



Field Fisher Waterhouse

Green Business Group





“They are incredibly business-focused and pragmatic, and strive to find solutions.”
Chambers UK, 2011

About us

Field Fisher Waterhouse LLP is a European law firm with over 150 partners and more than 800 personnel in total in its offices in Brussels, Düsseldorf, Hamburg, London, Manchester, Munich, Paris and Tokyo.

Our international reach and reputation attracts clients throughout Europe, Asia and the US from all industry sectors, ranging from substantial multinational companies to dynamic, early-stage businesses and start up companies. We advise clients across the full range of legal issues.

The Green Business Group

The Green Business Group is one of the leading and most comprehensive law firm practices focussing on: assisting clients building businesses in the Green and sustainable sector; making the most of Green commercial opportunities; and dealing with Green regulation. Our Green Business Group is at the forefront of Green legal developments.

Our collective knowledge and experience includes:

- protection and commercial exploitation of clean technology and intellectual property
- venture capital and investments in Green businesses
- legal compliance with Green IT standards
- sustainable procurement
- low carbon energy production projects
- emissions trading and carbon credits
- regulatory compliance, prosecution and defence
- Green property matters, including Green leases
- Green planning and environmental legislation
- Green taxation

We act for three of the top 50 individuals recently tipped by *The Guardian* as those most likely to save the planet.

We are a member of the leading renewable energy trade association in the UK, the British Wind Energy Association, which is the trade and professional body for the UK wind and marine renewables industries.

Meeting the Green challenge

The 2008 Climate Change Act made Britain the first country in the world to set legally binding 'carbon budgets', aiming to cut UK emissions by 34% by 2020 and at least 80% by 2050 through investment in energy efficiency and clean energy technologies such as renewable, nuclear and carbon capture and storage.

The buildings that we build, the transport that we use, the packaging that we produce, the energy that we use, and the waste that we dispose of will all have to be 'Greened' to reduce our carbon emissions. To achieve this we will need new Green technology to help us. Green businesses will need funding in order to allow them to develop and grow, and the new technologies they create will need to be protected and effectively exploited.

Whatever your business, it will also undoubtedly be affected by the increasingly Green regulatory agenda. All businesses with UK premises will be affected by the move toward zero carbon buildings, the introduction of energy performance certificates, and the growing use of Green leases.

Businesses proposing to construct significant new premises will be affected by the need to generate a proportion of energy from on-site renewable sources, to build more energy efficient buildings and to develop Green travel plans to get staff to and from work.

Product manufacturers and suppliers will have to ensure that they meet ever stricter emissions standards, packaging waste standards and pollution control standards. Carbon trading will become a normal part of business life.

Following the Companies Act 2006, company directors now have to take account of the environment in running their business. This change pushes Green issues higher up the agenda than ever before.

The increased focus on Green issues presents many opportunities for early stage growth businesses developing technology and products designed to promote sustainability and energy and resource efficiency. These businesses are at the forefront of technological innovation and are some of the fastest-growing and most exciting companies in the early stage arena.

We are here to help you ensure that your business benefits from the drive to be Green.



“ The service levels at Field Fisher Waterhouse LLP are ‘uniformly excellent, and all responses are carefully considered and thoughtful’. ”
The Legal 500, 2010

Green Business Group expertise and contacts

The Green Business Group includes representatives experienced in Green work from all relevant teams in our full service firm. Please feel free to contact any member of the Group – they will make sure you speak to the right person for your project.

Cleantech and Intellectual Property

The Cleantech sector continues to see rapid innovation and substantial investment. Cleantech businesses need to understand how to use their intellectual property rights to best effect and how to avoid or mitigate against the threats that others’ intellectual property may pose. Our firm has highly-regarded Technology and Intellectual Property practices with significant experience in these areas and relevant engineering and science degrees and experience. This has included providing strategic IP advice, working on cutting-edge licensing and commercial transactions, IP protection and transfer, portfolio management, and litigation and dispute resolution.

As investment in Cleantech continues to rise, the effective protection, exploitation and enforcement of Green technology and intellectual property has become a critical business discipline; our lawyers have a proven track-record of providing commercially focused advice and assisting clients to achieve their objectives in this area.



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Corporate and Governance

The need for a cleaner environment is driving technological innovation. We have worked with many companies to help them raise the funds necessary to develop and exploit their technology. We not only help with the legal process but also business plan preparation and identifying and approaching potential sources of funds. The changing market is also a catalyst for mergers and acquisition activity. We work with our clients to devise and then implement their corporate strategy. As our clients range from entrepreneurs and fast-growing Green businesses to large multi-national businesses developing their Green offering, we are able to tailor our advice to the particular client and transaction and provide an efficient and cost effective service.

The changing regulatory landscape will affect all businesses. Whether it is in terms of new corporate governance rules or additional business requirements, we advise our clients both on how the additional obligations need to be complied with and on the opportunities which compliance presents in terms of creating a new business differentiator or a new business opportunity.



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IT

Through legal compliance with Green IT standards, companies can create a competitive advantage. We understand compliant products (and the legal duties on producers, distributors and users of IT products), the issues of sustainable sourcing and making the IT chain more sustainable and achieving a return on investment in cleaner technologies.



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Sustainable Procurement

Public procurement in the UK is worth £175bn annually and accounts for 16% of EU GDP. This is increasingly seen by governments as one of the best tools they have to improve environmental performance, something which the 2004 Procurement Directives expressly allowed for the first time. In the UK, the two core policies - the *Sustainable Procurement Action Plan* and the *Sustainable Operation of the Government Estate* - have become major drivers of standards in public procurement. Legislation, in the form of the Local Government Act 2000 and the Sustainable Communities Act 2007, requires local authorities to have regard in their public procurement to a range of environmental factors.



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Energy

Our energy team has more than fifty years experience of advising clients on energy projects and issues. We have substantial experience in the renewable energy sector, advising banks and sponsors on wind, solar and biomass projects, trading in Renewable Obligation and Climate Change Levy exemption certificates. Our recent Green work includes advising businesses on reforestation programmes, wind farms, solar energy, energy efficient oil extraction, energy management software technologies, biofuel technologies, biomass plants, renewables trading and bio-engineering, the use and development of combined heat and power plants and the impact of the CRC Energy Efficiency Scheme and the Carbon Agenda.

EU and Regulatory

Our regulatory team advises both private and public sector clients on how to build successful businesses and deliver policy goals, while assuring compliance with legal requirements. We regularly represent companies before the European Institutions, Member State authorities, Scientific Committees, and the European Courts.

We advise on regulatory compliance issues (including compliance with the RoHS and WEEE regulations), task force/consortia formation (under pesticides, biocides and REACH), and product defence strategies and product circulation across the European Union. The team has extensive experience handling product approval processes in the EU and related litigation before European courts, national courts and WTO panels, and counsels companies on a wide range of business law and antitrust matters relating to their international agreements and commercial presence in Europe (e.g. distribution agreements, supply contracts, letters of access, data compensation agreements, R&D joint ventures, etc).

Our expertise covers all aspects of agrochemicals, chemicals, pharma and biocides regulations and restrictions (including notification, data protection, mutual recognition, classification and labelling, marketing and use restrictions, parallel imports, environmental liability, product withdrawals and data compensation negotiations, amongst others).



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Real Estate, Planning and Environmental

The push for all buildings to be zero carbon by 2020, the introduction of energy performance certificates, revisions to BREAM and the increasing focus on Green leases, mean that the real estate sector has moved into the forefront of Green initiatives and regulations. Our real estate team, working closely with the planning and environmental team, guides clients (which include developers, investors and substantial corporate, administrative and retail occupiers) through the myriad of new and emerging Green legislation and initiatives providing advice that is based on practical solutions in this cutting edge area.

Our planning and environmental team has been actively involved in advising on Green issues as the sustainability and climate change agenda are integral components of planning policy. We advise all sectors including real estate, leisure, retail, corporate as well as our energy clients on a wide range of sustainability issues affecting planning including, environmental impact assessments, renewable energy (including waste to energy, biomass and wind farms) carbon neutral buildings, Green travel plans, flooding issues and risk allocation in environmental property transactions.

We are advising a number of clients on the climate change agenda including carbon trading, the Renewables Obligation, the Environmental Damage Directive and its effects as well emerging policies on carbon capture storage and carbon reduction commitments. We have extensive experience in advising all areas of waste (management, disposal, recycling and energy from waste) as well as advising on corporate social responsibility and its effect on issues such as public perception and funding.



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Green Real Estate Litigation

Our property litigation team provide owners and occupiers of commercial premises with innovative solutions to the problems that can be caused by the introduction of Green initiatives and new legislation. By working closely with our clients we create pro-active and practical strategies to help them minimise the hardship caused by potential new burdens and obligations.

We act speedily and cost-effectively when disputes arise, such as when landlords and tenants seek to reconfigure their relationship to deal with the impact of newly implemented legislation (such as the CRC Energy Efficiency Scheme) and the issues that inevitably arise as a result.

“The advice and support given by Field Fisher Waterhouse has been exceptional, in both a legal and commercial sense. They have shown extraordinary diligence and commitment in helping 2K to complete the investment and we look forward to working with them again in future.”
CEO of 2K Manufacturing Ltd, a 2008 Guardian CleanTech 100 Company

Case studies

Electric vehicles

EVO Electric

We advised this developer and manufacturer of advanced electric drive solutions for the automotive sector on a corporate venturing deal with global engineering group GKN. The deal included a £5 million direct investment and the formation of a joint venture with GKN Driveline for the development, manufacture and sale of a new generation of electric motors for cars and vans. The deal, which saw GKN invest alongside existing investors, involved the provision of corporate advice on the joint venture and funding arrangements, together with specialist IP advice on the licensing of EVO Electric's technology to the joint venture.

Tesla Motors

We have advised this Californian-based clean energy sports car manufacturer since the company first started negotiations with Lotus Cars for the collaborative design, development, manufacture and supply of the high performance, multi-award winning Tesla Roadster. The cross-border nature of the transaction, and the mix of unilateral and joint responsibilities added additional layers of complexity to the negotiations and contractual arrangements.

We also advise Tesla on IP matters, including European design and trade mark rights, on its distribution arrangements in Europe and on real estate matters.

Zero Motorcycles

Zero Motorcycles is a Californian based manufacturer of innovative and stylish battery-powered off and on-road motor bikes.

We have advised Zero Motorcycles on its international expansion into the European Union and emerging markets such as the Middle East and Brazil, as well as on European consumer protection and product liability issues. We also assisted with establishing and documenting an appropriate sales model for those key markets, as well as evolving this model as Zero Motorcycles has grown its overseas market share and reputation.

Biofuels

Express Energy

We advised Express Energy in relation to the acquisition and construction of a number of biomass power stations.

Renewable energy projects company

We are advising this company on the acquisition of sites across the country for the purposes of the generation of renewable energy including biomass wind farm projects. It will, through a joint venture structure, be developing each site to supply energy to both the site occupier and the national grid.

Solar

Solar and energy technology company

We advised this early-stage company with unique advanced concentrating solar energy technologies which maximise energy efficiency and economic benefit through the use of mirrors, on a successful £2.5m fund raising.

G24 Innovations (G24i)

G24i combines innovative material science and nanotechnology to generate renewable power, in a process that imitates nature's photosynthesis to convert the energy of sunlight into electricity.

In 2007 the company became the first in the world to produce commercial grade dye-sensitised thin film cells. We advised G24i on its establishment in the UK, its first round venture capital financing and its acquisition of technology and intellectual property (IP). Subsequently we advised the company on its debt conversion and capital restructuring, together with its further loan arrangements. We have also advised G24i on its IP protection, including patent strategy and protection of confidential information, and trade mark and design portfolios.

Our real estate team advised G24i on the acquisition of an 18,000 sq ft factory in Cardiff, including its negotiations for this with the National Assembly for Wales, and assisted G24i on its application for a wind farm to generate the power required to run the factory.

We have also advised G24i on its further financings which raised US\$50m in June/July 2008. In June 2008, Morgan Stanley Principal Investments Europe LLC invested \$20m in the company and 4rae, the renewable and alternative energy investment vehicle, invested \$30m in July 2008.

Wind

Falck Renewables

We advised Falck Renewables on its acquisition programme to build a portfolio of wind farms in England by acquiring land under option and leases.

E.ON UK Renewables

We advised this client on the development of onshore wind farms and the acquisition of wind farm assets.

“ Sources say: ‘It’s clearly the outstanding firm in Europe, and does extensive work all over the world.’ ”
Chambers Global, 2011

Recycling

2K Manufacturing Ltd

We advised 2K Manufacturing Ltd (2K), one of the Guardian's CleanTech 100 Companies in 2008, on a multi-stage funding agreement with Foresight Group (Foresight), a leading environmental investor, to support a multi-site rollout of plastics recycling facilities. 2K's model involves the manufacture of an environmentally friendly plywood substitute board for the construction industry. The initial £5m investment was provided to fund the opening of the first facility and the agreement with Foresight provides a framework for further investment to support future expansion.

We also advised 2K on their IP licensing arrangements for the ground-breaking Powder Impression Moulding (PIM) technology, a patented process owned by ERT plc, giving 2K exclusive rights to manufacture and sell these products within the EU, as well as the first option over other main territories.

Carbon reduction

Agrinergy

Agrinergy is a leading provider of carbon credit services with a focus on projects related to the Kyoto Protocol's Clean Development Mechanism (CDM). The CDM is an arrangement under the Kyoto Protocol, allowing industrialised countries with a Greenhouse gas reduction commitment to invest in projects that reduce emissions in developing countries.

We advised the founding shareholders of Agrinergy and existing investor Rivertrade Limited on the sale of a 50% shareholding in Agrinergy Pte Ltd to RWE Power Climate Protection GmbH (RWE) and on the associated Shareholders' Agreement between Rivertrade Limited and RWE to govern the resulting joint venture.

The partnership between Agrinergy and RWE brings together Agrinergy's in-depth CDM know-how and experience and RWE's own CDM expertise and financial backing and together the parties aim to develop new CDM projects and strengthen existing and future customer relations.

Agrinergy provides companies in the developing world with an end-to-end solution for carbon credit related projects, its CDM project portfolio covers sectors from agro-processing, blended cement, municipal waste, biomass, sugar and waste heat recovery and has operations in Singapore, India, Indonesia, Thailand and the UK. RWE is one of Europe's five largest utility companies, and operates over a hundred CDM projects in China, India, Egypt, South Korea, Chile and Vietnam.

Our Green credentials

We understand that, to be taken seriously, we have to prove our own 'Green credentials' as a firm. Our Environmental Policy is incorporated within the firm's corporate social responsibility programme.

Our Environment Action Group runs an ambitious programme which makes significant and measurable changes in our business's environmental impact. The programme includes:

- the use of recycled and recyclable light bulbs and tubes, toner cartridges, glass bottles and stationery
- recycling all waste paper and cardboard
- bottling all water supplied in our meeting rooms (both still and sparkling) in-house, avoiding the use of petrochemical-based PET bottles and haulage
- when purchasing new equipment, including PCs, printers and servers, using products which are energy efficient, have low emission levels and are ergonomically efficient
- ensuring all electronic equipment complies, as a minimum, with the Electromagnetic Compatibility Regulations 1992 and complies with the Provision and Use of Work Equipment Regulations 1992
- working with Maxitech Ltd to ensure 100% recycling or re-use of redundant IT kit so that nothing goes to landfill
- using a virgin pulp sheet, manufactured under the Forestry Stewardship Council's scheme for our printer paper
- using our building management systems to stabilise temperature throughout the year and maximise efficiency of heating and cooling
- refurbishing our WCs to minimise water use
- using movement sensors in offices and some common areas to switch off lighting out of hours
- reducing the line spacing and font size of our standard document templates to minimise printing
- using electronic filing to save paper and improve working practices
- supporting the "Ride2Work" scheme, which subsidises bicycle purchase to encourage Green (and healthy) commuting

“ Field Fisher Waterhouse LLP impresses in the transport, telecoms, life sciences, and energy sectors. ”

The Legal 500, 2010



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