

# Prospectus for Crown Commercial Service RM3788 Wider Public Sector Legal Services

**Lot: 1 Regional Service Provision**

**Term: 2018 - 2021**



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## About Lewis Silkin

We work with our clients - from startups and SMEs to international employers and global brands - as their trusted partner, helping them meet challenges and capitalise on opportunities. We do so with focus and insight – cutting through the clutter to what really matters.

We are large enough to handle major projects and transactions whilst remaining of a size that ensures that the work we do for clients will be treated with the priority and importance they expect and deserve. We believe we offer excellent service and value for money. Our lawyers are friendly, experienced and commercial and work across our specialist disciplines to provide a seamless service to clients.

### Facts and figures

- 350 staff
- 220 lawyers
- 59 partners
- 5 offices
- 8 sectors
- 11 service lines
- Our reach also extends worldwide through our membership in two leading global legal alliances, Ius Laboris (employment law) and the Global Advertising Lawyers Alliance (GALA).
- We focus on the following sectors Advertising & Marketing; Media & Entertainment; Professional Services; Retail, Hospitality & Leisure; Sports; Technology; Financial Services; and Manufacturing & Engineering.
- 60% of our partners are ranked in the leading legal directories Chambers and Partners and Legal 500

"Surveys show that clients particularly value Lewis Silkin's cost-effectiveness, their personalised approach to the needs of their business and distinctive approach to legal updating, know how and training events."

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**Chambers & Partners**

## How to engage with us

### Speak to one of our key contacts for the CCS panel



**Anthony Van Hoffen**  
Partner

+44 (0)20 7074 8358  
+44 (0)7970 390578  
[anthony.VanHoffen@lewissilkin.com](mailto:anthony.VanHoffen@lewissilkin.com)

Anthony is a commercial real estate partner with 20 years of experience advising on all aspects of UK real estate law, over 15 years of which has been spent advising on major development and regeneration projects, and development finance. His focus is always on delivery within a robust legal framework, and he has a proud track record of achieving this. He will be the Client Partner for CCS clients



**Giles Crown**  
Divisional Managing Partner

+44 (0)20 7074 8090  
+44 (0)7789 201208  
[giles.crown@lewissilkin.com](mailto:giles.crown@lewissilkin.com)

Giles is the Managing Partner of our 'Creators, Makers and Innovators' division, specialising in intellectual property, advertising & marketing, privacy & data protection, consumer & regulatory and reputation management work. He is primarily a dispute lawyer, but also provides risk management and clearance advice to his clients. Giles has higher court rights of audience and is an accredited CEDR mediator. Giles is Lewis Silkin's Board level contact for CCS clients.



**Siobhan Moriarty**  
Divisional Head of Business Development

+44 (0)20 7074 8365  
+44 (0)7827 853261  
[siobhan.moriarty@lewissilkin.com](mailto:siobhan.moriarty@lewissilkin.com)

Siobhan has worked in business development for 20 years and the legal sector for 13 years. She helps the firm realise their business plan and growth strategies. Siobhan oversees all major tenders and the firm's key client programme. Siobhan will be the primary contact for any client queries, feedback or general enquiries.



**Tina Endean**  
Account Administration

+44 (0)20 7074 8110  
[tina.endean@lewissilkin.com](mailto:tina.endean@lewissilkin.com)

Tina works closely with Anthony and his clients. She will be the primary contact for any billing or administration queries.

### Email us:

We have a dedicated email for anyone wishing to instruct us through the CCS panel: [CCS@lewissilkin.com](mailto:CCS@lewissilkin.com)

### Contact a lawyer of your choice

You can contact any of our lawyers directly, either through finding their contact details in this prospectus or via our [website](#).

### Contact us via [CCS](#)

## UK office locations

### London

5 Chancery Lane  
Clifford's Inn  
London EC4A 1BL  
T +44 (0)20 7074 8000

### Oxford

King Charles House  
Park End Street  
Oxford  
OX1 1JD  
T +44 (0) 20 7074 8000

### Cardiff

Southgate House  
Wood Street  
Cardiff  
CF10 1EW  
T +44 (0) 20 7074 8000

### Website

[www.lewissilkin.com](http://www.lewissilkin.com)

## Scope of coverage for Regional Lot 1

All legal services in the following regions:

- North East England
- North West England
- Yorkshire & Humberside
- East Midlands
- West Midlands
- East of England
- Greater London
- South East England
- South West England
- Wales
- Scotland

## Areas of specialism

### Advertising & Marketing

Lewis Silkin's work in this area is a central pillar of our business, and our reach extends globally. Over the years we've seen the industry change significantly and have an unparalleled insight into the legal, operational, creative and commercial realities you face. We strive to stay ahead of the curve when it comes to advising traditional, emerging and disruptive advertising and marketing businesses including boutique specialists and some of the world's biggest brands and agencies. Here's why they choose us:

#### We are:

- Leaders in the sector, having advised major global brands and top agencies worldwide for over 30 years and acted on some of the most important advertising cases of the last few decades, including at the Court of Appeal and the European Court of Justice
- Ranked at the highest level by both the Chambers and Partners and the Legal 500 directories, including Tier 1 for Brand Management
- The only UK member of GALA, the network of the world's best law firms specialising in advertising and marketing, giving us an international perspective, and unparalleled expertise working on multi-jurisdictional and cross-border issues.

#### We bring:

- A unique 360° perspective of the market driven by our work with industry-leading advertiser and agency businesses, as well as technology, new media and digital companies
- Deep and longstanding relationships with the industry's trade bodies, including ISBA, the IPA, PRCA, and the IPM, who come direct to us for help with the legal issues facing the sector and their members
- Unmatched insight into the Advertising Standards Agency and its procedures, with several of our team being former members of the ASA Executive, giving us and you the benefit of their insider knowledge

#### We advise on:

- Adtech
- Advertising Disputes
- Advertising Contracts
- Agency Transactions
- ASA Complaints
- Pre-Publication Advice
- Talent Agreements

#### Our contacts



**Brinsley Dresden**  
Partner

+44 20 7074 8069  
[brinsley.dresden@lewissilkin.com](mailto:brinsley.dresden@lewissilkin.com)

Brinsley has been an advertising law specialist for over 20 years. During this time he has advised many of the world's major advertisers, as well as the major global agencies and the leading American, British and European independent agencies. Brinsley drafted and negotiated the original suggested terms for client/agency contracts on behalf of the Incorporated Society of British Advertisers (ISBA) and the Institute of Practitioners in Advertising (IPA) and continues to work with both bodies on a regular basis, providing legal training to their respective members.

## Brands & Intellectual Property

We are ranked as the leading brand management firm by the independent legal directories Chambers & Partners and Legal 500. Unusually for a law firm, we have in-house trade mark, design and domain name portfolio management teams, and we group together our contentious and non-contentious brand and IP lawyers. This means we can deliver excellent advice and support to our clients in an efficient and cost-effective way. We also pride ourselves on our in-depth understanding of brands and branding, and our unstuffy, practical, and down-to-earth approach.

We have built an outstanding reputation advising on brand management and intellectual property across a broad range of jurisdictions and sectors. We work closely with many of the industry's trade bodies and are associate members of ITMA, INTA and TIPLO.

Our services include:

- IP litigation
- Copyright
- Trade mark portfolio management
- Trade mark watches
- Filing and prosecuting trade marks
- Domain name, company name and web monitoring
- Transactional advice, including due diligence
- Design rights
- Patents
- Trade mark proceedings (such as oppositions, revocations and appeals) before the UK Trade Marks Registry and the Community trade mark office

### Our contacts



**Giles Crown**  
Divisional Managing Partner

+44 20 7074 8090  
[giles.crown@lewissilkin.com](mailto:giles.crown@lewissilkin.com)

Giles has been involved in a number of landmark cases in my specialist legal areas of intellectual property, privacy & data protection and reputation management, including acting for Three against O2 in a comparative advertising dispute in the Court of Justice of the European Union and for Viagogo against the Rugby Football Union in a Supreme Court case involving data protection issues arising from a 'Norwich Pharmacal' order.



**Dominic Farnsworth**  
Partner – Trade Marks

+44 20 7074 8088  
[dominic.farnsworth@lewissilkin.com](mailto:dominic.farnsworth@lewissilkin.com)

Dominic provides commercially driven intellectual property advice. Particular areas of expertise include advertising, commercial contracts, celebrity contracts, IP disputes, trademarks, sponsorship and sports rights exploitation. He is also qualified as a trade mark attorney.



**Simon Chapman**  
Partner – IP Litigation

+44 20 7074 8266  
[simon.chapman@lewissilkin.com](mailto:simon.chapman@lewissilkin.com)

Simon is head of our Dispute Resolution practice and focuses on the protection and enforcement of intellectual property rights (including trade marks, copyright, patents, designs and confidential information) and technology disputes including pre-termination strategies and arbitration.



**Jo Farmer**  
 Partner – IP (non-contentious)

+44 20 7074 8111  
[jo.farmer@lewissilkin.com](mailto:jo.farmer@lewissilkin.com)

Jo leads the firm's Brands & Intellectual Property group and advises clients on their advertising and marketing campaigns and exploitation of intellectual property rights and content. This includes giving regulatory advice on adverts and social media campaigns, as well as drafting and negotiating agreements to exploit content and promote brands, including client/agency agreements, talent agreements, IP licenses, merchandising agreements and sponsorship agreements. Jo is experienced in advising on regulatory compliance with the Advertising Standards Authority and other applicable laws relating to advertising and marketing.

## Commercial

We have a first class team of dedicated lawyers who specialise in technology, digital & outsourcing projects. We support businesses on a wide range of technology, digital and outsourcing requirements, ranging from providing day-to-day advisory support to drafting and negotiating strategically important and high value outsourcing agreements. We are passionate about our clients' businesses, the service we provide and the value we can deliver. We provide advice on a wide range of commercial arrangements, including:

- Advertising technology
- Cloud computing and Software as a Service (SaaS)
- Computer games
- Data centre, disaster recovery and business
- Digital marketing and communications (including digital agency work)
- Domain names and cybersquatting
- E-commerce
- Escrow arrangements
- Fixed, mobile, satellite and VoIP communications and infrastructure arrangements
- Free and open source software
- IT dispute resolution (including mediation)
- Mobile payments
- Outsourcing (ITO and BPO)
- Reseller, distribution, VAR and OEM arrangements
- Software and mobile app development
- Software licensing, hosting, maintenance and support
- Systems integration
- Website development and hosting

## Our contacts



**James Gill**  
 Partner

+44 20 7074 8217  
[james.gill@lewissilkin.com](mailto:james.gill@lewissilkin.com)

James loves nothing more than getting stuck into a strategic, heavy duty or complex commercial or technology contract, whether it's an outsourcing, technology systems integration, consumer law investigation or other commercial matter. He works across the full range of commercial and technology projects and act for a range of both vendors and customers, which helps his clients to understand market norms and to achieve their goals efficiently.

## Corporate

Our Corporate team comprises 12 partners and 11 associates supported by trainees, paralegals and a professional support lawyer. We deliver the highest quality advice backed by our expert teams in complementary areas across the firm such as corporate tax; banking and finance; financial services regulation; intellectual property; employment and incentives; real estate; information technology; and dispute resolution. We have particular expertise, and are consistently top ranked, in the lower to midmarket M&A practice area. We were ranked in Band 1 in Chambers 2015 (the UK's leading legal directory). We have the experience and resources to handle major transactions – and we frequently do. We are committed to providing straightforward and cost effective advice.

Our Corporate team represents clients across a range of sectors, including publishing, advertising and marketing services, media, and technology. Our integrated business model brings deep sector knowledge together with specialist M&A, IP and commercial capabilities at both a UK and global level, enabling us to deliver highly efficient and cost-effective advisory support to corporate sector groups. We also pride ourselves on our unstuffy, practical and down-to-earth approach.

We run a corporate finance practice in the tech sector which operates at every stage of the corporate lifecycle – from first steps, through angel, venture capital and private equity investment, to acquisitions, sales and IPOs. Our clients include UK and international companies, founders and investors at every stage of this journey. As a result our transactions at every stage are informed by our experience on deals up and down the chain, and from the other side of the table, and our clients benefit from that perspective on the sector.

Our areas of expertise include:

- Mergers & acquisitions including share sales and purchases; asset sales and purchases; due diligence
- Corporate Finance including venture capital and private equity investments; pre-IPO fundraising; Investment agreements
- Joint Ventures
- Contractual structures
- Corporate and LLP vehicles
- Tax efficient structuring
- General Corporate Advice
- Insolvency and corporate recovery
- Statutory and regulatory compliance
- Shareholders' and partnership agreements
- Constitutional arrangements
- Debt including loans and security; general financial advice
- Public Markets including IPOs and secondary issues; market rules and regulatory issues; continuing obligations; public to private, and acquisitions
- Tax efficient structuring
- Reorganisations

## Our contacts



**Paul Rajput**  
Partner

+44 20 7074 8102  
[paul.rajput@lewissilkin.com](mailto:paul.rajput@lewissilkin.com)

Paul is the Head of the Corporate team. His main area of focus is advising clients on the sale and purchase of businesses and companies, acting on all sides of merger & acquisition transactions but with greater experience of acting for buyers. Paul also acts for corporations in advising them on their statutory and constitutional liabilities and obligations and individuals on the appropriate structure, constitutional and contractual framework for their businesses.

## Data & Privacy

The team comprises of experts in general data protection compliance issues and experts in employment related data protection compliance advice. Some of our team members also advise clients on privacy in the context of defamation. We advise on data protection, privacy and cyber security in the UK and in France as well as on pan European and global projects in collaboration with an independent network of preferred law firms in each jurisdiction.

We act for a diverse range of clients from a diverse range of sectors; from start-ups and owner managed businesses, through to SMEs, VW listed companies and global businesses. We advise in-house counsel, board members, compliance teams, HR and marketing teams, as well as individuals in relation to defamation and workplace privacy issues.

Our lawyers are solution driven and focus on providing commercial advice based on an in-depth technical knowledge of data privacy law. We avoid reiterating the law; instead we provide risk based user-friendly advice based on our analysis and application of the law to the specific circumstances in question. A number of our lawyers have attained the IAPP, CIPP/E qualification and the BCS/ISEB qualification.

Our team encompasses individuals with a wide range of expertise including:

- Data protection compliance programmes and audits
- Data protection compliance in cloud solutions
- Data processing arrangements
- Commercial exploitation of personal data
- International cross-border data flows
- Data protection compliance in IoT
- Privacy Impact Assessments
- eCRM solutions and data management solutions
- Digital marketing and communications
- Global and pan-European privacy compliance projects
- Customer loyalty and reward schemes
- Data retention and data destruction
- User profiling and targeting
- Data security
- Incident monitoring and reporting
- Data security breaches and breach notification
- Strategy for notifications to data protection authorities
- Compliant fraud detection and prevention systems
- Compliant blocking of a transaction for security reasons subject to approval from the applicable data protection authority
- Employee snooping, monitoring and surveillance
- Employment data privacy policies
- Data subject access requests
- Employee databases
- Employee training
- Social media
- Freedom of Information requests
- Personal data in mergers and acquisitions
- Privacy and defamation
- Libel and slander
- Protecting sensitive data
- Injunctions
- Reputation Management
- Data protection litigation including:
  - > engaging forensic experts to preserve evidence
  - > data privacy considerations when conducting disclosure exercises
  - > devising and implementing settlement strategies
  - > the elements and limitations of coverage of insurance policies – we have brought successful claims against underwriters where cover has wrongly been denied
  - > whether documents are privileged and putting a privilege strategy into effect

## Our contacts



**Ellen Temperton**  
Partner

+44 20 7074 8424  
[ellen.temperton@lewissilkin.com](mailto:ellen.temperton@lewissilkin.com)

Ellen co-heads our Data & Privacy practice group with Nick Walker. Ellen has many years' experience advising clients on all aspects of workplace privacy. This comprises advising on transfers of workers' data outside the EEA and data sharing with processors, background checks and vetting, data sharing issue with service and benefits providers, monitoring of worker's communications and investigations, BYOD, data protection policies in a variety of workplace contexts, advising on the issues and risks around retention of employee data, on data breach and data breach notification, and on compliant but strategic responses to DSARs. Ellen has also assisted a client defend a claim for damages under s13 DPA, and represented clients in their responses to complaints by workers to the ICO. She has conducted audits and PIAs and has written and delivered employee training and awareness programmes. She is a regular speaker and writer on workplace privacy issues.



**Nick Walker**  
Partner

+44 20 7074 8055  
[nick.walker@lewissilkin.com](mailto:nick.walker@lewissilkin.com)

Nick co-heads our Data & Privacy practice group with Ellen Temperton. He provides assistance to clients on a broad range of commercial disputes, specialising in intellectual property, media and entertainment law. Nick's work involves advising on: intellectual property infringement (copyright, trade marks and passing off, designs and breach of confidence); reputation management including issues concerning defamation and privacy; breach of contract; and technology disputes (particularly issues around performance, contract termination and ownership of IP).

## Dispute Resolution

We have a highly experienced team consisting of 17 partners and 39 fee-earners specialising in all forms of dispute resolution, including litigation, arbitration and mediation. We have litigated cases at every level in the English courts through to the Supreme Court and the European Court of Justice. We are frequently involved in ground breaking and high profile cases where the context requires significant expertise and industry knowledge. Nonetheless much of our work concerns resolving problems efficiently and effectively with the minimum of fuss.

The fundamental approach of our Dispute Resolution team is that we adopt your problem as if it were our own and work with you to identify and implement the most practical and effective solution. Clients regularly report that this is what sets us apart from our competitors.

Our firm is large enough to handle major projects whilst remaining of a size that ensures the work we do is treated with priority and importance, delivering the service clients expect. The team also work in integrated client service teams across specific legal disciplines in order to provide a total, seamless service.

We have particular expertise of disputes in the following areas:

- Advertising & Marketing
- Arbitration (Domestic and International)
- Commercial
- Company and Shareholders
- Competition
- Employment
- Financial Services
- Insolvency
- Intellectual Property
- Joint Ventures
- Media & Entertainment
- Partnerships and LLPs
- Real Estate
- Reputation Management
- Technology
- Trusts

### Our contacts



**Mark Lim**  
Partner

+44 20 7074 8186  
[mark.lim@lewisilkin.com](mailto:mark.lim@lewisilkin.com)

Mark specialises in the resolution of complex commercial disputes. A major part of Mark's work is before the various divisions of the High Court in London and in particular the Commercial Court. His cases often require emergency applications for injunctive relief and Mark is used to attending court on short notice. In appropriate instances Mark makes effective use of ADR to achieve his clients' objectives and he has also acted in a number of arbitrations over the years. Mark sits on The City of London Law Society's Litigation Committee and is a member of International Bar Association's Litigation Committee

## Employment

Lewis Silkin is widely recognised as the leading specialist employment law practice.

Our team of over 140 UK and Irish employment and immigration lawyers, including 23 partners, is consistently top ranked by independent legal directories, Chambers and Legal 500, with 19 of our partners and 9 associates in our team rated as “leaders in their field”. Chambers have placed our practice in their Band 1 tier for 13 consecutive years and Legal 500 recently named us “HR Law Firm of the Year”.

We have received global recognition from Who’s Who Legal who this year have named us “Law Firm of the Year for Labour, Employment & Pensions”. 15 of our lawyers are rated as leading practitioners in employment this year by Who’s Who Legal – substantially more than any other firm in the UK. Our peers rate us highly too - we advise five of the top ten UK law firms on their own employment and immigration law issues.

As well as advising on all the day to day UK and Irish employment law issues that arise from the initial employment offer to departure and everything in between, our practice has the distinctive strength in depth to support clients in a range of specialist areas.

We have dedicated teams who advise exclusively on business immigration and global mobility and employee incentives/ employment tax. We have specialist groups who focus on High Court litigation (such as restrictive covenants and team moves), collective employment law (including dealing with trade unions and European Works Councils), data protection and employee privacy, health and safety law and partnerships law. We also advise on the employment aspects of outsourcing and M&A transactions.

Through our rockhopper service, we can provide clients with low cost, fixed fee helpline and Employment Tribunal support. rockhopper has been rated as ‘Standout’ in the FT Innovative Lawyer Awards in addition to winning a ‘Best Innovation’ award in 2018.

Our WORKSPHERE offering supports clients with HR and manager training, workplace mediations, investigations and consultancy services along with a variety of audit services to help clients stay compliant with frequently changing rules and requirements.

LEWIS SILKINHOUSE, our flexible resourcing service, provides employment lawyers for fixed term secondments when the need arises at a competitive cost.

### Our contacts



**James Davies**  
Divisional Managing Partner

+44 20 7074 8035  
[james.davies@lewissilkin.com](mailto:james.davies@lewissilkin.com)

James advises a diverse group of employers large and small on everything from restructurings to discrimination claims.

He has a particular interest in advising law firms on their internal employment and partnership issues and recently advised on what was reported as the largest law firm team move in recent years. From time to time he also advise senior executives. A major part of his practice is advising organisations on their international employment law needs.

## Immigration and global mobility

As the UK's leading specialist employment law firm, Lewis Silkin has had many years of experience advising on all aspects of employment law, including immigration and global mobility.

Lewis Silkin has a long history of assisting with transfers of individuals to and from the UK and third countries. Lewis Silkin provides a more personal service in the Asia Pacific region through our Hong Kong office. A wide range of industries and individuals rely on our global mobility advice, including multinational banks and professional services firms, global automotive companies, start-ups, entrepreneurs, high net worth individuals, celebrities and sports personalities. Our advice is tailored to your specific industry sector to meet your or your company's specific requirements.

Our specialist private client team deals with a range of immigration and nationality applications for high net worth individuals. The team has built strong links with private banks and wealth management funds to assist with tax structuring of investments in the UK and tax efficient transfers of funds to the UK.

The UK immigration system has two distinct strands – the Points- Based System (PBS) and non-PBS immigration, which relate to different categories of individuals seeking to come to the UK. For example workers, students and high net worth investors will generally make visa applications under the PBS, whereas visitors, family members of British citizens or EEA nationals, and those with claims to British citizenship will make immigration applications outside the PBS.

### The Points-Based system

The Points Based System was established in 2008 and consists of five tiers, under which applicants are required to score a minimum number of points. The PBS applies to most business immigration, including employing new staff and transferring employees to the UK from overseas. The system also applies to high net worth individuals and students.

#### Tiers

- Tier 1 – entrepreneurs and high net worth investors in UK business
- Tier 2 – sponsor licences for companies who wish to employ skilled workers; intra-company transfers and sportspeople
- Tier 3 – lower skilled workers (never implemented)
- Tier 4 – student visas
- Tier 5 – temporary workers, including creative and sporting

#### Outside the Points-Based System

- Representatives of overseas businesses
- Family members of EEA or British nationals
- Ancestry visas
- Applications to settle permanently in the UK and for UK citizenship
- Visitor visas
- Short-term study visa

Our services include:

#### Tier 1 and high net worth individuals

- Applications under the Investor and Entrepreneur routes (PBS)
- Representatives of overseas businesses applications (non-PBS)

- Advice on global investor citizenship programmes outside the UK (non-PBS)
- Strategic advice and identification of most appropriate routes for high net worth individuals and their family members

#### **Tier 2 – sponsored workers**

- Sponsor licence applications for companies and HR process review
- Mock audits and attending Home Office audits for sponsor companies
- Tier 2 Intra-company transfer and Tier 2 General applications
- Management of sponsor licences and ongoing compliance

#### **Tier 4 – students**

- Advising the education sector on how to maintain their compliance obligations
- Applications for students and their family members

#### **Tier 5 – Interns, Youth Mobility, Creative Workers and Sportspeople**

- Sponsor licences for companies wishing to hire creative or sporting workers
- Internship, Youth Mobility and Creative and Sporting worker applications

#### **Outside the Points-Based System**

- We offer advice and training on prevention of illegal working and compliance
- Visitor visa applications; assessment of business visit versus work requirements; liaison with immigration officers at ports of entry
- Applications for spouses, civil partners, same sex partners and unmarried partners of British and EEA nationals
- Permanent residence and British citizenship applications; specialist knowledge of complex applications which invoke discretion

#### **Our contacts**



**Andrew Osborne**

Partner

+44 20 7074 8262

[andrew.osborne@lewissilkin.com](mailto:andrew.osborne@lewissilkin.com)

Andrew has specialised in business immigration for 20 years and has extensive experience in advising multinational clients on the transfer of staff, both to the UK and internationally. He advises on all areas of business and personal immigration including applications under the various Tiers of the Points Based System as well as advising clients on the strategic consequences and practical issues that are arising from the restrictions on skilled migration being introduced by the current government. Andrew is a regular speaker at internal and external seminars and is recognised as a leader in his field by both Legal 500 and Chambers.

## Real Estate

If you're dealing with land, you want your advisors to know what's happening in the sector. We provide a holistic approach and offer insight from across the market to provide practical, commercial solutions for your business.

Whether you're developing land, be it high value residential property, a commercial development or simply selling land; whether you're a corporate occupier or an investor, you will receive a client focused, partner led, first rate service.

Our breadth of experience enables us to advise clients on the acquisition, disposal, management and leasing of a large range of commercial real estate: from office space to business parks; data centres to mast sites; restaurants to leisure centres; high street retail outlets to shopping centres; call centres to R&D sites; football stadia to golf courses and everything in between.

Our lawyers are commercial and focus on understanding your business to deliver your objectives. Our real estate services include:

- Acquisition and disposal of commercial property
- Management of commercial investment property
- Development
- Construction, site assembly and drafting and negotiating contracts
- Planning advice and section 106 agreements
- Environmental issues
- Advising on finance and putting in place security agreed with funders
- Real Estate Litigation
- Rights to light and rights of way
- Implementing tax efficient structures and advising on SDLT and VAT
- Procurement
- Advising on structure and vehicle for acquisition

### Our contacts



**Anthony Van Hoffen**

Partner

+44 (0)20 7074 8358

[anthony.VanHoffen@lewissilkin.com](mailto:anthony.VanHoffen@lewissilkin.com)

Anthony is a commercial real estate partner with 20 years of experience advising on all aspects of UK real estate law, over 15 years of which has been spent advising on major development and regeneration projects, and development finance. His focus is always on delivery within a robust legal framework, and he has a proud track record of achieving this.



**Jonathan Reuben**

Partner and Head of Real Estate

+44 20 7074 8023

[jonathan.reuben@lewissilkin.com](mailto:jonathan.reuben@lewissilkin.com)

Jonathan has over 20 years' experience of advising on a broad range of commercial property transactions and related issues, including extensive expertise in high value investment, development and funding work. Jonathan's clients range from substantial overseas investors to well known high street names.

## Tax, Rewards & Incentives

We offer a wide range of tax services, from help structuring your business with a view to exit, to structuring your incentives and share option plans, to advising on real estate transactions. Whatever your business does, and whatever stage it is at, we can help you build your business safe in the knowledge that you understand the tax implications of what you are doing. Here are some of the key areas we regularly advise our clients on:

### Corporate tax

Our tax team advise clients on all kinds of corporate and group matters including business sales and acquisitions, management buy-outs, investments, reorganisations and joint ventures, with an emphasis on clear advice.

We can help you structure your transactions, and also negotiate the commercial terms around tax (such as tax indemnities on M&A). We work closely with our corporate lawyers to help you find tax solutions which are right for you and your business and then ensure that your decisions are implemented as smoothly as possible.

We also regularly work with companies at all stages seeking to raise additional funds through tax-efficient investment schemes such as the Enterprise Investment Scheme, venture capital trust investment, and the new investors' relief introduced by Finance Act 2016.

### Shares, Options & Incentives

Recruiting, motivating and retaining management and staff is a key issue for most employers and getting it right at the outset is crucial – tax rates on share and option plan gains can vary between 10% at one end, and 54.59% at the other, but the rules are complex.

We work with both listed and private companies of all sizes and from all sectors on the design and implementation of tax-efficient equity arrangements including:

- Enterprise management incentive (EMI) options tailored to suit the company's commercial objectives
- Upfront and nil-paid management equity acquisitions
- Employee shareholder shares
- All-employee plans such as SAYE options and share incentive plans (SIPs)

We help companies establish employee benefit trusts (EBTs) for a variety of purposes and we also advise on whether the wider employee ownership model via an employee ownership trust (EOT) is right for a business. If it is, we can guide the company and its shareholders through the trustee selection and implementation process. Where equity incentives are not appropriate for whatever reason, we can help you design cash bonuses and incentives which will best move you towards your commercial objectives.

And it isn't all about tax. When advising you on the appropriate equity or cash incentives, we also advise on the corporate governance, regulatory and company law and commercial side. This includes establishing special share classes and bespoke plans when appropriate or, for financial services firms, ensuring any necessary compliance with the Remuneration Code.

### Employment tax

With an increased focus by HMRC on payroll compliance, it is more important than ever that employers understand their PAYE and NIC payment and reporting obligations.

We can help with your day to day employment tax queries to ensure that you comply with the relevant legislation and minimise the risk of HMRC challenge including:

- Structuring termination payments (including large scale redundancies) in a tax efficient way

- Advising on employment status including personal service companies; managed service companies and, where you supply workers to an unconnected third party, the intermediaries legislation
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- Assisting with UK tax and social security issues for internationally mobile employees such as secondees to or from the UK
- Advising on trust-based benefits offered to employees, such as medical benefit trusts (also known as corporate healthcare trusts)
- Advising on benefits in kind and expenses including salary sacrifice and flexible benefit arrangements and beneficial loans
- Assisting with HMRC PAYE and NIC audits

### Commercial Tax

We take pride in helping clients to structure their commercial operations in a tax-efficient way while still keeping arrangements as simple and comprehensible as possible.

We advise on all of the tax issues affecting commercial transactions, including VAT, withholding taxes and availability of tax reliefs. We can also help by coordinating international tax advice, to create structures that work in all the jurisdictions you do business in. Examples of the sort of matters we advise on are:

- VAT and withholding tax implications of sponsorship deals
- Structuring retail products for providers which offer customer tax efficiencies (e.g. life policies, medical benefit trusts) and also implementation of these from the customer side
- Structuring litigation settlements and the tax implications of different kinds of court award
- The tax implications of cross-border creative productions, including foreign entertainer's withholding tax

### Real Estate Tax

We can help bring greater certainty to your property transactions by advising on the wide range of tax issues affecting property sales, property special purpose vehicles, rental and construction.

We advise on VAT, SDLT and capital allowances, and structuring such as "Prudential" planning and golden-brick schemes. We have also helped clients involved in major infrastructure projects achieve solutions to their SDLT issues.

### Our contacts



**Matthew Rowbotham**

Partner

+44 20 7074 8261

[matthew.rowbotham@lewissilkin.com](mailto:matthew.rowbotham@lewissilkin.com)

Matthew leads our Tax, Reward and Incentives legal practice group and is a member of the Corporate practice group. He is a tax specialist who advises clients on all kinds of corporate transactions including business sales, management buy-outs, investments, reorganisations, joint ventures and incentive arrangements. Matthew advises both from a structuring point of view and he also negotiates the commercial deal on tax. He regularly acts for buyers and selling shareholders on company sales in the creative and technology sectors, and he has extensive experience advising on how best to structure the deal to achieve a tax efficient result.



**LEWIS SILKIN**

5 Chancery Lane  
Clifford's Inn  
London EC4A 1BL  
T +44 (0)20 7074 8000  
[www.lewissilkin.com](http://www.lewissilkin.com)