

A refreshing alternative

We all expect to receive excellent professional service and value for money from lawyers. At Roythornes we put our clients at the heart of our work and pride ourselves on constantly striving to add a little more.

Why Roythornes?

We are proud of the Roythornes' culture, and only recruit like-minded, talented and energetic individuals with commercial acumen who thrive on success and do not lose sight of what matters 'on the ground'.

We are known for our 'can do' attitude and value the opportunity to connect with our clients from board room to factory floor. We develop genuine, longstanding relationships, and aspire to learn your business and understand your vision so that you might consider us as an extension of your operations and teams.

How we work

We emulate our ethos in everything we do to ensure that we unlock solutions rather than frustrate progress. We are supported by state of the art electronic systems and processes, allowing our team to operate flexibly when you need us from any location.

Our drive for commercial focus is demonstrated by the fact that many of the team have spent a considerable period of their careers working in-house alongside management executives and commercial teams.

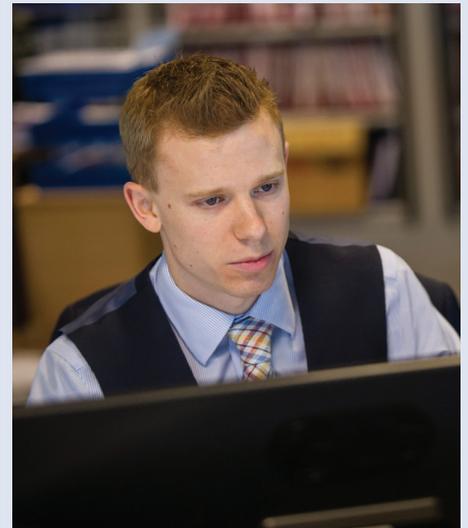
We relish the opportunity to get involved and, most importantly, we want you to enjoy working with us as much as we enjoy what we do for you.



We are:

Accessible and responsive

we want you to feel that you can reach us easily when you need us and that we are receptive and reactive to your needs.



Approachable, personable and unpretentious

we want you to feel comfortable that we speak the same language and we are open-minded and helpful. We hope that you find us amiable and affable in our style, without any sense of arrogance.

Transparent, predictable and direct in our approach

we are honest and candid in our approach and try to avoid last minute surprises.

Flexible

we want to operate how you want us to and can adapt to accommodate you. We possess the agility to remain relevant in an ever-changing environment.

Driven by a determination to deliver

we won't make promises that we can't keep and we will deliver on commitments.

Commercial Services

We offer support when you are dealing with the contractual relationships that link you to suppliers, customers, distributors and strategic partners. We appreciate that commercial contracts need to reflect the commercial reality, protecting you against critical financial and operational risks, whilst still delivering the value and benefits anticipated. We aim to ensure that the arrangements are underpinned by the most appropriate structure that is both legally protective and sufficiently flexible and workable in practice.

Whilst it is paramount to ensure that you have a commercially effective and enforceable set of arrangements in place, we understand the importance of minimising the frustration, time and expense of managing overly-complex contractual documentation.

How we can help

Business Critical Arrangements - Including sales, agency and distribution, e-commerce, joint ventures, manufacturing, licensing, franchising and other forms of collaboration.

Crisis Management and Contract Disputes - Our litigation team can advise on all areas of disputes and investigations – whether commercial, employee related or regulatory. We have experience in a wide range of issues, including health and safety and hygiene, regulatory, licencing and work force issues.

Particular areas of expertise

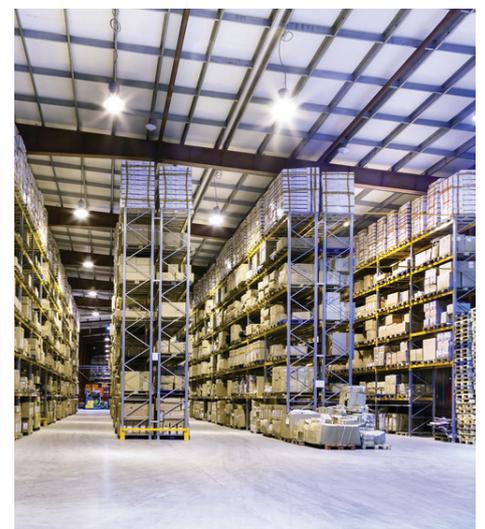
We can assist in periods of growth and expansion, both for established and emerging businesses, and supporting our clients as they manage their business relationships.

Out-sourcing and Procurement Projects - We can put in place the necessary arrangements supported by commercial agreements, and provide ongoing advice to support the successful management and operation of such relationships.

Agency and Distribution - If your business is looking to appoint agents or distributors, it is important that the paperwork is right. Our team can advise businesses entering into agency and distribution agreements as to whether the terms offered are right and fair, can help to ensure that you understand the legal framework, and negotiate an agreement that is right for your businesses' circumstances.

Food and Drink - We have been serving the food community for over 60 years, advising fresh and chilled food businesses and helping them achieve profitable relationships with supermarket clients. Our 'field to fork' understanding gives us an exceptional reputation across the industry and we can draw on our contacts to help our clients go from strength to strength.

Renewables - Many businesses are actively looking at ways to be involved in the energy supply chain in order to reduce costs and exploit commercial opportunities. We have advised on projects in the solar sector at all stages from planning through to post accreditation and all the contractual arrangements to develop the site itself. We also have experience in advising on renewable energy biomass and contracts from inception to commissioning.



Advertising, Marketing and Brand Protection Services

Advertising and Marketing

We can provide innovative commercial solutions to help capitalise on business value and opportunities whilst avoiding disputes, commercial liability or regulatory prosecution.

We can advise on:

- sales promotions (financial and non-financial)
- internet and mobile marketing
- sponsorship arrangements
- product labelling
- copy clearance
- dealing with the ASA and Trading Standards
- responding to consumer complaints

Brand protection

We understand the value of your trademarks, designs and domain names and like all of your assets, they should be appropriately protected in order to avoid your brand being damaged.

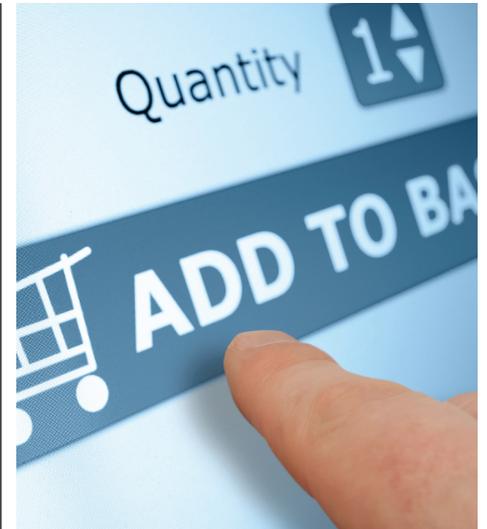
We can help to resolve any trademark and copyright issues and are committed to providing a seamless service from protection through to enforcement, including registration and maintenance, dealing with oppositions, non-use and infringement actions.

We can provide strategic support in the development, protection, exploitation and use of your business's intellectual property and technology-related assets.

On a longer-term basis we can take on the administrative burden of keeping a watching brief for potential infringements and have the ability to provide longer-term support as part of an out-sourcing arrangement in order to establish, maintain and protect your portfolio of brands.

Data Protection

Managing personal information is an ever increasing risky business asset. We can assist in advising on compliance policies and practices, responding to data subject access requests and opposition rights, ensuring data security, preventing data breach and data loss and, supporting you in liaising with the Information Commission Office (ICO).



Corporate Services

Corporate Transactions

When we work on corporate transactions our aim is to support you and take the stress out of the deal. We flag issues and potential pitfalls early so that timescales can be met, and provide support through all stages of the transaction, offering you cost-effective and pragmatic business solutions.

No two deals are the same, and we bring together select specialist teams for each specific transaction – whether within the agriculture, professional services, manufacturing or retail sector.

As transactions invariably impact on other areas of the law, our specialist teams are often consulted to offer auxiliary advice in areas such as employment, tax, intellectual property, property and corporate governance.

Our up to date, paperless systems allow our team to operate whenever and wherever you need us to and manage even the most demanding due diligence exercise.

Our experience includes:

- Mergers and Acquisitions
- Corporate reorganisations
- Debt and equity issues
- Private equity transactions
- Shareholder / Investor agreements
- Management buy outs
- Joint ventures
- Funding and security

We work across a number of sectors including agriculture, food, manufacturing, logistics, warehousing and professional services.

Professional Practices and Partnerships

Our expertise includes providing advice on partnerships and limited liability partnerships (LLP's) in terms of forming the professional practice or partnership, dealing with mergers, demergers, conversions and managing partner issues and disputes.

Charities and Trustees

We act on behalf of numerous charitable trusts and provide advice to trustees on governance and issues involving their constitutional duties and responsibilities.

We can assist in setting up / incorporating charities and provide ongoing advice and assistance in relation to funding, taxation. We also help with managing the day to day business of operating as a charity in accordance with Charity Legislation and the Charity Commission's requirements.



Corporate Governance and Company Secretarial Services

Owning a company brings an ever increasing burden of compliance and governance. Just when you should be working on your business, there are often important administrative tasks to undertake. We can relieve you of that burden, making compliance with law and regulation less onerous.

Using our corporate governance and company secretarial services gives you a single point of contact and the advantage of having a tailored service to meet your requirements.

Our **annual compliance** service offers a range of benefits to businesses including:

- Maintaining company records
- Preparing and filing Companies House and other Registry returns
- Issue reminders of accounting deadlines
- Assist accountants in relation to auditing requirements.

We also offer a **corporate health check** to highlight potential compliance issues and discrepancies with company records.

Directors' Duties and Managing Board Room Disputes

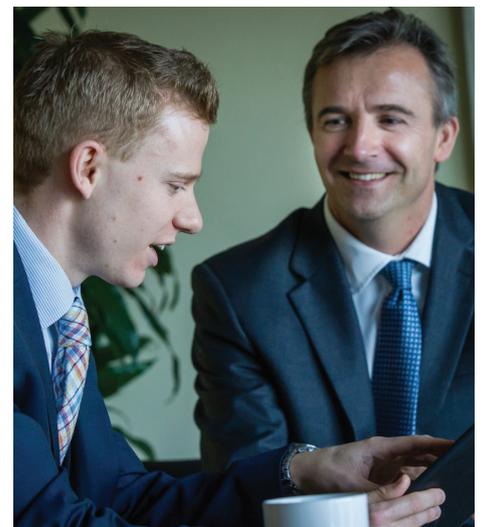
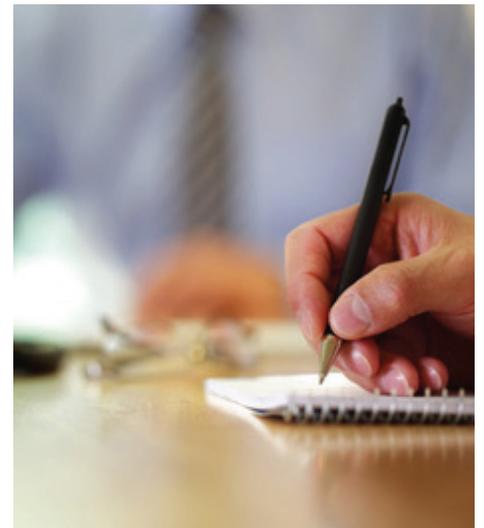
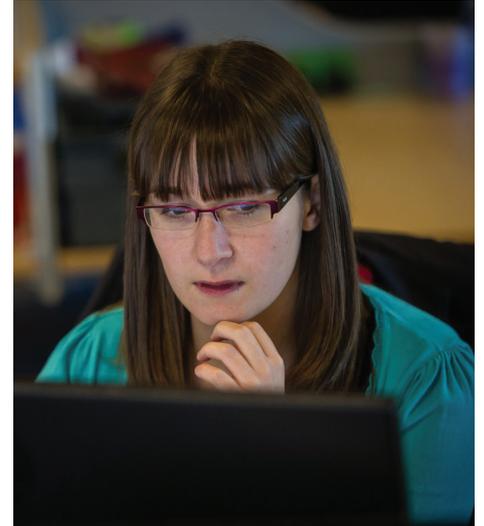
We can provide bespoke training on various aspects of the Companies Act 2006. Training can be provided on a personal basis so that it is tailored specifically to meet your needs and can be delivered to directors or commercial managers, as required.

Anti-Bribery and Corruption

In light of the Bribery Act which came into force in 2011, it is important that organisations implement and review anti-corruption policies to ensure that there are procedures in place to detect acts of bribery by employees, agents and other associated persons. We can help guide you through this area of legislation to ensure you are compliant and not at risk.

Competition Law

Staying the right side of the law is critical in maintaining reputable business operations and avoiding hefty fines and personal liability. We can provide invaluable training to your senior officers and sales teams to ensure that your key personnel are forewarned as to the potential risks, and your business is protected.



Services to Charities

Roythornes has many years of experience working with charities and acts for a wide range of organisations across a variety of sectors at both national and local level, which has enabled our teams to gain invaluable insight and experience that we use to the benefit of our clients. We are involved in local and national Pro-Bono services. The local Pro-Help Group aims to support voluntary organisations with free professional advice and guidance.

We can provide specialist sector support to all types of charitable organisations both in terms of advising on the initial formation, structure and registration, and acting as an expert 'sounding board' in relation to ongoing matters of governance, trustee duties and regulation.

We also support charities during periods of change, whether as part of a planned re-structure of an unincorporated organisation or trust to form a limited corporation or CIO, the acquisition and management of the charity's assets and liabilities, or the winding up of a charity that has been dissolved.

We can advise both members and charity trustees in relation to charity, corporate and commercial law, and provide guidance on Charity Commission compliance. We can also support such individuals in the event of any Charity Commission investigation or review.

As corporate and commercial specialists, we advise our charity clients in relation to their business dealings - including potential mergers and collaborative arrangements, and distribution, supply and manufacturing agreements; always ensuring that the commercial partnership benefits the charity in a commercial, as well as ethical, manner.

It is of fundamental importance that our advice adds value to charities and with our knowledge and experience we can provide practical solutions.

As a broad based firm we have the ability to bring together focused teams to meet a charity's needs. For those charities that are beneficiaries under a will or trust instrument our Private Client specialists can assist by providing executorship advice services and by ensuring that the charities' interests are maximised and protected.

Where charities have interests in land or buildings Roythornes can advise in relation to the additional statutory requirements and ensure the charity is compliant in any subsequent dealings. Our property team manage the portfolios of many charities, from shop and office leases, to multi-million pound property sales, purchases and transfers.

