



Practice Areas

Corporate

From the birth of an entrepreneurial idea to flotation or disposal on retirement, a corporate venture can go through a myriad of stages. At each stage, there are both risks and opportunities, and important decisions to be made as to which course to follow.

Berg Legal understands the commercial environments in which today's organisations operate. For us, being good lawyers means far more than processing documentation. We work alongside our clients on their overall strategy and ensure that a practical and workable legal framework is put in place to facilitate their aims. We facilitate opportunities and proactive ideas to grow and enhance client business.

We routinely handle complex high value work: in the summer months of 2003 alone we handled four major deals worth a total of £37.25 million.

We bring the same high professional standards and can-do attitude to bear whatever the venture: from business start-ups through management buy-outs to large-scale mergers and acquisitions.

Berg Legal's corporate and commercial team is recommended in the 2005 edition of the Legal 500.

Business Structure

When a new enterprise is launched, crucial choices have to be made. In choosing a structure for the new concern, many factors have to be balanced against each other: tax, liability, size, financing. Similar choices arise when a venture is being spun-off, reorganised and restructured.

The choice made, many formalities have to be completed to ensure that the new venture will proceed smoothly and not encounter obstacles along the way.

At Berg Legal, our legal expertise, combined with our commercial acumen, gives us a good feel for the most appropriate structure for each concern. With our wide experience, we can produce customised solutions for every venture.

Mergers & Acquisitions

A successful enterprise never stands still. Mergers and acquisitions are an effective way to achieve quick growth. Disposals arise in many different situations. An owner-manager may be

retiring or may simply want to realise his or her investment. The management of an existing company may be buying out part or all of the business.

At Berg Legal, we have solid experience of every stage of the business life cycle. We handle numerous high value deals in the course of each year and have particular experience of management buy-outs. We work alongside our clients, not just for them. At Berg Legal, you won't often hear us saying "You can't do that" - our aim is to find a way.

Joint Ventures

There are many ways in which businesspeople and their companies come together to achieve joint aims. When two or more companies are embarking on a joint venture, many factors need attention. A new structure may need to be established and numerous collateral arrangements made for existing contracts, staff, intellectual property rights etc.

Similarly, when businesspeople are setting up a company together, they need to protect their rights as individuals. What happens when someone wants to sell his or her stake? How can future disagreements be resolved?

At Berg Legal we realise that every venture is unique and we have the experience and imagination to go beyond stock solutions. Where a business is being transferred, we bring together lawyers from our human resources, property and intellectual property departments to ensure that the correct expertise is applied to the transaction.

Share Options

Share options are a popular and effective type of incentive for key personnel. There are many different types of option scheme and variety of triggers - they can be tied to an individual's or company performance, or to a particular event such as a flotation or disposal. Some schemes are set up under the Enterprise Management Incentive scheme.

At Berg Legal, we are frequently called upon to construct suitable schemes, often in conjunction with accountants. The fact that this is a highly technical area is reflected in the nature of the documents which are required. However, at Berg Legal we rate the communication skills of our lawyers very highly and we ensure that our clients know exactly what we are doing and why.

Director Responsibilities

Despite the limited liability afforded to companies, today's directors are exposed to personal risk from many different angles. In good times, this is rarely an issue. It is when things start to go wrong that directors' actions are subjected to close scrutiny. Ignorance is no defence so a sensible director will ensure that he or she is well versed in his or her responsibilities and acts accordingly.

At Berg Legal we can give comprehensive advice to entrepreneurs who are setting up a company for the first time. We are also available to give one-off advice about particular situations.

Banking & Finance

Borrowing is a fact of life for virtually all businesses: from start-up finance, to operating overdrafts, to loans for expansion. All borrowing has to be properly documented to ensure that the rights of both lender and borrower are secure.

At Berg Legal, we believe there is more to the lawyer's role than producing sound documentation. With our commercial experience and circle of contacts we are often able to bring people together. We may be able to introduce investors or lenders who can often open new doors.

Stock Exchange & Regulatory

Public companies have to comply with a forest of regulations, whatever their sphere of operation. While the day to day matters are normally dealt with by the company secretary, when major changes are occurring, such as an acquisition or fund-raising exercise, new requirements will come into play.

At Berg Legal, we will ensure that none of the relevant regulations will be overlooked, so that our clients are always certain that we have taken care of every detail.

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