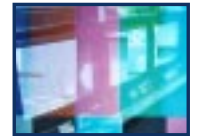


BIRD & BIRD

The Netherlands



Bird & Bird - International



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THE HAGUE
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PARIS
STOCKHOLM

THE NETHERLANDS

THE HAGUE

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Bird & Bird is an international law firm that combines full service capabilities with a strong focus on chosen industry sectors: aviation & aerospace, banking & financial services, communications, e-commerce, information technology, life sciences, media and sport. We are proud to be working with some of the world's most innovative and technologically advanced companies in each of these sectors.

While deep knowledge and understanding of the law drive our practice areas, it is the demands of the market that have shaped our sector expertise. The firm's heritage lies in intellectual property and with over 150 years pedigree working with some of the most pioneering companies, we have built a leading reputation for our work in this field. This has also enabled us to develop a high degree of specialist knowledge of our chosen sectors all of which can be characterised by the high value of their intangible assets.

It is this combination of sector knowledge and legal expertise that sets Bird & Bird apart from other law firms and enables us to add value to our clients' businesses while supporting their commercial decisions.

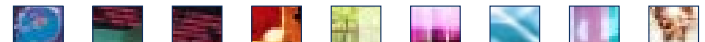
Many of the leading independent guides to the legal profession regularly rank Bird & Bird as a leading firm in our chosen industry sectors.

With offices in Beijing, Brussels, Düsseldorf, The Hague, Hong Kong, London, Milan, Munich, Paris, Stockholm and Beijing and close ties with firms throughout the rest of Europe, Asia and North America, we are very well placed to offer our clients local expertise within a global context. Lawyers from all of our offices work together in single teams to provide comprehensive cross-border advice for companies and investors doing business in and across Europe, North America and Asia.

Bird & Bird - The Netherlands

In December 2001, Bird & Bird opened a Dutch office in The Hague. Bird & Bird's office in The Hague offers a comprehensive range of corporate and commercial legal services to clients operating in the communications, life sciences, banking and finance, e-commerce, information technology, media and aviation & aerospace sectors.

Combining a strongly established Dutch practice with teams from each of its international offices, Bird & Bird is well placed to provide domestic and cross-border advice to national and international clients. We offer a team of first class lawyers in key roles who together provide a full range of legal services from corporate (including notarial and tax) and commercial to intellectual property and litigation and dispute resolution.



Full service capability

- CORPORATE RESTRUCTURING
- REGULATORY & ADMINISTRATIVE
- BANKING & FINANCE
- EU & COMPETITION
- INTELLECTUAL PROPERTY

The success of our sector focus approach is strongly linked to our ability to offer first class legal services in all major areas of commercial and business law. All lawyers within the firm work in groups which operate both nationally and internationally. Our office in The Hague has significant strengths in the following disciplines:

Commercial

We advise our clients on all agreements which are relevant to the conduct of their business, including supply and purchase, licensing, leasing, sales and marketing, advertising, representation, franchising, agencies, distribution, strategic partnerships and outsourcing. We also assist our clients on issues such as contract and product liability, consumer law and trading standards. Our lawyers work proactively with clients to ensure that all activities are soundly and securely based and to provide a first rate technical service.

Outsourcing

We advise customers and suppliers in both the public and private sectors on all types and sizes of outsourcing and in-sourcing transactions,

frequently across multiple jurisdictions. We have developed exceptional legal and technical know-how of outsourcing practices, from now traditional technology and communications outsourcings to innovative transactions involving the outsourcing of business processes and back office functions. We provide proactive, practical, commercially focused business law advice in the strategic context, not just technical legal advice.

Intellectual property

Intellectual property rights are the core assets of modern companies. Trade marks, trade names, corporate publicity and website layout build corporate identities. Patents and designs are the embodiments of innovative achievements. Protecting the value inherent in these rights is essential and goes beyond national borders.

We combine a thorough understanding of the business requirements of intellectual property with a full overview of the legal aspects involved throughout Europe. We are dedicated to sharing this knowledge with our clients and to applying it to obtain the best possible solutions.

We have extensive experience in litigating IP

disputes and providing advice on non-contentious matters. Our day-to-day work ranges from domestic and cross-border litigation to supplying cost effective tailor made business solutions.

We also assist in corporate transactions and advise on tax effects of IP structures.

EU & competition

We represent clients on virtually every aspect of EU and Dutch competition law including merger control, public procurement, state aid, market dominance and cartels. We advise our clients on the competition law aspects of commercial agreements, mergers and acquisitions as well as their dealings with competitors, suppliers and customers. We take a proactive approach in introducing compliance programmes and in implementing them. We also prepare for and assist clients during investigations by competition and regulatory authorities. We are experienced in conducting litigation before the Dutch civil and administrative courts as well as before the European Court of Justice and the Court of First Instance.



Litigation & dispute resolution

Assessing risks, preparing for litigation, negotiating on friendly settlements, litigating and enforcing awarded claims - these are all stages at which we can advise and assist our clients. Litigation as well as commercial advice requires a deep understanding of the business environment in which our clients operate in addition to often complicated technical issues. We have extensive experience acting for clients in a wide variety of industrial and commercial disputes against companies and public authorities. This includes advising on regulatory processes in our chosen sectors. We are also one of a few law firms in The Netherlands that specialises in Dutch Supreme Court litigation.

Corporate

Lawyers in our Corporate Practice combine industry know-how with strong transactional capability. This enables us to identify practical solutions to legal and commercial issues which help our clients to realise their business objectives. We advise our clients on a wide range of corporate transactions from start-up finance to complex cross-border deals. We act for early stage companies as well as large multi-nationals and are regularly involved in transactional work in the areas of private equity, venture capital, joint ventures, mergers and acquisitions and corporate restructurings for both private and public companies.

Notarial services

Dutch law requires a notarial deed for a number of agreements and legal transactions, including the incorporation of companies, foundations and associations, amending articles of association of legal entities, transferring and encumbering shares in Dutch companies, mortgaging real estate and drawing up wills and/or marital terms. Our Notary Practice offers comprehensive services and advice on all the above aspects of corporate, commercial property and family law.

Employment

Our Employment Practice provides a broad range of services to employers in all aspects of HR and related areas. These services include drafting all relevant employment documentation, termination of employment contracts and advising on employment law matters relating to setting up new operations in The Netherlands, changes within an organisation (e.g. amendment of employment conditions and harmonisation of employment benefits), in and outsourcing of activities and mergers and acquisitions. We also advise companies on restructuring and collective dismissals, collective bargaining agreements, pension schemes and cross-border employment matters.

Finance

Our Finance Practice combines sector know-how with traditional financial expertise. We advise lenders, borrowers and suppliers and users of financial services on general banking matters, virtual financial services and private equity and project finance transactions.

Tax

Our Tax Practice provides a comprehensive service to a range of clients from start-up companies and their shareholders to large multi-nationals. We advise multinational companies on cross-border mergers and acquisitions and joint venture transactions, as well as on financial products and the development of group tax strategies. For smaller organisations we provide advice on company / group transactional and structuring matters as well as on personal tax issues relating to ownership. We have substantial experience advising on Dutch and international structuring of intellectual property rights, reorganisations, financing and leasing transactions, holding companies, real estate projects, tax rulings and outsourcing.

Regulatory & administrative

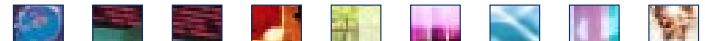
We specialise in providing sector focused regulatory advice that helps our clients to deal with the issues that arise when private businesses come into contact with national, regional or local government. We act for companies and organisations in a wide range of sectors, most notably in liberalised markets such as communications, post, media, waste and energy. Our deep understanding of the life sciences sector and related areas such as biotechnology, healthcare and pharmaceuticals combined with our IP expertise enables us to provide expert regulatory advice to companies operating in these markets. We provide advice on applications for SPC's and patents as well as on R&D, co-operation and clinical trial agreements, orphan drug registrations, post marketing surveillance, parallel imports as well as the legal consequences of countries acceding to the EU, monitoring and registration strategies and market entry of generic products.

Data protection

Our specialist privacy and data protection lawyers provide advice on all aspects of data protection at national and European levels. We provide practical and proactive guidance on complying with data protection legislation. This includes advice on data protection policies, compliance strategies, complaints and offences, commercial exploitation, as well as preparing audits and giving advice on staff training and lobbying, financial services, general banking matters, virtual financial services and private equity and project finance transactions.

Asia desk

Both Asian and European companies have an increasing demand for legal advice relating to doing business in Europe and the Far East respectively. Our Asia Desk in The Hague, staffed by a Chinese and Japanese lawyer, offers legal and notarial advice to European companies investing in Asia and Asian companies investing in Europe.



Aviation & aerospace



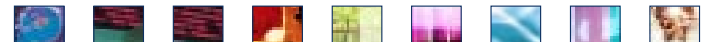
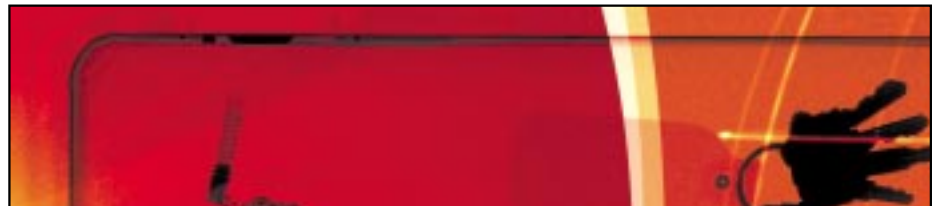
Over the last decade, the European aviation sector has undergone enormous change, from the liberalisation of air transport regulation to the development of new regulatory provisions. In addition, rapid developments in technology combined with the increasingly competitive nature of the industry, have forced many companies to re-shape their business models.

Our Aviation & Aerospace Group operates at the forefront of these developments. Our lawyers have built an in-depth understanding of the sector across Europe. This combined with technical excellence in the many areas of law that impact the aviation & aerospace sector enables us to provide proactive, practical and commercially focused legal advice.

Our lawyers have experience working for airlines, leasing companies, ground-handlers, reservation system operators, industry associations, travel service providers, airports, banks, manufacturers as well as aircraft maintenance and repair organisations.

Our expertise includes providing advice on:

- regulatory issues: CRS, safety, security, insurance, environment, airport charges, slot allocation and passenger rights
- groundhandling
- competition issues: market access, routes distribution, fares, excess capacity or frequency, co-operation agreements, use of essential facilities, relations with travel agents, state aid and mergers and joint venture notifications.
- IT related issues: computer and online reservation, payment and ticketing systems and consumer and data protection
- intellectual property related issues: patents, trade marks, copyright and design rights
- dispute resolution



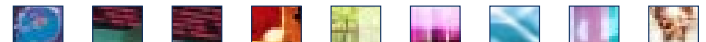
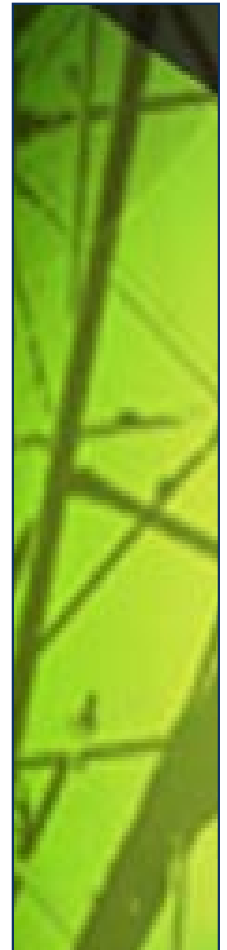
Communications



We are widely recognised as one of the leading Dutch firms in the communications sector and related areas. Our specialist communications lawyers combine in-depth knowledge of the sector with strong regulatory, corporate and commercial capabilities. This enables us to find innovative solutions and to deliver practical legal advice to businesses involved in communications, broadcasting and on-line services around the globe. We have an extensive track record advising on complex national and international legal and regulatory issues and represent major communications companies in high profile cases, including proceedings regarding frequency auctions and number allocations, price squeezing, local loop unbundling, customer migration and mobile termination tariffs.

We also have extensive experience advising on:

- convergence of networks and multimedia development (including digital TV and P2P file sharing)
- frequencies and number allocation procedures
- establishment of consortia for licence bidding
- international joint ventures in both fixed, mobile and satellite communications throughout Europe
- virtual mobile network agreements
- network / facility sharing
- national and international telecoms regulatory issues
- network interconnection arrangements
- competition issues
- mergers and acquisitions
- insolvency issues and financial transactions



IT/e-commerce

Transaction

e-trading
Online Shopping



In-depth knowledge of the IT and e-commerce sector combined with strong commercial and IP capability is key to delivering practical legal advice to businesses involved in providing IT or on-line services around the globe. From intellectual property infringement cases through to international joint ventures or cross-border outsourcing projects, users and suppliers of IT services and systems encounter a challenging range of IT contractual issues. These often call for experienced negotiation and dispute resolution skills as well as advice on related commercial issues arising under regulatory, data protection, competition and employment laws.

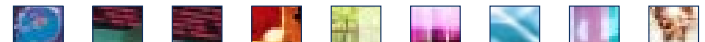
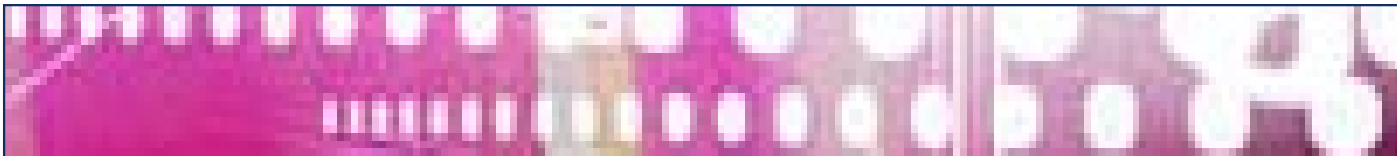
Our in-depth knowledge of the IT sector enables us to deliver proactive legal advice to companies operating in, or dealing with IT.

Working as a single team with colleagues in each of the firm's offices we regularly advise major international IT players and Dutch companies including software publishers, suppliers of IT systems and services, financial companies and large blue-chip companies.

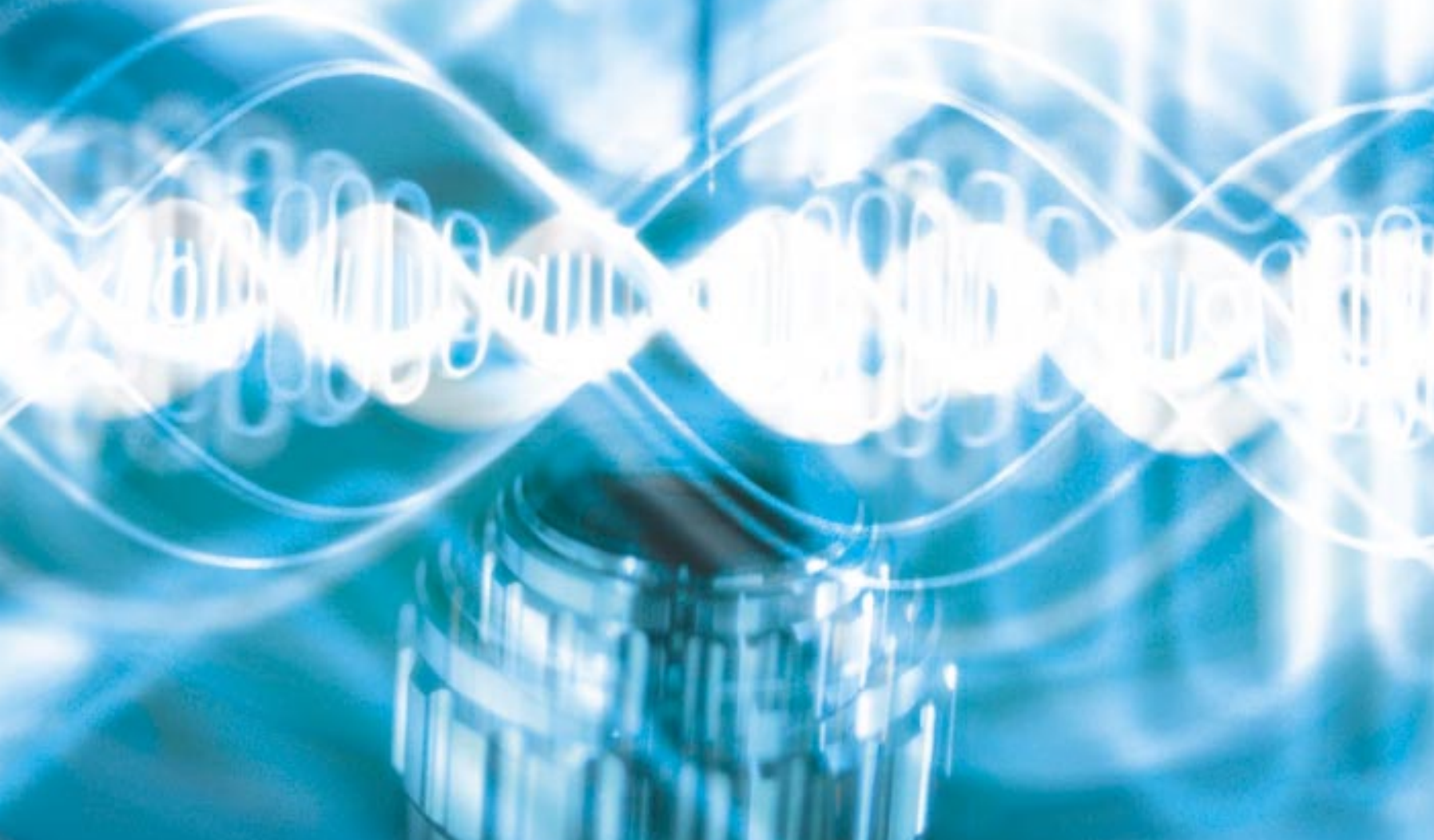
We provide advice in the following areas:

- outsourcing agreements (domestic and offshore)
- software development and licensing agreements
- e-commerce and regulatory aspects of on-line sales and marketing
- data protection and protection of databases
- joint ventures and co-operation agreements
- public procurement
- service level, support and maintenance agreements
- electronic payments and e-banking
- internet and domain name litigation
- litigation, arbitration and mediation on failed automation projects

We are aware that time to market is critical and that value for money is the ultimate test: these requirements apply equally to legal services and our experience will ensure that they are met.



Life sciences

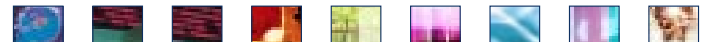


The Dutch life sciences industry has grown considerably over the past 10 years due to a strong academic environment and regional bioscience initiatives involving dozens of biotech companies as well as an increased presence of the world's leading pharmaceutical companies and venture capitalists in The Netherlands.

As the sector grows in complexity and diversity so the number of scientific and commercial opportunities increase. We believe that for companies to realise their commercial objectives it is often critical that their chosen legal advisers genuinely understand the scientific, ethical and business challenges of the sector. We are committed to providing this in-depth understanding to all our clients ranging from start-ups to mature pharmaceutical and biotechnology companies.

Our Life Sciences Group is experienced in providing a full range of life sciences focused advice including assistance in commercial law matters (collaboration and clinical trial agreements), intellectual property law (patent and trade mark litigation, licence and transfer agreements), European/competition law (including pharmaceutical regulatory matters) and advertising law. We also provide a broad range of corporate services including advice on cross-border mergers and acquisitions, due diligence, corporate finance and tax law.

As well as providing advice on domestic issues in The Netherlands, we regularly assist clients in relation to strategic pan-European matters.



Media



The media sector today can be characterised by rapid developments and convergence of technologies, the proliferation of products and services that can be delivered as a result and the number of new entrants to the market. Added to this, frequent changes to regulation continuously affect the way in which these products and services can be delivered.

Due to the variety of TV channels, public and private broadcasters and cable structure, the Dutch media sector is one of the most challenging in Europe.

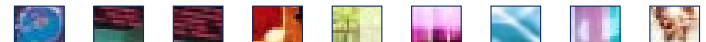
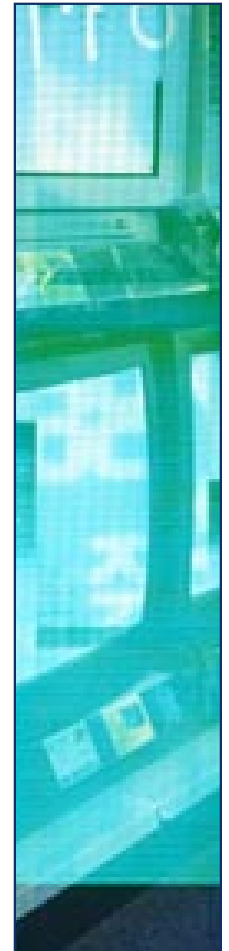
The cultural and historical diversity of public broadcasters in The Netherlands combined with the relatively large number of commercial broadcasters has had, and will continue to have, an impact on the legal needs and strategic decisions of companies operating in this sector. Broadcasters, publishers, advertisers, film makers, music performers, producers and also operators of cable networks, satellites and other new media platforms and technologies are all playing a role in the development of the media sector and they all have specific needs and challenges to face in a sector that is rapidly evolving.

Our lawyers combine in-depth knowledge of the regulatory aspects of the media sector with expertise in intellectual property, corporate and commercial law. This enables us to provide advice on traditional media such as content-related issues like format protection, advertising, unlawful publication and sponsorship.

Drawing on our strengths in traditional areas and combining these with our in-depth knowledge of the communications and IT sectors we are also able to provide advice in all areas of convergence: both in terms of technologies and where new technology is used to deliver traditional content. Working closely with our colleagues in each of the firm's offices throughout Europe and Asia, we are able to provide this advice at an international level.

We provide advice on the following areas:

- all aspects of broadcasting and carriage, including content acquisition, distribution, access to and use of infrastructure and technology arrangements
- all aspects of above and below the line advertising including web advertising
- rights acquisitions and clearances, licensing and brand protection
- all aspects of publishing and broadcasting including intellectual property issues
- all aspects of sports including partnerships and rights management (media, marketing, content, staging, production and brands)



What makes us different?

Understanding our clients business

We act for companies at all stages of their development and in all stages of business transactions. We help our clients align their business and legal strategies to maximise business growth. We implement commercial decisions, negotiate or back-up negotiations of key contractual arrangements, advise or give second opinions on key issues affecting a client's business and litigate on their behalf to defend positions or gain material or competitive advantage.

Tailor-made co-operation

We understand that some matters are best handled by a single fee-earner, while others may require a larger team of lawyers. In either case, we closely cooperate with the clients' in-house counsel, business managers and other external advisers to provide practical legal advice. We actively encourage open and clear communication and knowledge sharing with clients. We are committed to taking a pragmatic and flexible approach to the way in which we provide our service. This way of working is central to our business philosophy.

Relationships are vital to us

We value client relationships extremely highly and aim to form very strong partnerships with our clients. We work hard to integrate ourselves into our clients' business processes not only for major projects but on an on-going or day-to-day basis. We understand and are committed to meeting our clients' requirements which include accessibility to lawyers and responsiveness at all times.

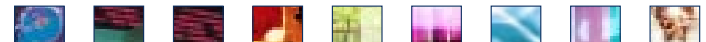
Integrated international approach

We are one of the few international law firms that can offer a truly integrated and premium quality assistance to international companies. We are small enough to ensure close co-operation and personal contacts between our international lawyers and large enough to offer a full range of services on an international scale. We have extensive experience of providing a comprehensive range of services to large, complex organisations enabling companies to maximise business opportunities.

The benefits of international coverage run much deeper than many people realise. We offer an innovative approach to international problem solving with significant benefits that frequently surprise our clients.

Innovative fee arrangements

We recognise that some of our clients prefer methods of charging which do not follow the traditional chargeable hour model. We are flexible and open in meeting such requests and work with our clients to devise means of charging which are fair to both our clients and ourselves.



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