

# LONDON OVERVIEW

McGuireWoods is a 900-lawyer firm with offices in 19 locations worldwide, including Brussels; London; New York; Washington, D.C.; Los Angeles; and Chicago. The London office operates as McGuireWoods London LLP, a City of London-based office that distinguishes itself from its London competitors by offering a partner-led service and international focus.

The London office deals with large and complex transactions, whilst offering a more personal approach: consistent teams serving clients on a continuing basis; an emphasis on in-depth quality; and in particular, a dedication to devising solutions to meet clients' business objectives. Our London lawyers have substantial experience in international and domestic corporate and business law, corporate finance, private equity and venture capital, banking and project finance, M&A, outsourcing, intellectual property, joint ventures, competition law, restructuring and insolvency, real estate, employment law, litigation, arbitration, dispute resolution, sports law, and in advising private clients. All this is enhanced by a strong tax department focused on private and corporate tax matters.

## LONDON PRACTICE AREAS

### Corporate, Securities, TMT & Financial Services

The firm is regarded for its corporate finance and securities (AIM listings, IPOs and placings), private equity and venture capital, fund formation, bank financing, and mergers and acquisitions work. We provide a broad range of services for corporate and business clients, including intellectual property, information technology, telecoms, outsourcing distribution, licensing and franchising, media, corporate tax, employment, EU and competition law. Our experience includes dealing with management of complex sourcing, construction and infrastructure projects, and coordinating transactions involving other advisers such as accountants, actuaries and environmental specialists, as well as through our well-established contacts with foreign lawyers in international transactions.

### Dispute Resolution

The firm's dispute resolution team has extensive experience handling cross-border and domestic litigation and arbitration matters – acting for public, private, government and nonprofit clients from varied industries and jurisdictions. The team has particular experience managing complex multijurisdictional disputes involving many areas of practice, including fraud, banking, intellectual property, and contractual matters. Such disputes often involve coordinating global asset tracing and recovery efforts, as well as obtaining and defending applications for freezing orders and other injunctive relief. We also have well-established practices in EU and UK competition law, government investigations and anticorruption, in the UK and the United States. We handle audits, compliance, investigation and defence work in this arena. Clients not only benefit from our experience, but also from our team members' varied jurisdictional practices and broad linguistic skills that enable us to offer clear, strategic and commercial advice to international and domestic clients. In doing so, we help clients resolve disputes in a manner that achieves their objectives.

## SERVICES

Competition  
Corporate, Securities,  
TMT & Financial Services  
Dispute Resolution  
Employment  
International Fraud/  
Anticorruption  
Private Wealth Services  
Restructuring & Insolvency  
Real Estate

## CROSS BORDER

Africa & the Middle East  
China  
Eastern Europe  
Indian Sub-Continent & South  
Asia  
Israel  
Nordic Countries  
Russia & Eurasia  
Spain, Portugal & South America

## About McGuireWoods London LLP

McGuireWoods provides legal and business services to public, private, government and nonprofit clients in a variety of industries throughout the United States and around the world. McGuireWoods London LLP adds the benefits of strong cross-border relationships – particularly with the Nordic countries, Russia and Eurasia, Eastern Europe, China, Africa, the Middle East, Israel, India, Spain, Portugal and South America.

## Employment

Employment law is an expanding and increasingly complex area affecting every aspect of the employment relationship from recruitment to termination and beyond. In this constantly changing legal landscape, our clients look to us for our experience and judgment in avoiding, and where necessary, resolving the legal challenges they face. The London employment team reinforces McGuireWoods' proven track record of dealing with complex employment disputes and cross-border legal issues and transactions; and providing high quality, responsive, reliable and commercial English employment law advice. The team has substantial experience acting for employers, dealing with all aspects of contentious employment law (in Employment Tribunals, the High Court and County Courts) and non-contentious work, including tax-related advice, representing companies and partnerships. Team members work closely with the corporate group assisting with corporate and commercial transactions, as well as with the tax department in offering taxation advice for employers.

## Private Wealth Services

The London team advises on the international movement of people and business into and out of the UK. The department focuses on advice for non-domiciled individuals including tax planning, compliance, HM Revenue & Customs (HMRC) enquiries, advising employers and employees on the tax consequences of international assignments, the creation and administration of trusts, foundations and companies. We advise on business structuring in the UK, taxation of owner managed businesses, and inheritance tax planning. We also advise on creating and operating nonprofit and charitable foundations, and helping clients establish family offices. On the personal side, we advise on prenuptial and postnuptial agreements, prepare wills and international coordination where multijurisdictional assets are held.

## Real Estate

Our real estate team handles all aspects of real estate law, including residential and commercial transactions of all sizes, representing investors and developers as well as corporate and private clients, institutional investors and pension funds. The practice focuses on commercial real estate work with primary emphasis on acquisitions, mergers, joint ventures, and property management work in the UK and mainland Europe. We represent a number of institutional investors, investment banks and a variety of commercial real estate investors. We also handle property finance, property litigation (commercial and residential), contractual disputes (domestic and cross border), as well as property aspects related to corporate transactions and insolvency.

## Restructuring & Insolvency

The London team is a cross-departmental group drawn from the office's corporate, litigation, employment and property departments. It enjoys excellent relations with a range of accountancy and insolvency practices, not only

in London, but also in Continental Europe and other parts of the world, including the firm's U.S. insolvency team. We advise clients on: refinancing, corporate restructuring, administration, insolvency litigation, debt recovery and enforcement, insolvent and solvent liquidations, bankruptcies, administrative and LPA receiverships, directors' disqualification proceedings, individual and company voluntary arrangements, business and asset sales by insolvent companies, directors' duties, landlord and tenant and preferences, and transactions at an undervalue.

## International Fraud/Anticorruption

The U.K. recently launched a new Bribery Act in response to heavy criticism at home and abroad for its dated approach to global anticorruption. Prosecutions for violations are imminent, and many global companies may very well be at risk. The Bribery Act, which came into force on July 1, 2011, has made failure to prevent an actionable offense. If it can be proven that anyone – employee, agent or subsidiary – affiliated with a company doing any business in the U.K. has been involved in corruption on behalf of the company, then the company can be held accountable unless it has put in place "adequate procedures" i.e. a robust compliance programme.

Having closely monitored the UK Bribery Act since its inception, the London-based McGuireWoods anticorruption team advises clients on Bribery Act compliance, including policy drafting, updates, risk assessment, training and monitoring, as well as investigation, audit and defence.

## Competition

McGuireWoods' London and Brussels offices advise on all aspects of EU and UK competition law. In addition, full coverage of UK and other EU national competition laws is provided directly by these offices or through a network of strong relationships with correspondent law firms developed over many years. The competition law team is a multilingual cross-departmental practice group drawn from the offices' corporate and litigation departments. The lawyers have extensive experience of merger control, cartels, trading agreements and practices, including abuse of dominance and distribution, and State aid. Economic principles underpin competition law in the EU, and we are well-versed in the practical application of these principles to competition law matters. Our lawyers appear before the European Commission in Brussels, and the various national competition and utility regulators across the EU, as well as the EU courts in Luxembourg and national courts.

## CROSS BORDER

Most lawyers in the London office have knowledge and experience of at least one jurisdiction outside the UK. In addition to qualifications as English solicitors, the office has lawyers qualified in Finland, France, Georgia, Kazakhstan, Kyrgyzstan, New Zealand, Norway, the Russian Federation, Sweden, Ukraine and various U.S.

jurisdictions. Professionals in the office speak 22 languages including English, Bosnian, Croatian, Danish, Finnish, French, Georgian, German, Gujarati, Hebrew, Hindi, Italian, Kiswahili, Latvian, Montenegrin, Norwegian, Russian, Serbian, Slovenian, Spanish, Swedish, and Urdu.

With the firm's membership of Lex Mundi and the London office's membership of OASIS, we have access to co-counsel in more than 100 countries. Our attorneys firmwide work on projects or cases in more than 60 countries. We have clients actively forming, investing in, acquiring, operating or selling businesses throughout the world. In the last five years, we advised on transactions involving enterprises in every country in Europe and more than a dozen countries in Africa, Asia, Australia and the Americas.

Our clients benefit from decades of experience from our London lawyers and solicitors in all of these areas. In addition, our London lawyers have regionally focused experience assisting clients with their business in the Nordic countries, Russia and Eurasia, Eastern Europe, China, Africa and the Middle East, Spain, Portugal, South America, India and Israel. We also assist in tax-efficient cross-border structuring of multijurisdictional businesses and of intellectual property licensing operations.

### **Nordic**

For more than 30 years, our London lawyers have been at the forefront of the London legal scene when it comes to advising clients from Sweden, Norway, Finland, Denmark and Iceland, or clients from outside the Nordic region wanting to undertake business there. Our team includes lawyers qualified in Finland, Sweden and Norway, who speak all of those languages and have a cultural understanding second to none in respect of the Nordic countries.

Over the last decade, the team has grown rapidly. Today, it consists of lawyers and tax advisors who primarily focus on cross-border legal work, within our corporate and commercial, bank and finance, employment, litigation, private client, property and tax departments. In addition, we regularly advise on restructuring issues and generation planning in relation to family owned businesses. Our clients include individuals starting business; SME companies entering the UK, European or U.S. markets with London as the platform for launch; companies in need of trade, project, acquisition and working capital financing; and companies maturing to listing on the UK stock exchanges. We also advise companies of many sizes in M&A transactions with Nordic companies as well as banks, corporate finance houses, and other providers and suppliers in Nordic transactions.

### **Russia & Eurasia**

We have senior London professionals who have been active for a generation or more in multinational firms – engaged in legal services in Russia, Kazakhstan, Ukraine, Georgia, Latvia, Estonia, Uzbekistan, Kyrgyz Republic, Turkmenistan and Tajikistan. Several of our senior solicitors

and lawyers have lived and worked in Russia and Central Asia in global firms and practice groups. We have developed contacts and associations throughout the region in the legal, accountancy, banking, finance and business communities, as well as in governmental and regulatory agencies. We have served clients throughout the volatile transition of the legal systems throughout the former Soviet Union and its successor countries.

All this has put us in a position to navigate Western clients through the intricacies of these emerging legal systems; and Russian and CIS clients through the peculiarities of the ever dynamic Western markets. Our experience in this region includes mergers and acquisitions; private and public equity and debt finance; upstream natural resource extraction and development; fund development, management and regulation; project finance; restructurings; privatisations; tax; commercial regulatory and legislative matters; international litigation and arbitration; and intellectual property. Of note is our extensive experience in the energy, oil, gas, mining, technology, communications, construction and real estate sectors.

### **Eastern Europe**

We have substantial experience advising generally on all matters in Eastern Europe, with excellent contacts within top local law firms, and detailed insider knowledge of cultural nuances required in association with our local counsel. Through the office's membership of OASIS (a lawyer organisation specialising in Eastern European contacts), and now in association with McGuireWoods Consulting's office in Romania, the London office can undertake transactions and assist in project managing matters in Eastern Europe, and in particular, the following countries: Bulgaria, Croatia, Czech Republic, Estonia, Hungary, Latvia, Lithuania, Poland, Romania, Serbia, Slovakia and Slovenia. During the last five years, transactions have included joint ventures for Western companies in Eastern Europe involved in industries including tobacco, mining, cleantech energy and property development; a number of Eastern European projects have been admitted to trading on AIM in London; assisting a Croatian bank on English law security documents including registrations in Cyprus and the BVI; and involvement in a number of EBRD-led infrastructure projects.

### **China**

The London office offers comprehensive advice on China related matters – inward and outward bound. Unlike other firms that are prohibited from practising Chinese law, we offer advice and produce opinion letters in accordance with Chinese law. We have more than 300 Chinese qualified lawyers throughout our associated offices in Beijing, Shanghai, Tianjin, Chengdu and Shijiazhuang. With these resources and our own experience in Western regions, we offer unrivalled experience to clients wishing to do business in China, as well as to Chinese companies doing cross-border business. Areas of experience include

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Real Estate

real property, M&A, private equity and corporate investment, intellectual property (filings and enforcement of rights), tax, finance, the establishment of wholly foreign-owned entities, the creation of joint ventures, and the conduct of litigation and arbitration.

### Africa & the Middle East

We have represented clients before the courts and the financial authorities in Qatar and the UAE; and have worked extensively in the oil and gas, power generation, manufacturing, and financial sectors throughout the region. We have also advised a leading high-end retail brand on franchise and distribution agreements in Kuwait, UAE and Saudi Arabia. In Africa, our experience is primarily in the financial and natural resources sectors in Sub-Saharan and Southern Africa. In Northern Africa, our work has focused primarily on the financial, real estate and resort development sectors. We have also worked closely with several African governments, advising on anticorruption related matters.

### Israel

Our knowledge of the Israeli market and close collaboration with local law firms means we handle inward and outward transactions between the United States, UK and Israel, as well as deal with Russian and Nordic interests in Israel, with a specific focus on the Israeli energy, cleantech, life sciences and technology industries. We also work closely with the Israeli private equity, venture capital and fund industries. In particular, we advise on premium and standard listings on the London Stock Exchange and admissions to trading on AIM, as well as flotations on the U.S. NASDAQ. In addition, we advise on conventional areas, particularly the taxation aspects of doing business in Israel.

### Spain, Portugal & South America

We collaborate closely with prestigious law firms in Spain, Portugal and Latin America in providing multijurisdictional integrated advice for corporate and commercial, commercial litigation, real estate and private clients for these areas. With particular experience in the sectors of retail, hotels, energy, family business, as well as financial and governmental institutions, our experience includes the issue of Eurobonds, property development and carbon credits derived from rain forests; securitisation of financial services; tax advice for expatriates; mining and oil exploration; admissions to trading on AIM; assisting in investment for expatriates in property holdings and representing financial institutions in their roles as arrangers and administrative agents in credit facilities.

### Indian Sub-Continent & South Asia

We advise and assist Indian and multinational corporations with the seamless provision of services needed to meet the legal requirements of businesses, financial institutions and private clients. We focus on inward investment from this region into the UK, Europe and the United States. We have acted as lawyers on various types of inward and outward transactions, in a variety of areas including M&A, securities-related transactions and IPOs, joint ventures, financing, corporate structuring, intellectual property and litigation. Our strengths in certain key sectors such as outsourcing, healthcare, information technology and corporate, banking and financial services, private equity and energy, enable us to cater to multinational corporations seeking entry into Western markets.