

t h e
c o m p l e t e
l e g a l
s t r a t e g y
f o r
b u s i n e s s





c o n t e n t s

corporate

commercial

commercial property

dispute resolution

employment

funding

quality and service

s t r a t e g i c t h i n k i n g i n p r a c t i c e

At Attwaters, we don't just know the law – we also know the commercial realities of business. When you come to us for advice, we make sure we understand not just the immediate issue that faces your business, but also your wider commercial objectives and long term business aims. Only then can we give you the commercially astute and practical advice our clients have come to expect.

Firstly, we listen. We establish the commercial priorities and what makes your business tick. Then we think.

We consider the challenges you face, as well as the opportunities you would like to develop. We work out a solution that solves the immediate problem, avoids any collateral damage and supports your longer term business objectives.

We call it strategic thinking in practice.

We do it because we're committed to delivering the best possible service to you and your business, allowing you to get on with what you do best – driving your business!



case study

Purchase of engineering firm for £20 million

We acted on the purchase of a south Essex engineering firm by a client company, which is part of a multinational group. The shares were bought for approximately £20 million and the purchase involved the acquisition of five leasehold and freehold sites.



c o r p o r a t e

Our corporate team has established a reputation for commercial acumen and a 'can do' attitude. As well as advising clients how best to structure their business, we handle all manner of corporate transactions from sales, mergers and acquisitions, to joint ventures, management buyouts and corporate financing.

We work with large SME's as well as small and start up businesses. As your business changes over time, we advise on the best structure to handle your trading needs.

No two businesses are the same.

Should you want to buy, sell or merge, particular considerations will apply to your business. We advise on the possibilities and the pitfalls, drawing on our experience to produce a solution to meet your long term commercial and financial objectives.

Many of our clients are owner-managed businesses and have been with us since they started. It is rewarding to see them prosper to the point where they can sell their business and enjoy the fruits of their labour.

Sale of residential care company for £6.5 million

We acted on the sale of a domiciliary care company for a price of approximately £6.5 million. Our client, the vendor, was taken on as a consultant by the purchaser company. We dealt with all the documentation and legalities involved in the sale and negotiated and drafted the consultancy agreement.



c o m m e r c i a l

While our clients focus on their business and its success, we focus on the legal framework in which they operate and ensure they have the right contractual arrangements in place to protect and promote their commercial interests.

We advise on the myriad contractual arrangements in which businesses engage, from funding arrangements to agency, distribution and franchising agreements and service level and outsourcing contracts. We draw up licences for intellectual property and IT and advise on copyright and patents,

as well as drafting general terms and conditions of business. We can advise on a specific contract to purchase a service or we can draft a whole suite of agreements covering all your finance and business relationships.

Every contractual arrangement a client makes has a commercial impact. Our aim is to ensure that as our client, you are aware of the implications of your contractual relationships, that your contracts are tailored to support and protect your business and that you are not caught out by any unexpected surprises!

Advice and agreement documentation for investment syndicate

A syndicate of investors wanted to invest in a new leisure business. We prepared their partnership agreement and then the shareholders agreement documenting their investment in the target company. We advised on the legal status of the target and the exposure of the investors.



c o m m e r c i a l p r o p e r t y

For some of our clients, a commercial property is simply the base from which they operate. For others, it is their stock in trade.

Whether you are an owner, a developer, a landlord or a business tenant, an investor or a financier, we can advise you on buying, selling and negotiating leases.

Having dealt for many years from both sides of the fence, we produce realistic commercial solutions which work in practice. Inevitably with property goes finance. We advise on the options here too.

Nowadays most property transactions have tax implications, particularly VAT and Stamp Duty Land Tax. It is important to plan carefully before entering into any substantial transaction. We can advise you on these specific liabilities.

Our property clients know how important it is to have the support of good lawyers with real experience and market know-how.

While protecting your interests, we'll focus on what you really want – a speedy completion and of course, the required business result.

Purchase of sites; planning agreement; part disposal of 50 unit residential development

We acted for a developer company on its acquisition of two adjoining sites. We negotiated the terms of the planning agreement to build 50 residential units. We then acted on the sale of part of the site for affordable housing and represented the client in connection with the development agreement for the build.



d i s p u t e r e s o l u t i o n

Attwaters has a strong reputation for dispute resolution – as in other areas, we punch well above our weight.

Whilst we aim to keep our clients away from disputes, it is not always possible. In any dispute, or potential dispute, it is vital to know the strength of one's hand early on. We assess this and then advise you on the options of negotiation, arbitration, mediation or court proceedings.

We weigh the likely results against the cost of litigation and recommend the best course of action to solve the

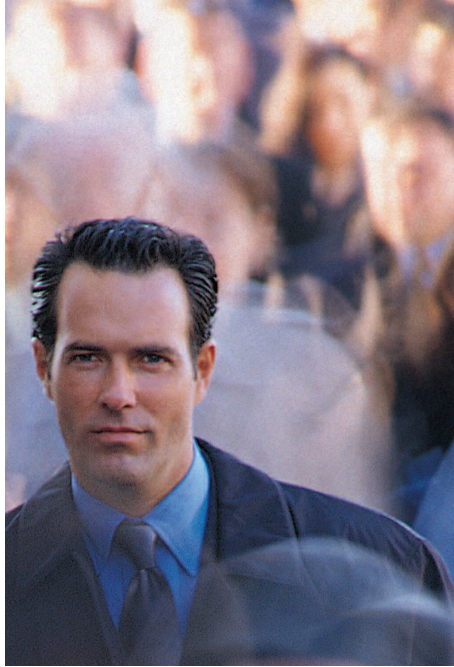
problem quickly and cost effectively.

These decisions have real commercial impact. As well as the cost in terms of time and money, there is the serious risk of being distracted from your business. So whatever decision is made, it is kept under review throughout the process.

We know litigation is not to be embarked on lightly, so finding a solution out of court is always the preferred option. However, if going to court is the only answer, we have the determination and resources to see it through to a successful conclusion.

Successful defence of small business against major multinational

We defended a company against an Injunction for breach of trademark, brought by a multinational. We demonstrated that although our client had some knowledge of the breaches, it was not involved with the perpetrator. The multinational backed down and paid our client's costs (costs which caused the opposing solicitor to comment that Attwaters "give clients good value for money").



e m p l o y m e n t

To say employment law is a changing landscape is an understatement. The enormous growth in rules and regulation, and amendment followed by re-amendment, has resulted in a whole industry devoted to the law. The service has been packaged as a commodity and is strenuously marketed.

Our approach is different. We can offer an insurance based protection product and the advice that goes with it.

However we go beyond just giving you the option of taking the line of least resistance. We establish your business objectives and focus on achieving them.

This works at all stages in the employment relationship. We prepare standard contracts for staff and service contracts for senior managers. We can also advise on Share Option Schemes and benefit packages. We have standard policies and procedures which we adapt for each client.

And when a case goes to court or a tribunal, we have the record to prove that tenacity in demonstrating our client's good practice is effective against litigants seeking to take advantage of an employee compensation culture. We really do mean business.

Successful defence of client facing Tribunal

Our client, an engineering firm, dismissed a female employee due to poor work and bad timekeeping. She made a claim for sexual discrimination and disability discrimination, amounting to compensation of £20,000. Her "disability" had never been evident at work. The Tribunal rejected both claims, told her she had been badly advised and penalised her with a costs order.



f u n d i n g

As a business owner or manager, you would expect to have a clear view of the costs involved before contracting services from outside consultants or suppliers. With legal services, it is no different. At Attwaters we understand that you need a clear idea of costs before asking us to proceed.

In assessing the time required to meet your objective, our overriding priority is to give you real value for money. Our regular clients come to expect levels of expertise and service more usually associated with City lawyers, while paying much lower fees than they would if using a London firm.

We use whatever payment schemes are available. For new businesses we will give initial advice free under the “Lawyers for your Business” scheme.

In litigation, we can use conditional fee agreements (no win/no fee; no win/reduced fee) and legal cost insurance in appropriate cases. For employment work, we offer a fixed cost service linked with insurance against the cost of claims.

Our aim is always to give value for money and achieve a successful result within the agreed budget.

Leisure sector sale of surplus assets to raise capital

A leisure company needed to raise capital by selling off some surplus assets. We acted on the disposal of two hotels and the sale of the shares in a company running a nightclub from leased premises. The transactions had to be co-ordinated to reach contemporaneous completion.



q u a l i t y a n d s e r v i c e

Quality is key to everything we do at Attwaters. Above all, we are judged on the quality of the advice we provide, advice based on legal expertise combined with commercial awareness and acumen.

We hold the Law Society's Lexcel standard for good client care and management practice and we continually invest in our people and our systems. Whether we're working for you on a corporate acquisition, putting together a property deal or representing your company at an employment tribunal, you can be sure you will always find the same high

quality advice and service throughout the firm's commercial and indeed our private client departments.

We appreciate that all clients are different and have specific needs and requirements. We take time from the outset to understand your objectives and business needs, to make sure we deliver solutions that are right for now and for the future of your business. And because we aim to develop relationships for the long term, we're committed to exceeding your expectations not once or twice, but every time you come to us.

“ Can I congratulate you on the way you handled what was, at times, a troublesome transaction and the way you brought all the diverse elements together to a most satisfactory conclusion. ”

From a business proprietor on the sale of his business (Mr SG)

s e r v i c e s
f o r
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c o n t a c t

attwaters solicitors

rothwell house

west square

harlow

essex cm20 1lq

t. 01279 638888

f. 01279 639970

attwaters solicitors

147 high road

loughton

essex lg10 4ly

t. 020 8508 2111

f. 020 8508 8879

www.attwaters.co.uk

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