations are insufficient, or to alter dates, and accept no responsibility for any loss arising from such cancellation.

Please print this form and fax it to +357 22 817 189 – or register on-line at

www.Sheltons-tax.com

Or directly at

http://www.sheltons-tax.com/site/registration/course_registration.html?refcode=BRAZW208

For administrative matters and general inquiries: (Ms) Jenny Tryfonos,
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