### CAREY OLSEN

# Seeing the world from your perspective

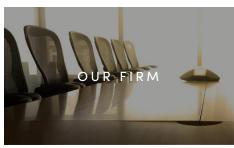
**BIGGER PICTURE** 

#### OFFSHORE LAW SPECIALISTS

BRITISH VIRGIN ISLANDS CAYMAN ISLANDS GUERNSEY JERSEY CAPE TOWN HONG KONG LONDON SINGAPORE

# Contents







#### OUR SERVICES

BANKING AND FINANCE CORPORATE DISPUTE RESOLUTION AND LITIGATION EMPLOYMENT, PENSIONS AND INCENTIVES INVESTMENT FUNDS PROPERTY LAW REGULATORY RESTRUCTURING AND INSOLVENCY TRUSTS AND PRIVATE WEALTH









## Carey Olsen at a glance

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LOCATIONS

LEGAL JURISDICTIONS

1898

FOUNDED

We are legal adviser to over 1,200 funds across the Channel Islands, more than any other offshore law firm

1,200

We represent eight of the world's top 10 banks

₩ 8/10

LSE LISTED CLIENTS

We advise more LSE-listed clients and funds than any other offshore law firm



We represent nine of the world's top 10 private equity firms

90%



Leading adviser on The International

Stock Exchange (TISE)

#### **JERSEY FUNDS**

We advised on 49% of all new funds in Jersey (July 2015-16) 



#### TIER ONE RANKINGS

We hold 16 tier one directory rankings in Legal 500 across our practice areas



#### LAW FIRMS

We work with all 25 of the world's largest law firms

325

#### **GUERNSEY FUNDS**

We advised on 74% of all new funds in Guernsey (July 2015-16)



3 / Carey Olsen at a glance

# Wide-angle thinking

We advise financial institutions, corporations and private clients on the laws of the British Virgin Islands, Cayman Islands, Guernsey and Jersey from a network of eight international offices.

Our clients include global and local financial institutions, investment funds, private equity houses, multi-national corporations, public organisations, sovereign wealth funds, high net worth individuals, family offices, directors, trustees and private clients.

We work alongside all of the major international law firms, accountancy firms and insolvency practitioners.

In the face of opportunities or challenges, our clients know that the advice and guidance they receive from us will be based on a complete understanding of their goals and objectives combined with outstanding client service, technical excellence and commercial insight.

Whether playing a lead or a supporting role, we always look at the bigger picture.

#### WHY INSTRUCT US?

- We provide partner-led advice.
- We have the strength and depth to handle the most complex and specialist work.
- We operate across all time zones and key financial markets.
- Our lawyers advise on significant legislative changes and industry developments.
- We provide value by effectively delegating work to talented lawyers at the appropriate levels.
- We have strong and long-lasting relationships with our clients, intermediaries and regulators.
- We are consistently ranked as a top tier law firm in the leading legal directories.

"Their advice is delivered in simple, easy-to-understand language and always within a broader commercial context."

\_egal 500

PARTNERS

200

PEOPLE

380

Business-ready legal minds

Our advice is delivered by an approachable and experienced team of globally-minded lawyers who work in partnership with our clients to help them achieve their objectives.

Our clients tell us that we are easy to work with and highly-responsive. They consider us an extension of their team and appreciate the continuity of service that we provide along with the excellent calibre of our lawyers.

We employ 380 people and our 48 partners lead a full complement of 200 lawyers, many of whom have come from leading international law firms. "Provides big-firm, top quality legal advice with a smaller firm's client service and responsiveness."

1500

LAWYERS

# Seeing the world from your perspective

Our clients benefit from direct contact with the partner who is leading on their work. Our teams are structured according to the scale and expertise needed for each instruction and we ensure cost efficiencies through the delegation of work to lawyers at the appropriate level.

We make a point of getting to know you, your business and your circumstances; always ensuring our advice is aligned to your ambitions and goals. Our role goes beyond delivering legal services and we aim to contribute to your success and to add value wherever we can. This can take a number of forms including training, knowledgesharing, legal secondments, regulatory and legislative updates and client briefings.

We maintain highly-competitive and transparent fee rates that are visible from the outset.

"They really get to know their clients and are therefore able to tailor their advice around their clients' needs." Chambers and Partners



SECTOR EXPERTISE

# Thinking beyond borders

We deliver legal services in relation to a wide range of industry sectors.

#### SECTOR EXPERTISE

- Banks
- eGaming
- Energy and Natural Resources
- Fintech and Regtech
- Government and Public Sector
- Hedge Funds
- Infrastructure

- Insurance
- Investment and Wealth Management
- Private Client
- Private Equity
- Real Estate
- Trust and Company Business

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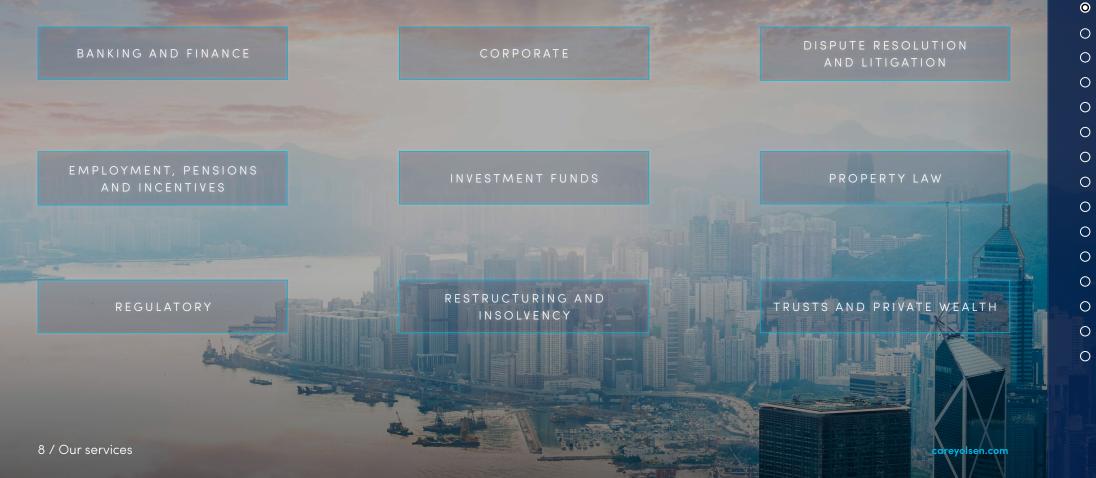
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# The experience to guide and the vision to lead

Our legal experts work across disciplines and jurisdictions to help our clients achieve their objectives. We have the skills, expertise and scale to handle the most demanding, complex and pioneering instructions.



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"They are customer focused, commercial and add value to transactions. They focus on understanding and delivering what the customer wants."

Chambers and Partners

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# Banking and Finance

Changes within the global banking sector require new and innovative financial structures both for those offering capital and those aiming to access it.

Carey Olsen has a top tier global finance team. From complex crossborder financing transactions and large loan portfolio restructurings to establishing banks in our domestic markets, our banking and finance team has the experience and knowledge to advise you and the depth to service the largest transactions. Each year we advise on tens of billions of loans (for either lenders or borrowers).

We are instructed by clients directly on their international finance transactions and typically work closely with onshore legal teams. We have strong ties to London, New York and other major financial centres (with offices in London, Hong Kong and Singapore) and represent clients on transactions at every level of complexity.

Our clients include arranging banks and lenders, investment banks, building societies, borrowers, syndicated lenders and underwriters. Our experience in advising each of these groups means we can anticipate multi-party needs, often saving our clients time and money during a transaction.

Our lawyers practise British Virgin Islands, Cayman Islands, Guernsey and Jersey law and have an international reputation for banking and finance work.

#### RELATED SERVICES

- Banking Regulation
- Debt Capital Markets
- Funds Finance
- High Yield
- Islamic Finance
- TISE/CSX Listings
- Real Estate Finance
- Structured Finance and Securitisation



We represent eight of the world's top 10 banks and two-thirds of the top 25

"A very high level of service, with fast response times and astute advice."

Legal 500

For further information, please visit: careyolsen.com/bankingandfinance

# Corporate

Corporate work is a cornerstone of our legal services offering. We have one of the largest corporate teams in the offshore legal market and we act for a diverse range of international and local organisations.

Our lawyers are skilled at creating new structures for commercial growth, advising on public and private mergers and acquisitions and completing exchange-based listings, as well as advising boards and shareholders.

The scale of our corporate practice enables us to structure the team according to our role, whether we are providing focused advice directly to our clients or acting in partnership with onshore advisers on complex international transactions. We match the level of resource to your requirements, expectations and deadlines, giving you the commercial agility to achieve your objectives.

We have a global approach and, alongside our corporate specialisms, we provide regulatory, employment, pensions, litigation, property and commercial advice. This integrated expertise enables us to form a broader team across legal disciplines and jurisdictions when necessary.

#### RELATED SERVICES

- Competition Law
- Cybersecurity and Data Protection
- Insurance Law
- Intellectual Property
- IPOs and Equity Capital Markets
- Joint Ventures
- Mergers and Acquisitions
- Regulation and Compliance
- Corporate Structuring

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**£5.16bn** We are the leading offshore legal adviser for AIM-listed clients advising a total of 36 clients with a combined market

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We are the leading

to LSE-listed clients

cap of £5.16 billion

offshore legal adviser

For further information, please visit: careyolsen.com/corporate

## Investment Funds

Our investment funds team is both well regarded and highly active. We advise on all fund structures, including open and closed-ended, limited partnerships, unit trusts and companies in the British Virgin Islands, Cayman Islands, Guernsey and Jersey.

Recognised as the leading legal adviser to funds in the Channel Islands, and with strong Caribbean and Asia practices, we represent more companies and funds listed on the London Stock Exchange than any other offshore law firm and regularly advise on listings on the NYSE and HKEX, Euronext, CSX and TISE.

We advise credit and debt funds, clean tech funds, real estate funds, retail and listed funds, private equity funds, venture capital funds, hedge funds and infrastructure funds. Among our clients are fund managers, investment and private banks, institutional investors, boutique investment firms, insurance groups, pension funds, private equity houses and trust companies. We have longstanding relationships with onshore legal advisers who instruct us on a regular basis. Our lawyers understand the requirements and priorities of each interest group and we tailor our services accordingly.

The strength of our relationships with regulators in our jurisdictions means our clients benefit from our knowledge of the latest developments in regulation and compliance standards.

#### RELATED SERVICES

- Fund Formation
- Fund Finance
- Fund Listings
- Investment Funds and Carried
  Interest Vehicles
- Regulation and Compliance
- Restructuring and Winding Up
- Fund Strategies and Asset Classes
- Debt Funds
- Hedge Funds
- Infrastructure Funds
- Private Equity Funds
- Listed Funds
- Real Estate Funds

We advise nine of the 10 largest global private equity firms

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# 1,200

We advise 1,200 funds across the Channel Islands, more than any other offshore law firm 0 Ο  $\bigcirc$ 0 0 0 0 0  $\bigcirc$ Ο 0  $\bigcirc$ Ο 0 0 Ο Ο Ο Ο Ο Ο

"Exceptional service backed by excellent industry knowledge."

Legal 500

# Restructuring and Insolvency

Our restructuring and insolvency lawyers apply their knowledge of insolvency, corporate and banking law, regulatory guidance and litigation to the full spectrum of cross-border restructuring, recovery and insolvency matters involving the offshore jurisdictions of the British Virgin Islands, Cayman Islands, Guernsey and Jersey.

We work in partnership with the world's leading insolvency practitioners, onshore law firms, accountancy and forensic practices, advising the whole spectrum of stakeholders including liquidators, receivers, creditors, investors, directors and professional service providers. Our institutional client base includes private equity, venture capital, banking, real estate, financial services, corporate and private trusts and investment managers.

Our leading position in the investment funds market makes us the first port of call in times of distress for lenders, fund managers and directors. We are frequently instructed on the planning and implementation of, or response to, formal insolvency proceedings commenced in or involving our offshore jurisdictions. Our lawyers have been involved in a very significant number of the major formal insolvency proceedings in recent years in the jurisdictions in which we practice, and have played a key role in the development of the law in many key areas.

#### RELATED SERVICES

- Administrations
- Corporate Recovery
- De-Mergers
- Insolvency and Workouts
- Liquidations
- Management Buy-Outs
- Regulatory Guidance
- Receiverships
- Restructurings
- Reorganisations
- Strategic Dispute Resolution
- Schemes of Arrangement

"Gets the balance right between legal analysis, pragmatism and efficiency."

egal 500

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For further information, please visit: careyolsen.com/restructuringandinsolvency

# **Dispute Resolution and Litigation**

Our pre-eminent dispute resolution and litigation practice represents clients across the full spectrum of contentious and semi-contentious work.

We are widely recognised for our expertise in both international and domestic cases, including: corporate, commercial and civil disputes, banking, financial services and trusts litigation, fraud and asset tracing claims, and regulatory investigations, disputes and advisory work.

We are counsel to multinational corporations, financial institutions, banks, funds, insurers, trust companies, governments and private individuals. We regularly work in partnership with international law firms on the most complex and significant cases. From mediation to trial advocacy, we successfully guide our clients through the full range of disputes, from multi-party, cross-jurisdictional corporate litigation to domestic claims before the local courts.

#### RELATED SERVICES

- Banking and Finance Litigation
- Civil and Family Disputes
- Commercial Litigation
- Corporate Disputes
- Criminal
- Fraud and Asset Tracing
- Insurance and Personal Injury
- Trust Litigation

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"Carey Olsen's lawyers

rigorous and genuinely

innovative in seeking

solutions to problems."

are intellectually

Legal 500

# Trusts and Private Wealth

Carey Olsen has one of the largest trusts and private wealth practices in the Channel Islands along with well-established practices in the British Virgin Islands and Cayman Islands.

We have the scale and experience to resource the most demanding and complex cases as well as the dayto-day instructions. We understand the longevity of trusts work, which is why we focus on building long-term connections with our clients and their other advisers.

We represent professional trustees, private individuals and families, banks, financial institutions and charities from all over the world. International law firms and accountancy practices look to us for support on projects that require specialist advice on the laws and regulations of our jurisdictions. Our lawyers work across a range of structures including private, corporate, charitable, purpose and commercial trusts, foundations, partnerships and companies. We advise on settlor reserved power trusts, private trust company arrangements, pension and employee benefit schemes, wills and matters of inheritance, international estate planning, regulatory advice and trust-related disputes.

With a fully integrated practice, we also represent trustees and beneficiaries in contentious matters and administrative applications which need to be made to the court.

Our contentious trust lawyers have appeared in many significant trust cases to come before the courts, including representing clients before the Privy Council in the UK. RELATED SERVICES

Corporate Trust Structures
Family Office
Private Trust Structures
Private Client
Estate Planning

- Family Law
- Wills and Inheritance
- Regulation Of Trust Company Business

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"This acclaimed offshore firm has a first-class reputation for trust and private client work."

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For further information, please visit: careyolsen.com/trustsandprivatewealth

# Regulatory

The regulatory environment continues to grow and to become increasingly demanding and complex for businesses across all sectors.

We advise on regulatory issues that impact on businesses in the British Virgin Islands (BVI), Cayman Islands, Guernsey and Jersey. Our approach is to cut through the complexity and to provide you with a clear path saving you time, resources and money.

Given our established presence in the key offshore financial centres, it follows that our core expertise lies in advising financial services clients (including banks, corporates, investment managers, fund administrators and trust companies) and their investors. We also act for private clients. Our specialists deal with industry regulators on a daily basis including the BVI Financial Services Commission, the Cayman Islands Monetary Authority and the Guernsey and Jersey Financial Services Commissions.

We have a comprehensive understanding of the different regulatory environments and have developed strong relationships with the regulators in each jurisdiction. We regularly work alongside the respective industry bodies to help shape the regulatory frameworks of the future.



For further information, please visit: careyolsen.com/regulatory

# Employment, Pensions and Incentives

Our employment and pension lawyers represent businesses across a broad range of industry sectors.

Our clients include financial institutions, commercial businesses, actuaries, pension consultants and trustees who come to us either on an ad hoc basis or who retain our services for ongoing advice. We work with clients in the British Virgin Islands, Cayman Islands, Guernsey and Jersey as well as being instructed by international law firms, accountancy practices and tax advisers.

We have the scale and expertise to resource heavyweight contentious employment disputes and tribunal matters and we can also support you and your business in non-contentious areas of work. We are well-versed in relation to large take-overs and business amalgamations and, as a full service firm, can provide support wherever you need it. This includes calling upon our established trusts and investment funds practices for their expertise on pensions matters.

Our lawyers are at the forefront of changes affecting the sector and work closely with clients and industry bodies on developments to the statutory and regulatory frameworks.

#### RELATED SERVICES

- Board Disputes
- Business Relocation
- Cyber Security and Data Protection
- Disciplinary and Grievance Procedures
- Employment Contracts
- Employment Disputes
- Housing and Immigration
- HR Advisory Support
- Mergers and Acquisitions
- Pensions and Employee Incentives
- Policies and Procedures
- Regulatory
- Restructuring and Redundancy
- Training Programmes
- Tribunal Representation

For further information, please visit: careyolsen.com/employmentpensionsionsandincentives

"Provides high-quality

advice backed up by

rock-solid knowledge

of the law."

# Property Law

Private individuals, developers, investors and businesses turn to our property teams for advice on buying, developing, financing, selling and leasing property. We also act for the leading lending institutions.

Our commercial property team acts for an international client base that includes the major developers and lenders as well as landlords, vendors, investors and purchasers. We advise on a broad range of commercial real estate and development projects and combine technical expertise with a commercial approach.

Our work includes acquisitions and disposals, landlord and tenant agreements, financing and secured transactions, joint venture agreements as well as development and infrastructure projects. We are also instructed on a range of contentious and non-contentious matters, including planning appeals and other disputes. Additional key areas of work include advising on share purchase agreements, large scale retail and commercial leases for major retailers and corporates and UK pension funds with commercial property interests in our jurisdictions.

We work closely with surveyors, valuation companies, trust professionals and property portfolio managers and, as a full service firm, can provide legal advice in relation to planning, housing, relocation, regulation, taxation, litigation and insolvency. We also support Carey Olsen's wider practice teams on the commercial property aspects of merger and acquisition deals.

#### RELATED SERVICES

- Commercial Property
- Corporate
- Debt Restructuring and Refinancing
- Estate Planning
- Investment Funds
- Mergers and Acquisitions
- Private Client
- Real Estate Finance
- Residential Property
- Wills and Inheritance

"They provide strong, proactive management and problem resolution."

Chambers and Partners

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For further information, please visit: careyolsen.com/property

# An international perspective in everything we do



Carey Olsen advises on the laws of the offshore jurisdictions of the British Virgin Islands, Cayman Islands, Guernsey and Jersey. We also have offices in Cape Town, Hong Kong, London and Singapore. Our international network of offices ensures we are able to provide advice across all key financial markets and time zones.

Our lawyers advise on complex cross-border deals and cases, and combine a global perspective with strong local knowledge. We maintain long-lasting relationships with clients, regulators and international law firms and accountancy practices ensuring our advice is timely, commercial and dependable. "They have a very international perspective in their business and are well connected in the major economies and finance centres."

#### egal 500

"Carey Olsen is the best offshore law firm, both in terms of service and for technical capability and drafting."

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# Contact us

#### Jurisdictions

BRITISH VIRGIN ISLANDS	CAYMAN ISLANDS	GUERNSEY	JERSEY
Rodus Building PO Box 3093	PO Box 10008 Willow House	PO Box 98 Carey House	47 Esplanade St Helier
Road Town	Cricket Square	Les Banques	Jersey JE1 0BD
Tortola, VG1110 British Virgin Islands	Grand Cayman KY1-1001 Cayman Islands	St Peter Port Guernsey GY1 4BZ	Channel Islands
Ernon Argin Iolanao		Channel Islands	
<b>T</b> +1 284 394 4030	<b>T</b> +1 345 749 2000	<b>T</b> +44 (0)1481 727272	T +44 (0)1534 888900
<b>F</b> +1 284 494 4155	<b>F</b> +44 1481 739081	<b>F</b> +44 (0)1481 711052	<b>F</b> +44 (0)1534 887744
E bvi@careyolsen.com	E cayman@careyolsen.com	E guernsey@careyolsen.com	E jerseyco@careyolsen.com

#### International offices

CAPE TOWN	HONG KONG	LONDON	SINGAPORE
Protea Place 40 Dreyer Street Claremont Cape Town 7708 South Africa	Carey Olsen (Hong Kong) LLP Suite 4120 Jardine House 1 Connaught Place Hong Kong	Carey Olsen LLP 8-10 Throgmorton Avenue London EC2N 2DL United Kingdom	Carey Olsen Singapore LLP Level 11 Marina Bay Financial Centre Tower 1 8 Marina Boulevard Singapore 018981
T +27 21 286 0026 E capetown@careyolsen.com	T +852 3628 9000 F +852 3628 9090 E hongkong@careyolsen.com	T +44 (0)20 7614 5610 F +44 (0)20 7628 0652 E londonco@careyolsen.com	T +65 6653 4330 F +65 6653 4331 E singapore@careyolsen.com

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