

SLAUGHTER AND MAY

Information Technology

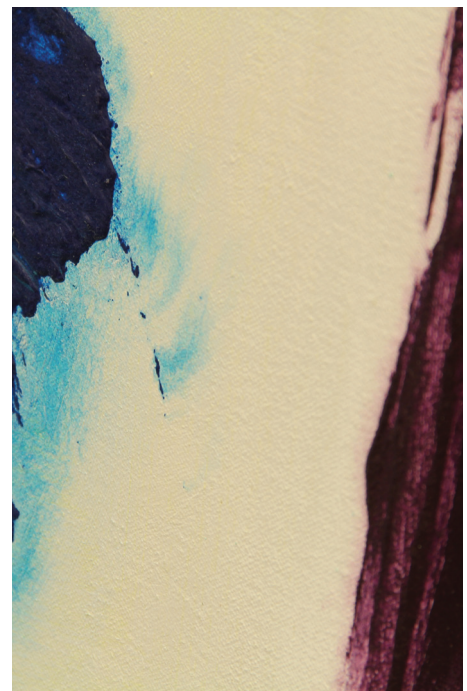
Our Information Technology Group advises on the full range of IT issues for clients in numerous sectors including financial services, technology, retail, consumer goods, food and beverages, publishing, pharmaceuticals, biotechnology and healthcare, telecoms and sport.

Our lawyers have a deep understanding of the technology sector gained from advising companies active across a broad range of mainstream systems, database and telecoms technologies, as well as internet, cloud computing, telecoms and wireless and satellite communications.

We advise on:

- commercial IT arrangements, including software licensing, maintenance, hosting and support services, systems development and integration and applications development. These often involve multiple suppliers and subcontractors
- information technology outsourcing including infrastructure, desktop, application and application support as part of our broader strategic sourcing practice, which is also active in the fields of telecoms, finance and accounting and business process outsourcing
- e-commerce strategies, law and regulation, including website terms and conditions, content liability issues and related intellectual property issues. We also advise on data protection and security matters generally
- corporate mergers and acquisitions, and private equity transactions, which require specialist IT input or have significant risk or value drivers associated with technology, including complex IT separation and integration projects
- IT disputes. We have strong experience of mediation and other forms of alternative dispute resolution, as well as arbitration and court proceedings in a large number of jurisdictions.

We pride ourselves on providing innovative, commercial legal advice, and were shortlisted for the Legal Business Awards TMT Team of the Year 2011.



Detail from Big Blue by Trevor Bell

"A global leader in the telecoms and IT market, due to the size and scale of the deals it handles for global clients. The team offers "deep, pragmatic advice" and ... often takes on massive, complex work"

Overview of Slaughter and May

Slaughter and May is a leading international law firm recognised throughout the business community for its commercial awareness and commitment to clients. We have a diverse and extensive international practice advising on the full range of commercial, financing and other matters. We have a commitment to delivering top quality legal advice, combined with commercial awareness and a "can do" approach.

Central to our culture is the priority we place on the individual needs of our clients. We are organised to be client focused rather than product focused. We develop strong working and personal relationships with our clients and take a proactive approach.

We add value by:

- creating innovative solutions to problems
- giving leading edge structural advice and risk analysis
- understanding what may, or may not, be acceptable in the market
- providing first class transaction management assistance
- ensuring delivery against realistic timetables and milestones.

International work has been central to our practice since the earliest days of the firm and our lawyers are continuously engaged on matters with a significant cross-border or multi-national aspect. We provide IT advice to clients on a global basis and the IT transactions we work on require an in-depth knowledge of the relevant jurisdictions, local commercial and legal expertise and an ability to deliver advice in the required time frames. We believe that these elements can best be provided by lawyers at the top of the profession in their own countries and that these lawyers are to be found in independent law firms. We have longstanding relationships with leading lawyers in all major overseas jurisdictions and we work closely with them to ensure that our clients receive a fully integrated international service wherever this is required.

We believe that our approach allows us to provide a worldwide legal service of the highest standard without disadvantages in terms of quality or culture.

"The firm sets the benchmark for quality in the UK market"

LEGAL BUSINESS AWARDS BROCHURE, 2011

"Clients appreciate Slaughter and May's 'strong, responsive' team"

LEGAL 500, 2011

"Top-performing City law firm based on client feedback"

LEGAL WEEK, NOVEMBER 2010

"Slaughter and May is appreciated for its relevant, responsive and practical advice"

LEGAL 500, 2010

"These innovative lawyers think outside the box when it comes to resolving difficult issues, attracting clients with their impressive problem-solving skills"

CHAMBERS UK, 2009

"You go to Slaughters on the really big issues"

CHAMBERS UK 2009

"consummate negotiators – both thorough and quick at honing in on the key issues"

CHAMBERS UK, 2008

"Servicing a host of major-league clients, this 'really slick' team advises on IT aspects of M&A, joint ventures and flotations as well as acting on major outsourcing and offshoring transactions. Clients agreed upon the 'universally high-quality service'"

CHAMBERS UK, 2008

Recent Experience

The following list is intended to give a brief indication of our experience in IT related matters. We advised:

- **Royal Mail Group** in connection with the rationalisation and renegotiation of its software and database licence and support arrangements
- **Ladbroke's** in relation to a number of major software and systems development projects and IT outsourcing arrangements
- **Carillion** on its contract to outsource the provision of the Carillion Group's internal IT services functions to Accenture
- **Global Infrastructure Partners**, on its agreement with BAA Airports Limited to acquire London Gatwick Airport which required specialist IT advice in relation to the separation of many shared IT systems and services and a long-term and complex Transitional Services Agreement
- **ITV**, working alongside ITV's internal legal team, in connection with its five-year arrangement to outsource its IT service management, infrastructure and application management services to Accenture
- **Arsenal Football Club** on the exploitation of content via a range of e-commerce, mobile and other media channels, its compliance with the payment card industry data security standards and a number of software licensing deals
- **Inchcape** on a major IT procurement contract with SAP, for the design, development and implementation of core system functionality in dealerships in a number of jurisdictions
- **CSR**, a global leader in Bluetooth which designs single-chip wireless devices, on its merger with SiRF Technology Holdings, Inc. ("SiRF"), a supplier of GPS semi-conductor and software solutions. The combination of the two companies was designed to create a global leader in wireless connectivity and location solutions
- **Ericsson** in connection with its managed services partnership with Hutchison 3G UK which appoints Ericsson the exclusive manager of the H3G network and its IT infrastructure in the UK
- **HM Treasury** on various IT issues relating to the recent banking reform and restructuring initiatives, including the restructuring of Northern Rock and Bradford & Bingley and the complex separation issues relating to the banks' core IT systems this entailed
- **YTL Communications**, a leading Malaysian technology and infrastructure company on an agreement for the licensing and development of patented technology and software to build the world's first hybrid broadcast – 4G WiMAX broadband TV and internet content delivery platform
- **FirstGroup** (the UK's leading bus and rail operator) on their licence and support arrangements with SAP. These formed part of the services provided under FirstGroup's wider IT and Telecoms multi-sourcing arrangements, on which Slaughter and May also advised
- **Alibaba.com** in relation to its conditional acquisition of an up to 99.67% interest in China Civilink (Cayman) for a total consideration of approximately US\$79 million. Alibaba is the global leader in business-to-business e-commerce
- **Symbian** on a global licensing strategy for its operating system for a new generation of wireless devices. Symbian was a joint venture between Nokia, Sony Ericsson, Panasonic and other major handset manufacturers
- **Prudential** on a Software Development and Maintenance Agreement for the development of an IT systems platform and separately on a framework agreement for the provision of application development services
- **Schroders** in connection with the early termination of the arrangements with JP Morgan Chase for the development and integration of major back office systems
- **Ocado**, the on-line supermarket, on the IT aspects of its flotation. The IT issues were strategically important for the float given that many of Ocado's key assets are comprised in its technology, particularly its warehouse technology, delivery routing software and its website
- **Marine and General Mutual Life Association** on various software development, licence and maintenance agreements
- **Autonomy Corporation**, the UK's largest software company, on a recommended cash offer by Hewlett-Packard which values the company at approximately £7.09 billion

Key Contacts

For further information on any Information Technology matter, please contact your usual Slaughter and May contact, or any of the following:



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