

Global Outsourcing



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1. Leading Global Information Technology & Communications Practice

Today's companies are focused on tomorrow's technologies, continuously innovating in anticipation of rapid developments in the information technology and communications market. They are seeking more efficient and innovative ways of sourcing information technology and communications products and services. Often, they are also consolidating resources — operations and expertise — to meet rising demand for cutting-edge products and services across the globe.

At Baker & McKenzie, we understand the challenges and rewards of staying innovative and profitable amid fast-paced change in the global information technology and communications industry. We were the first law firm to provide focused advice in this industry and, with more than 580 lawyers in 47 countries, continue to be the largest and strongest Information Technology & Communications Practice in the world.

We know the industry better than anyone else, with over 35 years' experience helping major industry players navigate through legal and commercial risks in information technology and communications investments. We have pioneered novel structures for novel technology offerings. With proven project tools and industry best practices, we can help you remain innovative — and profitable — in a fast evolving industry.

With world-leading cross-practice capabilities, we can deliver full-service solutions and genuine specialisms wherever your technology business is done. Our lawyers can help design sound compliance programs to help protect your critical business interests. No other firm has more experience in acting on cross-border transactions and ventures in the technology sector. We understand that your success depends on how you manage the risks that abound in changing regulatory and compliance matters and how alliances and acquisitions are structured. Our culture of friendship and collaboration allows us to provide you with the right talent, ideas and best practices so that your legal needs are managed thoughtfully, creatively and efficiently.

2. Outsourcing

Whether your objective is business transformation, cost reduction or a unique combination of goals, outsourcing of information technology or business processes remains a critical competitive strategy. Outsourcing will allow the focus of valuable capital on core competencies and issues. Some outsourcing activities are fairly straightforward, but legal hurdles exist, from structuring and negotiating contracts through the intricacies of tax planning, risk management and compliance with diverse and sometimes conflicting employment and privacy and audit laws.

At Baker & McKenzie, our unrivaled global outsourcing practice can help fluently manage your cross-border business relationship, whatever its scale, nature or location. Our extensive experience in outsourcing arrangements brings to our clients a unique perspective that comes from having represented both users and providers of outsourced services across a wide range of industries. Our Outsourcing lawyers are consistently ranked among the world's leaders.

With our unique perspective of outsourcing arrangements, we help you to build mutually beneficial ongoing relationships



We have been ranked **Band 1** in **Chambers Global** for Outsourcing in 2008, 2009, 2010, 2011, 2012, 2013, 2014 and 2015

We have been ranked **Band 1** in **Chambers Global** for Data Protection in 2008, 2009, 2010, 2011, 2012, 2013, 2014 and 2015

We have been ranked **Band 1** in **Chambers Global** for Technology & Communications in 2008, 2009, 2010, 2011, 2012, 2013, 2014 and 2015

We are the only firm to have been ranked as **Band 1** for Technology & Communications in 2011, 2012, 2013, 2014 and 2015

Successful delivery of outsourcing strategies requires a deep understanding of the unique features of outsourcing agreements and how they interplay with industry standards. Unlike other advisers, we take a commercial, 'fair-for-all' approach by treating the process of negotiating the agreement as the starting point to build toward a mutually beneficial, ongoing relationship. Our advice can help put outsourcing partners on the same page – even as businesses move across borders.

With legal professionals in 76 locations worldwide, operating as a single project team we offer integrated – and cost-effective – advice at each stage of the project's life cycle. Our project tools are proven and best practice resources are extensive.

We provide a full service to meet needs across the three dimensions of an outsourcing transaction:

Preparation

We can help conduct the legal and tax analysis of proposed transactions, including due diligence on employment matters, IP issues, data protection and privacy, corporate compliance, tax, insurance, insolvency, public policy and government contracts and environmental issues.

Negotiation

We can assist in drafting and negotiating outsourcing agreements, helping to define liability, indemnifications, ownership provisions, dispute resolution and evaluation metrics.

Post-closing counsel

We can provide ongoing support to project management teams on issues as they arise, helping to improve leverage and contract terms within successful, effective outsourcing relationships.

3. The Full Service Outsourcing Deal

Depending on the nature and scale of the activity outsourced and the location of the provider, we provide service and expertise in a range of business functions. We have an unparalleled team of global specialists who regularly advise on the following issues associated with outsourcing transactions:

Employment

We help navigate HR issues involved in employee transfers on commencement or exit of the service, including stock options, healthcare benefits, pensions, relocation and compliance with the intricacies of the EU's Acquired Rights Directive and member-state legislation.

Privacy and Information Management

Whether outsourcing is targeted at IT, HR or sales and marketing functions, it usually involves providing third parties with access to and responsibility for 'internal' company data. In particular, vast amounts of personal data are often transferred to third parties, creating complex obligations for both the transferring and receiving parties.

“Hugely experienced in handling complex and fast-moving transactions on a global scale, particularly in regards to the financial services and technology industries.”

Chambers Global 2015

“Fields a strong European practice and has an impressive track record for technology outsourcing in Asia. Recently involved in the renegotiation and restructure of major crossborder deals.”

Chambers Global 2015

“They've been very helpful. Their turnaround is very good and I get priority when I need it.”

Chambers Global 2015

“An extremely good firm, with significant strength in depth.”

Chambers Global 2013

We lay the ground-work for your long-term success

Tax

We help structure and execute managed services arrangements to reduce tax burdens and make the most of tax deferrals and credits.

Intellectual Property

We advise on ways to identify, protect and transfer all forms of IP - at inception, during the contract term and at exit.

Trade & Commerce

We advise on global trade strategies, including outbound trade compliance and inbound customs advice and counselling.

Regulatory Issues

We advise on healthcare, corporate governance, accounting, competition, financial services, telecoms and other regulations in the context of domestic and multi-jurisdictional transactions.

Real Estate and Environmental

We provide advice on matters such as the leasing or transfer of property, co-locations, construction or the improvement of facilities and environmental matters.

Dispute resolution

We help resolve differences amicably, if possible, through alternative dispute resolution or, if necessary, by arbitration or litigation.

Corporate

We provide full-service advice in the outsourcing context on JVs and SPVs.

“Offers extraordinary global breadth teamed with a wide range of expertise in the outsourcing field.”

Chambers Global 2014

“It’s absolutely clear that they have many offices and are extremely well represented.”

Chambers Global 2015

“Provides extensive knowledge ranging from M&A, outsourcing and IP to disputes, multi-jurisdictional regulatory compliance and privacy, with proven experience in areas such as digital media, cloud computing and interactive technology.”

Chambers Global 2014

4. Our Unique Value Proposition

The depth of our global regulatory, industry and process expertise makes Baker & McKenzie one of the few law firms in the world that can provide the timely and seamless support required for successful outsourcing arrangements.

Our unique approach to complex outsourcing projects is built around forming high performing multi-service teams that can hit the ground running. This is particularly important in transformational projects where severe setbacks during transition can derail even the best changing management programmes.

We accomplish this through issue-based non-positional negotiating, a process that encourages team building and cooperation and by always working to avoid becoming bogged down in technicalities that can adversely impact success. Rather than simply allocate risk in the contracting stage, our process is designed to minimise the total risk of the transaction and establish a successful, long-term solution that adds lasting value.

In outsourcing a function you’re not just handing over responsibility, you’re building a relationship

Our team possesses qualities that represent our unique value:

Highly skilled counsel

Our global outsourcing lawyers have a highly sophisticated understanding of outsourcing transactions and a distinguished record of success. We will help you to properly structure outsourcing relationships to avoid future problems.

No learning curve

Our longstanding relationships mean that we understand both sides of the contract.

Industry expertise

Baker & McKenzie has unrivalled depth and strength in a variety of industry sectors.

Cohesive global team

We have an unmatched geographic footprint that covers the world. Our close-knit network of global outsourcing lawyers and related specialists in 70 offices worldwide are able to deliver all of the supporting legal competencies that are required for a successful outcome.

5. Our Experience and Expertise

We have extensive experience in advising clients on a range of complex, multi-jurisdictional outsourcing transactions. Having closed tens of billions of dollars in contracts to outsource critical business functions, our lawyers possess a deep and sophisticated understanding of the unique features of outsourcing agreements and how they interplay with dynamic industry standards and global regulatory requirements.

We advise clients on:

- Structure
- RFP preparation and down selection
- Contracting
- Implementation
- Governance
- Renegotiation

In addition, we regularly advise clients on the cross border and regulatory issues related to outsourcing, including the allocation of legal and regulatory responsibility for the outsourced services. We regularly undertake high-profile global projects analysing the laws and regulations applicable to outsourcing across various local jurisdictions.

Our profound understanding of business and operational realities, as well as other practical limitations, enable us to provide balanced and effective advice to proactively guide clients through challenging cross-border issues.

“They’re very commercial. For a big firm they know how to cut the cloth accordingly, to get things done quickly without too much fuss or over-lawyering.”

Chambers Global 2013

“Specialisms include compliance strategy, crisis management, outsourcing and marketing and the privacy aspects of M&A deals.”

Chambers Global 2015

“Valuable experience in representing both suppliers and customers, assisting with the negotiation and restructuring of major international agreements.”

Chambers Global 2014

“Offers clients outstanding global coverage, with notable strength across the USA, Asia and Europe.”

Chambers Global 2015

We know the industry better than anyone else. With over 35 years experience, we can help you navigate through the legal and commercial risks

We approach the process of negotiating outsourcing agreements as the starting point to building a mutually beneficial, ongoing relationship. Our advice is intended to put outsourcing partners on the same page and create lasting efficiencies that maximise the long-term value of outsourcing arrangements.

6. Global Presence

Baker & McKenzie covers the world. With our expansive global footprint, our clients tell us they rely on our ability to provide a deep level of local expertise while ensuring a global perspective to their business and legal needs.



Globally Fluent

We defined the global law firm in the 20th century - now we're re-defining it in the 21st. Our clients tell us our difference is fluency. Many law firms claim to be global simply because they have offices in many countries or do work for client in multiple jurisdictions, but none can claim to be globally fluent.

Fluency In The Way We Think

We have an instinctively global perspective and a deep understanding of the language and culture of businesses all over the world.

Fluency In The Way We Work

We have the ability to navigate legal complexity across practices and borders with ease, bringing the right team and expertise regardless of location. We provide co-ordinated, insightful service delivery. Our dedicated client teams provide consistency and build up a valuable understanding of our clients' businesses.

Fluency In The Way We Behave

We are genuinely multi-cultural in our approach and passionate about open and highly collaborative relationships with each other and clients.

“Dedicated teams throughout Europe, Asia-Pacific and the USA, as well as a distinctive Latin America presence.”

Chambers Global 2014

Baker & McKenzie Key facts

- 47 countries
- 77 offices
- 4,200+ lawyers
- Admitted to practice in 250+ jurisdictions
- Fluent in 75+ languages
- Covering every major commercial, financial and industrial centre in the world

We will provide you with the right talent, ideas and best practices

7. Knowledge Sharing

Baker & McKenzie has a broad array of value-added services to offer our clients. We have always been at the forefront of information technology and communications law - both as lawyers and trusted advisors to many of the leading technology companies. We share our knowledge and experience in many ways including the following:

LegalBytes

LegalBytes is the monthly e-publication designed for our clients and contacts who want to keep themselves updated on global legal developments in the technology and communication fields. It covers legal developments which are relevant to technology and telecommunications in their broadest sense, whether the client is the supplier or the customer of such goods and services.

Global Privacy Handbook

We publish this resource annually with the 8th edition released in August 2015. Updated and expanded covering 63 countries, with the additions this year of Croatia, Denmark, Finland, Greece, Ireland, New Zealand, Norway, Paraguay, Portugal, Saudi Arabia, Uruguay and California, USA. Comparison of jurisdictional content has been made easier via our dedicated site, an online tool that enables you to compare privacy, information management and data security standards and requirements at your desk.

BakerGPS Webinar Series

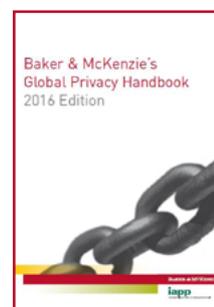
We hold global webinars on "hot topics" affecting Privacy, Data Protection, Cyber Security and Information Management. These complimentary webinars provide clients with updates on legal developments along with cutting edge solutions. The webinars are recorded and can be played back at your leisure if you are not able to attend at any of the various transmission times.

Negotiating Cloud Deals

As organizations enter the cloud in ever increasing numbers, the business realities of negotiating and concluding cloud arrangements are evolving around the globe. We deployed an online survey soliciting the input of C-Suite, senior management, procurement, IT and other personnel involved in the negotiation, sale, purchase or support of cloud services. Over 275 individuals responded from around the world and we are pleased to offer this report summarizing the themes and insights arising from their feedback.

Extranet

We can offer of a complimentary extranet to help manage matters, complex transactions or special projects customized to your specifications.



Hotline/Helpdesk

We can establish a hotline/helpdesk to address routine matters or instances of urgency all within a framework to increase service delivery while controlling cost.

Client Conferences

We would work on with dedicated agendas that you, the client, set. We bring a team of specialists to discuss your issues in a privileged setting – at no cost to you.

In-House Library Access

We can provide free access to our substantial library of in-house written publications on topics of particular interest and relevant to the medical device industry.

**We understand
the rewards and
challenges at staying
innovative and
profitable amid fast
paced change**

Baker & McKenzie has been global since inception. Being global is part of our DNA.

Our difference is the way we think, work and behave – we combine an instinctively global perspective with a genuinely multicultural approach, enabled by collaborative relationships and yielding practical, innovative advice. Serving our clients with more than 4,200 lawyers in more than 45 countries, we have a deep understanding of the culture of business the world over and are able to bring the talent and experience needed to navigate complexity across practices and borders with ease.